



**Compaq Authorized Reseller Sales
Application Instructions**



Use this application kit to apply to become a Compaq Authorized Reseller. By participating in the Compaq Authorized Reseller Program, you gain a strategic, profitable edge in delivering solutions to your customers. So apply today by completing this application kit.



Instructions

- ▶ Please type or print with a ballpoint pen.
- ▶ Please complete an Additional Location Application and Mailing List for each of your branch locations.

Approval Criteria (must meet one or more of the following)

- ▶ Certification from an approved networking vendor indicating expertise in connectivity or systems integration:
 - ▶ Microsoft Solution Provider Member
 - ▶ Microsoft Solution Provider Partner
 - ▶ Novell Gold Partner
 - ▶ Novell Platinum Partner
- ▶ Proprietary software or hardware solutions or exclusive selling rights to a software or hardware solution
- ▶ Approved vertical market expertise in a Compaq targeted market
Vertical market must be at least 75% of your business. Compaq requires a detailed explanation of the vertical market, brochures and letters of reference.

A Check List

- ▶ Complete and sign Compaq Authorized Reseller Sales Agreement (Officer's signature required).
- ▶ Complete Partner Profile in its entirety.
- ▶ Compaq Reseller Authorization is granted on a location-by-location basis. If you have additional locations, complete an Additional Location Application and Mailing List for each location.
- ▶ Attach proof of value add solution.

Value Add

- Networking Expertise
- Proprietary Software Solution
- Exclusive Selling Rights

Collateral

- Certificate or letter from networking vendor
- Software brochure, manual, copyright or trademark documentation
- Authorization letter or agreement from software/hardware vendor listing exclusive territory and/or exclusive selling rights

- ▶ Attach proof of industry designation.

Industry Designation

- DEC VAR, Sun VAR, HP DAR
- Apple VAR, IBM Business Partner

Collateral

- Certificate or letter from hardware vendor and supporting documentation.

- ▶ If you have questions or need assistance in completing this application kit, please contact the Compaq Authorized Channel Headquarters of your choice.
- ▶ In order to expedite the evaluation process, please be sure all applicable documents of the application kit are completed. You are encouraged to attach any additional information you deem useful in this evaluation. Incomplete or illegible documents will be rejected or delayed. Application kit will not be processed unless all information and necessary documentation is attached.
- ▶ Submit completed application to Tech Data Corporation. It will be reviewed and forwarded to Compaq for evaluation.

- ▶ **MAIL THE COMPLETED APPLICATION KIT WITH NECESSARY DOCUMENTATION TO TECH DATA CORPORATION FOR PORCESSING.**

Helen Harman
Authorizations Administrator
Tech Data Corporation
5301 Tech Data Drive
Clearwater, FL 33762
Phone: 800-237-8931#84118

Agreement Submitted by:

Tech Data Customer # _____

(Print or type)

Legal Business Name _____

Business Physical Address _____

City _____ State _____ ZIP _____

Mailing Address (if different) _____

Business Telephone _____ FAX _____

e-mail Address _____



Compaq Reseller ID (if one has been assigned) _____

d/b/a Name (if different from legal name) _____

d/b/a Physical Address (if different from legal address) _____

City _____ State _____ ZIP _____

d/b/a Mailing Address (if different) _____

d/b/a Telephone _____ FAX _____

Officer Name and Title _____

1. Definitions:

The following definitions shall apply to this Agreement:

- ▶ "Compaq Authorized Reseller" means the computer reseller has met certain Compaq established requirements. The acronym "CAR" will represent the Compaq Authorized Reseller in this agreement.
- ▶ "Approval Date" means the effective date communicated in Compaq's letter of acceptance as a Compaq Authorized Reseller.
- ▶ "Locations" means the additional divisions or offices of the Compaq Authorized Reseller, which are not located at the CAR's principal place of business.
- ▶ "End User" is a buyer who uses Services or obtains Products for its own use and does not resell computer products.

