

Request for Legislative Action

Ord. #5748
Sponsor: Megan L. Marshall
Date: June 5, 2023

Completed by County Counselor's Office			
Action Requested:	Ordinance	Res.Ord No.:	5748
Sponsor(s):	Megan L. Marshall	Legislature Meeting Date:	6/5/2023

Introduction
Action Items: ['Appropriate']
Project/Title:
Appropriate and approve additional funding within the Multi-Jurisdictional Drug Task Force 2022-2023 Edward Byrne Memorial Justice Assistance Grant (JAG) for the purchase of mobile forensic equipment from Grayshift of Atlanta, GA as a sole source.

Request Summary
<p>On August 29, 2022, the Jackson County Legislature adopted Ordinance #5653 transferring \$160,000 within and appropriating \$333,081 from the undesignated fund balance of the 2022 Anti-Crime Sales Tax Fund, in acceptance of the 2022 Edward Byrne Memorial Justice Assistance Grant (JAG) for the period of July 1, 2022 through June 30, 2023.</p> <p>On May 1, 2023, the Jackson County Drug Task Force received an additional \$32,454 from the program managers of the JAG for the purchase of the Grayshift, GrayKey and ArtifactIQ software mobile forensics tool and software system.</p> <p>With the additional funding, the total project cost for this grant is \$525,535</p> <p>Pursuant to section 1030.1 of the Jackson County Code, the Jackson County Drug Task Force recommends the purchase of the Grayshift LLC, GrayKey and ArtifactIQ software, which includes the GrayKey unit, a 12-month subscription for the user license for the GrayKey software and ArtifactIQ software as a sole source purchase.</p> <p>Please appropriate \$32,454.00 into the following accounts: 008-4197-56662 – Software Maintenance - \$31,529 008-4197-57510 – GrayKey Unit - \$550 008-4197 -56756 – Training Expense - \$300 008-4197-56110 – Postage - \$75</p>

Contact Information			
Department:	Jackson County Drug Task Force	Submitted Date:	5/2/2023
Name:	Cari Beeman	Email:	cbeeman@jacksongov.org
Title:	Operations Administrator	Phone:	816-503-4713

Request for Legislative Action

Budget Information			
Amount authorized by this legislation this fiscal year:			\$32,454
Amount previously authorized this fiscal year:			\$493,081
Total amount authorized after this legislative action:			\$525,535
Is it transferring fund?			Yes
Transferring Fund From:			
Fund:	Department:	Line Item Account:	Amount:
008 (Anti-Crime Sales Tax Fund)	4197 (Multi-Juris DTF)	32810 (Undesignated Fund Balance)	\$32,454
Transferring Fund To:			
Fund:	Department:	Line Item Account:	Amount:
008 (Anti-Crime Sales Tax Fund)	4197 (Multi-Juris DTF)	56662 (Software Maintenance)	\$31,529
008 (Anti-Crime Sales Tax Fund)	4197 (Multi-Juris DTF)	57521 (Operating Equipment - Law Enforcement)	\$ 550
008 (Anti-Crime Sales Tax Fund)	4197 (Multi-Juris DTF)	56756 (Training Expense)	\$ 300
008 (Anti-Crime Sales Tax Fund)	4197 (Multi-Juris DTF)	56110 (Postage)	\$ 75

Prior Legislation	
Prior Ordinances	
Ordinance:	Ordinance date:
5653	August 29, 2022
Prior Resolution	
Resolution:	Resolution date:

Purchasing	
Does this RLA include the purchase or lease of supplies, materials, equipment or services?	Yes
Chapter 10 Justification:	Sole Source
Core 4 Tax Clearance Completed:	Not Applicable
Certificate of Foreign Corporation Received:	Not Applicable
Have all required attachments been included in this RLA?	Yes

Compliance

Request for Legislative Action

Certificate of Compliance	
In Compliance	
Minority, Women and Veteran Owned Business Program	
Goals Not Applicable for following reason: Sole Source	
MBE:	.00%
WBE:	.00%
VBE:	.00%
Prevailing Wage	
Not Applicable	

Fiscal Information
<ul style="list-style-type: none">Funds sufficient for this appropriation and/or transfer are available from the source indicated on the budget information tab.

