

SCHEDULE A ADDENDUM TO THE SERVICE LEVEL AGREEMENT BETWEEN E-UTAH AND THE UTAH DEPARTMENT OF COMMERCE

This document will serve as the latest Schedule A to the Service Level Agreement with the Network, e-Utah, adding additional Utah Department of Commerce, Division of Corporations and Commercial Code transactions or services to the Network, subject to Board approval.

Uniform Commercial Code (UCC) Filing Application

AGREEMENTS

1. Access By the Network Manager: Utah Department of Commerce, Division of Corporations and Commercial Code authorizes the Network Manager to provide electronic access to information contained in Department of Commerce's database in accordance with this Agreement. The description of Service is as follows:

This application will allow eUtah subscribers to make UCC filings online. The system is designed to be in compliance with revised UCC Article 9 requirements. Users may enter information on debtors, secured parties, and collateral information. An Administration function will allow staff of the UCC filing office to retrieve, view, and transcribe submitted filings. Later enhancements will allow the system to be fully integrated with the UCC Article 9 compliant system that is now under development in the Division of Corporations and Commercial Code.

2. Record Classification and User Access. Utah Department of Commerce represents to the Network Manager the record classification: Public Records

The Network Manager certifies that they will offer the following security and authorization for access to the application outlined above:

This application will reside on a secure server that uses Secure Socket Layer (SSL) that will encrypt data transmission between the server and the authorized users' browser.

3. Record Supply Costs and Computer Programs. The Network Manager shall be responsible for costs and expenses in establishing access to the records and providing record transactions to Users and Subscribers, including without limitation, the cost for purchasing or developing and maintaining all programs used to interface with the Division of Corporations and Commercial Code Records. Computer programs used by the Network Manager shall:
 - a. Protect information from unauthorized access;
 - b. Supply records to Subscribers on a timely basis in an accurate, understandable and logical format acceptable to Division of Corporations and Commercial Code;
 - c. Be prototyped for Division of Corporations and Commercial Code, tested by the Network Manager and the Division of Corporations and Commercial Code, and approved before it is offered to the Division of Corporations and Commercial Code regional offices.
4. Use messages. If required by Division of Corporations and Commercial Code, the Network Manager shall cause the Network to require Users to signify online that they will comply with any

**SCHEDULE A ADDENDUM TO THE
SERVICE LEVEL AGREEMENT BETWEEN THE NETWORK
AND DEPARTMENT OF COMMERCE
PAGE 2 of 3**

restriction on use of the records required by law, as amended from time to time. Such user agreement will be in the form of a use message displayed online, with a required positive response, all as captured in a log file, prior to the User being permitted to further search or view the record.

5. Subscriber Agreements. The Network Manager shall obtain initial written agreements from all Subscribers that they will comply with any other applicable federal or Utah laws, regulations, or policies relating to record use and confidentiality. Such agreements shall be maintained by the Network Manager for inspection by the Utah Department of Commerce, Division of Corporations and Commercial Code.
6. Transaction Logs. Division of Corporations and Commercial Code shall have access to the Network's Transaction Log for the purpose of auditing the collection and dissemination of Division of Corporations and Commercial Code's records. Unless otherwise specified by Division of Corporations and Commercial Code, this Log shall contain the following data: User name, transaction data and time and type of inquiry/transaction.
7. Payment and Collection. A Network Charge is requested for this service. In addition, a subscription to the Network shall be required to access this application.
 - a. Collection: The cost to the public for a UCC Filing shall be set by the agency. The Network Manager shall be totally responsible for the collection of payments according to the chart below. No additional amounts may be charged by the Network Manager for the identified records without the prior written agreement of the Department of Commerce, Division of Corporations and Commercial Code and the Network Board. The fee charged by Network represents a fee for services to gateway system users. The Network hereby represents to the Utah Department of Commerce, Division of Corporations and Commercial Code that it believes the following charges will fairly and reasonably recompense the Network Manager in order to make the Master Contract a success:

<u>Agency/Project/ Priority</u>	<u>Statutory Fee</u>	<u>Network Manager Fee</u>	<u>Total</u>
UCC Filing	\$12.00	\$2.00	\$12.00

- b. Payment: The Network transaction charge will be added to the total order and will be authenticated at the time of transaction. Proceeds from completed transactions will be directly deposited to the network account.
- c. Payment Due Date: The Network Manager shall remit payments with the required statements to the Utah Department of Commerce, Division of Corporations and Commercial Code for transactions each month. These payments shall be delivered no later than the last working day of the month after the month in which the fees due to the Utah Department of Commerce, Division of Corporations and Commercial Code were incurred.

