

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES	
				R	1 7	
2. AMENDMENT/MODIFICATION NO. P00031		3. EFFECTIVE DATE 28 JUL 2008	4. REQUISITION/PURCHASE RFO NO. SEE SCHEDULE N00024-08-FR-51037		5. PROJECT NO. (If applicable)	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND STOP 2020 1333 ISAAC HULL AVE SE WASHINGTON NAVY YARD DC 20376-2020		CODE N00024	7. ADMINISTERED BY (If other than item 6) DCMC SAN DIEGO 7675 DAGGET STREET SUITE 200 SAN DIEGO CA 92111-2241		CODE S0514A	
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 8660 BALBOA AVENUE SAN DIEGO CA 92123-1502				9A. AMENDMENT OF SOLICITATION NO.		
				9B. DATED (SEE ITEM 11)		
				X	10A. MOD. OF CONTRACT/ORDER NO. N00024-06-C-2207	
				X	10B. DATED (SEE ITEM 13) 01-Nov-2005	
CODE 3J458		FACILITY CODE				
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS						
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.						
12. ACCOUNTING AND APPROPRIATION DATA (If required) See Schedule						
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.						
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).						
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:						
D. OTHER (Specify type of modification and authority)						
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the issuing office.						
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) Modification Control Number: vbagford087912 See attached pages.						
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.						
15A. NAME AND TITLE OF SIGNER (Type or print)			15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)			
[Redacted]			Kimberly D. Bagford, Contracting Officer			
15B. CONTRACTOR/ORDER NO.		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED	
[Redacted]		7-25-08	BY <i>Kimberly D. Bagford</i> (Signature of Contracting Officer)		7-28-08	

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

The purpose of this modification to contract N00024-06-C-2207 is to (1) obligate Award Fee (AF) earned; (2) transfer unexpended man-hours and associated costs and fees from Contract Line Item Number (CLIN) 0104 to CLINs 0202 and 0207; (3) provide funding under Contract Subline Items (SLINs) 020201, 020202, 020203, 020204, 020406, 020604, and 020702; (4) insert DFARS 252.232-7003 Electronic Submission of Payment Requests and Receiving Reports (MAR 2008) into Section I – Contract Clauses; and (5) make an administrative correction to paragraph D. of previously executed modification P00030. Accordingly, the contract is modified as follows:

I. Obligate Award Fee (AF) earned as follows:

- a. Under Section B, Note B-1, paragraph 2 entitled “Performance –Based Award Fee”, revise subparagraph (i) entitled “Evaluation Periods” as follows to reflect the total AF amount earned during the period 1 OCT 2007 – 31 MAR 2008:

(i) Evaluation Periods

- (1) With the exception of the event-based award fees, as designated in specific Technical Instructions, the AFEB shall evaluate concurrently the performance on all effort under contract. To the extent earned, this award fee will be payable on a bi-annual basis in accordance with the periods below. *In the event contract performance extends beyond the dates in this chart, additional periods will be added as required, until performance is complete. Chart will be updated at the end of each performance period when the award fee pool is established.*

	Period	Available Pool	Award Fee Earned
1	CA – 31 MAR 2006*		
2	1 APR 2006 – 30 SEP 2006*		
3	1 OCT 2006 – 31 MAR 2007*		
4	1 APR 2007 – 30 SEP 2007*		
5	1 OCT 2007 – 31 MAR 2008*		
6	1 APR 2008 – 30 SEP 2008*		\$TBD
7	1 OCT 2008 – 31 MAR 2009*		\$TBD
8	1 APR 2009 – Five Years from CA*		\$TBD
	Maximum AF Pool Amount	\$3,085,103	\$2,817,231

* Pool is available if option for performance is exercised.