Request for Legislative Action

Submitted by Jackson County Drug Task Force requestor: Cari Beeman on 5/2/2023. Comments:

Returned for more information by Department Approver Dan Cummings on 5/2/2023 1:13:54 PM.
Comments: Correct Grant total in summary.

Submitted by Requestor Cari Beeman on 5/2/2023 1:18:09 PM. Comments:

Approved by Department Approver Dan Cummings on 5/2/2023 1:23:31 PM. Comments:

Returned for more information by Purchasing Office Approver Barbara J. Casamento on 5/2/2023 3:14:34 PM. Comments: The two Ordinances this ERLA references are : (1) 5653 passed 8/18/22 was for partial funding of salaries and leasing of vehicles; (2) 5735 passed 5/1/23 was for salaries and to purchase drugs. This software was not mentioned in either Ordinance.

You attached a Memo stating this software is a "Sole Source" - it is not, there are several other companies out there that manufacture a software that allows "data extraction" .

I suggest we bid or possibly find another government contract to use and the verbiage explaining the funding be corrected.

Submitted by Requestor Cari Beeman on 5/10/2023 2:00:24 PM. Comments: (1) The Jackson County Legislature adopted Ordinance #5653 on August 29, 2022 in acceptance of the Edward Byrne Memorial Justice Assistance Grant (JAG) for the grant period of July 1, 2022 through June 30, 2023. The JAG as adopted was for the partial funding of salaries and leasing of vehicles.

On May 1, 2023, program managers of the JAG indicated additional funding in the amount of \$32,453.10 for the grant period (July1, 2022 – June 30, 2023) was available and a budget revision to the JAG had been completed adding the additional funding. See attached JAG Subaward adjustment. This additional funding is for the purchase of the Grayshift, GrayKey and ArtifactIQ software system.

This request is to accept and appropriate the additional funds for the JAG initially approved by the Legislature reference Ordinance #5653 on August 29, 2022.

(2) Ordinance #5735, adopted by the Jackson County Legislature on May 1, 2023 is a grant awarded by the US Office of National Drug Control Policy, High Intensity Drug Trafficking Program (HIDTA) for the period of January 1, 2023 through December 31, 2024. This grant provides partial funding for the lease of vehicles and the purchase of illegal drugs. This ordinance was not referenced in this RLA, is separate from the JAG, and has nothing to do with this request.

Several companies have software that allows "data extraction" however the Grayshift, GrayKey and ArtifactIQ software is not a software that only allows "data extraction". Mobile forensic extraction is a function of the software however, Grayshift is a proprietary product developed and manufactured only by Grayshift LLC with no other competitors in existence. Grayshift provides many functions not available from any other manufacture in the world including but not limited to the below listed functions.

- Passcode brute force of encrypted current generation iPhones and Androids taking as little as 1 hour

- After First Unlock (AFU) Extraction

- Before 2023 Unlock (BFU) Extraction

eRLA #903

Page 4 of 4

- Biometric Unlock Extraction

- Consent Extraction

- access to 3rd party apps, Keychain information, Authentication tokens, and more through Full File

System



JACKSON COUNTY DRUG TASK FORCE

May 10, 2023

To: Dan Cummings, Jackson County Drug Task Force
From: Ronald Pack, Jackson County Drug Task Force
Subject: GrayShift GrayKey and GrayShift ArtifactIQ procurement

OIC Cummings,

Cellebrite, based out of Israel, has been a leader in the mobile forensic space for 15 years, but has a major flaw when it comes to current generation Apple hardware systems and securities that have been put in place by phone manufacturer's. For Apple especially, the "User Lock Recovery Tool" (provided by Cellebrite) has been unable to surpass pin codes on iPhone's for numerous generations.

The iPhone 5, released September 21st, 2012, is the last iPhone the "User Lock Recovery Tool" was capable of accessing. Since that phone Apple has released an additional 15 generations of iPhone's which the Cellebrite is incapable of brute-forcing, removing, or bypassing passcodes. Cellebrite has the ability to access many of these devices "in house", but with a high cost per device (thousands of dollars) and having to physically send the phone to a private company, agencies are deterred from any and all willingness to participate due to breaking the chain of custody.

