



State of West Virginia
 Department of Administration
 Purchasing Division
 2019 Washington Street East
 Post Office Box 50130
 Charleston, WV 25305-0130

Request for Quotation

RFQ NUMBER
708C0014

PAGE
1

ADDRESS CORRESPONDENCE TO ATTENTION OF
MICHAEL AUSTIN
304-558-2402

RFQ COPY
 TYPE NAME/ADDRESS HERE

VENDOR

Talley Communications
 10320 West 79th Street
 Shawnee, KS 66214
 (913) 492-6212
 www.talleycom.com

SHIP TO

DIVISION OF HIGHWAYS
 EQUIPMENT DIVISION
 ROUTE 33
 BRUSHY FORK ROAD
 BUCKHANNON, WV
 26201 304-472-1750

DATE PRINTED 02/26/2008	TERMS OF SALE	SHIP VIA	FOB	FREIGHT TERMS
BID OPENING DATE: 03/19/2008			BID OPENING TIME 01:30PM	

LINE	QUANTITY	UOP	CAT NO	ITEM NUMBER	UNIT PRICE	AMOUNT
0001	1	EA		725-12	\$ 31.44	\$ 31.44
MOBILE ANTENNAE WITH SPRING, BASE LOADED LOW BAND OPEN END CONTRACT PROVIDE MOBILE ANTENNAE WITH SPRINGS BASE LOADED LOW BAND ANTENNA WITH 3/4 IN. ALL BRASS NMO MOUNT WITH SPRING 46-50 MHZ FREQUENCY RANGE, 200 WATTS, UNITY GAIN. 17 FT. MIN. RG58A/U CABLE AND PL 259 CONNECTOR. PATTERN: OMNIDIRECTIONAL ANTENNA ROD: 17-7 PH. 100 X 49 IN. TAPERED STAINLESS STEEL LARSEN NMO SOCK WITH SPRING (OR EQUAL)						
0002	1	EA		725-12	\$ 31.44	\$ 31.44
BASE LOADED LOW BAND ANTENNA WITH 3/4 IN BASE LOADED LOW BAND ANTENNA WITH 3/4 IN. ALL BRASS NMO MOUNT WITH SPRING 27 MHZ FREQUENCY RANGE, 200 WATTS; UNITY GAIN. 17 FT. MIN. RG58A/U CABLE AND PL259 MALE CONNECTOR. PATTERN: OMNIDIRECTIONAL						

RECEIVED

2008 MAR -7 A 9:33

PURCHASING DIVISION
 STATE OF WV

per Quote # 727863

SEE REVERSE SIDE FOR TERMS AND CONDITIONS

SIGNATURE	TELEPHONE	DATE
TITLE	FEIN	ADDRESS CHANGES TO BE NOTED ABOVE

WHEN RESPONDING TO RFQ, INSERT NAME AND ADDRESS IN SPACE ABOVE LABELED 'VENDOR'



