

**ARLINGTON COUNTY, VIRGINIA
AGREEMENT NO. 18-162-3-ITB**

**AMENDMENT NUMBER 1
ASSIGNMENT OF AGREEMENT**

This Amendment Number 1 (“Amendment”) is made on the date of execution by the County and amends Agreement Number **18-162-3-ITB** (“Main Agreement”) between **Telelanguage, Inc. (aka Telelanguage LLC)** (“Contractor”), located at, 514 SW 6th Avenue, Floor 4, Portland, OR 97204, and the County Board of Arlington County, Virginia (“County”).

Telelanguage, Inc. (aka Telelanguage LLC) and the County entered into the Main Agreement for 18-162-3-ITB to provide Language Translation and Interpretation Services: Telephone Interpretation Services.

Propio LS, LLC has assumed all of **Telelanguage, Inc. (aka Telelanguage LLC)** rights and obligations in the Main Agreement. While **Telelanguage, Inc. (aka Telelanguage LLC)** continues to exist, all operations have subsequently been integrated into the parent company of **Propio LS, LLC**. The work and payment called for under this amendment shall be subject to all terms and conditions of the Main Agreement unless specifically changed by the terms and conditions of an additional amendment.

The County consents to the assignment of the Main Agreement to **Propio LS, LLC** beginning on July 1, 2023 (“Effective Date”).

The Main Agreement is therefore amended as follows:

1. **Telelanguage, Inc. (aka Telelanguage LLC)** is in all instances replaced with **Propio LS, LLC**;
2. The term “Contractor” in the Main Agreement means **Propio LS, LLC**;
3. Pursuant to Paragraph 4. Contract Term, this agreement is Hereby Renewed from July 1, 2023 to June 30, 2024;
4. Paragraph 47. Notices is hereby replaced with the following:

47. NOTICES

Unless otherwise provided in writing, all legal notices and other communications required by this Contract are deemed to have been given when either (a) delivered in person; (b) delivered by an agent, such as a delivery service; or (c) deposited in the United States mail, postage prepaid, certified, or registered and addressed as follows:

TO THE CONTRACTOR:

Christopher Pesce, Chief Financial Officer
Propio LS, LLC
10801 Mastin St.
Overland Park, KS 66210
Phone: (913) 318-8295
Email: cpesce@Propio-ls.com

TO THE COUNTY:

Jim Baker, Project Officer
Arlington County, VA
2100 Washington Blvd 4th Floor ADSD
Arlington VA 22204
Phone: (703) 228-1713
Email: jbaker@arlingtonva.us

AND

Dr. Sharon T. Lewis, LL.M, MPS, VCO, CPPB
Purchasing Agent
Arlington County, Virginia
2100 Clarendon Boulevard, Suite 500
Arlington, Virginia 22201
Phone: (703) 228-3294
Email: slewis1@arlingtonva.us

TO COUNTY MANAGER'S OFFICE (FOR PROJECT CLAIMS):

Mark Schwartz, County Manager
Arlington County, Virginia
2100 Clarendon Boulevard, Suite 318
Arlington, Virginia 22201

All other terms and conditions of the Main Agreement remain in full force and effect.

WITNESS these signatures:

The County Board of Arlington County, Virginia

DocuSigned by:

Dr. Sharon T Lewis

AUTHORIZED SIGNATURE

NAME: Dr. Sharon T. Lewis

TITLE: Purchasing Division Chief

DATE: 7/27/2023

PROPIO LS, LLC

DocuSigned by:

Christopher Pesce

AUTHORIZED SIGNATURE:

NAME: Christopher Pesce

TITLE: CFO

DATE: 7/26/2023



Teelanguage, LLC & Propio LS, LLC
10801 Mastin Boulevard
Suite 580
Overland Park, KS 66210
USA

July 17, 2023

Jim Baker, MPA
Administrative Officer
Department of Human Services
Aging & Disability Services Division

Dear Mr. Baker:

On August 2, 2022, Propio LS, LLC ("Propio") acquired 100% of the equity interests of Teelanguage, LLC ("Teelanguage"). Teelanguage, LLC is in all material respects the same business as Teelanguage, Inc. It underwent an F reorganization pursuant to acquisition by Propio, and per IRS guidance continues to operate under the same Federal Employer Identification Number of 93-1089733.

In acquiring 100% of the equity interests of Teelanguage, Propio has assumed all rights, liabilities, benefits, and obligations of Teelanguage and its active contracts. While Teelanguage, LLC continues to exist, all operations have subsequently been integrated into the parent company of Propio, FEIN 46-3268968.

If you have any questions or concerns, please feel free to contact me using the information below.

Warmly,

Christopher Pesce
Chief Financial Officer | CPesce@propio-ls.com | P 913-318-8295 | F 913-273-1539

