

EL DORADO COUNTY, CALIFORNIA  
DEFERRED COMPENSATION PLAN  
ADMINISTRATION AGREEMENT  
AMENDMENT 2

The El Dorado County Deferred Compensation Plan Administration Agreement (“the Agreement”) entered into by and between the County of El Dorado, California, a political subdivision of the State of California (hereinafter referred to as “the Employer”), and Nationwide Retirement Solutions (hereinafter referred to as “NRS”), an indirect subsidiary of Nationwide Financial Services, Inc. with an effective date of April 10, 2007 is hereby amended effective this \_\_\_\_\_ day of \_\_\_\_\_, 2011 as set forth below. NRS is a Delaware corporation with its principal place of business at 5900 Parkwood Drive, Dublin, Ohio 43016 and it is duly qualified to conduct business in the State of California.

WHEREAS NRS is one of the administrators of the El Dorado County, California Deferred Compensation Plan (the “Plan”);

WHEREAS the Employer has instructed NRS to replace certain investment options within its line up and add the Nationwide Fixed Annuity.

WHEREAS effective \_\_\_\_\_, 2011, Exhibit B is hereby deleted and replaced with the attached, updated Exhibit C to the Agreement.

Except as set forth herein, all other terms and conditions of the Agreement shall remain in full force and effect; provided however in the event of any conflict between the terms of this Amendment and the Agreement, the terms of this Amendment shall control. No amendment or modification of this Amendment shall be effective unless signed by authorized representatives of both the Employer and NRS.

IN WITNESS WHEREOF, the undersigned have executed this Amendment this \_\_\_\_\_ day of \_\_\_\_\_, 2011.

NATIONWIDE RETIREMENT SOLUTIONS	EL DORADO COUNTY, CALIFORNIA
By _____	By _____
Name _____	Name _____
Title _____	Title _____
Date _____	Date _____