2. Term and Termination:

- ▶ Term: This agreement shall take effect on the Approval Date, unless earlier terminated as provided herein, and shall continue until December 31, 1997. This agreement may be renewed for additional terms of one year each by mutual agreement of the parties, if both parties agree, provided that Compaq Authorized Reseller continues to meet Authorization Requirements and updates Partner Profile annually.
- ▶ Termination Without Cause: Either party shall have the right to terminate this Agreement at any time, for any cause or no cause whatsoever, on thirty calendar days written notice.
- ▶ Termination With Cause: Compaq shall have the right to terminate this Agreement immediately in the event of one or more of the following occurrences:
 - ▶ if the CAR breaches any of the conditions of this Agreement, and such breach remains unremedied to Compaq satisfaction for thirty calendar days, after the CAR receives written notice of such breach;
 - ▶ if the CAR makes any assignment for the benefit of creditors, files a petition in bankruptcy, or is adjudged bankrupt or becomes insolvent, or is placed in the hands of a receiver. The equivalent of any of these proceedings or acts, though known or designated by some other or term in the territory, shall likewise constitute grounds for termination of this Agreement.

- ▶ CAR sells, transfers or assigns a significant portion of stock to a third party or enters into any transaction which results in CAR's loss of management control over CAR's organization.
- ▶ Termination of Locations: Upon the expiration or earlier termination of this Agreement, all authorized Locations herein shall also be terminated.
- ▶ Termination: Upon termination as a Compaq Authorized Reseller, reseller will not be considered for reauthorization for a period of 12 months from the effective date of termination.

3. CAR Terms and Conditions

- ▶ Meet and agree to all the Terms and Conditions and maintain them for authorization.
- ▶ Complete and submit Partner Profile annually. To meet the next year's requirements, you must update your Partner Profile no later than December 31st of each calendar year.
- ▶ Maintain a contractual purchasing relationship with an Authorized Compaq Channel Partner.
- ▶ Sell or otherwise make available Compaq products only to end users.
- ▶ Sell \$25,000 per calendar quarter of Compaq product excluding spare parts, per authorized Location.
- ▶ Maintain at each authorized Location one or more full-time employees who are, in the sole judgment of Compaq, in compliance with Annual Compaq sales training requirements and are capable of effectively marketing and supporting Compaq products.
- ▶ Establish and maintain compensation plans (or other incentive plans) for employees involved in the marketing, advertising, promotion, sales and/or servicing of Compaq products which are at all times proportionally fair to Compaq in comparison to similar plans for any other competitive products sold by CAR and which reflect CAR's obligation to exert best efforts to sell Compaq products.
- ▶ Maintain access to the Internet and provide access to e-mail.
- ▶ CAR is authorized, to use the Compaq Authorized Reseller insignia and logos/trademarks. The CAR may use the logos/trademarks as long as they are used in accordance with all Compaq Corporate Identity Guidelines for the purpose of marketing and selling Compaq Products.

- ▶ Provide Compaq with a monthly summary by model number, unit serial number and customer information of the Compaq products sold at each authorized Location. This summary shall be submitted to Compaq in accordance with the procedures specified from time to time by Compaq.
- ▶ Furnish a bill of sale or other receipt to the customer stating the date of sale and the serial numbers of the Compaq products sold and ensure that the appropriate Compaq warranty statement, agreement or other materials as specified by Compaq from time to time are included with each Compaq product and available for customer review prior to sale.
- ▶ Promptly report to Compaq all suspected Compaq product defects or safety problems and keep Compaq informed of customer complaints.
- ▶ Be responsible for end user customer satisfaction and attend any customer satisfaction programs that Compaq puts in place to help you address those needs.
- ▶ Goods purchased or received as well as all information disclosed by Compaq are subject to United States export regulations. CAR may not export such goods or information.
- ▶ CAR may resell Compaq products only through its Locations authorized by Compaq. CAR shall be responsible for ensuring that each of its authorized Locations complies with applicable authorization requirements.
- ▶ The CAR agrees to provide Compaq written notice of any status change within 10 days of status change. Status changes include: Relocation, new ownership, or material stockholder transfer from one organization to another organization. Compaq Authorized Reseller Agreement does not transfer from one legal entity to another.
- ▶ Maintain for five years from the date of sale a list of all customers and their addresses at the time of sale together with Compaq Product serial numbers, if any, and provide all assistance reasonably required by Compaq in implementing any mandatory safety changes. This obligation shall survive the expiration or termination of Reseller authorization.
- ▶ Maintain sufficient liability insurance to protect Compaq from all customer claims arising out of the acts, omissions, misrepresentations or negligence of CAR.
- ▶ Conduct business at all times in a manner that reflects favorably upon the reputation, quality, goodwill and credibility of Compaq and Compaq products. To this end, CAR shall not disparage Compaq or Compaq products in any way or make any representations or express any opinions regarding the features or capabilities of Compaq products which are not consistent with those found in literature or other materials distributed by Compaq.
- ▶ Obey all applicable laws, comply with all applicable rules and regulations, and conduct business in an ethical manner.
- ▶ Maintain regular hours of operation for the sale and service of Compaq products Monday through Friday. Exert best efforts to market, advertise, promote, sell and service (if applicable) Compaq products.

