



**THIRTY-THIRD AMENDMENT TO
ELSEVIER LICENSE AGREEMENT**

WHEREAS, the parties hereto have previously entered into an agreement dated 30 December 2003 (the "Agreement") as last amended on 20 May 2008 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 Prior Agreement as of 1 January 2008 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 21 May 2008.

**THE REGENTS OF THE UNIVERSITY OF CALIFORNIA
(Subscriber)**

Name:

Title: *Interim Exec. Director*

**ELSEVIER B.V.
(Licensor)**

Name:

Title: *Manager, Sales*

Contract Number: **1-159877223**

Version: 1 Aug 2005

[Signature]
JUN 12 2008

[Signature]

**THIRTY-THIRD AMENDMENT TO
ELSEVIER LICENSE AGREEMENT
Schedule 1**

The Licensed Products and Fees identified below are in addition to those identified in the Prior Agreement.

UNIVERSITY OF CALIFORNIA - BERKELEY

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ELSEVIER SUBSCRIPTION AGREEMENT
Annex A to Schedule 1
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