- b. This AF earned results in the following actions:

SLIN	ACRN	Man-Hours	Allotted to Cost	Allotted to Base Fee	Award Fee Earned	FADS
010102	AK					
010208	AR					
010405	AQ					
010705	AN					
020101	AU					

020201	AE			
020203	AH			
020401	AV			
020402	AW			
020404	AU			
020601	AS			
020602	AH			
020603	AZ			
020701	AS			
020702	AV			
020703	AZ			
020704	AU			

2. Under Section B, "SUPPLIES OR SERVICES AND PRICES/COSTS", the man-hours, estimated costs, base fees, award fees and total cost-plus-award-fee (CPAF) amounts for CLINs 0104 and 0202 are hereby revised as follows: (Note: The tables below do not reflect earned award fees or actual costs. The tables below only reflect adjustments to the contract man-hours, estimated costs, base fees, award fees and total CPAF amounts as a result of the transfer of unexpended man-hours between CLINs.)

Item		Estimated Man-Hours	Allotted to Cost	Allotted to Base Fee	Allotted to Award Fee	Total CPAF
0004	From					
	By					
	To					
0104	From					
	By					
	To					
0202	From					
	By					
	To					
0207	From					
	By					
	To					

3. Funding is provided for SLINs 020201, 020202, 020203, 020204, 020406, and 020702 as follows:

- a. The funding of 020201, 020202, 020203, 020204, and 020406 results in the following actions:

SLIN	ACRN	Man-Hours	Allotted to Cost	Allotted to Base Fee	Award Fee Earned	FADS
020201	AE					
020202	AR					
020203	AH					
020204	AT					
020406	BC					
020604	AU					
020702	AV					

- b. Under Section B – SUPPLIES OR SERVICES AND PRICES/COSTS, the following Subline Items are hereby revised and/or established for funding purposes only:

020201 FOR USE WITH FY06 SCN FUNDING
 (Applicable to LPD17 Post Delivery efforts)

000601	AB/AD	FY05 SCN LPD23 & FY06 SCN LPD24	
000602	AA	FY06 OMN LHA	
0007			31-Dec-06
000701	AB/AD /AE/AH	FY05 SCN LPD23 & FY06 SCN LPD24 & FY06 SCN POST LPD17 & FY06 SCN LPD19	
0010			31-Dec-05
0010	AC	FY06 R&D LPD17	
0101			30-Apr-08
010102	AK	FY07 OMN LHA	
0102			31-Dec-07
010203	AJ	FY05 SCN POST LPD17	
010205	AL	FY07 SCN POST LPD17	
010206	AM/AP	FY07 SCN POST LPD18 & FY07 SCN POST LPD19	
010207	AP	FY07 SCN POST LPD19	
010208	AR	FY06 SCN POST LPD18	
0104			31-Dec-07
010402	AK	FY07 OMN LHA	
010404	AG	FY06 OPN SPPT EQUIP	
010405	AQ	FY07 OPN SHIPS	
0106			31-Dec-07
010601	AD	FY06 SCN LPD24	
010602	AK	FY07 OMN LHA	
010603	AJ	FY05 SCN POST LPD17	
010605	AN	FY07 SCN LPD25	
0107			30-Apr-08
010701	AD	FY06 SCN LPD24	

010702	AK	FY07 OMN LHA	
010705	AN	FY07 SCN LPD25	
0201			28-Sep-08
020101	AU	FY08 OMN LPD17 INSERV	
0202			28-Sep-08
020201	AE	FY06 SCN POST LPD17	
020202	AR	FY06 SCN POST LPD18	
020203	AH	FY06 SCN POST LPD19	
020204	AT	FY06 SCN POST LPD20	
020205	AP	FY07 SCN POST LPD19	
0204			28-Sep-08
020401	AV	FY08 OMN LPD17	
020402	AW	FY08 OPN LPD17 - Hardware	
020403	AX	FY08 OPN LPD17 - Install	
020404	AU	FY08 OMN LPD17 INSERV	
020405	BA	FY08 RDTE	
020406	BC	FY08 OPN	
0206			28-Sep-08
020601	AS	FY99 SCN FULL FND LPD18	
020602	AH	FY06 SCN POST LPD19	
020603	AZ	FY08 SCN FULL FND LPD25	
020604	AU	FY08 OMN LPD17 INSERV	
0207			28-Sep-08
020701	AS	FY99 SCN FULL FND LPD18	
020702	AV	FY08 OMN LPD17	
020703	AZ	FY08 SCN LPD25	

