

**ASSIGNMENT OF AGREEMENT**

THIS ASSIGNMENT OF AGREEMENT No. 15-512 ("ASSIGNMENT") is made and entered into this 25th day of September, 2018 ("Effective Date"), by and between the County of Fresno, a political subdivision of the State of California, ("COUNTY"), DATALINK CORPORATION, a Minnesota corporation, whose address is 10050 Crosstown Circle, Suite 500, Eden Prairie, MN 55344, ("ASSIGNOR"), and INSIGHT PUBLIC SECTOR, INC., an Arizona corporation, whose address is 6820 S Harl Ave, Tempe, AZ 85283 ("ASSIGNEE").

**WITNESSETH:**

WHEREAS, COUNTY and ASSIGNOR entered into Agreement No. 15-512, dated October 13, 2015 ("AGREEMENT") pursuant to which ASSIGNOR agreed to provide network communication, equipment, hardware, software products, licensing, and professional services, including but not limited to network communication equipment, technical, and maintenance support of CISCO products; and

WHEREAS, SECTION X – NON ASSIGNMENT of the AGREEMENT provides for the assignment of the Agreement with the written consent of the Parties; and

WHEREAS, ASSIGNOR wishes to assign, transfer, and delegate all of its rights, benefits, responsibilities, and obligations under the AGREEMENT to ASSIGNEE; and

WHEREAS, ASSIGNEE represents that ASSIGNEE is willing and qualified to accept the assignment, transfer, and delegation of ASSIGNOR'S rights, benefits, responsibilities, and obligations under the AGREEMENT (the "Assignment"), and to perform faithfully and completely in ASSIGNOR's stead thereunder.

NOW, THEREFORE, the parties agree that the AGREEMENT shall be, and is, transferred and assigned by ASSIGNOR to ASSIGNEE as follows:

1. ASSIGNOR does hereby transfer and assign all of its rights, interest, obligations, and responsibilities under the AGREEMENT to ASSIGNEE.

2. ASSIGNEE does hereby accept from ASSIGNOR the ASSIGNMENT of the AGREEMENT and ASSIGNEE agrees, without qualification or reservation of right, to assume and perform each and every one of ASSIGNOR'S obligations and responsibilities under the

1 AGREEMENT and adhere to all terms of the AGREEMENT, as though ASSIGNEE were the  
2 signatory party of said Agreement in lieu of ASSIGNOR.

3 3. ASSIGNEE'S liability under the AGREEMENT, and under this ASSIGNMENT  
4 thereof, shall include any and all liability that ASSIGNOR has to the COUNTY under the  
5 AGREEMENT, whether known as of the date hereof or subsequently discovered and henceforth all  
6 such liability shall ASSIGNEE accept and assume.

7 4. ASSIGNEE and ASSIGNOR hereby represent that any prior payments from May 1,  
8 2017 until the execution of this ASSIGNMENT have been paid to the correct party and that no  
9 further payments are owed by COUNTY to ASSIGNOR. All future payments shall be made to  
10 ASSIGNEE at PO Box 731072, Dallas, TX 75373-1072.

11 5. Section XIV, "Notices" of the AGREEMENT shall be amended to read:

|                                   |                                  |
|-----------------------------------|----------------------------------|
| COUNTY                            | INSIGHT PUBLIC SECTOR, INC.      |
| Director of Internal Services/CIO | SLED Contract Compliance Manager |
| 333 W. Pontiac Way                | 2250 Pinehurst Blvd., Suite 200  |
| Clovis, CA 93612                  | Addison, IL 60101                |
| (559) 600-6200                    | (480) 366-7027                   |

17 6. This ASSIGNMENT shall be retroactive to May 1, 2017, the date that ASSIGNOR  
18 was purchased by ASSIGNEE.

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EXECUTED AND EFFECTIVE as of the date first above set forth.

**ASSIGNOR**

**COUNTY OF FRESNO**

(Authorized Signature)

Megan Amdahl - SVP Operations  
Name, Position

(Authorized Signature)

Ken Lamneck - CEO  
Name, Position

Datalink Corporation  
10050 Crosstown Circle, Suite 500  
Eden Prairie, MN 55344

**ASSIGNEE**

(Authorized Signature)

Megan Amdahl - SVP Operations  
Name, Position

(Authorized Signature)

Ken Lamneck - CEO  
Name, Position

Insight Public Sector, Inc.  
6820 S Harl Ave  
Tempe, AZ 85283

Sal Quintero, Chairperson of the Board of  
Supervisors of the County of Fresno

**ATTEST:**

Bernice E. Seidel  
Clerk of the Board of Supervisors  
County of Fresno, State of California

By: Susan Bishop  
Deputy

**FOR ACCOUNTING USE ONLY:**

ORG No.: 8905  
Account No.: 7309  
Fund: 1020  
Subclass: 10000