

Amendment to Kronos Sales, Software License and Services Agreement

This is an Amendment effective as of the date below to the Kronos Sales, Software License and Services Agreement ("Agreement") entered into between Kronos Incorporated ("Kronos") and Williamson County ("Customer") on October 28, 2008. The parties hereby agree to amend the Agreement as follows:

The following provision shall be added to the Agreement:

AUDIT BY CUSTOMER:

Kronos further agrees that Customer or its duly authorized representatives shall, until the expiration of three (3) years after final payment under this Agreement and subject to a thirty (30) day prior written notice, have access to and the right to examine and photocopy any and all books, documents, papers and records of Kronos, which are directly pertinent to the services to be performed under this Agreement for the purposes of making audits, examinations, excerpts, and transcriptions provided that access shall not occur more than once per year, be conducted during Kronos regular business hours and shall not disrupt Kronos regular business. Kronos agrees that Customer shall be provided adequate and appropriate work space in order to conduct audits in compliance with the provisions of this section.

In the event of any conflict or inconsistency between the terms and conditions of this Amendment and the terms and conditions of the Agreement, the terms and conditions of this Amendment shall control. All other terms and conditions of the Agreement shall remain in full force and effect.

AGREED TO AND ACCEPTED:

Date: _____

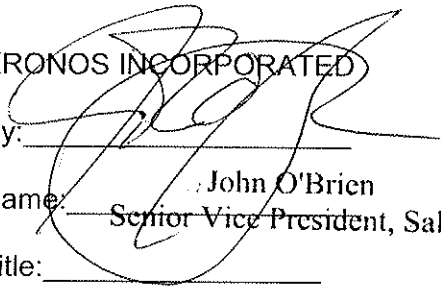
WILLIAMSON COUNTY

By: _____

Name: _____

Title: _____

KRONOS INCORPORATED

By:  _____

Name: John O'Brien
Senior Vice President, Sales

Title: _____