

STATE OF CALIFORNIA
STANDARD AGREEMENT AMENDMENT
 STD. 213 A (Rev 6/03)

CHECK HERE IF ADDITIONAL PAGES ARE ATTACHED 2 Pages

AGREEMENT NUMBER 5149901-003	AMENDMENT NUMBER 3
REGISTRATION NUMBER	

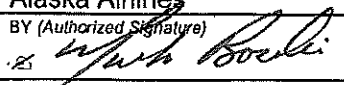
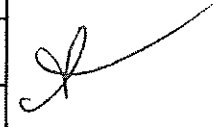

- This Agreement is entered into between the State Agency and Contractor named below:
 STATE AGENCY'S NAME
Department of General Services
 CONTRACTOR'S NAME
Alaska Airlines
- The term of this Agreement is July 1, 2014, or upon DGS signature or approval through June 30, 2018 With a one-year option to extend
- The maximum amount of this Agreement after this amendment is: \$0.00
- The parties mutually agree to this amendment as follows. All actions noted below are by this reference made a part of the Agreement and incorporated herein:

This amendment:

- Replaces Exhibit D in its entirety.

All other contract terms and conditions remain unchanged.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR		CALIFORNIA Department of General Services Use Only
CONTRACTOR'S NAME (If other than an individual, state whether a corporation, partnership, etc.) <u>Alaska Airlines</u>		
BY (Authorized Signature) 	DATE SIGNED (Do not type) <u>JUNE 26, 2017</u>	
PRINTED NAME AND TITLE OF PERSON SIGNING <u>Mark Bocchi, Managing Director Sales & Community Marketing</u>		<div style="border: 1px solid black; padding: 5px; text-align: center;"> APPROVED JUL 21 2017 OFFICE OF LEGAL SERVICES DEPT. OF GENERAL SERVICES </div>
ADDRESS <u>Attn: Patty Ewbank, Revenue Management, SEAVZAS P.O. Box 68900 Seattle, WA 98168-0900</u>		
STATE OF CALIFORNIA		
AGENCY NAME <u>Department of General Services</u>		
BY (Authorized Signature) 	DATE SIGNED (Do not type) <u>7-6-17</u>	
PRINTED NAME AND TITLE OF PERSON SIGNING <u>Marty Zubeldi, Master Agreements 1 - Supervisor</u>		
ADDRESS <u>707 Third Street, 2nd Floor West Sacramento, CA 95605-2811</u>		

Exempt per:

Intended Intra California City-Pair Awards: Alaska						
Origin Airport		Airport Code	Unrestricted Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
Los Angeles	Mammoth Lakes	LAX-MMH	Alaska	\$ 171.00	Alaska	\$ 80.00
Los Angeles	Santa Rosa	LAX-STS	Alaska	\$ 244.00	Alaska	\$ 203.00
Sacramento	Palm Springs	SMF-PSP	Alaska	\$ 202.00	Alaska	\$ 146.00
San Diego	Fresno	SAN-FAT	Alaska	\$ 243.00	Alaska	\$ 178.00
San Diego	Monterey	SAN-MRY	Alaska	\$ 233.00	Alaska	\$ 178.00
San Diego	Santa Rosa	SAN-STS	Alaska	\$ 251.00	Alaska	\$ 192.00
San Francisco	Palm Springs	SFO-PSP	Alaska	\$ 146.00		

Intended Out-of-State City-Pair Awards: Alaska						
Origin Airport		Airport Code	YCAL Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
Burbank CA	Portland OR	BUR-PDX	Alaska	\$ 273.00	Alaska	\$ 222.00
Burbank CA	Seattle WA	BUR-SEA	Alaska	\$ 278.00	Alaska	\$ 227.00
Fresno CA	Portland OR	FAT-PDX	Alaska	\$ 212.00	Alaska	\$ 161.00
Fresno CA	Seattle WA	FAT-SEA	Alaska	\$ 212.00	Alaska	\$ 161.00
Las Vegas NV	Spokane WA	LAS-GEG	Alaska	\$ 293.00	Alaska	\$ 191.00
Las Vegas NV	Boise ID	LAS-BOI	Alaska	\$ 304.00	Alaska	\$ 192.00
Las Vegas NV	Salt Lake City UT	LAS-SLC	Alaska	\$ 231.00	Alaska	\$ 120.00
Los Angeles CA	Portland OR	LAX-PDX	Alaska	\$ 141.00	Alaska	\$ 104.00
Los Angeles CA	Salt Lake City UT	LAX-SLC	Alaska	\$ 183.00		
Los Angeles CA	Spokane WA	LAX-GEG	Alaska	\$ 258.00	Alaska	\$ 171.00
Los Angeles CA	Seattle WA	LAX-SEA	Alaska	\$ 178.00		
Los Angeles CA	Washington Nat'l DC	LAX-DCA	Alaska	\$ 498.00	Alaska	\$ 208.00
Oakland CA	Boise ID	OAK-BOI	Alaska	\$ 262.00	Alaska	\$ 181.00
Oakland CA	Pasco-Richland WA	OAK-PSC	Alaska	\$ 212.00	Alaska	\$ 161.00
Oakland CA	Portland OR	OAK-PDX	Alaska	\$ 161.00	Alaska	\$ 100.00
Oakland CA	Seattle WA	OAK-SEA	Alaska	\$ 131.00	Alaska	\$ 90.00

