

**Third Modification To State Medical Director
and Occupational Medical Services Contract**

This Modification is made this 22 day of November 2010, by and between the State of Maryland, Department of Budget & Management, Office of Personnel Services and Benefits ("DBM") and Concentra Medical Centers, ("Contractor")

In consideration of the promises and covenants contained herein, the parties agree to modify the Contract for State Medical Director and Occupational Services entered into on the 23rd day of May 2005 ("Contract") as follows:

WHEREAS, DBM engaged the Contractor to provide State Medical Director and Occupational Medical Services, in accordance with the terms and conditions set forth in the Contract; and

WHEREAS, DBM has determined that it will extend the Contract for six (6) months at current (year 5) prices; until May 31, 2011 and

WHEREAS, the Contractor agrees to accept the current (year 5) prices for the six month extension; and

WHEREAS, Section 4 of the Contract, which sets forth the terms and conditions of consideration and payment under the Contract and incorporates the Contractor's Financial Proposal, establishes the fully loaded rates for the base contract period of five years; and

WHEREAS, Section 4.1 states that the Contract will not exceed \$9,225,000; and

WHEREAS, DBM and the Contractor find that it is in their mutual best interests to amend the provisions of Section 4.1 of the Contract,

NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein DBM and the Contractor agree as follows:

1. Definitions.

1.1 Contract means the Contract dated the 23rd of May, 2005, as amended by a First Modification dated February 24, 2010 and as amended by a Second Modification date November 22, 2010, all by and between the Contractor and the State.

1.2 Modification means this third Modification unless the context dictates otherwise.

1.3 All other capitalized terms in this Modification have the definition provided in the Contract or the RFP.

2. Scope of Modification.

2.1 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.

2.2 In the event of conflict, this Modification shall control over any attachment.

2.3 The recitals are acknowledged are incorporated as substantive terms of this Modification

1. Section 4.1, is hereby amended to strike the amount of \$9,225,000 in the first sentence of that subsection, and in its place, substitute the amount of \$10,575,000. The first sentence will then read: "In consideration of satisfactory performance of the requirements of this Contract, the State shall pay the Contractor in accordance with the rates established in Attachment F, in no event to exceed \$10,575,000." All other terms and conditions of Section 4.1 remain unchanged.

2. All other terms and provisions of the Contract shall continue in full force and effect.

IN WITNESS THEREOF, the parties have respectively signed this Third Contract Modification as of this ____ day of November 2010.

Concentra Medical Centers:

[Redacted Signature]

11-17-10

Date

[Redacted Signature]

Witness

Approved as to form and legal sufficiency
this 14th day of ~~November~~, 2010

[Redacted Signature]

Assistant Attorney General

[Redacted Signature]

11/22/10

Date

Procurement Officer

[Redacted Signature]

12/21/10

Date

Secretary T. Eloise Foster

Witness:

[Redacted Signature]