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VIA UPS Overnight

July 1, 2008

Lewis County Sheriff
Att: Lt. Pea
360 NW North Street
MS SHE01
Chehalis, WA 98565

Re: Fully Executed Amendment #1 to Agreement

Dear Lt. Pea:

Enclosed please find an original of the fully executed Amendment #1 to the Agreement between Global Tel Link and Lewis County.

Please contact me should you require additional information.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Nikki Francis', is written over a horizontal line. The signature is fluid and cursive.

Nikki Francis

**FIRST AMENDMENT TO
INMATE TELEPHONE SERVICE AGREEMENT**

THIS FIRST AMENDMENT TO INMATE TELEPHONE SERVICE AGREEMENT dated June 5, 2008 ("Amendment"), amends and revises that certain Inmate Telephone Service Agreement (the "Agreement"), dated October 1, 2007 by and between Lewis County Sheriff, with an address at 360 N.W. North Street, MS: SHE01, Chehalis, WA 98532 ("Premise Provider"), and Global Tel*Link Corporation, a Delaware corporation having its principal place of business at 2609 Cameron Street, Mobile, AL 36607 ("Company").

WHEREAS, Premise Provider desires to modify the list of equipment to be furnished pursuant to the Agreement; and

WHEREAS, Company agrees to modify the list of equipment and adjust the commission to be paid to Premise Provider accordingly; then,

Company and Premise Provider hereby agree to amend and revise the Agreement as follows:

Section 4. Compensation: The first sentence of Section 4 is deleted and replaced in its entirety with the following:

Remuneration shall be Thirty-six percent (36%) of the gross revenue billed or prepaid for all phones covered by this Agreement.

Exhibit A: List of On Site Equipment: The List of On Site Equipment is deleted and replaced in its entirety with the following:

List of On Site Equipment

LazerNet Platform w/ Term Storage On-Line
1 Officer Check-In Phone
66 Inmate Stations
1 TDD
1 Coin
1 Portable Phone
2 Workstations
2 BBJ Printers

Except as set forth above, there is no other revision or amendment to the Agreement or the obligations of Company and Premise Provider, and the Agreement remains in full force and effect.

[[Signature Page Follows]]

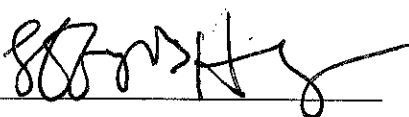
IN WITNESS WHEREOF, the parties hereto, intending to be legally bound, have duly executed this Amendment as of the date first written above, inserted by the party signing last.

LEWIS COUNTY SHERIFF

By: 

Name: Chandra Wrzesinski
Title: Jail Administrator

GLOBAL TEL*LINK CORPORATION

By: 

Name: Jeffrey B. Haidinger
Title: President, Services