ArcGIS® for Desktop Advanced License Packaged with HP's Z1 G2 All-in-One or Z420 Workstation or the ZBook 15 G2 or 17 G2 Notebook
A special promotional offer for US customers only.

Pricing

<table>
<thead>
<tr>
<th>Item #</th>
<th>Package</th>
<th>Unit Price</th>
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<tbody>
<tr>
<td>130758</td>
<td>HP Z1 G2 All-in-One Workstation with an ArcGIS for Desktop Advanced Concurrent Use License.</td>
<td>$14,200</td>
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<tr>
<td>94514</td>
<td>HP Z420 Workstation with an ArcGIS for Desktop Advanced Concurrent Use License.</td>
<td>$14,100</td>
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<tr>
<td>94515</td>
<td>HP ZBook 15 G2 Notebook with an ArcGIS for Desktop Advanced Single or Concurrent Use License (please specify).</td>
<td>$13,900</td>
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<tr>
<td>97105</td>
<td>HP ZBook 17 G2 Notebook with an ArcGIS for Desktop Advanced Single or Concurrent Use License (please specify).</td>
<td>$15,500</td>
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<td>Optional</td>
<td>Microsoft® Office Professional 2013 Additional cost to base package</td>
<td>$390</td>
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HP Z1 G2 All-in-One Workstation Features

- HP Z1 G2 All-in-One Workstation Quad Core Intel® Xeon E3-1281v3 3.70 GHz Processor, 8 MB Cache
- 16 GB (2 x 8 GB DIMMs) of memory
- 27-inch LED Backlit IPS Display
- 4 GB NVIDIA® Quadro® K4100M Graphics
- 512 GB SATA Solid State Drive
- DVD+-RW Drive
- Intel Gb LAN
- Wireless Keyboard and Mouse
- Windows 8.1 Professional 64
HP Z420 Workstation Features

- HP Z420 Workstation Quad Core Intel Xeon E5-1620v2 3.70 GHz Processor, 10 MB Cache
- Minitower
- 16 GB (2 x 8 GB DIMMs) of memory
- Z24i 24-inch IPS Color Monitor
- 4 GB NVIDIA Quadro K5000 Graphics
- 512 GB SATA Solid State Drive
- 16X DVD+/-RW Drive
- USB Standard Keyboard and USB Optical 3-button Mouse
- HP 14-in-1 Media Card Reader
- Windows 8.1 Professional 64

HP ZBook 15 G2 Notebook Features

- HP ZBook 15 G2 Mobile Workstation with Intel Core™ i7-4910MQ Quad Core 2.9 GHz Processor with 8 MB Cache
- 16 GB of memory
- 15.6-inch Diagonal LED QHD+ UWVA Antiglare (3200 x 1800) Display
- NVIDIA Quadro K2100M Graphics with 2 GB video memory
- 512 GB SATA Solid State Drive
- DVD+/-RW Drive
- Intel 7260 Wireless and Bluetooth 4.0
- 8-Cell 75 WHr Long-Life Battery
- Dualpoint Backlit Numeric Keyboard
- Fingerprint Reader
- Intel vPro Technology
- Windows 8.1 64-bit
HP ZBook 17 G2 Notebook Features

- HP ZBook 17 G2 Mobile Workstation with Intel Core i7-4940MX Extreme Quad Core 3.1 GHz Processor with 8 MB Cache
- 16 GB of memory
- 17.3-inch Diagonal LED DreamColor FHD UWVA Antiglare (1920 x 1080 resolution) Display
- NVIDIA Quadro K5100M graphics with 8 GB video memory
- 512 GB SATA Solid State Drive
- DVD+/-RW Drive
- Dualpoint Backlit Numeric Keyboard
- Intel 7260 Wireless and Bluetooth 4.0
- 8-Cell 75 WHr Long-Life Battery
- Fingerprint Reader
- Intel vPro Technology
- Windows 8.1 64-bit

Terms of Offer

Price is applicable for the United States only excluding Guam, Puerto Rico, and the Virgin Islands. Price includes shipping and handling costs for the hardware only. Standard Esri® software shipping charges shall apply. Applicable sales tax is not included.

This offer is only provided as a bundled hardware/software packaged system.

Order must be received by April 30, 2015.

Support and Warranty

HP Z1 G2 and Z420 Workstations and ZBook 15 G2 and 17 G2 Notebooks include a three-year, on-site, next-business-day maintenance warranty.

Software Delivery

ArcGIS for Desktop is delivered via electronic download from Esri. Users will receive an e-mail communication with a token that directs them to their Esri Global Account. Customers that do not have an Esri Global Account must create one before they can use the token to access and download software from the Customer Care portal. Existing customers that already have access to the Customer Care portal will be able to download ArcGIS for Desktop. Official media is available on DVD for an additional fee. Delivery is based on manufacturer availability. In most cases, once all proper paperwork is received as specified above, delivery will occur within 30 days.
Options for HP Z1 G1 All-in-One and Z420 Workstations
Please see descriptions below because some options are limited to certain packages.