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				ANTENNA ROD: 17-7 PH. 100 X 49 IN. TAPERED STAINLESS STEEL LARSON NMO27CK WITH SPRING (OR EQUAL)		
<p>THE MODEL/BRAND/SPECIFICATIONS NAMED HEREIN ESTABLISH THE ACCEPTABLE LEVEL OF QUALITY ONLY AND ARE NOT INTENDED TO REFLECT A PREFERENCE OR FAVOR ANY PARTICULAR BRAND OR VENDOR. VENDORS WHO ARE BIDDING ALTERNATES SHOULD SO STATE AND INCLUDE PERTINENT LITERATURE AND SPECIFICATIONS. FAILURE TO PROVIDE INFORMATION FOR ANY ALTERNATES MAY BE GROUNDS FOR REJECTION OF THE BID. THE STATE RESERVES THE RIGHT TO WAIVE MINOR IRREGULARITIES IN BIDS OR SPECIFICATIONS IN ACCORDANCE WITH SECTION 148-1-4(F) OF THE WEST VIRGINIA LEGISLATIVE RULES AND REGULATIONS.</p> <p>EXHIBIT 3</p> <p>LIFE OF CONTRACT: THIS CONTRACT BECOMES EFFECTIVE ON AND EXTENDS FOR A PERIOD OF ONE (1) YEAR OR UNTIL SUCH "REASONABLE TIME" THEREAFTER AS IS NECESSARY TO OBTAIN A NEW CONTRACT OR RENEW THE ORIGINAL CONTRACT. THE "REASONABLE TIME" PERIOD SHALL NOT EXCEED TWELVE (12) MONTHS. DURING THIS "REASONABLE TIME" THE VENDOR MAY TERMINATE THIS CONTRACT FOR ANY REASON UPON GIVING THE DIRECTOR OF PURCHASING 30 DAYS WRITTEN NOTICE.</p> <p>UNLESS SPECIFIC PROVISIONS ARE STIPULATED ELSEWHERE IN THIS CONTRACT DOCUMENT, THE TERMS, CONDITIONS AND PRICING SET HEREIN ARE FIRM FOR THE LIFE OF THE CONTRACT.</p> <p>RENEWAL: THIS CONTRACT MAY BE RENEWED UPON THE MUTUAL WRITTEN CONSENT OF THE SPENDING UNIT AND VENDOR,</p>						
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<p>SUBMITTED TO THE DIRECTOR OF PURCHASING THIRTY (30) DAYS PRIOR TO THE EXPIRATION DATE. SUCH RENEWAL SHALL BE IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE ORIGINAL CONTRACT AND SHALL BE LIMITED TO TWO (2) ONE (1) YEAR PERIODS.</p> <p>CANCELLATION: THE DIRECTOR OF PURCHASING RESERVES THE RIGHT TO CANCEL THIS CONTRACT IMMEDIATELY UPON WRITTEN NOTICE TO THE VENDOR IF THE COMMODITIES AND/OR SERVICES SUPPLIED ARE OF AN INFERIOR QUALITY OR DO NOT CONFORM TO THE SPECIFICATIONS OF THE BID AND CONTRACT HEREIN.</p> <p>OPEN MARKET CLAUSE: THE DIRECTOR OF PURCHASING MAY AUTHORIZE A SPENDING UNIT TO PURCHASE ON THE OPEN MARKET, WITHOUT THE FILING OF A REQUISITION OR COST ESTIMATE, ITEMS SPECIFIED ON THIS CONTRACT FOR IMMEDIATE DELIVERY IN EMERGENCIES DUE TO UNFORESEEN CAUSES (INCLUDING BUT NOT LIMITED TO DELAYS IN TRANSPORTATION OR AN UNANTICIPATED INCREASE IN THE VOLUME OF WORK.)</p> <p>QUANTITIES: QUANTITIES LISTED IN THE REQUISITION ARE APPROXIMATIONS ONLY, BASED ON ESTIMATES SUPPLIED BY THE STATE SPENDING UNIT. IT IS UNDERSTOOD AND AGREED THAT THE CONTRACT SHALL COVER THE QUANTITIES ACTUALLY ORDERED FOR DELIVERY DURING THE TERM OF THE CONTRACT, WHETHER MORE OR LESS THAN THE QUANTITIES SHOWN.</p> <p>ORDERING PROCEDURE: SPENDING UNIT(S) SHALL ISSUE A WRITTEN STATE CONTRACT ORDER (FORM NUMBER WV-39) TO THE VENDOR FOR COMMODITIES COVERED BY THIS CONTRACT. THE ORIGINAL COPY OF THE WV-39 SHALL BE MAILED TO THE VENDOR AS AUTHORIZATION FOR SHIPMENT, A SECOND COPY MAILED TO THE PURCHASING DIVISION, AND A THIRD COPY RETAINED BY THE SPENDING UNIT.</p>						

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<p>BANKRUPTCY: IN THE EVENT THE VENDOR/CONTRACTOR FILES FOR BANKRUPTCY PROTECTION, THIS CONTRACT IS AUTOMATICALLY NULL AND VOID, AND IS TERMINATED WITHOUT FURTHER ORDER.</p> <p>THE TERMS AND CONDITIONS CONTAINED IN THIS CONTRACT SHALL SUPERSEDE ANY AND ALL SUBSEQUENT TERMS AND CONDITIONS WHICH MAY APPEAR ON ANY ATTACHED PRINTED DOCUMENTS SUCH AS PRICE LISTS, ORDER FORMS, SALES AGREEMENTS OR MAINTENANCE AGREEMENTS, INCLUDING ANY ELECTRONIC MEDIUM SUCH AS CD-ROM.</p> <p>EXHIBIT 10</p> <p>REQUISITION NO.:</p> <p>ADDENDUM ACKNOWLEDGEMENT</p> <p>I HEREBY ACKNOWLEDGE RECEIPT OF THE FOLLOWING CHECKED ADDENDUM(S) AND HAVE MADE THE NECESSARY REVISIONS TO MY PROPOSAL, PLANS AND/OR SPECIFICATION, ETC.</p> <p>ADDENDUM NO.'S:</p> <p>NO. 1</p> <p>NO. 2</p> <p>NO. 3</p> <p>NO. 4</p> <p>NO. 5</p> <p>I UNDERSTAND THAT FAILURE TO CONFIRM THE RECEIPT OF TH</p>						

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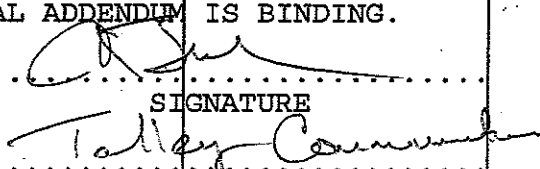
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<p>ADDENDUM(S) MAY BE CAUSE FOR REJECTION OF BIDS.</p> <p>VENDOR MUST CLEARLY UNDERSTAND THAT ANY VERBAL REPRESENTATION MADE OR ASSUMED TO BE MADE DURING ANY ORAL DISCUSSION HELD BETWEEN VENDOR'S REPRESENTATIVES AND ANY STATE PERSONNEL IS NOT BINDING. ONLY THE INFORMATION ISSUED IN WRITING AND ADDED TO THE SPECIFICATIONS BY AN OFFICIAL ADDENDUM IS BINDING.</p> <p style="text-align: center;">  SIGNATURE Talley Communications COMPANY 3-4-08 DATE </p> <p>REV. 11/96</p> <p style="text-align: center;">VENDOR PREFERENCE CERTIFICATE</p> <p>CERTIFICATION AND APPLICATION* IS HEREBY MADE FOR PREFERENCE IN ACCORDANCE WITH WEST VIRGINIA CODE, 5A-3-37 (DOES NOT APPLY TO CONSTRUCTION CONTRACTS).</p> <p>A. APPLICATION IS MADE FOR 2.5% PREFERENCE FOR THE REASON CHECKED:</p> <p>() BIDDER IS AN INDIVIDUAL RESIDENT VENDOR AND HAS RESIDED CONTINUOUSLY IN WEST VIRGINIA FOR FOUR (4) YEARS IMMEDIATELY PRECEDING THE DATE OF THIS CERTIFICATION; OR</p> <p>) BIDDER IS A PARTNERSHIP, ASSOCIATION OR CORPORA-</p>						

