

**AMENDMENT NO. 5
TO
MASTER PRACTICE MANAGEMENT/ELECTRONIC MEDICAL RECORD
AGREEMENT
BY AND BETWEEN
COUNTY OF MONTEREY AND OREGON COMMUNITY HEALTH
INFORMATION NETWORK, INC.**

THIS AMENDMENT NO. 5 TO MASTER PRACTICE MANAGEMENT/ELECTRONIC MEDICAL RECORD AGREEMENT (the "Amendment") is made and entered into by and between OREGON COMMUNITY HEALTH INFORMATION NETWORK, INC. ("OCHIN"), and the County of Monterey, a political subdivision of the State of California ("Member"), and is effective as of September 15, 2012 ("Effective Date").

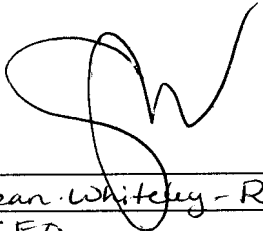
OCHIN and Member previously entered into that certain Master Practice Management/Electronic Medical Record Agreement (hereafter the "Original Agreement"). OCHIN and Member desire to amend the Original Agreement to remove the requirement that OCHIN configure Care Everywhere to require a patient's authorization for the viewing of records by Care Everywhere Members.

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

1. **Section References.** References to Sections herein shall refer to Sections in the Original Agreement unless otherwise stated.
2. **Patient Authorization Not Required.** Section C of Exhibit L to the Original Agreement is hereby deleted. OCHIN shall not configure Care Everywhere to require a patient's authorization for the viewing of records by Care Everywhere Members.
3. **Effect of Amendment.** This Amendment modifies the Original Agreement by making the change to the Original Agreement as described above. Otherwise the Original Agreement, as amended by this Amendment, remains in full force and effect, and the parties hereby ratify and affirm the same.

IN WITNESS WHEREOF, the parties have executed this Amendment on the latest date set forth below.

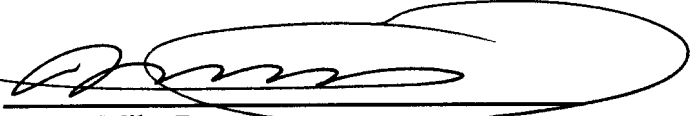
OCHIN:



By: Sean Whiteley-Ross
Its: CFO

Date: 8/6/12

MEMBER:



By: Mike Derr
Its: Contracts/Purchasing Officer

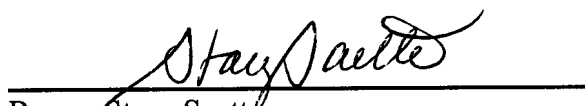
Date: 10/15/12



By: Ray Bullick
Its: Director of Health

Date: 9/28/12

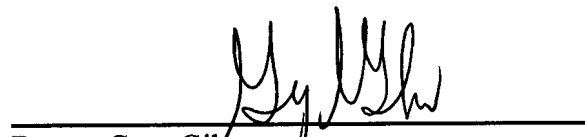
Approved as to Legal Form:



By: Stacy Saetta
Its: Deputy County Counsel

Date: 8/13/12

Approved as to Fiscal Provisions:



By: Gary Giboney
Its: Auditor-Controller

Date: 8/15/12