



State of Idaho

CHANGE ORDER - 04
PLEASE DO NOT DUPLICATE THIS ORDER.

Change Order Summary

Purchase Order Number: PADD15200978
Account Number: AC-1
Revision Number: 04
Change Order Date: March 08, 2019
Service Start Date: March 5, 2019
Service End Date: March 4, 2020
Payment Method: Invoice
Payment Terms: No Payment Terms specified
Currency: USD
FOB Instruction: Destination
Attachment(s): [ChangeLog.htm](#) :Purchase Order Change

Supplier

Sabrina Morales
 Linguistica International
 P.O. Box 95010
 South Jordan, UT 84095
Phone: 801-262-4550-
Fax: 801-262-4622
Email: smorales@linguisticainternational.com

Buyer Contact

Chelsea Robillard
 Tel:208-332-1607
 Fax: 208-327-7320
 chelsea.Robillard@adm.idaho.gov

Contract Number:

Bill To Address

DOP - Various State Agencies
 State of Idaho
 Various Locations
 See Below for Details
 on Specific Locations
 Various, Idaho 83702
Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Ship To Address

DOP - Various State Agencies
 State of Idaho
 Various Locations
 See Below for Details
 on Specific Locations
 Various, Idaho 83702
Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Instructions

PADD15200971, Telephone Bases Interpreter Services and NASPO ValuePoint Master Price Agreement (New Mexico Contract Number 50-000-14-00002AA) is renewed for an additional period of time, as provided above. All of the terms and conditions contained in the Contract shall remain in full force and effect, except as expressly modified herein.

Note: The dollar amount listed in the contract renewal pricing is an estimate and cannot be guaranteed. The actual dollar

amount of the Contract may be more or less depending on the orders placed by the State; or may be dependent upon the specific terms of the Contract.

Original Contract 05/04/2015-03/04/2017 \$240,000.00


Change Order 1: 05/04/2015-03/04/2017 \$0

Change Order 2: 03/05/2017-03/04/2018 \$240,000.00

Change Order 3: 03/05/2018-03/04/2019 \$200,000.00

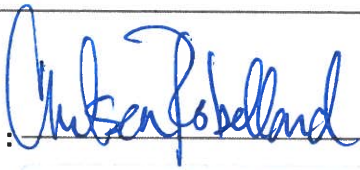
Change Order 4: 03/05/2019-03/04/2020 \$200,000.00

Total Contract: \$880,000.00

Supplier Part Number	Quantity	Items		Unit	Unit Price	Total
		Back Order				
	1.00	0		ANN	200,000.00	\$200,000.00
Item Description	#2					
						Renewal of PADD15200978 03/05/2019-03/04/2020.
						
Delivery Date:						March 15, 2017
Shipping Method:						Delivery
Shipping Instructions:						
Ship FOB:						Destination
Attachment(s)						
Special Instructions:						Billing instructions will be given by individual ordering agency at time of order. Payment terms - Net 30

Sub-Total (USD)	\$200,000.00
Estimated Tax (USD)	\$0.00
TOTAL: (USD)	\$200,000.00

Note: If there is a  next to an item's unit price, that indicates that the price has been discounted.

Signature : 

Signed By : Chelsea Robillard



State of New Mexico
General Services Department
Purchasing Division

Statewide Price Agreement Amendment

Awarded Vendor:
0000110934
Linguistica International, Inc.
8819 South Redwood Rd., Ste. D
Salt Lake City, UT 84088

Telephone No. (866) 908-5744

Price Agreement Number: 50-000-14-00002AB

Price Agreement Amendment No.: Four

Term: March 4, 2015 – March 4, 2020

Ship To:
All State of New Mexico agencies, commissions,
institutions, political subdivisions and local public bodies
allowed by law.

