

***[INDICATES PAGINATION IN ORIGINAL DOCUMENT]**

AMENDMENT NO 3 TO MASTER SETTLEMENT AGREEMENT

Section XII(a)(4)(A) of the Master Settlement Agreement is hereby amended by deleting the parenthetical phrase beginning on the 16th line of page 111 and ending on the 19th line of page 111 stating: “(and such Released Party gives notice to the applicable Settling State within 30 days of the service of such claim-over (or within 30 days after the MSA Execution Date, whichever is later) and prior to entry into any settlement of such claim-over)” and adding in place of such parenthetical phrase the following parenthetical phrase: “(and such Released Party gives notice to the applicable Settling State at the end of the calendar quarter (the quarterly periods to end on February 20, May 20, August 20, and November 20 of each year) in which service of such claim-over is received (or within 30 days after the MSA Execution Date, whichever is later) and prior to entry into any settlement of such claim-over; provided, however, that service of any claims received within 15 days before the end of any quarterly period shall be deemed to have been received during the subsequent calendar quarter)”

Section XII(a)(4)(B) of the Master Settlement Agreement is hereby amended by deleting the parenthetical phrase beginning after the word “settlement” on the 10th line of page 112 and ending on the 14th line of page 112 before the word “judgment” stating: “(to the extent that such Released Party has given notice to the applicable Settling State within 30 days of the service of such claim-over (or within 30 days after the MSA Execution Date, whichever is later) and prior to entry into any settlement of such claim-over),” and adding in place of such parenthetical phrase the following parenthetical phrase: “(to the extent that such Released Party has given notice to the applicable Settling State at the end of the calendar quarter in which service of such claim-over is received (or within 30 days after the MSA Execution Date, whichever is later), the end of the quarterly periods

and the date on which service is deemed to have been received being [end page 1]*

[page 1]*

[begin page 2]* those set forth in section XII(a)(4)(A) (as amended by this amendment), and prior to entry into any settlement of such claim-over),”

Section XII(a)(8)(A) of the Master Settlement Agreement is hereby amended by deleting the parenthetical phrase beginning on the 19th line of page 114 and ending on the 22nd line of page 114 stating: “(and such Released Party gives notice to the applicable Settling State within 30 days of service of such claim-over (or within 30 days after the MSA Execution Date, whichever is later) and prior to entry into any settlement of such claim-over)” and adding in place of such parenthetical phrase the following parenthetical phrase: “(and such Released Party gives notice to the applicable Settling State at the end of the calendar quarter (the quarterly periods to end on February 20, May 20, August 20, and November 20 of each year) in which service of such claim-over is received (or within 30 days after the MSA Execution Date, whichever is later) and prior to entry into any settlement of such claim-over; provided, however, that service of any claims received within 15 days before the end of any quarterly period shall be deemed to have been received during the subsequent calendar quarter)”

Section XII(a)(8)(B) of the Master Settlement Agreement is hereby amended by deleting the parenthetical phrase beginning after the word “settlement” on the 15th line of page 115 and ending on the 18th line of page 115 stating: “(to the extent that such Released Party has given notice to the applicable Settling State within 30 days of the service of such claim-over (or within 30 days after the MSA Execution Date, whichever is later) and prior to entry into any settlement of such claim-over)” and adding in place of such parenthetical phrase the following parenthetical phrase: “(to the extent that such Released Party has given notice to the applicable Settling State at the end of the

calendar quarter in which service of such claim-over is received (or within 30 days after the MSA Execution Date, whichever is later), the end of the quarterly periods and the [end page 2]*

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[begin page 3]*

date on which service is deemed to have been received being those set forth in section XII(a)(8)(A) (as amended by this amendment), and prior to entry into any settlement of such claim-over”

Section XII(b) of the Master Settlement Agreement is hereby amended by deleting the first sentence of that section beginning with the word “If” on the 16th line of page 117 and ending with the word “State” on the last line of page 117 and adding in place of such sentence the following sentence: “If a Releasing Party (or any person or entity enumerated in section II(pp), without regard to the power of the Attorney General to release claims of such person or entity) nonetheless attempts to maintain a Released Claim against a Released Party, such Released Party shall give written notice of such potential claim to the Attorney General of the applicable Settling State at the end of the calendar quarter (the quarterly periods to end on February 20, May 20, August 20, and November 20 of each year) in which service of such claim is received (or within 30 days after the MSA Execution Date, whichever is later) (unless such potential claim is being maintained by such Settling State); provided, however, that service of any claims received within 15 days before the end of any quarterly period shall be deemed to have been received during the subsequent calendar quarter.”

[end page 3]*

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