

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 4
AMENDMENT/MODIFICATION NO. P00001		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N00024-05-MR-65497	5. PROJECT NO. (If applicable) 05-025-65497	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 025 POC: Andrew J. Creedon 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2593; FAX: (202) 781-4651 E-mail: Andrew.creedon@navy.mil		CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		CODE S2205A
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7 FACILITY CODE			(Y)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346	
			✓	10B. DATED (SEE ITEM 13) 25 May 2005	
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 Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers 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 of 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 attached.					
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:				
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties				
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> 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 ATTACHED)

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) GAIL L. WELCH DIRECTOR DD(X) CONTRACTS		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR <i>Gail L. Welch</i> (Signature of person authorized to sign)	15C. DATE SIGNED <i>June 15, 2005</i>	16B. UNITED STATES OF AMERICA <i>Joseph L. Ilk</i> (Signature of Contracting Officer)	16C. DATE SIGNED <i>22 Jun 2005</i>

SN 7540-01-152-8070
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FAR (48 DFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to make administrative changes. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. On the **SF-26**, is revised as follows:

a. **Block 6:**

Delete: "DCMA Raytheon Company
1847 West Main Road
Portsmouth, RI 02871-1087"

Add: "DCMA Raytheon Company
50 Apple Hill Drive
Tewksbury, MA 01876-0901

b. **Block 12:**

Delete: "Defense Finance Accounting Service Columbus Center
3990 East Broad Street
Building 21
Columbus, OH 43213-1152"

Add: "Defense Finance Accounting Service Columbus Center
North Entitlement Operations
P.O. Box 182266
Columbus, OH 43218-2266

2. Under **SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS**, all quantities should be changed from "1 Unit" to "1 EA". And Items 0005 and 0006 are revised as follows:

From:

		<u>Qty</u>	<u>NTE</u>
0005	DD(X) System Development CLIN 0005AA FY05 RDT&E Funds		

To:

		<u>Qty</u>	<u>NTE</u>
0005	DD(X) System Development CLIN 0005 01 FY05 RDT&E Funds		

From:

0006 DD(X) System Development
CLIN 0006AA FY05 RDT&E Funds

QtyNTE**To:**

0006 DD(X) System Development
CLIN 0006 01 FY05 RDT&E Funds

QtyNTE

3. Under **SECTION F – DELIVERIES OR PERFORMANCE**, Items 0005 and 0006 are revised as follows:

a. **ITEM 0005**

Delete: "The period of performance for CLIN 0005AA is through

Add: "The period of performance for CLIN 0005 01 is through

b. **ITEM 0006**

Delete: "The period of performance for CLIN 0006AA is through

Add: "The period of performance for CLIN 0006 01 is through

4. Under **SECTION G – CONTRACT ADMINISTRATION DATA**, CLIN 0006 is revised as follows:

a. **Delete**

"LCDR David Liddy
Telephone No. 202/781-4073
Email Address: David.Liddy@navy.mil"

b. Add

“Thomas F. Kostyo
Telephone: (202) 781-2102
E-mail: Thomas.Kostyo@navy.mil”

5. Under **SECTION I – CONTRACT CLAUSES**, Section I-1 Clauses incorporated by Reference, add Federal Acquisition Regulation (FAR) Clause 52.215-16, Facilities Capital Cost of Money.
6. Under **SECTION J – LIST OF ATTACHMENTS**, replace Attachment J-1, Financial Accounting Data Sheets, in their entirety with the Financial Accounting Data Sheets attached hereto, replace J-2 Contract Security Classification Specification (DD-254) attached hereto, replace Attachment J-3, Contract Data Requirement List (CDRL), attached hereto.
7. The total contract value and amount funded under this contract remain unchanged.
8. Except as modified herein, all terms and conditions of this contract remain unchanged and in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 5
2. AMENDMENT/MODIFICATION NO. P00002	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N00024-05-FR-65503	5. PROJECT NO. (If applicable) 05-025-65503
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilc@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005	
TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7		FACILITY CODE	

RECEIVED
AUG 08 2005

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 extended, ☐ is not extended.

Offers 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 of 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 attached.

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:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties

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 ATTACHED)

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 of print) GAIL E. WELCH DIRECTOR DD(X) CONTRACTS	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND
15B. CONTRACT/OFFEROR <i>Gail Welch</i> (Signature of person authorized to sign)	15C. DATE SIGNED <i>July 27, 2005</i>
15D. UNITED STATES OF AMERICA <i>Joseph L. Ilk</i> (Signature of Contracting Officer)	16C. DATE SIGNED <i>07/28/05</i>

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to make an administrative change and provide additional funding in the amount of [redacted] to CLIN 0005. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

- 1. On the SF-26, the rating for the contract is “DO-A3”.
- 2. Under SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS, B-10 DETERMINATION OF FEE, is revised as follows:

a. Under paragraph E1a. – First Period Award Fee for CLIN 0005

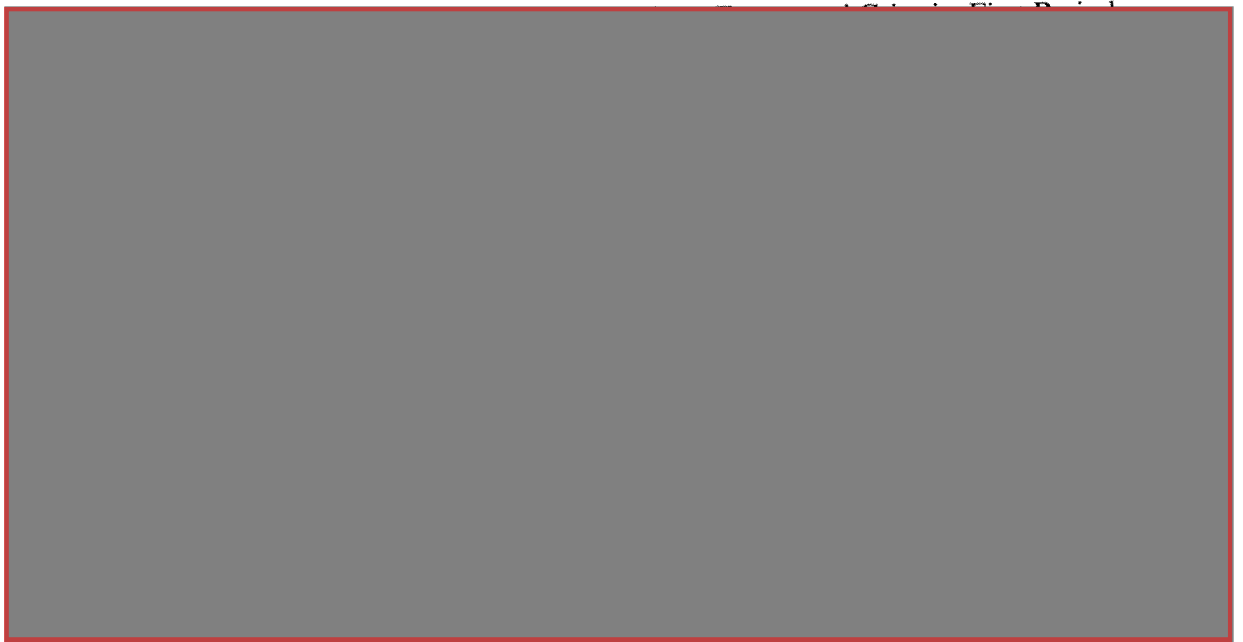
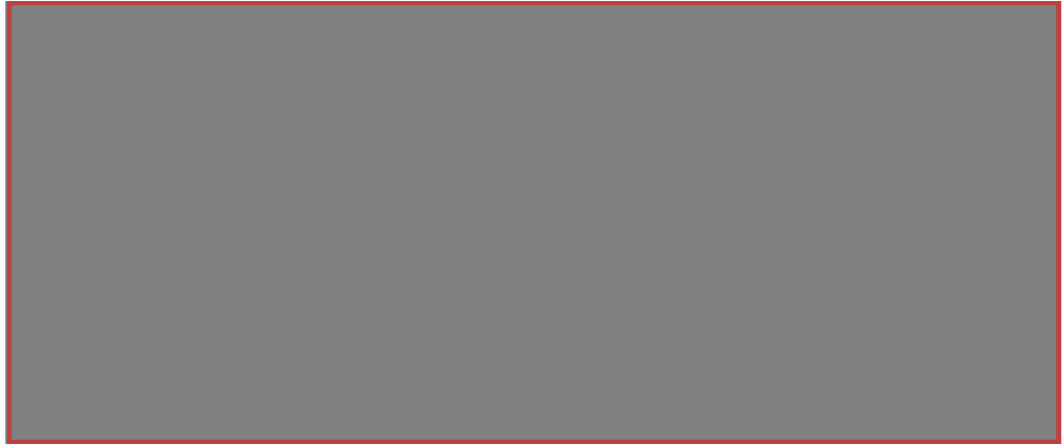
	Period Award Fee Amount (\$)	Event Based Award Fee Amount (\$)	Total Available Award Fee Amount (\$)
From:	[redacted]		
To:			
Increase:			

b. Under paragraph E4 – Event Based Award Fee – Events and Criteria, First Period Events, CLIN 0001,

[redacted]

c. [redacted]
[redacted]

1. [redacted]



3. Under **SECTION C – DESCRIPTION/SPECIFICATION/WORK STATEMENT, PART 1 – CONTRACT LINE ITEM DESCRIPTION**, is revised and replaced with Attachment 1 dated 15 Jul 05, which is the revised Part 1 – Contract Line Item Description.