Oakland CA	Spokane WA	OAK-GEG	Alaska	\$ 212.00	Alaska	\$ 171.00
Ontario CA	Portland OR	ONT-PDX	Alaska	\$ 212.00	Alaska	\$ 171.00
Ontario CA	Seattle WA	ONT-SEA	Alaska	\$ 233.00	Alaska	\$ 171.00
Sacramento CA	Portland OR	SMF-PDX	Alaska	\$ 151.00	Alaska	\$ 120.00
Sacramento CA	Seattle WA	SMF-SEA	Alaska	\$ 161.00	Alaska	\$ 110.00
Sacramento CA	Spokane WA	SMF-GEG	Alaska	\$ 202.00	Alaska	\$ 161.00
San Diego CA	Boise ID	SAN-BOI	Alaska	\$ 203.00	Alaska	\$ 110.00
San Diego CA	Eugene OR	SAN-EUG	Alaska	\$ 304.00	Alaska	\$ 202.00
San Diego CA	Orlando FL	SAN-MCO	Alaska	\$ 315.00	Alaska	\$ 213.00
San Diego CA	Portland OR	SAN-PDX	Alaska	\$ 222.00	Alaska	\$ 171.00
San Diego CA	Salt Lake City UT	SAN-SLC	Alaska	\$ 212.00	Alaska	\$ 141.00
San Diego CA	Seattle WA	SAN-SEA	Alaska	\$ 243.00	Alaska	\$ 182.00
San Jose CA	Portland OR	SJC-PDX	Alaska	\$ 182.00	Alaska	\$ 151.00
San Jose CA	Seattle WA	SJC-SEA	Alaska	\$ 204.00	Alaska	\$ 151.00
Santa Ana CA	Seattle WA	SNA-SEA	Alaska	\$ 258.00	Alaska	\$ 176.00
Seattle WA	Portland OR	SEA-PDX	Alaska	\$ 154.00	Alaska	\$ 106.00
Sacramento CA	Boise ID	SMF-BOI	Alaska	\$ 213.00	Alaska	\$ 168.00
San Francisco CA	Eugene OR	SFO-EUG	Alaska	\$ 289.00	Alaska	\$ 159.00
San Francisco CA	Portland OR	SFO-PDX	Alaska	\$ 163.00	Alaska	\$ 69.00
San Francisco CA	Salt Lake City UT	SFO-SLC	Alaska		Alaska	\$ 110.00
San Diego CA	Honolulu HI	SAN-HNL	Alaska	\$ 439.00	Alaska	\$ 285.00

Intended International City-Pair Awards: Alaska

Origin Airport		Airport Code	Airline	YCAL Unrestricted Govt. Fare	Airline	Capacity Controlled Govt. Fare
Los Angeles CA	Guadalajara Mexico	LAX-GDL	Alaska	\$ 237.00	Alaska	\$ 171.00
Sacramento CA	Vancouver BC	SMF-YVR	Alaska	\$ 261.00	Alaska	\$ 209.00
San Francisco CA	Vancouver BC	SFO-YVR	Alaska	\$ 329.00	Alaska	\$ 258.00

STATE OF CALIFORNIA
STANDARD AGREEMENT AMENDMENT
 STD. 213 A (Rev 6/03)

