

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID (CNR)	PAGE OF PAGES	
		R	1	6
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)	
P00034	26 SEP 2008	N00024-08-FR-51056	08-317-51062	
6. ISSUED BY	CODE	7. ADMINISTERED BY (if other than Item 6)	CODE	
NAVAL SEA SYSTEMS COMMAND 1333 ISAAC HULL AVENUE, S.E., M/S 2020 WASHINGTON NAVY YARD, DC 20376-2020	N00024	DCMC SAN DIEGO 7675 DAGGET STREET SUITE 200 SAN DIEGO, CA 92111-2241	S0514A	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, State and ZIP Code)		(X)	9A. AMENDMENT OF SOLICITATION NO.	
RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 8680 BALBOA AVENUE SAN DIEGO, CA 92123-1502				
			9B. DATED (SEE ITEM 11)	
		X	10A. MODIFICATION OF CONTRACT/ORDER NO.	
			N00024-06-C-2207	
			10B. DATED (SEE ITEM 11)	
			05 NOV 01	
CODE 07243	FACILITY CODE			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>				
The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers [ ] is extended; [ ] is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation as amended, by one of the following methods:				
(a) By completing Items 8 and 15, and returning <u>1</u> 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 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 Attached Financial Accounting Data Sheet				
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS AND CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>				
(X)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT CHANGE NO. IN ITEM 10A.			
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF PAR 43.103(b)			
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:			
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties			
E. IMPORTANT: Contractor ( ) is not, (X) is required to sign this document and return <u>1</u> copies to the issuing office.				
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organization by UCF section headings, including solicitation/contract subject matter where feasible.)				
See Page 2.				
Except as provided herein, all terms and conditions referenced in Item 9A and 10A, as heretofore changed, remains unchanged and in full force and effect.				
15C. DATE SIGNED		15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)		15B. UNITED STATES OF AMERICA
9/26/08		JOHN A. KIMENER CONTRACTING OFFICER		
BY		BY <i>John A. Kimener</i> (Signature of Contracting Officer)		15C. DATE SIGNED
				9/26/08
36-105		STANDARD FORM 30 (REV 10-87) Prescribed by GSA FAR (48 CFR) 53.243		

The purpose of this modification to contract N00024-06-C-2207 is to (1) extend the Estimated Period of Performance for Contract Line Items (CLINs) 0202, 0204, 0206 and 0207; (2) extend the Period of Performance for non-severable technical instructions; (3) exercise the options for CLINs 0301, 0302, 0304, 0306 and 0307; and (4) provide funding under CLINs 0306 and 0307. Accordingly, the contract is modified as follows:

1. Extend the Estimated Period of Performance for Contract Line Items (CLINs) 0202, 0204, 0206 and 0207 as follows:
  - a. An extension of the Estimated Period of Performance for CLINs 0202, 0204, 0206 and 0207 through 31 DEC 2008 is incorporated in the NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993) paragraph (a) below.
  - b. Under Section F - Deliveries or Performance, Note F-4 ITEMS 0001 THROUGH 0004 , 0006 THROUGH 0010 and associated options is hereby removed and replaced in its entirety with the following:

**A. “F-4 ITEMS 0001 THROUGH 0004 , 0006 THROUGH 0010 and associated options**

(a) The Contractor shall perform the work described in Section C, as directed by each Technical Instruction. See Section I for times for option exercise windows, times for issuing orders, and length of time allowed for performance under each order.

Total contract performance shall not exceed five years. The Contractor shall perform the work described in SECTION C, at the level of effort specified in SECTION B, as follows:

<b>ITEMS</b>	0001-0004, 0006-0010	If option(s) is(are) exercised 0101-0104, 0106-0110, 0201-0204, 0206-0210, 0301-0304, 0306-0310
<b>FROM</b>	Contract Award	Date of Option Exercise
<b>THROUGH</b>	30 SEP 2006 unless otherwise stated in NAVSEA 5252.232-9104 - ALLOTMENT OF FUNDS ALTERNATE I (MAY 1993)*	12 Months after Option Exercise unless otherwise stated in NAVSEA 5252.232-9104 - ALLOTMENT OF FUNDS ALTERNATE I (MAY 1993)*
* Any action funded with OMN dollars that crosses fiscal years may not be executed unless and until an approved justification of non-severability is completed by the Contracting Officer.”		

