



**Robert Fehrenbach**  
Sales Controller  
Southwest Operations

Xerox Corporation  
6836 Austin Center Blvd  
Austin, TX 78731

Robert.Fehrenbach@xerox.com  
tel 512.343.5636

August 15, 2012  
County of Santa Fe Public Works

Dear Santa Fe County,

This letter is to confirm that the Xerox ColorQube bearing serial number XNE130341 and any related software (together "Equipment") is being offered by the County of Santa Fe Public Works Customer") for return to Xerox Corporation ("Xerox") in consideration of relieving Customer from further liability under the terms of the Xerox Order Agreement, dated 2/2/12 ("Agreement") entered by the parties.

If Xerox accepts your offer, you agree that all Lease with fair market value invoices from the date of install through the month of Equipment pick up or disablement by a Xerox Service Representative, whichever is applicable, are due and payable. Such amount that is due and payable includes excess usage charges, unearned credits, related supply accounts, refinanced balances on pre-owned equipment, and labor, if any.

Customer and Xerox agree this letter contains all of their understandings and agreements with respect to the Equipment and the Agreement, and nothing herein shall be construed as an admission of liability or wrongdoing of any kind by either party.

If the foregoing accurately sets forth your offer to Xerox, please sign below and return to me at the above address. Your offer will be deemed accepted when signed in the "Accepted by Xerox" box below by an authorized representative of Xerox.

Thank you for the opportunity to meet your needs.

Sincerely,

Robert Fehrenbach  
Xerox Southwest Operations Sales Controller

**This letter sets forth  
Customer's offer to Xerox  
with respect to the  
Equipment and Agreement.**

County of Santa Fe

*Customer Business Name*

*Customer's Authorized  
Representative's Signature  
Customer's Authorized  
Representative's Name &*

Approved as to form  
Santa Fe County Attorney

By:   
Date: Sept 27, 2012



*Title*

**Accepted by Xerox:**

---

---

*Xerox's Authorized  
Representative's Signature  
Rob Fehrenbach/ Sales  
Controller*

Daniel "Danny" Mayfield  
Commissioner, District 1

Virginia Vigil  
Commissioner, District 2

Robert A. Anaya  
Commissioner, District 3



Kathy Holian  
Commissioner, District 4

Liz Stefanics  
Commissioner, District 5

Katherine Miller  
County Manager

September 20, 2012

Xerox  
Attn: Robert Fehrenbach  
Xerox Southwest Operations Sales Controller  
6836 Austin Center Blvd  
Austin, Texas 78731

Robert Martinez, Major Account Manager  
Xerox de Santa Fe  
1850 Old Pecos Trail Ste. C  
Santa Fe, NM 87505  
Richardmartinez3@xerox.com

Re: Return of Xerox ColorQube

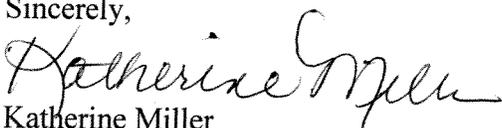
Dear Messrs Fehrenbach and Martinez:

Santa Fe County Public Works Department has been leasing a Xerox ColorQube copier from Xerox since February 2012. The Public Works Division has experienced operational issues with the ColorQube since its delivery and have decided to return the equipment with Xerox' approval and enter into a new agreement on a different Xerox copier.

As you know the Xerox ColorQube was procured by the County under the Statewide Price Agreement No. 90-000-00-00086. The County has been using purchase orders for the equipment rental and the terms and conditions of the purchase orders govern the County's receipt and use of the equipment.

This letter is to form Xerox that pursuant to the **Delivery** provision of the purchase order's terms and conditions, the County considers the return of the ColorQube equipment to be the County's rejection of nonconforming goods and requests that Xerox make arrangements to retrieve the ColorQube.

Sincerely,

  
Katherine Miller  
Santa Fe County Manager

Approved for use by New Mexico State Agencies Local Public Agencies

Exhibit A to Master Lease Agreement

Master Lease Agreement Number: #90-000-00-00086
Schedule Number:

State and Local Government Master Lease Purchase Agreement

SCHEDULE

Xerox Corporation ("Lessor") and Santa Fe County ("Lessee") are parties to the State and Local Public Bodies Agreement identified by the Master Lease Agreement. This Schedule (which shall be identified by the Schedule Number specified above) and the Master Lease Agreement comprise a separate Lease between the parties. The terms and conditions of the Lease Agreement are hereby incorporated by reference into this Schedule. All capitalized terms used in this schedule without definition have the meaning ascribed to them in the Master Agreement. As with the Master Lease Agreement, Lessor and Lessee agree that any Lease entered into under the provision of this Schedule is a "True Lease" with an option to purchase equipment at fair market value and is not an installment or financing lease agreement.

- 1. Lease.
a. Description of Items of Leased Equipment: 3CQ9203 (3 mtr colorcube 9203) 3-hole office finisher; conv. Stapler; Single line fax
Total Cost: \$431.56 per month (excluding applicable tax) 1: BW all prints = \$0.0062 2: Clr Lvl2 all prints = \$0.0280 3: Clr Lvl3 all prints = \$0.0558
b. Term: 48 Months [plus the number of days from and including the Acceptance Date through and including the last day of the calendar month or quarter (depending on whether Rent is payable monthly or quarterly as specified in Attachment A) in which acceptance Date occurs).
c. Rent:
2. Pricing Expiration Date: Lessor's obligation to purchase and lease the equipment is subject to the acceptance date being on or before pricing expiration Date:
3. Equipment Location: Public Works 424 NM 599 Santa Fe, NM 87504
4. Seller: Xerox Corporation
5. Additional Provisions:
6. Fiscal Period: (Annual): 2011-2012

Lessor agrees to Lease and Lessee agrees to Lease from Lessor the Equipment describes in Section 1.A above. Such Lease will be covered by the Master Lease Agreement and this Schedule including important additional terms and conditions set forth above, if any. In the event of any conflict between the terms and conditions of this schedule and the Master Lease Agreement, the terms of the Master Lease Agreement shall govern.

Lessee: Santa Fe County

Lessor: Xerox Corporation

By: Katherine Miller
Katherine Miller, SF Co Mgr
Name and Title

By: Richard Martinez
Richard Martinez, Major Account Manager

Date: 1.3.2012

Date: 1/3/12

Revision 01/21/03

Approved as to form
Santa Fe County Attorney
By: [Signature]
Date: 1/13/12