Procurement Specialist: Travis Dutton-Leyda

Telephone No.: 505-827-0477

Email: travis.dutton-leyda@state.nm.us

Invoice:

As Requested

Title: Telephone Based Interpreter Services

This Price Agreement Amendment is to be attached to the respective Price Agreement and become a part thereof.

In accordance with Price Agreement provisions, and by mutual agreement of all parties, this Price Agreement is extended from March 5, 2019 to March 4, 2020 at the same price, terms and conditions.

Except as modified by this amendment, the provisions of the Price Agreement shall remain in full force and effect.

Accepted for the State of New Mexico

New Mexico State Purchasing Agent

Date: 12/14/2018

Purchasing Division: 1100 St. Francis Drive, Santa Fe, NM 87505; PO Box 6850, Santa Fe, NM 87502 (505) 827-0472

NASPO ValuePoint
Master Agreement Amendment #04
Telephone Based Interpreter Services
50-000-14-00002AB



THIS Agreement ("Agreement" or "Contract") is entered into by and between the **State of New Mexico, General Services Department, State Purchasing Division**, hereinafter referred to as the "Lead State" or a "Procuring Entity" and **Linguistica International, Inc.**, hereinafter referred to as the "Contractor" and collectively referred to as the "Parties."

3. Term of the Master Agreement

This Master Agreement will be extended from March 5, 2019 through March 4, 2020, unless extended, renewed or terminated earlier at the Lead State's discretion and by mutual agreement and upon review of requirements of Participating Entities, current market conditions, and Contractor performance. In no case will the Participating Addendum, including all renewals thereof, exceed a total of five (5) years in duration.

All other articles of the original Master Agreement remain the same.

IN WITNESS WHEREOF, the parties have executed this Master Agreement as of the date of the signature by the required approval authorities below.

STATE OF NEW MEXICO

Linguistica International, Inc.
(Contractor)

Signature

Signature

BY: Lawrence Maxwell

BY:

Sabrina Morales

TITLE: State Purchasing Agent

TITLE: CEO



State of Idaho

CHANGE ORDER - 03
PLEASE DO NOT DUPLICATE THIS ORDER.

Change Order Summary

Purchase Order Number: PADD15200978

Account Number: AC-1

Revision Number: 03

Change Order Date: June 06, 2018

Service Start Date: March 5, 2018

Service End Date: March 4, 2019

Payment Method: Invoice

Payment Terms: No Payment Terms specified

Currency: USD

FOB Instruction: Destination

Attachment(s): [ChangeLog.htm](#) :Purchase Order Change

Supplier

Sabrina Morales
 Linguistica International
 P.O. Box 95010
 South Jordan, UT 84095
Phone: 801-262-4550-
Fax: 801-262-4622
Email: smorales@linguisticainternational.com

Buyer Contact

Chelsea Robillard
 Tel:208-332-1607
 Fax: 208-327-7320
 chelsea.Robillard@adm.idaho.gov

Contract Number:

Bill To Address

DOP - Various State Agencies
 State of Idaho
 Various Locations
 See Below for Details
 on Specific Locations
 Various, Idaho 83702

Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Ship To Address

DOP - Various State Agencies
 State of Idaho
 Various Locations
 See Below for Details
 on Specific Locations
 Various, Idaho 83702

Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Instructions

PADD15200971, Telephone Bases Interpreter Services and NASPO ValuePoint Master Price Agreement (New Mexico Contract Number 50-000-14-00002AA) is renewed for an additional period of time, as provided above. All of the terms and conditions contained in the Contract shall remain in full force and effect, except as expressly modified herein.

Note: The dollar amount listed in the contract renewal pricing is an estimate and cannot be guaranteed. The actual dollar amount of the Contract may be more or less depending on the orders placed by the State; or may be dependent upon the specific terms of the Contract.

