SECOND MODIFICATION OF ACTUARIAL AND CONSULTANT SERVICES CONTRACT

THIS SECOND MODIFICATION is made this 1 day of January, 2008 by and between GABRIEL, ROEDER, SMITH & COMPANY and the STATE OF MARYLAND, acting through the DEPARTMENT OF BUDGET AND MANAGEMENT.

In consideration of the promises herein, the adequacy of which is duly acknowledged, the parties hereto agree to amend the Actuarial and Consultant Services Contract, dated November 15, 2006 and amended by a first Modification dated March 6, 2007, between the parties as follows:

- 1. The subcontractor Advanced Pharmacy Concepts, which replaced Winkelman Consulting and was approved as a subcontractor by the Department of Budget and Management in writing on April 6, 2007, shall be replaced by Watson Wyatt & Company. Watson Wyatt & Company shall provide consulting services as a subcontractor in the area of pharmacy benefits directorship as described in the RFP, Section 3.2.12.
- 2. 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. The Second Modification shall be effective from the date executed by the Department.
- 3. All capitalized terms used in this Modification shall have the same meaning as provided in the Contract or the Request for Proposals, whichever is applicable.

IN WITNESS THEREEOF, The parties have executed this Second Modification.

State of Maryland

Contractor

	By: Department of Budget and Managemen
2/6/2008 Date	By 16/ Epstein Date Procurement Officer
Approved for form and legal sufficiency this	day of January 2008:
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Assistant Attomer General	.