

**FIFTH AMENDMENT TO
ELSEVIER LICENSE AGREEMENT**

WHEREAS, the parties hereto have previously entered into an agreement dated 30 December 2003, as amended on 22 August 2005 (the "Prior Agreement") and wish to amend the Prior 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 the execution date below as set forth below:

Except as specifically amended hereby, all of the existing terms and conditions of the Prior Agreement are hereby ratified. Capitalized terms used herein that are not otherwise defined shall have the meanings ascribed to them in the Prior Agreement. To the extent any terms or conditions of the Prior 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 7 October 2005.

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

Name:

Title: *Director, Bus. Dev. & Admin.*

**ELSEVIER N.V.
(Licensor)**

Name:

Title: Managing Director, Sales

Contract Number: Opp.1-2RU36Z

Version: 1 Aug 2005

Contract 13969WS

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**FIFTH AMENDMENT TO
ELSEVIER LICENSE AGREEMENT
Schedule 1**

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

UCSD

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