Original Contract 05/04/2015-03/04/2017 \$240,000.00

Change Order 1: 05/04/2015-03/04/2017 \$0

Change Order 2: 03/05/2017-03/04/2018 \$240,000.00

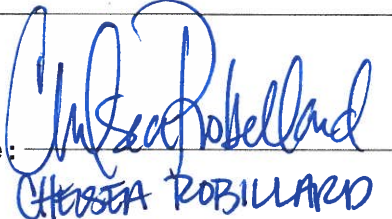
Change Order 3: 03/05/2018-03/04/2019 \$200,000.00

Total Contract: \$680,000.00

Supplier Part Number	Quantity	Items Back Order	Unit	Unit Price	Total
Item Description	1.00	0	ANN	200,000.00	\$200,000.00
#2					
Renewal of PADD15200978 03/05/2018-03/04/2019.					
Delivery Date:	March 15, 2017				
Shipping Method:	Delivery				
Shipping Instructions:					
Ship FOB:	Destination				
Attachment(s)					
Special Instructions:	Billing instructions will be given by individual ordering agency at time of order.				
	Payment terms - Net 30				

Sub-Total (USD) \$200,000.00
Estimated Tax (USD) \$0.00
TOTAL: (USD) \$200,000.00

Note: If there is a  next to an item's unit price, that indicates that the price has been discounted.

Signature: 
 THERESA ROBILLARD



State of Idaho

CHANGE ORDER - 02**PLEASE DO NOT DUPLICATE THIS ORDER.****Change Order Summary**

Purchase Order Number: PADD15200978
Account Number: AC-1
Revision Number: 02
Change Order Date: March 31, 2017
Service Start Date: March 5, 2017
Service End Date: March 4, 2018
Payment Method: Invoice
Payment Terms: No Payment Terms specified
Currency: USD
FOB Instruction: Destination
Attachment(s): [ChangeLog.htm](#) :Purchase Order Change

Supplier

Sabrina Morales
 Linguistica International
 P.O. Box 95010
 South Jordan, UT 84095
Phone: 801-262-4550-

Fax: 801-262-4622

Email: smorales@linguisticainternational.com

Buyer Contact

Chelsea Robillard
 Tel:208-332-1607
 Fax: 208-327-7320
 chelsea.Robillard@adm.idaho.gov

Contract Number:**Bill To Address**

DOP - Various State Agencies
 State of Idaho
 Various Locations
 See Below for Details
 on Specific Locations
 Various, Idaho 83702
Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Ship To Address

DOP - Various State Agencies
 State of Idaho
 Various Locations
 See Below for Details
 on Specific Locations
 Various, Idaho 83702
Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Instructions

PADD15200971, Telephone Bases Interpreter Services and NASPO ValuePoint Master Price Agreement (New Mexico Contract Number 50-000-14-00002AA) is renewed for an additional period of time, as provided above. All of the terms and conditions contained in the Contract shall remain in full force and effect, except as expressly modified herein.

Note: The dollar amount listed in the contract renewal pricing is an estimate and cannot be guaranteed. The actual dollar amount of the Contract may be more or less depending on the orders placed by the State; or may be dependent upon the specific terms of the Contract.

Original Contract 05/04/2015-03/04/2017 \$240,000.00

Change Order 1: 05/04/2015-03/04/2017 \$0

Change Order 2: 03/05/2017-03/04/2017 \$240,000.00


Total Contract: \$480,000.00

Items

Supplier Part Number	Quantity	Back Order	Unit	Unit Price	Total
Item Description	1.00	0	ANN	240,000.00	\$240,000.00
#2					
Renewal of PADD15200978 03/05/2017-03/04/2018.					
Delivery Date:	March 15, 2017				
Shipping Method:	Delivery				
Shipping Instructions:					
Ship FOB:	Destination				
Attachment(s)					
Special Instructions:	Billing instructions will be given by individual ordering agency at time of order.				
	Payment terms - Net 30				

Sub-Total (USD)	\$240,000.00
Estimated Tax (USD)	\$0.00
TOTAL: (USD)	\$240,000.00

Note: If there is a  next to an item's unit price, that indicates that the price has been discounted.

Signature: 

Signed By:



State of New Mexico
General Services Department
Purchasing Division

Statewide Price Agreement Amendment

Awarded Vendor:
0000110934
Linguistica International, Inc.
8819 South Redwood Rd., Ste. D
Salt Lake City, UT 84088

Telephone No. (866) 908-5744

Price Agreement Number: 50-000-14-00002AB

Price Agreement Amendment No.: Two

Term: March 4, 2015 – March 3, 2018

Ship To:
All State of New Mexico agencies, commissions,
institutions, political subdivisions and local public bodies
allowed by law.

Procurement Specialist: Travis Dutton-Leyda

Telephone No.: 505-827-0477

Email: travis.dutton-leyda@state.nm.us

Invoice:

As Requested

Title: Telephone Based Interpreter Services

This Price Agreement Amendment is to be attached to the respective Price Agreement and become a part thereof.

In accordance with Price Agreement provisions, and by mutual agreement of all parties, this Price Agreement is extended from March 4, 2017 to March 3, 2018 at the same price, terms and conditions.

Except as modified by this amendment, the provisions of the Price Agreement shall remain in full force and effect.

Accepted for the State of New Mexico

New Mexico State Purchasing Agent

Date: 2.9.17

NASPO ValuePoint
Master Agreement Amendment #02
Telephone Based Interpreter Services
50-000-14-00002AB



THIS Agreement ("Agreement" or "Contract") is entered into by and between the State of New Mexico, General Services Department, State Purchasing Division, hereinafter referred to as the "Lead State" or a "Procuring Entity" and Linguistica International, Inc., hereinafter referred to as the "Contractor" and collectively referred to as the "Parties."

3. Term of the Master Agreement

This Master Agreement will be extended from March 4, 2017 through March 4, 2018, unless extended, renewed or terminated earlier at the Lead State's discretion and by mutual agreement and upon review of requirements of Participating Entities, current market conditions, and Contractor performance. In no case will the Participating Addendum, including all renewals thereof, exceed a total of five (5) years in duration.

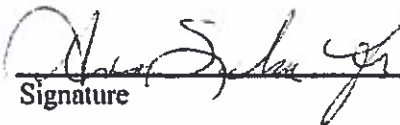
All other articles of the original Master Agreement remain the same.

IN WITNESS WHEREOF, the parties have executed this Master Agreement as of the date of the signature by the required approval authorities below.

STATE OF NEW MEXICO

Linguistica International, Inc.

(Contractor)



Signature



Signature

BY: Lawrence Maxwell

BY: SABRINA MORALES

TITLE: State Purchasing Agent

TITLE: CEO



State of New Mexico
General Services Department
Purchasing Division

Statewide Price Agreement Amendment

Awarded Vendor:
0000110934
Linguistica International, Inc.
8819 South Redwood Rd., Ste. D
Salt Lake City, UT 84088

Telephone No. (866) 908-5744

Price Agreement Number: 50-000-14-00002AB

Price Agreement Amendment No.: One

Term: March 4, 2015 – March 4, 2017

Ship To:
All State of New Mexico agencies, commissions,
institutions, political subdivisions and local public bodies
allowed by law.

Procurement Specialist: Angelica Lopez *AL*

Telephone No.: (505) 827-0425

Invoice:
As Requested

Title: **Telephone Based Interpreter Services**


This Price Agreement Amendment is to be attached to the respective Price Agreement and become a part thereof.

This amendment is issued to reflect the following effective immediately:

Attachment A – Statement of Work and Technical Requirements is corrected to reflect the accurate information from the solicitation and Offeror’s proposal as outlined in attached amendment.

The provisions of the Price Agreement shall remain in full force and effect, except as modified by this amendment.

