

## ASSIGNMENT OF AGREEMENT

Effective on \_\_\_\_\_, 2007, the County of Tulare ("COUNTY") hereby assigns all rights, title and interest in and to the contract entered into by and between the County of Tulare and Health Net, a California Health Plan, and a California Corporation on October 4, 2005, known as Tulare County Agreement No. 22521 to First 5 Tulare County ("FIRST 5").

The subject matter of the Agreement is the provision of additional health insurance coverage to uninsured children in Tulare County in which COUNTY acted as an administrative agent.

A copy of the Agreement, as described above, is attached to this Assignment.

By this Assignment, COUNTY delegates to FIRST 5 all of COUNTY'S duties and obligation of performance of the Agreement.

By accepting this Assignment, FIRST 5 agrees to assume and perform all duties and obligation that COUNTY has under the Agreement, as if FIRST 5 had been an original party to the Agreement. FIRST 5 agrees to indemnify and hold COUNTY harmless from any liability for performance or nonperformance of the Agreement.

No part of this Assignment may be modified without the written consent of both parties.

If any term, provision, or application of this Assignment is held invalid or unenforceable, the remainder of this Assignment and any application of the terms and provisions shall not be affected thereby, but shall remain valid and enforceable.

This Assignment shall be governed by and construed in accordance with the laws of California.

### COUNTY OF TULARE

Date: \_\_\_\_\_

By: \_\_\_\_\_  
Chairman, Board of Supervisors

**ATTEST: C.BRIAN HADDIX**

County Administrative Officer/Clerk of the Board  
Of Supervisors of the County of Tulare

By \_\_\_\_\_  
Deputy Clerk

**FIRST 5 TULARE COUNTY**

Date: 4/11/07

By Janet Hogan

APPROVED TO FORM: COUNTY COUNSEL

By Joel Longley 4/11/07  
Deputy

**CONSENT TO ASSIGNMENT**

HEALTH NET, a California Health Plan, and a California corporation (HEALTH NET), hereby consents to the assignment to FIRST 5 of Tulare County Agreement No. 22521 between HEALTH NET and the County of Tulare (COUNTY) where COUNTY acted as an administrative agent.

Effective as of the date first written above, HEALTH NET agrees to hold COUNTY harmless for any breach of the Agreement subsequent to the execution of this Assignment and shall look solely to FIRST 5 for performance and obligations under the Tulare County Agreement No. 22521.

**HEALTH NET OF CALIFORNIA, INC.**

Date: 3/12/07

By D. M. M. M.  
Title V.P. State Health Programs

Dated: 3/12/07

By [Signature]  
Title CEO