020704	AU	FY08 OMN LPD17 INSERV	
TOTAL			

(b) The parties contemplate that the Government will allot additional amounts to this contract from time to time for the incrementally funded CLINs/SLINs by unilateral contract modification, and any such modification shall state separately the amount(s) allotted for cost, the amount(s) allotted for fee, the CLINs/SLINs covered thereby, and the period of performance which the amount(s) are expected to cover.

(c) CLINs/SLINs 000101, 000102, 000103, 000402, 000404, 000601, 000602, 000701, 0010, 010102, 010203, 010205, 010206, 010207, 010208, 010402, 010404, 010405, 010601, 010602, 010603, 010605, 010701, 010702, 010705, 020101, 020201, 020202, 020203, 020204, 020205, 020401, 020402, 020403, 020404, 020405, 020406, 020601, 020602, 020603, 020604, 020701, 020702, 020703, and 020704 (estimated hours) are fully funded and performance under these CLINs/SLINs is subject to the clause of this contract entitled "LIMITATION OF COST" (FAR 52.232-20) or "LIMITATION OF COST (FACILITIES)" (FAR 52.232-21), as applicable.

(d) The Contractor shall segregate costs for the performance of incrementally funded CLINs/SLINs from the costs of performance of fully funded CLINs/SLINs.

- d. Funding Data is provided on the attached Financial Accounting Data Sheets. Total contract funding is increased by [REDACTED] as a result of funding SLINs 020201, 020202, 020203, 020204, 020406, 020604, and 020702.
4. Insert DFARS 252.232-7003 Electronic Submission of Payment Requests and Receiving Reports (MAR 2008) into Section I – Contract Clauses as follows:
 - a. Under Section I – Contract Clauses, CLAUSES INCORPORATED BY REFERENCE add DFARS 252.232-7003 Electronic Submission of Payment Requests and Receiving Reports (MAR 2008).
 5. Make an administrative correction to paragraph D. of previously executed modification P00030 as follows:
 - a. Paragraph 3 D. of previously executed modification P00030 stated, "Funding Data is provided on the attached Financial Accounting Data Sheets. Total contract funding is increased by [REDACTED] It should have stated, "Funding Data is provided on the attached Financial Accounting Data Sheets. Total contract funding is increased by [REDACTED]"
 6. The attached FADS:
 - a. Obligate funding in the total amount of [REDACTED]
 7. Except as modified above, all other terms and conditions of contract N00024-06-C-2207 remain unchanged and in full force and effect.

**CONTRACT
FINANCIAL ACCOUNTING DATA SHEET**

1. CONTRACT NUMBER (CRITICAL)		2. SPIIN (CRITICAL)			3. MOD (CRITICAL)			4. PR NUMBER					7.		
N0002406C2207		P000			31			N0002408FR51037.00					AMOUNT (CRITICAL)	NAVY INTERNAL USE ONLY REF DOC/ACRN	
5.	6. LINE OF ACCOUNTING														
CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE				
											PROJ UNIT	MCC	PDLI & SUF		
0206 04	AU	17 8 1804	8B5B	252	SA	SWF	0	068342	2D	000000	15BW7	SWE	0W70		N0002408RA08B5B
											PAGE TOTAL:				
											GRAND TOTAL:				
PREPARED/AUTHORIZED BY:								COMPTROLLER APPROVAL : DAVID M. JOYCE //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER							
								DATE : 23-JUL-2008							

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5.		6. LINE OF ACCOUNTING											7.		
CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE			AMOUNT (CRITICAL)	NAVY INTERNAL USE ONLY REF DOC/ACRN
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AWARD FEE EARNED															
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	PROJ UNIT	MCC	PDLI & SUF												
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													PAGE TOTAL:		
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PREPARED/AUTHORIZED BY:							COMPTROLLER APPROVAL : DAVID M. JOYCE //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER								
													DATE : 23-JUL-2008		

