

**PARTICIPATING ADDENDUM
WESTERN STATES CONTRACTING ALLIANCE
SATELLITE PHONES, EQUIPMENT, AND SERVICES**

1. **Scope:** This Participating Addendum adds the State of Nevada as a Participating State to purchase from WSCA Contract MA246 ("the Contract") with Globalstar USA, LLC ("Contractor"). All governmental entities within the State of Nevada including all State Agencies, the University and Community College System, the Court System, Legislative Counsel Bureau, Cities, Counties, Public Schools, Institutions of higher education and political subdivisions are authorized to purchase Satellite Phones, Equipment, and Services under the Contract.

This agreement is not a purchase order, nor does it guarantee any purchases to be made by the State of Nevada.

Political Subdivision Participation: Participation under this contract by political subdivisions (i.e. colleges, school districts, counties, cities, etc.) will be voluntarily determined by the political subdivision. The contractor agrees to supply the political subdivisions based upon the same terms, conditions and prices.

2. **Changes:** The following provision is applicable to this Participating Addendum only and is in addition to the provisions contained in Contract Number MA246.

Nevada Quarterly Reporting

Globalstar USA, LLC will provide a quarterly sales report showing the gross Nevada sales for the quarterly period just ended to the Primary Contact (Paragraph 4 below) in accordance with the following schedule:

<u>Quarter Ending</u>	<u>Report Due</u>
March 31	April 30
June 30	July 31
September 30	October 31
December 31	January 31

The quarterly report will be subtotaled by Purchasing Entity name, by State agency, or by political subdivision. The quarterly report will also include any adjustments from prior periods, if applicable.

3. **Lease Agreements:** Lease agreement terms and conditions have not been approved for use by Purchasing Entities under this Participating Addendum.

4. **Primary Contact:** The primary contact individual for this participating addendum is as follows:

Contact: Teri Smith, Senior Buyer
State/Political Entity: State of Nevada, Department of Administration
Purchasing Division
Address: 515 E. Musser Street, #300

KCH

City, State, Zip: Carson City, NV 89701
Phone: (775) 684-0178
Fax: (775) 684-0188
Email: tsmith@purchasing.state.nv.us

5. All purchase orders issued by Purchasing Entities within the jurisdiction of this Participating Addendum must include the following: Contract Number MA246

6. **Subcontractors, Authorized Resellers:** The following servicing subcontractors are authorized to perform services within the State of Nevada.

Lambda Communications Inc.
McIntosh Communications
Mybullfrog.com
Rebel Communications
Satellite World, Inc.
Sierra Electronics – Sparks, NV
Sierra Electronics – Elko, NV
USA Wireless Corp
Xtreme Accessories

7. **Effective Date and Contract Period:** Pursuant to Nevada law, this Participating Addendum shall be effective upon the date of final execution by the State. The Contract Period will be from the date of final execution by the State through May 31, 2010, with three (3), one (1) year renewal options if in the best interest of the State and upon mutual agreement by all parties.

8. **Jurisdiction and Venue:** This contract, its amendments and supplements thereto, shall be governed by the laws of the State of Nevada. Venue for all legal proceedings arising out of the Contract, or breach thereof, shall be in the State or Federal Court with competent jurisdiction in Carson City, Nevada.

9. **Termination of the Participating Addendum:** This Participating Addendum may be canceled by the State of Nevada, Purchasing Division at any time, with or without cause, upon 30 days written notice to the contract vendor. In the event the contract vendor is in default, the contract is subject to immediate cancellation to the extent allowable by applicable law. In the event of such a cancellation, the contract vendor shall be entitled to payment, determined on a pro rata basis, for work or services satisfactorily performed and accepted. This Participating Addendum may be canceled by the contract vendor upon 60 day written notice to the State of Nevada, Purchasing Division.

This Participating Addendum and the WSCA Contract Number MA246, together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Contract, together with its exhibits, shall not be added to or incorporated into this Addendum or the Contract and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Addendum and the Contract and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms.

KCH

IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by both parties below.

State of Nevada, Purchasing Division

By: *Kimberke Taft*

Name: Kimberke Taft

Title: Dep Administrator

Date: 2/25/08

Contract Vendor: Globalstar USA, LLC

By: *Kirk C. Henehan*

Name: KIRK C. HENESIAN

Title: CONTRACTS MANAGER

Date: FEBRUARY 21, 2008