

**SECOND MODIFICATION TO PHARMACY BENEFITS PURCHASING POOL
MANAGEMENT AND PHARMACY BENEFITS PLAN ADMINISTRATION
SERVICES CONTRACT**

THIS SECOND MODIFICATION AGREEMENT is made effective the 1st day of July, 2008 by and between Catalyst Rx, Inc. and the State of Maryland, acting through the Department of Budget and Management.

IN CONSIDERATION of the promises and the covenants herein contained, the parties agree as follows:

1. Definitions

In this Modification, the following words have the meanings indicated:

1.1 "Contract" means the Contract for Pharmacy Benefits Purchasing Pool Management and Pharmacy Benefits Plan Administration Services, dated April 7, 2007, as amended effective July 1, 2008 by a first Modification, all between the Contractor and the State of Maryland acting through the Department of Budget and Management.

1.2 "Contractor" means Catalyst Rx, Inc., a corporation incorporated in the State of Nevada with a principal business address of 800 King Farm Boulevard, Rockville, MD 20850.

1.3 "Modification" means this Second Modification Agreement.

1.4 "RFP" means the Request for Proposals for Pharmacy Benefits Purchasing Pool Management and Pharmacy Benefits Plan Administration Services, No. F10R6200071, dated October 4, 2005, incorporated into the Contract at Article 2.

2. Scope of Modification

This Modification amends the Contract specifically as described herein. Except as specifically revised by the terms of this Modification, all of the terms of the Contract shall remain in full force and effect and shall apply to this Modification.

3. Dependent Eligibility

3.1 The RFP, Section 1.2(i), as incorporated into the Contract at Article 2, shall be amended to read as follows:

“i. Dependent – means a spouse or dependent child of an eligible member, as defined in and made eligible for benefits by COMAR 17.04.13.03.A(11) as amended from time to time.”

3.2 COMAR 17.04.13.03A(11) as amended effective July 1, 2008 is available on-line at: <http://www.dsd.state.md.us/comar/17/17.04.13.03.htm>. The parties agree that this amended version of the regulation shall be used to determine eligibility under the Contract for benefits from July 1, 2008 forward and that subsequent amendments of the regulation shall be incorporated into the Contract without additional modification.

IN WITNESS THEREOF, the parties have executed this Second Modification as of the date hereinabove set forth.

CONTRACTOR


By: _____

Date June 27, 2008


Witness

STATE OF MARYLAND
DEPARTMENT OF BUDGET AND
MANAGEMENT


By: T. Eloise Foster
Secretary

Date 7/1/08


Witness

Approved for form and legal
sufficiency this 3 day June, 2008.


Assistant Attorney General