

**AMENDMENT NUMBER TWO TO CONTRACT FOR SOFTWARE UPGRADES  
BETWEEN STATE OF WYOMING, STATE AUDITOR'S OFFICE AND CGI  
TECHNOLOGIES AND SOLUTIONS INC.**

1. **Parties.** This Amendment Two is made and entered into by and between the State of Wyoming, State Auditor's Office (Agency), whose address is State Capitol, Room 114, Cheyenne, WY 82002; and CGI Technologies and Solutions Inc. ("CGI" or "Contractor"), whose address is 11325 Random Hills Road, Fairfax, VA 22030.

2. **Purpose of Amendment.** This Amendment shall constitute the second amendment to the Contract between the Agency and the Contractor which was duly executed, and became effective on January 28, 2009. The purpose of this amendment is to extend the expiration date from March 31, 2010 to August 31, 2010.

The original Contract provided for an upgrade of Business Objects Software Version 5 to X1R2, and implementation of X1R2. During the preliminary steps of the upgrade implementation to X1R2, CGI determined that an upgrade implementation to X1R3 instead of to X1R2 could be provided to the State Auditor's Office, with no increase in cost. Amendment One to this Contract was to change the implementation version of RX 02 to the implementation of version RX 03.

3. **Term of the Amendment.** This Amendment shall commence on February 28, 2010 or upon the date the last required signature is affixed hereto, whichever is later, and shall remain in full force and effect through the term of the Contract, as amended, unless terminated at an earlier date pursuant to the provisions of the Contract.

4. **Payment.** The original Contract payment terms still apply.

5. **Special Provisions**

**Same Terms and Conditions.** With the exception of items explicitly delineated in this Amendment, all terms and conditions of the Contract between the Agency and the Contractor, including but not limited to sovereign immunity, shall remain unchanged and in full force and effect.

6. **General Provisions**

A. **Entirety of Contract.** This Amendment Two, consisting of two (2) pages, the Original Contract consisting of twenty (20) pages, and Amendment One consisting of three (3) pages, represent the entire and integrated

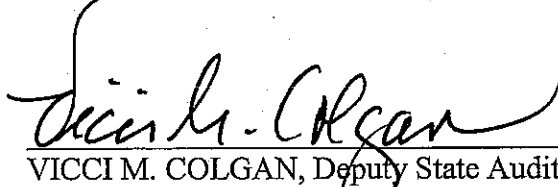
Contract between the parties and supersedes all prior negotiations, representations, and agreements, whether written or oral.

7. **Signatures.** IN WITNESS THEREOF, the parties to this Amendment through their duly authorized representatives have executed this Amendment Two to the Contract between the Agency and the Contractor, on the days and dates set out below, and certify that they have read, understood, and agreed to the terms and conditions of this Amendment as set forth herein.

This Contract is not binding on either party until approved by A&I Procurement and the Governor of the State of Wyoming or his designee, if required by Wyo. Stat. § 9-2-1016(b)(iv).

The effective date of this Amendment is the date of the signature last affixed to this page.

**AGENCY**

  
VICCI M. COLGAN, Deputy State Auditor

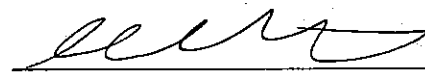
2-18-2010  
Date

**CONTRACTOR**

  
KIM THORN, Director

2.22.10  
Date

**ATTORNEY GENERAL'S OFFICE APPROVAL AS TO FORM**

  
DON GERSTEIN, Senior Assistant Attorney General

#56650

February 18, 2010

Date