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AGREEMENT NUMBER 5149901-002	AMENDMENT NUMBER 3
REGISTRATION NUMBER	


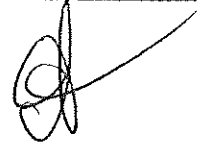

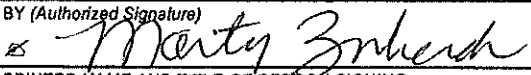
- This Agreement is entered into between the State Agency and Contractor named below:
STATE AGENCY'S NAME
Department of General Services
CONTRACTOR'S NAME
Delta Air Lines, Inc.
- The term of this Agreement is **July 1, 2014, or upon DGS signature or approval** through **June 30, 2018** **With a one-year option to extend**
- The maximum amount of this Agreement after this amendment is: **\$.00**
- The parties mutually agree to this amendment as follows. All actions noted below are by this reference made a part of the Agreement and incorporated herein:

This amendment:

- Replaces Exhibit D in its entirety.

All other contract terms and conditions remain unchanged.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR		CALIFORNIA Department of General Services Use Only  <div style="border: 1px solid black; padding: 5px; text-align: center;"> APPROVED JUL 21 2017 </div> OFFICE OF LEGAL SERVICES DEPT. OF GENERAL SERVICES 
CONTRACTOR'S NAME (If other than an individual, state whether a corporation, partnership, etc.) Delta Air Lines, Inc.		
BY (Authorized Signature) 	DATE SIGNED (Do not type) 6/27/17	
PRINTED NAME AND TITLE OF PERSON SIGNING Christine Chapman, Sr. Sales Acct Exec.		
ADDRESS 714 VanBuren Ave. St. Paul, MN 55104		<input type="checkbox"/> Exempt per.
STATE OF CALIFORNIA		
AGENCY NAME Department of General Services		
BY (Authorized Signature) 	DATE SIGNED (Do not type) 7-6-17	
PRINTED NAME AND TITLE OF PERSON SIGNING Marty Zubeidi, Master Agreement Unit 1 - Supervisor		
ADDRESS 707 3rd Street, 2nd Floor West Sacramento, CA 95605-2811		

Intended Intra California City-Pair Awards: Delta						
Origin Airport		Airport Code	Unrestricted Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
Los Angeles	Oakland	LAX-OAK	Delta	\$ 115.00	Delta	\$ 80.00
Los Angeles	San Diego	LAX-SAN	Delta	\$ 96.00	Delta	\$ 72.00
Los Angeles	San Francisco	LAX-SFO	Delta	\$ 110.00	Delta	\$ 80.00
Los Angeles	San Jose	LAX-SJC	Delta	\$ 95.00	Delta	\$ 64.00
Sacramento	Los Angeles	SMF-LAX	Delta	\$ 142.00	Delta	\$ 115.00

Intended Out-of-State City-Pair Awards: Delta						
Origin Airport		Airport Code	YCAL Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
Los Angeles CA	Memphis TN	LAX-MEM	Delta	\$ 402.00	Delta	\$ 268.00
Los Angeles CA	Minneapolis	LAX-MSP	Delta	\$ 257.00	Delta	\$ 214.00
Los Angeles CA	Salt Lake City UT	LAX-SLC			Delta	\$ 114.00
Sacramento CA	Atlanta GA	SMF-ATL	Delta	\$ 441.00	Delta	\$ 235.00
Sacramento CA	Minneapolis MN	SMF-MSP	Delta	\$ 469.00	Delta	\$ 335.00
Sacramento CA	Salt Lake City UT	SMF-SLC	Delta	\$ 409.00	Delta	\$ 256.00
Salt Lake City UT	Seattle WA	SLC-SEA	Delta	\$ 230.00	Delta	\$ 162.00
San Diego CA	Atlanta GA	SAN-ATL	Delta	\$ 600.00	Delta	\$ 377.00
San Diego CA	Detroit MI	SAN-DTW	Delta	\$ 451.00	Delta	\$ 284.00
San Francisco CA	Atlanta GA	SFO-ATL	Delta	\$ 318.00	Delta	\$ 183.00
San Francisco CA	NYC Kennedy NY	SFO-JFK	Delta	\$ 324.00	Delta	\$ 213.00
Los Angeles CA	Seattle WA	LAX-SEA			Delta	\$ 68.00
San Francisco CA	Minneapolis MN	SFO-MSP	Delta	\$ 315.00	Delta	\$ 230.00
San Francisco CA	Seattle WA	SFO-SEA			Delta	\$ 63.00
San Francisco CA	Salt Lake City UT	SFO-SLC	Delta	\$ 226.00		

STATE OF CALIFORNIA
STANDARD AGREEMENT AMENDMENT
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AGREEMENT NUMBER 5149901-004	AMENDMENT NUMBER 3
REGISTRATION NUMBER	

