

AMENDMENT NO. TWO TO CONTRACT NO. 29818

29818

RE: Renewal of PA-00207, Contract No. 29818 to Furnish and Deliver Sports and Athletic Equipment for the City of Long Beach (BPPR07000008)

This Amendment to Contract No. 29818 is made and entered as of July 31, 2008, by and between the CITY OF LONG BEACH, a municipal corporation, and Sport Supply Group dba BSN Sports (Contractor).

Contract No. 29818 is amended by mutual agreement of the parties and as indicated below by a check or other mark preceding the appropriate amendment:

- 1. The term is extended to October 31, 2009
- 2. \$120,000 has been added to the 2nd renewal term for a total ("not to exceed") amount of \$360,000.
- 3. Prices during this period shall remain firm.
- 4. The price for certain items shall be increased as shown on Exhibit "A", which is attached hereto and incorporated herein by this reference.
- 5. The price for certain items shall be decreased as shown on Exhibit "A", which is attached hereto and incorporated herein by this reference.
- 6. The discount offered to the City is increased by ___ %
- 7. The items or locations identified on Exhibit "B", which is attached hereto and incorporated herein by this reference, are hereby deleted from the Contract.
- 8. The locations identified on Exhibit "B", which is attached hereto and incorporated herein by this reference, are hereby added to the Contract.
- 9. Current permits, licenses, insurance and other required information are attached as Addendum No. 1.

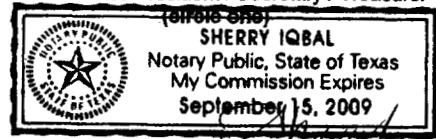
Except as expressly amended above, all terms and conditions in this Contract are ratified and confirmed and remain in full force and effect. Executed with all formalities required by law as of the date first stated above.

Attach Notary if Out-of-State Contractor

CONTRACTOR:

[Signature]
 (Signature)
RUBEN ABUSTIN
 (Print / Type Name)
ASST. SECRETARY
 President / Vice President / Secretary / Treasurer
 (circle one)

[Signature]
 (Signature)
HARVEY ROTHENBERG
 (Print / Type Name)
VICE PRESIDENT
 President / Vice President / Secretary / Treasurer
 (circle one)



THE CITY OF LONG BEACH:

Assistant City Manager

By: *[Signature]*
 City Manager

EXECUTED PURSUANT TO SECTION 301 OF THE CITY CHARTER.

Approved as to form:
 ROBERT E. SHANNON, City Attorney

By: *[Signature]*
 Deputy

SPORT SUPPLY GROUP, INC.

Secretary's Certificate of Directors' Resolutions

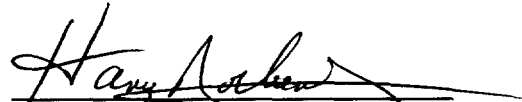
I, Ruben Agustin, do hereby certify that I am an Assistant Secretary of SPORT SUPPLY GROUP, INC., a Delaware corporation (the "Company") and that, as such, I am authorized to execute this certificate on behalf of the Company and do further certify that:

The following resolution was adopted by the Company's Board of Directors on June 22, 2007.

RESOLVED, that the following individuals are hereby elected to the offices of the Company set opposite their respective names, to serve until the next annual election of officers of the Company or until their respective successors are duly elected and qualified:

| <u>Name</u> | <u>Office</u> |
|---------------------|---|
| Adam Blumenfeld | Chief Executive Officer and Chairman of the Board |
| Terrence M. Babilla | President, Chief Operating Officer, General Counsel and Secretary |
| John E. Pitts | Senior Vice President-Finance |
| Kurt Hagen | Executive Vice President, Sales & Marketing |
| Tevis Martin | Executive Vice President, U. S. Operations |
| John Bals | Vice President-Sales |
| Arthur J. Coerver | Vice President-Product Development |
| Harvey Rothenberg | Vice President-Marketing |
| Mark Harpin | Assistant Secretary |
| Ruben Agustin | Assistant Secretary |
| Chris Bloomfield | Assistant Secretary |
| Adam Rhein | Assistant Secretary |

IN WITNESS WHEREOF, I have hereunto set my hand this 20th day of August, 2008.


