



MAY 18 2010

**TWELFTH AMENDMENT TO
ELSEVIER SUBSCRIPTION AGREEMENT**

WHEREAS, the parties hereto have previously entered into an agreement dated 5 February 2009, as last amended on 12 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 13 May 2010.

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

[Text Deleted]

Name:

Title:

Executive Director

ELSEV

(Elsevier)

Name:

Title: Managing Director, Academic & Government

Amendment No.: 1-1605580811

Agreement No.: 1-312591452

Rev Nov 2009

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**TWELFTH 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 through 2013.

UNIVERSITY OF CALIFORNIA, DAVIS

No. 1-1605580811

| Subscribed Products – publisher | Access | 2010 | 2011 | 2012 | 2013 |
|---|-------------------|----------------|----------------|----------------|----------------|
| ScienceDirect® online – Elsevier B.V | sciencedirect.com | | [Text Deleted] | [Text Deleted] | [Text Deleted] |
| Elsevier Book Series (2006-) - Advances in Virus Research | | [Text Deleted] | [Text Deleted] | [Text Deleted] | [Text Deleted] |
| Elsevier Book Series Backfiles (pre-2006) - Advances in Virus Research Backfile (0065-3527) | | | | | |
| TOTAL FEES | | | | | |

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