

STATE OF OHIO
DEPARTMENT OF ADMINISTRATIVE SERVICES
GENERAL SERVICES DIVISION
OFFICE OF PROCUREMENT SERVICES
4200 SURFACE ROAD, COLUMBUS, OH 43228-1395

AMENDMENT FOR CHANGE
AMENDMENT NO. 2

TO: ALL STATE AGENCIES
FROM: ROBERT BLAIR, DIRECTOR, DEPARTMENT OF ADMINISTRATIVE SERVICES
SUBJECT: CONTRACT FOR FLEET MASTER LEASE LESSOR

Attached are pages 1, 10 and 38 to this contract. Remove these pages from the existing contract and replace with the attached pages on the effective and/or revision date.

This amendment is issued to notify of a revision of "State agency" to match Revised Code 125.831(I) and to make note of the Procurement contact.

All other prices, terms and conditions remain unchanged.

Questions regarding this Amendment and/or the Requirements Contract may be directed to:

Alan Childress, CPPO
alan.b.childress@das.ohio.gov

This Amendment, the main Requirements Contract and any additional amendments thereto are available from the DAS Web site at the following address:

<http://www.ohio.gov/procure>

Affected Contractor(s):

0000045068
Huntington Public Capital Corporation
c/o The Huntington National Bank
105 East Fourth Street
Cincinnati, OH 45202

STATE OF OHIO
DEPARTMENT OF ADMINISTRATIVE SERVICES
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OPTIONAL USE CONTRACT FOR: FLEET MASTER LEASE LESSOR

CONTRACT No.: OT903813

EFFECTIVE DATES: 03/18/13 to 12/31/15

The Department of Administrative Services has accepted bids submitted in response to Invitation to Bid No. OT903813 that opened on 12/28/12. The evaluation of the bid response(s) has been completed. The bidder(s) listed herein have been determined to be the lowest responsive and responsible bidder(s) and have been awarded a contract for the items(s) listed. The respective bid response, including the Terms and Conditions for Bidding, Standard Contract Terms and Conditions, and Supplemental Contract Terms and Conditions, special contract terms & conditions, any bid addenda, specifications, pricing schedules and any attachments incorporated by reference and accepted by DAS become a part of this Requirements Contract.

This Requirements Contract is effective beginning and ending on the dates noted above unless, prior to the expiration date, the Contract is renewed, terminated or cancelled in accordance with the Contract Terms and Conditions.

This Requirements Contract is available to all State Agencies, as applicable.

Agencies are eligible to make purchases of the listed supplies and/or services in any amount and at any time as determined by the agency. The State makes no representation or guarantee that agencies will purchase the volume of supplies and/or services as advertised in the Invitation to Bid.

SPECIAL NOTE: State agencies may make purchases under this Requirements Contract up to \$2500.00 using the state of Ohio payment card. Any purchase that exceeds \$2500.00 will be made using the official state of Ohio purchase order (ADM-0523). Any non-state agency, institution of higher education or Cooperative Purchasing member will use forms applicable to their respective agency.

Questions regarding this and/or the Requirements Contract may be directed to:

*Alan Childress, CPPO
alan.b.childress@das.ohio.gov

This Requirements Contract and any Amendments thereto are available from the DAS Web site at the following address:

<http://www.ohio.gov/procure>

*Indicates assignment of temporary Procurement contact.

Signed: _____ Date _____
Robert Blair, Director

ATTACHMENT ONE
STATE OF OHIO
MASTER MOTOR VEHICLE FINANCING AGREEMENT

THIS STATE OF OHIO MASTER MOTOR VEHICLE FINANCING AGREEMENT ("Agreement"), dated as of the Agreement Date, is made and entered into by and between **the awarded contractor**, a corporation duly organized and existing under the laws of the State of Ohio, as lessor ("Lessor"), whose principal business address is as shown on the execution page hereof; and the State of Ohio (the "State"), acting by and through the Ohio Department of Administrative Services of the State ("DAS"), whose address is as shown on the execution page hereof, for various Agencies of the State.

In consideration of the mutual covenants herein contained, the parties hereto agree as follows:

ARTICLE I: DEFINITIONS AND EXHIBITS

Section 1.1 Definitions. The following terms have the meanings specified below unless the context clearly requires otherwise.

Acceptance Date: The date an Agency accepts Motor Vehicles as evidenced in the applicable Certificate of Acceptance.

Acquisition Period: The period during which Motor Vehicles may be leased pursuant to this Agreement. Such period shall commence on the effective date of the contract, March 18, 2013 and end on December 31, 2015, unless such Acquisition Period is extended pursuant to Section 4.1 hereof or terminated earlier pursuant to Section 4.2 hereof.

* **State Agency:** R.C. 125.831(I): "State agency" means every organized body, office, board, authority, commission, or agency established by the laws of the state for the exercise of any governmental or quasi-governmental function of state government regardless of the funding source for that entity, other than any state institution of higher education, the office of the governor, lieutenant governor, auditor of state, treasurer of state, secretary of state, or attorney general, the general assembly or any legislative agency, the courts or any judicial agency, or any state retirement system or retirement program established by or referenced in the Revised Code.

Agency Acknowledgment: The acknowledgment by an Agency executing a Motor Vehicle Schedule, subjecting it to the provisions of this Agreement, in the form of Certificate of Acceptance set forth in Exhibit C hereto.

Agency Lease: With respect to each Motor Vehicle Group leased by an Agency, this Agreement, together with the Agency Acknowledgment, and the fully executed Motor Vehicle Schedule relating thereto, shall constitute a separate contract relating to such Motor Vehicle Group. Each Agency Lease shall be dated as of the date all documents the Lessee is required to submit hereunder are finally submitted.

Agreement: This State of Ohio Master Motor Vehicle Financing Agreement between the State, acting by and through DAS and **the awarded contractor**, dated as of the Agreement Date.

Agreement Date: the effective date of the contract, **Award Date**

Business Day: Any day other than Saturday, Sunday or a day on which the offices of the State are permitted by law to be closed.

Code: The Internal Revenue Code of 1986, as amended.

DAS Director: The Director of Administrative Services of the State.

Events of Default: Those events described in Section 12.1.

*Indicates revised definition.

SUMMARY OF AMENDMENTS

Amendment Number	Revision Date	Description
2	06/03/2013	This amendment is issued to revised the definition of "State Agency" to match the statutory definition in R.C. 125.831(I) and to note the Procurement contact.
1	05/01/2013	This amendment is issued to notify of a change in contractor name, address, phone number and to add a Summary of Amendments page.