Enter GrayShift, a company founded in the US in 2016 fielded their first devices in early March of 2018. The company managed to create a device called the GrayKey, which promised to deliver the ability for Law Enforcement Agencies to access the most up to date and current Apple devices on the market and by pass the encryption on these devices and remains the sole manufacturer of the device.

Upon plugging in an iPhone or Android device, the phone receives a small download and begins to initialize and brute force the phone from within (as opposed to Cellebrite's external method). The phone can then be unplugged from the GrayKey and placed on a charger while the attempts are made. This allows an unlimited number of phones to be extracted at the same time! Once the device is unlocked it prompts the user, the user then plugs to phone back into the device to begin extraction.

The GrayKey extracts 4 file types (significantly more depth than the cellebrite). These are Process memory, a Full File System, and the phone's keychain. While the device is being extracted with the use of ArtifactIQ, GrayKey's proprietary report generation software, the data can be viewed and shared with a simple link, avoiding the use of expensive thumb drives and external hard drives, directly from the analyst to the detectives and prosecutors to immediately start using the data to expand and strengthen their case. Cellebrite's report generation often takes numerous hours if not days to open the extraction, generate the report into a readable format, transfer the data onto multiple hard drives depending on the number of people that need to view it, and physically take those to the detective or prosecutor in need of it.

Time matters. Having been with JCDTF for a month, I've seen the hours the Task Force works. Narcotics investigations aren't conducted from 9 to 5 Monday through Friday. Case law from David vs Mississippi held that biometric unlocks (fingerprint ID and Face ID) are not protected under the 5th Amendment. The GrayKey leverages this capability by being able to extract a phone via biometric unlock within 3 days of the last login to the device. Once those

3 days have passed, the subject would be required to put in their passcode to unlock the device again and reset the biometric use clock on the device.

Cellebrite is the only product remotely comparable to the GrayKey, but GrayKey is the only company in the world that delivers the following in a single package:

- biometric extractions on modern iPhones with iOS 16+
- Before First Unlock and After First Unlock extractions on modern iPhones with iOS 16+
- brute force extractions of iPhone's up to the iPhone 11 on iOS 15.7
- Full Filesystem extractions on all accessible iPhones
- Before First Unlock and After First Unlock extractions on all major Android devices
- brute force extractions of all major Android devices
- Artifact IQ's capability of viewing evidence within minutes of accessing the device
- Artifact IQ's capability of sharing evidence within minutes to an unlimited number of personnel involved in the case via secure email link prior to extraction completion
- Free training through GrayKey University web portal
- Direct and immediate device and extraction support

My personal experience with GrayKey was exceptional and it is head and shoulders above the competitors. Since 2018 I have used the device to conduct over 500 mobile forensic extractions, assisting over 50 local, state, and federal law enforcement agencies in over 200 narcotic investigations.

Ron Pack

MONG Counterdrug Program

Jackson County Drug Task Force

Cell: 816-591-6613

Email: RPACK@JCDF.com



JACKSON COUNTY DRUG TASK FORCE

May 9, 2023

To: Barbara Casamento, Senior Buyer, Jackson County Purchasing Department
From: Dan Cummings, Jackson County Drug Task Force
Subject: Grayshift, LLC, Request/justification for Sole Source Purchase

Ms. Casamento,

This correspondence is to request the purchase of the Grayshift, LLC. Graykey, Artifact IQ, and Graykey Operator Certification as a sole source purchase, for use by the Jackson County Drug Task Force.

Grayshift is a proprietary product internally developed and manufactured only by Grayshift, LLC. There are no competitors in existence that offer the GrayKey product and Grayshift LLC owns all distribution and marketing rights of GrayKey.

