

PARTICIPATING ADDENDUM

COMPUTER EQUIPMENT, SOFTWARE, PERIPHERALS AND RELATED SERVICES

MASTER PRICE AGREEMENT
Between
Xerox Corporation
And
State of Minnesota
(WSCA Contract Number A74403)

State of Alaska

1. Scope

All government entities within the state of Alaska, including all state agencies and local public purchasing units, including cities/boroughs, school districts, and universities, are authorized to purchase products and services under the terms and conditions of the Master Price Agreement between Xerox Corporation ("Contractor") and the State of Minnesota (WSCA Contract Number A74403) (the "Price Agreement") as amended by the terms and conditions of this Participating Addendum ("Addendum").

2. Changes:

A. [Intentionally deleted].

B. The reporting format shall be as follows: On at least a quarterly basis, Xerox Corporation will supply the State of Alaska with an electronic usage report, which will list the purchasing entity, description of item(s) purchased, date, dollar amount, retail price, and extended price for each transaction.

3. Primary Contact:

The primary participating entity contact for this Addendum is as follows:

Name: Jason Soza

Participating Entity Name: State of Alaska

Address: PO Box 110210, Juneau, Alaska 99811

Telephone: 907-465-5682

Fax: 907-465-2189

E-mail: jason_soza@admin.state.ak.us

The primary Contractor contact for this Addendum is as follows:

Name: Diane Rivera

Contractor: Xerox Corporation

Address: 26600 SW Parkway, Wilsonville, OR 97070

Telephone: 503-685-3328

Fax: 503-685-2660

E-mail: diane.rivera@office.xerox.com

4. Servicing Subcontractors:

Only the Xerox dealers and resellers listed below, if any, are authorized to provide service support to Alaska customers under the Price Agreement and this Addendum. If no dealer or reseller is listed below, customer must contact Xerox Direct for service support.

None.

5. Purchase Order Instructions:

All orders under this Addendum should be to the following address:

Xerox Direct
910 West Carver
Tempe, AZ 85284

All payments should be to the following address:

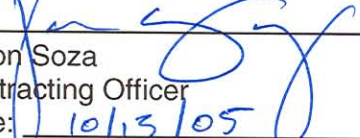
Xerox Direct
1654 Solution Center
Chicago, IL 60677-1006

The Master Price Agreement number (Contract #A74403) MUST be shown on all Purchase Orders issued against this agreement.

This Addendum and the Price Agreement together with its exhibits, set forth the entire agreement between the parties with respect to the subject matter of all previous communications, representations or agreements, whether oral or written, with respect to the subject matter hereof. Terms and conditions inconsistent with, contrary or in addition to the terms and conditions of this Addendum and the Price Agreement, together with its exhibits, shall not be added to or incorporated into this Addendum or the Price Agreement and its exhibits, by any subsequent purchase order or otherwise, and any such attempts to add or incorporate such terms and conditions are hereby rejected. The terms and conditions of this Addendum and the Price Agreement and its exhibits shall prevail and govern in the case of any such inconsistent or additional terms.

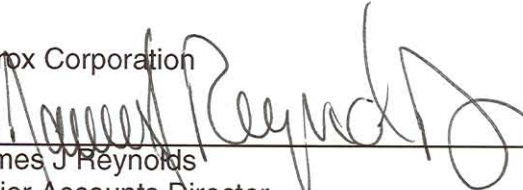
IN WITNESS WHEREOF, the parties have executed this Addendum as of the date of execution by Contractor below.

State of Alaska

By: 

Jason Soza
Contracting Officer
Date: 10/13/05

Xerox Corporation

By: 

James J Reynolds
Major Accounts Director
Date: October 11, 2005