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DIRECTOR

July 1, 2010

Director Justin Jones
Oklahoma Department of Corrections
3400 Martin Luther King Avenue
Oklahoma City, Oklahoma 73111-4298

Dear Director Jones:

Please accept this letter as official notice that Cornell Corrections of Texas, Inc. (Cornell) will be bidding on the Federal Bureau of Prison's (BOP) Request for Proposal (RFP) PCC-0018. The BOP is soliciting bids for a secure correctional institution to provide for the management and operation to house approximately 3,000 low security, adult male inmates with less than a year to serve on their sentence. The BOP may make multiple awards for this RFP.

As part of the RFP process, the BOP requires that the offerors submit proof that the chief Department of Corrections officer of the state in which the proposed facility is located has been notified of the intent to manage and operate a correctional institution as identified in the solicitation. This letter will serve as documentation of satisfaction of this requirement.

Cornell will be submitting our Great Plains Correctional Facility (GPCF) located in Hinton, Oklahoma. As you know, Cornell assumed operations of Great Plains in 1998 and the facility currently houses 2,000 inmates from the Arizona Department of Corrections. We are appreciative of the support and working relationship with the State of Oklahoma in our continued operations in Hinton.

As such, Cornell is pleased to have the opportunity to continue our operations under a new BOP contract. Cornell and the facility will continue our partnership with the Hinton community and City officials. Continuation of our operations at the facility will maintain contributions to local business, the economy, professional services, religious programs, charitable organizations and countless volunteer hours.

We know you are aware of our role as a leading provider of corrections, treatment and educational services to government agencies. Cornell currently operates or is in the process of developing 68 facilities, located in 15 states, providing services to 21,392 adults and juveniles as of December 31, 2009. As with the services we currently provide in your State, we are committed to providing effective, quality treatment services designed to change the residents' lives under this proposed project. We look forward to continuing to work closely with you and your office to ensure *Safety Security Service*[™] in operations, administration and business practices. Through many years of experience, the corrections, treatment services and educational

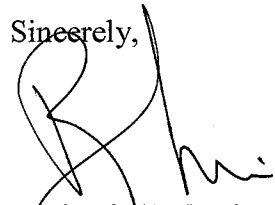
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industries have developed successful models and standards for the design, operations and management of correctional facilities.

Cornell utilizes these tools in our daily practices at Great Plains Correctional Facility and other institutions to offer our customers the *Safety Security Service*[™] required by their populations. As it is viewed more favorably per the solicitation, Cornell would like to request your support for our proposed operations under this federal solicitation. Please forward any correspondence to my attention at Cornell Companies, Inc., 1700 West Loop South, Suite 1500, Houston, TX 77027.

The Great Plains Correctional Facility is very important to both Cornell and the citizens of Hinton and we will continue to work closely with the local community throughout the procurement process. We look forward to continuing our working relationship with the State of Oklahoma. If you have any questions, please do not hesitate to contact me directly at (713) 335-9266. Thank you for your continued support and consideration.

Sincerely,



Benjamin E. Erwin
Senior Vice President, Corporate Development
(713) 713.335.9110 (Fax)