4. Audit

- ▶ During the term, Compaq and/or its designated representatives, shall have full access to the Compaq Authorized Reseller's pertinent books and records and shall have the right to make copies of such materials as is reasonable to verify the CAR's compliance with this Agreement. Compaq shall conduct such audits during the CAR's normal business hours and from time to time, as Compaq deems necessary.

5. New Products Announcements

- ▶ Notwithstanding any other provisions of this agreement, Compaq may elect at any time during the term of the Agreement to announce new Compaq products to which the terms and conditions of this Agreement may not apply.

6. Confidentiality

- ▶ Confidential information shall mean all information designated "Compaq Confidential" and disclosed to Reseller which relates to the present or future development and business activities of Compaq, including but not limited to, all sales, promotional, advertising and support programs. Reseller shall hold such confidential information in trust and confidence for Compaq and shall not use it except in furtherance of the relationship set forth in this Agreement, nor publish, disclose or disseminate it, except as may be authorized by Compaq in writing. Upon the expiration or termination of this Agreement, Reseller shall promptly deliver to Compaq all written or descriptive matter containing any such confidential information.

7. Signature

- ▶ APPLICANT (Must be signed by company officer)
I understand and agree to the Compaq Authorized Reseller Agreement Terms and Conditions outlined above.

Officer Name (Print or type)

Title

Officer Signature

Date

Channel Internal Use Only!

Application Kit Reviewed by: _____

Name Helen Harman

Authorization Administrator



Title

Date



Compaq Partner Profile



Overview

Compaq is committed to our mutual success and believe, through our joint efforts, that 1997 will be our most successful year ever. As a first step towards greater success, it is necessary that Compaq have the most current information about your business model in our database in order to serve you more effectively. Please note that annual submission of the Partner Profile is a requirement for ActionPaq benefits.

Purpose



- ▶ Increase our knowledge and understanding of your business model and market focus in order to better support your marketing efforts.
- ▶ Improve the effectiveness of our communications with you by ensuring information is received by the appropriate person at your location.
- ▶ Provide you with sales leads and customer referrals that match your market force.

General Information

Tech Data Customer # _____

Compaq ID Number _____

Today's Date _____

If your location is a sales branch, please name your headquarters and their ID number: _____

Legal Business Name _____

d/b/a Name (if different from legal name) _____

Business Physical Address _____

d/b/a Physical Address (if different from legal address) _____

Mailing Address (if different) _____

d/b/a Mailing Address (if different) _____

Business Telephone _____ FAX _____

d/b/a Telephone _____ FAX _____

Officer Contact Name and Title _____

Location Contact Name and Title _____

Communications Information

Company e-Mail address: Please print the public e-mail address customers may use to contact your company. (Your e-mail address will look similar to this one: res@company.com) _____

Company URL: Please print the Uniform Resource Location (URL) for your company's home page on the Internet. (For example, Compaq's URL is: http://www.compaq.com). Please do not submit URL information until your home page is live. _____

Webmaster Information: Please indicate who is responsible for answering technical questions about your home page on the Internet.

Webmaster Name _____ e-Mail Address: _____

Phone Number _____ Fax Number: _____

Electronic Funds Transfer (EFT) Account Number _____

Would you like funds (e.g. marketing funds) transferred directly to your account? Yes ___ No ___

Are you currently able to receive and transmit Electronic Data Interchange (EDI) information? Yes ___ No ___

If no, describe any EDI implementation plans: Capable now ___ Capable within 1 year ___ Capable in over 1 year ___ No plans ___

If yes, which EDI files do you transmit? 810 ___ 832 ___ 840 ___ 850 ___ 856 ___ 867 ___

Do you use a VAN? Yes ___ No ___ If yes, which one? AT&T ___ MCI ___ Western Union ___ Westinghouse ___ Other ___

Do you use EDI over the Internet? Yes ___ No ___

Information of sales branch locations: List other locations and types affiliated with this location. (If more space is needed, please attach a complete list to this profile.)

