

LIMITED CONTRACT ASSIGNMENT AND ASSUMPTION AGREEMENT

This Limited Contract Assignment and Assumption Agreement is made by and between the Houston-Galveston Area Council hereinafter referred to as H-GAC, 3M Company (Contractor) at 3M Center, Bldg 223-2N-30, St. Paul, MN. and Dival Safety Equipment, Inc (Assignee) at 1721 Niagara Street, Buffalo, NY 14207.

WHEREAS, Contractor entered into a cooperative purchasing Contract, identified as EE11-24 with H-GAC for the sale of Emergency Medical, Safety, and Rescue Equipment to various End User governmental agencies participating in H-GAC's Cooperative Purchasing Program; and

WHEREAS, Contractor wishes to assign certain of its rights and obligations under the original Contract to Assignee and retain the remainder; and

WHEREAS, Assignee wishes to accept the limited assignment of the Contract; and

WHEREAS, H-GAC is willing to consent to the limited assignment provided that the Assignee agrees to comply with all terms of the Contract;

WHEREAS, This Agreement goes into effect on the date signed by all parties to this agreement (the "Effective Date") and ends October 31, 2028. All products or services under this Agreement must be rendered within this performance period.

NOW THEREFORE, the parties agree as follows:

Section 1 Contractor hereby assigns to Assignee all its rights and obligations under the Contract with respect to the following:

Right to sell products/services: see attached document

Right to sell products/services in the following geographical area: See attached document

Right to administer Purchase Orders: N/A

Section 2 Assignee accepts the assignment from the Contractor and assumes the obligation to provide the products and services specified in Section 1 and to otherwise perform all applicable obligations of the Contractor under the Contract on and after the Effective Date. Contractor will continue to be responsible for all actions taken by Contractor and Purchase Orders processed under the Contract prior to the Effective Date.

Section 3 Contractor reserves to itself the exclusive right to provide all the products and services described in the Contract, except those specifically assigned to Assignee pursuant to Section 1 hereof.

Section 4 H-GAC hereby consents to such limited assignment and assumption.

Unless otherwise noted, this Agreement goes into effect on the date signed by all parties to this Agreement (the "Effective Date"). All other terms and conditions of the Contract shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Contract Limited Assignment and Assumption Agreement to be executed by their respective duly authorized representatives.

3M Company. (Contractor)

Signature: *Tabatha Williams*

Name: Tabatha Williams

Title: Contract Coordinator

Date: 27-Jul-2026

Dival Safety Equipment, Inc (Assignee)

Signature: *Lisa Milideo*

Name: Lisa Milideo

Title: First Responder Channel Administrator

Date: 27-Jul-2026

Houston-Galveston Area Council

Signature: 

Name: Chuck Wemple

Title: Executive Director

Date: 27-Jul-2026

Assignee Name	Dival Safety
Contact & Title	Lisa Milideo
Address	1721 Niagara Street
City	Buffalo
State	NY
Zip Code	14207
Email Address	Lmilideo@divalsafety.com
Phone	856-404-1273
Geographical Area	NJ (Counties of Atlantic, Burlington, Cumberland, Gloucester, May, and Salem)
Specific Products Services Categories	All (manufacturer) products listed on contract

Attachment A
3M Company
Emergency Medical, Safety, and Rescue Equipment
Contract No.: EE11-24

Manufacturer	Item Description	HGACBuy Discount
3M Company	3M ScottFire Safety Price List - Effective May 1, 2024 (as submitted in response)	15%