

AMENDMENT NUMBER ~~THREETWO~~

TO

CONTRACT MA-060-12011698

BETWEEN THE

COUNTY OF ORANGE

AND

~~CONTINENTAL PRISON SYSTEMS INC~~

~~DBA EZ CARD AND KIOSK TOUCHPAY HOLDINGS, LLC~~

This AMENDMENT NUMBER ~~THREETWO~~ to CONTRACT number MA-060-12011698 (hereinafter "AMENDMENT NUMBER ~~TWOTHREE~~") between the County of Orange, a political subdivision of the State of California, operating through its Sheriff's Department (hereinafter "COUNTY") and ~~Continental Prison Systems Inc. TouchPay Holdings, LLC, DBA EZ Card and Kiosk~~ (hereinafter "CONTRACTOR") with a place of business at ~~15375 Barranea Pkwy, Suite C102, Irvine, CA 92618 2206 2609 Cameron Street, Mobile, AL 36607~~, is made and entered upon execution of all necessary signatures.

RECITAL

WHEREAS, COUNTY and CONTRACTOR executed the ORIGINAL CONTRACT on March 20, 2012 for Jail Kiosk Services, as Contract number MA-060-12011698 (hereinafter "ORIGINAL CONTRACT"), for a two (2) year term of March 20, 2012 through and including March 19, 2014, renewable for three (3) additional one-year terms; and

WHEREAS, COUNTY and CONTRACTOR renewed the ORIGINAL CONTRACT as well as amended Attachment A Scope of Work on March 11, 2014 for the term of March 20, 2014 through and including March 19, 2015 as Contract Number MA-060-14011193 (hereinafter "AMENDMENT NUMBER ONE");

~~WHEREAS, COUNTY desires to renew the ORIGINAL CONTRACT for an additional one (1) year term, as Contract Number MA-060-15010934 and the CONTRACTOR has agreed to provide services at the rates set forth in the ORIGINAL CONTRACT and AMENDMENT NUMBER ONE;~~

~~WHEREAS, COUNTY and CONTRACTOR renewed the ORIGINAL CONTRACT on February 3, 2015 as Contract Number MA-060-15010934 (hereinafter "AMENDMENT NUMBER TWO") for a one (1) year term of 3/20/15 through and including 3/19/16 and the CONTRACTOR has agreed to provide services at the rates set forth in the ORIGINAL CONTRACT and AMENDMENT NUMBER ONE;~~

~~WHEREAS, COUNTY, ASSIGNOR Continental Prison Systems, Inc. dba EZ Card and Kiosk, and ASSIGNEE TouchPay Holdings, LLC executed an Assignment, Novation and Consent Agreement on August 25, 2015 whereby TouchPay~~

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TouchPay Holdings, LLC _____ Contract# MA-060-12011698~~

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Holdings, LLC assumed all rights, duties and obligations under the ORIGINAL CONTRACT as amended; and

WHEREAS, COUNTY desires to renew the ORIGINAL CONTRACT for a one (1) year term, as Contract Number MA-060-16011014 for the term of March 20, 2016 through and including March 19, 2017 and the CONTRACTOR has agreed to provide services at the rates set forth in the ORIGINAL CONTRACT and AMENDMENT NUMBER ONE;

NOW THEREFORE, in consideration of the mutual obligations set forth herein, both COUNTY and CONTRACTOR agree as follows:

1. ARTICLES

a. Section 1 - Term of Contract, of the ORIGINAL CONTRACT is amended to read in its entirety as follows:

1. Term of Contract:

~~This Contract shall commence upon execution of all necessary signatures, and continue in effect from 3/20/12 through and including 3/19/16, unless otherwise terminated by COUNTY. The period of 3/20/12 through and including 3/19/14 shall be known as Contract number MA-060-12011698. The period of 3/20/14 through and including 3/19/15 shall be known as Contract number MA-060-14011193. The period of 3/20/15 through and including 3/19/16 shall be known as Contract number MA-060-15010934. This Contract may be renewed for one (1) separate additional one (1) year term by mutual agreement of both Parties.~~

~~The COUNTY is not under any obligation to provide CONTRACTOR with a reason should it elect not to renew this Contract, nor is the COUNTY obligated to provide any prior notice to Contractor of its intent not to renew the Contract.~~

This Contract shall commence upon execution of all necessary signatures, and continue in effect from 3/20/12 through and including 3/19/17, unless otherwise terminated by COUNTY. The period of 3/20/12 through and including 3/19/14 shall be known as Contract number MA-060-12011698. The period of 3/20/14 through and including 3/19/15 shall be known as Contract number MA-060-14011193. The period of 3/20/15 through and including 3/19/16 shall be known as Contract number MA-060-15010934. The period of 3/20/16 through and including 3/19/17 shall be known as Contract number MA-060-16011014. This Contract may not be renewed.

