

REQUEST FOR MATERIAL CHANGE AMENDMENT NO. 1
TO
MASTER AGREEMENT

This Request for Material Change Amendment No.1 (this "**Amendment**") to the National Cooperative Purchasing Alliance ("**NCPA**") and Region 14 Education Service Center ("**Region 14 ESC**") Master Agreement, which includes but is not limited to the NCPA Administration Agreement, is effective as of August 17, 2023 (the "**Amendment Effective Date**"), by and between Comfort Systems USA Southwest, Inc. ("Vendor"), Comfort Systems USA, Inc. ("Added Vendor"), Region 14 ESC, and NCPA.

WHEREAS, Region 14 ESC, NCPA, and Vendor entered into that certain Master Agreement, effective as of December 13, 2021, Contract No. 02-127, for HVAC Equipment, Installation, Service, & Related Products by and between Region 14 ESC, NCPA, and Comfort Systems USA, Inc. and the parties desire to amend the Master Agreement, on the terms and conditions as provided herein; and

WHEREAS, Vendor has taken in an internal corporate restructuring whereby Added Vendor shall be responsible for the Services under the Master Agreement (collectively, the "**Transaction**"); and Vendor is hereby providing Region 14 ESC and NCPA with notice of material change to the Master Agreement that is hereby approved by Region 14 ESC and NCPA whereby the Vendor is assigning the Master Agreement to the Added Vendor which has been agreed to by Added Vendor and is approved by Region 14 ESC and NCPA;; and

WHEREAS, in connection with the Transaction, the parties desire to add Added Vendor to the Master Agreement and assign the Master Agreement to the Added Vendor as stated herein; and

WHEREAS, the parties hereto agree that the Master Agreement is amended as stated herein.

NOW, THEREFORE, in consideration of the mutual covenants set forth herein, the parties agree as follows:

1. Capitalized terms not otherwise defined in this Amendment shall have the same meaning as set forth in the Master Agreement.
2. Added Vendor is hereby added as a party to the Master Agreement and all references in both the Master Agreement to "Vendor" shall include "Comfort Systems USA".
3. Added Vendor acknowledges that it has received a copy of the Master Agreement, Contract No. 02-127, for HVAC Equipment, Installation, Service, & Related Products and agrees to be bound by the provisions of Contract No. 02-127 to the same extent as though it had originally been named to the Added Vendor.
4. Any references to "Vendor" or "Supplier" in the Master Agreement shall refer to Added Vendor and Added Vendor shall be liable for all obligations under the Master Agreement, which includes but is not limited to the obligations under the Administration Agreement.
5. With respect to reporting and payment of Administrative Fees under the Administration Agreement, the Added Vendor shall provide reporting and payment to NCPA in accordance with such sections.
6. Vendor, as provided for in the Master Agreement General Terms and Conditions, is hereby considered an authorized distributors/dealers (hereafter "Affiliates") to the Master Agreement, as set forth in Attachment A.
7. Except as set forth herein, the Master Agreement shall remain in full force and effect.

- 8. This Amendment may be executed in any number of multiple counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.
- 9. It is understood by all Parties to this Amendment, that Added Vendor may, pursuant to Tab 1 – Master Agreement General Terms and Conditions, add authorized affiliates which authorized affiliates are permitted, but not required, to sell products and services through the Master Agreement, to Public Agencies. See attached Exhibit A for current list of Added Vendor Subsidiaries.

VENDOR:

COMFORT SYSTEMS USA SOUTHWEST,

INC. DocuSigned by:

Tim Plaster

B24FC75703A14D1...

Signature
Tim Plaster

Name
Exec. Vice President

Title
8/16/2023 | 3:56 PM PDT

Date

**NATIONAL COOPERATIVE
PURCHASING ALLIANCE**

DocuSigned by:

Sarah Vavra

1477449FA80746A...