Location (City, State)	Type (i.e. Sales, Service Distribution/Configuration)	Compaq ID Number
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Please complete an Additional Location Application for each location listed above.

Business Profile

How many years have you been in business? _____

What is your geographic coverage? _____ Local _____ Regional _____ National _____ International

What is the revenue generated at this location?

	This fiscal year	Next fiscal year
Total Sales	\$ _____	\$ _____
Sales of Compaq Products	\$ _____	\$ _____

How many employees by function are currently at this location?:

	Full Time	Part Time	What type of facilities are at this location? (Check all that apply)	
Inside Sales Representatives	_____	_____	Warehouse/Inventory Storage	_____
Outside Sales Representatives	_____	_____	Demonstration Area	_____
Systems Engineers	_____	_____	Help Desk	_____
Applications Engineers	_____	_____	Configuration/Distribution Center	_____
Network Engineers	_____	_____	Retail Store/Showroom	_____
Service Engineers	_____	_____	Service/Repair Center	_____
Technical Support Help Desk	_____	_____	Software Development Lab	_____
Administrative/Other Personnel	_____	_____	Training Room	_____
TOTAL:	_____	_____	Other	_____

What estimated percentage of your current year's business is from existing customers/repeat sales? _____%

List existing business relationships with other computer manufacturers. Include the company and the type of relationship (e.g. OEM, System Integrator, VAR, Consultant, Reseller, etc.) and your product authorization.

Manufacturer Name:	Designation:	Product Authorization:
_____	_____	_____
_____	_____	_____
_____	_____	_____

Please indicate below if you sell a proprietary hardware or software solution, or have exclusive rights to sell someone else's. Attach brochures or other support materials. If you have exclusive selling rights, attach authorization letter or agreement listing exclusive territory.

Description	HW	SW	Your Copyright or Licensed?	Exclusive Rights (Y/N)?	Exclusive Territory
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

Describe your principal Value-Add computer solution: _____

Sales & Service Model

What is your primary Business Model? (Select only one)

Consultant	_____	Network Integrator	_____	Systems Integrator (SI)	_____
Value-Add Reseller (VAR)	_____	Independent Software Vendor (ISV)	_____	Retailer	_____
Computer Rental/Leasing Service	_____	Mail-Order Sales	_____	Other	_____
Maintenance and Repair Service	_____	Compaq Authorized Dealer	_____	Other	_____

What is your estimated revenue mix by Product/Service for the current year? (Total must equal 100%)

Hardware	_____%	OS/MOS Software	_____%	Application Software	_____%
Professional Services:	_____%	Installation/Configuration	_____%	System Integration	_____%
Application Support	_____%	Renting/Leasing	_____%	Post-Sales Technical Support	_____%
Repair and Warranty	_____%	Supplies	_____%	Training	_____%
Other	_____%				

What Computing related Services do you offer? (Check all that apply)

Needs Analysis/Assessment	_____	Network Design & Integration	_____	Hardware Recommendation	_____
Product Procurement/Resale	_____	Configuration & Installation	_____	System Integration	_____
Software Design & Development	_____	Software Support	_____	Training	_____
Remote Monitoring	_____	Maintenance	_____	Repair/Warranty	_____
Help Desk/Phone Support	_____	Asset Management	_____	Consulting Services	_____
Financing/Leasing	_____	Other _____	_____		

What is your method of selling/marketing? (List percent of business)

Direct Sales Force	_____%	Telemarketing	_____%	Catalog/Mail Order	_____%
Internet	_____%	Retail Outlet	_____%	Indirect	_____%

Hardware/Software Offerings and Market Focus

What is your estimated Total Hardware revenue mix by Product Type for current year?

Product Type	% of Total	Compaq %	Self-Manufactured
	H/W Sales	of Product Type	Private Label
Portable Digital Assistants (PDAs)	_____%	_____%	_____%
Notebooks	_____%	_____%	_____%
Desktops	_____%	_____%	_____%
Options (Memory, Hard Drives, Monitors)	_____%	_____%	_____%
Peripherals (Scanners, Printer . . . etc.)	_____%	_____%	_____%
PC Workstations	_____%	_____%	_____%
RISC/UNIX/Other Workstations	_____%	_____%	_____%
PC Servers	_____%	_____%	_____%
RISC/UNIX/Other Servers	_____%	_____%	_____%
Networking Products (Hubs, Routers, Switches, NCS etc.)	_____%	_____%	_____%
Telecommunications Products (e.g., LECs, IXCs, Cable TV)	_____%	_____%	_____%
Other _____	_____%	_____%	_____%

What is your estimated Total Software revenue mix by Product Type for current year?