Harvey Rothenberg, Vice President

**CITY OF LONG BEACH (PA-02207, BPPR07000008)
 FURNISHING AND DELIVERING SPORTS AND ATHLETIC EQUIPMENT
 AMENDMENT NO. TWO TO CONTRACT NO. 29818**

EXHIBIT "A"

| Item No. | Model No. | Description | 2006 Bid Price | 2008-09 Bid Price | % Increase |
|----------|------------|--|----------------|-------------------|---------------------------|
| 2 | VCB2HXXX | Voit Official size rubber basketball | 2.07 | 2.67 | 10 |
| 3 | VCF9SHXX | Voit Official size rubber football | 2.8 | 3.08 | 10 |
| 4 | VCF6SHXX | Voit Junior size rubber football | 2.48 | 2.73 | 10 |
| 5 | MCX2LXXX | Macgregor Official size rubber football | 2.68 | 2.95 | 10 |
| 6 | MCXB12RE44 | Macgregor Leather softball, .44 cor | 2.36 | 2.6 | 10 |
| 7 | MCSB16CH | Macgregor leather cover softball, 16" | 8.62 | 9.48 | 10 |
| 11 | MCB97PRO | Macgregor Leather baseball, major league | 33.96 | 37.36 | 10 |
| 18 | MSWP6000 | Mikasa Water polo ball, official size | 21.33 | discontinued | pls. delete from contract |
| 19 | VPG85HXX | Voit Playground ball, 8.5" | 1.28 | 1.83 | 43 |
| 23 | SNBBSTLN | Basketball goal net, Steel chain | 10.6 | 11.66 | 10 |
| 25 | MSFBREDA | Red, Football Flag belt set | 0.68 | 0.72 | 8 |
| 25 | MSFBYELA | Yellow, Football Flag belt set | 0.68 | 0.72 | 10 |
| 32 | BBSBHPXXY | Home plate | 4.56 | 5.48 | 20 |
| 33 | BBPPLATE | Pitcher Rubber | 5.98 | 6.58 | 10 |
| 35 | NECOP62 | Kickboard for swimming | 7.38 | 8.12 | 10 |
| 36 | MSCLK30X | Pace clock, portable with stand | 288.88 | 317.77 | 10 |

BSN SPORTS

COLLEGIATE PACIFIC

PERCENTAGE OFF BID FOR 2008 CATALOG ORDERS

This certificate entitles CITY OF LONG BEACH to:
(Name of institution)

10% off Catalog Price – Standard FOB Destination

With exceptions

*See Attached list of Exceptions

Prices Will Not Include Inside Delivery or Installation

There will be no extra charge for Inside Delivery on UPS shipments.

Inside Delivery charges for all Truck Shipments will be 17% of the order amount.

Non-standard shipping and handling will require additional charges.

Percentage Off Bid Prices will be Honored from **NOV. 1, 2008** to **OCTOBER 31, 2009**
(not to exceed a period of 12 months without prior approval).

Regarding catalog expiration dates:

Our Spring/Summer catalog expires July 31st of each year and our Fall/Winter catalog expires December 31st of each year. Our catalog pricing is valid only through the expiration date of each catalog. **Your current discount will remain unchanged** and any discounts will be taken from the most current catalog price.

Your Bid Log ID# is: 2039021- 2008

Purchase Orders Must State: “% Off Bid” and Your Bid Log ID#.

Percentage Off Bid Prices Will Not be Honored if these references are omitted.

If you add freight to your purchase order, you will be billed for freight. Freight charges cannot and will not be reversed once processed.

In order to have your special pricing activated this form must be signed and returned to the Bid Department prior to your first purchase order.

X: _____
(Authorized Purchasing Director or Buyer)

*Please include a list of all organizations and facilities with authorized purchasers that are expected or entitled to order from this agreement. Only the persons listed, ordering with the proper Bid Log ID#, during the specified time frame will be eligible for the discount.

ADDRESS: BOX 78268, CORONA, CA 92877-0142
E-MAIL: BSNBID@SPORTSUPPLYGROUP.COM
WEB SITE: WWW.BSNCP.COM

FAX #: 800-921-2515
PHONE #: 800-423-4695

BSN SPORTS

COLLEGIATE PACIFIC

BSN/CP EXCEPTIONS TO PERCENTAGE OFF BID
FALL 2008 CATALOG

| <u>PAGE</u> | <u>ITEM</u> | <u>DISCOUNT</u> |
|---------------|---|------------------|
| | **All ATEC/Baden/Diamond/Dudley/Jugs/Rawlings/Wilson/Worth products – Entire Catalog** | As Listed |
| ALL | "While Supplies Last" & Closeout Items – Entire Catalog | As Listed |
| 9-11 | All Transportable & First Class Bleachers – Entire Pages | Call for Pricing |
| 13 | Bleacher Covers | Call for Pricing |
| 21 | Collapsible Batting Tunnel – BBCAGE72 | As Listed |
| 26 | All Pro Foul Poles | Call for Pricing |
| 27 | All Poly-Cap, Saf-Top & Fence Crown Protective Fence Guard | Call for Pricing |
| 33 | Wind Weighted Baseball Tarps & Installer Devices – Entire Page | As Listed |
| 38 | Super Soppers – BBSSMCKR & BBSSDLPH | As Listed |
| 40 | All Diamond Pro Products – Entire Page | Call for Pricing |
| 42 | Jox Box Softball Pitcher's Mound – 1235852 | As Listed |
| 46 | Soft Touch Convertible Base – 1236309 & Hollywood Bases Sets – K72467 & K72469 | As Listed |
| 49 | Schutt Hollywood Bases – 1236439 & 1036992 | As Listed |
| 50-56 | All ATEC, DeMarini, Diamond, Dudley, Rawlings, Wilson, Worth products & MCB76C1X | As Listed |
| 51 | MacGregor & Mark 1 Bucket of Balls – 1236033 & BSOLBU | As Listed |
| 58-59 | All Pitching Mounds & Platforms – Entire Page | As Listed |
| 60 | Iron Mike & Zooka Pitching Machines, Practice Pro 1000 Combo Machine, & Portable Generator | As Listed |
| 62-66 | All ATEC/Jugs/Wilson Pitching Machines & Products & Accessories – Entire Pages | As Listed |
| 67 | Stalker Sport 2 Radar Gun – K14544 | As Listed |
| 68 | Slide Rite Pro – 1037036 & All Strike Zones – K11849/K11850/K11848 | As Listed |
| 72-73 | All DeMarini/Easton/Louisville Slugger/Wilson/Worth bats | As Listed |
| 86-87 | All New Era Caps – Entire Pages | As Listed |
| 94-95 | Dynamic Jerseys & Shorts | As Listed |
| 96-105 | All Scoreboards | As Listed |
| 107 | All Bison Score Tables & Covers and All Scoring Tables & Padded Possession Indicator | As Listed |
| 113 | Lok-Rack Ball Storage – 1237641/1237658/1237665 | As Listed |
| 116 | Double Sided Ultimate System – 872444XX | As Listed |
| 117 | Gared Micro-Z Replacement Goal – 1237498 | As Listed |
| 124 | Bison T-Rex – 895444XX & 20026189 & Porter System – 1237399 & 1237405 | Call for Pricing |
| 125 | Bison Playtime Basketball Standard – 20020803 | As Listed |
| 126 | Toss Back Training Aid Replacement Net and Bands – 20001010 | As Listed |
| 134 | Dynamic Basketball Jerseys & Shorts | Call for Pricing |
| 142-143 | Scotsman CO2 Power Pack – MSSCOTPP & Field Stripe Products – 1237085/1237078/1237061 | As Listed |
| 150-151 | All Track & Turf Protectors & Mats – Entire Pages | As Listed |
| 154 | Jugs Football Passing Machine – 1159226 | As Listed |
| 157 | All Junior Brute Blocking Sleds by Fisher & Fisher Pop-Up Dummies | As Listed |
| 173 | All Olympic-Style Sets & Plates and Olympic Grip Plate Sets – 1235012 | Call for Pricing |
| 175 | All Rubber Encased Solid Hex Dumbbells & Solid Hex Dumbbells with Ergo Grip | Call for Pricing |
| 190-191 | The Pro Gym & Pro Gym 10 Machines | Call for Pricing |
| 192 | Mitchell Best Flooring & Diamond Plate Tile – Entire Page | As Listed |
| 204-207 | Fitness Equipment – Entire Pages | Call for Pricing |
| 222-223 & 299 | All Score Products | As Listed |
| 232 | AAI/Spalding Solo Elite Volleyball System – SOLOVBPK1 & SOLOVBUP | As Listed |
| 234 | Bison Arena Freestanding Portable VB System – 1245516 | Call for Pricing |
| 239 | Mongoose Indoor Floor Adapter Plates & Sleeve Adapter – 1138221 & 1138663 | As Listed |
| 245-247 | All Track & Field Landing Systems & Base Pads – Entire Pages | Call for Pricing |
| 248 | Gill Track Poles & Pole Bags – Entire Page | As Listed |
| 258 | Emerson 60 Memory Stopwatch – 1037135 | As Listed |
| 272 | Edward Universal Wood Posts – 1234497 & Cast Iron Ground Sleeves – 1235685 | As Listed |
| 276 | Edwards Portable Tennis System – TN5192 | As Listed |
| 277 | Tennis Ball Machines – Entire Page | As Listed |
| 279 | All Cases of Pro Penn Racquetballs – 1556CASE & 1557CASE | As Listed |
| 293 | Dollamur Carpet/Foam Floor Products – Entire Page | Call for Pricing |
| 314 | Travelers Discatcher Target for 9 Target Course – 1246063 | As Listed |
| 331-332 | Concessions – Entire Pages | Call for Pricing |

***Due to federal/local/departmental regulations in regard to conflict of interest, gratuities and kickbacks involving sealed bids: Internet & Catalog Promotional Offers and certificates cannot be used in conjunction with bid prices or bid awards.**