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<p>TION RESIDENT VENDOR AND HAS MAINTAINED ITS HEAD- QUARTERS OR PRINCIPAL PLACE OF BUSINESS CONTINUOUSLY IN WEST VIRGINIA FOR FOUR (4) YEARS IMMEDIATELY PRECEDING THE DATE OF THIS CERTIFICATION; OR 80% OF THE OWNERSHIP INTEREST OF BIDDER IS HELD BY ANOTHER INDIVIDUAL, PARTNERSHIP, ASSOCIATION OR CORPORATION RESIDENT VENDO WHO HAS MAINTAINED ITS HEADQUARTERS OR PRINCIPAL PLACE OF BUSINESS CONTINUOUSLY IN WEST VIRGINIA FOR FOUR (4) YEARS IMMEDIATELY PRECEDING THE DATE OF THIS CERTIFICATION; OR</p> <p>() BIDDER IS A CORPORATION NONRESIDENT VENDOR WHICH HAS AN AFFILIATE OR SUBSIDIARY WHICH EMPLOYS A MINIMUM OF ONE HUNDRED STATE RESIDENTS AND WHICH HAS MAINTAINED ITS HEADQUARTERS OR PRINCIPAL PLACE OF BUSINESS WITHIN WEST VIRGINIA CONTINUOUSLY FOR THE FOUR (4) YEARS IMMEDIATELY PRECEDING THE DATE OF THIS CERTIFICATION.</p> <p>B. APPLICATION IS MADE FOR 2.5% PREFERENCE FOR THE REASON CHECKED:</p> <p>() BIDDER IS A RESIDENT VENDOR WHO CERTIFIES THAT, DURING THE LIFE OF THE CONTRACT, ON AVERAGE AT LEAST 75% OF THE EMPLOYEES WORKING ON THE PROJECT BEING BID. ARE RESIDENTS OF WEST VIRGINIA WHO HAVE RESIDED IN THE STATE CONTINUOUSLY FOR THE TWO YEARS IMMEDIATELY PRECEDING SUBMISSION OF THIS BID; OR</p> <p>() BIDDER IS A NONRESIDENT VENDOR EMPLOYING A MINIMUM OF ONE HUNDRED STATE RESIDENTS OR IS A NONRESIDENT VENDOR WITH AN AFFILIATE OR SUBSIDIARY WHICH MAINTAINS ITS HEADQUARTERS OR PRINCIPAL PLACE OF BUSINESS WITHIN WEST VIRGINIA EMPLOYING A MINIMUM OF ONE HUNDRED STATE RESIDENTS WHO CERTIFIES THAT, DURING THE LIFE OF THE CONTRACT, ON AVERAGE AT LEAST</p>						

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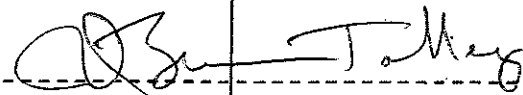
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<p>75% OF THE EMPLOYEES OR BIDDERS' AFFILIATE'S OR SUBSIDIARY'S EMPLOYEES ARE RESIDENTS OF WEST VIRGINIA WHO HAVE RESIDED IN THE STATE CONTINUOUSLY FOR THE TWO YEARS IMMEDIATELY PRECEDING SUBMISSION OF THIS BID.</p> <p>BIDDER UNDERSTANDS IF THE SECRETARY OF TAX & REVENUE DETERMINES THAT A BIDDER RECEIVING PREFERENCE HAS FAILED TO CONTINUE TO MEET THE REQUIREMENTS FOR SUCH PREFERENCE, THE SECRETARY MAY ORDER THE DIRECTOR OF PURCHASING TO: (A) RESCIND THE CONTRACT OR PURCHASE ORDER ISSUED; OR (B) ASSESS A PENALTY AGAINST SUCH BIDDER IN AN AMOUNT NOT TO EXCEED 5% OF THE BID AMOUNT AND THAT SUCH PENALTY WILL BE PAID TO THE CONTRACTING AGENCY OR DEDUCTED FROM ANY UNPAID BALANCE ON THE CONTRACT OR PURCHASE ORDER.</p> <p>BY SUBMISSION OF THIS CERTIFICATE, BIDDER AGREES TO DISCLOSE ANY REASONABLY REQUESTED INFORMATION TO THE PURCHASING DIVISION AND AUTHORIZES THE DEPARTMENT OF TAX AND REVENUE TO DISCLOSE TO THE DIRECTOR OF PURCHASING APPROPRIATE INFORMATION VERIFYING THAT BIDDER HAS PAID THE REQUIRED BUSINESS TAXES, PROVIDED THAT SUCH INFORMATION DOES NOT CONTAIN THE AMOUNTS OF TAXES PAID NOR ANY OTHER INFORMATION DEEMED BY THE TAX COMMISSIONER TO BE CONFIDENTIAL.</p> <p>UNDER PENALTY OF LAW FOR FALSE SWEARING (WEST VIRGINIA CODE 61-5-3), BIDDER HEREBY CERTIFIES THAT THIS CERTIFICATE IS TRUE AND ACCURATE IN ALL RESPECTS; AND THAT IF A CONTRACT IS ISSUED TO BIDDER AND IF ANYTHING CONTAINED WITHIN THIS CERTIFICATE CHANGES DURING THE TERM OF THE CONTRACT, BIDDER WILL NOTIFY THE PURCHASING DIVISION IN WRITING IMMEDIATELY.</p> <p>BIDDER: </p>						