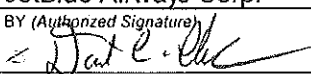

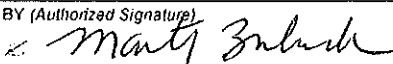
- This Agreement is entered into between the State Agency and Contractor named below:
STATE AGENCY'S NAME
Department of General Services
CONTRACTOR'S NAME
JetBlue Airways Corp.
- The term of this Agreement is July 1, 2014, or upon DGS signature or approval through June 30, 2018 With a one-year option to extend
- The maximum amount of this Agreement after this amendment is: \$.00
- The parties mutually agree to this amendment as follows. All actions noted below are by this reference made a part of the Agreement and incorporated herein:

This amendment:

- Replaces Exhibit D in its entirety.

All other contract terms and conditions remain unchanged.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR		CALIFORNIA Department of General Services Use Only
CONTRACTOR'S NAME (If other than an individual, state whether a corporation, partnership, etc.) <u>JetBlue Airways Corp.</u>		
BY (Authorized Signature) 	DATE SIGNED (Do not type) <u>7/31/17</u>	<div style="border: 2px solid black; padding: 5px; text-align: center;"> APPROVED AUG - 2 2017 </div> OFFICE OF LEGAL SERVICES DEPT. OF GENERAL SERVICES
PRINTED NAME AND TITLE OF PERSON SIGNING <u>Dave Clark, VP Sales and Revenue Management</u>		
ADDRESS <u>27-01 Queens Plaza North Long Island City, NY 11101</u>		
STATE OF CALIFORNIA		
AGENCY NAME <u>Department of General Services</u>		<input type="checkbox"/> Exempt per: 
BY (Authorized Signature) 	DATE SIGNED (Do not type) <u>8-2-17</u>	
PRINTED NAME AND TITLE OF PERSON SIGNING <u>Marty Zubek, Master Agreement Unit 1 - Supervisor</u>		
ADDRESS <u>707 3rd street, 2nd Floor West Sacramento, CA 95605-2811</u>		

Intended Intra California City-Pair Awards: Jet Blue						
Origin Airport		Airport Code	Unrestricted Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
San Francisco	Long Beach	SFO-LGB	Jet Blue	\$ 190.00		
Oakland	Long Beach	OAK-LGB	JetBlue	\$ 205.00	JetBlue	\$ 130.00
Sacramento	Long Beach	SMF-LGB	JetBlue	\$ 200.00	Jet Blue	\$ 130.00

Intended Out-of-State City-Pair Awards: Jet Blue						
Origin Airport		Airport Code	YCAL Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
Long Beach CA	Las Vegas NV	LGB-LAS	Jet Blue	\$ 185.00		
Long Beach CA	NYC Kennedy NY	LGB-JFK	Jet Blue	\$ 349.00	Jet Blue	\$ 199.00
Long Beach CA	Salt Lake City UT	LGB-SLC	Jet Blue	\$ 249.00	Jet Blue	\$ 114.00
Long Beach CA	Seattle WA	LGB-SEA	Jet Blue	\$ 269.00	Jet Blue	\$ 149.00
Los Angeles CA	Fort Lauderdale FL	LAX-FLL	Jet Blue	\$ 375.00	Jet Blue	\$ 210.00
Los Angeles CA	New York NY	LAX-JFK	Jet Blue	\$ 349.00	Jet Blue	\$ 199.00
New York NY	Boston MA	JFK-BOS	Jet Blue	\$ 209.00	Jet Blue	\$ 109.00
New York NY	Charlotte NC	JFK-CLT	Jet Blue	\$ 199.00	Jet Blue	\$ 99.00
New York NY	Washington Dulles DC	JFK-IAD	Jet Blue	\$ 199.00	Jet Blue	\$ 99.00
Los Angeles CA	Boston MA	LAX-BOS	Jet Blue	\$ 349.00	Jet Blue	\$ 199.00

STATE OF CALIFORNIA
STANDARD AGREEMENT AMENDMENT
 STD. 213A (Rev 6/03)

