

**INDEPENDENT CONTRACTOR AGREEMENT**

between

**THE CONNECTICUT HEALTH INSURANCE EXCHANGE d/b/a ACCESS HEALTH CT**

and

**JEFFERS COWHERD P.C.**

Exhibit A to the INDEPENDENT CONTRACTOR AGREEMENT dated October 18th, 2012 between the Connecticut Health Insurance Exchange, a quasi-public agency created by the State of Connecticut pursuant to Public Act 11-53, with an office at 280 Trumbull Street, Hartford, Connecticut 06103 and Jeffers Cowherd P.C., a Connecticut professional corporation, with an office at 55 Walls Drive, Fairfield, Connecticut 06824 (the "Contractor"). is hereby amended to include the following:

**Compensation**

The Exchange shall pay the Contractor on an hourly basis at the rates set forth below for the Services rendered under this Agreement for a sum not to exceed Eight Hundred and Fifty Thousand Dollars (\$850,000).

Contractor's rates are as follows:

Karen Jeffers:	\$397/hr
Stephen Cowherd:	\$397/hr
Carolyn Linsey:	\$338/hr
Jason Marsh:	\$296/hr
Russell Anderson:	\$285/hr
Margaret Bartiromo:	\$270/hr

If this Agreement is still in effect on July 1, 2014, Contractor may increase these hourly rates upon written notice to the Exchange, provided that such increase shall not exceed five percent (5%).

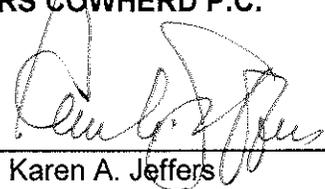
The Exchange agrees to reimburse the Contractor for the cost of the following out-of-pocket disbursements and expenses: long distance telephone calls, conference calls, delivery services, filing fees, computer research and out-of-state travel-related expenses.

IN WITNESS WHEREOF this Agreement has been read and signed by the duly authorized representative of each party.

**THE CONNECTICUT HEALTH INSURANCE EXCHANGE**

**JEFFERS COWHERD P.C.**

By:   
Name: Kevin J. Counihan  
Title: CEO

By:   
Name: Karen A. Jeffers  
Title: President

Date: 12/11/13

Date: 12/5/13