

**MODIFICATION # 3
TO
CONTRACT NUMBER 2001-035
BETWEEN THE
COMMONWEALTH OF VIRGINIA
AND
MOTOROLA, INC.**

This MODIFICATION #3 is an agreement between the Commonwealth of Virginia through its Department of State Police, hereinafter referred to as "State" or "Commonwealth," and Motorola, Inc., hereinafter referred to as "Motorola," which modifies Contract Number 2001-035 (the "Contract") between the parties. This Modification #3 is hereby incorporated into and made an integral part of the Contract effective July 13, 2004.

The purpose of this Modification #3 is to identify how changes to the Project Schedule will be incorporated into the Contract. **The replacement page for the Contract Section is attached herewith and incorporated herein to reflect Modification #3 changes.**

Both parties agree to the following:

Section 1 - Statement of Work

1. Reference Page 6, Subsection 1.6:

The Commonwealth will review the monthly dated schedule, beginning with the April 2005 document, within ten (10) calendar days after its receipt. After mutually agreeing upon the updated schedule, it will automatically become the current Contract Project Schedule, without the necessity of a Contract Modification.

2. **Contract Price Adjustments**

None.

3. **Completion Date Adjustments**

None.

The foregoing is the complete and final expression of the parties' agreement to modify Contract 2001-035 and cannot be modified, except by a writing signed by duly authorized representatives of both parties. If there are any inconsistencies between the provisions of this Modification and the provisions of the Contract, the provisions of this Modification will prevail.

ALL OTHER TERMS AND CONDITIONS OF THE CONTRACT REMAIN UNCHANGED AND SHALL REMAIN IN FULL FORCE.

PERSONS SIGNING THIS CONTRACT MODIFICATION ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THIS CONTRACT MODIFICATION.

MOTOROLA, INC.

COMMONWEALTH OF VIRGINIA

Department of State Police

BY: _____ (Signature on File)
Judith Jean-Pierre
Director of Contract and Compliance

BY: _____ (Signature on File)
Colonel W. Steven Flaherty
Superintendent

DATE: April 26, 2005

DATE: _____ 5/16/05 _____

Reviewed by: Michael Archbold
Motorola Project Manager

BY: _____ (Signature on File)
Patricia T. Trent, CPPB, VCO
Procurement and Contract Officer

DATE: April 26, 2005

DATE: _____ 5/10/05 _____

Approved as to Form:

BY: _____
Judith M. Alexander, Esq.
Contracts and Compliance Manager

DATE: April 26, 2005