

CONTRACT EXTENSION AGREEMENT

Dated the 6 day of September, 2024

B E T W E E N:

PERFECTMIND INC.
(“PerfectMind”)

– and –

CITY OF OCALA
(the “Customer”)

WHEREAS:

- A. The Customer and PerfectMind entered into an agreement dated May 25th, 2022 (the “Original Agreement”) for the provision of PerfectMind Software as a Service;
- B. The parties hereby agree to extend the term of the Original Agreement in accordance with the terms set out herein

NOW THEREFORE, in consideration of the mutual covenants contained in this Extension Agreement and other consideration (the receipt and sufficiency of which are acknowledged), the parties agree as follows:

1. Definitions

- 1.1. Any capitalized term not expressly defined in this Extension Agreement shall have the meaning ascribed to it in the Original Agreement.

2. Extension

The Original Agreement will expire on March 15, 2025 (“Original Term”). Except to the extent otherwise provided in this Extension Agreement, the Original Agreement will be extended on the same terms and conditions for an additional three (3) year period (such period, the “Extended Term” and together with the Original Term, the “Term”), which will begin immediately on the expiry of the Original Term. At the expiration of the Extended Term, the Term will be automatically renewed for successive one-year periods (each, an “Additional Term”) unless a party provides written notice to the other party of the first party’s intention not to renew, at least thirty days before the expiry of the then-current Term.

3. Fees

The Platform use fee during the Extended Term will be as set out in the payment schedule attached hereto in Exhibit A, payable by Customer in advance at the beginning of each 12-month period. The Platform use fee payable by Customer during any Additional Term will be the same as the fees for the last year during the prior term unless PerfectMind has given

Customer written notice of a pricing change at least 90 days before the end of such prior term, in which case the new fee will be effective upon renewal and thereafter.

4. Conflict

The provision of this Extension Agreement shall form part of the Original Agreement. Except to the extent otherwise amended in this Extension Agreement, all other terms and conditions of the Original Agreement shall remain the same, provided that in the event of a conflict between the provisions of this Extension Agreement and those of the balance of the Original Agreement, the terms and provisions of this Extension Agreement shall supersede those provisions of the balance of the Original Agreement with which they conflict.

TO WITNESS THEIR AGREEMENT, the parties have duly executed this Extension Agreement as of the date first above written.

PERFECTMIND INC.

By:



[Nima Jazbi \(Sep 24, 2024 10:33 PDT\)](#)

Name:

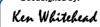
Nima Jazbi

Title:

Vice-President, Operations

CITY OF OCALA

By:



[Ken Whitehead](#)

86771E1E38874F4...

Name:

Ken Whitehead

Title:

Assistant City Manager

Approved as to form and legality:



[William E. Sexton](#)

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William E. Sexton
City Attorney

EXHIBIT A

Extended Term

Year Four (March 16th, 2025 to March 15th, 2026): \$13,000

Year Five (March 16th, 2026 to March 15th, 2027): \$13,000

Year Six (March 16th, 2027 to March 15th, 2028): \$13,000

Optional Provision:

Upon the renewal of the terms, the Subscriber shall have the option to enroll in our Mobile Application at a fifty percent (50%) discount for the initial term of one (1) year. This option must be exercised within the first six (6) months following the renewal date.

Certificate Of Completion

Envelope Id: 2F8C082BCDBA46BEBCA4EB1D2F37847D

Status: Completed

Subject: FOR SIGNATURE - Perfectmind Management Software Renewal Agreement (REC/210945)

Source Envelope:

Document Pages: 3

Signatures: 2

Envelope Originator:

Certificate Pages: 2

Initials: 0

Porsha Ullrich

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110 SE Watula Avenue

Enveloped Stamping: Enabled

City Hall, Third Floor

Time Zone: (UTC-05:00) Eastern Time (US & Canada)

Ocala, FL 34471

pullrich@ocalafl.gov

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Signer Events**Signature****Timestamp**

William E. Sexton

wsexton@ocalafl.org

City Attorney

City of Ocala

Security Level: Email, Account Authentication
(None)

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Ken Whitehead

kwhitehead@ocalafl.org

Assistant City Manager

City of Ocala

Security Level: Email, Account Authentication
(None)

DocuSigned by:



Ken Whitehead
5677F71E38874F4...

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In Person Signer Events**Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp****Intermediary Delivery Events****Status****Timestamp****Certified Delivery Events****Status****Timestamp****Carbon Copy Events****Status****Timestamp****Witness Events****Signature****Timestamp****Notary Events****Signature****Timestamp****Envelope Summary Events****Status****Timestamps**

Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	9/17/2024 4:01:45 PM
Certified Delivered	Security Checked	9/23/2024 12:15:23 PM
Signing Complete	Security Checked	9/23/2024 2:56:08 PM
Completed	Security Checked	9/23/2024 2:56:08 PM

Payment Events	Status	Timestamps

PARTIALLY EXECUTED CONTRACT-_Perfectmind_Management_Softwa

Final Audit Report

2024-09-24

Created:	2024-09-24
By:	Melissa Vincent (melissa.vincent@xplorotechnologies.com)
Status:	Signed
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2024-09-23 - 7:00:46 PM GMT
-  Document created by Melissa Vincent (melissa.vincent@xplorotechnologies.com)
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-  Document emailed to Nima Jazbi (nima.jazbi@xplorotechnologies.com) for signature
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