

**MODIFICATION # 24
TO
CONTRACT NUMBER 2001-035
BETWEEN THE
COMMONWEALTH OF VIRGINIA
AND
MOTOROLA, INC.**

This MODIFICATION #24 is an agreement between the Commonwealth of Virginia through its Department of State Police, hereinafter referred to as "State" or "Commonwealth," and Motorola, Inc., hereinafter referred to as "Motorola," which modifies Contract Number 2001-035 (the "Contract") between the parties. This Modification #24 is hereby incorporated into and made an integral part of the Contract effective July 13, 2004. This Modification will be effective as of the last date signed below.

The purpose of this Modification #24 is to add to the Contract Price the additional site costs incurred during the 1st Division Communications Center construction and renovation.

Both parties agree to the following:

1. Description of this Modification.

A. Overview.

(1) **Additional 1st Division Communications Center costs:** The costs included in this Modification pertain to the additional cost Motorola incurred as a result of the final design of the communications center and increases in scope approved during the design and construction process. Associated costs are detailed in Attachment A, which is attached hereto and incorporated herein.

B. Modification of Contract Price.

The following summarizes the increase in the Contract Price for the above-described additional services performed by Motorola:

Description	Price
Additional Costs for upgrades, changes in scope and other changes needed to Complete 1 st Division Communications Center	\$199,198.35
Grand Total For This Modification #24	\$199,198.35

2. Contract Price Adjustments.

Original Contract Value:	\$329,673,699.00
Amount of Previous Modifications numbered 1 through 9 and 11 through 23	\$7,769,630.49
Amount of Modifications numbered 10	Pending
This Modification #24:	\$199,198.35
New Contract Value:	\$338,481,081.84

3. Completion Date Adjustments.

None.

4. Milestone Payments.

In accordance with this Modification #24, the following Milestone Payments are added to the Contract:

MONTH AND QUARTER	MILESTONE NAME	CONTRACT MILESTONE	MILESTONE AS OF MODIFICATION NO. 20
Q4'07	Completion of work as described in this Modification #24	N/A	\$199,198.35
MODIFICATION #24 TOTAL			\$199,198.35

The foregoing is the complete and final expression of the parties' agreement to modify Contract 2001-035 and cannot be modified, except by a writing signed by duly authorized representatives of both

parties. If there are any inconsistencies between the provisions of this Modification #24 and the provisions of the Contract, the provisions of this Modification #24 will prevail.

ALL OTHER TERMS AND CONDITIONS OF THE CONTRACT REMAIN UNCHANGED AND SHALL REMAIN IN FULL FORCE.

PERSONS SIGNING THIS CONTRACT MODIFICATION ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THIS CONTRACT MODIFICATION.

MOTOROLA, INC.

COMMONWEALTH OF VIRGINIA

Department of State Police

BY: (Signature on File)
Mike Bouchard
Director-Eastern Region

BY: (Signature on File)
Colonel W. Steven Flaherty
Superintendent

DATE: 7/2/08

DATE: 7/22/08

Reviewed by: (Signature on File)
Michael Archbold
Motorola Project Manager

BY: (Signature on File)
Patricia T. Trent, CPPB, VCO
Procurement and Contract Officer

DATE: 7/10/08

DATE: 7/10/08