Accepted for the State of New Mexico



New Mexico State Purchasing Agent

Date: 3/24/15



THIS AMENDMENT No. 1 to the WSCA-NASPO Master Agreement is entered into by and between the State of New Mexico, General Services Department (hereinafter the “Lead State” or a “Participating Entity” and Linguistica International, Inc. (hereinafter the “Contractor”).

IT IS MUTUALLY AGREED BETWEEN THE PARTIES THAT THE FOLLOWING PROVISION OF THE ABOVE-REFERENCED MASTER AGREEMENT IS AMENDED AS FOLLOWS:

1. Attachment A – Statement of Work and Technical Requirements:

Technical Requirements – Equipment and Facility #4 on page 19 is corrected to reflect the following language as indicated in the solicitation and in Offeror’s proposal:

4. Interpreter services for the most frequently used languages must be performed within the United States from a professional facility or a professional home-based office with limited background noise and no interruption. Interpreter services for the least frequently used languages may be performed outside of the United States and/or from a professional home-based office with limited background noise and no interruption only in cases where an interpreter from the United States or a professional facility is unavailable.

“Most frequently used languages” means the top ten frequently used languages within each Participating State to be identified on each state’s Participating Addendum.

2. Attachment A – Statement of Work and Technical Requirements:

“Languages Table” included on pages 19 and 20 is corrected to reflect the full list of minimum languages as indicated in the solicitation and in Offeror’s proposal.

The table is corrected to reflect the following complete list languages for which Telephone Based Interpreter Services must be provided (at a minimum):

Akan	Dutch	Inupiaq	Mongolian	Spanish
Albanian	Ewe	Iraqi Arabic	Moroccan Arabic	Sudanese Arabic
Amharic	Estonian	Italian	Nepali	Swahili
Apache	Farsi	Japanese	Norwegian	Swedish
Arabic	Finnish	Karen	Nuer	Tagalog
Armenian	Flemish	Kashmiri	Oromo	Taiwanese
Assyrian	French	Khmer	Pashto	Tamil
Bambara	French Canadian	Kirundi	Patois	Tewa
Behdini	Fukienese	Korean	Persian	Thai
Bengali	Fulani	Krio	Polish	Tiwa
Bosnian	Fuzhou	Kunama	Portuguese	Tibetan
Bulgarian	Georgian	Kurdish	Portuguese Creole	Tigrinya
Burmese	German	Laotian	Punjabi	Taishanese
Cambodian	Greek	Latvian	Romanian	Tongan
Cantonese	Gujarati	Lithuanian	Russian	Towa
Catalan	Haitian Creole	Maay	Samoan	Turkish
Chin	Hausa	Macedonian	Serbian	Ukrainian
Chuukese	Hebrew	Malay	Serbo Croatian	Urdu
Chiu-Chow	Hindi	Malayalam	Sicilian	Uzbek
Croatian	Hmong	Mandarin	Sinhalese	Vietnamese
Czech	Hungarian	Marshallese	Slovak	Wolof
Danish	Ibo	Mien	Somali	Yoruba
Dari	Ilocano	Mixteco	Sorani	Yupik
Dinka	Indonesian			

All other provisions of the master agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties have executed this Amendment as of the date of execution by:

STATE OF NEW MEXICO
General Services Department

Linguistica International, Inc.
(Contractor)

N/A
(Signature)

[Signature]
(Signature)

BY: Lawrence O. Maxwell

BY: Sabrina Morales

TITLE: State Purchasing Agent

TITLE: CEO

This Agreement has been approved by the State Purchasing Agent of New Mexico:

[Signature]
State Purchasing Agent

3/30/15
Date



State of Idaho

CHANGE ORDER - 01

PLEASE DO NOT DUPLICATE THIS ORDER.

