

STATE OF SOUTH CAROLINA) ADDENDUM TO CONTRACT FOR CORRECTIONAL
) AND NON-CORRECTIONAL PUBLIC PAYPHONES
COUNTY OF RICHLAND) FOR THE STATE OF SOUTH CAROLINA

THIS ADDENDUM is entered into and effective on the date last executed below by and between the South Carolina Budget and Control Board, Division of the State Chief Information Officer (hereinafter the "CIO") and Embarq Payphone Services, Inc. (hereinafter "Embarq"). The CIO and Embarq shall be jointly referred to herein as the "Parties".

WHEREAS, pursuant to Section 1-11-430 of the South Carolina Code of Laws, the CIO and Embarq's predecessor, Sprint Payphone Services, Inc., entered into a contract on May 27, 2000 (hereinafter the "Contract") in which the Parties agreed that Sprint Payphone Services, Inc. (now Embarq) would provide public payphone equipment and services for both correctional and non-correctional locations in the State of South Carolina in accordance with the terms and conditions of the Contract.

WHEREAS, the duration of the Contract was for a period of five (5) years from the date of final acceptance by the CIO of the payphone equipment and services requested by the CIO, with the CIO reserving the right to continue the Contract on a month to month basis.

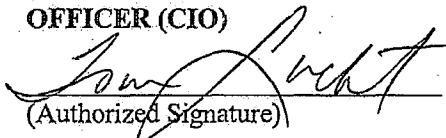
WHEREAS, in 2005, the parties decided to extend the Contract, and this extension will end on June 20, 2008.

WHEREAS, the Parties have decided to extend the Contract.

NOW THEREFORE, the Parties mutually agree to extend the Contract in accordance with the terms set forth in the Contract and all subsequent amendments. This extension will expire at midnight June 20, 2009.

The signatories hereunder warrant and declare that they are duly authorized to execute this agreement by virtue of their position and title and are signing on behalf of their respective entity by virtue and strength thereof, or of resolution duly considered and passed by a duly authorized and constituted authority or body of their respective entity, and that, furthermore, it is stipulated and agreed by the Parties that this Agreement shall be binding upon their respective entity, officers, employees, agents, affiliated organizations and their heirs, successors and assigns of each.

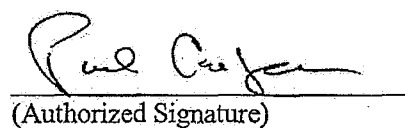
**SOUTH CAROLINA BUDGET &
CONTROL BOARD - DIVISION
OF THE STATE CHIEF INFORMATION
OFFICER (CIO)**


(Authorized Signature)

Tom Lucht
(Name)

Cio 6-20-2008
(Title & Date)

EMBARQ PAYPHONE SERVICES, INC


(Authorized Signature)

Paul Cooper
(Name)

Director & General Manager
(Title & Date)

6/19/08