4. Under **SECTION G – CONTRACT ADMINISTRATION DATA**, replace purchasing Officer Representative with the following:

Naval Sea Systems Command
 Attn: Mr. Joseph L. ILK
 Office 5W-1718
 1333 Isaac Hull Avenue S.E.
 Washington Navy Yard, D.C. 20376-0001
 Telephone No: (202) 781-2900
 Fax No: (202) 781-4651
 E-mail: joseph.ilk@navy.mil

5. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS**,

- a. Under **H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005 and 0006), item 0005 is revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
005			

- b. Under **H-5 NAVSEA 5252.245-9106 FACILITIES TO BE GOVERNMENT FURNISHED (COST-REIMBURSEMENT) (SEP 1990)**, under paragraph b add the following:

Wallops Island Test Facility

5. Under **SECTION I – CONTRACT CLAUSES, SECTION I-2 CLAUSES INCORPORATED BY FULL TEXT**,

- a. Under **52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR 1984)**, paragraphs (a) and (b) are revised as follows:



- b. Under **252.217-7027 CONTRACT DEFINITIZATION (OCT 1998)**, is revised as follows



6. Under **SECTION J – LIST OF ATTACHMENTS**, the following J attachments will be provided at 30 Sep 05:

J-9
J-10
J-13
J-14

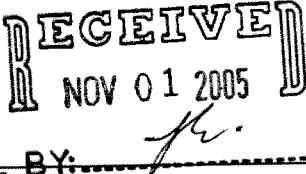


7



<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0005		
0006		

8. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 5
2. AMENDMENT/MODIFICATION NO. P00003	3. EFFECTIVE DATE 01 Oct 2005	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59002	5. PROJECT NO. (If applicable) 05-025-59002	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilc@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901 CODE S2205A		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7		<div style="text-align: center;">  </div>		
FACILITY CODE		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		

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 extended, ☐ is not extended.
 Offers 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 of 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 attached.


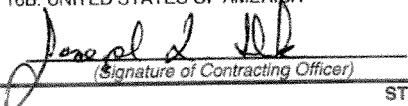
**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(✓)	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:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties

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 ATTACHED)

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 of print) GAIL L. WELCH DIRECTOR DD(X) CONTRACTS	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 10/20/05
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 10/31/2005

The purpose of this modification to Contract N00024-05-C-5346 is to provide funding in the amount of [REDACTED] to CLIN 0005, [REDACTED] to CLIN 0006, [REDACTED] revised the statement of work, and revise Attachment J-3. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Under **SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS, B-10 DETERMINATION OF FEE**, is revised as follows:

a. The Contact Line Item (CLIN) values are deleted and replaced as follows:


<u>Item</u>	<u>Supplies\Services</u>	<u>Qty</u>	<u>NTE</u>
0001	DD(X) Advanced Procurement (FY 05) (SCN)	[REDACTED]	
0002	Reserved		
0003	Option - DD(X) Advanced Procurement (FY 06) (SCN) (See Note A)	[REDACTED]	
0004	Reserved		
0005	DD(X) Systems Development 0005 01 – FY 05 RDT&E 0005 02 – FY 06 RDT&E	[REDACTED]	
0006	DD(X) Total Ship System Software Development 0006 01 – FY 05 RDT&E 0006 02 – FY 06 RDT&E	[REDACTED]	
0007	Option - DD(X) Total Ship Mission System (FY 07) (SCN) (See Note A)	[REDACTED]	
0008	DD(X) Data Items (See DD Form 1423)	1 Lot	NSP (Cost included in the cost of Items 0001-0007)
0009	Option – Engineering Services (Level of Effort) (See Note A) (RDT&E)	1 EA	

0010 Option – Engineering Services 1 EA NSP (Cost included in the
Data Items (See Note A) (See DD Form 1423) cost of Item 0009)



Note A – Option Item to which the option clause in Section B applies and which is to be supplied only if and to the extent said option is exercised.



- b. Under paragraph **B-1 OPTION TO EXTEND THE TERM OF THE CONTRACT**, delete items 0002 through 0010 and replace with the following:

<u>Item</u>	<u>Latest Option Exercise Date</u>
0002	
0003	
0004	
0007	
0009	
0010	

- c. Under paragraph **B-3 LETTER CONTRACT (COST) (NAVSEA) (MAY 1993)**, delete the paragraph and replaced with the following:

“This contract is a Letter Contract as defined in FAR 16.603-1. It is agreed that the definitive contract resulting from this Letter Contract will include a negotiated fee in no event to exceed  and the total amount (including cost and fee) shall not exceed .

2. Under **SECTION C – DESCRIPTION/SPECIFICATION/WORK STATEMENT, PART 1 – CONTRACT LINE ITEM DESCRIPTION**, is revised and replaced with Attachment 1 dated 05 Oct 2005, which is the revised Part 1 – Contract Line Item Description.

3. Under **SECTION F – DELIVERIES OR PERFORMANCE**, Items 0002, 0004, 0005, 0007 are revised as follows:

a. **ITEM 0002**



b. **ITEM 0004**



c. **ITEM 0005**



d. **ITEM 0006**



e. **ITEM 0007**



4. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS, under H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005 and 0006), items 0005 and 0006 are revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0005			
0006			

5. Under **SECTION I – CONTRACT CLAUSES, SECTION I-2 CLAUSES INCORPORATED BY FULL TEXT, under 52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR 1984)**, paragraphs (a) and (b) are revised as follows:



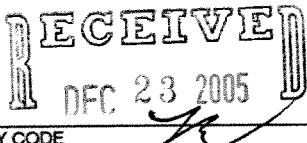
6. Under **SECTION J – LIST OF ATTACHMENTS**, replace Attachment J-3, Contract Data Requirements List (CDRL), with the one attached hereto.

7.



<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0005		
0006		

8. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. P00004	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N00024-06-MR-59007	5. PROJECT NO. (If applicable) 05-025-59007	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilk@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7		<div style="text-align: center;">  </div>		
FACILITY CODE		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		
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12. ACCOUNTING AND APPROPRIATION DATA (If required)
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IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.


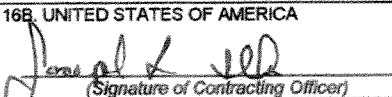
(✓)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties

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

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(SEE ATTACHED)

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15A. NAME AND TITLE OF SIGNER (Type or print) GAIL L. WELCH DIRECTOR DD(X) CONTRACTS		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED Dec. 21, 2005	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 12/21/2005

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to revise the definitization schedule; extend the period of performance for CLIN 0001, CLIN 0006, and CLIN 7; add, delete, and/or modify various contract clauses; and update Section J to the contract. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Under **SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS**, is revised as follows:

- a. **B-10 DETERMINATION OF FEE, Part B, Award Fee Procedures:**

Delete: Paragraph 13 in its entirety

2. Under **SECTION F – DELIVERIES OR PERFORMANCE**, Items 0001, 0006, and 0007 are revised as follows:

- a. **ITEM 0001**



- b. **ITEM 0006**



- c. **ITEM 0007**



3. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS, under H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005 and 0006), item 0006 is revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0006			

4. Under **SECTION I – CONTRACT CLAUSES, SECTION I-1 CLAUSES INCORPORATED BY REFERENCE**
- Delete **DFARS 252.219-7003, SMALL, SMALL DISADVANTAGED AND WOMEN –OWNED SMALL BUSINESS SUBCONTRACTING PLAN (DOD CONTRACTS) (APR 1986)**
 - Add **DFARS 252-219-7004, SMALL, SMALL DISADVANTAGED AND WOMEN –OWNED SMALL BUSINESS SUBCONTRACTING PLAN (TEST PROGRAM) (JUNE 1997)**
5. Under **SECTION I – CONTRACT CLAUSES, SECTION I-2 CLAUSES INCORPORATED BY FULL TEXT**, the following clauses are modified as indicated:
- Under **52.243-7 NOTIFICATION OF CHANGES (APR 1984)**
 Modify as follows:
 Paragraph (b): Complete the blank with 30.
 Paragraph (d): Complete the blank with 45.
 - Under **252.217-7027 CONTRACT DEFINITIZATION (OCT 1998)**, is revised as follows



5. Under **SECTION J – LIST OF ATTACHMENTS**

Delete: Section J - List of Attachments
Add: Section J - List of Attachments dtd



6. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

SECTION J – LIST OF ATTACHMENTS

The following document(s), exhibit(s), and other attachment(s) form a part of this contract:

J-1 Financial Accounting Data Sheet.
(to be added at contract award)

J-2 Contract Security Classification Specification, DD Form 254, 29Apr 2005.