<table>
<thead>
<tr>
<th>Item #</th>
<th>Description</th>
<th>Unit Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>32GUG</td>
<td>Upgrade of 16 GB of memory to 32 GB of memory only at time of purchase.</td>
<td>$590</td>
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<td>512GB</td>
<td>Additional Internal 512 GB SATA Solid State Drive—only one additional drive can be added for the Z1 Workstation and up to three for the Z420 Workstation at time of purchase only.</td>
<td>$680</td>
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<tr>
<td>DRA0</td>
<td>RAID 0 striping—requires two drives.</td>
<td>$15</td>
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<td>DRA1</td>
<td>RAID 1—requires two drives.</td>
<td>$20</td>
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<tr>
<td>Z2740</td>
<td>Additional cost to replace Z24i 24-inch IPS Color Monitor with a Z27i 27-inch IPS Color Monitor at time of purchase. Only available for Z420 Workstation.</td>
<td>$500</td>
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<tr>
<td>BLRZ</td>
<td>Additional cost to replace DVD+/-RW Drive with SATA Blu-ray Writer. Only available for Z1 Workstation.</td>
<td>$100</td>
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<tr>
<td>BLRY</td>
<td>Additional cost to add SATA Blu-ray Writer. Only available for Z420 Workstation.</td>
<td>$255</td>
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Options for HP ZBook 15 G2 and 17 G2 Notebooks
Please see descriptions below because some options are limited to certain packages.

<table>
<thead>
<tr>
<th>Item #</th>
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<td>BATTE</td>
<td>Additional 8-Cell 75 WHr Long-Life Battery.</td>
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<td>ZR2440</td>
<td>Z24i 24-inch IPS Color Monitor.</td>
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<td>EP081</td>
<td>Advanced Docking Station.</td>
<td>$340</td>
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<td>MNST</td>
<td>Monitor Stand.</td>
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<td>H4J94AA</td>
<td>HP Professional Leather Carrying Case.</td>
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<td>XW576AA</td>
<td>HP 17-inch Vertical Roller.</td>
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<td>VEBP</td>
<td>HP Backpack.</td>
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<td>AJ652A</td>
<td>90 W Smart Auto Adapter.</td>
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<td>H4B79</td>
<td>HP Wireless Keyboard and Mouse.</td>
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<tr>
<td>INCM</td>
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<tr>
<td>BLRW</td>
<td>Additional cost to add Blu-ray Reader.</td>
<td>$185</td>
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ESRI QUOTATION TERMS AND CONDITIONS

This quotation is valid until April 30, 2015. These prices and terms are valid only for items purchased and delivered within the United States excluding Guam, Puerto Rico, and the Virgin Islands.

This quotation information is proprietary and may not be copied or released other than for the express purpose of system selection and purchase. This information may not be given to outside parties or used for any other purpose without written consent from Esri.

ORDER PROCESS

The order process is initiated when Esri receives an original purchase order or some form of advance payment. Several additional documents (e.g., credit application, if not using credit card, and tax exemption certificate) are required to complete the order.

IMPORTANT! Collectively, these documents contain the authorizations and information necessary to ship proper versions of the software on the correct media. Please return them promptly to avoid unnecessary delays in shipping. Please return all documents by mail or express courier or as otherwise directed.

Please show the following remittance address on your purchase order:

   Esri, File #54630, Los Angeles, CA 90074-4630

DELIVERY

FOB ORIGIN

Software: Allow 30 days from Esri's receipt of purchase order, signed software license agreement(s), and other documents, as required. Esri software license agreements may be accessed at esri.com/legal.

Hardware: Manufacturer's terms apply. Lead times depend on make/models purchased.

Standard delivery method is surface carrier for hardware. Actual delivery method may vary depending on weight. Other service is available for an additional fee (e.g., overnight delivery).

PAYMENT TERMS

Net 30 days, on approved credit.

WARRANTY

Warranty and service are provided by manufacturer(s).

TAXES

Prices quoted do not include applicable sales or use taxes unless so stated. Esri reserves the right to collect sales tax assessed by states as required by law. Esri will add state sales tax to the invoice unless Esri receives proof with the order that your organization is tax exempt or pays state tax directly.

Esri collects and pays sales tax in Alabama, Arizona, California, Colorado, Connecticut, Florida, Georgia, Hawaii, Illinois, Indiana, Kansas, Maryland, Massachusetts, Michigan, Minnesota, Missouri, Nebraska, Nevada, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Pennsylvania, South Carolina, Tennessee, Texas, Utah, Vermont, Virginia, Washington, and Wisconsin. In preparing your budget, please allow for applicable sales tax. Esri reserves the right to collect sales tax assessed by additional states as required by law.
**Domestic Order Form**

12/23/14

<table>
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<td>Organization</td>
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<table>
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<tr>
<th>Description</th>
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<tbody>
<tr>
<td>HP Z1 All-in-One Workstation and ArcGIS for Desktop Advanced Concurrent Use License—Item 130758</td>
</tr>
<tr>
<td>HP Z420 Workstation and ArcGIS for Desktop Advanced Concurrent Use License—Item 94514</td>
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<tr>
<td>HP ZBook 15 15.6-inch Screen Notebook and ArcGIS for Desktop Advanced Single or Concurrent Use License (please specify)—Item 94515</td>
</tr>
<tr>
<td>HP ZBook 17 17.3-inch Screen Notebook and ArcGIS for Desktop Advanced Single or Concurrent Use License (please specify)—Item 97105</td>
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<td>HP Z420</td>
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<tr>
<td>HP ZBook 15</td>
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<td>HP ZBook 17</td>
<td>$15,500</td>
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<tr>
<th>Optional Items (enter items and prices below)</th>
<th>Unit Price</th>
<th>Net Price</th>
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Please attach sheet of additional options and pricing, if necessary.

