

# Guide to Judiciary Policy

Vol 14: Procurement  
Ch 7: Contract Administration

## Appx 7C: Sample Change of Name Agreement

The \_\_\_\_\_ (i.e. ABC Corporation) (*contractor*), a corporation duly organized and existing under the laws of \_\_\_\_\_ [*insert State*], and the United States Of America (*judiciary*), enter into this Agreement as of \_\_\_\_\_ [*insert date when the change of name became effective under applicable State law*].

(a) The parties agree to the following facts:

- (1) The judiciary, represented by various contracting officers has entered into certain contracts and purchase orders with the \_\_\_\_\_ (i.e.. XYZ Corporation), namely: \_\_\_\_\_ [*insert contract or purchase order identifications*]; [*or delete "namely" and insert "as shown in the attached list marked "Exhibit A" and incorporated in this Agreement by reference."*]. The term "the contracts," as used in this Agreement, means the above contracts and purchase orders and all other contracts and purchase orders, including all modifications, made by the judiciary and the contractor before the effective date of this Agreement (whether or not performance and payment have been completed and releases executed if the judiciary or the contractor has any remaining rights, duties, or obligations under these contracts and purchase orders).
- (2) The \_\_\_\_\_ (XYZ Corporation), by an amendment to its certificate of incorporation, dated \_\_\_\_\_ 20\_\_\_\_, has changed its corporate name to \_\_\_\_\_ (ABC Corporation).
- (3) This amendment accomplishes a change of corporate name only and all rights and obligations of the judiciary and of the contractor under the contracts are unaffected by this change.
- (4) Documentary evidence of this change of corporate name has been filed with the judiciary.

(b) In consideration of these facts, the parties agree that:

- (1) the contracts covered by this Agreement are amended by substituting the name \_\_\_\_\_ ("ABC Corporation") for the name

\_\_\_\_\_ ("XYZ Corporation") wherever it appears in the contracts; and

- (2) each party has executed this Agreement as of the day and year first above written.

United States of America

By \_\_\_\_\_  
Title \_\_\_\_\_

ABC Corporation

By \_\_\_\_\_  
Title \_\_\_\_\_  
[Corporate Seal]

**Certificate**

I, \_\_\_\_\_, certify that I am the Secretary of \_\_\_\_\_ (ABC Corporation); that \_\_\_\_\_, who signed this Agreement for this corporation, was then \_\_\_\_\_ of this corporation; and that this Agreement was duly signed for and on behalf of this corporation by authority of its governing body and within the scope of its corporate powers. Witness my hand and the seal of this corporation this \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_.

By \_\_\_\_\_  
[Corporate Seal]