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<p>DATE: 3.4.08</p> <p>SIGNED: <i>[Signature]</i></p> <p>TITLE: <i>Gen. Mgr.</i></p>						
<p>* CHECK ANY COMBINATION OF PREFERENCE CONSIDERATION(S) IN EITHER "A" OR "B", OR BOTH "A" AND "B" WHICH YOU ARE ENTITLED TO RECEIVE. YOU MAY REQUEST UP TO THE MAXIMUM 5% PREFERENCE FOR BOTH "A" AND "B". (REV. 12/00)</p>						
<p>NOTICE</p> <p>A SIGNED BID MUST BE SUBMITTED TO:</p> <p>DEPARTMENT OF ADMINISTRATION PURCHASING DIVISION BUILDING 15 2019 WASHINGTON STREET, EAST CHARLESTON, WV 25305-0130</p>						
<p>THE BID SHOULD CONTAIN THIS INFORMATION ON THE FACE OF THE ENVELOPE OR THE BID MAY NOT BE CONSIDERED:</p> <p>SEALED BID</p>						
BUYER:				33		
RFQ. NO.:				708C0014		

None

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				PLEASE PROVIDE A FAX NUMBER IN CASE IT IS NECESSARY TO CONTACT YOU REGARDING YOUR BID:		
						800-392-3266
				CONTACT PERSON (PLEASE PRINT CLEARLY):		
						Kendra Bynum
***** THIS IS THE END OF RFQ 708C0014 ***** TOTAL:						

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ORDERING INFORMATION

Orders from the WVDOH, Equipment Division may be placed by telephone and/or facsimile.

DELIVERY REGULATIONS

Vendor must guarantee that he will maintain in his warehouse adequate stock to supply the needs of the WV Division of Highways at all times. ORDERS MUST NOT BE HELD BY THE VENDOR UNTIL A MAXIMUM ORDER POINT HAS BEEN REACHED. ORDERS SHOULD BE SHIPPED IN A MAXIMUM OF THREE (3) WORKING DAYS OR THE WV DIVISION OF HIGHWAYS COMMUNICATIONS SUPERVISOR MAY GO OFF CONTRACT TO PURCHASE THE PARTS ON THE OPEN MARKET AFTER 5 DAYS WITH THE APPROVAL OF THE EQUIPMENT DIVISION DIRECTOR. ALL OPEN MARKET PURCHASES MUST BE MADE IN ACCORDANCE WITH THE DEPARTMENT OF ADMINISTRATION PURCHASING DIVISION REGULATIONS.

A restocking charge can only be attached by the vendor with prior mutual consent.

All deliveries of merchandise and/or shipping documents at the Equipment Division must be properly marked on the outside of the carton showing the WV Division of Highways Purchase Order Number. Any material delivered without this information on the outside of cartons or documents will be returned to shipper at shipper expense.

METHOD OF PAYMENT

Purchasing Card Acceptance; The State of West Virginia currently utilizes a Visa Purchasing Card program which is issued through a local bank. The successful Vendor must accept the State of West Virginia Visa Purchasing Card for payment of all orders placed by the West Virginia Division of Highways, Equipment Division, Buckhannon, WV as a condition of award.

For a WVDOT Purchasing Card Purchase, vendor must provide a credit receipt, sales, receipt, or cash register receipt. Vendor is not to charge until items are shipped.

**Send receipts to: WV Division of Highways – Equipment Division
P.O. Box 610
Buckhannon, WV 26201
Attention: Dirk Burnside**



You connect the world.
We make it easy.™

March 4, 2008

Mr. Michael Austin
Procurement Agent
State of West Virginia
P.O. Box 50130
2019 Washington Street East
Charleston, WV 25305-0130

Ref: Your RFQ #708C0014

Dear Mr. Austin:

Please consider the enclosed bid package in response to your RFQ, # referenced above. Information on our company is enclosed also. We at Talley Communications are anxious to serve you, as we have our many customers in the wireless industry for nearly 25 years now. We do this with a single goal in mind...to help make our customers more successful and by delivering on our commitments. These commitments include..

