

**AMENDMENT
TO THE BLACKBOARD LICENASE AND SERVICES AGREEMENT
DATED JUNE 4, 2007 BETWEEN BLACKBOARD INC. AND SCHOOL BOARD OF CLAY COUNTY**

This Amendment to the Blackboard License and Services Agreement dated June 4, 2007 ("Agreement") between Blackboard, Inc. ("Blackboard") and School Board of Clay County ("Customer") is made as of the date below.

The purpose of this amendment is to modify the Authorized End User definition in the Blackboard Learning System Enterprise Software Schedule. The parties hereby agree to the following terms and conditions:

1. Section 1.2 of the Blackboard Learning System Enterprise Software Schedule, entitled Authorized End User, is hereby deleted in its entirety and replaced with the following:

- 1.2** "Authorized End User" means any individual who is a:
- (i) student, teacher, parent of student or employee of Customer, (solely to the extent any such employee uses the Software for Customer's training purposes);
 - (ii) student, teacher, parent of student participating in virtual instruction courses within the State of Florida and;
 - (iii) staff development participant or course developer solely in connection with providing professional development for K-12 teachers within the State of Florida.

Customer's Authorized Users will not exceed Customer's User Band listed on the Pricing Summary.

ALL OTHER TERMS AND CONDITIONS REMAIN IN FULL FORCE AND EFFECT.

IN WITNESS WHEREOF, the parties hereto have executed this Schedule as of the date hereof.

BLACKBOARD

SCHOOL BOARD OF CLAY COUNTY

Signature
 TESS FRAZIER- VICE PRESIDENT

Print Name and Title

Date:

Signature

Print Name and Title

Date: