

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

This document will serve as the latest Schedule A addendum to the Service Level Agreement with the Department of Commerce ("the Agency") and Utah.gov ("the Network"), the state electronic government portal managed for the state by Utah Interactive LLC. ("Network Manager") as an initiative of the State of Utah, adding the Agency transactions or services to the Network.

**UCC search and filing services added feature – a. allow imaged filings to be retrieved online, b. allow subscribers to create an online waiting area for filings before submitting c. allow imaged collateral descriptions to be filed online
BES service added feature – d. allow imaged filings to be retrieved online.**

AGREEMENTS

1. Access By the Network Manager The Agency authorizes the Network Manager, to provide electronic access, in accordance with this agreement. The description of service is as follows:

Utah Interactive (UI) will develop three services geared for UCC search and filing users and one service for BES search users. 1) A subscription to the UCC services will allow users to store filings before submission. 2) Users will be able to attach images to a filing. 3) Users will have the ability to obtain images of UCC filings. 4) Users will have the ability to obtain images of business entity filings.

2. Record Classification and User Access The Agency represents to the Network Manager the record classification: Public

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.

3. Record Access and Computer Programs. The Network Manager shall be responsible for costs and expenses in establishing access to the records to Users and Administrators, including without limitation, the cost for purchasing or developing and maintaining all programs used to interface with the Agency computer programs. Computer programs used by the Network Manager shall:
 - a. Protect information from unauthorized access;
 - b. Provide access to records to Administrators on a timely basis in an accurate, understandable and logical format acceptable to the Agency;
 - c. Be tested by the Network Manager and the Agency, and approved before it is offered to the public.
4. Use messages. If required by the agency, the Network Manager shall cause the Network to require Users to signify online that they will comply with any restriction on use of the records required by law, as amended from time to time. Such user agreements 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. Transaction Logs. The Agency shall have access to the Network's Transaction Log for the purpose of auditing the collection and dissemination of the Agency's records.
6. Payment and Collection.

- a. Collection: The Network Manager shall be responsible for the collection of payment information online and making that information available to the Agency. The Agency will be responsible for the collection of the payments and any associated accounts necessary to collect those payments. A transaction fee will be assessed to every transaction and paid to the Network Manager as compensation for the maintenance of the application according to the chart below. The Network Manager, for the identified records, may charge no additional amounts without the prior written agreement of the Agency, and the Network. The Network Manger hereby represents to the Agency, that it believes the following charges will fairly and reasonably recompense the Network Manager in order to make the Agency's application a success:

<u>Project</u>	<u>the Network Manager Charge</u>	<u>the Fee paid by user</u>
UCC Imaged filing retrieval	\$2.00 per image retrieved	\$2.00 per image retrieved
BES Imaged filing retrieval	\$2.00 per image retrieved	\$2.00 per image retrieved
Filing temp storage (Subscribers only)	\$1.00 per filing	\$1.00 per filing
Uploading images	\$2.00 per attached file	\$12.00 per filing

7. Records and Finances. All Network documents and records maintained by the Network Manager relating to the Agency records shall be available for inspection; auditing and copying by the agency or other authorized representatives.
8. Efficiency Gain Calculation. The Agency will establish a baseline cost for the processing of payments both prior to making the enhanced service available and after the service is made available to estimate the cost savings of offering this service.
9. Funding Source. The Agency is required to declare in advance the source of funds used for this project. Please indicate in the blank which lettered statement is true about your funding source. If neither of these choices is true about your funding source, then the Network Manger may not be able to perform the work for the Agency. The Network Manager will rely upon your statement in determining whether it can or cannot perform this work for the Agency.

Declaration of funding source: _____

- a. "The Agency affirms that no federal funds are being used to finance this project." or,
 b. "Federal funds are being used to finance the project but no federal funds are being used that requires the Network Manager to assign all right, title and interest in any part of the work or deliverables, including any work allegedly made for hire, to any other entity, individual, or to the public domain. Special federal funding requirements, if any, are included as an attachment."

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

The Agency, Department of Commerce

By Francine Giani
 Francine Giani, Executive Director

Date 7/6/06

The Network Manager

By Carrie Gott
 Carrie Gott, General Manager

Date 7/7/06

The Network

By David J. Hetherington

Date 7-7-06

Dave Fletcher, Deputy CIO

Director of Enterprise Technology

Utah Interactive, LLC

30 East Broadway, Suite 300
 Salt Lake City, Utah 84111
 (801) 983-0275 / phone
 (801) 983-0282 / fax

Partner

Department of Commerce
 160 E. 300 S.
 Salt Lake City, Utah
 Contact: Jason Perry

Work Order

WORK ORDER NUMBER	6012006
WORK ORDER START	
WORK ORDER END	

Approval Instructions:

1. If you have any questions concerning this work order call Utah Interactive at (801) 983-0275.
2. If the work order is accepted please sign and fax to Utah Interactive at (801) 983-0282. A copy with an original signature will also need to be mailed to Utah Interactive at 30 East Broadway Street, Suite 300, Salt Lake City, Utah 84111.

Scope of Work: Utah Interactive (UI) will develop new features for the existing UCC search, UCC filing and BES search applications. The new features will include: 1) enable user to attach an imaged collateral description, and/or increase the description text field, 2) enable user to attach imaged legal descriptions and/or increase the text field, 3) display imaged UCC filings along with the national form results, including historical images, in the existing search service 4) link "Corrections Statements" inside the filing record when viewed online, 5) increase field size for debtor names, collateral, legal description, filing name, 6) add an additional "contains" search option, 7) allow subscriber to store incomplete filings for short time before submitting as complete. 8) display imaged business entity filings

The above additions will be prioritized based on the Department's needs.

Development Fees

	Upfront Fees
Development Fee - added features	\$0.00
Total Cost not to Exceed	\$0.00

Monthly Transaction Fees

	Min Qty	Rate per Transaction	Min Monthly Fees
UCC search -- request imaged filings	N/A	\$2/per request	\$0.00
Subscriber filing waiting area	N/A	\$1/per filing	\$0.00
UCC Filing - attach image to filing	N/A	\$2/per attachment	\$0.00
BES search -- request imaged filings	N/A	\$2/per request	
Total Minimum Transaction Fees*			\$0.00

* Monthly Transaction fees begin at deployment and run as long as the application is being hosted by Utah Interactive. The Fees include application support, administrative support, minor text and layout changes. Additional functionality changes will be handled through a pre-approved Change Order. Monthly Transaction fees are billed at the beginning of each month for the prior months transactions and can be terminated with a 30 day notice.

This offer is valid for 30 days and is subject to the T&M Standard Terms and Conditions. The signatures below indicate acceptance of this agreement by individuals authorized to commit the Partner and Utah Interactive, LLC.

Accepted By: Francine Giannini, Exec. Dir.
 Signature: Francine J. Giannini
 Date: July 6, 2006

Utah Interactive, LLC: CARRIE GOTT
 Signature: Carrie Gott
 Date: July 7, 2006

Billing Instructions:

Subscribers will be billed for their monthly transactions at the beginning of the month for the previous month's transactions. The Department will be billed for the previous month's transactions collected through credit card payment and deposited directly into the state's account.