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5. 6. LINE OF ACCOUNTING																
CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE			AMOUNT (CRITICAL)	REF DOC/ACRN	
	PROJ UNIT	MCC	PDLI & SUF													
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0204 01																
0207 02																
	AV	17 8 1804	8B5B	252	SA	SHP	0	068342	2D	000000	15BA2	000	0A20		N0002408RA08B5B	
AWARD FEE EARNED																
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											GRAND TOTAL:		[REDACTED]			
PREPARED/AUTHORIZED BY:								COMPTROLLER APPROVAL : DAVID M. JOYCE //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER								
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										PROJ UNIT	MCC	PDLI & SUF		
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0202 03	AH	17 6 1811	8560	252	SA	317	0	068342	2D	000000	32421	718	0000	N0002406AF28560
0202 02	AR	17 6 1811	8560	252	SA	317	0	068342	2D	000000	23168	718	0000	N0002406AF28560
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											GRAND TOTAL:			
PREPARED/AUTHORIZED BY:					COMPTROLLER APPROVAL : ERIN M CAFFREY //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER									
														DATE : 28-JUL-2008

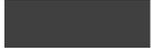
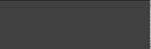
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CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE			AMOUNT (CRITICAL)	REF DOC/ACRN	
										PROJ UNIT	MCC	PDLI & SUF				
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0202 03																
0206 02																
	AH	17 6 1811	8560	252	SA	317	0	068342	2D	000000	32421	718	0000		N0002406AF28560	
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PREPARED/AUTHORIZED BY:										COMPTROLLER APPROVAL : ERIN M CAFFREY //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER						
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CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE			AMOUNT (CRITICAL)	REF DOC/ACRN	
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0206 01																
0207 01																
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0207 03																
	AZ	17 8 1811	1317	252	WA	WTH	0	068342	2D	000000	23181	500	0000		N0002408AF21317	
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PREPARED/AUTHORIZED BY:										COMPTROLLER APPROVAL : RUTH H SLADE //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER						
										DATE : 23-JUL-2008						

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CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE			AMOUNT (CRITICAL)	REF DOC/ACRN		
	PROJ UNIT	MCC	PDLI & SUF														
0204 02	AW	17 8 1810	81LT	252	SA	SWF	0	068342	2D	000000	LT240	000	0000		N0002408AF381LT		
AWARD FEE EARNED																	
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PREPARED/AUTHORIZED BY:								COMPTROLLER APPROVAL : LAURA D. THOMPSON //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER									
								DATE : 25-JUL-2008									

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											PROJ UNIT	MCC	PDLI & SUF			
0104 05	AQ	17 7 1810	11LT	252	SA	SHP	0	068342	2D	000000	LT240	000	0000		N0002407AF311LT	
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PREPARED/AUTHORIZED BY:								COMPTROLLER APPROVAL : LAURA D. THOMPSON //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER								
													DATE : 25-JUL-2008			

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N0002406C2207		P000			31			N0002408FR51037.00								
5. CLIN/SLIN	A. ACRN (CRITICAL)	B. APPROPRIATION (CRITICAL)	C. SUBHEAD (CRITICAL)	D. OBJ CLASS	E. PARM	F. RFM	G. SA	H. AAA (CRITICAL)	I. TT	J. PAA	K. COST CODE					
											PROJ UNIT	MCC	PDLI & SUF			
0204 06	BC	17 8 1810	A4UQ	310	SA	SWS	0	068342	2D	000000	UQ005	000	0000		N0002408AF3A4UQ	

PAGE TOTAL:
GRAND TOTAL:

PREPARED/AUTHORIZED BY:

COMPTROLLER APPROVAL : ADELE J WILLIAMS-SIKES //S//
By Direction of .
COMPTROLLER/DEPUTY COMMANDER

DATE : 28-JUL-2008