



April 7, 2011

Ms. Bresha Bryant
Dell, Inc.
501 Dell Way
MS RR2-14
Round Rock, TX 78682

Re: Letter of Authorization

Dear Ms. Bryant,

BMC Software, Inc. ("**BMC**"), hereby, authorizes Dell, Inc. ("Dell") to add BMC's products, support, and learning pass credits in accordance with the Partner Network Agreement dated August 3, 2007 to the below listed DELL state contracts and upon prior written approval from BMC any state contract that DELL may obtain in the future. Notwithstanding the foregoing, BMC may terminate this Letter of Authorization upon thirty (30) days written notice.

DELL State contracts: Western States Contracting Alliance (WSCA)

Additionally, BMC authorizes DELL, on its own behalf, to negotiate the standard terms and conditions of the state contract directly with the state and BMC agrees to negotiate with the state to modify the BMC Master License Agreement to make them consistent with the state contract.

LICENSING TERMS

DELL agrees that all Software, Support and Learning Pass Credits sold under this Letter of Authorization shall be governed by the terms of the Master License Agreement, Additional Support Terms and Learning Pass Agreement attached hereto.

ATTACHMENTS INCORPORATED INTO LETTER OF AUTHORIZATION	
	'X'
Attachment A – Master License Agreement	X
Attachment B – Additional Support Terms	X
Attachment C – Commercial Price List	X
Attachment D – Learning Pass Agreement	X

Each party hereto warrants and represents that a duly authorized representative of such party has executed this Agreement and this Agreement constitutes the legal, valid and binding obligation of such party.

Sincerely,


Kenneth M. Mellett
VP, North America Public Sector Sales

