

Dr. Richard Irons
Health Sciences Center
University of Colorado
Campus Box C238
4200 East Ninth Avenue
Denver, CO 80262

API Reference No. 01-0000-4788
Amendment No. 4

Dear Dr. Irons:

The October 2, 2001 grant agreement between the American Petroleum Institute ("API"), as the representative for the Benzene Health Research Consortium, and the University of Colorado Health Sciences Center (UCHSC), for a five-year research study of lymphohematopoietic health risks from occupational exposure to benzene in the Peoples Republic of China, is further amended as follows:

1. As agreed at the meeting with study sponsors, the grant amount is increased from \$14,508,000 to \$16,600,274.
2. The following is the revised schedule for disbursement of grant monies to UCHSC, per Paragraph 1 of the grant agreement:

Payment Timing	Payment Amount
• Year 1	\$4,099,505
• Year 2	\$3,416,254
• Year 3	\$2,622,091
• April 2005	\$874,030
• October 2005	TBD
• April 2006	TBD
• October 2006	TBD
• February 2007	TBD
Total	\$18,395,769

3. UCHSC will provide API a budget reanalysis and accompanying cash flow statement by May 31, 2005.

In all other respects, the terms and conditions of the October 2, 2001 grant agreement, as further amended, shall remain in full force and effect.

If the foregoing is acceptable, please sign below and return one copy of this letter to API.

UNIVERSITY OF COLORADO

AMERICAN PETROLEUM INSTITUTE

Red Cavaney
President

Date: _____

Brenda S. Hargett
Chief Financial Officer

Date: _____