

**AMENDMENT OF THE  
OPERATIONS AND MANAGEMENT SERVICES CONTRACT**

**BETWEEN**

**THE STATE OF FLORIDA  
DEPARTMENT OF MANAGEMENT SERVICES,  
BUREAU OF PRIVATE PRISON MONITORING**

**AND**

**CORRECTIONS CORPORATION OF AMERICA**

**FOR THE**

**GADSDEN CORRECTIONAL FACILITY, FLORIDA  
1,520-BED ADULT FEMALE MINIMUM AND MEDIUM  
OFFENDER CUSTODY SECURE CORRECTIONAL FACILITY**

**WHEREAS**, on July 10, 2007, the STATE OF FLORIDA, DEPARTMENT OF MANAGEMENT SERVICES, BUREAU OF PRIVATE PRISON MONITORING ("BUREAU") and CORRECTIONS CORPORATION OF AMERICA ("CONTRACTOR") entered into an OPERATIONS AND MANAGEMENT SERVICES CONTRACT ("CONTRACT"), relating to the Gadsden Correctional Facility; and

**WHEREAS**, Article 12.15, Amendments, expressly provides for amendments to the CONTRACT; and

**WHEREAS**, the parties now wish to amend the CONTRACT upon its current terms and conditions with the following modifications to the terms and conditions thereof.

**NOW THEREFORE**, the parties hereby do amend the CONTRACT as follows:

1. Article 7.1, Management Payment:

The first hollow bullet is amended to read as follows:

The Major Maintenance and Repair Reserve Fund in the monthly amount of \$33,438.07 for the current remainder of the initial term of the CONTRACT (excluding any renewals) pursuant to the Settlement Agreement dated December 06, 2007.

2. Article 4.9, Major Maintenance and Repair Reserve Fund:

The second paragraph is amended to read as follows:

On the first day of each month, the BUREAU will deduct 1/12 of \$401,256.84 (\$33,438.07 monthly), pursuant to Article 7.1, from the Facility's man-days billing and transfer said amount to the Grants and Donations Trust Fund.

The first and second sentence of the third paragraph is amended to read as follows:

Requests for reimbursement for maintenance or repair costs in excess of \$5,000 shall be submitted to the BUREAU Chief. Approval or denial of such requests is at the BUREAU Chief's discretion. Approvals shall not be unreasonably withheld.

3. All other terms and conditions of the CONTRACT remain unchanged.

IN WITNESS WHEREOF, the undersigned authorized persons have executed this Amendment on behalf of their respective parties effective on the date of signature of the last signatory to this Amendment.

STATE OF FLORIDA, DEPARTMENT OF  
MANAGEMENT SERVICES, BUREAU OF  
PRIVATE PRISON MONITORING

*[Signature]*

Date: 12/06/07

Approved as to form and legality for DMS:

*[Signature]*

CORRECTIONS CORPORATION OF AMERICA

BY: *Natasha K. Metcalfe*

(Corporate Seal)

Its: Vice President and Associate General Counsel

Date: 11/29/07

Attest: *Jan F. Shropshire*

Its: Executive Legal Assistant