



July 8, 2019

Via U.S. Mail and Email

Julie Williams
Public Relations Manager
County of Los Alamos
PO Box 1030
Los Alamos, New Mexico 87544

Re: Request for Consent to Assignment of Agreement

Dear Ms. Williams:

Reference is made to the Diversified Data Processing & Consulting, Inc. Service Agreement¹, dated as of 3/1/17 (together with any amendments, addendum, supplements and related documents and agreements, including the assignment described below, the "**Agreement**"), between Diversified Data Processing & Consulting, Inc., a Michigan corporation d/b/a DivDat ("**DivDat**"), and County of Los Alamos ("**you**" or "**your**") which was assigned with your consent to Diamond Marketing Solutions Group, Inc., a Delaware corporation ("**Diamond**"), following the sale by DivDat of certain of its business assets to Diamond on August 31, 2018.

As you may remember, Diamond is a subsidiary of Output Services Group, Inc. (also known as OSG Billing Services, together with its subsidiaries including Diamond, "**OSG**"), which has been in business for over 25 years and is one of the largest providers of integrated communication and billing solutions in the U.S. OSG offers comprehensive and flexible solutions including electronic billing and invoice/statement services, document printing and mailing and an expansive suite of complementary forward-thinking digital marketing solutions to a large and fast growing group of clients in a variety of industries, including the healthcare, utility, municipality, financial services, real estate and heating oil/propane markets. To learn more about OSG, please visit its websites at www.osgbilling.com.

We believe that your work can most effectively be handled in one of OSG's facilities. As a result, we at Diamond propose to assign the Agreement, including the assignment of all of our rights and obligations and the delegation of all of our performance under the Agreement, to OSG who would assume all of our rights and obligations and agree to be bound by all the terms of the Agreement effective as of and from and after July 8, 2019 (such assignment and delegation, the "**Assignment**").

In accordance with the Agreement, we hereby request your irrevocable consent to the Assignment and waiver of your rights under the Agreement resulting from or related to the Assignment. Notwithstanding any provision in this consent, the Agreement or the

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Assignment to the contrary, by executing this consent, you acknowledge and agree that we have not and will not be deemed to have breached or violated any provision of the Agreement and are not in default of any of our obligations under the Agreement.

Please sign this letter below to acknowledge your review of its contents, and your irrevocable consent to the Assignment and related waiver and acknowledgment and return a PDF copy to me via email at gwaite@dmsolutions.com. We ask that you send us the signed consent **as soon as possible but no later than Friday, August 9th, 2019**. It is our great privilege to serve you and we are thankful for the trust you have placed in us. We strongly believe that our relationship with DivDat has created the best possible combination of resources and focus this past year and will enable us to provide the highest level of service to you in the future. We seek your continued support and will work diligently to be worthy of it.

If you have any questions regarding the Assignment or this request for consent, please call me at (630) 597-9017, or email me at gwaite@dmsolutions.com. If you would also like to speak to a representative of OSG, please contact me and I will be happy to arrange for you to do so.

We appreciate your assistance and thank you in advance for your prompt attention to this matter.

Very truly yours,

DIAMOND MARKETING SOLUTIONS GROUP, INC.

By: 

Name: Greg Waite

Title: President

Date: July 8, 2019

The undersigned hereby consents to the Assignment and waiver of rights described above as of the date set forth below:

By: _____

Name: _____

Title: _____

Date: _____

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