

FIRST AMENDMENT TO AGREEMENT

THIS FIRST AMENDMENT TO AGREEMENT is made and entered into as of this _____ day of _____, 2020, by and between

THE SCHOOL BOARD OF BROWARD COUNTY, FLORIDA
(hereinafter referred to as “SBBC”),
a body corporate and political subdivision of the State of Florida,
whose principal place of business is
600 Southeast Third Avenue, Fort Lauderdale, Florida 33301

and

IMAGINATION STATION, INC.
(hereinafter referred to as “*Istation*”),
whose principal place of business is
8150 North Central Expressway, Suite 2000, Dallas, TX 75206

WHEREAS, SBBC and *Istation* entered into an Agreement with a contract term from December 10, 2019 through November 30, 2020 (“Agreement”); and

WHEREAS, *Istation* provides computer-based instruction and assessments in reading and writing in Spanish for pre-k to 5th grade students. *Istation* reading offers a collection of research based instructional tools for targeted instruction and intervention; and

WHEREAS, the parties mutually desire to amend certain provisions of the Agreement through this First Amendment to Agreement (“First Amendment”).

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1.01 **Recitals**. The parties agree that the foregoing recitals are true and correct and that such recitals are incorporated herein by reference.

1.02 **Amended Provisions**. The parties hereby agree to the following amended provisions to the Agreement:

The following provision – section 2.01 – shall replace the respective provision in the Agreement, by interlineation, as follows:

2.01 **Term of Agreement**. Unless terminated earlier pursuant to section 3.05 of this Agreement, the term of this Agreement shall commence upon execution of all parties and conclude on November 30, 2020. The term of this Agreement may, by mutual agreement between SBBC and *Istation* in writing in the form of a written amendment to this Agreement executed by both parties, be extended for one (1) additional one (1) year period.

The following provisions shall be added to sections 2.02 Scope of Services and 2.15 Incorporation by Reference, respectively, of the Agreement, by interlineation, as of the date of the effective term date of this First Amendment, as follows:

2.02 Scope of Services.

Istation shall provide SBBC with the licenses detailed below for *Istation* Reading en Española Student Licenses assigned to the following forty-seven (47) Broward County School District campuses as of the effective term date of the First Amendment of this Agreement, see **Attachment B**.

Elementary Schools with over 280+	Number of Licenses	Cost per School
8	280+	\$8,010.00
Subtotal		\$64,080.00
Schools with under 280+	Number of Licenses	Cost per License
39	3765	\$28.50
Subtotal		\$107,302.50
Total		\$171,382.50

2.15 Incorporation by Reference.

Attachment B attached hereto and referenced herein shall be deemed to be incorporated into this Agreement by reference as of the date of the effective term date of the First Amendment of this Agreement.

1.03 Term of Agreement. Pursuant to section 2.01 of the Agreement, the term of the Agreement is hereby extended from December 1, 2020 through November 30, 2021, unless terminated earlier pursuant to section 3.05 of the Agreement.

1.04 Cost of Services and Payment. The cost to SBBC of the licenses under this First Amendment and listed in **Attachment B** is One Hundred Seventy-One Thousand, Three Hundred Eighty-Two Dollars and 00/50 Cents (\$171,382.50). SBBC will issue *Istation* an appropriate purchase order. *Istation* shall provide SBBC with a proper and appropriate invoice in the amount of One Hundred Seventy-One Thousand, Three Hundred Eighty-Two Dollars and 00/50 Cents (\$171,382.50), and SBBC will pay said amount within thirty (30) calendar days of receipt of said invoice.

1.05 Order of Precedence among Agreement Documents. In the event of conflict between the provisions of the Agreement and the provisions contained herein, the provisions of the following documents shall take precedence in this order:

- a) this First Amendment; then
- b) the Agreement.

1.06 Other Provisions Remain in Force. Except as expressly provided herein, all other portions of the Agreement remain in full force and effect.

1.07 Authority. Each person signing this First Amendment on behalf of either party individually warrants that he or she has full legal power to execute this First Amendment on behalf of the party for whom he or she is signing, and to bind and obligate such party with respect to all provisions contained in this First Amendment.

IN WITNESS WHEREOF, the parties hereto have made and executed this First Amendment on the date first above written.

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGES FOLLOW]

FOR SBBC:

(Corporate Seal)

THE SCHOOL BOARD OF BROWARD
COUNTY, FLORIDA

ATTEST:

By _____
Donna P. Korn, Chair

Robert W. Runcie, Superintendent of Schools

Approved as to Form and Legal Content:

Office of the General Counsel

[THIS SPACE INTENTIONALLY LEFT BLANK; SIGNATURE PAGE FOLLOWS]

FOR ISTATATION:

(Corporate Seal)

ATTEST:

IMAGINATION STATION, INC.

