



**THIRTY-FIFTH 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 5 June 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 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 25 June 2008.

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

Name:

Title: *Interim exec. director*

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

Name:

Title: Managing Director, Sales

Contract Number: 1-175813802

Version: 1 Aug 2005

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**THIRTY-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.

UNIVERSITY OF CALIFORNIA – IRVINE

Contract No. 1-175813802		
Licensed Products – publisher	Access	2008
ScienceDirect® online – Elsevier B.V.	sciencedirect.com	
Elsevier Reference Works (perpetual access) - Treatise on Geophysics		
TOTAL FEES		

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