**SCHEDULE A ADDENDUM TO THE
SERVICE LEVEL AGREEMENT BETWEEN THE NETWORK
AND DEPARTMENT OF COMMERCE**

PAGE 2 of 3

restriction on use of the records required by law, as amended from time to time. Such user agreement will be in the form of a use message displayed online, with a required positive response, all as captured in a log file, prior to the User being permitted to further search or view the record.

5. Subscriber Agreements. The Network Manager shall obtain initial written agreements from all Subscribers that they will comply with any other applicable federal or Utah laws, regulations, or policies relating to record use and confidentiality. Such agreements shall be maintained by the Network Manager for inspection by the Utah Department of Commerce, Division of Corporations and Commercial Code.

6. Transaction Logs. Division of Corporations and Commercial Code shall have access to the Network's Transaction Log for the purpose of auditing the collection and dissemination of Division of Corporations and Commercial Code's records. Unless otherwise specified by Division of Corporations and Commercial Code, this Log shall contain the following data: User name, transaction data and time and type of inquiry/transaction.

7. Payment and Collection. A Network Charge is requested for this service. In addition, a subscription to the Network shall be required to access this application.
 - a. Collection: The cost to the public for a UCC filing shall be set by the agency.. The Network Manager shall be totally responsible for the collection of payments according to the chart below. No additional amounts may be charged by the Network Manager for the identified records without the prior written agreement of the Department of Commerce, Division of Corporations and Commercial Code and the Network Board. The fee charged by Network represents a fee for services to gateway system users. The Network hereby represents to the Utah Department of Commerce, Division of Corporations and Commercial Code that it believes the following charges will fairly and reasonably recompense the Network Manager in order to make the Master Contract a success:

<u>Agency/Project/ Priority</u>	<u>UCCC Fee</u>	<u>Network Charge</u>	<u>Total</u>
1.) UCC Filings	\$8.00	\$2.00	\$10.00

- b. Payment: The Network transaction charge will be added to the total order and will be authenticated at the time of transaction. Proceeds from completed transactions will be directly deposited to the agency account. All revenue collected through the automatic payment system will be processed and deposited into the agency account within forty-eight hours from the time of transaction. The Network will invoice the agency on a monthly basis for the Network transaction charge.

- c. Payment Due Date. The Network Manager shall remit payments with the required statements to the Utah Department of Commerce, Division of Corporations and Commercial Code for transactions each month. These payments shall be delivered no later than the last working day of the month after the month in which the fees due to the Utah Department of Commerce, Division of Corporations and Commercial Code were incurred.

**SCHEDULE A ADDENDUM TO THE
SERVICE LEVEL AGREEMENT BETWEEN THE NETWORK
AND DEPARTMENT OF COMMERCE**

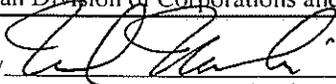
PAGE 3 of 3

8. Records and Finances. All Network documents and records maintained by the Network Manager relating to Division of Corporations and Commercial Code records shall be available for inspection, auditing, and copying by the agency or other authorized representatives.

9. Efficiency Gain Calculation. Efficiency Gain Calculation will not be required for this application.

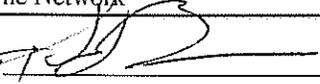
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed by their duly authorized officials or officers.

Utah Division of Corporations and Commercial Code

By 
Kathy Berg, Director / *MICHAEL MACIHA*

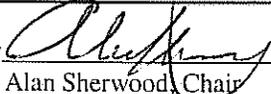
Date 07/02/01

The Network

By 
Richard L Brown, General Manager

Date 7/09/2001

The Board

By 
Alan Sherwood, Chair

Date _____