- Expect to be treated like an individual, with personalized, expert assistance from an industry veteran (our people have an average of more than 20 years experience) to help you complete your projects in the shortest possible time, with the best quality products and, at the lowest overall project cost.
- We'll provide you with quick access to inventory from more than 120 manufacturers in one of our 5 fully stocked regional warehouses; from towers to grounding, from antennas to broadband radios, you'll find everything you need at Talley.
- You can register to use our on-line ordering tool; it's convenient, easy-to-use and, you can check order status, product availability, make quotes and save a list of your favorites there at <http://shop.talleycom.com/store/>.
- Our ISO9000-registered manufacturing facility can provide custom jumper assembly work and stocks millions of feet of cable in all sizes, and provides quick turn around to your custom specification.
- We can also meet your needs for custom order staging and kitting to get parts where and you need them, when you need them, and in one convenient box, to fit the project at hand.

In short, what Talley Communications strives to help make your job much easier. Thank for your consideration!

Sincerely,

Pete

Peter D. Brake
General Manager
Talley Communications-Kansas City
You connect the world. We make it easy.™

TALLEY COMMUNICATIONS CORP.
 10320 W. 79TH STREET
 SHAWNEE, KS 66214
 Phone 913-492-6212 Fax 913-492-2948

Quotation# 727863
 Location# 70
 Date 03/04/08
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** Quotation **

120837
 * STATE OF WEST VIRGINIA
 DEPARTMENT OF ADMINISTRATION
 PURCHASING DIVISION
 P.O. BOX 50130
 CHARLESTON, WV 25305-0130

Ship To:
 STATE OF WEST VIRGINIA
 DIVISION OF HIGHWAYS
 ROUTE 33
 BRUSHY FORK ROAD
 BUCKHANNON, WV 26201

=====
 Ord-Date:03/04/08 Expire:04/03/08 Written:PDB Terms:TO BE ANNOUNCED
 Cust P/O:RFQ 708C0014 Reqs:TMP/900 Ship Via:UPS GROUND
 =====

Product/Description	Quantity	Price	U/M	Extension
LARNMO50CK 50-54MHz Coil/Whip, Unity, 3/4 Mount w./ 17' CX Cable PL-259	1	25.4400	EA	25.44
LARSPRING Chrome Shock Spring	1	6.0000	EA	6.00
LARNMOCK27CK 27-31MHz, Unity, Coil/Whip w./ NMO Mount 17' CX Cable PL-259	1	25.4400	EA	25.44
LARSPRING Chrome Shock Spring	1	6.0000	EA	6.00

*** NOTICE: ALL QUOTES ARE FOB ORIGIN UNLESS OTHERWISE SPECIFIED. ***
 *** FREIGHT CHARGES ARE DETERMINED AT TIME OF SHIPMENT. ***

Merchandise	Handling	Misc. Charge	Tax	Freight	Invoice Total
62.88	0.00	0.00	0.00	0.00	62.88

=====
 ***SEND CC RECEIPT TO DIRK BURNSIDE
 P.O. BOX 610, BUCKHANNON, WV 26201***

Accepted:

By: _____

Date: _____ PO#: _____



The Communications Solution Company®

Type of Business

Distributor of Commercial and Personal Communication Equipment

California Corporation, Established July 1, 1983

KEY CONTACTS

Mark D. Talley, President
Jeffrey R. Talley, Executive Vice President
John D. Talley, Executive Vice President
Richard M. Talley, Executive Vice President
George R. Hulbert, Vice President/CFO
Hal Wooden, Vice President/Sales

REMIT TO ADDRESS

Talley Communications
Dept. LA 22514
Pasadena, CA 91185-2514

SALES LINES

Phone: (800) 949-7079 x1700
Fax: (800) 282-3266

CORPORATE HEADQUARTERS

Talley Communications
12976 Sandoval Street
Santa Fe Springs, CA 90670
Phone: (562) 906-8000
Corporate Fax: (562) 906-8080
General Manager: Scott B. Hosier x1063

CORPORATE IDENTIFICATION

Federal ID Number: TIN-95-3872464
California ID Number: 311-1735-1
California Resale Number: SRAD 14-687195-0001-AD
Kansas Resale Number: 07-292539-Y
Washington Resale Number: 602-012-660-0
SIC: Code 5065 CAGE Code: OGAB3 DUN'S #: 046437422

BRANCH LOCATIONS

Talley Communications Corp.
10320 W. 79th Street
Shawnee, KS 66214-1561
Phone: (913) 492-6212
Fax: (913) 492-2948
General Manager: Peter D. Brake x1702

Talley Communications Corp.
2640 N. 37th Avenue
Phoenix, Arizona 85009
Phone: (602) 353-8200
Fax: (602) 353-0111
General Manager: David B. Madge x1220

Talley Communications Corp.
11288 Pyrites Way
Gold River, CA 95670
Phone: (916) 273-1300
Fax: (916) 273-1380
General Manager: John D. Talley x1302

Talley Communications Corp.
2902 Lincoln Way, Bldg. A-300
Lynnwood, Washington 98037
Phone: (425) 741-5995
Fax: (425) 741-5992
General Manager: Randy Hudson x1502