Product Type	% of Total S/W Sales
Operating Systems	_____%
Network Operating Systems	_____%
Enabling Technology (Database, Management Tools, etc.)	_____%
Computing Functions (e-mail, Decision Support, Intranet)	_____%
Business Applications (HR, Manufacturing, Sales Automation, etc.)	_____%
Industry Vertical Applications (Healthcare, Telco, etc.)	_____%
Other _____	_____%

What types of horizontal market do you focus on? (List % according to degree of focus)

Description	Percent	Market Segment	% of Total Sales
Data Warehousing/Management	_____%	Consumer/Home office	_____%
Transaction Processing	_____%	Small office (1-19 employees)	_____%
Internet/Intranet	_____%	Small-size business (20-99 employees)	_____%
Voice/Data Communications	_____%	Medium-size business (100-999 employees)	_____%
Video Conferencing	_____%	Large-size business (1000+ employees)	_____%
Workstations: _____	_____%	K-12 Education	_____%
Other: _____	_____%	Higher Education	_____%
Other: _____	_____%	Federal Government	_____%
		State Government	_____%
		Local Government	_____%
		Other _____	_____%

What is your estimated Total revenue mix (from all products and services) by Industry Vertical for 1996?

Industry Vertical	Percent of Total Sales
Financial Services (Banks, Insurance, Brokerage)	_____%
Healthcare (Hospitals, Physician Groups, Pharmaceuticals)	_____%
Telecommunications (LECs, IXCs, Cable TV, VANS, ISPs, NSPs)	_____%
Retail	_____%
Engineering/Manufacturing	_____%
Transportation/Utilities	_____%
Other: _____	_____%

For which Industry Verticals do you offer specific Applications?

Applications (Y/N)

Networking Expertise

List all that applies to this location. Attach proof of designation and/or accreditation.

NOVELL Designation:	<input type="checkbox"/> Reseller Partner	<input type="checkbox"/> Gold Partner	<input type="checkbox"/> Platinum Partner
	<input type="checkbox"/> Number of CNAs	<input type="checkbox"/> Number of CNEs	<input type="checkbox"/> Number of CNIs
SCO Designation:	<input type="checkbox"/> Reseller	<input type="checkbox"/> Advanced Product Center	<input type="checkbox"/> Number of ACEs
BANYAN Designation:	<input type="checkbox"/> Network Integrator	<input type="checkbox"/> Premier Network Integrator	<input type="checkbox"/> Messaging Reseller
	<input type="checkbox"/> Number of CBSs	<input type="checkbox"/> Number of CBES	<input type="checkbox"/> Number of CBIs
	<input type="checkbox"/> Number of ENS for Unix	<input type="checkbox"/> Number of ENS for Netware	
MICROSOFT Designation:	<input type="checkbox"/> Member Reseller	<input type="checkbox"/> Windows NT	<input type="checkbox"/> Solution Provider Member
	<input type="checkbox"/> Number of CPS	<input type="checkbox"/> Number of CSEs	<input type="checkbox"/> Number of CSDs
Other:	_____	_____	_____

Service and Repair Capabilities

Are you currently an Authorized Compaq Service Provider? Yes No

If not, are you planning to become an Authorized Compaq Service Provider? Yes No

What type of repair service do you offer?

Warranty Service	<input type="checkbox"/>	Post-Warranty Manufacturer's Service Agreements	<input type="checkbox"/>	On-Site Service Agreement	<input type="checkbox"/>
Post-Warranty Service Agreements	<input type="checkbox"/>	Software Support Agreements	<input type="checkbox"/>	Hotline Support	<input type="checkbox"/>

What are your service capabilities?

Is your primary business third party computer maintenance? Yes No

If yes, describe:

If no, indicate how Compaq warranty and repair service will be provided to your customers:

Sales Leads & Customer Referrals

From which of the following Compaq sources would you prefer to receive sales leads and referrals?

Reseller Locator Automated Phone System
(general leads, geographically chosen) _____

Internet Reseller Locator
(general leads, geographically chosen) _____

Qualified Lead Program _____

What are the minimum sized leads that you would be interested in receiving?

Server Shipments _____ Units

Desktop Shipments _____ Units

Portable Shipments _____ Units

Workstation Shipments _____ Units

Signatures

Total Revenue: \$ _____
 currency

If this is a Headquarters location, the form must be signed by company officer.

