

ASSIGNMENT OF CONTRACTS

This Assignment of Contracts is made this ME 97-15-2580-011 on the 22 day of March 2006 by and between Verizon Pennsylvania Inc. (Assignor) and T-Netix, Inc. (Assignee).

WITNESSETH:

WHEREAS, Assignor entered into Contract Number ME 97-15-2580-011 with the Commonwealth of Pennsylvania, acting through the Governor's Office of Administration (the Agency), providing for Assignor to perform certain Payphone and Inmate Telephone Services for Commonwealth Agencies; and

WHEREAS, Assignor desires to assign all of its interest in and to the Contracts to Assignee, who shall perform the obligations and responsibilities of Assignor under the Contracts and Assignee desires to accept such assignment; and

WHEREAS, the Commonwealth of Pennsylvania, acting through The Agency, has agreed to permit the assignment of the Contracts as described herein.

NOW THEREFORE, in consideration of the transfer of said Contracts by Assignor and the acceptance thereof by Assignee, the parties hereto, intending to be legally bound, do hereby agree as follows:

1. Assignor hereby grants, transfers and sets over to Assignee, any and all of Assignor's right, title and interest in and to the Contracts, the duty and responsibility to perform any and all acts and obligations of the Assignor under the Contracts and the benefits arising to the Assignor thereunder and Assignee hereby agrees to accept and assume the same as if Assignee had been an original party to the Contracts.
2. Assignee hereby accepts the assignment of the Contracts, agrees to be bound by all of the terms of the Contracts, including but not limited to the duties, obligations and responsibilities of the Assignor thereunder and further agrees to perform such duties, obligations and responsibilities in accordance with the terms of the Contracts and its attachments.

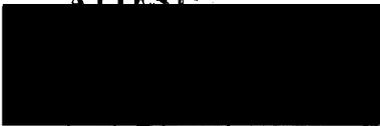
3. Assignee hereby assumes full responsibility and liability for all acts performed directly or indirectly under the Contracts on and after the Effective Date, but not including breaches of the Contracts committed by Assignor prior to the Effective Date of this Assignment. Assignor shall remain liable for all responsibilities and obligations relating to the Contract accruing prior to the Effective Date irrespective of when a claim is made.
4. Assignee agrees to indemnify and hold the Agency harmless from any liability arising under the Contracts related to Assignee's performance, nonperformance or negligent or willful acts.
5. The Agency joins in this Assignment solely for the purpose of acknowledging the Commonwealth's consent to and approval of the assignment of the Contracts to Assignee as provided for hereunder.

IN WITNESS WHEREOF, the Parties to this Assignment of Contracts have executed it through their respective duly authorized officers, as of the date first above written.

This Assignment of Contracts will not be fully executed and binding on the Parties unless and until all signatures are affixed hereto.

ATTEST:

Verizon Pennsylvania Inc., Assignor


 Asst. Secretary _____
 12/15/08
 Date


 S V President _____
 12/17/08
 Date

ATTEST:

FED ID NO: 23-0397860


 Secretary _____
 12/16/08
 Date

T-Netix, Inc., Assignee

 President _____
 Date

FED ID NO: 84-1037352

COMMONWEALTH OF PENNSYLVANIA
OFFICE OF ADMINISTRATION

APPROVED FOR FORM AND LEGALITY:

[REDACTED]

SECRETARY OF ADMINISTRATION (OA)

[REDACTED]

OFFICE OF CHIEF COUNSEL (OA)

[REDACTED]

OFFICE OF GENERAL COUNSEL

[REDACTED]

OFFICE OF ATTORNEY GENERAL

1/13/06

1/26/06

APPROVED:

[REDACTED]

BY:

OFFICE OF THE COMPTROLLER DATE

3-21-06

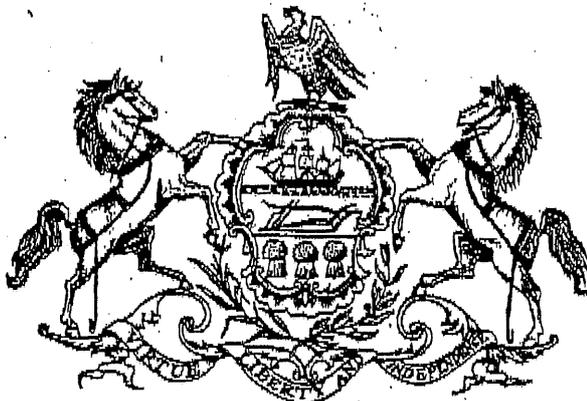
Commonwealth Contractor Responsibility Program Clearance Certificate

Federal Identification Number 84-1037352

Certificate Number HCC 2725

Business Name T-NETIX INC

Trade Name



THE PA DEPARTMENT OF REVENUE CERTIFIES THAT THE INFORMATION ON OUR RECORDS AS OF 3/20/2006 REFLECTS THE FOLLOWING:

- Yes ALL STATE REPORTS HAVE BEEN FILED AND ALL STATE TAXES PAID, AND/OR
- No ALL STATE TAXES ARE SUBJECT TO A TIMELY ADMINISTRATIVE OR JUDICIAL APPEAL, AND/OR
- No ALL STATE TAXES ARE SUBJECT TO A DULY APPROVED DEFERRED PAYMENT PLAN

THIS CERTIFICATE IS BEING ISSUED IN ACCORDANCE WITH MANAGEMENT DIRECTIVE 215.9 BASED ON FACTS PRESENT KNOWN BY THE DEPARTMENT OF REVENUE.

THIS CERTIFICATE CANNOT BE USED AS AN ESTOPPEL AGAINST THE DEPARTMENT IF FURTHER FACTS BECOME KNOWN TO THE DEPARTMENT. THIS CERTIFICATE DOES NOT REPLACE THE REQUIREMENT OF SECURING A "BULK SALE CLEARANCE CERTIFICATE" UNDER THE PROVISIONS OF SECTION 1403 OF THE FISCAL CODE OR ANY OTHER SIMILAR CERTIFICATE OR DOCUMENT ISSUED BY THE DEPARTMENT OF REVENUE.



PA DEPARTMENT OF REVENUE

3/20/2006
ISSUE DATE

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