

**AMENDMENT TO LICENSE AGREEMENT**

This Amendment ("Amendment") to the License Agreement dated August 2005 ("Agreement") is by and between The Gale Group, a Delaware Corporation ("Gale") and The Regents of the University of California ("Customer")

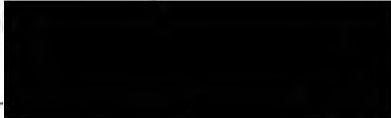


WHEREAS, the parties hereto previously entered into that certain Agreement, dated as of August 2005 (the "Agreement"); and


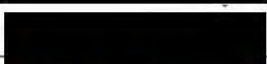
WHEREAS, the parties hereto desire to amend certain terms of the Agreement;

NOW, THEREFORE, in consideration of the agreements and obligations set forth in the Agreement and this Amendment, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. **Elements of the Agreement.** The Agreement, as amended hereby, shall consist of the following:
  - a. The Agreement originally memorialized in August 2005 – Eighteenth Century Collections Online, Modules 1 – 7 (the "original Agreement");
  - b. Amendment 1 – executed March 2007 – Times Digital Archive;
  - c. Amendment 2 – executed May 2007 – The Making of the Modern World;
  - d. This Amendment; and
  - e. Addendum A as appended to this Amendment
2. **Modifications to the Agreement.** This Agreement is hereby modified per the attached schedule to add access and hosting services for 17<sup>th</sup> and 18<sup>th</sup> Century Burney Collection Newspapers on behalf of the University of California, Davis.
3. **Effective Date.** The modifications set forth in Section 2 shall be effective on the date of signature by the Customer on this Amendment.
4. **Legal Effect.** Except as set for the herein, all of the terms and conditions of the Agreement shall remain in full force and effect. In the event of conflicting or additive terms between the terms of the Agreement and this Amendment, the terms of this Amendment shall apply in lieu of those in the Agreement. Any capitalized term used in this Amendment shall have the meaning given thereto in the Agreement.

IN WITNESS WHEREOF, the parties hereto have entered into this Amendment as of the date above written.

The Ga   
 By:   
 Name:   
 Title: EVP/COO  
 Date: June 24, 2009

The Regents of the University of California  
 By:   
 Name:   
 Title: Executive Director  
 Date: 6.17.09

*aw*

**ADDENDUM A**  
**LICENSED CONTENT, ACCESS PERIOD, ACCESS METHOD, HOSTING FEES**

Annual hosting fee for the following Licensed Content for the hosting period noted below:

Licensed Content:                   \*17<sup>th</sup> and 18<sup>th</sup> Century Burney Collection Newspapers

Access Period:                        See below

Format:                                 Online

Access:                                 InfoTrac Web  
  GaleNet  
  Z39.50

Access Method:                       User ID/Password  
  HTTP refer  
  Domain name/IP address

Hosting Fees:                         Hosting fees shall be invoiced and payable per the schedule below.

Payment Plan	Subscription Period	Hosting Fees
Year 1	06/30/2009 – 06/29/2010	
Year 2	06/30/2010 – 06/29/2011	
Year 3	06/30/2011 – 06/29/2012	
Year 4	06/30/2012 – 06/29/2013	

\*Access to licensed content for the University of California Davis campus only.