Change Order Summary

Purchase Order Number: PADD15200978
Account Number: AC-1
Revision Number: 01
Change Order Date: May 21, 2015
Service Start Date: May 4, 2015
Service End Date: March 4, 2017
Payment Method: Invoice
Payment Terms: No Payment Terms specified
Currency: USD
FOB Instruction: Destination
Attachment(s): [ChangeLog.htm](#) :Purchase Order Change

Supplier

Sabrina Morales
 LINGUISTICA INTERNATIONAL
 8819 South Redwood Road
 Suite D
 West Jordan, UT 84088
Phone: 801-842-2333
Fax:
Email: smorales@linguisticainternational.com

Buyer Contact

Chelsea Cameron
 Tel:208-332-1607
 Fax: 208-327-7320
 chelsea.cameron@adm.idaho.gov

Contract Number:

Bill To Address

DOP - Various State Agencies
 State of Idaho
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Phone: 208-327-7465
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Mail Stop: DOP - Various Locations

Ship To Address

DOP - Various State Agencies
 State of Idaho
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 on Specific Locations
 Various, Idaho 83702
Phone: 208-327-7465
Fax: 208-327-7320
Email: purchasing@adm.idaho.gov
Mail Stop: DOP - Various Locations

Instructions

PADD15200971, Telephone Bases Interpreter Services and NASPO ValuePoint Master Price Agreement (New Mexico Contract Number 50-000-14-00002AA). Administrative change to attach PADD document.

Original Contract 05/04/2015-03/04/2017 \$240,000.00

Change Order 1: 05/04/2015-03/04/2017 \$0

Total Contract: \$240,000.00

Supplier Part Number	Quantity	Items Back Order	Unit	Unit Price	Total
Item Description #1	1	0	MON	\$0.00	\$0.00

05/21/2015 Administrative Change - attach PADD



Delivery Date:
Shipping Method:
Shipping Instructions:
Ship FOB:
Attachment(s)
Special Instructions:

May 22, 2015

Delivery

Destination

Billing instructions will be given by individual ordering agency at time of order.

Payment terms - Net 30

Sub-Total (USD)	\$0.00
Estimated Tax (USD)	\$0.00
TOTAL: (USD)	\$0.00

Note: If there is a  next to an item's unit price, that indicates that the price has been discounted.

Signature : 
Signed By :



State of Idaho

Participating Addendum

Purchase Order Summary

Purchase Order Number: PADD15200978

Account Number: AC-1

Purchase Order Date: May 21, 2015

Service Start Date: May 4, 2015

Service End Date: March 4, 2017

Payment Method: Invoice

Payment Terms: No Payment Terms specified

Currency: USD

FOB Instruction: Destination

Attachment(s):

Supplier

Sabrina Morales
LINGUISTICA INTERNATIONAL
8819 South Redwood Road
Suite D
West Jordan, UT 84088
Phone: 801-842-2333

Fax:

Email: smorales@linguisticainternational.com

Buyer Contact

Chelsea Cameron
Tel: 208-332-1607
Fax: 208-327-7320
chelsea.cameron@adm.idaho.gov

Contract Number:

Bill To Address

DOP - Various State Agencies
State of Idaho
Various Locations
See Below for Details
on Specific Locations
Various, Idaho 83702

Phone: 208-327-7465

Fax: 208-327-7320

Email: purchasing@adm.idaho.gov

Mail Stop: DOP - Various Locations

Ship To Address

DOP - Various State Agencies
State of Idaho
Various Locations
See Below for Details
on Specific Locations
Various, Idaho 83702

Phone: 208-327-7465

Fax: 208-327-7320

Email: purchasing@adm.idaho.gov

Mail Stop: DOP - Various Locations

Instructions

NOTICE OF STATEWIDE CONTRACT (PADD) AWARD

This Contract for is for Telephone Bases Interpreter Services and NASPO ValuePoint Master Price Agreement (New Mexico Contract Number 50-000-14-00002AA). The contract is for the benefit of State of Idaho Agencies, institutions, and departments and eligible political subdivisions or public agencies as defined by Idaho Code, Section 67-2327. The Division of Purchasing or the requisitioning agency will issue individual releases (delivery or purchase orders) against this Master Contract on an as needed basis.

