

AMENDMENT No. 1
TO THE WIRELESS ENTERPRISE AGREEMENT FOR EQUIPMENT AND SERVICES

This Amendment No.1 is made this 1st day of July, 2005, by and between the **GEORGIA TECHNOLOGY AUTHORITY** ("GTA") and **NEW CINGULAR WIRELESS NATIONAL ACCOUNTS, L.L.C.**, ("Contractor").

WHEREAS, heretofore the parties entered into that certain wireless **ENTERPRISE AGREEMENT FOR EQUIPMENT AND SERVICES (resulting from Wireless RFP# GTA000187)** on February 17, 2005 ("Agreement"), with respect to certain products and services to be provided by the Contractor, as more particularly described in the Agreement.

WHEREAS, the parties wish to amend the Agreement to reflect certain changes.

NOW, THEREFORE, in consideration of the premises, the terms and conditions stated herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto hereby agree as follows:

1. Term. The Agreement is hereby amended by extending the Term until June 30, 2006.
2. Definitions. All capitalized terms used herein and not expressly defined herein shall have the respective meanings given to such terms in the Agreement.
3. Successors and Assigns. This Amendment No. 1 shall be binding upon and inure to the benefit of the successors and permitted assigns of the parties hereto.
4. Entire Agreement. Except as expressly modified by this Amendment No. 1, the Agreement shall be and remain in full force and effect in accordance with its terms and shall constitute the legal, valid, binding and enforceable obligations of the parties. This Amendment No. 1 and the Agreement, collectively, are the complete agreement of the parties and supersede any prior agreements or representations, whether oral or written, with respect thereto.

IN WITNESS WHEREOF, the parties have caused this Amendment No. 1 to be duly executed by their authorized representatives as of the date set forth above.

**NEW CINGULAR WIRELESS NATIONAL
ACCOUNTS, L.L.C.,**

GEORGIA TECHNOLOGY AUTHORITY

By:_____

By:_____

Name:_____

Name:_____

Title:_____

Title:_____

Date:_____

Date:_____