



March 18, 2014

School System of Clay County  
900 Walnut St.  
Information Services Dept.  
Green Cove Springs, FL 32043

Re: Microsoft Windows Accelerate PoC

Microsoft Corporation recommends that School System of Clay County obtain a Windows Accelerate PoC to demonstrate and enhance the benefits of Microsoft products in its environment. Therefore, if you execute this letter agreement on or before April 30, 2014, you may obtain such services, at no charge to you, from Microsoft or a Microsoft certified partner in an amount not to exceed \$15,000. If you elect to purchase services from a partner, we will reimburse the partner directly for the services upon presentation by you of a partner invoice for such services. If you elect to obtain the services from Microsoft, (a) such service will be provided in accordance with the terms of a Microsoft Services Agreement and work order between you and Microsoft; and (b) the value of our gratuitous services provided will be based on our then-current standard fees for such services. All consulting services obtained by you under this section, whether from Microsoft or a Microsoft partner, must be fully rendered on or before June 30, 2014.

Microsoft waives any and all entitlement to compensation from School System of Clay County for the services provided to you pursuant to this letter agreement. Microsoft intends that these services and associated terms be in compliance with applicable laws and regulations with respect to gratuitous services. It is specifically understood that all services and services deliverables provided are for the sole benefit and use of School System of Clay County and are not provided to or for any individual government employee.

If the terms of this letter agreement are acceptable to you, please sign in the space provided below and return to me. This letter agreement is not valid until accepted and executed by Microsoft below.

Sincerely,

[Signature of account rep]

**ACCEPTED AND AGREED:**

School System of Clay County	Microsoft Corporation
Signature:	Signature:
Date:	Date:
Typed Name:	Betsy Pridmore
Typed Email:	Betsy.Pridmore@microsoft.com
Phone:	Phone: (425) 882-8080