If this is a sales branch location, the form must be signed by branch manager.

The information I have provided on this application is accurate to the best of my knowledge.

 Name (Print or type) Title

 Signature Date



Mailing List



Please provide **up to three contact names with titles** per category that should receive mailings from Compaq:

Additional Mailing lists need to be completed for each additional location.

Compaq Leads Sent To:

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Fax Number: _____ e-mail Address: _____

New Product and Promotional Information (e.g., Announcement Kits, Preview Binder):

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Marketing Program Information (e.g., Reseller Programs Guide, Marketing Program Updates):

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

ActionPaq Marketing Fund Statements, Compaq Benefit Statements, Program/Promotion Rebate Statements:

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

ActionPaq Marketing Fund Checks, Program/Promotion Rebate:

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Technical Support Information (e.g., Service Programs, Service Advisories):

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Software Information:

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Compaq Accredited System Engineer Program (ASE) Information (e.g., ASE Incentive Statement, marketing material):

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Training Activities, Events Schedules (e.g., Compaq colleges, Satellite training, etc.):

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

EDI, Internet, IM, MIS, Technical Information:

Name: _____ Title: _____

Name: _____ Title: _____

Name: _____ Title: _____

Complete address (if different than first page of this Profile): _____

Additional Location Application



Complete the following information to assist us in evaluating your request to add an additional location to your existing Compaq Sales Authorization. Please answer all questions and be as specific as possible. Application will not be processed unless all necessary documentation is attached. Please complete an application for each additional location for which you are requesting authorization.

General Information

Today's Date: _____

Headquarters Compaq ID Number: _____
(if one has been assigned)

Tech Data Customer Number

Legal Business Name

dba Name (if different from legal name)

Business Physical Address

dba Physical Address

Mailing Address (if different)

dba Mailing Address (if different)

Business Telephone Number Fax

Telephone Number Fax

Officer Contact Name and Title

Location Contact Name and Title

Company e-mail Address: Please print the public e-mail address customers may use to contact your company.
(Your e-mail address will look similar to this one: res@company.com) _____

Business Profile

How many employees by function are currently at this location?:

What type of facilities are at this location? (Check all that apply)

	<i>Number of People</i>
Inside Sales Representatives	_____
Outside Sales Representatives	_____
Systems Engineers	_____
Service Technicians	_____
Technical Support Help Desk	_____
Management Personnel	_____
Administrative/Other Personnel	_____
Other: _____	_____
TOTAL:	_____

Sales Center	_____
Warehouse/Inventory Storage	_____
Configuration/Distribution Center	_____
Software Development Lab	_____
Demonstration Area	_____
Retail Store/Showroom	_____
Training Room	_____
Help Desk	_____
Service/Repair Center	_____
Other: _____	_____

What is your estimated Total revenue mix (from all products and services) by market segment for 1996?

What is your estimated Total revenue mix (from all products and services) by Industry Vertical for 1996?

For which Industry Verticals do you offer specific Applications?

Market Segment	% of Total Sales
Consumer/Home office	_____ %
Small office (1-19 employees)	_____ %
Small size business (20-99 employees)	_____ %
Medium size business (100-999 employees)	_____ %
Large size business (1000+ employees)	_____ %
K-12 Education	_____ %
Higher Education	_____ %
Federal Government	_____ %
State Government	_____ %
Local Government	_____ %
Other: _____	_____ %

Industry Vertical	Percent of Total Sales	Applications (Y/N)
Financial Services <i>(Banks, Insurance, Brokerage)</i>	_____ %	_____
Healthcare <i>(Hospitals, Physician Groups, Pharmaceuticals)</i>	_____ %	_____
Telecommunications <i>(FIS, MGS, Cable TV, VANS, ISPs, ISPs)</i>	_____ %	_____
Retail	_____ %	_____
Engineering/Manufacturing	_____ %	_____
Transportation/Utilities	_____ %	_____
Other: _____	_____ %	_____

Sales Leads & Customer Referrals

From which of the following Compaq sources would you prefer to receive sales leads and referrals?

- Reseller Locator Automated Phone System
(general leads, geographically chosen) _____
- Internet Reseller Locator
(general leads, geographically chosen) _____
- Qualified Lead Program _____

What are the minimum sized opportunities that you would be interested in receiving?

