**ADDENDUM # 1 OF THE PROGRAM LICENSE AGREEMENT**

This is an Addendum to the Program License Agreement dated \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (the “Agreement”) by and between Advanced Digital Systems, Inc., d/b/a Mi-Co, a Delaware corporation, (the “Licensor”) and \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (the “Licensee” or “You”).

The Licensee acknowledges that it has received and read, and understands and agrees with, all the terms and conditions specified in the Agreement.

|  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Software/ Service** | **Type of License (Term or Hosted)** | **Operating System** | **Delivery** | **Quantity (Max Trxs for the Term)** | **License Effective Date** | **License**  **Beginning Date** | **License Renewal Date** | **Fee/Rate** |
| Mi-Forms Client (Transaction based) |  |  |  | XX transactions |  |  |  |  |
| Mi-Forms Designer (Transaction based) |  |  |  | XX transactions |  |  |  |  |
| Mi-Forms Server (Transaction based) |  |  |  | XX transactions |  |  |  |  |
| Solution Support (hrs) |  |  | Email/Phone | XX hrs |  |  |  | $150/hr |
| Training |  |  | In-person/Web |  |  |  |  |  |

The following terms will govern this Addendum:

Transaction-based Licenses: Licensee’s right to use the Licensed Program is limited to the number of Transactions per the license time period set forth in the table above. A Transaction is defined as a submission of a form using the Licensed Program from a Mi-Forms Client to a Mi-Forms Server. Within 15 days after the beginning of each calendar quarter, Licensee will use the Mi-Forms Server software to provide a report by e-mail to Mi-Co detailing the number of Transactions in the prior calendar quarter. Mi-Co will assist Licensee as needed in preparing this report.

If Licensee exceeds the number of licensed Transactions, then Licensee agrees to pay Mi-Co for additional Transactions in accordance with Mi-Co’s then-current pricing for per-Transaction licensing.

Unused Transactions do not carry over from one term to any new or renewal terms.

Professional Services: If Licensee requests design or other work from Licensor, such work will be charged separately by Licensor on an hourly basis according to Licensor’s then-current rates for professional services.

Test/Development Licenses: Licenses designated as “Test/Development” licenses above may be used by Licensee solely for the purpose of testing the Licensed Programs and/or developing custom forms that operate with the Licensed Programs, and may not be used for any production use by Licensee.

Press Release Consideration: At the signing of this Addendum, the Licensee will work with Mi-Co to develop a mutually agreed upon press release announcing the signing of this Addendum and goals of the Licensed Program’s use.

Accepted and Approved by:

**LICENSOR: LICENSEE:**

Mi-Co Company Name:

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Email: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Name: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Title: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_