BANK AND PROFESSIONAL REFERENCES

BANK REFERENCES

Mellon 1st Business Bank
601 West Fifth Street
Los Angeles, California 90071
Phone: (213) 489-1000
Checking Account No: 001-649620
Contact: David K. Plourde, Senior Vice President

INSURANCE

Sullivan Curtis & Moore
Par Brown, Don Chedwick
2100 Main Street, Ste. 350
Irvine, CA 92614
Phone: (949) 250-7172

CPA

Egan & Egan
Robert M. Egan
7632 Desoto Ave.
Canoga Park, CA 91304
Phone: (818) 346-2026

ATTORNEYS

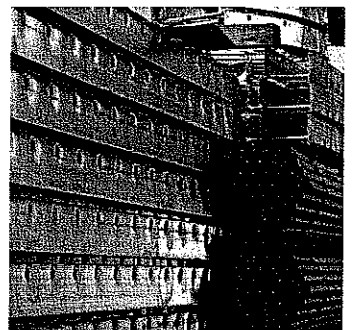
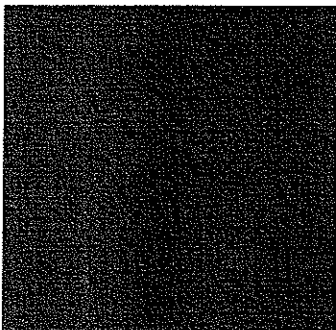
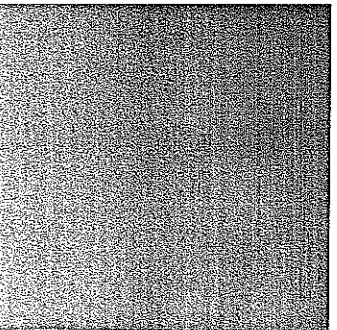
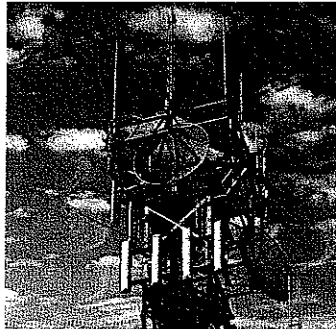
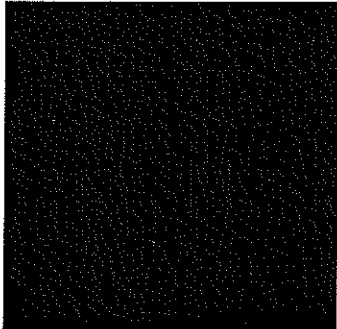
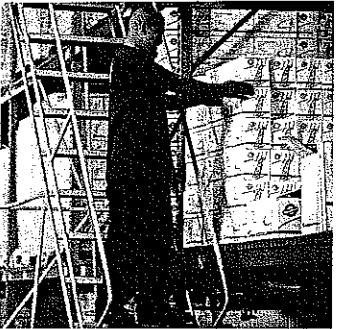
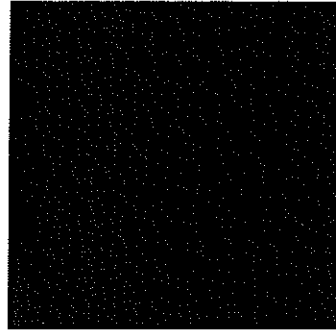
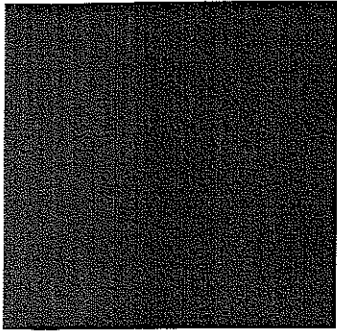
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1900 Avenue of the Stars
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Phone: (310) 286-1700

Jaburg & Wilk, P.C Attorneys at Law
Kathi Mann Sandweiss
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Phoenix, Arizona 85012
Phone: (602) 248-1000

12976 Sandoval Street, Santa Fe Springs, CA 90670-3024 · (562) 906-8000
23125 Bernhard Street, Hayward, CA 94545-1622 · (510) 783-2111
2902 Lincoln Way, Bldg A-300, Lynnwood, WA 98037 · (425) 741-5995
2640 N. 37th Avenue, Phoenix, AZ 85009-1326 · (602) 353-8200
e-mail: sales@talleycom.com · internet: www.talleycom.com

