

EXHIBIT 3

SOLE SOURCE ACQUISITION JUSTIFICATION

Itron, Inc.
2111 N. Molter Road
Liberty Lake, WA 99019
800-635-5461
www.itron.com

Dear Sir or Madam:

Your firm has been selected as a vendor providing annual maintenance and continued vendor support of the MV90xi/MVLTxi and IEE Software solution. You have indicated to us that you are the only existing vendor for this type of software service. Texas Local Government Code 252.022 allows local government entities an exemption from competitive requirements where a good or service is determined to only be available from "one source". Additionally, sole-source acquisitions exceeding fifty-thousand dollars shall require approval from the City Council.

Sole-Source acquisitions by a Texas local government entity are identified and confirmed where no other sourcing option exists.

Please provide a description of the software solution/service:

OK **MV90xi Meter Data Collection Software Annual Maintenance**
IEE Meter Data Management Software Annual Maintenance
MVLTxi Software Annual Maintenance

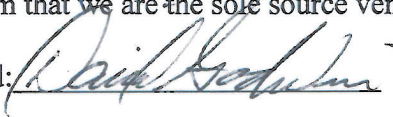
Please review the marketplace and confirm that your firm is the only firm that can supply this software solution. The City of Denton is required to confirm this sole-source determination with your firm. Please respond as necessary to the following questions and return this form via electronic delivery. Call if you have any questions.

1. Are you the sole or single source vendor for the commodities named above?
____X____ Yes ____ No
2. Is there any other vendor that offers this service?
____ Yes ____X____ No

If you are not the sole source vendor of this software service, please list additional vendors that could be contacted for pricing:

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My signature below certifies that I have the authority to bind my company/firm, and I confirm that we are the sole source vendor of the above listed software solution/service.

Signed: 

Title: Director of Operations

Print Name: Dave Godwin

Date: 8/13/14

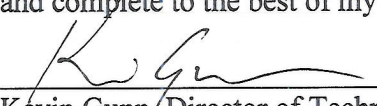
Upon completion of the form, please sign below to certify that you are the single source of this material and **return via electronic delivery to:**

Kevin Gunn, Director of Information Technology
901 B Texas Street
Denton, TX 76209
techservices@cityofdenton.com

Technology Services Confirmation:

In accordance with the provisions of Texas Government Code 252.022, and City of Denton Procurement Policies and Procedures, Chapter 2, I confirm that there is no available competition for this solution, and that no other service will satisfy the City's requirements. The service is the City's only option to providing the necessary support for the Information Technology infrastructure.

The cost of these services has been negotiated with the provider, and staff has evaluated the reasonableness of the pricing. I certify that this sole-source justification is accurate and complete to the best of my knowledge.


Kevin Gunn, Director of Technology Services

Date: 8/25/2014

Approved for Procurement Action:

Elton D. Brock, Purchasing Manager

Date: _____