J-3 Contract Data Requirements List, 05 Oct 2005

J-4 Award Fee/ Incentive Fee Distribution Plan
(to be included in Section J at definitization)

J-5 Master Certification Agreement, 01 Nov 2005.

J-6 Mission Critical Equipments List, 31 Oct 2005.

J-7 Production Readiness Review Requirements, 04 May 2005.

J-8 Guidance on Acquisition and Conversion of Product/Technical Data to Digital Form
(Revision 1), 23 Oct 2004.

J-9

J-10

J-11 Reserved for Shock Qualification Agreement

J-12 DD(X) Program Modeling and Simulation Management Agreement, 04 May 2005.

J-13

J-14

J-15

J-16 Government Furnished Equipment and Government Furnished Information
Schedule, 04 May 2005.

J-17 Memorandum of Agreement: Tactical Tomahawk Weapons Control System, 01 Mar 2005.

J-18 Memorandum of Agreement: Tactical Unmanned Aerial Vehicle, 12 Sep 2005.

J-19 Memorandum of Agreement for Design Development, Integration, and Fielding of the Joint Track Manager Required to Support the DD(X) Multi-Warfare Command and Control System, 27 Oct 2003.

J-20 DD(X) Operational Requirements Document Delta Requirements, 19 Nov 2005.

J-21 Reserved.

J-22 Reserved

J-23 Reserved

J-24 Reserved

J-25 Reserved

J-26 Mission Readiness Review Instruction, 26 Nov 2001.

J-27 Data Rights and Patent Rights Assertion
(*to be added at contract definitization*)

J-28 PEO IWS and SIAP SE Task Force Memorandum of Agreement for Developing and Fielding the Track Management Portion of Battle Management Command and Control (BMC2) Functionality, 26 Aug 2003.

J-29 PEO IWS and PEO C4I Adjudication of Combat Direction System (CDS) and Command and Control Processor (C2P) Functionality Memorandum of Agreement, 20 Mar 2003.

J-30 PEO IWS and SEA 06 Technical Review Manual (TRM), Apr 2003.

J-31 PEO IWS and SEA 06 Systems Engineering Operations Manual, Apr 2003.

 J-32 Reserved.

J-33 Reserved.

J-34 Reserved.

J-34 Reserved.

J-35 Reserved.

J-36 Reserved.

J-37 Reserved.

J-38 Reserved.

J-39 Reserved.

J-40 Reserved.

J-41 Memorandum of Agreement between Program Executive Officer C4I and Space and PEO Ships for DD(X), 29 Mar 2005.

J-42 Reserved.

J-43 Reserved.

J-44 Reserved.

J-45 Reserved.

J-46 Reserved.

J-47 End-to-End Software Display Summary, 27 Oct 2005.

J-48 Integrated Verification Agreement, 02 Dec 2005.

J-49 Reserved.

J-50 Memorandum of Agreement between Program Manager Multi Mission Helicopter (PMA 299) and DD(X) Program Manager (PMS 500); Subject Multi Mission Helicopter, 17 Oct 2005.

J-51 Reserved.

J-52 Reserved.

J-53 Reserved.

J-54 Reserved.

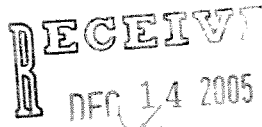
J-55 Reserved.

N00024-05-C-5346

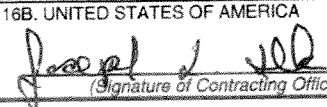
21 Dec 2005

P00004

J-56 Memorandum of Agreement between DD(X) Program Manager (PMS 500) and Aircraft Launch and Recovery Equipment Program Manager (PMA 251); Subject Aviation Facilities Certification and Aircraft Landing and Recovery Equipment, 03 Oct 2005.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. P00005	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59010	5. PROJECT NO. (If applicable) 05-025-59010	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilc@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		CODE S2205A
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7				9A. AMENDMENT OF SOLICITATION NO.
FACILITY CODE BY: _____				9B. DATED (SEE ITEM 11)
		10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346		10B. DATED (SEE ITEM 13) 25 May 2005
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 Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers 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 of 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 attached.				
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:			
X	D. OTHER (Specify type of modification and authority) Clause B-10, Determination of Award Fee; Clause H-2, Allotment of Funds			
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return <u>2</u> copies to the issuing office.				
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)				

(SEE ATTACHED)

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)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND
15B. CONTRACT/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED
_____ (Signature of person authorized to sign)	 (Signature of Contracting Officer)
NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE	
STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 53.	

The purpose of this modification to Contract N00024-05-C-5346 is to a) provide first period award fee funds in the amount of [REDACTED] and 2) provide funding for CLINs 0005 and 0006 in the amount of [REDACTED]. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Pursuant to **CLAUSE B-10 DETERMINATION OF AWARD FEE**,

- a. The period and event award fee earned for the first award fee period, [REDACTED] is as follows:

CLIN	Potential Award Fee	Award Fee Earned	Percentage
0001	[REDACTED]		
0005			
0006			
Total	[REDACTED]		

- b. Under paragraph E1a – First Period Award Fee for **CLIN 0005**

	Period Award Fee Amount (\$)	Event Based Award Fee Amount (\$)	Total Available Award Fee Amount (\$)
From:	[REDACTED]		
To:			
Decrease:			

The period award fee amount of [REDACTED] for the first period [REDACTED] will be reflected in the second period [REDACTED] in a future contract modification.

2. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS**, under **H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005 and 0006), items 0005 and 0006 are revised as follows:

Item	Estimated Cost	Award Fee	Estimated Period of Performance
0005	[REDACTED]		
0006			

3. Under **SECTION I – CONTRACT CLAUSES, SECTION I-2 CLAUSES INCORPORATED BY FULL TEXT,**

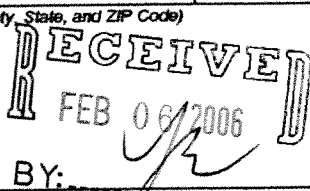
- a. Under **52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR 1984)**, paragraphs (a) and (b) are revised as follows:



4. 

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0005		
0006		

5. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. P00006	3. EFFECTIVE DATE 03 Jan 2006	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59027	5. PROJECT NO. (If applicable) 05-025-59027	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02514 POC: RICHARD STEFFEY, LCDR, SC 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2399; FAX: (202) 781-4648 E-mail: richard.steffey@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7		<div style="text-align: center;">  </div>		
FACILITY CODE		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		

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 extended, ☐ is not extended.
 Offers 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 of 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 attached.

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

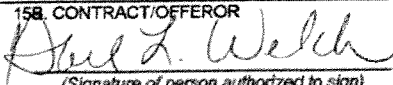
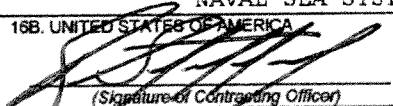
<input checked="" type="checkbox"/>	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, 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) Mutual Agreement of the Parties

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 ATTACHED)

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) Gail L. Welch Director, DD(X) Contracts	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) R. STEFFEY, LCDR, SC CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED Jan. 26, 2006
15B. CONTRACT/OFFEROR NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
	16C. DATE SIGNED 27 JAN 2006

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to a) exercise CLIN 0003 and provide funding in the amount of [REDACTED] and 2) provide funding for CLINs 0005 and 0006 in the amount [REDACTED]. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Pursuant to FAR 52.217-9, "OPTION TO EXERCISE THE TERM OF THE CONTRACT (Mar 2000), the Government hereby exercises Option Item 0003 at the estimated NTE amount set forth in Section B of the contract. The NTE amount reflected in Section B is [REDACTED]
2. Under SECTION F – DELIVERIES OR PERFORMANCE, Item 0003 is revised as follows:

a. **ITEM 0003**



3. Under SECTION H – SPECIAL CONTRACT REQUIREMENTS, under H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993) (Applicable to Items 0005 and 0006), items 0005 and 0006 are revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0003	[REDACTED]		
0005			
0006			

4. Under SECTION I – CONTRACT CLAUSES,

- a. Under SECTION I-1, CLAUSES INCORPORATED BY REFERENCE,
 1. Add FAR 52.217-9, Option to Exercise the Term of the Contract (Mar 2000)
 2. Delete DFARS 252.225-7014, Preference for Certain Domestic Specialty Metals (Apr 2003) and Alternate I (Apr 2003)
- b. Under SECTION I-2, CLAUSES INCORPORATED BY FULL TEXT, FAR CLAUSE 52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR 1984), paragraphs (a) and (b) are revised as follows:



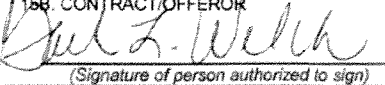
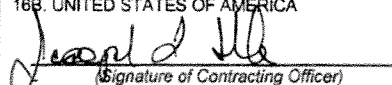
<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0003		
0005		
0006		

- 6 Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. P00007		3. EFFECTIVE DATE SEE BLOCK 16C	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59035	5. PROJECT NO. (If applicable) 06-025-59035	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531B POC: JOHN N. BUTTO 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2594; FAX: (202) 781-4648 E-mail: john.butto@navy.mil		CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		CODE S2205A
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7 FACILITY CODE			(✓)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346	
			(✓)	10B. DATED (SEE ITEM 13) 25 May 2005	
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 Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers 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; of (c) By separate letter of 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 attached.					
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:				
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties				
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>2</u> copies to the issuing office.					
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)					

(SEE ATTACHED)

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) GAIL L. WELCH DIRECTOR DD(X) CONTRACTS		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 03 March 2006	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 03/03/2006
NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 53.	