Graykey provides Apple and Android forensic extraction and analysis capabilities including passcode brute force, after first unlock (AFU) extraction, before first unlock (BFU) extraction, biometric unlock, and consent extraction. Graykey is capable of providing the Jackson County Drug Task Force with same-day access, control, and comprehensive data extraction from mobile devices. No other mobile device data extraction system has the capability to by-pass the encryption and extract information on current generation Apple devices.

ArtifactIQ is cloud-native digital forensics analysis tool that identifies key evidence from mobile devices in minutes, accelerates agency collaboration, and maximizes departmental resources for faster case resolution. Artifact IQ allows Graykey in progress extractions to be viewed in real time prior to extraction completion. Artifact IQ additionally allows analysis and report generation, giving Digital Forensics Examiners, Detectives/Investigators and Analysts, and Legal Reviewers the capability of seeing and digesting the information themselves without any additional training requirements. Additionally, Artifact IQ allows for secure cloud storage of the extraction report, freeing up networked drives and harddrive space for other case files, while still allowing for easy, intuitive, unfettered access to the extraction data. No other digital forensics analysis tool have these capabilities.

The software requested is not a software that only allows "data extraction". Mobile forensic extraction is a function of the software however, Grayshift provides many functions not available from any other manufacture in the world including but not limited to the below listed functions.

- Passcode brute force of encrypted current generation iPhones and Androids taking as little as 1 hour
- After First Unlock (AFU) Extraction
- Before First Unlock (BFU) Extraction
- Biometric Unlock Extraction
- Consent Extraction

- access to 3rd party apps, Keychain information, Authentication tokens, and more through Full File System extractions and decryption support
- same-day access, control, and comprehensive data extraction from mobile devices
- plug and play platform, controlled by an easy-to-use web interface

The Jackson County Drug Task Force has conducted an extensive search of other mobile forensic extraction tools and found none that offers all of the above listed capabilities. No other mobile forensic extraction devices found have the capability to extract data from an iPhone through brute force or biometrics. No other device is capable of conducting an extraction in a BFU state. GrayKey's closest competitor in the market, Cellebrite Premium, has the ability to conduct brute force on Android devices and AFU extractions on Apple devices, but does not have BFU support (3 days or less since the owner last logged onto the device/device has been powered off) or biometric support. Often times, search warrants may take up to a week to be written and signed by a judge which would place the iPhone into a BFU state, making the device inaccessible to Cellebrite Premium, but remain accessible to the GrayKey. GrayKey is a propriety product that is internally developed and manufactured by Grayshift, LLC. Thus making GrayShift's GrayKey product a sole source.

Detectives from the Task Force respond to a number of fatal fentanyl overdose cases. Extracting data from the victim's cellular phone in a timely fashion is crucial. In many of these types of cases, the victim's cellular phone is locked. Grayshift's GrayKey will allow access to information contained within the victim's cellular device that could lead to the arrest and prosecution of the individual that supplied the fatal drug. Additionally, the timely extraction of pertinent data could save the lives of any other victims who may ingest the drug if not for Law Enforcement intervention.

Obviously, only the lawful access and extraction of data will be conducted. Any data extraction would only occur with consent of the owner (when applicable), consent from family or parents in the event of a child's death or, by a duly authorized search warrant signed by the appropriate state or federal magistrate or judge.

The GrayKey Unit, GrayKey software, Artifact IQ software can be purchased on a twelve (12) month, annually renewable term.

Funds for the purchase of the GrayKey and ArtifactIQ software will be from additional funding (\$32,453.10) provided in the Edward Byrne Memorial Justice Assistant (JAG) Grant program, for the period July 1, 2022, through June 30, 2023.

This request the acceptance of the additional grant funds from the Jackson County Legislature and Executives of Jackson County.

For these reasons, I respectfully request to purchase a twelve (12) month, annually renewable license for the Grayshift Graykey, Artifact IQ and Graykey Operator Certification as a sole source purchase, for use by the Jackson County Drug Task Force.

