Insight Public Sector, Inc.
444 Scott Drive
Bloomingdale, IL 60108

Attention: Steve Sibon, Vice President

Reference: RFP09-997736-42; Technology Products/Equipment and Technology Services/Solutions

Dear Mr. Sibon:

**Acceptance Agreement**

**Contract Number: RQ09-997736-42B**

This acceptance agreement signifies a national contract award to Insight Public Sector, Inc. for the provision of Technology Products/Equipment, Section A and Technology Services/Solutions, Section B. The period of the contract shall be from May 1, 2009 through April 30, 2013, with three (1) one-year renewal options.

The contract award shall be in accordance with:

1) This Acceptance Agreement;

2) The signed Memorandum of Negotiations.

Please note that this is not an order to proceed. A Purchase Order, which constitutes your notice to proceed, will be issued to your firm. Please provide your Insurance Certificate according to Special Provisions paragraph 19 within ten (10) days after receipt of this letter.

Sincerely,

Cathy A. Muse, CPPO
Director/County Purchasing Agent

Department of Purchasing & Supply Management
12000 Government Center Parkway, Suite 427
Fairfax, VA 22035-0013
Website: www.fairfaxcounty.gov/dpsm
Phone 703-324-3201, TTY: 1-800-828-1140, Fax: 703-324-3228
MEMORANDUM OF NEGOTIATIONS
RFP09-997736-42; Technology Products/Equipment and Technology Services/Solutions

The County of Fairfax (hereinafter called the County) and Insight Public Sector, Inc. (hereinafter called the Contractor) hereby agree to the following in the execution of Contract RQ09-997736-42B. The final contract contains the following documents:

a. County’s Request for Proposal RFP09-997736-42 and all Addenda;
b. The Contractor’s Technical and Cost Proposals dated December 9, 2008;
c. The Contractor’s response to interview questions dated February 5, 2009;
d. The County and Contractor’s clarification of items dated March 2, 2009;
e. The Contractor’s response to items for Negotiation dated March 19, 2009;
f. The Contractor’s release of proprietary and confidential items dated April 7, 2009;
g. This Memorandum of Negotiation and any Attachments;
h. County purchase order;
i. Any amendments subsequently issued.

In addition, the County and the Contractor agreed to the following:

1. Signed U. S. Communities General Administration Agreement.

ACCEPTED BY:

[Signature]
Steve Sibon, Vice President
Insight Public Sector, Inc.

Date
4/14/09

[Signature]
Cathy A. Muse, CPPO
Director/County Purchasing Agent

Date
4/24/09