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AGREEMENT NUMBER 5149901-006	AMENDMENT NUMBER 3
REGISTRATION NUMBER	



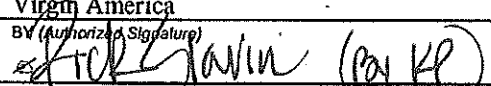
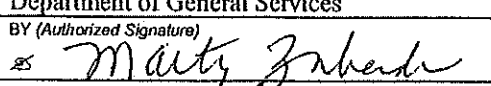
- This Agreement is entered into between the State Agency and Contractor named below:
 STATE AGENCY'S NAME
 Department of General Services
 CONTRACTOR'S NAME
 Virgin America
- The term of this Agreement is July 1, 2014, or upon DGS signature or approval through June 30, 2018 With a one-year option to extend
- The maximum amount of this Agreement after this amendment is: \$.00
- The parties mutually agree to this amendment as follows. All actions noted below are by this reference made a part of the Agreement and incorporated herein:

This amendment:

- Replaces Exhibit D in its entirety.

All other contract terms and conditions remain unchanged.

IN WITNESS WHEREOF, this Agreement has been executed by the parties hereto.

CONTRACTOR		CALIFORNIA Department of General Services Use Only   <input type="checkbox"/> Exempt per:
CONTRACTOR'S NAME (If other than an individual, state whether a corporation, partnership, etc.) <u>Virgin America</u>		
BY (Authorized Signature) 	DATE SIGNED (Do not type) <u>6/26/17</u>	
PRINTED NAME AND TITLE OF PERSON SIGNING <u>RICK SLAVIN, DIRECTOR OF SALES</u>		
ADDRESS <u>555 AIRPORT Blvd, Burlingame, CA 94010</u>		
STATE OF CALIFORNIA		
AGENCY NAME <u>Department of General Services</u>		
BY (Authorized Signature) 	DATE SIGNED (Do not type) <u>7-6-17</u>	
PRINTED NAME AND TITLE OF PERSON SIGNING <u>Marty Zubeidi, Master Agreement Unit 1 - Supervisor</u>		
ADDRESS <u>707 3rd Street, 2nd Floor West Sacramento, CA 95608-2811</u>		

Intended Intra California City-Pair Awards: Virgin						
Origin Airport		Airport Code	Unrestricted Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
San Francisco	Palm Springs	SFO-PSP			Virgin	\$ 99.00
San Francisco	San Diego	SFO-SAN	Virgin	\$ 193.00	Virgin	\$ 99.00

Intended Out-of-State City-Pair Awards: Virgin						
Origin Airport		Airport Code	YCAL Airline	YCAL Unrestricted Govt. Fare	Capacity Controlled Airline	Capacity Controlled Govt. Fare
Los Angeles CA	Chicago Ohare IL	LAX-ORD	Virgin	\$ 295.00	Virgin	\$ 209.00
Los Angeles CA	Newark NJ	LAX-EWR	Virgin	\$ 356.00	Virgin	\$ 219.00
Los Angeles CA	Orlando FL	LAX-MCO	Virgin	\$ 356.00	Virgin	\$ 223.00
San Francisco CA	Austin TX	SFO-AUS	Virgin	\$ 336.00	Virgin	\$ 169.00
San Francisco CA	Chicago-O'Hare IL	SFO-ORD	Virgin	\$ 387.00	Virgin	\$ 241.00
San Francisco CA	Fort Lauderdale	SFO-FLL	Virgin	\$ 346.00	Virgin	\$ 189.00
San Francisco CA	Las Vegas NV	SFO-LAS	Virgin	\$ 152.00	Virgin	\$ 109.00
San Francisco CA	Newark NJ	SFO-EWR	Virgin	\$ 356.00	Virgin	\$ 234.00
San Francisco CA	Philadelphia PA	SFO-PHL	Virgin	\$ 315.00	Virgin	\$ 219.00
San Francisco CA	Seattle WA	SFO-SEA	Virgin	\$ 121.00		
Los Angeles CA	Las Vegas, NV	LAX-LAS	Virgin	\$ 111.00	Virgin	\$ 79.00
Los Angeles CA	Philadelphia PA	LAX-PHL	Virgin	\$ 309.00	Virgin	\$ 219.00
Los Angeles CA	Washington Dulles VA	LAX-IAD	Virgin	\$ 339.00	Virgin	\$ 189.00
San Francisco CA	Dallas/FT Worth TX	SFO-DFW	Virgin	\$ 303.00	Virgin	\$ 203.00
San Francisco CA	Washington Dulles VA	SFO-IAD	Virgin	\$ 335.00	Virgin	\$ 234.00
San Francisco CA	Washington Nat'l DC	SFO-DCA	Virgin	\$ 356.00	Virgin	\$ 244.00