

RESOLUTION NO. _____

A RESOLUTION OF THE MAYOR AND CITY COMMISSION OF THE CITY OF MIAMI BEACH, FLORIDA, APPROVING THE ASSIGNMENT OF THE AGREEMENT BETWEEN THE CITY AND UNIFY, INC. (ASSIGNOR), FOR MAINTENANCE OF THE TELECOMMUNICATIONS SYSTEMS AT VARIOUS CITY FACILITIES, TO ATOS IT SOLUTIONS & SERVICES, INC. (ASSIGNEE), AS THE SUCCESSOR-IN-INTEREST BY ACQUISITION; AND FURTHER AUTHORIZING THE MAYOR AND CITY CLERK TO EXECUTE THE CONSENT TO ASSIGNMENT AND ASSUMPTION OF AGREEMENT, SUBSTANTIALLY IN THE FORM ATTACHED TO THIS RESOLUTION.

WHEREAS, on July 13, 2011, the Mayor and City Commission approved the award of a contract between the City of Miami Beach and Unify, Inc. (Unify), for Maintenance of the Telecommunications Systems at Various City Facilities; and

WHEREAS, on August 3, 2011, a certification of contract was executed and entered into by the City of Miami Beach and Unify, pursuant to the Invitation to Bid (ITB) No. 28-10/11, to provide Maintenance of the Telecommunications Systems at Various City Facilities (the "Agreement"); and

WHEREAS, on or about January, 2016, Atos IT Solutions & Services, Inc. (Atos), completed a transaction to acquire Unify, with Atos emerging as Unify's corporate parent entity; and

WHEREAS, Unify and Atos seek the City's consent to assign the Agreement from Unify to Atos, as successor-in-interest by acquisition; and

WHEREAS, pursuant to the Agreement, any assignment of the Agreement requires the written consent of the Mayor and City Commission; and

WHEREAS, the Administration has conducted its due diligence and recommends that the Mayor and City Commission approve the Assignment and Assumption of the Agreement (the Assignment), and further authorize the Mayor and City Clerk to execute the Consent to Assignment and Assumption of the Agreement (the Consent), substantially in the form attached as Exhibit "1" hereto; and

WHEREAS, pursuant to the Assignment, Atos will assume all of Unify's obligations and responsibilities under the Agreement.

NOW, THEREFORE, BE IT DULY RESOLVED BY THE MAYOR AND CITY COMMISSION OF THE CITY OF MIAMI BEACH, FLORIDA, that the Mayor and City Commission hereby approve the assignment of the Agreement between the City and Unify Inc. (Assignor), for Maintenance of the Telecommunications Systems at various City Facilities, to Atos IT Solutions & Services, Inc. (Assignee), as the successor-in-interest by acquisition; and further authorize the Mayor and City Clerk to execute the Consent to Assignment and Assumption of Agreement, substantially in the form attached to this Resolution.

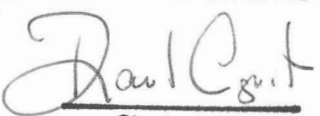
PASSED AND ADOPTED this 11th day of January, 2017.

ATTEST:

Rafael E. Granado, City Clerk

Philip Levine, Mayor

APPROVED AS TO
FORM & LANGUAGE
& FOR EXECUTION



City Attorney *PCP* 12/19/16
Date