The purpose of this modification to Contract N00024-05-C-5346 is to a) incorporate Second Period Award Fee events and b) provide funding in the [REDACTED] for CLINs 0003, 0005 and 0006. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Under **Section B – Supplies or Services, CLAUSE B-10 DETERMINATION OF AWARD FEE**, the attached second period award fee events are hereby incorporated.
2. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS, under H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993) (Applicable to Items 0005 and 0006)**, items 0005 and 0006 are revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0003	[REDACTED]		
0005			
0006			

- 3 Under **SECTION I – CONTRACT CLAUSES, Under SECTION I-2, CLAUSES INCORPORATED BY FULL TEXT**, the following changes are made:

a. Under **52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR 1984)**, paragraphs (a) and (b) are revised as follows:

Delete: [REDACTED]


Add: [REDACTED]

b. Under **252.217-7027 CONTRACT DEFINITIZATION (OCT 1998)**, is revised as follows

[REDACTED]

4

[REDACTED]

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0003		
0005		
0006		

- 5 Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. P00008		3. EFFECTIVE DATE SEE BLOCK 16C	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59032	5. PROJECT NO. (If applicable) 06-025-59032	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531B POC: JOHN N. BUTTO 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2594; FAX: (202) 781-4648 E-mail: john.butto@navy.mil		CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE OAYP7			9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		
FACILITY CODE			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 extended, ☐ is not extended.
Offers 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 of 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 attached.


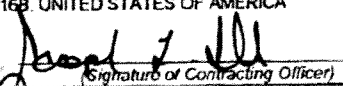
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,
IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(✓)	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:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties

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 ATTACHED)

15A. NAME AND TITLE OF SIGNER (Type or Print) JEAN K. DONALDSON CONTRACTS MANAGER RAYTHEON COMPANY		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 17 March 2006	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 03/17/06
NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53.	

N00024-05-C-5346

P00008

Page 2 of 3

The purpose of this modification to Contract N00024-05-C-5346 is to provide funding in the amount of [REDACTED] for CLINs 0003, 0005 and 0006. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. **SECTION F – DELIVERIES OR PERFORMANCE**, Item 0003 is revised as follows:

[REDACTED]

[REDACTED]

2. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS**, under H-2 **NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005 and 0006), items 0005 and 0006 are revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0003	[REDACTED]		
0005			
0006			

3. Under **SECTION I – CONTRACT CLAUSES**, Under **SECTION I-2, CLAUSES INCORPORATED BY FULL TEXT**, the following changes are made:

- a. Under **52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR 1984)**, paragraphs (a) and (b) are revised as follows:

Delete:

Add:

[REDACTED]

N00024-05-C-5346

P00008

Page 3 of 3

- b. Under **252.217-7027 CONTRACT DEFINITIZATION (OCT 1998)**, is revised as follows



4.



<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
-------------	---------------	----------------------

0001

0003

0005

0006



5. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00009		3. EFFECTIVE DATE See Block 16c		4. REQUISITION/PURCHASE REQ. NO. N00024-06-MR-59043	
5. PROJECT NO. (If applicable) 06-500-59043		6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilk@navy.mil			
7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		CODE S2205A			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876				9A. AMENDMENT OF SOLICITATION NO.	
TIN No: 95-1778500 DUNS: 174786913				9B. DATED (SEE ITEM 11)	
CODE QAYP7 FACILITY CODE				10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				10B. DATED (SEE ITEM 13) 25 May 2005	
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers 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 of 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 attached.					
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.				
X	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:				
X	D. OTHER (Specify type of modification and authority) Unilateral Modification Pursuant B-10 Determination of Award Fee				
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>2</u> copies to the issuing office.					
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)					

(SEE ATTACHED)

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 of print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 17 Mar 2006
(Signature of person authorized to sign)			

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 DFR) 53.

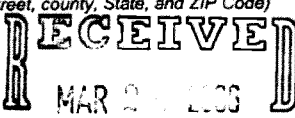

The purpose of this modification to Contract N00024-05-C-5346 is to 1) make an administrative change for an error appearing in P00007 and 2) add third period award fee events. Accordingly, the contract is modified as follows:

1. In P00007, page 3 header, make the following change

FROM: "P00006"

TO: "P00007"

2. Under **Section B – Supplies or Services, CLAUSE B-10 DETERMINATION OF AWARD FEE**, the attached third period award fee events are hereby incorporated.
3. This modification results in no change to current contract schedules.
4. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 10
2. AMENDMENT/MODIFICATION NO. PZ0010	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59042	5. PROJECT NO. (If applicable) 06-500-59042	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilc@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901 CODE S2205A		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7		<div style="text-align: center;">  </div> 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		
FACILITY CODE		BY: 		

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 extended, ☐ is not extended.

Offers 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 of 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 attached.

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

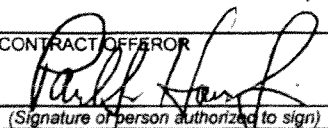
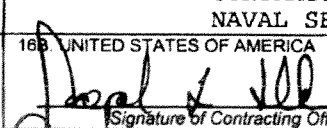
(✓)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement of the Parties
	D. OTHER (Specify type of modification and authority)

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 ATTACHED)

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 of print) PAUL S. HOVSEPIAN VICE PRESIDENT, IDS CONTRACTS		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) Joseph L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT OFFICER  (Signature of person authorized to sign)	15C. DATE SIGNED 3/23/06	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 28 Mar 2006

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 DFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to a) definitize letter contract N00024-05-C-5346 and to b) provide funding for CLINs 0003, 0005 and 0006 in the amount of

Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Under **SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS**

a. Delete Items 0001, 0003, 0005, 0006, 0007, and 0009 and replace with the following:

<u>ITEM</u>	<u>SUPPLIES/SERVICES</u>	<u>Quantity</u>	<u>Costs</u>	<u>Amount</u>
0001	DD(X) First Ship Advance Procurement (FY 05) (SCN)		Estimated Cost FCCM Base Fee Award Fee Total	
0003	DD(X) Advance Procurement			
0003AA	DD(X) Advance Procurement (FY 06) (See Note A) (SCN)		Estimated Cost FCCM Base Fee Award Fee Total	
0003AB	DD(X) Advance Procurement (FY 06) (See Note A) (SCN)		Estimated Cost FCCM Base Fee Award Fee Total	
0003AC	OPTION - Advanced Ship Procurement (FY 07) (See Note A) (SCN)		Estimated Cost FCCM Base Fee Award Fee Total	

0005	DD(X) System Development CLIN 0005 RDT&E Funds		Estimated Cost FCCM Base Fee Award Fee Total	
0006	Total Ship System Software Development CLIN 0006 RDT&E Funds		Estimated Cost FCCM Base Fee Award Fee Total	
0007	Option - DD(X) Total Ship Mission System PRR (FY07) (See Note A) (SCN)		Estimated Cost FCCM Base Fee Award Fee Total	
0009	Option - Engineering Services (Level of Effort) (See Note A) (RDT&E)		Ceiling Price	

- b. Under paragraph **B-1 OPTION EXTEND THE TERM OF THE CONTRACT**, delete Item 0007 and replace with the following:

<u>Item</u>	<u>Latest Option Exercise Date</u>
0003AC	
0007	

- c. Paragraph **B-3 LETTER CONTRACT (COST) (NAVSEA) (MAY 1993)** is deleted in its entirety and replaced with the following:

"B-3 Reserved"

- d. Under paragraph **B-6 PAYMENTS OF FEE(S) (COMPLETION) (NAVSEA) (MAY 1993) (Applicable to Items 0001-0009)**, delete paragraph (b) and replace with the following:

"(b) The Government shall make payments to the Contractor, subject to and in accordance with the clause in this contract entitled "FIXED FEE" (FAR 52.216-8) or INCENTIVE FEE", (FAR 52.216-10), as applicable. Such payments shall be equal to [REDACTED] for CLIN 0001, [REDACTED] for CLIN 0003AA, [REDACTED] for CLIN 0003AB, [REDACTED] for OPTION ITEM 0003AC, [REDACTED] for CLIN 0005, [REDACTED] for CLIN 0006, [REDACTED] for OPTION ITEM 0007, and [REDACTED] for OPTION ITEM 0009 of the allowable cost of each invoice submitted by and payable to the Contractor pursuant to the clause of this contract entitled "ALLOWABLE COST AND PAYMENT" (FAR 52.216-7), subject to the withholding terms and conditions of the "FIXED FEE" or "INCENTIVE FEE" clause, as applicable [REDACTED]

Total fee(s) paid to the Contractor shall not exceed the fee amount(s) set forth in this contract."

