

LIMITED CONTRACT ASSIGNMENT AND ASSUMPTION AGREEMENT

This Limited Contract Assignment and Assumption Agreement is made by and between the Houston-Galveston Area Council hereinafter referred to as H-GAC, The Sutphen Corporation (Contractor) at 6450 Eiterman Rd, Dublin OH 43016 and Williams Fire Apparatus (Assignee) at 778 Idaho Rd. Ashland, AL 36251.

WHEREAS, Contractor entered into a cooperative purchasing Contract, identified as FS12-23 with HGAC for the sale of Fire Service Apparatus (All Types) to various End User governmental agencies participating in H-GAC's Cooperative Purchasing Program; and

WHEREAS, Contractor wishes to assign certain of its rights and obligations under the original Contract to Assignee and retain the remainder; and

WHEREAS, Assignee wishes to accept the limited assignment of the Contract; and

WHEREAS, H-GAC is willing to consent to the limited assignment provided that the Assignee agrees to comply with all terms of the Contract;

WHEREAS, This Agreement goes into effect on the date signed by all parties to this agreement (the "Effective Date") and ends November 30, 2027. All products or services under this Agreement must be rendered within this performance period.

NOW THEREFORE, the parties agree as follows:

Section 1 Contractor hereby assigns to Assignee all its rights and obligations under the Contract with respect to the following:

Right to sell products/services: See Attachment

Right to sell products/services in the following geographical area: See attached document

Right to administer Purchase Orders: N/A

Section 2 Assignee accepts the assignment from the Contractor and assumes the obligation to provide the products and services specified in Section 1 and to otherwise perform all applicable obligations of the Contractor under the Contract on and after the Effective Date. Contractor will continue to be responsible for all actions taken by Contractor and Purchase Orders processed under the Contract prior to the Effective Date.

Section 3 Contractor reserves to itself the exclusive right to provide all the products and services described in the Contract, except those specifically assigned to Assignee pursuant to Section 1 hereof.

Section 4 H-GAC hereby consents to such limited assignment and assumption.

Unless otherwise noted, this Agreement goes into effect on the date signed by all parties to this Agreement (the "Effective Date"). All other terms and conditions of the Contract shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Contract Limited Assignment and Assumption Agreement to be executed by their respective duly authorized representatives.

The Sutphen Corporation (Contractor)

Signature: *Shelby Sutphen Chambers*

Name: Shelby Sutphen Chambers

Title: President

Date: 18-Feb-2026

William Fire Apparatus (Assignee)

Signature: *Justin Howell*

Name: Justin Howell

Title: Sales Manager

Date: 05-Mar-2026

Houston-Galveston Area Council

Signature: *Chuck Wemple*

Name: Chuck Wemple

Title: Executive Director

Date: 11-Mar-2026

Assignor Name	Contact	Address	City	State	Zip Code	Email Address	Phone	Geographical Area	Specific Products Services Categories
Sutphen Corporation	Zach Rudy	6450 Eiterman Rd.	Dublin	OH	43016	Zach.Rudy@SutphenCorp.com	800-848-5860	United States	F - Special Service Vehicles - Williams Fire Appartus - Light Rescue -Quick Response Vehicle (QRV) -Fire Utility Task Vehicle (UTV)

Assignee Name	Contact	Address	City	State	Zip Code	Email Address	Phone	Geographical Area	Specific Products Services Categories
Williams Fire Apparatus	Justin Howell	778 Idaho Rd. 2	Ashland	AL	36251	justin.howell@williamsfireinc.com	800-239-7900	United States	F - Special Service Vehicles - Williams Fire Appartus - Light Rescue -Quick Response Vehicle (QRV) -Fire Utility Task Vehicle (UTV)

Signatures



Signed by **Charles Wemple** on **11-Mar-2026**

Job Title: **Executive Director**
Company: **Houston-Galveston Area Council**



Signed by **Justin Howell** on **05-Mar-2026**

Job Title: **Sales Manager**
Company: **Williams Fire Apparatus Inc.**



Signed by **Shelby Sutphen Chambers** on **18-Feb-2026**

Job Title: **President**
Company: **Williams Fire Apparatus Inc.**

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