

SECOND AMENDMENT to the SUPPLEMENT to the MASTER INSTRUMENT USAGE AGREEMENT

THIS SECOND AMENDMENT to the Supplement dated May 15, 2005 to the Master Instrument Usage Agreement originally dated May 16, 2002, as previously amended, between Siemens Healthcare Diagnostics Inc. ("Siemens"), formerly known as Siemens Medical Solutions Diagnostics, as successor to Bayer HealthCare LLC, Diagnostics Division and City of Long Beach, a municipal corporation, ("Customer") is made effective 12/22/08 ("Effective Date").

WHEREAS, Customer and Siemens desire to amend the Supplement as set forth below in order that the Supplement, as amended, is acceptable to both parties for execution;

NOW THEREFORE, in consideration of the terms and conditions contained herein, the parties agree the Supplement shall be amended as follows:

- Number 3 of the Supplement is hereby deleted in its entirety and replaced with the following: "Customer shall purchase Products listed on Appendix A on an as needed basis." Appendix A is attached to the supplement and incorporated by this reference.
- A previous amendment to the Supplement dated May 15, 2005 provided: "For purposes of this Supplement, the term will not automatically renew". Such sentence in the previous amendment is hereby deleted in its entirety and replaced with the following: "Upon completion of the Term, the Supplement shall automatically renew on a yearly basis and shall terminate on December 31, 2008."

All other terms and conditions of the Supplement, as previously amended, remain unchanged and in full force and effect.

IN WITNESS WHEREOF, each party hereto has caused its duly authorized representative to execute this Second Amendment to the Supplement to the Master Instrument Usage Agreement as of the Effective Date, regardless of the date of actual execution.

**EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.**

CITY OF LONG BEACH

SIEMENS HEALTHCARE DIAGNOSTICS INC.

By: [Signature] Assistant City Manager
Name: Patrick H. West
Title: City Manager

By: [Signature]
Name: Stephen J. Bello
Title: Contract/Leasing Manager

APPROVED AS TO FORM
November 11, 2008
ROBERT E. SHANNON, City Attorney

By: [Signature]
LINDA TRANG
DEPUTY CITY ATTORNEY

*tac/long bch city of amnd
November 11, 2008*

Siemens Healthcare Diagnostics Inc.

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