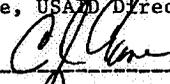
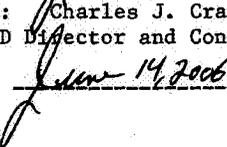


Certified to be a true copy of the original signed by Mwanakombo N. Ngingite, Acting Assistant Commissioner, Bilateral and Pam White, USAID Director, Tanzania.

Signed: 
Charles J. Crane
Acting USAID Director and Controller

Dated: 
June 14, 2006

THIRD AMENDMENT

TO THE
STRATEGIC OBJECTIVE GRANT AGREEMENT

BETWEEN

THE UNITED REPUBLIC OF TANZANIA

AND

THE UNITED STATES OF AMERICA

FOR

STRATEGIC OBJECTIVE NO. 10:

ENHANCED MULTISECTORAL RESPONSE TO HIV/AIDS

Agreement Number 621-0010.01-03

Date: JUNE 05, 2006

**THIRD AMENDMENT TO THE
STRATEGIC OBJECTIVE GRANT AGREEMENT**

BETWEEN

**The United Republic of Tanzania, represented by
The Ministry of Finance ("GOT")**

AND

**The United States of America, acting through
The United States Agency for International Development ("USAID")**

1. Purpose of the Amendment

This third amendment (the "Third Amendment") to USAID Strategic Objective Grant Agreement for SO 10, Enhanced Multisectoral Response to HIV/AIDS, dated June 7, 2005 (as amended, the "Agreement"), is hereby entered into between USAID and the GOT (the "Parties") in order to: (1) add Twenty Six Million Eight Hundred Sixty One Thousand, Two Hundred Eleven United States ("U.S.") Dollars (\$26,861,211) in incremental Grant funding; (2) amend the Illustrative Financial Plan; and (3) modify the title to the Strategic Objective Agreement.

2. Financing

Article 3, Section 3.1, paragraph (a), "The Grant," is hereby deleted in its entirety and replaced by the following:

"(a) The Grant. To help achieve the Objective and Results set forth in this Agreement, USAID, pursuant to the Foreign Assistance Act of 1961, as amended, hereby grants to the GOT under the terms of this Agreement, as amended, an amount not to exceed Fifty Eight Million, Eight Hundred Eighty Six Thousand, Two Hundred Eleven United States ("U.S.") Dollars (\$58,886,211) (the "Grant")."

Article 3, Section 3.1 paragraph (b), "Total Estimated Contribution" is hereby deleted in its entirety and replaced by the following:

"(b) Total Estimated USAID Contribution. USAID's total estimated contribution to achievement of the Objective will be U.S. \$567,000,000, which will be provided in increments. Of this sum, One Hundred Six Million, Two Hundred Ten Thousand, Eight Hundred Sixteen U.S. Dollars (\$106,210,816) has been contributed to date, and of which Fifty Eight Million, Eight Hundred Eighty Six Thousand, Two Hundred Eleven U.S. Dollars (\$58,886,211) has been granted directly under this Agreement, and Forty Seven Million Three Hundred Twenty Four Thousand, Six Hundred Five U.S.

Dollars (\$47,324,605) has been obligated by USAID/Washington directly into grants or contracts to carry out activities in furtherance of the objectives under this Agreement. Subsequent increments will be subject to the availability of funds to USAID for this purpose and the mutual agreement of the Parties, at the time of each subsequent increment, to proceed."

3. Illustrative Financial Plan

The Strategic Objective 621-0010.01-03 Illustrative Financial Plan is hereby deleted in its entirety and a new Annex 1, "Third Amendment Illustrative Financial Plan", which is attached hereto, is hereby substituted.

4. Strategic Objective Agreement Title

The Strategic Objective Agreement title "Reduced Transmission and Impact of HIV/AIDS" in Tanzania is hereby deleted in its entirety and replaced by "Enhanced Multisectoral Response to HIV/AIDS".

5. Other Terms and Conditions

Except as amended herein, all other terms and conditions of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the United States of America and the Government of the United Republic of Tanzania, each acting through its respective duly authorized representatives, have caused this Third Amendment to be signed in their names and delivered as of the day and year first written above.

GOVERNMENT OF THE UNITED REPUBLIC OF TANZANIA

BY: Mw Ngung'u
NAME: MWANAKOMBO N. NGUNG'U
TITLE: AG. ASSIST COMMISSIONER BIKATERA
DATE: 2nd June 2006.

GOVERNMENT OF THE UNITED STATES OF AMERICA

BY: Pom White
NAME: Pom White
TITLE: USA ID Director Tanzania
DATE: 5th June 2006

Annex 1 to the Amplified Description
Financial Plan

Strategic Objective Grant Agreement Illustrative Budget (U.S.\$)

	Direct Obligations Under this Agreement			Indirect Obligations via USAID/Washington ("Field Support") Under this Agreement			Total Agreement Funding to Date	Estimated Life of Agreement Funding
	Previous Obligations	New Obligations under Amendment #3 ¹	Obligations to Date	Previous Obligations	New Obligations via Field Support ²	Obligations to date		
Public Sector Program Support	7,055,000	7,078,500	14,133,500	23,473,950	23,850,655	47,324,605	61,458,105	
Voluntary Sector Program Support	20,195,000	14,601,500	34,796,500				34,796,500	
Social Marketing	4,250,000	3,000,000	7,250,000				7,250,000	
Administration ³	525,000	2,181,211	2,706,211				2,706,211	
Total Estimated Budget	32,025,000	26,861,211	\$58,886,211	23,473,950	23,850,655	\$47,324,605	106,210,816⁴	567,000,000⁵

Footnotes:

¹ FY 06 funds obligated bi-laterally with this Amendment (621-0010.01-03)² FY 06 fund to be obligated through USAID/Washington Global Field Support mechanisms for Tanzania specific activities³ The line item "Administration" will be used to finance personnel, monitoring and evaluation; audit; procurement of commodities and services; training; and other costs related to the administration of the SO-10 Program⁴ This includes funds obligated directly through this agreement (\$58,886,211) and field support obligated through USAID/Washington Global Bureau (\$47,324,605)⁵ USAID's total estimated contribution will be \$567,000,000. This is subject to change once USAID/Washington issues new guidance. The total estimated contribution is subject to the availability of funds