

COPY

SCHEDULE A
Form of Lease Schedule

RIVERSIDE COUNTY MASTER GOVERNMENTAL LEASE-PURCHASE AGREEMENT DATED JUNE 23, 2008

SUPPLEMENT LEASE SCHEDULE NO.: L003769-00050

DATE OF LEASE SCHEDULE: JULY 10, 2009

LESSEE: RIVERSIDE COUNTY

1. DESCRIPTION OF THE EQUIPMENT:

Quantity		Serial Numbers * / Equipment
1 Vehicle	1FDAXX47R999EA56011	2009 Ford F-450 SD PUA0034719

together with all accessories, attachments, substitutions and accessions.

EQUIPMENT LOCATION:

County of Riverside
Purchasing Department
Attn: Purchasing Manager
2980 Washington Street
Riverside, CA 92504

Page 1 of 1

- The Rental Payments shall be made for the Equipment as follows: See attached amortization schedule Exhibit A. The terms and provisions of the Master Governmental Lease (other than to the extent that they relate solely to other Schedules or Equipment listed on other Schedules) are hereby incorporated into this Schedule by reference and made a part hereof.
 - Lessee authorizes Lessor to insert serial numbers and additional details describing Equipment when determined by Lessor as provided in the Master Lease.

Wells Fargo Institutional Securities, LLC
 Public Finance
 MAC E2818-178
 707 Wilshire Blvd., 17th Floor
 Los Angeles, CA 90017

COPY

**SUPPLEMENT TO MASTER GOVERNMENTAL
 LEASE-PURCHASE AGREEMENT**

Name and address of Lessee:

Lease No. L003769-00050

County of Riverside
 Purchasing Department
 Attn: Purchasing Manager
 2980 Washington Street
 Riverside, CA 92504

This is the Supplement to the Master Governmental Lease-Purchase Agreement dated June 23, 2008, between Lessor and Lessee. Pursuant to the Master Governmental Lease-Purchase Agreement and this Supplement, Lessor is leasing to Lessee, and Lessee is leasing from Lessor, the Equipment described below.

EQUIPMENT DESCRIPTION																													
Quantity	Serial Numbers																												
1 Vehicle	1FDAXX47R999EA56011																												
	2009 Ford F-450 SD PUA0034719																												
Location of Equipment (if different from Lessee's address)																													
Same as above																													
Acceptance Date: July 10, 2009																													
Term in months	60 Months																												
Rental payment period (check one)																													
<input type="checkbox"/> Monthly <input type="checkbox"/> Annually <input checked="" type="checkbox"/> Quarterly <input type="checkbox"/> Other - see additional provisions <input type="checkbox"/> Semi-annually																													
<table border="1"> <thead> <tr> <th colspan="4">SCHEDULE OF RENT PAYMENTS</th> </tr> <tr> <th>Basic Rental Payments</th> <th>Number Of Payments</th> <th>First Payment Due</th> <th>Advance Payments</th> </tr> </thead> <tbody> <tr> <td>\$5,596.06</td> <td>20</td> <td>10/20/2009</td> <td></td> </tr> <tr> <td>Interest Rate</td> <td></td> <td></td> <td>Final Purchase Option Price</td> </tr> <tr> <td>4.67%</td> <td></td> <td></td> <td>\$1.00</td> </tr> <tr> <td colspan="4">FINANCE AMOUNT: \$99,173.93</td> </tr> <tr> <td colspan="4">TOTAL RENT: \$111,921.20</td> </tr> </tbody> </table>		SCHEDULE OF RENT PAYMENTS				Basic Rental Payments	Number Of Payments	First Payment Due	Advance Payments	\$5,596.06	20	10/20/2009		Interest Rate			Final Purchase Option Price	4.67%			\$1.00	FINANCE AMOUNT: \$99,173.93				TOTAL RENT: \$111,921.20			
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4.67%			\$1.00																										
FINANCE AMOUNT: \$99,173.93																													
TOTAL RENT: \$111,921.20																													

Additional Provisions

LESSOR: Wells Fargo Institutional Securities, LLC

LESSEE: Riverside County Purchasing Department

By *M. Thompson*
 Its Senior Vice President
 Date July 10, 2009

By *Bill B. Brown*
 Its Purchasing Manager
 Date *7-06-09*

COPY

Riverside County - Fleet Purchasing

1 Fleet Vehicle - 2009 Ford F-450 SD PUA0034719

Exhibit A

Costs Funded \$99,173.93	Payment Rate 4.67%	20 Payments	Level Payment	Closing Fees \$0.00	Average Life 2.75 years 33.0 months
		4 per year	\$5,596.06		
		4.670% Rate	Fctr=.056427		
		Commencement: Jul 10, 2009			
		Closing Date: Jul 10, 2009			

