

A CONTRACT BETWEEN  
OFFICE OF INFORMATION TECHNOLOGY  
INVESTMENT AND GOVERNANCE DIVISION  
ON BEHALF OF THE  
OFFICE OF INFORMATION TECHNOLOGY,  
SERVICES DELIVERY DIVISION  
AND  
Woolpert, Inc.  
(CONTRACTOR)

THIS CONTRACT, which results from CSP#0A06008, entitled Ohio Statewide Imagery Acquisition Project - RFP is between the State of Ohio, through the Office of Information Technology, Investment and Governance Division, on behalf of the Office of Information Technology, Service Delivery Division (the "State") and Woolpert, Inc. (the "Contractor").

If this RFP results in a Contract award, the Contract will consist of this RFP including all attachments, written amendments to this RFP, the Contractor's Proposal, and written, authorized amendments to the Contractor's Proposal. It will also include any materials incorporated by reference in the above documents and any purchase orders and change orders issued under the Contract. The form of the Contract is this one page attachment to the RFP, which incorporates by reference all the documents identified above. The general terms and conditions for the Contract are contained in another attachment to the RFP. If there are conflicting provisions between the documents that make up the Contract, the order of precedence for the documents is as follows:

1. This RFP, as amended;
2. The documents and materials incorporated by reference in the RFP;
3. The Contractor's proposal, as amended, clarified, and accepted by the state; and
4. The documents and materials incorporated by reference in the Contractor's Proposal.

Notwithstanding the order listed above change orders and amendments issued after the Contract is executed may expressly change the provisions of the Contract. If they do so expressly, then the most recent of them will take precedence over anything else that is part of the Contract.

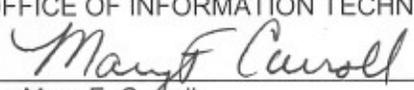
This Contract has an effective date of the later of February 3, 2006 or the occurrence of all conditions precedent specified in the General Terms and Conditions.

IN WITNESS WHEREOF, the parties have executed this Contract as of the dates below.

CONTRACTOR

STATE OF OHIO

  
BY: Robert F. Brinkman

OFFICE OF INFORMATION TECHNOLOGY  
  
By: Mary F. Carroll

Title: Vice President

Title: Director, Office of Information Technology  
State Chief Information Officer

Date: 1/25/06

Date: 2-3-2006