

## Amendment 2

This amendment 2 amends the Master Price Agreement Between Midwestern Higher Education Compact and Arrow Enterprise Computing Solutions, Inc., Contract No.: MHEC-021213, dated December 2, 2013 (the "Agreement").

The parties agree to amend the Agreement as follows:

1. Section 7 Reseller and Exhibits shall be deleted in its entirety and replaced with the following:

7. **Reseller:** refers to resellers authorized by Vendor to resell VMware Products and Services to Eligible Organizations in Member States. Vendor will certify and register Resellers by ensuring that when reselling to Eligible Organizations Resellers adhere to terms no less material than those set forth in this Master Agreement. This may be accomplished through Vendor's quote process using Vendor's quote form and standard Terms and Conditions of Sale if Vendor determines that such documents are sufficient to ensure that for any sales made by Resellers to Eligible Organizations in Member States Reseller will adhere materially to the same terms as those in this Master Agreement or by separate contracts entered into by Vendor and Reseller. Vendor must maintain a dedicated website and provide a list of authorized Resellers at <http://ecs.arrow.com/MHEC>. At any time during the term of this Master Agreement should MHEC protest the inclusion of a Reseller on this list for cause, Vendor will require that Reseller undergo recertification. Vendor will notify MHEC in writing, within 30 days, Resellers additions or deletions made to the list.

2. Exhibit B – Reseller List is deleted in its entirety and replaced with Vendors dedicated website <http://ecs.arrow.com/MHEC> MHEC Authorized VARs.

Subject to the modifications herein, the Agreement shall remain in full force and effect.

The effective date of this Amendment 2 is April 15, 2014.

**Midwestern Higher Education  
Commission**

Signature: \_\_\_\_\_

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

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

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

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

**Arrow Enterprise Computing  
Solutions, Inc.**

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Yvonne Barcewski

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Arrow Electronics, Inc.

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4/15/14