Respectfully,

Dan Cummings, Officer-in-Charge
Jackson County Drug Task Force
816-503-4725-main
816-935-4367-cell
dcummings@jcdtf.com



Grayshift, LLC
931 Monroe Dr NE
Suite A102-340
Atlanta, GA 30308

January 3, 2023

Limited Source Justification

To Whom It May Concern:

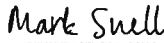
This letter is to provide notification that GrayKey is a proprietary product that is internally developed and manufactured only by Grayshift, LLC ("Grayshift"). There are no competitors in existence that offer the GrayKey product. Grayshift owns all distribution and marketing rights of GrayKey and designates how GrayKey may be marketed and sold.

GrayKey is available for sale as follows:

- GrayKey is only available to approved entities that include law enforcement, consultants retained by law enforcement, public safety, and national defense agencies in select countries.
- Grayshift delivers GrayKey directly to its end customers.
- Grayshift has authorized resellers of the GrayKey line of products. Customers may license GrayKey through a direct transaction with Grayshift or through an indirect transaction with an authorized reseller. In all cases, Grayshift makes the final determination on any completed sale.
- A list of authorized resellers may be found at Grayshift.com.

If you desire additional information, please contact us at the email address or phone number below.

Sincerely,

DocuSigned by:

F933E1950E5A420...

Mark Snell
Chief Financial Officer
Phone: 833-472-9539
Email: sales@grayshift.com



Subaward Adjustment

15-PBJA-21-GG-00249-MUMU-07-S-JAG 22 - Jackson County Multi-Jurisdiction Drug Task Force (JCDF)

Edward Byrne Memorial Justice Assistance Grant (JAG)

Subaward Adjustment ID:	01	Submitted By:	
Subaward Adjustment Type:	Budget Revision	Submitted Date:	05/01/2023
Status:	Submitted		
Organization:	Jackson County, Drug Task Force		

Justification

Justification*

Please explain the reason for the requested adjustment and include the effective date. State the need for the change and how the requested revision will further the objectives of the project.

The Jackson County Multi-Jurisdictional Drug Task Force (JCDF) is requesting to purchase the GrayShift, GrayKey and ArtifactIQ software system for use by detectives assigned to the JCDF.

The capabilities of Cellebrite, a device that is used by Law Enforcement to gain access to data stored on iPhone and other smartphones, has a severe flaw when it comes to current gen Apple and Android hardware systems and securities that have been put in place by phone manufacturer's.

The iPhone 5, released September 21, 2012, is the last iPhone the "User Lock Recovery Tool" was capable of accessing. Since that time Apple has released an additional 15 generations of iPhone's which the Cellebrite is incapable of brute-forcing, removing, or bypassing passcodes. Cellebrite has the ability to access many of these devices "in house", but with a high cost per device (thousands of dollars) and having to physically send the phone to a private company, agencies are deterred from any willingness to participate due to breaking the chain of custody.

GrayShift, a company founded in 2016, managed to create a device called the GrayKey, which promised to deliver the ability for Law Enforcement Agencies to access the most up to date and current Apple devices on the market and by pass the encryption on these devices.

When using GrayKey, the phone receives a small download and begins to initialize and brute force the phone from within (as opposed to Cellebrite's external method). The phone can then be unplugged from the GrayKey and placed on a charger while the attempts are made. This allows an unlimited number of phones to be extracted at the same time. Once the device is unlocked, it prompts the user, the user then plugs the phone back into the device to begin extraction.

The GrayKey extracts four file types (significantly more depth than the Cellebrite). These are Process memory, a Full File System, and the phone's keychain. After completion of the extraction, it can be read via Cellebrite's Physical Analyzer software ArtifactIQ, and the report can be generated from there.

ArtifactIQ is cloud-native digital forensics analysis tool that identifies key evidence from mobile devices in minutes, accelerates agency collaboration, and maximizes departmental resources for faster case resolution. ArtifactIQ allows GrayKey in progress extractions to be viewed in real time prior to extraction completion. ArtifactIQ additionally allows analysis and report generation, giving Digital Forensics Examiners, Detectives/Investigators and Analysts, and Legal Reviewers the capability of seeing and digesting the information themselves without any additional training requirements. Additionally, Artifact IQ allows for secure cloud storage of the extraction report, freeing up networked drives and hard drive space for other case files, while still allowing for easy, intuitive, unfettered access to the extraction data.

