

Purchase Order

Office of General Services

PO Box 2117
 Corning Tower
 Empire State Plaza
 Albany NY 12220-0117
 United States

Vendor: 1000001053
 INTERNATIONAL BUSINESS MACHINE
 C/O CHQ TAX DEPT
 PO BOX 643600
 PITTSBURGH PA 15264-3600

Dispatch via Print

| | | | |
|-------------------|---------------|----------|------|
| Purchase Order | Date | Revision | Page |
| OGS01-000002107 | 09/30/2013 | | 1 |
| Payment Terms | Freight Terms | Ship Via | |
| Net 30 | Origination | Common | |
| Buyer | Phone | Currency | |
| RINGS, KIMBERLY A | | USD | |

Ship To: CUSTOMER SERVICE & ADMIN (10)
 CORNING TOWER, 37TH FLOOR
 EMPIRE STATE PLAZA
 ALBANY NY 12242
 United States

Bill To: PO Box 2117
 Corning Tower
 Empire State Plaza
 Albany NY 12220-0117
 United States

Tax Exempt? Y Tax Exempt ID: 14740026K

Replenishment Option: Standard

| Line-Sch | Item/Description | Mfg ID | Quantity | UOM | PO Price | Extended Amt | Due Date |
|----------|------------------|--------|----------|-----|----------|--------------|----------|
|----------|------------------|--------|----------|-----|----------|--------------|----------|

| | | | | | | | |
|------|--------------------|--|------|----|------------|------------|------------|
| 1- 1 | OPWDD: IBM Servers | | 1.00 | EA | 237,161.86 | 237,161.86 | 09/30/2013 |
|------|--------------------|--|------|----|------------|------------|------------|

Schedule Total 237,161.86

Item Total 237,161.86 229303.77

| | | | | | | | |
|------|--------------------|--|------|----|------------|------------|------------|
| 2- 1 | OASAS: IBM Servers | | 1.00 | EA | 100,120.67 | 100,120.67 | 09/30/2013 |
|------|--------------------|--|------|----|------------|------------|------------|

Schedule Total 100,120.67

Item Total 100,120.67 95114.64

| | | | | | | | |
|------|------------------|--|------|----|--------------|--------------|------------|
| 3- 1 | DOL: IBM Servers | | 1.00 | EA | 1,013,999.00 | 1,013,999.00 | 09/30/2013 |
|------|------------------|--|------|----|--------------|--------------|------------|

Schedule Total 1,013,999.00

Item Total 1,013,999.00

| | | | | | | | |
|------|-------------------|--|------|----|------------|------------|------------|
| 4- 1 | DCJS: IBM Servers | | 1.00 | EA | 369,312.27 | 369,312.27 | 09/30/2013 |
|------|-------------------|--|------|----|------------|------------|------------|

Schedule Total 369,312.27

Item Total 369,312.27 350,846.6

Total PO Amount 1,720,593.80

Term 10/1/2013 - 9/30/2014
 Attn: Dewan Bristo

1,013,999.00 Split
 OFT01 - 534,070.33 (No Discount)
 DOL01 - 479,928.67 (455932.24 w/ Discount)

Authorized Signature

Julie Sweet

163456411

Purchase Order

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PO Box 2117
 Corning Tower
 Empire State Plaza
 Albany NY 12220-0117
 United States

Vendor: 1000001053
 INTERNATIONAL BUSINESS MACHINE
 C/O CHQ TAX DEPT
 PO BOX 643600
 PITTSBURGH PA 15264-3600

Dispatch via Print

| | | | |
|---|-------------------------------------|---------------------------|------------------|
| Purchase Order OGS01-0000002107 | Date 09/30/2013 | Revision | Page 2 |
| Payment Terms Net 30 | Freight Terms Origination | Ship Via Common | |
| Buyer RINGS, KIMBERLY A | Phone | Currency USD | |

Ship To: CUSTOMER SERVICE & ADMIN
 CORNING TOWER, 37TH FLOOR
 EMPIRE STATE PLAZA
 ALBANY NY 12242
 United States

Bill To: PO Box 2117
 Corning Tower
 Empire State Plaza
 Albany NY 12220-0117
 United States

| | | | | | | |
|----------------------|---------------------------------|---------------------------------------|---------------------|-----------------|---------------------|-----------------|
| Tax Exempt? Y | Tax Exempt ID: 14740026K | Replenishment Option: Standard | | | | |
| Line-Sch | Item/Description | Mfg ID | Quantity UOM | PO Price | Extended Amt | Due Date |

NOTICE TO VENDORS:

All purchase orders from New York State agencies are exempt from certain federal taxes and New York State and local sales taxes pursuant to Articles 28 and 29 of the New York State Tax Law. All such purchase orders must be accepted in lieu of tax exempt certificates. Taxes from which the State exempt shall not be included when submitting invoices.

All invoices or State of New York "Claim for Payment" forms submitted for payment must include the vendor's NYS Vendor Identification Number and a reference to the purchase order number that the invoice or claim is charged against. Failure to include these numbers may delay payment.

