



THIRTEENTH AMENDMENT TO ELSEVIER SUBSCRIPTION AGREEMENT

WHEREAS, the parties hereto have previously entered into an agreement dated 5 February 2009, as last amended on 13 May 2010 (the "Agreement"), and wish to amend the Agreement as set forth in this amendment ("Amendment").

NOW, THEREFORE, in consideration of the mutual promises and covenants set forth below, and for such other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree to amend the Agreement as of the execution date below as set forth below and on Schedule 1.

Except as specifically amended hereby, all of the existing terms and conditions of the Agreement are hereby ratified. Capitalized terms used herein that are not otherwise defined shall have the meanings ascribed to them in the Agreement. To the extent any terms or conditions of the Agreement conflict with or are inconsistent with this Amendment, the terms of this Amendment shall prevail.

IN WITNESS WHEREOF, the parties have executed this Amendment by their respective, duly authorized representatives as of 14 May 2010.

**THE REGENTS OF THE UNIVERSITY OF CALIFORNIA on behalf of
THE CALIFORNIA DIGITAL LIBRARY
(Subscriber)**

[Text deleted]

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Title: **EXECUTIVE DIRECTOR**

ELSEVIER [Text deleted]
(Elsevier)

Name:

Title: **Managing Director, Academic & Government**

Amendment No.: 1-1583745541 Agreement No.: 1-312591452

Rev Nov 2009

MAY 28 2010
[Text deleted]

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**THIRTEENTH AMENDMENT TO
ELSEVIER SUBSCRIPTION AGREEMENT
Schedule 1
Subscribed Products/Access/Fees**

The Subscribed Products and Fees identified below are in addition to those identified in the Agreement for 2010.

UNIVERSITY OF CALIFORNIA, BERKELEY

No. 1-1583745541

Subscribed Products – publisher	Access	2010
ScienceDirect® online – Elsevier B.V	sciencedirect.com	
Elsevier eBooks Titles		[Text deleted]
TOTAL FEES		

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**Annex A to Schedule 1
Elsevier eBooks Titles**

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Product ID	ISBN	Elsevier eBooks Title	2010 Fee
9780123741448	9780123741448	Encyclopedia of Insects	[Text deleted]