The Intelligence Analyst assigned to the JCDTF for the Missouri National Guard Counterdrug Unit will be the certified operator of the GrayKey upon graduating Grayshift University, certifying the user with evaluated understanding of GrayKey operations and relevant aspects of mobile device security.

GrayKey will assist Detectives when working homicides, aggravated assaults, as well as narcotics investigations by extracting crucial information contained in mobile devices.

Line Number	Current Budget	Requested Change	Updated Budget	Description
07-S 1001	\$ 114,426.20	\$ -	\$ 114,426.20	
07-S 11001	\$ -	\$ 32,453.10	\$ 32,453.10	NEW - GreyKey license, unit, license, training certificate
07-S 12001	\$ 12,578.80	\$ -	\$ 12,578.80	
	\$ 127,005.00	\$ 32,453.10	\$ 159,458.10	

Budget

Row	Current Budget	Revised Amount	Net Change
Personnel	\$114,426.20	\$114,426.20	\$0.00
Personnel Benefits	\$0.00	\$0.00	\$0.00
Personnel Overtime	\$0.00	\$0.00	\$0.00
Personnel Overtime Benefits	\$0.00	\$0.00	\$0.00
PRN Time	\$0.00	\$0.00	\$0.00
PRN Benefits	\$0.00	\$0.00	\$0.00
Volunteer Match	\$0.00	\$0.00	\$0.00
Travel/Training	\$0.00	\$0.00	\$0.00
Equipment	\$0.00	\$0.00	\$0.00
Supplies/Operations	\$0.00	\$32,453.10	\$32,453.10
Contractual	\$12,578.80	\$12,578.80	\$0.00
Renovation/Construction	\$0.00	\$0.00	\$0.00
Indirect Costs	\$0.00	\$0.00	\$0.00
Totals	\$127,005.00	\$159,458.10	\$32,453.10

Federal/State and Local Match Share

Row	Current Budget	Current Percent	Revised Amount	Revised Percent	Net Change
Total Federal/State Share	\$127,005.00	100.0%	\$159,458.10	100.0%	\$32,453.10
Total Local Match Share	\$0.00	0%	\$0.00	0%	\$0.00

Confirmation

Your typed name as the applicant authorized official, in lieu of signature, represents your legally binding acceptance of the terms of this subaward adjustment and your statement of the veracity of the representations made in this subaward adjustment. You must include your title, full legal name, and the current date.

Authorized Official Name:* Dan Cummings
Title:* Captain
Date:* 05/01/2023

Attachments

Description	File Name	File Size
Grayshift, GrayKey quote	quote.pdf	112 KB



GRAYSHIFT

Grayshift LLC

931 Monroe Drive NE Suite A102-340
Atlanta, GA 30308
USA
Phone: +1 (833) 472-9539

Quote Number: Q-25553-1
Created Date: 5/10/2023
Expiration Date: 6/9/2023
Contract Start Date: 6/30/2023

CAGE Code: 7R0W9
DUNS Number: 081045174
NAICS: 513210

Ship To

Ron Pack
Jackson County Drug Task Force
4001 NE Lakewood CT.
Lees Summit, Missouri 64064
United States
rpack@jcdtf.com

Bill To

Ron Pack
Jackson County Drug Task Force
4001 NE Lakewood CT.
Lees Summit, Missouri 64064
United States
rpack@jcdtf.com

SALESPERSON	EMAIL	DELIVERY METHOD	PAYMENT TERMS
Mike Noonan	mnoonan@grayshift.com	FedEx	Net 30

Quote Note #: Adl Lic. + AIQ + GKO

All prices below are in U.S. Dollar

PRODUCT NAME	START	END	PART	QTY	PRICE	DISCOUNT	EXTENDED
GrayKey License - Advanced Unlimited Consent and BFU Extractions. 125 AFU, Instant Unlock or Brute Force Advanced actions Action Credits Included: 125	6/30/2023	6/29/2024	GKL-ONF-AD	1.00	30,795.00	-615.90	30,179.10
GrayKey Unit			GK101	1.00	550.00	0.00	550.00
Shipping & Handling			SH	1.00	75.00		75.00
ArtifactIQ Pro User License	6/30/2023	6/29/2024	AQ-PRO	1.00	1,349.00	0.00	1,349.00
GrayKey Operator Certificate Voucher Certificate received upon graduating Grayshift University, certifying the user with evaluated understanding of GrayKey operations and relevant aspects of mobile device security. Certification valid for 12 months after completion.			GKO	1.00	300.00	0.00	300.00

