

**THIRTY- 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 1 November 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 I.

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 29 November 2011.

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**(Subscriber)**

[Text deleted]

*AS*  
DEC 14 2011

Name:

Title: *Executive Director, CD*

[Text deleted]

**ELSE  
(Elsev**

~~Name:~~

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

Amendment No.: 1-2571773581; 1-2571451936

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

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No. 1-2575450824

<b>Subscribed Products – publisher</b>	<b>Access</b>	<b>2011</b>
SciVerse® ScienceDirect® online – Elsevier B.V.	sciencedirect.sciverse.com	
Elsevier eBooks Titles		[Text deleted]
<b>TOTAL FEES</b>		

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**ELSEVIER SUBSCRIPTION AGREEMENT**  
**Annex A to Schedule 1**  
**Elsevier eBooks Titles**

**UNIVERSITY OF CALIFORNIA - SAN DIEGO / LA JOLLA**

<b>Product ID</b>	<b>ISBN</b>	<b>Elsevier eBooks Title</b>
9780123750303	9780123750303	Designing with the Mind in Mind
9780123747297	9780123747297	Essentials of Stem Cell Biology
9780080965758	9780080965758	Introduction to AutoCAD 2011
9780123756626	9780123756626	Numerical Methods and Optimization in Finance
9780123814227	9780123814227	Principles of Regenerative Medicine
9780123821881	9780123821881	Statistical Mechanics
9780123705815	9780123705815	Structural Biology Using Electrons and X-rays

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