

**AMENDMENT NUMBER TWO (NO. 2) TO AGREEMENT
BETWEEN
THE SCHOOL BOARD OF CLAY COUNTY, FLORIDA,
AND
CURRICULUM ASSOCIATES, LLC**

WHEREAS, the School Board of Clay County, Florida (“Board” or “District”), and Curriculum Associates, LLC (“CA” or “Contractor”), collectively referred to hereinafter as “the Parties,” entered into a Customer Agreement dated July 19, 2017 (“2017 Agreement”); and

WHEREAS, the 2017 Agreement concerns the licensing and provision of “i-Ready” computer-based education programming, assessment, and associated services for a limited number of District students and employees (“the Program”); and

WHEREAS, the 2017 Agreement was amended in September 2017 to modify and expand the scope of services such that the Program was made available to students and employees at Keystone Heights JR/SR High School in Clay County, Florida (“Amendment Number One”); and

WHEREAS, the Parties now seek to renew and modify the scope of the 2017 Agreement such that the Program will be made available to a greater number of students and employees in Clay County District Schools.

NOW, THEREFORE, in exchange for their mutual promises and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties covenant and agree as follows as of the date upon which this document/Amendment Number Two is fully executed by the Parties (“Effective Date”):

1. The 2017 Agreement is hereby renewed and amended such that the Program will be made available to a greater number of students, as specifically set forth in *Composite Exhibit A* to this Amendment Number Two (i.e., *April 2018 Price Quotes*).
2. The term of the 2017 Agreement is hereby amended such that it will expire July 18, 2019.
3. The terms of the products, services, prices, and costs contained in *Composite Exhibit A* which do not conflict with those set forth in the 2017 Agreement, Amendment Number One, and/or other terms herein stated, are hereby incorporated by reference and made part of this Amendment Number Two.
4. In all other respects, unless expressly modified by or contrary to the those hereby made, the terms and conditions of the 2017 Agreement (as previously amended) shall continue in full force and effect.

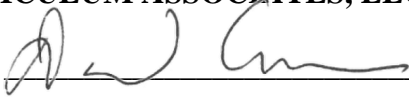
WHEREFORE, the Parties, by and through the signatures of their authorized representatives below, agree to be bound by this Amendment Number Two to the 2017 Agreement.

THE SCHOOL BOARD OF CLAY COUNTY, FLORIDA

By: _____ Date: _____
Carol Studdard
School Board Chair

AND

CURRICULUM ASSOCIATES, LLC

By:  _____ Date: 5/3/2018
printed name: David Caron
position/title: Chief Financial Officer