

**AMENDMENT TWO  
TO THE  
SOFTWARE LICENSE AND SERVICES AGREEMENT 2008  
BETWEEN  
THE NEW YORK STATE OFFICE OF THE CHIEF INFORMATION OFFICER /  
OFFICE FOR TECHNOLOGY AND ORACLE USA, INC.**

**This Amendment Two** to the Software License And Services Agreement 2008, as amended, ("Agreement") between the New York State Office of the Chief Information Officer / Office For Technology ("OCIO/OFT") and Oracle USA, Inc. ("Oracle") is entered into and effective as of the latest date set forth with the signatures below. The parties hereby agree to amend the Agreement as stated below.

**1. Deletion / Replacement of References to "Purchase Order".**

The parties agree that the Authorized Contract Users will not issue purchases orders for purchases under the Agreement. Therefore, Article XI, *Compensation / Payments*, Section C(3) is deleted in its entirety and replaced with the following:

"The Authorized Contract User's signature on an Order Form referencing this Agreement is its representations to the Contractor that the purchase has been fully authorized and that all funds for the purchase have been fully appropriated."

Additionally, the references to "purchase order(s)" in the following listed provisions are hereby deleted and replaced with "Order Form (or other similar, authorized instrument)":

Article VII, *Consulting Services*, Section C(7);  
Article XII, *Acceptance*; and  
Article XV, *Indemnification and Liability*, Section B(1).

**2. Article XXVIII, Policies and Security, Section B.**

In Section B of Article XXVIII, replace all references to "Policy P04-002" with "Policy P08-005"

and

"Standard S04-001" with "Standard S08-005."

The phrase "as in force as of the date of this Agreement" shall be deleted throughout. Therefore, the New York State Information Technology Standard and Policy referenced in Article XXVIII, Section B shall be Policy P08-005 and Standard S08-005, which will be deemed to have been in effect and referenced herein from the effective date of the Agreement.

**3. Exhibit 12, Order Form for Pricehold Purchases.**

A new row shall be added immediately below the Customer Signature which provides a space for an authorized Oracle representative to sign and date the Order Form.

**4. Exhibit 12, Order Form for Pricehold Purchases, Note 7.**

In Note 7 of Exhibit 12, the word "quote" shall be deleted and replaced with the words "firm offer".

**5. Authority.**

Each party represents and warrants to the other party that this Amendment Two has been executed by the authorized representatives of each party.

**6. Effect of Amendment.**

Except as expressly set forth herein, the terms and conditions of the Agreement shall remain unchanged.

**IN WITNESS WHEREOF**, the OCIO/OFT and Oracle have executed this Amendment Two to the Agreement, as of the date(s) set forth below.

**NEW YORK STATE OFFICE OF THE  
CHIEF INFORMATION OFFICER /  
OFFICE FOR TECHNOLOGY**

**ORACLE USA, INC.**

By: *Catherine H. Durand*  
Title: Deputy CIO  
Printed Name: Catherine H. Durand  
Date: 8/28/08

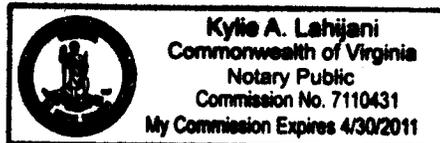
By: *[Signature]*  
Title: SENIOR CONTRACT MANAGER  
Printed Name: INO. DAVILA  
Date: August 21, 2008

Corporate Acknowledgement

STATE OF VIRGINIA )  
 ) ss:  
COUNTY OF FAIRFAX )

On this 21<sup>ST</sup> day of August, 2008 before me personally came INO DAVILA, to me known, who, being duly sworn, did depose and say that he/she is SENIOR CONTRACT MANAGER, of the corporation described in the foregoing instrument as ORACLE USA, INC. and subscribed the instrument by authority of the Board of Directors of the corporation, and is authorized to execute the instrument on behalf of the corporation, and as the act and deed of the corporation for the purposes set forth therein.

*Kyle A. Lahijani*  
Notary Public



**Approved as to Form:  
NYS Attorney General**

By: APPROVED AS TO FORM  
NYS ATTORNEY GENERAL

Date: SEP - 2 2008

*Lorraine I. Remo*  
LORRAINE I. REMO  
ASSOCIATE ATTORNEY

**Approved:  
Thomas P. DiNapoli  
Comptroller**

By:

Date: APPROVED  
DEPT. OF AUDIT & CONTROL

SEP 16 2008

*Thomas P. DiNapoli*  
FOR THE STATE COMPTROLLER