

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

THIS THIRD MODIFICATION AGREEMENT is made this 10th day of July, 2008 by and between CATALYST RX, INC., and the STATE OF MARYLAND, ACTING THROUGH THE DEPARTMENT OF BUDGET AND MANAGEMENT.

WHEREAS, Catalyst Rx, Inc. ("Contractor") committed in its technical proposal in response to Request for Proposals for Pharmacy Benefits Purchasing Pool Management and Pharmacy Benefits Administration Services, No. F10R6200071, dated October 4, 2005 ("RFP") to meet the 15% Minority Business Enterprise participation (MBE) goal;

WHEREAS, one of the minority business enterprises to which the Contractor committed services to be performed in fulfilling the Contractor's commitment to the MBE goal has unexpectedly become unavailable as a certified minority business enterprise due to its change in ownership and subsequent de-certification; and

WHEREAS, the Contractor has revised its plan to meet the MBE goal.

THEREFORE IN CONSIDERATION of the promises and the covenants herein contained, the adequacy of which is duly acknowledged by the parties, the parties agree to modify the Contract for Pharmacy Benefits Purchasing Pool Management and Pharmacy Benefits Administration Services, dated April 4, 2007 and amended by a First and Second Amendment, both effective July 1, 2008, as follows:

1. **MBE Participation Plan.** In fulfilling its obligation to meet the MBE goal of 9.15% set in the RFP and incorporated into the Contract, the Contractor shall utilize the following minority business enterprises, as identified in the Contractor's Revised Attachment D-2, attached hereto and incorporated herein:

- (a) Art & Negative, Inc. ("A&N") will provide printing services;
- (b) Wright Solutions, Inc. ("WSI") will provide staffing, consulting and training services;
- (c) Complementary Care Company ("CCC") will provide staffing and consulting services;
- (d) Have Pen Will Travel ("HPWT") will provide writing services; and
- (e) Phoenix Printing, Inc., which had provided printed services as a minority business enterprise pursuant to the Contractor's commitment to the MBE goal of the Contract until June 15, 2007, is hereby removed from the Contractor's MBE plan due to its decertification.

2. **Scope of Modification.** This Third 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 Third Modification.

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

CATALYST RX, INC.

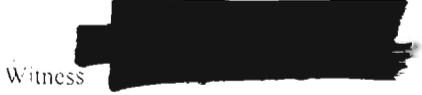
STATE OF MARYLAND, DEPARTMENT OF BUDGET
AND MANAGEMENT

By: 

By: T. Eloise Foster
Secretary

Date: 6-26-08

Date: 7/10/08

Witness: 

Witness: 

Approved for form and legal sufficiency this 10 day July, 2008.


Assistant Attorney General

Attachment D-2 (REVISED)
MBE PARTICIPATION SCHEDULE
(must be submitted with the technical response to the bid or proposal)

This document shall be included with the submittal of the bid or offer. If the bidder or offeror fails to submit this form with the bid or offer, the procurement officer shall deem the bid non-responsive or shall determine that the offer is not reasonably susceptible of being selected for award.

Prime Contractor (Firm Name, Address, Phone) Catalyst Rx 800 King Farm Blvd., Rockville, MD 20850 301-548-2900	Project Description State of Maryland Contract
Project Number Solicitation # F10R6300071	
List Specific Information For Each Certified MBE Subcontractor On This Project	
Minority Firm Name Art & Negative MBE Certification Number 04-184	
Specific Work To Be Performed/NAICS Printing/323117SF, 323110SF, 323114SF, 541860S	
Specific Percentage of Total Contract 3%	
Minority Firm Name Wright Solutions, Inc. MBE Certification Number 00-129	
Specific Work To Be Performed/NAICS Staffing/Consulting/Training	
Specific Percentage of Total Contract 6%	

USE ATTACHMENT D-2 CONTINUATION PAGE AS NEEDED

SUMMARY

TOTAL MBE PARTICIPATION:	<u>15.56%</u>
TOTAL WOMAN-OWNED MBE PARTICIPATION:	<u>N/A%</u>
TOTAL AFRICAN AMERICAN-OWNED MBE PARTICIPATION:	<u>N/A%</u>

**ATTACHMENT D-2
MBE Participation Schedule (continued)**

List Information For Each Certified MBE Subcontractor On This Project	
Minority Firm Name	Complementary Care Company MBE Certification Number 05-27
Specific Work To Be Performed/NAICS	Staffing/Consulting 561499SF,541618SF
Specific Percentage of Total Contract	3.90% (Terminating relationship 6/30/08. It was originally a 5% goal.)
Minority Firm Name	Have Pen Will Travel MBE Certification Number 00-287
Specific Work To Be Performed/NAICS	Writing Services/541690SF,711510SF
Specific Percentage of Total Contract	0.15%
Minority Firm Name	Phoenix Printing MBE Certification Number No longer MBE Certified
Specific Work To Be Performed/NAICS	Printing
Specific Percentage of Total Contract	2.51% met (No longer a vendor because they lost MBE certification as of 6/30/07. It was originally a 4% goal.)
Minority Firm Name	MBE Certification Number
Specific Work To Be Performed/NAICS	
Specific Percentage of Total Contract	
Minority Firm Name	MBE Certification Number
Specific Work To Be Performed/NAICS	
Specific Percentage of Total Contract	

Document Prepared By: (please print or type)

Name: April E. Miller Title: Client Services Administrator