



LSMx Addendum

# Business Retention Supplement

Buxton®



Prepared by Parker Key

March 15, 2018

**City of Maricopa, AZ**

39700 W. Civic Center Plaza  
Maricopa, AZ 85138

This Addendum is entered into between the City of Maricopa, AZ ("City of Maricopa"), Buxton Company ("Buxton"), and LSMx, Inc. ("LSMx") (each a "Party" and collectively the "Parties"). This Addendum is attached to and made part of the Agreement between Buxton and the City of Maricopa, dated \_\_\_\_\_ ("Buxton Agreement").

The purpose of this Addendum is to provide the City of Maricopa with access to LSMx software subscriptions for the Term of the Buxton Agreement, unless terminated earlier as set forth in the Buxton Agreement. The Parties acknowledge that this Addendum and each of its provisions is expressly contingent upon the Buxton Agreement and associated fees remaining in full force and effect.

**Background**

**LSMx**, which stands for **Local Store Marketing** powered by Buxton, is a proprietary customer acquisition solution designed specifically for small business owners and franchisees. Local governments and economic development agencies can also leverage this tool to support local businesses and entrepreneurs, foster an environment that encourages private-public partnerships, and strengthen the business climate in their community. For each month of the Term of the Buxton Agreement, the City of Maricopa will have access to up to 25 complimentary LSMx monthly subscriptions.

**Deliverables and Terms**

- Up to 25 LSMx subscriptions will be provided at no additional charge to the City of Maricopa for designation of access at the City of Maricopa's sole discretion to local retail, restaurant and service provider subscribers (each a "subscriber") during the Term of the Buxton Agreement.
- Any default or termination under the Buxton Agreement will also constitute a default and termination under this Addendum. In the event that the Buxton Agreement is terminated, the 25 monthly subscriptions will be canceled, at which time, each Subscriber will have the option of continuing their subscription at standard rates. Standard rates will be the prevailing rate at the time of cancelation.
- All fees associated with advertising campaigns executed via the LSMx software by the subscriber are at an additional cost to the subscriber. Each subscriber executing advertising campaigns within the LSMx software are responsible for such costs via the credit card information they provide in the LSMx software.
- If the City of Maricopa requests services not specified in this Addendum, the parties shall enter into an additional Addendum setting forth the additional services, fees, and other mutually agreed upon terms.
- The Parties to this Addendum expressly agree to the following terms and conditions:

- Each subscriber will be subject to the applicable terms and conditions contained in the LSMx software license agreement accessed via the LSMx software.
- The LSMx software is provided to each subscriber under a non-exclusive, non-transferable, limited, non-sublicensable, revocable license to access and use the LSMx software.
- The LSMx software is not being sold to the City of Maricopa or a subscriber and it is not available for resell.
- The LSMx software license does not convey any rights in or to the LSMx software or any patent, copyright, trademark or any other intellectual property rights of LSMx. LSMx retains all right, title, and interest in and to the LSMx software (including any upgrades, improvements, modifications, derivatives, and refinements to the LSMx software).

The parties hereby agree to and accept the terms of this Addendum as of the date written below.

**Buxton Company**

By: David Glover

Name: David Glover

Title: Chief Financial Officer

Date: 3/15/2018

**City of Maricopa, AZ**

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

Name: \_\_\_\_\_

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

Date: \_\_\_\_\_

**LSMx, Inc.**

By: David Glover

Name: David Glover

Title: Chief Financial Officer

Date: 3/15/2018

# LSMx Benefits

Powered by Buxton  TM

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LSMx, **L**ocal **S**tore **M**arketing powered by Buxton, is a simple, but powerful, customer acquisition solution, that allows local business owners to easily see and understand:

- Who and where their best potential customers are coming from
- How far their most valuable customers are willing to drive to their location
- How many potential customers are near or around them

LSMx:

- Alerts users about upcoming local events that could be driving business
- Shows where specific competitors are in relation to potential customers
- Highlights traffic congestion that might interfere with performance

## Key Differentiator

LSMx completely executes marketing campaigns to the potential customers users see right from their mobile device in just minutes. Local businesses can target the potential customers that LSMx identifies with any or all the following marketing channels:

- Direct Mail
- Email
- Facebook
- Google
- Mobile Banner Ads

## Benefits to the City of Maricopa

- Encourages private-public partnerships
- Supports local businesses
- Provides local businesses with resources (analytics, application, marketing automation, marketing execution) normally reserved for much larger entities
- Supports business retention
- Supports localization efforts
- Supports increase in local tax income because businesses can be more successful