

AMENDATORY AGREEMENT

This **AMENDATORY AGREEMENT** by and between the **CITY AND COUNTY OF DENVER**, a municipal corporation of the State of Colorado (the “City”) and **PROPERTYINFO**, a Texas corporation licensed to do business in Colorado, whose address is 5370 Northwest Parkway, Suite 100, San Antonio, TX 78249 (“Vendor” or “PropertyInfo”) collectively the “Parties.”

WITNESSETH:

WHEREAS, the Parties entered into an Agreement dated April 12, 2013 (the “Agreement”), to implement the Vendor’s Recording Software Solution for the Denver Clerk and Recorder’s Division for Recording, Records, Marriage Licenses and Public Trustee; and

WHEREAS, the Parties wish to amend the Agreement to revise the scope of work; and

NOW, THEREFORE, in consideration of the premises and the mutual covenants and obligations herein set forth, the Parties agree as follows:

1. Exhibit A, Statement of Work, Section C, subparagraph **h**, “Operational Functionality – Web Based Recording” shall now read as follows:
 - h.** PropertyInfo shall provide a direct, e-Recording (web based recording) to internal city departments free of charge.

2. The following subparagraphs **i.** and **j.** shall be added to Exhibit A, Statement of Work, Section C, “Operational Functionality – Web Based Recording:”
 - i.** **Percentage Revenue Share-Payment:** In January of 2014 and each year thereafter in January, the Office of the Clerk and Recorder shall calculate the percentage of eRecording submissions in relation to Mail/Over-the-Counter submissions for the previous year. The results of the ratio will determine the percentage of PropertyInfo monthly revenue to be paid to the City from e-Recording for that current calendar year. The box below sets forth the percent payments to the City based upon the ratio of recordings in a year. During the original term of this Agreement PropertyInfo shall pay to the City not less than fifteen percent (15%) nor more than thirty percent (30%) of its eRecording gross income to the City. PropertyInfo shall remit by the 20th of each month to the City the revenue share from the preceding month along with sufficient backup information regarding eRecording transactions. The following types of recording activity shall be excluded from the annual calculation for revenue sharing:

- i. Recording activity from intergovernmental filings, defined as recordings submitted by departments within the City and County of Denver, State of Colorado agencies and the Internal Revenue Service.
- ii. Recording activity submitted on behalf of the Denver County Public Trustee.
- iii. eRecordings submitted by Land Title Guarantee Corporation (LTGC) as long as LTGC maintains a non-income producing status. In the event that LTGC generates direct income from submitting eRecordings to Denver County, LTGC's non-income producing status will be revoked and this exclusion will no longer apply.

Recording Activity		Revenue Sharing	
eRecording	Mail/OTC	PropertyInfo	CITY
55%	45%	85%	15%
70%	30%	80%	20%
85%	15%	75%	25%
95%	5%	70%	30%

- j. PropertyInfo agrees to charge only the following fees for any customers referred by City and County that utilize their eSecureFile portal to electronically submit documents to Denver County for the purpose of recording:

Fee \$0.00 per file submission from 10/28/2013 – 12/31/2013
 Fee \$2.50 per file submission from 01/01/2014 – 12/31/2014
 Fee \$3.00 per file submission from 01/01/2015 – 12/31/2015
 Fee \$3.50 per file submission from 01/01/2016 – 12/31/2016

The parties agree that any future submission rates will be negotiated between the parties based upon existing market rates at the time.

3. This Amendatory Agreement may be executed in counterparts, each of which shall be deemed to be an original, and all of which, taken together, shall constitute one and the same instrument.

4. Except as herein amended, the Agreement is affirmed and ratified in each and every particular.

[SIGNATURE PAGES FOLLOW]

Contract Control Number:

IN WITNESS WHEREOF, the parties have set their hands and affixed their seals at Denver, Colorado as of

SEAL

CITY AND COUNTY OF DENVER

ATTEST:

By _____

APPROVED AS TO FORM:

REGISTERED AND COUNTERSIGNED:

By _____

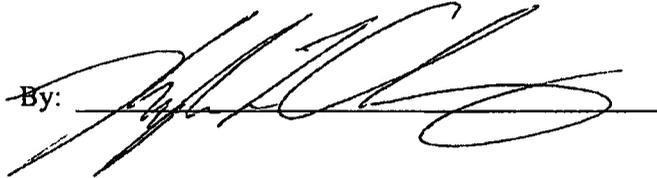
By _____

By _____



Contract Control Number: CLERK-201309360-01

Contractor Name: PROPERTYINFO CORPORATION

By: 

Name: Kyle Chaney
(please print)

Title: Sr. Vice President
(please print)

ATTEST: [if required]

By: _____

Name: _____
(please print)

Title: _____
(please print)

