

2. AMENDMENT/MODIFICATION NO. <b>P00101</b>	3. EFFECTIVE DATE <b>SEE BLK 16C</b>	4. REQUISITION/PURCHASE REQUISITION NO. <b>N00024-03-FR-73662</b>	5. PROJECT NO. <b>03-02612-73662</b>
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6. ISSUED BY <b>NAVAL SEA SYSTEMS COMMAND</b> Buyer/Symbol: Michael G. Lee, Jr., SEA 02612 1333 ISAAC HULL AVE, SE MS 2050 WASHINGTON NAVY YARD, DC 20376-2050 202-781-2915; <a href="mailto:leemg@navsea.navy.mil">leemg@navsea.navy.mil</a>	CODE	<b>N00024</b>	7. ADMINISTERED BY (If other than Item 6) <b>DCMA RAYTHEON TUCSON</b> PO BOX 11337 BLDG 801 M/S D4 TUCSON AZ 85734-1337	CODE	<b>S0305A</b>
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)	(x)	9A. AMENDMENT OF SOLICITATION NO.
<b>RAYTHEON COMPANY</b> 1151 E. HERMANS RD PO BOX 11337 TUCSON AZ 85734-1337 DUNS: 79-459-8573                      TIN: 95-1778500 CODE 15090                              FACILITY CODE		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER <b>N00024-98-C-5364</b>
		10B. DATED (SEE ITEM 13) <b>98 JAN 09</b>

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of offers  is  is not extended. Offer 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 \_\_\_\_\_ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separated letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIED THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

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|-------------------------------------|---|
| (x)                                 | 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.  |
| <input type="checkbox"/>            | 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 FAR 43.103(b). |
| <input type="checkbox"/>            | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:  |
| <input checked="" type="checkbox"/> | D. OTHER (Specify type of modification and authority)<br><b>MUTUAL AGREEMENT OF THE PARTIES</b>   |

**E. IMPORTANT:** Contractor  is not  is required to sign this document and return 2 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

SEE PAGE 2

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Except as provide herein, all terms and conditions of the document referenced in Item 9A or 10A as heretofore changed; remain unchanged and if full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or Print) <i>Janiel L. Schmitz, Contracts Mgr</i>	16A. NAME AND TITLE OF SIGNER (Type or Print) <b>MICHAEL G. LEE</b> Contracting Officer
15B. CONTRACTOR/OFFEROR <i>Janiel L. Schmitz</i> (Signature of person authorized to sign)	15C. DATE SIGNED <b>10/14/03</b>
16B. UNITED STATES OF AMERICA <i>[Signature]</i> (Signature of Contracting Officer)	16C. DATE SIGNED <b>14 Oct 2003</b>

The purpose of this modification to contract N00024-98-C-5364 is to revise the "Schedule of Award Fee" Table to modify the maximum amount of award fee available for the 11<sup>th</sup> award fee period and delete the 12<sup>th</sup> period as a result of the award of N00024-03-C-6111. This modification results in no increase to the funded contract value. Accordingly, said contract is modified as follows:

1. Under SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS, Determination of Award Fee, modify the "Schedule of Award Fee" to read as follows:

Award Fee No.	Evaluation Period	Award Fee Max. Amount	AWARD FEE EARNED	%
1	1/98 – 8/98			
2	9/98 – 2/99			
3	3/99 – 8/99			
4	9/99 – 2/00			
5	3/00 – 8/00			
6	9/00 – 2/01			
7	3/01 – 8/01			
8	9/01 – 2/02			
9	3/02 – 8/02			
10	9/02 – 4/03			
11	5/03 – 8/03			
TOTAL				

3. Except as modified herein, all other terms and conditions of said contract remain unchanged and in full force and effect.