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CONTRACT ASSIGNMENT AND ASSUMPTION AGREEMENT

This Contract Assignment and Assumption Agreement is made by and between the **Houston-Galveston Area Council of Governments (H-GAC), Motorola Solutions, Inc. (Contractor)** and **Shrink Stoppers, LLC (Assignee).**

WHEREAS, **Contractor** entered into a cooperative purchasing Contract, identified as **RA05-18 ("Contract")**, with **H-GAC** for the sale of **Radio Communication/Emergency Response & Mobile Interoperability Equipment** to various End User governmental agencies participating in **H-GAC's** Cooperative Purchasing Program ("HGAC Contract"); and

WHEREAS, **Contractor** assigns the performance of certain obligations under the Contract to **Assignee** for cooperative purchasing business in the two following specific areas: Products from Category A (Video and Biometrics) and Services from Category D (Integration Services) (as specifically set forth in the attached Information Sheet); and

WHEREAS, **Assignee** shall perform as stipulated in the original Contract (a copy of which is attached hereto) and comply with all the terms and conditions set forth therein; and

WHEREAS, **Contractor** will continue as originally contracted with **H-GAC**; and

NOW THEREFORE, **Assignee** agrees to accept this assignment, and **H-GAC** concurs.

The Parties further agree as follows:

1. Contractor may at any time revoke the assignment made in this Assignment and Assumption Agreement by providing written notice of such determination to both H-GAC and Assignee.

2. Contractor is released from any and all performance obligations for products and services sold by Assignee under the assigned portions of the HGAC Contract.

3. Contractor disclaims any and all liability related to or arising out of Assignee's performance under the HGAC Contract, and for other actions or inactions of Assignee. Further, HGAC releases Contractor from any and all claims related to Assignee's performance, actions or inactions.

Unless otherwise noted, this Agreement goes into effect on the date signed by **H-GAC**. 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 Assignment and Assumption Agreement to be executed by their respective duly authorized representatives.

Signed for **Houston-Galveston Area Council:** DocuSigned by: 82EC270D5D61423...

Chuck Wemple, Executive Director

9/13/2019

Date

Signed for **Motorola Solutions, Inc.**

Chicago, Illinois: _____ Date: 8/29/2019

(Signature of Contractor)

Neil Thomas, MSSSI Vice President

Printed Name & Title

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Signed for **Shrink Stoppers, LLC**
Houston, Texas: _____ Date: 8/29/19
(Signature of Assignee)

Michael G. Monsive Jr. President / CEO
Printed Name & Title

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Information Sheet

Assignee:

Shrink Stoppers, LLC

Assigned Products and Services: the following APC codes under Video Solutions: 177 (Cameras), 178 (Hardware), 179 (Software), and 180 (Access Control).

Contact Person:

Name: Jeff Enlow
Title: Operations Manager
TEL: 281-807-3553
FAX: 1-800-480-8227
EMAIL: jenlow@serviceasap.com

Address:

8713 Fallbrook Drive
Houston, Texas 77064

Territory:

Texas