TOTAL: USD 32,453.10

Quote Terms

Purchaser’s signature below or payment creates a binding contract to purchase the products and services set forth in this Quote subject to the following:

- The ArtifactIQ by Grayshift service and purchaser’s use thereof is governed by the ArtifactIQ by Grayshift Software Services Agreement available at <https://www.grayshift.com/grayshift-software-services-agreement/> (the “SaaS Agreement”), as updated from time to time.
- Delivery and use of GrayKey is governed by the GrayKey End User License Agreement available at <https://www.grayshift.com/graykey-eula/> (“End User License Agreement”), as updated from time to time.
- **NO ADDITIONAL TERMS AND CONDITIONS OUTSIDE OF THE ARTIFACTIQ BY GRAYSHIFT SOFTWARE SERVICES AGREEMENT AND THE GRAYKEY END USER LICENSE AGREEMENT, AS APPLICABLE, AND THIS QUOTE APPLY WHATSOEVER INCLUDING BUT NOT LIMITED TO ANY TERMS SET FORTH IN A PURCHASE ORDER OR OTHER DOCUMENTATION PROVIDED BY PURCHASER.**
- Your contract will start on 6/30/2023 and will end after the term identified above expires, or if no expiration date is identified, 1 year after the start date.
- If this Quote is for an amount in excess of (i) \$15,000 for the ArtifactIQ by Grayshift service, (ii) \$50,000 for any new GrayKey license(s) or (iii) \$100,000 for renewal GrayKey license(s), respectively, then it may be subject to further approval and acceptance by Grayshift notwithstanding purchaser’s acceptance.

Payment Terms

- Non-payment thirty days after issuance of your invoice may result in a suspended license.
- Credit Cards: Major credit cards accepted including Visa, Mastercard, and American Express.
- Additional Information: Fees under this Agreement are exclusive of all taxes, including national, state or provincial and local income, use, sales, value-added, property and similar taxes, if any. Customer agrees to pay such taxes (excluding US taxes based on Grayshift’s net income). The final invoice may include such taxes, as applicable.
- Please reference quote number on payment method.

ATTENTION PLEASE READ CAREFULLY

BY SIGNING THIS QUOTE, YOU CERTIFY THAT:

1. **THE INFORMATION IN THIS QUOTE IS ACCURATE, THAT YOU HAVE READ THE TERMS OF THIS QUOTE, THE ARTIFACTIQ BY GRAYSHIFT SOFTWARE SERVICES AGREEMENT, AND THE GRAYKEY END USER LICENSE AGREEMENT, AS APPLICABLE TO THE PRODUCTS IDENTIFIED IN THIS QUOTE, AND AGREE TO THE APPLICABLE TERMS IN THEIR ENTIRETY WITHOUT EXCEPTION OR RESERVATION;**
2. **THAT YOU ARE AN AUTHORIZED REPRESENTATIVE OF THE INTENDED PURCHASING ENTITY IDENTIFIED IN THIS QUOTE WITH THE AUTHORITY TO LEGALLY BIND YOUR AGENCY AND TO ENTER INTO THIS AGREEMENT, AND THAT YOU CAN PROVIDE WRITTEN VERIFICATION OF SUCH AUTHORITY UPON REQUEST; AND**
3. **THAT YOU UNDERSTAND THAT SIGNING THIS QUOTE CREATES A BINDING CONTRACT.**

Signature: _____

Effective Date: _____/_____/_____

Name (Print): _____

Title: _____

Upon signature, please email to Mike Noonan at mnoonan@grayshift.com.

Grayshift LLC
THANK YOU FOR YOUR BUSINESS!