

AMENDMENT TO AMENDED AND RESTATED FACILITY OPERATION AND MANAGEMENT SERVICES AGREEMENT

This Amendment to the Amended and Restated Facility Operation and Management Services Agreement (hereinafter "Amendment") is entered into by and between Polk County, Texas (hereinafter "County") and **COMMUNITY EDUCATION CENTERS, INC.** ("CEC"), successor in interest to CiviGenics-Texas, Inc., a subsidiary of CiviGenics, Inc. (hereinafter collectively "Operator") effective as of December 21, 2009.

WHEREAS, the County is the owner of that certain Facility known as the "IAH Detention Center" (hereinafter "Facility"). The term "Facility" shall also include any expansion and/or renovation of the existing Facility; and

WHEREAS, the County has agreed to extend the term for one of the previously provided additional one (1) year option terms;

WHEREAS, this Amendment is not intended to, and shall not release any person or entity from any obligations established or incurred under prior operation and management agreements for the Facility, except to the extent specifically superseded or released by this Amendment's express terms;

WHEREAS, the entering into this Amendment is found to be in the best interests of the parties, the efficient and safe operation of the Facility, and the public.

NOW, THEREFORE, the parties hereto agree as follows:

1. In accordance with Article II, "Term", Section 2.01, the Agreement is hereby extended in accordance with the extension option for an additional one (1) year term expiring on December 20, 2010.
2. Except as amended hereby, the terms and conditions of the Agreement, as heretofore amended, shall remain unchanged.

SIGNED this 8th day of December, 2009.

ATTEST:

Shehana Walker
County Clerk

"COUNTY"
POLK COUNTY, TEXAS

By: John P. Thompson
John P. Thompson, County Judge

**“OPERATOR”
COMMUNITY EDUCATION CENTERS, INC.
Successor in Interest to CiviGenics-Texas, Inc.,
A Subsidiary of CiviGenics, Inc.**

ATTEST:

By: _____
Print Name: _____
Title: _____

Corporate Secretary