CONTRACT BETWEEN

COMMONWEALTH OF PENNSYLVANIA
GOVERNOR'S OFFICE OF ADMINISTRATION

AND

MCI COMMUNICATIONS SERVICES, INC.
d/b/a VERIZON BUSINESS SERVICES

CONTRACT NO.

THIS CONTRACT is made and entered into in Harrisburg, Pennsylvania, in the County of Dauphin, Commonwealth of Pennsylvania, by and between the COMMONWEALTH OF PENNSYLVANIA, Governor's Office of Administration ("OA") and MCI Communications Services, Inc. d/b/a Verizon Business Services ("Verizon Business" or "MCI").

WHEREAS, the Department of General Services ("DGS") delegated to OA authority to issue a request for proposal (RFP) for furnishing, installing, and maintaining three related telecommunications systems that will provide payphone service for the Commonwealth of Pennsylvania and control inmate calling from the state correctional institutions; and

WHEREAS, pursuant to the RFP, OA awarded this Contract to MCI.

NOW, THEREFORE, for, and in consideration of, the following is set forth in this Contract, and the parties intending to be legally bound, mutually understand and agree that:

1. This Contract shall be effective for a sixty (60) month period commencing on the Effective Date as defined in Paragraph 1 of the Contract Terms and Conditions for Services, but may be extended beyond that period as set out in Paragraph 1 of the Contract Terms and Conditions for Services.

2. This Contract shall be governed by the laws of the Commonwealth of Pennsylvania and, for all purposes, shall be construed in accordance with those laws and decisions of the courts of the Commonwealth of Pennsylvania, and shall be binding upon the Parties and their respective successors and assigns. No amendment, or modification, of the Contract shall have any force or effect unless it is in writing and signed by the Parties.

3. The following attachments are incorporated by reference and made part of this Contract:

Attachment A:	Contract Terms and Conditions for Services
Attachment B:	RFP, including all addenda issued related thereto
Attachment C:	Final cost submittal, dated August 1, 2006
Attachment D:	
	D-1: Contractor's original technical submittal, dated October 13, 2005; and

D-2: Clarifications received May 22, 2006 related to RFP Sections 2.5-C & 2.5-D

Attachment E: Disadvantages Business Submittal

4. The Parties agree that all legal notices pursuant to the Contract shall be in writing and mailed by certified mail, return receipt requested, and all other communications shall be in writing and mailed, prepaid first-class, to the following addresses of the respective Parties, or to such other addresses as may be designated from time to time by the Parties:

a. OA

Kristen Miller
Deputy Miller
Office of Administration
209 Finance Building
Harrisburg, PA 17120

b. Verizon Business

Steve Viefhaus
Sr. Director, Government Markets
Verizon Business
500 Technology Drive
Room C2123
Weldon Spring, MO 63304
636-793-3457

IN WITNESS WHEREOF, the Parties to this Contract have executed it, through their respective duly-authorized representatives, as of the dates written below. Execution by OA will be through the issuance of a Purchase Order as described in Paragraph 37 of the Contract Terms and Conditions for Services.

MCI Communications Services Inc.
d/b/a Verizon Business Services
[redacted]

Signature

Suleiman Hessami
VP Pricing/Contract Management

9-28-06

Date

Commonwealth of Pennsylvania
Governor's Office of Administration

Signature

Date

FEIN

SAP Vendor Number

APPROVED FOR FORM AND LEGALITY

Office of Chief Counsel
Governor's Office of Administration

Office of General Counsel

Office of Attorney General

CERTIFICATION OF FUNDS

Comptroller

Date