* Please add appropriate sales tax in the states of AL, AZ, CA, CO, CT, FL, GA, HI, IL, IN, KS, MA, MD, MI, MN, MO, NC, ND, NE, NJ, NM, NV, NY, OH, OK, PA, SC, TN, TX, UT, VA, VT, WA, and WI. Esri reserves the right to correct sales tax rates and/or collect the sales tax assessed by additional states as required by law, without notice. Items may be shipped separately.

**THANK YOU FOR YOUR ORDER!**

**PAYMENT OPTIONS:**
(a) Enclose a check payable to Esri with this form.
(b) Complete credit card authorization information below.
(c) Enclose a completed purchase order with this form. We will not ship without payment or purchase order enclosed. Acceptance of purchase order is based on credit approval.

**NOTES**
A. Orders must be received at Esri by April 30, 2015.
B. If submitting a purchase order, a credit application will need to be completed if one is not already on file with Esri.

**CREDIT CARD AUTHORIZATION**

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<td>MC</td>
<td>Visa</td>
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Cardholder Signature

Printed Name of Cardholder
IN-HOUSE USE
ORIGINATED BY _____________   DEPT. ______________   PHONE ______________   CLIENT’S REQUEST $ _____________

ESRI
CREDIT APPLICATION
COMPANY INFORMATION

COMPANY NAME: ___________________________    TELEPHONE: ___________________________
DBA: ___________________________    FAX: ___________________________
ADDRESS: ___________________________    CONTACT: ___________________________

LENGTH OF TIME IN BUSINESS: ___________________________    TAX EXEMPT: YES/NO. IF YES, PLEASE ATTACH COPY
NUMBER OF EMPLOYEES: ___________________________    OF EXEMPTION CERTIFICATES FOR ALL STATES.

CORPORATION _______ PROPRIETORSHIP _______ PARTNERSHIP
IF A CORPORATION, IN WHAT STATE INCORPORATED: ___________________________
DATE OF INCORPORATION: ___________________________

PRESIDENT: ___________________________    VICE PRESIDENT: ___________________________
PARTNER’S NAME(S): ___________________________
PERSONS WITH CORPORATE SIGNATORY AUTHORITY: ___________________________

COMPANY CLASSIFICATION: ________ FORTUNE 500 ________ UNIVERSITY, COLLEGE, OR PUBLIC SCHOOLS
________ LOCAL, STATE, OR FEDERAL GOVERNMENT ________ NONE OF THE ABOVE

BRIEFLY DESCRIBE YOUR COMPANY’S FUNCTION: ___________________________

BANK REFERENCE
(Please list all banks and banking account numbers; attach additional pages if necessary.)

BANK NAME: ___________________________    TELEPHONE: ___________________________
ADDRESS: ___________________________    CONTACT: ___________________________
CHECKING ACCOUNT NO.: ___________________________    OTHER ACCOUNT NO.: ___________________________
LOAN NO.: ___________________________

VENDOR REFERENCE
(PROVIDE 5)

NAME: ___________________________    ADDRESS: ___________________________
TELEPHONE: ___________________________

NAME: ___________________________    ADDRESS: ___________________________
TELEPHONE: ___________________________

NAME: ___________________________    ADDRESS: ___________________________
TELEPHONE: ___________________________

NAME: ___________________________
ADDRESS: ___________________________
TELEPHONE: ___________________________

ESRI PAYMENT POLICY:
NET 30 DAYS, 1.5 PERCENT LATE FEE PER MONTH AFTER 30 DAYS.

BY SIGNING BELOW, COMPANY CERTIFIES AND ATTESTS FINANCIAL RESPONSIBILITY FOR ANY AND ALL CORRECT ESRI INVOICES TO COMPANY AND
ITS ABILITY TO PAY SUCH INVOICES IN ACCORDANCE WITH ESRI’S PAYMENT POLICY. COMPANY FURTHER AGREES TO PAY REASONABLE
ATTORNEY’S FEES, PLUS INTEREST, IN THE EVENT OF DEFAULT IN PAYMENTS IN COMPLIANCE WITH ESRI POLICY. THE INFORMATION CONTAINED
HEREIN IS ONLY FOR THE PURPOSE OF OBTAINING CREDIT AND AUTHORIZES ESRI TO OBTAIN INFORMATION CONCERNING COMPANY’S CREDIT
STANDING.

PLEASE FAX TO ESRI CREDIT ANALYST AT 909-307-3031 AND MAIL ORIGINAL.

BY: ___________________________    DATE: ___________________________

5/15/14