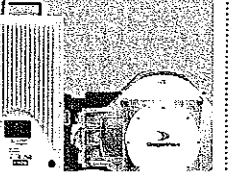
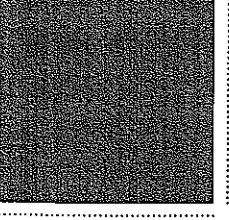
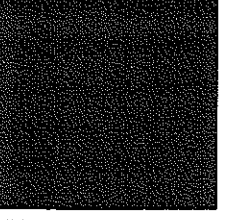
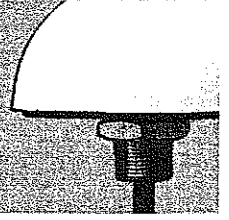
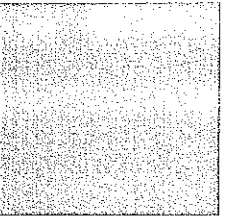
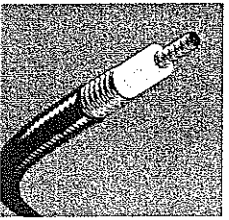
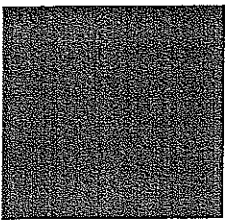
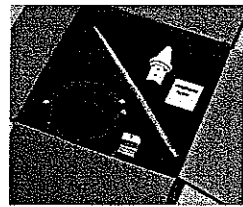
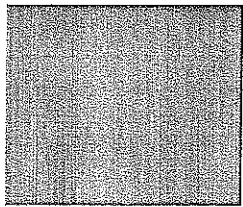
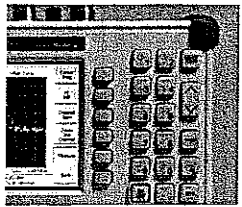
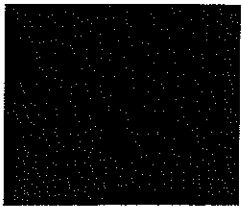
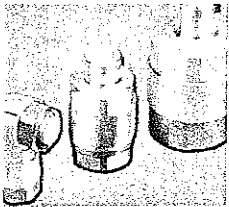
WIRELESS

Communications ▶ Infrastructure ▶ Mobile Products



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COMMUNICATIONS®

You connect the world.
We make it easy.™



Get more than a distributor.

It's time to start thinking differently about your distributor.

WIRELESS

Communications ▶ Infrastructure ▶ Mobile Products

Talley Communications provides much more than you ever expected from your RF suppliers. With Talley, you get the care and attention of a family-owned company that values relationships with customers like you.

When you call Talley, you'll receive expert guidance from people who've worked in the wireless communications industry an average of 20 years each. Not a faceless website. Not a nameless sales rep. In fact, your Talley representatives will be your working partners, helping to make sure you order all the products you need for your projects. We'll also help you structure your orders for the most cost-effective shipping and personally track them to ensure prompt delivery. It's all part of our commitment to help you reduce your total project costs in every possible way.

To meet your product and delivery needs even more quickly, Talley has expanded to an unmatched five distribution centers across the United States.

Why do we go the extra mile to serve you?

Because at Talley, we measure our success by your success. That's been our guiding philosophy since day one. If this is more than you've come to expect from a distributor, then we've succeeded in our mission.



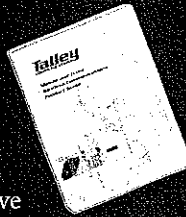
You connect the world.
We make it easy.™

**Find what you need,
when you need it, at Talley.**

Talley offers you thousands of products from our five U.S. distribution centers. With a multi-million dollar inventory always on hand, you'll be able to find everything you need for your projects at Talley with just one phone call.

**Find it fast with the
Talley Product Guide.**

The Talley Product Guide makes it easy to find just what you need to meet your project requirements. This comprehensive reference book gives you detailed specifications for thousands of products to help you determine exactly what to order. You'll want to keep it handy every time you design a project.



Not sure what you need? Just ask.

We've been in the RF business for 23 years. That's long enough to have seen just about every kind of wireless infrastructure project. We've helped all kinds of customers assemble all the products they need to get the job done — even products they didn't know they needed. RF is our specialty. So is helping customers from start to finish. Got a unique project? Just ask us.

Custom staging and kitting.

Give us your build/deployment schedule and your list of materials. Tell us exactly how you want your orders labeled and packaged, and where and when you want them delivered. We'll take care of the rest.

Take advantage of our custom kitting to sort and package products exactly as you need them so you can get to work right out of the box at your job site. With Talley, your project logistics just got a whole lot easier.

**Get two-day ground service
across the country.**

With five strategically-located distribution centers, Talley can get your orders to you virtually anywhere in the U.S. in two days or less using ground service. Now you can enjoy fast delivery with unprecedented cost efficiency.

Meet all of your custom RF cable needs.

Talley makes it possible to meet your product and cable assembly needs all in one place. With millions of feet of coaxial cable and an unmatched inventory of connectors in stock, Talley can meet practically any need you've got right away, whether it's single quantities or by the thousands. Our full-time team of highly-skilled technicians will manufacture your cable assemblies in our dedicated facility using the latest cable processing and testing equipment. Talley cable manufacturing is ISO 9001:2000 certified, of course. We also provide further testing services to meet additional quality assurance requirements. Our cable assembly brochure will give you complete information about all of Talley's cable solutions.

Talley can also meet your processing needs for large-scale cable in each of our five U.S. distribution centers, eliminating the hassle and expense of scrap cable in your projects. Ask us for bulk coax or cut-to-length with connectors installed by our factory-certified technicians. Whatever your handling capabilities, we'll process your cable to meet your exact needs.

State-of-the-art Broadband solutions.

Broadband technology is moving at a dizzying pace. Talley will keep you up to speed, with guidance from our broadband experts and a comprehensive inventory of products to help you build unlicensed and licensed broadband solutions. Choose microwave radios for point-to-point or point-to-multipoint voice and data applications from top manufacturers including Adtran, Alcatel, DragonWave, Laser Bit and Redline. Ask for your Talley broadband brochure for complete information.

