

**EXHIBIT "F"**  
**SOFTWARE SOURCE CODE ESCROW AGREEMENT**  
**RFP: Work Order System Replacement**  
**(HCAA Project No. 5510 10)**

**In accordance with responses requested in the Work Order System Replacement Request for Proposals (RFP)**, the Proposer will furnish, and keep current, the software source code in machine-readable format and documentation to be held in a third party escrow account set up and paid for by the Authority. If the Proposer terminates operations at Tampa International Airport due to extraordinary business circumstances and can no longer provide software support, the Authority will have the right to provide written notice by certified mail to the Proposer and Escrow Agent to access and take possession of the software source code from escrow within 10 days of such notification in order to continue operation of the installed system. Software escrow agreement fiduciary information is provided **below**:

A software source code escrow agreement was made and entered into \_\_\_\_\_, 2010 by and among Hillsborough County Aviation Authority ("Authority"), having its principal office at Tampa International Airport, Landside Terminal Building, Level 3, Blue Side, mailing address, P.O. Box 22287, Tampa, FL 33622, and \_\_\_\_\_.

**IN WITNESS WHEREOF**, the parties hereto have set their hands and corporate seals on this \_\_\_\_ day of \_\_\_\_\_, 2010.

**HILLSBOROUGH COUNTY AVIATION AUTHORITY**

*(Affix Corporate Seal)*

By: \_\_\_\_\_  
Alfred S. Austin, Chairman  
Address: P. O. Box 22287  
Tampa, FL 33622

**ATTEST:**

\_\_\_\_\_  
Joseph F. Diaco, MD, Secretary  
Address: P. O. Box 22287  
Tampa, FL 33622

Signed, sealed, and delivered in the presence of:

\_\_\_\_\_  
Witness

Print Name

\_\_\_\_\_  
Witness

Print Name

**LEGAL FORM APPROVED:**

BY: \_\_\_\_\_

David Scott Knight,  
Associate General Counsel

**HILLSBOROUGH COUNTY AVIATION AUTHORITY**

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2010,  
by \_\_\_\_\_ in the capacity of Chairman of the Board of Directors,  
and \_\_\_\_\_, in the capacity of Secretary of the Board of Directors,

**HILLSBOROUGH COUNTY AVIATION AUTHORITY**, a public body corporate under the laws of  
the State of Florida, on its behalf. They are personally known to me and did not take an oath.

*(Stamp or seal of Notary)*

\_\_\_\_\_  
Signature of Notary

\_\_\_\_\_  
Type or print name of Notary

\_\_\_\_\_  
Date of Commission Expiration (if not on stamp or seal)

**Proposer's Name** (Holdings) USA, Inc. ('Licensor'), a corporation organized under the laws of the State  
of XXXXXX, which has its principal office at XXXXXXXXXXXXXXXX, and **NAME OF ESCROW  
AGENT**, ("Escrow Agent"). The fiduciary address is XXXXXXXXXXXX, Phone , fax: XXXXXXXX,  
XXXXXX@XXXXX.com.

**COMPANY:** \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Print Address

Signed and delivered in the presence of:

\_\_\_\_\_  
Witness

\_\_\_\_\_

Print Name

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Print Name

**COMPANY:** \_\_\_\_\_

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2010,

by \_\_\_\_\_ in the capacity of \_\_\_\_\_, a  
(Individual's Name) (Individual's Title)

\_\_\_\_\_ a \_\_\_\_\_  
(Name of organization or company, if any) (Corporation / Partnership / Sole Proprietor / Other)

on its behalf. \_\_\_\_\_  
(He is / She is) (Personally known to me / not personally known to me)

\_\_\_\_\_  
and has produced the following document of identification)

(Stamp or Seal of Notary)

\_\_\_\_\_  
Signature of Notary

Type or Print Name of Notary

\_\_\_\_\_  
Date of Commission Expiration (if not on stamp or seal)