The contract established by this purchase order is governed by Appendix A, Standard Clauses for All New York State Contracts, which is incorporated herein and made a part hereof, a copy of which is available upon request or at <http://www.ogs.state.ny.us/procurecounc/pdfdoc/appendixa.pdf>. Vendor signifies its acceptance of the terms and conditions of Appendix A by delivery of the goods or services and/or by the acceptance of payment. In the event of a conflict between the purchase order document and any referenced documents contained within the purchase order, the order of precedence shall be as follows:

1. Appendix A,
2. Purchase Order document,
3. Any agency specific standard clauses,
4. Agency solicitation document or specifications,
5. Vendor's offer / proposal.

If a Purchase Order is issued pursuant to a contract previously entered into between the vendor and state agency, the terms and conditions of the contract agreement take precedence and supersede any terms and conditions specified on the Purchase Order.

By accepting this Purchase Order the vendor certifies and affirms its understanding of the New York State Procurement Lobbying Law (State Finance Law Sections 139-j and 139-k).

New York State is an Equal Employment Opportunity/Affirmative Action Employer.

SHIPPING INSTRUCTIONS:

1. Delivered goods must be identical to samples furnished with proposals.
2. Duplicate invoices with shipping receipts attached must be sent to the "Bill To" address shown on the front of this copy
3. New York State is not liable for overshipments, which will be returned at vendor's expense.
4. Unless otherwise specified, all shipments are FOB Destination

SUMMARY OF PROMPT PAYMENT PROVISIONS

Article 11A of the State Finance Law requires New York State to pay vendors in a manner consistent with accepted business practices. Specifically, the law requires that when vendors are not paid within 30 calendar days (excluding legal holidays) after delivering goods/services and a proper invoice, interest will begin to accrue. Interest will be calculated using the "overpayment rate" set by the Commissioner of Taxation and Finance in Section 1096(e) of the New York State Tax Law. Interest will only be paid when it exceeds \$10 per invoice and when payment is made directly by the State rather than through an intermediary organization, such as Trustee for Certificates of Participation, issued pursuant to Article 5-A of the State Finance Law.

Authorized Signature

International Business Machines Corporation

Please direct inquiries and correspondence to

IBM CORPORATION
1551 SO WASHINGTON AVE
PISCATAWAY NJ 08854

Customer Number

6463165

Invoice Number

SRV2107

Invoice date

10/25/2013

Page

1

Or call IBM at: (877) 426-6006

e-mail: ASKAR@US.IBM.COM



Installed at

STATE OF NEW YORK
EXEC DEPT OFC GEN SVCS
TOWER BLDG 39TH FLR
EMPIRE STATE PLAZA
ALBANY NY 122033702

STATE OF NEW YORK
EXEC DEPT OFC GEN SVCS
TOWER BLDG 39TH FLR
EMPIRE STATE PLAZA
ALBANY NY 00000

Customer reference

PO# OGS01-0000002107

Please remit payments to

P.O. BOX 643600
PITTSBURGH, PA 15264-3600

Terms

PAYMENT DUE UPON RECEIPT OF
INVOICE. LATE PAYMENT FEES
MAY APPLY

INVOICE FOR MAINTENANCE AGREEMENT SERVICE

| TYPE/DESCR. MOD/SERIAL | FROM DATE | THRU DATE | QTY | CHARGES MINIMUM | APPL. ADDNL. DISC./% | TAX AMOUNT | NET AMOUNT EXCL TAXES |
|---------------------------|--------------|--------------|-----|--------------------|-------------------------|---------------|--------------------------|
|---------------------------|--------------|--------------|-----|--------------------|-------------------------|---------------|--------------------------|

NYS CONTRACT PT63994

PER INVENTORY QUOTES LISTED ON PURCHASE ORDER OGS01-0000002107

ANNUAL PRICE = \$1,720,593.80

ANNUAL PRICE MINUS 5% PREPAY (\$86,029.69CR) = \$1,634,564.11*

* PREPAY APPLIES ONLY IF PAYMENT RECEIVED BY IBM NO LATER THAN
NOVEMBER 26, 2013 *

| | | | |
|---|-------------|----------------|-----------------------|
| AFBCJT-DIV CRIMINAL JUSTICE (DCJS) | C/N 2483334 | \$ 369,312.27 | 10/01/2013-09/30/2014 |
| AD8YFG-OFC ALCOHOL & SUBS ABUSE (OASAS) | C/N 6917364 | \$ 100,120.67 | 10/01/2013-09/30/2014 |
| AB8ZBL-OFC PEOPLE W/DEV DISABLE (OPWDD) | C/N 6757175 | \$ 237,161.86 | 10/01/2013-09/30/2014 |
| AVCGF8-DEPT OF LABOR (DOL) | C/N 6678471 | \$1,013,999.00 | 10/01/2013-09/30/2014 |

THIS IS ISSUED PURSUANT TO THE IBM CUSTOMER AGREEMENT OR THE EQUIVALENT AGREEMENT BETWEEN US.

