

Amendment No. 3 to Application Contract
Technical Modifications and Implementation Change Order

This Addendum No. 2, effective the date last executed below, which date is 5/28, 2004, is an amendment to that certain Contract between the Florida Department of Financial Services and Bearing Point, Inc. dated August 27, 2003 ("Application Contract") as modified by Addendum dated 11/5/03 ("11/5/03 Addendum") as modified by Modification of Option D.1.Option for extending Project Schedule and Change Order Exercising the Option, dated 3/5/04 ("3/5/04 Change Order") (collectively "Contract"),

In consideration of the mutual covenants herein, the parties hereto agree as follows:

1. The terms and conditions of the Contract are incorporated by reference as if fully rewritten herein. Except as expressly amended and supplemented by this Amendment No. 3, the terms and conditions of the Contract will remain in effect unchanged. If and to the extent that any inconsistency may appear between the Contract and this Amendment No. 3, the provisions of this Amendment No. 3 shall control.

2. Technical Amendments.

The Application Contract is amend and supplemented as follows:

- a. All references to "Bearing Point, Inc." are modified to "BearingPoint, Inc."
- b. All references to "B-3 Options" are modified to "Exhibit A, Section VI, Subsections D and E". These include: Sec. 7.4(g) and the exhibit list on Application Contract p. 55.
- c. Exhibit A (SOW), Chapter III IV.J subsections labeled "IV.D.1.a," "IV.D.1.b" and "IV.D.1.c" are modified to be labeled "IV.J.1.a," "IV.J.1.b" and "IV.J.1.c" respectively.
- d. Exhibit C, to the Application Contract is the Software License. It contains an Exhibit C. Modify references to the "Exhibit C" that is an exhibit to the Software License to be referred to as "Software License Agreement Exhibit C— Functional Specifications."
- e. Exhibit D, Assumptions, (as modified by 3/5/04 Change Order) IV.L.1, [p. 66] states "all third-party functional tools beyond those identified in Chapter IV.F. Tools, are out of the scope of implementation and software services." Modify "Chapter IV.F. Tools" to "Chapter V.F. Tools."
- f. Exhibit A (SOW), Chapter VI, "Appendices" is relabeled to "VI. Requirements Matrix, MS-Project Plan, Deliverables, Program Options and Cost Worksheets."

3. Implementation Amendments Part I—Third Party Software.

a. Department has determined that it will incur overall savings and receive additional functionality if it has the Application Contractor purchase certain Third Party Software for sublicensing to the Department. The parties agree to modify the Application Contract to acquire certain Third Party Software through Application Contractor: Section 11.3(b) of the Application Contract is modified to state:

Third Party Software, as described in Exhibit A, the Scope of Work, lists the other Software required for the Project, which is to be acquired by the State, except for the following Third Party Software, which is purchased by Application Contractor for resale to, and is provided to the Department:

Mercury Performance Management and Testing products

b. The line item costs of each of the above-listed Third Party Software products are on attached Exhibit 1 to this Amendment, incorporated herein and made a part hereof.

c. Application Contractor has acquired on behalf of and hereby assigns to the Department, the necessary approvals and license rights for the Mercury Performance Management and Testing products and services listed on Exhibit 1. The