HARVARD PILGRIM HEALTH CARE, INC.
AND AFFILIATES
Employer Agreement Amendment
Concerning Coverage of Former Spouses

This document amends the Employer Agreement(s) between **Employer, Harvard Pilgrim Health Care, Inc.** and, if applicable, its affiliates, **Harvard Pilgrim Health Care of New England, Inc. or HPHC Insurance Company, Inc.** (collectively "HPHC") for the purpose of modifying HPHC's standard eligibility criteria for dependents to include former spouses.

It is understood that HPHC has set forth standard eligibility criteria for dependents enrolled through Employer in Exhibit C to the Employer Agreement. However, Employer may elect different coverage for dependents upon written approval by HPHC.

Employer has requested that HPHC modify the standard eligibility criteria for dependents to include former spouses.

Therefore, any and all Employer Agreements currently in effect between HPHC and Employer are amended as follows:

Exhibit C entitled "Eligibility of Dependents Under the Plan" is hereby amended by adding the following paragraph:

"1a. The former spouse of the Eligible Participant, until either the Eligible Participant or the former spouse remarries, unless the divorce judgment specifically states otherwise."

All other provisions of the Employer Agreement(s) between HPHC and Employer remain in full force and effect.

This Amendment shall be effective on the date last signed below. It shall continue in effect from year to year until either all Employer Agreements between HPHC and Employer are terminated or one party gives the other written notice of its intent to terminate this Amendment at least 30 days before Employer's Anniversary Date.

HARVARD PILGRIM HEALTH CARE, INC./HARVARD PILGRIM HEALTH CARE OF NEW ENGLAND, INC./HPHC INSURANCE COMPANY, INC.

By_____ Date:_____

Title_____

EMPLOYER:_____

By_____ Date:_____

Title_____