

McKnight Brain Research Foundation  
The Arizona Board of Regents, a Body Corporate  
for and on Behalf of the University of Arizona

Amendment to Gift Agreement

This Amendment is entered into as of the 10 day of July, 2008, by and between the **McKNIGHT BRAIN RESEARCH FOUNDATION ("MBRF")** and **THE ARIZONA BOARD OF REGENTS, A BODY CORPORATE FOR AND ON BEHALF OF THE UNIVERSITY OF ARIZONA ("UNIVERSITY")**.

**WHEREAS**, the MBRF and the University have agreed to amend the Agreement entered into by and between the MBRF and the University as of the 17<sup>th</sup> day of October, 2006 (the "Gift Agreement"); and

**WHEREAS**, the terms and words defined in the Gift Agreement shall have the same meaning in this Amendment, including the term "Gift" which shall include the additional \$300,000.00 payment and University match provided for in this Amendment.

**NOW, THEREFORE**, the Gift Agreement is amended as follows:

**FIRST**, Section 1 is amended to read in its entirety as follows:

The Gift will be allocated as follows:

1. **The Gift.** The MBRF agrees to contribute an aggregate \$5,300,000 (the "Gift") to the University. \$1,000,000 shall fund an endowed chair, (the "Chair") as further described herein, which Chair shall be subject to the "Endowment Gift Agreement" attached to this document as Attachment A and \$4,300,000 (the "Fund") will not be an endowment and will fund the work of the Evelyn F. McKnight Brain Research Institute, (the "Institute") at the University of Arizona. \$300,000 of the Fund will be used to recruit a replacement for a departing research scientist to further the Purpose of the Gift and work of the Institute ("Recruitment"). Administration of the Chair, the Institute and the Fund shall be carried out in accordance with this Agreement and Endowment Gift Agreement, as applicable.

**SECOND**, Section 2 is amended to read in its entirety as follows:


2. **Schedule and Form of Contribution.** The MBRF will make six (6) transfers to the University as follows:

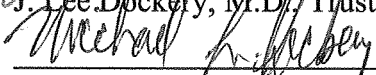
- \$1,000,000 on or before November 1, 2006 (contribution to the "Chair")
- \$1,000,000 on or before August 1, 2007 (contribution to the "Fund")
- \$1,000,000 on or before August 1, 2008 (contribution to the "Fund")
- \$300,000 on or before November 1, 2008 (contribution to the "Fund" for "Recruitment")
- \$1,000,000 on or before August 1, 2009 (contribution to the "Fund")
- \$1,000,000 on or before August 1, 2010 (contribution to the "Fund")

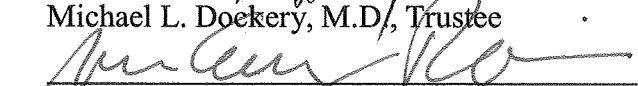
3. **University Match.** The MBRF is making this Gift contingent upon a 100% match by the University or University donors of each transfer described in Section 2 at the time of the transfer (the "Match"). It is agreed the Match is a University Commitment as defined in Section 3.


**THIRD:** In all other respects, the parties confirm the Gift Agreement and agree that an Amended Gift Agreement shall be prepared that incorporates these amendments and shall be dated as of the date of this Amendment.

**McKNIGHT BRAIN RESEARCH FOUNDATION**

By:   
J. Lee Doekery, M.D., Trustee

By:   
Michael L. Doekery, M.D., Trustee

By:   
Nina Ellenbogen Raim, M.D., J.D., Trustee

By:   
John G. Clarkson, M.D., Trustee

**SUNTRUST BANK**

By:   
Teresa Borcheck, Senior Vice President, Corporate Trustee

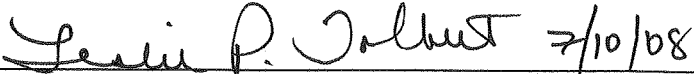
[Signatures continued on next page.]

**THE ARIZONA BOARD OF REGENTS**, a body corporate,  
for and on behalf of **THE UNIVERSITY OF ARIZONA**

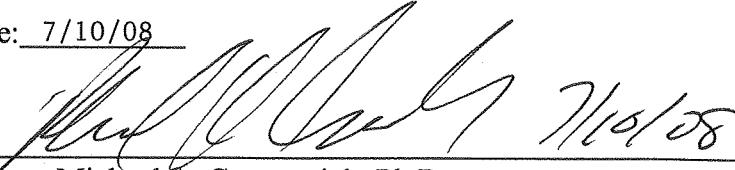
By:   
Mark A. McGurk  
Comptroller, University of Arizona

Date: 7/10/08

**THE UNIVERSITY OF ARIZONA**

By:  7/10/08  
Leslie P. Tolbert, Ph.D.  
Vice President for Research, University of Arizona

Date: 7/10/08

By:  7/10/08  
Michael A. Cusanovich, Ph.D.  
Director, Arizona Research Laboratories,  
University of Arizona

Date: 7/10/08

July 11, 2008

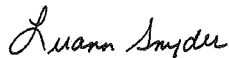
Henry H. Raattama, Jr., J.D.  
Akerman Senterfitt, Attorneys at Law  
One Southeast Third Avenue  
25th Floor  
Miami, FL 33131-1714

Dear Mr. Raattama,

Enclosed are two copies of the amendment to the gift agreement between  
with McKnight Brain Research Foundation and Arizona Board of Regents, with  
original signatures from representatives of the University of Arizona.

We are grateful to the McKnight Brain Research Foundation for their  
continued support of the UA Evelyn F. McKnight Brain Institute mission.

Best regards,



Luann Snyder  
Department Administrator

