


JUN 15 2011

**TWENTY-EIGHTH AMENDMENT TO
ELSEVIER SUBSCRIPTION AGREEMENT**

WHEREAS, the parties hereto have previously entered into an agreement dated 5 February 2009 (the "Agreement") as last amended on 27 May 2011 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 6 June 2011.

**THE REGENTS OF THE UNIVERSITY OF CALIFORNIA o/b/o
THE CALIFORNIA DIGITAL LIBRARY**

(Subscriber)

[Text deleted]

Name: [Text deleted]

Title: *Executive Director, CDL*
[Text deleted]

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Title: *Managing Director*, Global Sales & Customer Marketing, Science & Technology

Amendment No.: 1-1687697786

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**TWENTY-EIGHTH AMENDMENT TO
ELSEVIER SUBSCRIPTION AGREEMENT
Schedule 1
Subscribed Products/Access/Fees**

**THE REGENTS OF THE UNIVERSITY OF CALIFORNIA o/b/o
THE CALIFORNIA DIGITAL LIBRARY**

/ No. 1-1687697786 /

Subscribed Products – publisher	Access	2011	2012	2013
ScienceDirect® online – Elsevier B.V	sciencedirect. com			
Complete Collection Electronic Subscription Fee		[Text deleted]	[Text deleted]	[Text deleted]
TOTAL FEES				

Annex A to Schedule 1
Additional Subscribed Titles

The Subscribed Titles identified below are in addition to those identified in the Agreement for 2011 through 2013.

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Journal Number	ISSN	Subscribed Titles (Online Only)	Qty	Sub-Type	Final Net Price 2011
14039	0002-9440	The American Journal of Pathology	6	e	[Text deleted]
14040	1525-1578	The Journal of Molecular Diagnostics	4	e	