

February 8, 2019

Via Email (Rebecca.seifert@tempeschools.org)

Ms. Rebecca Seifert
Purchasing Supervisor
Tempe School District No. 3
P.O. Box 27708
Tempe, Arizona 85285-7708

Re: Contract No. 19-03-23 Assessment and Testing Materials (SAVE) – Notice of Transfer

Dear Ms. Seifert:

I am writing with regard to the contract referenced above, which was awarded to Houghton Mifflin Harcourt (“HMH”) by Tempe School District No. 3 (the “District”) on or about August 10, 2018 (the “Contract”). On October 1, 2018, HMH agreed to transfer all terms and conditions of the Contract to Riverside Assessments, LLC (“Riverside”) as part of an Asset Purchase Agreement entered by and between HMH and Riverside (the “Transaction”). As a result of the Transaction, Riverside now operates independently from HMH as a separately organized company.

By this letter, HMH confirms the transfer described above and that Riverside has agreed to assume the obligations and liabilities of HMH pursuant to the Contract and to perform in accordance with and be bound by the terms and conditions set forth in the Contract.

Please let us know if you have any questions concerning the foregoing transfer. If not, please prepare an amendment to the Contract, as you described in your email to Beth Varner, dated January 14, 2019, documenting the transfer of the Contract, and the rights and obligations set forth therein, from HMH to Riverside.

Sincerely,



Nicole Genova
Director, Bids and Contracts