Pmt	Total Payment Due	Interest Payment Due	Principal Payment Due	After Payment Principal Balance	After Payment Termination Value	Payment Due Date
1	\$5,596.06	\$1,286.51	\$4,309.55	\$99,173.93	\$96,699.39	Jul 10, 2009
2	\$5,596.06	\$1,107.54	\$4,488.52	\$94,864.38	\$92,038.90	Oct 20, 2009
3	\$5,596.06	\$1,055.14	\$4,540.92	\$90,375.86	\$87,333.31	Jan 20, 2010
4	\$5,596.06	\$1,002.12	\$4,593.94	\$85,834.93	\$82,582.20	Apr 20, 2010
5	\$5,596.06	\$948.49	\$4,647.57	\$81,241.00	\$77,785.12	Jul 20, 2010
6	\$5,596.06	\$894.23	\$4,701.83	\$76,593.43	\$72,941.63	Oct 20, 2010
7	\$5,596.06	\$839.33	\$4,756.73	\$71,891.59	\$68,051.28	Jan 20, 2011
8	\$5,596.06	\$783.80	\$4,812.26	\$67,134.87	\$63,113.62	Apr 20, 2011
9	\$5,596.06	\$727.62	\$4,868.44	\$62,322.61	\$58,128.18	Jul 20, 2011
10	\$5,596.06	\$670.78	\$4,925.28	\$57,454.16	\$53,094.51	Oct 20, 2011
11	\$5,596.06	\$613.27	\$4,982.79	\$52,528.88	\$48,012.14	Jan 20, 2012
12	\$5,596.06	\$555.10	\$5,040.96	\$47,546.09	\$42,880.60	Apr 20, 2012
13	\$5,596.06	\$496.25	\$5,099.81	\$42,505.13	\$37,699.41	Jul 20, 2012
14	\$5,596.06	\$436.71	\$5,159.35	\$37,405.32	\$32,468.09	Oct 20, 2012
15	\$5,596.06	\$376.47	\$5,219.59	\$32,245.97	\$27,186.16	Jan 20, 2013
16	\$5,596.06	\$315.53	\$5,280.53	\$27,026.38	\$21,853.12	Apr 20, 2013
17	\$5,596.06	\$253.88	\$5,342.18	\$21,745.85	\$16,468.49	Jul 20, 2013
18	\$5,596.06	\$191.51	\$5,404.55	\$16,403.67	\$11,031.77	Oct 20, 2013
19	\$5,596.06	\$128.41	\$5,467.65	\$10,999.13	\$5,542.44	Jan 20, 2014
20	\$5,596.06	\$64.58	\$5,531.48	\$5,531.48	\$1.00	Apr 20, 2014
Total:	\$111,921.20	\$12,747.27	\$99,173.93	\$0.00	\$1.00	Jul 20, 2014

Please Note:

The sum of all principal payments differs from total principal by due to even-cent rounding.

Lessee Signature



[ATTACH I.R.S. FORM 8038-G OR 8038-GC, AS APPROPRIATE]

Exhibit I



COPY

COUNTY OF RIVERSIDE
Purchasing and Fleet Services Department

2980 Washington St.
Riverside, CA 92504
Phone: (951) 955-4937
Fax: (951) 955-4948

PURCHASE ORDER

- Vendor Instructions
1. Packaging Slip showing P.O. number and contents must accompany each shipment.
 2. No charge for packaging or drayage will be allowed except when specified in order.
 3. No partial billings except when specified in the order.
 4. THIS ORDER EXPRESSLY LIMITS ACCEPTANCE TO THE TERMS OF THIS ORDER. ANY ADDITIONAL OR DIFFERENT TERMS PROPOSED BY THE SELLER ARE REJECTED UNLESS EXPRESSLY ASSIGNED TO IN WRITING BY THE BUYER.
 5. MAIL INVOICE TO THE ADDRESS SHOWN BELOW. SHOW PURCHASE ORDER NUMBER AND ORDERING DEPARTMENT.

6. Out of state vendors MUST show CA Board of Equalization Permit Number. Otherwise, sales tax will be deducted.
7. HAZARDOUS: Seller shall provide material safety data sheets for each product containing hazardous substances as listed by CA Dir. Ind. Rel. in CA Adm. Code, Title 8, Section 5194 and labor codes.
8. If work is to be carried out on county property, vendor shall call purchasing and ascertain amounts and types of insurance required and provide proof of insurance before beginning work.

Vendor: 0000005818
 Fords Ford
 8000 Auto Drive
 Riverside CA 92504-4193
 United States

Purchase Order	Date	Revision
POARC-PID00034719	12/16/2008	
Payment Terms: Net 30	RFQ/P#	PO Type: FW
Freight Terms: FOB Destination, Freight Paid		
Ship Via:	BEST WAY	

Invoice To: Purchasing & Fleet
 Purchasing & Fleet Svc Admin
 2980 Washington St
 Riverside CA 92504
 United States

Ship To: Purchasing & Fleet
 Purchasing & Fleet Svc Admin
 2980 Washington St
 Riverside CA 92504
 United States

Line No.	Sched. No.	County Item No.	Quantity	Unit of Measure	Taxable?	Due Date	Vendor Cat. No.	Unit Price	Extended Cost
1	1	07051	2.00	EA	X	05/15/2009		0.00	0.00

Description: TRUCKS (OVER ONE TON CAPACITY) - 1 Purchased Vehicle

Schedule Total	0.00
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Line Comments:
 NEW 2009 FORD BOMB RESPONSE VEHICLE

Item Total	0.00
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Total PO Amount	0.00
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PO Comments:
 This purchase shall be financed through a third party leasing company. This third party arrangement shall not affect the contractual relationship between the County and your firm. Because of the third party financing, the amount indicated in the "Amount" column reflects only amounts due to your company directly from the County. The County generally finances 100% of the cost and therefore, this amount is usually \$0.00. Your financial compensation is noted in the descriptive section of this order and will be reflected in the Blanket Purchase Order the County issues to the Lein Holder for payment. The leasing departments name, address, contact person and phone number shall be noted below.

Per the terms and conditions of REC#PUARC-1075.
 Vehicle should be registered to the following address:
 County of Riverside
 5293 Mission Blvd.

Authorized Signature



COUNTY OF RIVERSIDE

Purchasing and Fleet Services Department

2980 Washington St.
Riverside, CA 92504
Phone: (951) 955-4937
Fax: (951) 955-4948

PURCHASE ORDER

Purchase Order	Date	Revision
PO#ARC-FDA0034719	12/16/2008	
Payment Terms: Net 30	RCQ/PS	PO Type: JIN
Freight Terms: FOB Destination, Freight Paid		
Ship Via:	BEST WAY	

Riverside, Ca. 92509
(951) 955-4693

All registration information should be sent to the following mailing address:

County of Riverside
2980 Washington Street
Riverside, Ca. 92504

LEIN HOLDER:
Wells Fargo Institutional Securities, LLC
3295 Eldler Street, Suite 214
Boise, ID 83705

Two (2) 2009 Ford F-450 Ext. Cab & Chassis, "Model X-47 - Bomb Truck
Unit Cost \$ 182,368.30
Tax \$ ~~14,182.39~~ 15,957.05 - Tax rate changed
Title Fee \$ 24.50
Total \$ ~~196,524.49~~ 208,909.10 each
198,347.65 - 49,173.93 each

NOTE: No Friday Deliveries will be accepted.
Please call 951.955.4882 prior to delivery.

Matt Wallace

Authorized Signature

Buyer Name and Address:
 (Including County and Zip Code)
 COUNTY OF RIVERSIDE
 923 MISSOURI BLVD
 RIVERSIDE CA 92505

Buyer Name and Address:
 (Including County and Zip Code)
 P000 34719

Creditor/Seller Name and Address:
 PATTS FORD
 8000 AUTO DR
 RIVERSIDE CA 92502

New/Used	Year	Make and Model	odometer	Vehicle Identification Number
NEW	2009	F-150 SD	85	1P3A729225011

Primary Use for which Purchased
 personal, family or household
 business or commercial

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In Service Date
 7/6/09
 Useful life 84

ANNUAL PERCENTAGE RATE	FINANCE CHARGE	Amount	Total of Payments	Total Sale Price
N/A	The dollar amount of credit will cost you a yearly rate.	The amount of credit provided to you or on your behalf.	The amount you will have made all payments as scheduled.	The total cost of your purchase on credit, including your down payment of \$0.
N/A	N/A	\$ 99,173.93	\$ 99,173.93	\$ 99,173.93