By Monika Flood
Signature

Printed Name: Monika Flood

Title: CFO

Secretary

-OP-
Patricia Flood
Witness

Andrew Nigo
Witness

The Following Notarization is Required for Every Agreement Without Regard to Whether the Party Chose to Use a Secretary's Attestation or Two (2) Witnesses.

STATE OF Texas
COUNTY OF Dallas

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this 10/9/2020 (date) by Monika Flood (name of officer or agent, title of officer or agent) of Istation (name of corporation acknowledging), a Delaware (state or place of incorporation) corporation, on behalf of the corporation. He/she is personally known to me or has produced (type of identification) as identification and who did did not first take an oath this 9 day of October, 2020.

My Commission Expires:
May 16, 2021

Mary Elaine Nigo
Signature - Notary Public
Mary Elaine Nigo
Notary's Printed Name
129425763
Notary's Commission No.

(SEAL)



Attachment B



8150 North Central Expressway, Suite 2000
 Dallas, TX 75206
 Phone: 1-866-883-READ (7323)
 Email: orders@istation.com

Quote: Q-25764-1
Prepared For: Broward County Public Schools
Expires On: 10/29/2020

DISCLAIMER: Pricing is as quoted and subject to change with any edits to bundle configurations, enrollment updates, or other revisions.

Istation Reading en Español

QTY	PRODUCT	Start Date	Months	End Date	CAMPUS	PRICE
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Boulevard Heights Elementary	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Country Isles Elementary School	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Eagle Point Elementary School	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Gator Run Elementary School	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Indian Trace Elementary School	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Lakeside Elementary School	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Manatee Bay Elementary School	\$8,010.00
1	Istation Reading en Español	12/1/2020	12	11/30/2021	Silver Palms Elementary School	\$8,010.00
Istation Reading en Español TOTAL:						\$64,080.00

IE.Student - Istation Reading en Español (Student Account)

QTY	PRODUCT	Start Date	Months	End Date	CAMPUS	PRICE
25	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Apollo Middle School	\$712.50
54	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Bethune Mary M Elementary School	\$1,539.00
94	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Broadview Elementary School	\$2,679.00
170	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Chapel Trail Elementary School	\$4,845.00
72	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Coral Cove Elementary School	\$2,052.00
116	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Cypress Elementary School	\$3,306.00

QTY	PRODUCT	Start Date	Months	End Date	CAMPUS	PRICE
140	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Dolphin Bay Elementary School	\$3,990.00
108	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Driftwood Elementary School	\$3,078.00
138	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Eagle Ridge Elementary School	\$3,933.00
152	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Everglades Elementary School	\$4,332.00
20	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Falcon Cove Middle School	\$570.00
54	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Flamingo Elementary School	\$1,539.00
140	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Glades Middle School	\$3,990.00
188	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Gulfstream Academy of Hallandale Beach	\$5,358.00
188	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Hollywood Hills Elementary School	\$5,358.00
54	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	James S Hunt Elementary School	\$1,539.00
140	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Lauderdale Lakes Middle School	\$3,990.00
36	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Margate Elementary School	\$1,026.00
25	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	McNicol Middle School	\$712.50
119	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Meadowbrook Elementary School	\$3,391.50
25	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Millennium Middle School	\$712.50
54	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Mirror Lake Elementary School	\$1,539.00
108	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Oakland Park Elementary School	\$3,078.00
140	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Oakridge Elementary School	\$3,990.00
94	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Pompano Beach Elementary School	\$2,679.00

QTY	PRODUCT	Start Date	Months	End Date	CAMPUS	PRICE
188	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Ramblewood Elementary School	\$5,358.00
144	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Riverglades Elementary School	\$4,104.00
54	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Sawgrass Elementary School	\$1,539.00
25	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Sawgrass Springs Middle School	\$712.50
72	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Sea Castle Elementary School	\$2,052.00
140	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Silver Lakes Elementary School	\$3,990.00
139	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Silver Lakes Middle School	\$3,961.50
76	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Stirling Elementary School	\$2,166.00
116	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Tamarac Elementary School	\$3,306.00
18	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Tedder Elementary School	\$513.00
25	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Tequesta Trace Middle School	\$712.50
25	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Walter C Young Middle School	\$712.50
116	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Watkins Elementary School	\$3,306.00
173	IE.Student - Istation Reading en Español (Student Account)	12/1/2020	12	11/30/2021	Westchester Elementary School	\$4,930.50
IE.Student - Istation Reading en Español (Student Account) TOTAL:						\$107,302.50

TAX (if applicable):
CUSTOMER TOTAL: \$171,382.50