Original Invoice

PLEASE PAY THIS AMOUNT

\$1,720,593.80

INVOICE

Please Remit To:

NYS Office of General Services
PO Box 2117
Corning Tower
Empire State Plaza
Albany NY 12220-0117

Page: 1
Invoice No: IBMSERVER01
Invoice Date: 01/14/2014
Customer Number: OPD01
Vendor Name:
Payment Terms: Immediate
Due Date: 01/14/2014
AMOUNT DUE: 225,303.77 USD

Bill To:

OFC FOR PEOPLE W/ DEV DISABILITIES
44 Holland Ave.
Albany NY 12229
postal barcode



For billing questions, please call 518-474-3634

| Line | Date | Identifier | Description | Quantity | UOM | Unit Amt | Net Amount |
|---------------------------|------|------------|---------------------|----------|-----|--------------|-------------------|
| 1 | | | IBM HARDWARE SERVER | 1.00 | EA | 225,303.7700 | 225,303.77 |
| SUBTOTAL: | | | | | | | 225,303.77 |
| TOTAL AMOUNT DUE : | | | | | | | 225,303.77 |

INVOICE

Please Remit To:

NYS Office of General Services
PO Box 2117
Corning Tower
Empire State Plaza
Albany NY 12220-0117

Page: 1
Invoice No: IBMSERVER02
Invoice Date: 01/14/2014
Customer Number: OAS01
Vendor Name:
Payment Terms: Immediate
Due Date: 01/14/2014
AMOUNT DUE: 95,114.64 USD

Bill To:

OFFICE OF ALCOHOL & SUBSTANCE ABUSE SERV
1450 Western Ave.
Albany NY 12203
postal barcode



For billing questions, please call 518-474-3634

| Line | Date | Identifier | Description | Quantity | UOM | Unit Amt | Net Amount |
|---------------------------|------|------------|---------------------|----------|-----|-------------|------------------|
| 1 | | | IBM HARDWARE SERVER | 1.00 | EA | 95,114.6400 | 95,114.64 |
| SUBTOTAL: | | | | | | | 95,114.64 |
| TOTAL AMOUNT DUE : | | | | | | | 95,114.64 |

INVOICE

Please Remit To:

NYS Office of General Services
PO Box 2117
Corning Tower
Empire State Plaza
Albany NY 12220-0117

Page: 1
Invoice No: IBMSERVER03
Invoice Date: 01/14/2014
Customer Number: DCJ01
Vendor Name:
Payment Terms: Immediate
Due Date: 01/14/2014
AMOUNT DUE: 350,846.66 USD

Bill To:

DIVISION OF CRIMINAL JUSTICE SERVICES
4 Tower Place
10th Floor
Albany NY 12203
postal barcode



For billing questions, please call 518-474-3634

| Line | Date | Identifier | Description | Quantity | UOM | Unit Amt | Net Amount |
|---------------------------|------|------------|---------------------|----------|-----|--------------|-------------------|
| 1 | | | IBM HARDWARE SERVER | 1.00 | EA | 350,846.6600 | 350,846.66 |
| SUBTOTAL: | | | | | | | 350,846.66 |
| TOTAL AMOUNT DUE : | | | | | | | 350,846.66 |

INVOICE

Please Remit To:

NYS Office of General Services
 PO Box 2117
 Corning Tower
 Empire State Plaza
 Albany NY 12220-0117

Page: 1
 Invoice No: IBM (MAINTENANCE)
 Invoice Date: 03/25/2014
 Customer Number: OFT01
 Vendor Name:
 Payment Terms: Immediate
 Due Date: 03/25/2014
AMOUNT DUE: 534,070.33 USD

Bill To:

OFFICE FOR TECHNOLOGY
 State Capitol
 Empire State Plaza
 P.O. Box 2062
 Albany NY 12220
 postal barcode



For billing questions, please call 518-486-1908

| Line | Date | Identifier | Description | Quantity | UOM | Unit Amt | Net Amount |
|---------------------------|------|------------|------------------|----------|-----|--------------|-------------------|
| 1 | | | IBM (ENTERPRISE) | 1.00 | EA | 534,070.3300 | 534,070.33 |
| SUBTOTAL: | | | | | | | 534,070.33 |
| TOTAL AMOUNT DUE : | | | | | | | 534,070.33 |

INVOICE

Please Remit To:

NYS Office of General Services
PO Box 2117
Corning Tower
Empire State Plaza
Albany NY 12220-0117

Page: 1
Invoice No: IBM (PO 2107)
Invoice Date: 03/25/2014
Customer Number: DOL01
Vendor Name:
Payment Terms: Immediate
Due Date: 03/25/2014
AMOUNT DUE: 455,932.24 USD

Bill To:

DEPARTMENT OF LABOR
W.A. Harriman State Office Campus
Building 12 - Room 464
Albany NY 12240
postal barcode



For billing questions, please call 518-486-1908

| Line | Date | Identifier | Description | Quantity | UOM | Unit Amt | Net Amount |
|---------------------------|------|------------|------------------|----------|-----|--------------|-------------------|
| 1 | | | IBM (ENTERPRISE) | 1.00 | EA | 455,932.2400 | 455,932.24 |
| SUBTOTAL: | | | | | | | 455,932.24 |
| TOTAL AMOUNT DUE : | | | | | | | 455,932.24 |