2. Extend the Period of Performance for non-severable technical instructions as follows:
  - a. Under Section F - Deliveries or Performance, the period of performance for the following technical instructions under CLINs 0201, 0204, and 0207 are hereby extended as specified below:

<u>CLINS 0201 TI's</u>	<u>Period of Performance</u>
TI 0201-10	28 NOV 2008

<u>CLINS 0204 TI's</u>	<u>Period of Performance</u>
TI 0204-06	15 DEC 2008
TI 0204-14	31 DEC 2008

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<u>CLINS 0207 TI's</u>	<u>Period of Performance</u>
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3. Exercise options for CLINS 0301, 0302, 0304, 0306 and 0307 as follows:
  - a. In accordance with Section I - Contract Clauses, CLAUSES INCORPORATED BY FULL TEXT, clause 52.217-9 OPTION TO EXTEND THE TERM OF THE CONTRACT (MAR 2000) (NAVSEA VARIATION) (MAR 2000), the options for CLINS 0306 and 0307 are hereby exercised at the estimated cost, base fee, and award fee stated in Section B.
  - b. In accordance with FAR Part 52.232.18 AVAILABILITY OF FUNDS (APR 1984), the options for CLINS 0301, 0302 and 0304 are exercised without current funding, contingent upon the availability of appropriated funds from which payment for contract purposes can be made.

4. Provide funding under SLINs 030601 and 030701 as follows:

- a. The funding of SLINs 030601 and 030701 results in the following actions:

SLIN	ACRN	Man-Hours	Allotted to Cost	Allotted to Base Fee	Award Fee Earned	FADS
030601	BD					
030701	BD					

- b. Under Section B - Supplies or Services and Prices, the following Subcontract Line Item Numbers (SLINs) are hereby revised and/or established for funding purposes only:

030601 FOR USE WITH FY 2000 SCN FUNDING (LPD 20)  
 (Applicable to CORE services)

030701 FOR USE WITH FY 2000 SCN FUNDING (LPD 20)  
 (Applicable to Class Engineering Services)

- c. Under Section H - Special Contract Requirements, clause NAVSEA 5252.232-9104, ALLOTMENT OF FUNDS ALTERNATE I (MAY 1993) is restated as shown below:

NAVSEA 5252.232-9104 - ALLOTMENT OF FUNDS ALTERNATE I (MAY 1993)

(a) This contract is incrementally funded with respect to both cost and fee. The amounts presently available and allotted to this contract for payment of base fee, if any, and award fee are set forth below. Base fee amount is subject to the clause entitled "FIXED FEE" (FAR 52.216-8). Award fee amount is subject to the requirements delineated in Section B. The amount(s) presently available and allotted to this contract for payment of cost for incrementally funded CLINs/SLINs is set forth below. As provided in the clause of this contract entitled "LIMITATION OF FUNDS" (FAR 52.232-22), the CLINs/SLINs covered thereby, and the period of performance for which it is estimated the allotted amount(s) will cover are as follows:

CLIN/ SLIN	ACRN	Type of Funds	Man- Hours	Allotted to Cost	Allotted to Base Fee	Award Fee Earned	Total	Estimated Period of Performanc e
<b>0001</b>								<b>31-Mar-07</b>
000101	AD/AE	FY06 SCN LPD24 & FY06 SCN POST LPD17						
000102	AA	FY06 OMN LHA						
000103	AK	FY07 OMN LHA						
<b>0004</b>								<b>31-Dec-06</b>
000402	AA/AF	FY06 OMN LHA & FY06 OMN SSDS						
000404	AG	FY06 OPN SPPT EQUIP						
<b>0006</b>								<b>30-Sep-06</b>
000601	AB/AD	FY05 SCN LPD23 & FY06 SCN LPD24						
000602	AA	FY06 OMN LHA						
<b>0007</b>								<b>31-Dec-06</b>
000701	AB/AD /AE/A H	FY05 SCN LPD23 & FY06 SCN LPD24 & FY06 SCN POST LPD17 & FY06 SCN LPD19						
<b>0010</b>								<b>31-Dec-05</b>
0010	AC	FY06 R&D LPD17						
<b>0101</b>								<b>30-Apr-08</b>
010102	AK	FY07 OMN LHA						
<b>0102</b>								<b>31-Dec-07</b>
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						
<b>0104</b>								<b>31-Dec-07</b>
010402	AK	FY07 OMN LHA						
010404	AG	FY06 OPN SPPT EQUIP						
010405	AQ	FY07 OPN SHIPS						
<b>0106</b>								<b>31-Dec-07</b>
010601	AD	FY06 SCN LPD24						
010602	AK	FY07 OMN LHA						

010603	AJ	FY05 SCN POST LPD17	
010605	AN	FY07 SCN LPD25	
<b>0107</b>			<b>30-Apr-08</b>
010701	AD	FY06 SCN LPD24	
010702	AK	FY07 OMN LHA	
010705	AN	FY07 SCN LPD25	
<b>0201</b>			<b>28-Sep-08</b>
020101	AU	FY08 OMN LPD17 INSERV	
<b>0202</b>			<b>31-Dec-08</b>
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	
<b>0204</b>			<b>31-Dec-08</b>
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	
<b>0206</b>			<b>31-Dec-08</b>
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	
<b>0207</b>			<b>31-Dec-08</b>
020701	AS	FY99 SCN FULL FND LPD18	
020702	AV	FY08 OMN LPD17	
020703	AZ	FY08 SCN LPD25	
020704	AU	FY08 OMN LPD17 INSERV	
<b>0306</b>			<b>12 Months After Option Exercise</b>

030601	TBD	FY00 SCN LPD 20 EC		
0307				12 Months After Option Exercise
030701	TBD	FY00 SCN LPD 20 EC		
<b>TOTAL</b>				

(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, 020601, 020602, 020603, 020701, 020702, 020703, 020704, 030601, and 030701 (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]

5. Except as modified herein, 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) <b>N0002406C2207</b>		2. SPIIN (CRITICAL) <b>PA00</b>		3. MOD (CRITICAL) <b>34</b>		4. PR NUMBER <b>N0002408FR51062.00</b>									
5. CLIN/SLIN	6. LINE OF ACCOUNTING											7. AMOUNT (CRITICAL)	NAVY INTERNAL USE ONLY REF DOC/ACRN		
	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				
0306 01 0307 01	BD	17 0 1711	2317	252	WA	WTH	0	068342	2D	000000	3012A	500	0000		N0002400AF22317
											PAGE TOTAL:				
											GRAND TOTAL:				
PREPARED/AUTHORIZED BY:								COMPTROLLER APPROVAL : RUTH H SLADE //S// By Direction of . COMPTROLLER/DEPUTY COMMANDER							
								DATE : 26-SEP-2008							

**CONTRACT  
FINANCIAL ACCOUNTING DATA SHEET**

1. CONTRACT NUMBER (CRITICAL) <b>N0002406C2207</b>		2. SPIIN (CRITICAL) <b>P000</b>		3. MOD (CRITICAL) <b>34</b>		4. PR NUMBER <b>N0002408FR51062.00</b>									
5.	6. LINE OF ACCOUNTING												7.	NAVY INTERNAL USE ONLY	
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		
0306 01 0307 01	<b>BD</b>	17 0 1711	2317	252	WA	WTH	0	068342	2D	000000	3012A	500	0000		<b>N0002400AF22317</b>
													PAGE TOTAL:		
													GRAND TOTAL:		
PREPARED/AUTHORIZED BY:								COMPTROLLER APPROVAL : <b>RUTH H SLADE //S//</b> By Direction of . <b>COMPTROLLER/DEPUTY COMMANDER</b>							
								DATE : <b>26-SEP-2008</b>							