

AMENDMENT 1 STATE OF UTAH COOPERATIVE CONTRACT

This Amendment 1 to State of Utah Cooperative Contract ("**Amendment 1**") is made and entered into as of May 1, 2022 ("**Amendment 1 Effective Date**"), among Office Depot, LLC, a Delaware limited liability company ("**Office Depot**"), ODP Business Solutions, LLC, a Delaware limited liability company ("**ODP BSD**"), and State of Utah Division of Purchasing ("**Customer**").

WHEREAS, Office Depot and Customer are parties to that certain State of Utah Cooperative Contract #PD2454, dated as of December 21, 2021 (the "**Agreement**"); and

WHEREAS, Office Depot desires to assign all of its right, title, and interest under the Agreement to ODP BSD, and ODP BSD desires to assume all obligations under the Agreement, on the terms set forth herein; and

WHEREAS, ODP BSD and Customer desire to amend the Agreement on the terms and conditions as provided herein; and

WHEREAS, the parties hereto agree that the Agreement is amended as stated herein and that this Amendment 1 shall be incorporated into the Agreement and made a part thereof.

NOW, THEREFORE, in consideration of the mutual covenants set forth herein the parties agree as follows:

1. Office Depot hereby assigns all of its right, title, and interest under the Agreement to ODP BSD, and ODP BSD hereby assumes all obligations under the Agreement. Any references to the term "Office Depot", as used in the Agreement, shall now refer to "ODP BSD."
2. Customer hereby consents to the assignment of the Agreement from Office Depot to ODP BSD, and Customer hereby releases Office Depot from any and all obligations due and owing under the Agreement following the Amendment 1 Effective Date.
3. The following terms and conditions of the Agreement shall be amended:
 - a. All references in the Agreement to "www.officedepot.com" shall be deleted and replaced with "www.odpbusiness.com".
4. Capitalized terms not otherwise defined in this Amendment 1 shall have the same meaning as set forth in the Agreement. This Amendment 1 may be executed in any number of multiple counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument. Facsimile signatures will be considered original signatures. Any provision not specifically modified by this Amendment 1 shall remain in full force and effect. If any provision of this Amendment 1 conflicts with any of the provisions of the Agreement, then the provisions of this Amendment 1 shall govern and control.

IN WITNESS WHEREOF, the undersigned have executed this Amendment 1 as of the Amendment 1 Effective Date.

OFFICE DEPOT, LLC

By: Elizabeth Gray

Name: Elizabeth Gray

Title: Vice President

Date: 4/29/2022



ODP BUSINESS SOLUTIONS, LLC

By: Elizabeth Gray

Name: Elizabeth Gray

Title: Vice President

Date: 4/29/2022

DIVISION OF PURCHASING

By: 
Nick Hughes (May 2, 2022 06:15 MDT)

Name: ~~Carl Turner~~ Nick Hughes

Title: Assistant Director

Date: 05/02/2022