YOUR PAYMENT SCHEDULE WILL BE:

Number of Payments:	Amount of Payment:	When Payments Are Due:
One Payment of	99,173.93	07/07/2005
Payments	N/A	Monthly Beginning 07/07/2005
One Final Payment		Monthly Beginning

FEDERAL TRUTH-IN-LENDING DISCLOSURES
 (or insure an estimate)

Pre-Charge: Payment is not received in full until 30 days after the date of sale. You will pay a late charge of 5% of the part of the payment that is late. Security Interest: You are giving a security interest in the vehicle being purchased. Additional Information: This contract is a non-recourse financing transaction. Additional information: This contract is a non-recourse financing transaction. Additional information: This contract is a non-recourse financing transaction.

ITEMIZATION OF THE AMOUNT FINANCED (Seller may keep part of the amount paid to others)

1. Total Cash Price	Amount
A. Cash Price of Motor Vehicle and Accessories	\$93,557.15
B. Cash Price of Accessories	\$763.00
C. Other (Itemize)	N/A
D. Document Preparation Fee (not a governmental fee)	N/A
E. Song Fee Paid to Seller	N/A
F. (Optional) Theft Deterrent Device (to whom paid)	N/A
G. (Optional) Theft Deterrent Device (to whom paid)	N/A
H. (Optional) Surface Protection Product (to whom paid)	N/A
I. Sales Tax (on taxable items A through H)	\$1,778.55
J. (Optional) DMV Electronic Filing Fee	N/A
K. (Optional) Service Contract (to whom paid)	N/A
L. (Optional) Service Contract (to whom paid)	N/A
M. (Optional) Service Contract (to whom paid)	N/A
N. (Optional) Service Contract (to whom paid)	N/A
O. (Optional) Service Contract (to whom paid)	N/A
P. First Credit or Lease Balance paid by Seller to	N/A
Q. (Optional) Gap Contract (to whom paid)	N/A
R. (Optional) Used Vehicle Contract Cancellation Option Agreement	N/A
S. Other (to whom paid)	N/A
Total Official Fees (A through D)	\$1,778.55
Total Cash Price (A through S)	\$95,335.70

2. Amounts Paid to Public Officials	Amount
A. License Fees	N/A
B. Registration/Transfer/Titling Fees	N/A
C. California Tax Fees	\$1,235.00
D. Other	\$10.25
Total Official Fees (A through D)	\$1,245.25
3. Amount Paid to Insurance Companies	N/A
4. Total Premiums from Statement of Insurance (column a + b)	N/A
5. Subtotal (through 4)	\$96,580.95
6. Total Downpayment	N/A
A. Agreed Trade-In Value	N/A
B. Less Prior Credit or Lease Balance	N/A
C. Net Trade-In (A less B) (Indicate if a negative number)	N/A
D. Desired Downpayment	N/A
E. Manufacturer's Rebate	N/A
F. Other	N/A
G. Cash	N/A
Total Downpayment (C through G)	N/A
7. Amount Financed (6 less 5)	\$96,580.95

STATEMENT OF INSURANCE
 NOTICE: No person is required as a condition of financing the purchase of a motor vehicle to purchase or negotiate any insurance through a particular insurance company, agent or broker. You are not required to buy any other insurance or other credit, your decision to buy or not buy other insurance will not be a factor in the credit approval process.

Vehicle Insurance

Item	Premium
N/A. Aut. Comp. Theft & Coll.	N/A
N/A. Bod. Injury	N/A
N/A. Property Damage	N/A
N/A. Medical	N/A
N/A. Uninsured Motorist	N/A
N/A. Total Pledge Insurance Premium	N/A

Application for Optional Credit Insurance
 Credit Life Buyer Co-Buyer Both
 Credit Disability (Buyer Only)

Home Office Address:
 N/A

OPTIONAL GAP CONTRACT
 I want to buy a gap contract.
 Buyer Signs X

OPTIONAL SERVICE CONTRACT(S) You want to purchase the service contract(s) written with the following company(ies) for the item(s) shown below (by the change(s) shown in Item 1K, L, M, N, and/or O)

Item	Company	Term	Cost	Notes
1K	N/A	N/A	N/A	
1L	N/A	N/A	N/A	
1M	N/A	N/A	N/A	
1N	N/A	N/A	N/A	
1O	N/A	N/A	N/A	