- e. Paragraph **B-10 DETERMINATION OF AWARD FEE** is deleted in its entirety and replaced with the attached **B-10 DETERMINATION OF AWARD FEE**.

2. Under **SECTION C – DESCRIPTION/SPECIFICATION/WORK STATEMENT**

Delete Statement of Work (SOW) and replace with the attached revised SOW.

3. Under **Section E -Inspection and Acceptance**

Delete **Section E** in its entirety and replace with the Section E attached hereto.

4. Under **SECTION F – DELIVERIES OR PERFORMANCE**,

Delete **Section F** in its entirety and replace with the Section F attached hereto.

5. Under **Section G – CONTRACT ADMINISTRATION DATA**, under CONTRACTING OFFICER'S REPRESENTATIVE, make the following change:

FROM: "CLIN 0009

CDR Dilip Ghate"

TO: "CLIN 0009 CDR Dilip Ghate
OR
Dana Horvath
Telephone No. 202/781-2619
E-mail address: dana.horvath@navy.mil"

6. Under **SECTION H – SPECIAL CONTRACT REQUIREMENTS**

- a. Under **H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005 and 0006), Items 0005 and 0006 are revised as follows:

<u>Item</u>	<u>Estimated Cost</u>	<u>Base Fee</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0005				
0006				

(c) CLINs/SLINs 0001, 0003AA, and 0003AB 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.

- b. Under **SECTION H**, add the following six clauses:

i. **"H-10 NOTIFICATION OF MAJOR SUBCONTRACT (FEB 2006)**

- (a) Definitions, As used in this clause -

"Major Subcontract" means any contract, as defined in FAR Subpart 2.1, entered into by a subcontractor to furnish supplies or services for performance of the prime contract in an amount of [REDACTED]. It includes, but is not limited to, purchase orders, and changes and modifications to purchase orders.

- (b) The Contractor shall notify the Contracting Officer reasonably in advance of placing any major subcontract or any modification of a major subcontract that adjusts the subcontract value by any amount greater than [REDACTED].

The notification shall include the following information:

- (i) A description of the supplies and services to be subcontracted.
- (ii) Identification of the type of subcontract to be used.
- (iii) Identification of the proposed subcontractor.
- (iv) The proposed subcontract price, which includes labor hours, cost, base fee, and award fee, per Contract Line Item (CLIN)."

ii. **"H-11 ORGANIZATIONAL CONFLICT OF INTEREST (MODIFIED)
(NAVSEA)(FEB 2006)**

(a) "Organizational Conflict of Interest" means that because of other activities or relationships with other persons, a person is unable or potentially unable to render impartial assistance or advice to the Government, or the person's objectivity in performing the contract work is or might be otherwise impaired, or a person has an unfair competitive advantage. "Person" as used herein includes Corporations, Partnerships, Joint Ventures, and other business enterprises.

(b) To the best of its knowledge and belief, the Contractor has identified and made known to the Government all known Organizational Conflicts of Interest at the time of contract definitization. The Contractor represents that it will act in good faith and take reasonable steps to identify and make known in writing to the Contracting Officer, Organizational Conflicts of Interest (hereinafter referred to as "OCI") as that term is used in FAR Subpart 9.5 that may arise prior to definitization and during the performance of the definitized contract. Full disclosure, including a description of the OCI, shall be made in writing to the Contracting Officer within fourteen (14) days. The Contracting Officer will provide the Contractor its determination within thirty (30) days and shall request a specific mitigation plan or a request for a waiver of the OCI (in accordance with FAR 9.503). Should the Contracting Officer identify an OCI that has not been previously identified, the Contracting Officer shall request, and the Contractor shall provide for Contracting Officer approval, a specific mitigation plan, if required. The Contracting Officer's decision as to the existence or nonexistence of an OCI, approval of a mitigation plan or waiver of a particular OCI under this contract shall be final.

(c) The Contractor acknowledges that this contract is subject to the provisions of FAR 9.5, and further, the Contractor acknowledges that the OCI provisions in FAR 9.5, if applicable, may affect, if not properly mitigated, the right of the Contractor to participate in future procurement of equipment and/or services that are the subject of work under this contract.

(d) The Contractor agrees to abide by the provisions of FAR 9.505-4 and will implement appropriate procedures for the proper handling and protection of Proprietary and/or Competition Sensitive information.

(e) The Contractor shall notify the Contracting Officer, in writing, when it becomes known that the Contractor has been tasked to evaluate or advise the Government concerning its own products, services, or activities or those of a competitor developed under this contract so that appropriate measures can be taken to mitigate any potential for an OCI.

(f) The rights and remedies described herein shall not be exclusive and are in addition to other rights and remedies provided by law or elsewhere included in this contract.

(g) Compliance with the provisions of this clause is a material requirement of this contract.

(h) The Contractor shall include the provisions of this clause in subcontracts of any tier which involve access to information or situations/conditions covered by the preceding paragraphs, substituting "subcontractor" for "contractor" where appropriate."

iii. **"H-12 Data Rights Assertions**

The definitized contract contains a J-27 attachment entitled Data Rights and Patent Rights Agreement which purports to identify all noncommercial Computer Software (CS), and Computer Software Documentation (CSD) and Technical Data (TD) that Raytheon and its subcontractors assert should be delivered with other than unlimited rights as required by DFARS 252.227-7017.

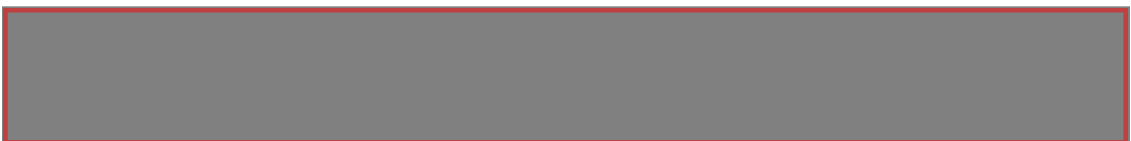
J-27 also identifies as required by DFARS 252.227-7028, noncommercial CS, CSD and TD that Raytheon and its subcontractors assert should be delivered with other than unlimited rights that Raytheon and its subcontractors assert are identical or substantially similar to CS or CSD that Raytheon or its subcontractors have delivered to, or are obligated to deliver to, the Government under other Government contracts or subcontracts.

Additionally J-27 identifies all commercial TD, CS and CSD that Raytheon and its subcontractors assert should be delivered with other than unlimited rights.

Lastly, J-27 includes Background Inventions--Identification and Licensing which Raytheon asserts includes all background inventions in which Raytheon including its subcontractors or suppliers, or potential subcontractors or suppliers, at any tier) (1) has any right, title, or interest; and (2) proposes to incorporate into in any items, components, or processes (ICP) to be developed or delivered, or that will be described or disclosed in any TD, CS, or CSD to be developed or delivered, under the resulting contract.

The parties agree that the inclusion of J-27 in the definitized contract shall not prevent, limit or otherwise affect the Government's rights relating to such assertions including, but not limited to the right to challenge the validity of such assertions and any and all related markings as well as taking and other actions available to the Government under the contract or pursuant law or regulation."

iv. **"H-13 Facilities Capital Cost of Money Allowable Cost**



v. **“H-14 Total Ship Computing Environment Integration Software Development Facilitation”**



vi. **“H-15 Accounting regarding 0003AA and 0003AB**

The CLIN 0003 work scope, Integrated Baseline Review, Earned Value Management System reporting, and Award Fee evaluations will be managed and reported at the CLIN level. For purposes of invoicing, however, CLIN 0003 will be invoiced on a pro rata basis determined by the funding available at the SLIN level. Option 0003AC, if exercised, will be evaluated separately in its designated period for Award Fee from the combined 0003AA and 0003AB per B-10 Determination of Award Fee.”