Signature
Sarah Vavra

Name
Sr. Vice President, Public Sector Contracting

Title
8/17/2023 | 9:14 AM CDT

Date

ADDED VENDOR:

COMFORT SYSTEMS USA, INC.

DocuSigned by:

Anthony Billups

FCD33446F5224DE...

Signature
Anthony Billups

Name
VP of Sales & Market Development

Title
8/16/2023 | 6:19 PM CDT

Date

EXHIBIT A
List of Comfort Systems USA, Inc. Subsidiaries
August 14, 2023

ACI Mechanical, Inc.
Air Systems Engineering, Inc.
AirTemp, Inc.
Altrax Tool and Equipment Co LLC
Amteck Communication Management LLC
Amteck Holdco LLC
Amteck Sprinkler LLC
Amteck, LLC
Armani East LLC
Associated Boiler Systems, Inc.
Atlantic Electric, LLC
BCH Holdings, Inc.
BCH Leasing, LLC
BCH Mechanical, L.L.C.
BCM Controls Corporation
Billone West LLC
Blue C, LLC dba HVACRedu.net
Brick & Mortar Ventures II, L.P.
California Comfort Systems USA, Inc.
ColonialWebb Contractors Company
Comfort Systems USA (Arkansas), Inc.
Comfort Systems USA (Intermountain), Inc.
Comfort Systems USA (Kentucky), Inc.
Comfort Systems USA (Mid South), Inc.
Comfort Systems USA (MidAtlantic), LLC
Comfort Systems USA (Northwest), Inc.
Comfort Systems USA (Ohio), Inc.
Comfort Systems USA (South Central), Inc.
Comfort Systems USA (Southeast), Inc.
Comfort Systems USA (Southwest), Inc.
Comfort Systems USA (Syracuse), Inc.
Comfort Systems USA (Texas), L.P.
Comfort Systems USA G.P., Inc.
Comfort Systems USA Strategic Accounts, LLC
Comfort Systems USA, Inc.
ConServ Building Services of Alabama, LLC
ConServ Building Services of Georgia, LLC
ConServ Building Services of North Carolina, LLC
ConServ Building Services of Tennessee, LLC
ConServ Building Services of Texas, LLC
ConServ Building Services, LLC
Control Concepts Mechanical Services, LLC
Control Concepts, LLC
CSUSA (10), LLC

Design Mechanical Incorporated
Dilling Group, Inc.
Dilling, LLC
Dyna Ten Corporation
Dyna Ten Maintenance Services, LLC
E Solutions LLC
Eastern Heating & Cooling, Inc.
Edwards Electrical & Mechanical, Inc.
Eldeco, Inc.
Environmental Air Systems, LLC
Envirotrol, LLC
F. W. Dilling, LLC
Granite State Holdings Company, Inc.
Granite State Plumbing & Heating, LLC
Hayes & Lunsford Electric, LLC
Hess Mechanical, LLC
Ivey Mechanical Company, LLC
Kodiak Labor Solutions, LLC
Mechanical Technical Services, Inc.
MEP Holding Co., Inc.
MJ Mechanical Services, Inc.
N471VY Trust
North American Mechanical, Inc.
OFF, LLC
Post Oak Insurance Co. Ltd.
Premier Prefabrication Solutions, LLC
Quality Air Heating & Cooling, Inc.
Riddleberger Brothers, Inc.
Royalaire Holdings, LLC
Royalaire Mechanical Services, LLC
S.I. Goldman Company, Inc.
S.M. Lawrence Company, Inc.
Seasonair, LLC
ShoffnerKalthoff MES, Inc.
Starr Electric Company, Incorporated
TAS Energy Inc.
TAS Modular Data Limited
Temp Right Service, Inc.
Tennessee Electric Company, Inc.
TES Controls, LLC
Thermal Service, LLC
Trinity Contractors, LLC
Trumbo Electric, Incorporated
Walker Electrical Contractors, Inc.
Walker Engineering, Inc.
Walker Industrial, LLC
Walker TX Holding Company, LLC
Western States Mechanical, Inc.