- Potential Server Shipments: _____ Units
- Potential Desktop Shipments: _____ Units
- Potential Portable Shipments: _____ Units
- Potential Workstation Shipments: _____ Units
- Potential Total Revenue: \$ _____

Compaq Authorized Reseller Terms and Conditions

- ▶ Meet and agree to all the Reseller Authorization Requirements and Terms and Conditions and maintain them for authorization.
 - ▶ Complete and submit Partner Profile annually. To meet the next year's requirements, you must update your Partner Profile no later than December 31st of each calendar year.
 - ▶ Maintain a contractual purchasing relationship with an Authorized Compaq Distributor or Channel Aggregator.
 - ▶ Sell or otherwise make available Compaq products only to end users.
 - ▶ Sell revenue of \$25,000 per calendar quarter of Compaq product, per authorized Location.
 - ▶ Maintain at each authorized Location one or more full-time employees who are, in the sole judgment of Compaq, in compliance with Annual Compaq sales training requirements and are capable of effectively marketing and supporting Compaq products.
 - ▶ Establish and maintain compensation plans (or other incentive plans) for employees involved in the marketing, advertising, promotion, sales and/or servicing of Compaq products which are at all times proportionally fair to Compaq in comparison to similar plans for any other competitive products sold by CAR and which reflect CAR's obligation to exert best efforts to sell Compaq products.
 - ▶ Maintain access to the Internet and provide access to e-mail.
 - ▶ CAR is authorized to use the Compaq Authorized Reseller insignia and logos/trademarks. The CAR may use the logos/trademarks as long as they are used in accordance with all Compaq Corporate Identity Guidelines for the purpose of marketing and selling Compaq Products.
 - ▶ Provide Compaq with a monthly summary by model number, unit serial number and customer information of the Compaq products sold at each authorized Location. This summary shall be submitted to Compaq in accordance with the procedures specified from time to time by Compaq.
 - ▶ Furnish a bill of sale or other receipt to the customer stating the date of sale and the serial numbers of the Compaq products sold and ensure that the appropriate Compaq warranty statement, agreement or other materials as specified by Compaq from time to time are included with each Compaq product and available for customer review prior to sale.
 - ▶ Promptly report to Compaq all suspected Compaq product defects or safety problems and keep Compaq informed of customer complaints.
 - ▶ Be responsible for end user customer satisfaction and attend any customer satisfaction programs that Compaq puts in place to help you address those needs.
 - ▶ Goods purchased or received as well as all information disclosed by Compaq are subject to United States export regulations. CAR may not export such goods or information.
 - ▶ CAR may resell Compaq products only through the authorized Locations by Compaq. CAR shall be responsible for ensuring that each authorized Location complies with applicable authorization requirements.
 - ▶ The CAR agrees to provide Compaq written notice of any status change within 10 days of status change. Status changes include: Relocation, new ownership, or material stockholder transfer from one organization to organization. Compaq Authorized Reseller Agreement does not transfer from one legal entity to another.
 - ▶ Maintain for five years from the date of sale a list of all customers and their addresses at the time of sale together with Compaq Product serial numbers, if any, and provide all assistance reasonably required by Compaq in implementing any mandatory safety changes. This obligation shall survive the expiration or termination of Reseller authorization.
 - ▶ Maintain sufficient liability insurance to protect Compaq from all customer claims arising out of the acts, omissions, misrepresentations or negligence of CAR.
 - ▶ Conduct business at all times in a manner that reflects favorably upon the reputation, quality, goodwill and credibility of Compaq and Compaq products. To this end, CAR shall not disparage Compaq or Compaq products in any way or make any representations or express any opinions regarding the features or capabilities of Compaq products which are not consistent with those found in literature or other materials distributed by Compaq.
 - ▶ Obey all applicable laws, comply with all applicable rules and regulations, and conduct business in an ethical manner.
 - ▶ Maintain regular hours of operation for the sale and service of Compaq products Monday through Friday. Exert best efforts to market, advertise, promote, sell and service (if applicable) Compaq products.
- Compaq reserves the right to change its Reseller Authorization Requirements from time to time at its sole discretion.*

Signatures

If this is a Headquarters location, the form must be signed by company officer.

If this is a sales branch location, the form must be signed by branch manager.

APPLICANT

The information I have provided on this application is accurate to the best of my knowledge. I understand and agree to the Authorization Requirements outlined.

Name (Print or type)

Title

Signature

Date

