

EXHIBIT "B"
Schedule of Software

For the Project Lucy agrees to furnish licenses of the various Lucy software programs listed in the following table, and grant the CLIENT such licenses to use these programs for the fees as indicated, in consideration of the mutual covenants and obligations expressed in the Lucy Software License Agreement provided as Exhibit "A".

Lucy Solutions	Unit License Fees			Licensing		
	Site ¹	Seat ²	Install ³	Quantity	Unit	Total Fees
Requests	\$20,000.00	\$500.00	N/A	1	Site	\$20,000.00
Work Orders	\$40,000.00	\$1,500.00	N/A	1	Site	\$40,000.00
Work Administrator	\$20,000.00	\$3,000.00	N/A	1	Site	\$20,000.00
GIS Desktop	\$10,000.00	\$3,000.00	N/A	1	Site	\$10,000.00
GIS Web	\$10,000.00	N/A	N/A	1	Site	\$10,000.00
<u>Facilities Bundle</u>						
Facilities	\$15,000.00	\$3,000.00	N/A	1	Site	\$15,000.00
Equipment						
<u>Streets Bundle</u>						
Streets	\$15,000.00	\$3,000.00	N/A	1	Site	\$15,000.00
Bridges						
Rights-of-Way						
<u>Traffic Control Bundle</u>						
Signs	\$15,000.00	\$3,000.00	N/A	1	Site	\$15,000.00
Signals						
Street Lights						
Parks	\$10,000.00	\$3,000.00	N/A	1	Site	\$10,000.00
Trees	\$10,000.00	\$3,000.00	N/A	1	Site	\$10,000.00
Pavement Analysis	\$10,000.00	\$3,000.00	N/A	1	Site	\$10,000.00
Inventory Control	\$10,000.00	\$2,000.00	N/A	1	Site	\$10,000.00
Mobile Bar Coding	\$5,000.00	N/A	\$1,500.00	1	Site	\$5,000.00
Mobile Desktop	\$10,000.00	N/A	\$1,000.00	1	Site	\$10,000.00
Mobile Work Orders	\$10,000.00	N/A	\$500.00	1	Site	\$10,000.00
Integration API	\$5,000.00	N/A	N/A	1	Site	\$5,000.00
TOTAL						\$215,000.00
Notes						
¹ A "Site" license provides for unlimited concurrent users						
² The number of "Seat" licenses determines the maximum number of concurrent users						
³ Product is licensed per Client (Desktop or Mobile) installation						