



**ESRI**

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**MASTER PURCHASE AGREEMENT  
ESRI Contract No. 2004MPA2644  
State of Wisconsin Contract No. 18-92045-406**

This Master Purchase Agreement ("MPA" or "Agreement") is between the governmental body ("Licensee") identified below and Environmental Systems Research Institute, Inc. ("ESRI"). The Agreement enables Licensee to acquire ESRI® geographic information system Software, services, Documentation, Data, or hardware over a defined period of time.

This Agreement is comprised of the following documents:

1. Master Purchase Agreement signature page, E111 4/03
2. General License Terms and Conditions, Version E200 5/04
3. ESRI Exhibit 1, Scope of Use, Version E300 5/04
4. ESRI MPA Terms and Conditions, Version E500 4/04B
5. ESRI MPA Price List, Version E405M 5/04
6. Custom Software, Technical Data, and Assistance License Addendum, Version E600 5/04, including Attachment A—Sample Task Order and Attachment B—Time and Materials Rate Schedule (J-8410)
7. ESRI Client Site Training Terms and Conditions, E207 1/02

The parties acknowledge that they have read and understand this Agreement and agree to be bound by the terms and conditions contained herein.

Licensee may only use the type and number of copies of the Software, Data, and Documentation for which the appropriate license fees have been paid to ESRI in accordance with this Agreement.

This Agreement constitutes the sole and entire agreement of the parties as to the subject matter set forth herein and supersedes any previous agreements, understandings, and arrangements between the parties relating to such subject matter. Any modification(s) or amendment(s) to this Agreement must be in writing and signed by an authorized representative of each party.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed and effective as of the last date written below.

STATE OF WISCONSIN  
(Licensee)

By: \_\_\_\_\_  
Authorized Signature

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

ENVIRONMENTAL SYSTEMS RESEARCH  
INSTITUTE, INC.

(ESRI)  
By: *Laura Dangermond*  
Authorized Signature

Printed Name: **LAURA DANGERMOND**

Title: **Vice President**

Date: **MAY 13 2004**

**Licensee Contact Information**

Contact: \_\_\_\_\_

Telephone: \_\_\_\_\_

Address: \_\_\_\_\_

Fax: \_\_\_\_\_

City, State, ZIP: \_\_\_\_\_

E-mail: \_\_\_\_\_

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