

**AMENDMENT TO THE CONSULTING AGREEMENT
(Amendment No. 3)**

THIS AMENDMENT NO. 3 TO AGREEMENT is entered into as of July 1, 2011, between the COUNTY OF TULARE (referred to as "COUNTY") and GALLAGHER BENEFIT SERVICES OF CALIFORNIA INSURANCE SERVICES, INC., (referred to as "CONSULTANT"), and/or any successor, assign or affiliate, with respect to the benefits consulting services to be provided.

A. The parties previously entered into Tulare County Agreement No. 23092, effective June 1, 2006, and amended the term of the agreement June 1, 2009 and June 1, 2010 with Tulare County Agreement No. 23092-A and 23092-B, whereby CONSULTANT provides services to COUNTY relating to its benefits plans, herein referred to as "Agreement"; and

B. The parties now desire to revise to the Agreement as provided herein.

ACCORDINGLY, IT IS AGREED:

1. Paragraph 1 of the Agreement is hereby deleted and replaced in its entirety as follows:

1. TERM: The term of this Agreement shall become effective as of July 1, 2011, and shall expire on June 30, 2012, unless otherwise terminated as provided in this Agreement.

2. In all other respects the Agreement 23092 and Amendment 23092-A and 23092-B shall remain in full force and effect.

THE PARTIES, having read and considered the above provisions, indicate their agreement by their authorized signature below.

COUNTY OF TULARE

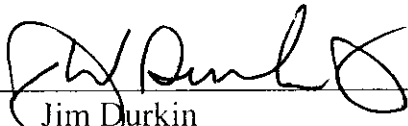
Date: _____ BY _____
Mike Ennis
Chairman, Board of Supervisors

ATTEST: JEAN M. ROUSSEAU
County Administrative Officer/Clerk of the Board
of Supervisors of the County of Tulare


By _____
Deputy Clerk

CONSULTANT

Date: 5/26/11

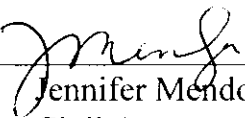
By 
Jim Durkin
President

Date: 5/26/2011

By 
John Caraher
Chief Financial Officer

Corporations Code section 313 requires that contracts with a corporation be signed by both (1) the chairman of the Board of Directors, the president or any vice-president, and (2) the secretary, any assistant secretary, the chief financial officer, or any assistant treasurer, unless the contract is accompanied by a certified copy of the corporation's Board of Directors' resolution authorizing the execution of the contract.

Approved as to Form
County Counsel

By 
Jennifer Mendoza
Civil Attorney

Date 06/07/11

DHP/20091069/263823