

## ORDER FORM

PLATO, Inc. dba PLATO Learning  
 ("PLATO Learning")  
 10801 Nesbitt Avenue South  
 Bloomington, MN 55437-3109  
 Fax: 952.229.3810

DATE: 05/01/09  
 ORDER NO: 01341550- REVISION NO: 0

**Customer and Billing Address**

Customer No: 7002001981  
 Customer Name: GUILFORD COUNTY SCHOOL DIST ("Customer")  
 Billing Address:

,,

*(For the purposes of this Order Form, "You" and "Your" refer to Customer, and "We", "Us" and "Our" refer to PLATO Learning.)*

**Products and Services:**

Description*	License Type*	License Period**	Units	Price per Unit	Total Price
PWLN SIMULTANEOUS ACCESS RENEWAL	0	1 Year	400	\$280.56	\$112,224.00
Enhanced Secondary Math Collection	S	Pro-Rate	60	\$25.15	\$1,509.00
Enhanced Secondary Science Collection	S	Pro-Rate	40	\$26.62	\$1,064.80
Enhanced Secondary Social Studies Collection	S	Pro-Rate	40	\$26.62	\$1,064.80
Enhanced Secondary Language Arts Collection	S	Pro-Rate	60	\$25.15	\$1,509.00
				<b>Subtotal:</b>	\$117,371.60
				<b>Sales tax:</b>	\$0.00
* "S" = Subscription License; "P" = Perpetual License. See Our Standard License and Purchase Terms at <a href="http://www.plato.com/StandardTerms&amp;J28">www.plato.com/StandardTerms&amp;J28</a> for a full description of Your software licensing rights and obligations. **Unless otherwise specified in this Order Form, the Start Date for your license(s) will be (a) for a renewal, the day following expiration of the prior license term; (b) for a new subscription order, 30 days after receipt and acceptance of the signed Order Form; and (c) for a perpetual license, upon receipt of Your signed Order Form. Promptly after We have accepted Your signed Order Form, We will confirm to You the applicable Start Date for Your software license(s).				<b>Total:</b>	\$117,371.60

**Invoicing and Payment Terms:**

The full amount of Your Order will be invoiced when accepted by Us. Payment is due 15 days after invoice date.

**Order Notes:**

Coverage Period 7/31/2009 to 7/31/2010, renewing 125 accesses En Sec Math, 75 accesses Enh sec Science, 125 accesses Enh Sec L/A and 75 Enh Sec SS



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## Acknowledgements:

*System Requirements:* If Your order includes software products, You acknowledge that You have read and understand the System Requirements Documents (available at <http://support.plato.com/requirements.asp> ) and that it is Your responsibility to fulfill them. The System Requirements Document details the minimum computer equipment and bandwidth requirements needed to successfully access and use our software.

*Statement of Work:* If this Order Form includes Professional Services, they are more fully described in the enclosed Statement of Work. The Statement of Work outlines Your roles and responsibilities in support of Our Professional Services and is critical to the successful delivery of these services. You acknowledge that You have read the Statement of Work and understand these roles and responsibilities.

## Terms and Conditions:

Your purchase of licensing rights to software and/or professional services contained in this Order Form is subject to Our Standard Purchase and License Terms ("Standard Terms"), which can be found at [www.plato.com/standardterms8J28](http://www.plato.com/standardterms8J28). This Order Form and any documents it incorporates (including the Standard Terms form and documents it references) form the entire agreement between You and Us about your purchase ("Agreement").

## Purchase Order

You acknowledge that this Agreement is non-cancellable and will submit a purchase order for the full amount of this Order Form. Your order will not be scheduled for delivery until You have submitted a purchase order referencing and conforming to this Order Form. You acknowledge that any terms and conditions in Your purchase order or any other documents You provide are superseded by the terms and conditions of this Agreement.

## Acceptance:

*We have presented this Order Form to You as an offer to contract under the terms and conditions of this Agreement, including the Standard Terms. This Order Form will constitute an offer to contract on those terms and conditions; this offer will expire 90 days after the Date noted above unless We earlier withdraw or extend the offer in writing. Please have Your authorized representative sign in the space below to accept this offer and confirm the Agreement between You and Us.*

Customer Signature:	
Name (Printed or Typed):	
Title:	
Date:	

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### Installation/User Site Information

Description*	Installation/User Site	
	Site	Qty
PWLN SIMULTANEOUS ACCESS RENEWAL Student	GUILFORD COUNTY SCHOOL DIST	400
Enhanced Secondary Math Collection Student	GUILFORD COUNTY SCHOOL DIST	60
Enhanced Secondary Science Collection Student	GUILFORD COUNTY SCHOOL DIST	40
Enhanced Secondary Social Studies Collection Student	GUILFORD COUNTY SCHOOL DIST	40
Enhanced Secondary Language Arts Collection Student	GUILFORD COUNTY SCHOOL DIST	60