**Take advantage of Talley
training and seminars.**

Stay current on RF products with our seminars, training sessions and manufacturer certification classes. Talley offers you certification classes for many manufacturers such as Andrew Institutes, Anritsu Site Master and Redline Communications. Regular classes are held at Talley's training centers, and we can also come to your facility. Learn about all of our classes and seminars at www.talleycom.com.

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Corinex
BPL: Broadband Over Powerline



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PCTEL
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Anritsu
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MESA
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CORPORATION
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Shell Solar
Photovoltaic Solar Products

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ANDREW.
DECIBEL
Antennas

MicroTRAK
GPS: Asset Tracking

RADIALL/LARSEN
antenna technologies
Antennas: Base, Mobile & Portable

ASTRON
Power Supplies, Inverters

Digital ANTENNA
Bi-Directional Amplifiers

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Sinclair Technologies Inc.
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Site Management Systems

Belden
Coaxial Cable & Wire

DragonWave
Microwave Radios,
Licensed & Unlicensed

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COMPONENTS
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communications
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TELEWAVE, INC.™
Cavities, Duplexers,
Combiner Systems & Antennas

BIRD
Electronic Corporation
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& Loads, Antenna Analyzers

EMR corp.
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Isolators, Multicouplers

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Inverters & Battery Chargers

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COMMUNICATIONS
RF Power Amplifiers

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800.949.7079

Los Angeles- Corporate

12976 Sandoval St.
Sante Fe Springs, CA 90670
Phone: 562.906.8000

Kansas City

10320 W. 79th St.
Shawnee, KS 66214
Phone: 913.492.6212

Phoenix

2640 North 37th Ave.
Phoenix, AZ 85009
Phone: 602.353.8200

Sacramento

11288 Pyrites Way
Gold River, CA 95670
Phone: 916.273.1300

Seattle

2902 Lincoln Way, Bldg. A-300
Lynnwood, WA 98087
Phone: 425.741.5995

sales@talleycom.com

www.talleycom.com

Fax 800.530.8821

STATE OF WEST VIRGINIA
Purchasing Division**PURCHASING AFFIDAVIT**

West Virginia Code §5A-3-10a states: No contract or renewal of any contract may be awarded by the state or any of its political subdivisions to any vendor or prospective vendor when the vendor or prospective vendor or a related party to the vendor or prospective vendor is a debtor and the debt owed is an amount greater than one thousand dollars in the aggregate

DEFINITIONS:

"Debt" means any assessment, premium, penalty, fine, tax or other amount of money owed to the state or any of its political subdivisions because of a judgment, fine, permit violation, license assessment, defaulted workers' compensation premium, penalty or other assessment presently delinquent or due and required to be paid to the state or any of its political subdivisions, including any interest or additional penalties accrued thereon.

"Debtor" means any individual, corporation, partnership, association, limited liability company or any other form or business association owing a debt to the state or any of its political subdivisions. "Political subdivision" means any county commission; municipality; county board of education; any instrumentality established by a county or municipality; any separate corporation or instrumentality established by one or more counties or municipalities, as permitted by law; or any public body charged by law with the performance of a government function or whose jurisdiction is coextensive with one or more counties or municipalities. "Related party" means a party, whether an individual, corporation, partnership, association, limited liability company or any other form or business association or other entity whatsoever, related to any vendor by blood, marriage, ownership or contract through which the party has a relationship of ownership or other interest with the vendor so that the party will actually or by effect receive or control a portion of the benefit, profit or other consideration from performance of a vendor contract with the party receiving an amount that meets or exceeds five percent of the total contract amount.

EXCEPTION: The prohibition of this section does not apply where a vendor has contested any tax administered pursuant to chapter eleven of this code, workers' compensation premium, permit fee or environmental fee or assessment and the matter has not become final or where the vendor has entered into a payment plan or agreement and the vendor is not in default of any of the provisions of such plan or agreement.

LICENSING: Vendors must be licensed and in good standing in accordance with any and all state and local laws and requirements by any state or local agency of West Virginia, including, but not limited to, the West Virginia Secretary of State's Office, the West Virginia Tax Department, West Virginia Insurance Commission, or any other state agencies or political subdivision. Furthermore, the vendor must provide all necessary releases to obtain information to enable the Director or spending unit to verify that the vendor is licensed and in good standing with the above entities.

CONFIDENTIALITY: The vendor agrees that he or she will not disclose to anyone, directly or indirectly, any such personally identifiable information or other confidential information gained from the agency, unless the individual who is the subject of the information consents to the disclosure in writing or the disclosure is made pursuant to the agency's policies, procedures and rules. Vendors should visit www.state.wv.us/admin/purchase/privacy for the Notice of Agency Confidentiality Policies.

Under penalty of law for false swearing (West Virginia Code, §61-5-3), it is hereby certified that the vendor acknowledges the information in this said affidavit and are in compliance with the requirements as stated.

Vendor's Name: _____

Tolley Communications

Authorized Signature: _____

[Signature]

Date: _____

3.4.08