7. Under **SECTION I – CONTRACT CLAUSES**, under **Section I-1, CLAUSES INCORPORATED BY REFERENCE**, make the following change

- a. Delete clause 252.227.7030 Technical Data - Withholding of Payment (Mar 2000)

8. Under **SECTION I – CONTRACT CLAUSES**, under **SECTION I-2, CLAUSES INCORPORATED BY FULL TEXT**, make the following changes:

- a. Delete FAR 52.216-24, Limitation of Government Liability (Apr 1984).
- b. Replace FAR 52.244-2 Subcontracts (Aug 1998), Alternate 1 (Aug 1998) with FAR 52.244-2 Subcontracts (AUG 1998), Alternate 1 (JAN 2006)
- c. Delete 252.217-7027 CONTRACT DEFINITIZATION (OCT 1998).
- d. Add the following clause in full text:

“252.227-7027 Deferred Ordering of Technical Data or Computer Software (AUG 1988)

In addition to technical data or computer software specified elsewhere in this contract to be delivered hereunder, the Government may, at any time during the performance of this contract or within a period of three (3) years after acceptance of all items (other than technical data or computer software) to be delivered under this contract or the termination of this contract, order any technical data or computer software generated in the performance of this contract or any subcontract hereunder. When the technical data or computer software is ordered, the Contractor shall be compensated for converting the data or computer software into the prescribed form, for reproduction and delivery.* The obligation to deliver the technical data of a subcontractor and pertaining to an item

obtained from him shall expire three (3) years after the date the Contractor accepts the last delivery of that item from that subcontractor under this contract. The Government's rights to use said data or computer software shall be pursuant to the "Rights in Technical Data and Computer Software" clause of this contract.**

* The Government shall reimburse the Contractor for all costs associated in fulfilling any deferred order of technical data or computer software.

**Pursuant to the Rights in Technical Data and Computer Software clause of this contract, the Contractor reserves the right to identify other assertions in addition to the assertions made in the attachment to this contract."

e. Add the following clause in full text:

"252.227.7030 Technical Data - Withholding of Payment (Mar 2000)

a) If technical data specified to be delivered under this contract, is not delivered within the time specified by this contract or is deficient upon delivery (including having restrictive markings not identified in the list described in the clause at 252.227-7013(e)(2) or 252.227-7018(e)(2) of this contract), the Contracting Officer may until such data is accepted by the Government, withhold payment to the Contractor of [REDACTED] of the total contract price or amount unless a lesser withholding is specified in the contract.* Payments shall not be withheld nor any other action taken pursuant to this paragraph when the Contractor's failure to make timely delivery or to deliver such data without deficiencies arises out of causes beyond the control and without the fault or negligence of the Contractor.

(b) The withholding of any amount or subsequent payment to the Contractor shall not be construed as a waiver of any rights accruing to the Government under this contract.



8. Under SECTION J – LIST OF ATTACHMENTS

- a. Delete Section J List of Attachments in its entirety and replace with the revised Section J - List of Attachments.
- b. The following six (6) J-attachments are updated with the respective attachments attached hereto to PZ0010:
 - i. J-3 Contract Data Requirement List
 - ii. J-5 Master Certification Agreement
 - iii. J-16 Government Furnished Equipment and Government Furnished Information Schedule
 - iv. J-20 DD(X) Operational Requirements Document Delta Requirements

- v. J-27 Data Rights and Patent Rights Assertion
- vi. J-57 Mission Systems Equipment List

9. Funds in the amount of [REDACTED] are obligated to CLIN 0003AA, funds in the amount of [REDACTED] are obligated to CLIN 0003AB, funds in the amount of [REDACTED] are obligated to CLIN 0005, and funds in the amount of [REDACTED] are obligated to CLIN 0006 in accordance with the attached Financial Accounting Data (FAD) sheets. This modification increased the total amount of funds obligated to the contract by [REDACTED] from [REDACTED] to [REDACTED] and is reflected in the following revised obligation chart:

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001	[REDACTED]	[REDACTED]
0003AA		
0003AB		
0005		
0006		

10. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 9
2. AMENDMENT/MODIFICATION NO. P00011		3. EFFECTIVE DATE 01OCT2005	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59037	5. PROJECT NO. (If applicable) 06-500-59037
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: R. STEFFEY 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: richard.steffey@navy.mil		CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901 CODE S2205A	
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 184724797 CODE QAYP7 FACILITY CODE			9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005	
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 extended, ☐ is not extended.

Offers 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 of 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 attached.

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:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties and FAR 52.243-2 Changes - Cost Reimbursement

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 ATTACHED)

RECEIVED

BY: *[Signature]*

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) Gino Lattanzi Contracts Manager - Raytheon		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) R. STEFFEY, LCDR, SC CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFER NO. <i>[Signature]</i> (Signature of person authorized to sign)	15C. DATE SIGNED May 30, 2006	16B. UNITED STATES OF AMERICA <i>[Signature]</i> (Signature of Contracting Officer)	16C. DATE SIGNED 30 MAY 2006

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

The purpose of this modification to contract N00024-05-C-5346 is to revise the Section C - Statement of Work to add Open Architecture Track Manager Development, Integration, and Implementation; to establish and provide funding in the amount of [REDACTED] to CLIN 001101, [REDACTED] to CLIN 001201, and [REDACTED] to CLIN 001202; update Section E - Inspection and Acceptance, Section F - Deliveries or Performance, Section G - Contract Administration Data, and Section H Special Contract Requirements. Accordingly, contract N00024-05-C-5346 is hereby modified as follows:

1. SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS

a. ADD the following:

0011 DD(X) Open Architecture
Track Manager System Level
Documentation Update



Estimated Cost

FCCM
Base Fee
Award Fee
Total



001101 Update DD(X) System Level
Documentation (RDT&E)

0012 DD(X) Open Architecture
Track Manager (OATM)
Development, Integration,
and Implementation



Estimated Cost

FCCM
Base Fee
Award Fee
Total



001201 FY06 DD(X) OATM DI&I
(RDT&E)

001202 FY06 OATM Joint
Architecture Working Group
Support (RDT&E) SIAP Tier II

0013 (X) Open Architecture Track
Manager (OATM)
Development, Integration,
and Implementation Data

NSP

2. B-6 PAYMENTS OF FEE(S) (COMPLETION) (NAVSEA) (MAY 1993) (Applicable to Items 0001-0007, 0011-0012)

DELETE paragraph (b) and replace with the following:

“(b) The Government shall make payments to the Contractor, subject to and in accordance with the clause in this contract entitled “FIXED FEE” (FAR 52.216-8) or “INCENTIVE FEE”, (FAR 52.216-10), as applicable. Such payments shall be equal to [REDACTED] for CLIN 0001, [REDACTED] for CLIN 0003AA, [REDACTED] for CLIN 0003AB, [REDACTED] for OPTION ITEM 0003AC, [REDACTED] for CLIN 0005, [REDACTED] for CLIN 0006, [REDACTED] for OPTION ITEM 0007, [REDACTED] for OPTION ITEM 0009, [REDACTED] for CLIN 0011, and [REDACTED] for CLIN 0012 of the allowable cost of each invoice submitted by and payable to the Contractor pursuant to the clause of this contract entitled “ALLOWABLE COST AND PAYMENT” (FAR 52.216-7), subject to the withholding terms and conditions of the “FIXED FEE” or “INCENTIVE FEE” clause, as applicable [REDACTED] Total fee(s) paid to the Contractor shall not exceed the fee amount(s) set forth in this contract.”

3. B-10 DETERMINATION OF AWARD FEE

DELETE B-10 DETERMINATION OF AWARD FEE in its entirety, and replace with the attached B-10 DETERMINATION OF AWARD FEE.

4. SECTION C – DESCRIPTION/SPECIFICATION/WORK STATEMENT, PART 1 – CONTRACT LINE ITEM DESCRIPTION, add the following:

“ITEM 0011 Update DD(X) System Level Documentation

The Contractor shall update of DD(X) system level documentation including, System Architecture Description Document, Systems Models, and C2I Element Specification.

ITEM 0012 Open Architecture Track Manager (OATM) Development, Integration, and Implementation

1. The Contractor shall



- f. Update Integrated Master Schedule (IMS) with OATM development milestone.

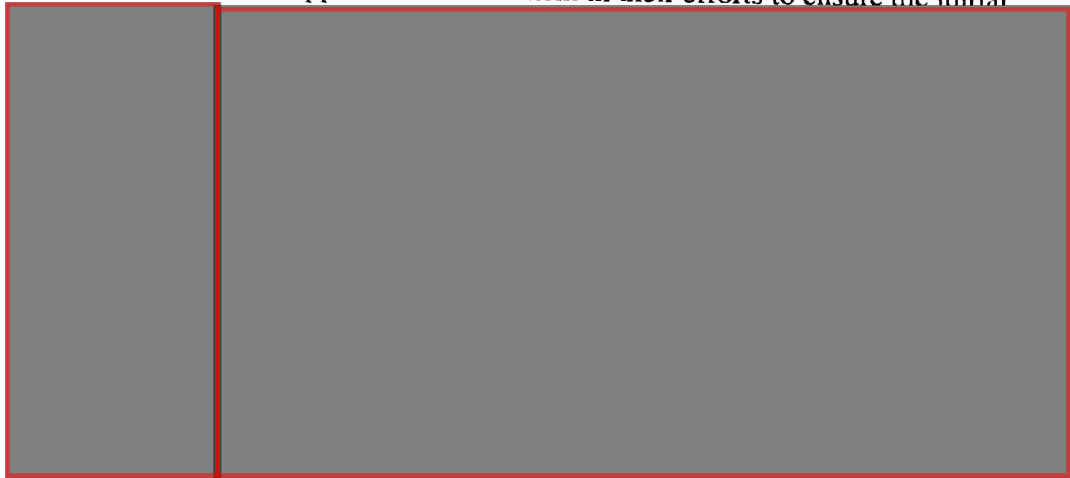
2. In addition to the



These new requirements are as follows:



3. The Contractor shall support the Government in their efforts to ensure the initial



4. [REDACTED]. The Contractor shall support IWS 6.0 [REDACTED]
[REDACTED]



e.

f.

g.

h.

i.

j.

k.