Contract Title: Telephone Based Interpreter Services

Contract Usage Type: Mandatory Use

Public Agency Clause: Yes

Contract Administration: Chelsea Cameron

Phone Number: 208-332-1607

Fax Number: 208-327-7320

E-Mail: chelsea.cameron@adm.idaho.gov

Contractor's Primary Contacts

Contact: Sabrina Morales


Phone Number: 866-908-5744

Fax Number: 801-262-4622

E-Mail: admin@linguisticainternational.com

Website: www.linguisticainternational.com

CONTRACTOR: Ship to the FOB DESTINATION point and BILL DIRECTLY to the ORDERING AGENCY. DO NOT MAIL INVOICES TO THE DIVISION OF PURCHASING. Notating the Contract Award Number on any invoices/statement will facilitate the efficient processing of payment.

Supplier Part Number	Quantity	Items		Unit	Unit Price	Total
		Back Order				
	22	0		MON	\$10,909.10	\$240,000.20
Item Description	#1					
	Telephone Based Interpreter Services (05/04/2015-03/04/2017). New Mexico (lead state) Master Agreement #50-000-14-00002AA.					
						
Delivery Date:	May 22, 2015					
Shipping Method:	Delivery					
Shipping Instructions:						
Ship FOB:	Destination					
Attachment(s)						
Special Instructions:	Billing instructions will be given by individual ordering agency at time of order.					
	Payment terms - Net 30					

Sub-Total (USD)	\$240,000.20
Estimated Tax (USD)	\$0.00
TOTAL: (USD)	\$240,000.20

Note: If there is a  next to an item's unit price, that indicates that the price has been discounted.

Signature: 
 Signed By :

**PARTICIPATING ADDENDUM
NASPO VALUEPOINT COOPERATIVE PURCHASING PROGRAM
Telephone Based Interpreter Services
Administered by the State of New Mexico (hereinafter "Lead State")**

Linguistica International
Master Agreement No: 50-000-14-00002AA
(hereinafter "Contractor")

And

State of Idaho Department of Administration Division of Purchasing
(hereinafter "Participating State")

1. Scope: This Participating Addendum (PADD) covers the Telephone Based Interpreter Services contract led by the State of New Mexico (Master Agreement No. 50-000-14-00002AA) for use by state agencies and other entities located in the State of Idaho, as provided below.

2. Participation: Use of NASPO ValuePoint cooperative contracts by agencies, political subdivisions and other entities authorized by an individual state's statutes to use state contracts are subject to the prior approval of the respective State Chief Procurement Official. Issues of interpretation and eligibility for participation are solely within the authority of the State Chief Procurement Official.

This PADD is for the benefit of State of Idaho agencies, institutions and departments; as well as eligible political subdivisions or other "Public Agencies," as defined by Idaho Code, Section 67-2327. The Ordering Entity will issue individual releases (orders) against this PADD on an as needed basis for the period noted above. "Public Agency" means any city or political subdivision of the state, including, but not limited to counties; school districts; highway districts; port authorities; instrumentalities of counties; cities or any political subdivision created under the laws of the State of Idaho.

3. Participating State Modifications or Additions to Master Agreement:

Notwithstanding any provisions in the Master Agreement to the contrary, the following shall apply to this PADD:

3.1 Assignment: No contract or order or any interest therein shall be transferred by the Contractor to whom such contract or order is given to any other party, without the approval in writing of the Administrator of the Division of Purchasing. Transfer of a contract without approval shall cause the annulment of the contract so transferred, at the option of the State. All rights of action, however, for any breach of such contract by the contracting parties are reserved to the State (Idaho Code Section 67-5726(1)).

3.2 Amendments: Amendments to the Master Agreement will automatically be incorporated in this PADD unless the State elects not to incorporate an amendment by providing written notification to Contractor; which notice must be provided within 10 calendar days of the

date of the amendment, in order to be effective.

