

State of California

MASTER AGREEMENT

Contract Number MA-200307	AM. NO. 2
TAXPAYER'S FEDERAL EMPLOYER IDENTIFICATION NUMBER 94-1687665	

THIS SECOND AMENDMENT TO THE MASTER AGREEMENT, made and entered into this 26th day of November, 2007, ("Effective Date") in the State of California, by and between State of California, through its duly elected or appointed, qualified and acting

TITLE OF OFFICER ACTING FOR STATE Business Services Manager	AGENCY Judicial Council of California, Administrative Office of the Courts	, hereafter called the State or AOC, and
CONTRACTOR'S NAME Bank of America, N.A.		, hereafter called the Contractor or Bank.

WITNESSETH: That the Contractor for and in consideration of the covenants, conditions, agreements, and stipulations of the State hereinafter expressed, does hereby agree to furnish to the State services and materials as follows:

PURSUANT TO THIS AMENDMENT NO. 2 TO MASTER AGREEMENT NO. MA-200307 BETWEEN THE AOC AND THE BANK, THE AGREEMENT FOR GOVERNMENT BANKING SERVICES (TOGETHER THE "MASTER AGREEMENT") IS AMENDED AS FOLLOWS:

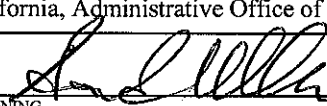
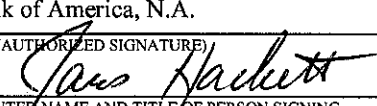
1. Exhibit B, Treasury Services Terms and Conditions, is hereby amended by appending the attached Exhibit B-1, Payment and Invoice Processing Services;
2. Exhibit H, Revision 1: Fee Schedule, is hereby deleted in its entirety and replaced by Exhibit H, Revision 2: Fee Schedule.

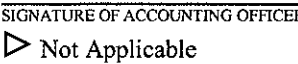
In the event of a conflict between this Master Agreement and an Exhibit or Appendix, the Master Agreement shall prevail.

The expiration date of the Master Agreement shall remain the same.

Except as provided herein, all the terms and conditions of the original Master Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, this Master Agreement, together with the attached Exhibits and Appendices, has been entered into by the parties hereto, effective upon the Effective Date.

STATE OF CALIFORNIA		CONTRACTOR	
AGENCY Judicial Council of California, Administrative Office of the Courts		CONTRACTOR (if other than an individual, state whether a corporation, partnership, etc.) Bank of America, N.A.	
BY (AUTHORIZED SIGNATURE) 		BY (AUTHORIZED SIGNATURE) 	
PRINTED NAME OF PERSON SIGNING Grant Walker		PRINTED NAME AND TITLE OF PERSON SIGNING James Hackett, SVP	
TITLE Business Services Manager		ADDRESS Attn: James Hackett CA3-117-15-01 555 Capitol Mall, Sacramento, CA 95814	

AMOUNT ENCUMBERED BY THIS DOCUMENT Not Applicable	PROGRAM/CATEGORY (CODE AND TITLE)	FUND TITLE
PRIOR AMOUNT ENCUMBERED FOR THIS CONTRACT Not Applicable	(OPTIONAL USE)	
TOTAL AMOUNT ENCUMBERED TO DATE Not Applicable	ITEM	CHAPTER STATUTE FISCAL YEAR
OBJECT OF EXPENDITURE (CODE AND TITLE)		
I hereby certify upon my own personal knowledge that budgeted funds are available for the period of the expenditure stated above.		T.B.A. NO. B.R. NO.
SIGNATURE OF ACCOUNTING OFFICER 		DATE

*Department of General Services
Use Only*

**EXEMPT FROM DEPARTMENT OF
GENERAL SERVICE APPROVAL.**

CONTRACTOR STATE AGENCY DEPT. OF GEN. SER. CONTROLLER

Amendment 2 to Master Agreement
Contract No. MA200307 with Bank of America, N.A.

Amendment 2 to the Agreement for Government Banking Services
Between
Bank of America, N.A.
And
The Judicial Council of California,
Administrative Office of the Courts ("AOC")

This Amendment 2 to the Agreement for Government Banking Services, MA-200307 ("Master Agreement"), between the Judicial Council of California, Administrative Office of the Courts, a state governmental entity ("you," "your," or "AOC"), and Bank of America, N.A., a national banking association ("we," "us," "our," or "Bank of America") amends the Treasury Services Agreement, Exhibit B of the Master Agreement, with the attached Exhibit B-1 ("Payment and Invoice Processing Services") and Exhibit B-2 ("Commercial and Corporate Card and Commercial Prepaid Card Services"). The words and phrases not otherwise defined herein will have the same meanings ascribed to them in Exhibit B of the Master Agreement.

RECITALS AND ADDITIONAL AGREEMENTS

A. Bank of America and AOC are parties to an Agreement for Government Services dated January 1, 2004 ("Government Banking Services Agreement" or "Master Agreement").

B. Among the services Bank of America will provide to AOC pursuant to the Government Services Agreement are the payment and invoice processing services more fully described and governed by Exhibit B-1.

The parties hereby agree to amend the TS Agreement as follows:

1. Incorporate the attached Exhibit B-1, Treasury Services Terms and Conditions, for the Payment and Invoice Processing Services, into the Master Agreement; and
2. Delete Exhibit H, Revision 1, in its entirety and replace it with the attached Exhibit H, Revision 2.