5. SECTION E – INSPECTION AND ACCEPTANCE

DELETE the contents of **SECTION E** in its entirety.

ADD:

Items 0001, 0003AA, 0003AB, 0005, 0006 and 0011, and 0012 (and if option is exercised Items 0002, 0003AC, 0007 and 0009) - Inspection and acceptance of hardware shall be made at source by a representative of the cognizant Contract Administration Office via DD 250. Inspection and acceptance of services shall be made at destination by the Contracting Officer's Representative (COR) or a designated representative of the Government via Certificate of Completion.

Item 0008 (and if option is exercised Item 0010) - Inspection and acceptance of all data listed in Attachment J-3 to the contract shall be made by the DD(X) Program Office, PMS 500. Contract Data Requirement List (CDRL) Items requiring approval are specified accordingly in Attachment J-3. For CDRL Items that require an expressed approval, PMS 500 will assess the quality of the CDRL Item and provide the Contractor with a summary of any Government concerns (or notify the Contractor that no concerns exist) within 30 days after receipt of the CDRL. The Contractor shall amend the deliverable to address the Government's concerns (if

any) within 30 days after receipt of the Government's assessment, or within an alternate timeframe as agreed to by PMS 500

6. SECTION F – DELIVERIES OR PERFORMANCE

DELETE the contents of **SECTION F** in its entirety.

ADD:

Item 0001 - The contractor shall perform the work described in Section C from the date of contract award through [REDACTED]

Item 0002 - Reserved

Item 0003AA - The contractor shall perform the work described in Section C from the date of [REDACTED] For funding provided for ITEM 0003AA in P00006, P00007, and P00008, the period of performance is through [REDACTED] and the level of performance associated with this P00006, P00007, and P00008 funding shall be [REDACTED]

Item 0003AB - The contractor shall perform the work described in Section C from the effective date of PZ0010 through [REDACTED]

Item 0003AC - The contractor shall perform the work described in Section C from the date of option exercise through [REDACTED]

Item 0004 – Reserved

Item 0005 - The contractor shall perform the work described in Section C from the date of contract award through [REDACTED] The period of performance for CLIN 000501 is through [REDACTED] The period of performance for CLIN 000502 is through [REDACTED]

Item 0006 - The contractor shall perform the work described in Section C from the date of contract award through [REDACTED] The period of performance for CLIN 000601 is through [REDACTED] The period of performance for CLIN 000602 is through [REDACTED]

Item 0007 - The contractor shall perform the work described in Section C from the date of option exercise through [REDACTED]

Item 0008 –All data to be furnished under this contract shall be delivered prepaid to the destination(s) and at the time(s) specified on the Contract Data Requirements List(s).

Item 0009 - The Contractor shall perform the work described in SECTION C, at the level of effort specified in SECTION B, beginning from the effective date of the option exercise extending through [REDACTED]

Item 00010 - All data to be furnished under this contract shall be delivered prepaid to the destination(s) and at the time(s) specified on the Contract Data Requirements List(s).

Item 0011 - The contractor shall perform the work described in Section C from [REDACTED]

Item 0012 - The contractor shall perform the work described in Section C from [REDACTED]

Item 00013 - All data to be furnished under this contract shall be delivered prepaid to the destination(s) and at the time(s) specified on the Contract Data Requirements List(s).

CLAUSES INCORPORATED BY REFERENCE

FAR SOURCE TITLE AND DATE

52.242-15 Stop-Work Order (Aug 1989)

52.247-65 F.O.B. Origin, Prepaid Freight—Small Package Shipments
(Jan 1991)

7. Section G – CONTRACT ADMINISTRATION DATA

a. Under CONTRACTING OFFICER'S REPRESENTATIVE:

ADD:

CLIN 0011: CDR Timothy Kelly
Future Warfare Systems Engineer (PEO IWS)
(202) 781-3533
timothy.kelly@navy.mil

CLIN 0012: CDR Timothy Kelly
Future Warfare Systems Engineer (PEO IWS)
(202) 781-3533
timothy.kelly@navy.mil

8. SECTION H – SPECIAL CONTRACT REQUIREMENTS**a. DELETE:**

H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993) (Applicable to Items 0005 and 0006) in its entirety:

b. ADD:

H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993) (Applicable to Items 0005, 0006, 0011, and 0012):

<u>Item</u>	<u>Estimated Cost</u>	<u>Base Fee</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0005				
0006				
001101				
001201				
001202				

(c) CLINs/SLINs 0001, 0003AA, and 0003AB 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.

9. Funds in the amount of [REDACTED] are obligated to CLIN 001101, funds in the amount of [REDACTED] are obligated to CLIN 001201, and funds in the amount of [REDACTED] are obligated to CLIN 001202 in accordance with the attached Financial Accounting Data (FAD) sheets. This modification increased the total amount of funds obligated to the contract by [REDACTED] from [REDACTED] and is reflected in the following revised obligation chart:

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0003AA		
0003AB		
0005		
0006		
0009		
001101		
001201		
001202		

10. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. P00012	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59038	5. PROJECT NO. (If applicable) 06-500-59038	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02516B1 POC: John N. Butto 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: john.butto@navy.mil		CCDE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901 CODE S2205A	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 184724797 CODE 0AYP7 FACILITY CODE			9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005	
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 extended, ☐ is not extended.

Offers 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 of 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 attached.

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

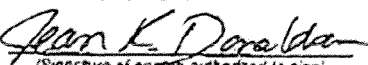
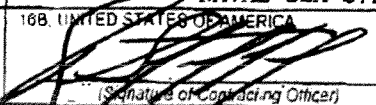
(✓)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties

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 ATTACHED)

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) JEAN K. DONALDSON CONTRACTS MANAGER RAYTHEON COMPANY		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) R. STEFFEY CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 6 April 2006	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 06 APR 2006

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.

N00024-05-C-5346

P00012

Page 2 of 4

The purpose of this modification to Contract N00024-05-C-5346 is to exercise and partially fund Option Item 0009: - Engineering Services (Level of Effort) and revised the 2nd period Award Fee events.

1. Pursuant to FAR 52.217-9, "OPTION TO EXERCISE THE TERM OF THE CONTRACT (Mar 2000), the Government hereby exercises Option Item 0009 at the ceiling price of [REDACTED] set forth in Section B of the contract. The Contractor is not authorized to perform any work under CLIN 0009 until a Technical Instruction is issued by the COR in accordance with NAVSEA 5252.242-9115 Technical Instructions (APR 1999) of Section H.
2. The attached Financial Accounting Data (FAD) sheet provides partial funding for CLIN 0009 in the amount of [REDACTED]. The Contractor is not authorized to perform any work under CLIN 0009 until a Technical Instruction is issued by the COR in accordance with NAVSEA 5252.242-9115 Technical Instructions (APR 1999) of Section H.
3. Under SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS, the following changes apply:
 - a)

0009	FROM:		
	Option - Engineering Services (Level of Effort) (See Note A) (RDT&E)	[REDACTED]	
		Ceiling Price	[REDACTED]
 - b)

0009	TO:		
	Engineering Services (Level of Effort) (See Note A) (RDT&E)	[REDACTED]	
		Ceiling Price	[REDACTED]
 - b) Under paragraph B-6 PAYMENTS OF FEE(S) (COMPLETION) (NAVSEA) (MAY 1993), make the following change from "OPTION ITEM 0009" to "ITEM 0009" wherever "OPTION ITEM 0009" appears.

N00024-05-C-5346

P00012

Page 3 of 4

c) Under B-10 DETERMINATION OF AWARD FEE,

- i. Replace Second Period Events, Associated Potential Award Fee, Award Fee Evaluation Criteria and Value in its entirety with the attached.

4. Under Section H – SPECIAL CONTRACT REQUIREMENTS, make the following changes:

- a) FROM: “H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS –
ALTERNATE I (MAY 1993) (Applicable to Items 0005 and 0006)”

TO: “H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS –
ALTERNATE I (MAY 1993) (Applicable to Items 0005, 0006, 0009, 0011,
and 0012)”

- b) Under H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS –
ALTERNATE I (MAY 1993) (Applicable to Items 0005, 0006, 0009, 0011,
and 0012), add the following:

<u>Item</u>	<u>Estimated Cost</u>	<u>Base Fee</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
000901				

4. Funds in the amount of [REDACTED] are obligated to CLIN 0009, funds in the amount in accordance with the attached Financial Accounting Data (FAD) sheets. This modification increased the total amount of funds obligated to the contract by [REDACTED] from [REDACTED] and is reflected in the following revised obligation chart:

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001		
0003AA		
0003AB		
0005		
0006		
000901		
001101		
001201		
001202		

N00024-05-C-6346

P00012

Page 4 of 4

5. This modification results in no change to current contract schedules.

Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. P00013		3. EFFECTIVE DATE See Block 16c		4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59052	
5. PROJECT NO. (If applicable) 06-025-59052		6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02516B1 POC: John N. Butto 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: john.butto@navy.mil		7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		FACILITY CODE	
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 extended, ☐ is not extended.

