



Form GSOP 1-PIN (04/98)

STATE OF CALIFORNIA  
Department of General Services - Office of Procurement

**PURCHASE ORDER**

<b>Purchase Order No.</b>	<b>Rev.</b>	<b>Date</b>
62097		6/30/2008
<b>Supplier No.</b>	<b>Solicitation No.</b>	<b>Delivery Date</b>
810096	56913	30 Days ARO
<b>FOB Point</b>	<b>Invoice Terms</b>	
Destination	N45	

ROSETTA STONE 135 W MARKET STREET HARRISONBURG, VA 22041 Attn: MATT MARTINEZ X5197  Phone: 800-788-0822	S DEPT CORRECTIONS & REHAB h T SIERRA CONSERVATION CTR i o 5100 O'BYRNES FERRY ROAD p JAMESTOWN, CA 95327 Attn: SUPPORT WAREHOUSE	C CORRECTIONS & REHAB B-23 h T ADMIN ACCOUNTING OFFICE a T PO BOX 187018 r o SACRAMENTO, CA 95818-7018 g e	
	<b>Agency Billing</b> 16931	<b>Agency Purchase Estimate</b> 01793781	<b>Purchase Estimate</b> 67217 <b>Revision</b> 0
	<b>Agency Contact</b> JOHN LIZARRAGA	<b>Phone</b> 916-229-5080	<b>Date Received</b>

Item No.	Quantity	Unit	Commodity Code	Description	Unit Price	Extension
<p><b>TERMS AND CONDITIONS:</b></p> <p>THE ATTACHED STATEMENT OF WORK CONSISTING OF TWO (2) PAGES IS PART OF THIS AGREEMENT.</p> <p>THE FOLLOWING DOCUMENTS ARE INCORPORATED INTO THIS AGREEMENT AND MAY BE VIEWED AT THE WEBSITE LISTED.</p> <ol style="list-style-type: none"> <li>IT General Provisions, GSPD-401IT Revised and Effective 4/12/2007 <a href="http://www.pd.dgs.ca.gov/modellang/genprovit.htm">http://www.pd.dgs.ca.gov/modellang/genprovit.htm</a></li> <li>IT Purchase Special Provisions (Effective 01/21/03) <a href="http://www.pd.dgs.ca.gov/modellang/purchasespecial012103.htm">http://www.pd.dgs.ca.gov/modellang/purchasespecial012103.htm</a></li> <li>IT Software License Special Provisions (Effective 01/21/2003) <a href="http://www.pd.dgs.ca.gov/modellang/Software%20Special%20Provisions%2001-21-03.htm">http://www.pd.dgs.ca.gov/modellang/Software%20Special%20Provisions%2001-21-03.htm</a></li> </ol>						
1	25	EA	7090-000-0003-7	SOFTWARE LICENSE SOFTWARE, ROSETTA STONE VERSION 3(ENTERPRISE) CD-ROM W/ ROSETTA STONE MANAGER- ENGLISH, LEVEL 1	195.0000	4,875.00
2	25	EA	7090-000-0003-7	SOFTWARE LICENSE SOFTWARE, ROSETTA STONE VERSION 3 (ENTERPRISE) CD-ROM W/ROSETTA STONE MANAGER - ENGLISH, LEVEL 2	195.0000	4,875.00
3	25	EA	7090-000-0003-7	SOFTWARE LICENSE SOFTWARE, ROSETTA STONE VERSION 3 (ENTERPRISE) CD-ROM W/ROSETTA STONE MANAGER - ENGLISH, LEVEL 3	195.0000	4,875.00
PO Miscellaneous Charges and Discounts F O B. DESTINATION						Dollar Value 20.00
<b>Total Value:</b>						14,645.00
This purchase order is being awarded on July 22, 2007 pursuant to						

Sales and/or use tax to be extra unless noted above

Buyer  DIANA MERCADO	Phone 916-375-4430	BOC Number
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STATE OF CALIFORNIA

Department of General Services - Office of Procurement

**PURCHASE ORDER CONTINUATION**

Form GSOP 2-PIN (04/98)

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<i>Purchase Order No.</i> 62097	<i>Revision</i>	<i>Date</i> 6/30/2008	<i>Supplier No.</i> 810096	<i>Supplier Name</i> ROSETTA STONE
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<i>Item No.</i>	<i>Quantity</i>	<i>Unit</i>	<i>Commodity Code</i>	<i>Description</i>	<i>Unit Price</i>	<i>Extension</i>
<p>Government Code Section 13332.17. Any encumbrances made pursuant to this purchase order shall be construed to have been made on the last day of the preceding fiscal year.</p> <p><u>FOB DESTINATION:</u></p> <p>For the purposes of this Award, only FOB Destination will be accepted.</p> <p><u>CHANGE ORDERS:</u></p> <p>This Purchase Order may be amended, modified, or terminated at any time by mutual agreement of the parties in writing, change orders amending, modifying or terminating the Purchase Order, including any modifications of the compensation payable, may be issued only by the State Procurement Officer. All such change orders shall be in writing and issued only upon written concurrence of the supplier. Termination, as that term is used in this section, does not include termination for default of the supplier.</p> <p>This Purchase Order has been registered into the State Contracts and Procurement Registration System (<a href="https://www.scprs.dgs.ca.gov">https://www.scprs.dgs.ca.gov</a>). The Registration Number is: 52400708323810</p>						

DEPARTMENT OF CORRECTIONS & REHABILITATION  
SIERRA CONSERVATION CENTER (SCC)

**STATEMENT OF WORK**

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**ROSETTA STONE**

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This Statement of Work ("Agreement") reflects the services to be provided by Rosetta Stone Software, hereinafter referred to as the "Contractor," for the Dept. of Corrections and Rehabilitation, SCC, hereinafter referred to as the "State".

The Rosetta Stone Software Enterprise License Agreement is hereby incorporated by reference. In the event of any conflict among the documents, such conflict shall be resolved in accordance with the Order of Precedence set forth in Section 11 of the State's General Provisions.

**SCOPE**

The Contractor will provide 25 stand-alone licenses of the Rosetta Stone Enterprise Edition, Version 3, Levels 1, 2, and 3 software, and twelve (12) months Support. Support will include the following services:

- Services available via phone, email, or web. (see contact information)
- Includes maintenance and updates at no additional charge.
- Availability of the most current releases and versions of Rosetta Stone Software including any fixes, patches, or workaround products.

**PERIOD OF PERFORMANCE**

The term of this Agreement will be effective upon the Agreement start date or upon the date the Purchase Order is signed, whichever is later, through 1 calendar year.

**BILLING INFORMATION**

The Contractor shall submit invoices (including the purchase order number) to the following address:

Department of Corrections and Rehabilitation  
Headquarters Accounting Services Section  
P.O. Box 187018  
Sacramento, CA 95818

**POINTS OF CONTACT**

Contractor Primary Contact:

Rosetta Stone Ltd.  
Matthew Martinez, Regional Sales Manager  
135 West Market Street  
Harrisonburg, VA 22801  
(800) 788-0822 X 5197  
Fax (540) 437-2843  
[mamartinez@rosettastone.com](mailto:mamartinez@rosettastone.com)

State's Primary Contact:

Dept. of Corrections and Rehabilitation  
Trysh Strayhand, AGPA  
1515 "S" Street, Room 221-N  
Sacramento, CA 95811  
(916) 322-7577  
Fax (916) 323-8323  
[Tricia.Strayhand@cdcr.ca.gov](mailto:Tricia.Strayhand@cdcr.ca.gov)

Please forward renewal notices to the attention of the State's Primary Contact.