3.3 **Governing Law:** Notwithstanding any provision to the contrary, the state of Idaho's PADD and all orders issued under the PADD by Ordering Entities within the state of Idaho, shall be construed in accordance with and governed by the laws of the state of Idaho. Any action to enforce the provisions of this PADD shall be brought in state district court in Ada County, Boise, Idaho. In the event any term of this PADD is held to be invalid or unenforceable by a court, the remaining terms of this PADD will remain in full force and effect.

3.4 **Administrative Fee and Quarterly Usage Report:**

The prices to be paid by the Ordering Entities shall be inclusive of a one and one-quarter percent (1.25%) Administrative Fee. This additional percentage represents the Ordering Entity's contract usage administrative fee. On a quarterly basis, Contractor will remit to **State of Idaho, Attn: Division of Purchasing, PO Box 83720, Boise, Idaho 83720-0075** an amount equal to one and one-quarter percent (1.25%) of Contractor's net (sales minus credits) quarterly Contract sales.

For Example: If the total of your net sales to Ordering Entities for one quarter = \$10,000, you would remit $\$10,000 \times 0.0125 = \125 to the Division of Purchasing for that quarter, along with the required quarterly usage report.

Contractor will furnish detailed usage reports as designated by the State. In ADDITION to any required detailed usage reports, Contractor must also submit a summary quarterly report of purchases made from the Contract utilizing the **PADD SUMMARY USAGE REPORT FORM** available for download at <http://purchasing.idaho.gov/form2.html>. A Summary Usage Report Form must be submitted for each quarter (enter "0" if no purchases were made during a quarter), and must include a breakdown of purchases by Entity Type (i.e. State Agency, Higher Education, K-12, City, County and 'other'), as provided on the Form.

Reporting Time Line (Fiscal Year Quarters):	Fee and Report Due:
1 st Quarter July 1 - Sept 30	October 31st
2 nd Quarter Oct 1 - Dec 31	January 31st
3 rd Quarter Jan 1 - Mar 31	April 30 th
4 th Quarter Apr 1 - Jun 30	July 31 st

E-mail your completed Quarterly Summary Usage Reports to purchasing@adm.idaho.gov.

Mail your check, in the amount of the Quarterly Administrative Fee, to: **State of Idaho, Attn: Division of Purchasing, PO Box 83720, Boise, Idaho 83720-0075.**

5. Primary Contacts: The primary contact individuals for this Participating Addendum are as follows (or their named successors):

Contractor


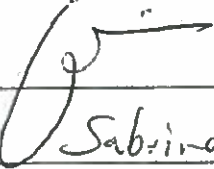
Name	Linguistica International
Address	8819 South Redwood Road, Suite D, Jordan, Utah 84088
Telephone	866-908-5744
Fax	801-262-4622
E-mail	admin@linguisticainternational.com

Participating State

Name	Chelsea Cameron, Division of Purchasing
Address	650 W. State Street, Boise ID 83720
Telephone	208-332-1607
Fax	208-327-7320
E-mail	chelsea.cameron@adm.idaho.gov

7. Orders: Any Order placed by a Participating Entity or Purchasing Entity for a Product and/or Service available from this Master Agreement shall be deemed to be a sale under (and governed by the prices and other terms and conditions) of the Master Agreement unless the parties to the Order agree in writing that another contract or agreement applies to such Order. All orders issued by purchasing entities within the state of Idaho must include the Participating State contract number: PADD ##### as well as the Lead State Master Agreement No. 50-000-14-00002AA.

The parties have executed this PADD as of the date of the last signature below.

Participating State: State of Idaho	Contractor: Linguistica International
By: 	By: 
Name: CHELSEA CAMERON	Name: Sabrina Morales
Title: BUYER	Title: CEO
Date: 5/4/2015	Date: May 4, 2015