Offers 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 of 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 attached.

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.
X	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 ☒ 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 ATTACHED)

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 of print)		18A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print)	
		JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR	15C. DATE SIGNED	18B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Officer)	18 Apr 2006

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 DFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is 1) to change the funding of the Financial Accounting Data Sheets in the CLINSLIN structure for P00006, P00007, and P00008 due to the definitization mod PZ0010 and 2) to correct an administrative error appearing in P00012. Accordingly, the contract is modified as follows:

1. Funding provided at the CLIN 0003 level in P00006 [REDACTED], 000301 level in P00007 [REDACTED], and 000301 level in P00008 [REDACTED] is hereby decommitted in the total sum of [REDACTED].

2. Funding in the amount of [REDACTED] is hereby provided to ITEM 0003AA with the attached Financial Accounting Data Sheet.

3. In P00012, paragraph 4 is revised to read as follows:

“4. Funds in the amount of \$ [REDACTED] are obligated to CLIN 0009, funds in the amount in accordance with the attached Financial Accounting Data (FAD) sheets. This modification increased the total amount of funds obligated to the contract by [REDACTED] from [REDACTED] and is reflected in the following revised obligation chart:

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001	[REDACTED]	[REDACTED]
0003AA		
0003AB		
0005		
0006		
0009		
001101		
001201		
001202		

4. The total amount of the contract is unchanged by this modification

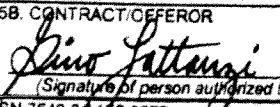
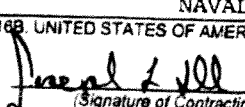
5. This modification results in no change to current contract schedules.

Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE		PAGE OF PAGES 1 2		
2. AMENDMENT/MODIFICATION NO. P00014		3. EFFECTIVE DATE See Block 16c		4. REQUISITION/PURCHASE REQ. NO. N00024-08-MR-590055		5. PROJECT NO. (If applicable) 05-025-59055	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilk@navy.mil		CODE N00024		7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		CODE S2205A	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7 FACILITY CODE				(V)		9A. AMENDMENT OF SOLICITATION NO.	
						9B. DATED (SEE ITEM 11)	
						10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346	
				✓		10B. DATED (SEE ITEM 13) 25 May 2005	
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 Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers 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 of 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 attached.							
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: X D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> 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 ATTACHED)

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) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED May 17, 2006	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 05/18/2006

NSN 7540-01-432-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to reduce the contract value by [REDACTED] for CLIN 0006. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Under **SECTION B – SUPPLIES OR SERVICES AND PRICES/COSTS**, Item 0006 is revised as follows:

FROM:

<u>Item</u>	<u>Supplies/Services</u>	<u>Qty</u>	<u>Costs</u>	<u>Amount</u>
0006	Total Ship System Software Development (RDT&E)	[REDACTED]	Estimated Cost FCCM Base Fee Award Fee Total	[REDACTED]

TO:

<u>Item</u>	<u>Supplies/Services</u>	<u>Qty</u>	<u>Costs</u>	<u>Amount</u>
0006	Total Ship System Software Development (RDT&E)	[REDACTED]	Estimated Cost FCCM Base Fee Award Fee Total	[REDACTED]

2. Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. P00015	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N00024-06-FR-59061	5. PROJECT NO. (If applicable) 05-025-59061
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilk@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than Item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901	CODE S2205A
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7 FACILITY CODE		(v)	9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005

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 extended, ☐ is not extended.
Offers 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 of 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 attached.


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

(v)	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.
X	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:
X	D. OTHER (Specify type of modification and authority) Determination of Fee

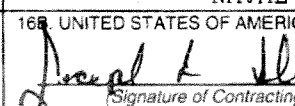
E. IMPORTANT: Contractor ☒ is not, ☐ is required to sign this document and return 2 copies to the issuing office.

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

(SEE ATTACHED)

RECEIVED
BY: 

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)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND	
15B. CONTRACT/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 05/25/2006

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 DFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is 1) to reduce the funding for CLIN 0001 as a result of definitization and 2) provide second period award fee funds in the amount of [REDACTED]. Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

1. Funding provided for CLIN 0001 in the basic contract is hereby decommitted in the amount of [REDACTED] with the attached Financial Accounting Data (FAD) sheets. This administrative change decreases the total amount of funds obligated to the contract by [REDACTED] from [REDACTED] and is reflected in the following revised obligation chart:

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001	\$	[REDACTED]
0003AA	\$	
0003AB	\$	
0005	\$	
0006	\$	
0009	\$	
1101	\$	
1201	\$	
1202	\$	

2. Pursuant to **CLAUSE B-10 DETERMINATION OF AWARD FEE**,

- A. The period and event award fee earned for the second award fee period, [REDACTED] is as follows:

CLIN	Potential Award Fee	Award Fee Earned	Percentage
0001	\$	[REDACTED]	
0003AA/AB*	\$		
0005	\$		
0006	\$		
Total	\$		

3. Under **H-2 NAVSEA 5252.232-9104 ALLOTMENT OF FUNDS – ALTERNATE I (MAY 1993)** (Applicable to Items 0005, 0006, 0009, 0011, and 0012), make the following revision to ITEM 0005 and ITEM 0006:

<u>Item</u>	<u>Estimated Cost</u>	<u>Base Fee</u>	<u>Award Fee</u>	<u>Estimated Period of Performance</u>
0005				
0006				

4. Funds in the amount of [REDACTED] are obligated to CLIN 0001, funds in the amount of [REDACTED] are obligated to CLIN 0003AA, funds in the amount of [REDACTED] are obligated to CLIN 0003AB, funds in the amount of [REDACTED] are obligated to CLIN 0005, funds in the amount of [REDACTED] are obligated to CLIN 0006 in accordance with the attached Financial Accounting Data (FAD) sheets. This modification increased the total amount of funds obligated to the contract by [REDACTED] (Per Paragraph 1 of this modification) to [REDACTED] and is reflected in the following revised obligation chart:

<u>Item</u>	<u>Amount</u>	<u>Appropriation</u>
0001	\$	
0003AA	\$	
0003AB	\$	
0005	\$	
0006	\$	
0009	\$	
1101	\$	
1201	\$	
1202	\$	

Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00016	3. EFFECTIVE DATE See Block 16c	4. REQUISITION/PURCHASE REQ. NO. N00024-06-MR-59064	5. PROJECT NO. (If applicable) 05-025-59064	
6. ISSUED BY NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 781-2900; FAX: (202) 781-4651 E-mail: joseph.ilk@navy.mil	CODE N00024	7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876 TIN No: 95-1778500 DUNS: 174786913		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. N00024-05-C-5346 10B. DATED (SEE ITEM 13) 25 May 2005		
CODE 0AYP7	FACILITY CODE			

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 extended. ☐ is not extended.

Offers 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 of 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 attached.

**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:
X	D. OTHER (Specify type of modification and authority) Mutual Agreement of the Parties

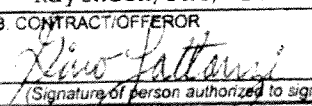
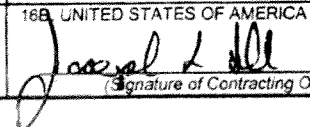
E. IMPORTANT: Contractor ☐ is not, ☒ is required to sign this document and return 2 copies to the issuing office.

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

(SEE ATTACHED)

RECEIVED

BY: 

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) Gino Lattanzi Contracts Manager Raytheon/FNC/DDG 1000	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) JOSEPH L. ILK CONTRACTING OFFICER NAVAL SEA SYSTEMS COMMAND
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED May 25, 2006
15D. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	15E. DATE SIGNED 05/31/06

NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 DFR) 53.

The purpose of this modification to Contract N00024-05-C-5346 is to reduce the contract value by [REDACTED] to CLIN 0006 due to a de-scope of work effort of the Computer Aided Classification software algorithm within In-Stride Min Avoidance under WBS 165200 Task: Acoustic Sensor Suite Element (ASSE), Total Ship System Engineering (TSSE.). Accordingly, the contract is modified as follows.

FROM:

0006 Total Ship System Software
Development
CLIN 0006 RDT&E Funds



Estimated Cost
FCCM
Base Fee
Award Fee
Total

**BY:**

0006 Total Ship System Software
Development
CLIN 0006 RDT&E Funds



Estimated Cost
FCCM
Base Fee
Award Fee
Total

**TO:**

0006 Total Ship System Software
Development
CLIN 0006 RDT&E Funds



Estimated Cost
FCCM
Base Fee
Award Fee
Total



Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.