

AMENDMENT #1

CITY OF COLUMBIA SERVICE AGREEMENT
FOR ADMINISTRATION OF CITY FLEXIBLE BENEFITS AND TRUST
RFP #50/2011

WHEREAS, the City of Columbia, Missouri (the "City") and Application Software, Inc. (collectively the "Parties"), previously entered into an Agreement for the administration of a flexible benefits plan and trust on January 1, 2012 (the "Agreement"); and

WHEREAS, the Parties want to amend and extend the agreement until September 30, 2017 under the terms and conditions detailed below (the "First Amendment").

NOW, THEREFORE, in consideration of the foregoing recitals, which are incorporated into this First Amendment to the Amended Agreement by this reference, and for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree to amend the Amended Agreement as follows:

1. The Contract Term shall be extended through September 30, 2017.
2. Except as expressly provided in this First Amendment, the terms of the Amended Agreement shall remain in full force and effect. The Parties hereby adopt, ratify and confirm the Amended Agreement as it is amended by this First Amendment. This First Amendment shall be binding on, and inure to the benefit of, the Parties hereto and their successors and assigns.

(SIGNATURES ON FOLLOWING PAGE)

The First Amendment to the Parties' January 1, 2012 Agreement is entered into on the day and the year of the last signatory noted below.

CITY OF COLUMBIA, MISSOURI

By: _____
Mike Matthes, City Manager

Date: _____

ATTEST:

Sheela Amin, City Clerk

APPROVED AS TO FORM:

Nancy Thompson, City Counselor

APPLICATION SOFTWARE, INC.

By: _____

Title: _____

Date: _____

ATTEST:
