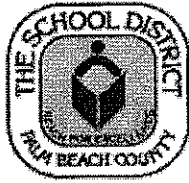


Amendment 5 to Change Order #1

PeopleSoft Implementation Transition and Support

June 1, 2007



eVerge
GROUP

This Amendment 5 to Change Order #1 dated September 18, 2006 ("Change Order #1) between eVerge Group, Inc. ("eVerge") and The School Board of Palm Beach County, Florida ("District") under the Consulting Services Agreement dated December 21, 2004 between the parties (the "Consulting Services Agreement") for PeopleSoft software implementation and business process redesign is presented to the District at the District's request to provide post production support and system maintenance for the PeopleSoft modules implemented in Phase I.

The purpose of this Amendment 5 is to provide for the continuation of some of the services described in Change Order #1 to Statement of Work 2 dated March 28, 2005 for an additional period of time or budgeted dollars in the amount not to exceed \$243,160. Change Order #1, as amended by Amendments 1,2,3 and 4, and the terms and conditions thereof shall remain in effect as amended by this Amendment 5.

All resources will follow the direction of the District. Technical resources will be performing an ongoing support role and the benefits consultant will be working on the implementation of eBenefits as directed by the District.

eVerge Consulting Services Personnel Matrix

The matrix on the following pages represents eVerge staff allocation for the duration of this Amendment 5. It should be noted that changes to the below matrix of staff may be made by eVerge with a 5 working day notice if personnel are replaced or a 20 working day notice if they are rolling off the project without a replacement.

The district may notify eVerge with a 10 working day notice for consultants who are no longer required on the project. In this event, the hours and dollars on this statement of work will be adjusted down accordingly.

Consultant	Function	Hours
Koti Kalagara	Remote Tech Resource*	160
Koti Kalagara	Onsite Tech Resource*	200
Harish Bejjinki	Remote Tech Resource*	160
Harish Bejjinki	Onsite Tech Resource*	200
Manmohan Pulyala	Remote Benefits	320
Manmohan Pulyala	Onsite Benefits	320
Total Consulting Hours		1,360

Beginning 7/1/2007, both Remote/Onsite Tech Resources will work remotely the first week and then onsite the next week, repeating the schedule through August 31, 2007 or until funds are exhausted. Benefits consultant will work remotely the first week and then onsite the next week, repeating the schedule through October 19, 2007 or until funds are exhausted.

Cost of Services

Unless otherwise requested or noted, the above staff will be allocated as described above during the period July 1, 2007 through October 19, 2007 or until dollars totaling \$243,160 are exhausted.

eVerge shall not be required to provide any consultants or support services after the earlier to occur of (i) October 19, 2007 or (ii) the date the budgeted dollars approved by the School Board have been exhausted. Hourly rates will be \$160.00 for remote support and \$195.50 for on-site support.

IN WITNESS WHEREOF, each of the Parties has caused this Amendment 5 to Change Order #1 to be duly executed by its authorized officer or representative whose signature appears below, effective as of July 1, 2007.

eVerge Group, Inc.

By: _____

Name: _____

Title: _____

Date: _____

The School Board of Palm Beach County, Florida

By: _____

Attest By: _____
Superintendent of Schools

Name: _____

Reviewed to form and legal sufficiency:

Title: _____

By: Blair Littlejohn III 6/1/07
Name: Blair Littlejohn III Date: