

MEMORANDUM OF AGREEMENT, made and entered into this 31st day of December, 1938, by and between

THE REUBEN H DONNELLEY CORPORATION,

hereinafter referred to as the Company, and the state of Minnesota, hereinafter referred to as the State, witnesseth, that it is mutually agreed between the parties hereto as follows:

The State agrees to furnish and deliver to the Company by mail during 1939, one copy of all 1939 registrations and transfer file cards as it comes from the "Ditto" machine in the regular course of registration procedure in the Motor Vehicle Department. The State agrees to send out to the Company by mail at the close of each day's business, copies of all registration and transfer file cards that were duplicated by the ditto machine that day.

For these copies and this service the Company agrees to pay weekly at the rate of Four Dollars (\$4.00) per thousand names of motor vehicle owners thus furnished.

The Company further agrees that in addition it will pay all postage charges on such shipments of copies.

It is further agreed that if the Company shall fail to accept and pay for such copies of registration and transfer file cards furnished by the State as herein provided, the State may at the discretion of the Secretary of State, rescind and declare such contract null and void and the State shall be considered to be damaged by such failure on the part of

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the Company to fulfill this contract to the extent of the difference between the amount that the Company may by that time already have paid to the State and the total that would be paid under the terms of the contract for the complete copy of all the 1939 registration and transfer file cards. It is estimated that the total price of the copies of the 1939 registration and transfer file cards furnished by the State, under the terms of this contract will be approximately Five Thousand Dollars (\$5,000.)

IN WITNESS WHEREOF, the State has caused this agreement to be executed in its behalf by the Secretary of State and the Company has caused it to be signed in its behalf by its proper officers the day and year first above written.

THE RUBEEN H DONNELLEY CORPORATION
By *[Signature]*
~~Asst. Secy. & Asst. Treas. President~~

In presence of:

G. M. Reid

THE STATE OF MINNESOTA

By *[Signature]*
Secretary of State

Helen Haga

Hazel Olson

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STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
FEB 15 1939

Wm. H. Holm
Secretary of State.