

**AMENDMENT NO. 2
INCORPORATED COUNTY OF LOS ALAMOS
SERVICES AGREEMENT NO. 17-01**

This **AMENDMENT NO. 2** is entered into by and between the **Incorporated County of Los Alamos**, an incorporated county of the State of New Mexico ("County"), and **Output Services Group, Inc.**, also known as **OSG**, a Delwarde Corporation ("Contractor"), to be effective for all purposes August 28, 2019.

WHEREAS, County entered into Service Agreement No. AGR17-01 with Diversified Data Processing & Consulting Inc., dba DivDat ("DivDat") on March 1, 2017, through Request for Proposals ("RFP") No. 17-01, dated June 12, 2016, requesting proposals for Bill Printing, Mailing and Electronic Billing Notification Services for Utilities, as described in the RFP, which is incorporated herein by reference for all purposes; and

WHEREAS, on June 26, 2018, DivDat entered into an Asset Purchase Agreement with Diamond Marketing Solutions Group, Inc. ("Diamond") and on July 17, 2018 assigned and delegated all of its rights and duties to Contractor under Agreement No. AGR17-01; and

WHEREAS, on August 29, 2018, Diamond through Amendment No. AGR17-01-A1 assumed all obligations of the original Agreement and that County and DivDat each released the other from any obligations owed under Agreement AGR17-01; and

WHEREAS, Diamond is a subsidiary of Contractor and Diamond has determined the terms of the Agreement can most effectively be handled by Contractor;

WHEREAS, Contractor wishes to honor the Agreement originally awarded to DivDat, and assigned to Diamond to continue to provide Bill Printing, Mailing and Electronic Billing Notification Services for Utilities; and

WHEREAS, County specifies all future invoices for Services rendered under this Agreement as so amended will be issued on a timely basis by Contractor under Contractor's name and Contractor will cooperate with County in providing information and forms required to set Contractor up as a vender in County's financial system; and

WHEREAS, the Board of Public Utilities approved the assignment of Agreement No. AGR17-01 at a public meeting held on August 22, 2019; and

WHEREAS, the County Council approved the assignment of Agreement No. AGR17-01 at a public meeting held on August 27, 2019; and

NOW, THEREFORE, for good and valuable consideration, County and Contractor acknowledge, agree, and stipulate that Contractor and County are bound by all obligations, terms and conditions including all past or future liabilities created by Agreement No. AGR17-01, dated March 1, 2017, between DivDat and County and by Amendment No. AGR17-01-A1, dated August 29, 2018, between Diamond and County.

Except as expressly modified by this Amendment, the terms and conditions of the Agreement remain unchanged and in effect.

IN WITNESS WHEREOF, the parties have executed this Amendment No. 2 on the date(s) set forth opposite the signatures of their authorized representatives to be effective for all purposes on the date first written above.

ATTEST

INCORPORATED COUNTY OF LOS ALAMOS

NAOMI D. MAESTAS
COUNTY CLERK

By: _____
PHILO S. SHELTON III, P.E. **DATE**
UTILITIES MANAGER

Approved as to form:

J. ALVIN LEAPHART
COUNTY ATTORNEY

OUTPOUT SERVICES GROUP, INC. A DELAWARE CORPORATION

By: _____
NAME: _____ **DATE**
TITLE: _____