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TouchPay Holdings, LLC _____ Contract# MA-060-12011698

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- 2. A true and correct copy of the ORIGINAL CONTRACT (Contract number MA-060-12011698) is attached hereto as Exhibit A and incorporated by this reference.
- 3. A true and correct copy of AMENDMENT NUMBER ONE (Contract Number MA-060-14011193) is attached hereto as Exhibit B and incorporated by this reference.
- 4. ~~All other provisions of the ORIGINAL CONTRACT and AMENDMENT NUMBER ONE, to the extent they are not inconsistent with this AMENDMENT NUMBER TWO, remain unchanged and in full force and effect. A true and correct copy of AMENDMENT NUMBER TWO (Contract Number MA-060-15010934) is attached hereto as Exhibit C and incorporated by this reference.~~
- 5. A true and correct copy of ASIGNMENT, NOVATION AND CONSENT AGREEMENT (Contract Number MA-060-15010934) is attached hereto as Exhibit D and incorporated by this reference.
- 6. All other provisions of the ORIGINAL CONTRACT and AMENDMENT NUMBERS ONE through TWO and the ASSIGNMENT, NOVATION and CONSENT AGREEMENT, to the extent they are not inconsistent with this AMENDMENT NUMBER THREE, remain unchanged and in full force and effect.

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 TouchPay Holdings, LLC _____ Contract# MA-060-12011698
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IN WITNESS WHEREOF, the Parties have executed AMENDMENT NUMBER ~~TWO~~ **THREE** to ORIGINAL CONTRACT number MA-060-12011698.

*Contractor: ~~Continental Prison Systems Inc., DBA EZ Card and KioskTouchPay~~ **Hodlings, LLC**

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By: _____ Title: _____
Print Name: _____ Date: _____

*Contractor: ~~Continental Prison Systems Inc., DBA EZ Card and KioskTouchPay~~ **Hodlings, LLC**

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By: _____ Title: _____
Print Name: _____ Date: _____

~~*If a corporation, the document must be signed by two corporate officers. The first signature must be either the Chairman of the Board, President, or any Vice President. The second signature must be the secretary, an assistant secretary, the Chief Financial Officer, or any assistant treasurers. In the alternative, a single corporate signature is acceptable when accompanied by a corporate document demonstrating the legal authority of the signature to bind the company.~~

**If the contracting party is a corporation, (2) two signatures are required: (1) signature by the Chairman of the Board, the President or any Vice President; and one (1) signature by the Secretary, any Assistant Secretary, the Chief Financial Officer or any Assistant Treasurer. The signature of one person alone is sufficient to bind a corporation, as long as he or she holds corporate offices in each of the two categories described above. For County purposes, proof of such dual office holding will be satisfied by having the individual sign the instrument twice, each time indicating his or her office that qualifies under the above described provision.*

In the alternative, a single corporate signature is acceptable when accompanied by a corporate resolution demonstrating the legal authority of the signature to bind the company

County Of Orange

A political subdivision of the State of California



Sheriff-Coroner Department

By: _____ Title: _____
Print Name: _____ Date: _____

File Folder 582880 _____ 4 _____ Amendment Number Three
TouchPay Holdings, LLC _____ Contract# MA-060-12011698

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Approved by the Board of Supervisors: _____

Approved as to Form
Office of the County Counsel
Orange County, California

by _____
Deputy

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TouchPay Holdings, LLC Contract# MA-060-12011698
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EXHIBIT A

ORIGINAL CONTRACT (Contract Number MA-060-12011698)

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TouchPay Holdings, LLC Contract# MA-060-12011698
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EXHIBIT B

AMENDMENT NUMBER ONE (Contract Number MA-060-14011193)

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~~TouchPay Holdings, LLC~~ ~~Contract# MA-060-12011698~~
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EXHIBIT C

AMENDMENT NUMBER TWO (Contract Number MA-060-15010934)

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TouchPay Holdings, LLC _____ Contract# MA-060-12011698
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EXHIBIT D

ASSIGNMENT, NOVATION AND CONSENT AGREEMENT
(Contract Number MA-060-15010934)

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TouchPay Holdings, LLC _____ Contract# MA-060-12011698
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~~Three~~
~~TouchPay Holdings, LLC~~ ~~Contract# MA-060-12011698~~
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