			1. CONTRACT ID	CODE	PAGE	E DACEE
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT		- <del></del>	1	F PAGES
MENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE REQ. NO.	5. PROJECT NO.	(If applicable	
P00001	See Block 16C	N00024-05	-MR-65497	1	25-65497	r
ISSUED BY CODE	N00024	7. ADMINISTERED B	Y (If other than hem i		\$2205A	
NAVAL SEA SYSTEMS COMMAND			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	, 3002	SZZUDA	
SEA 025 POC: Andrew J. Creedon		DCMA RAYTH	EON COMPAN	1		
1333 ISAAC HULL AVE., SE		50 APPLE HIL	L DRIVE			
WASHINGTON NAVY YARD, DC 203		TEWKSBURY	MA 01876-090	1		
PHONE: (202) 781-2593; FAX: (202)	781-4651					
E-mail: Andrew.creedon@navy.mil						
NAME AND ADDRESS OF CONTRACTOR (No., s	treet, county, State, and ZIP Code)		(v) 9A. AMENO	MENT OF SOLICITA	TION NO.	
RAYTHEON COMPANY						
INTEGRATED DEFENSE SYSTEMS			98. DATED	(SEE ITEM 11)		
50 APPLE HILL DRIVE						
TEWKSBURY, MA 01876				CATION OF CONTI	RACT/ORDE	R NO.
				124-05-C-5346		
TIN No: 95-1778500 DUNS: 174786913 DE 0AYP7	FACILITY CODE			(SEE ITEM 13)		
		11/21/21/21/21	25 Ma	y 2005		
	HIS ITEM ONLY APPLIES TO					
The above numbered solicitation is amended	as set forth in Item 14. The hour ar	nd date specified for rece	ipt of Offers	is extended,	Is not	extended.
rs must acknowledge receipt of this amendment p	rior to the hour and date specified in	n the solicitation or as ar	nended, by one of the	following methods:		
	copies of the amendment; (b) E ce to the solicitation and amendm					
endment you desire to change an offer already sut d this amendment, and is received prior to the open	mmere, such change may be made	by telegram or letter, po	ovided each telegran	i or letter makes refe	rence to the	solicitation
ACCOUNTING AND APPROPRIATION DATA (# /						
See attached.						
13. THIS I	TEM APPLIES ONLY TO MOD	IFICATIONS OF COM	TRACTS/ORDER	9	***************************************	
IT MO	DIFIES THE CONTRACT/ORD	DER NO AS DESCRI	RED IN ITEM 14	•		
) A. THIS CHANGE ORDER IS ISSUED PU	RSUANT TO: (Specify authority) T	THE CHANGES SET FO	RTH IN ITEM 14 ARE	MADE IN THE CON	TRACT ORD	ER NO.
IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRACT	ORDER IS MODIFIED TO REFLEC	CT THE ADMINISTRATI	VE CHANGES (SINA	as changes in a sing		
date, etc.) SET FORTH INTERN 14, M	PRODUME TO THE AUTHORITY O	XF FAR 43.103(b)		са снанува из раунц	unice, appro	onation
C. THIS SUPPLEMENTAL AGREEMENT	S ENTERED INTO PURSUANT TO	DAUTHORITY OF:			***************************************	
D. OTHER (Specify type of modification at	od authority)					
Mutual Agreement of the Parties					·····	· · · · · · · · · · · · · · · · · · ·
MPORTANT: Contractor is not, X	is required to sign this document	and return 2 copies to	the issuing office.			
DESCRIPTION OF AMENDMENT/MODIFICATION	(Organized by UCF section heading	nas, includina solicitation	Contract subject met	or whom foreible t		
		-9-,		er mirere renaume.)		
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			<b>-</b>	•		
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apt as provided herein, all terms and conditions of the		, , , , , , , , , , , , , , , , , , ,		anoed and in full force		
A. NAME AND TITLE OF SIGNER (Type of print)		, , , , , , , , , , , , , , , , , , ,	anged, remains unch	anged and in full force COFFICER (Type or F	and effect.	
ept as provided herein, all terms and conditions of the NAME AND TITLE OF SIGNER (Type of print)  GAIL L. WELCH		or 10A, as heretolore ch	anged, remains unch	OFFICER (Type or I	and effect.	
GAIL L. WELCH		or 10A, as heretolore ch	anged, remains unch OF CONTRACTING JOSEPH L.	OFFICER (Type or I ILK	and effect. Print)	
I. NAME AND THE OF SIGNER (Type of print)		or 10A, as heretolore ch	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING	OFFICER (Type or F ILK G OFFICER	Print)	
GAIL L. WELCH  DIRECTOR DD(X) CONTRACTS	ne document referenced in Item 9A	or 10A, as heretolore ch 16A. NAME AND TITLE	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING NAVAL SEA	OFFICER (Type or F ILK G OFFICER SYSTEMS COMM	Print) (AND	
GAIL L. WELCH  DIRECTOR DD(X) CONTRACTS	ne document referenced in item 9A 15C. DATE SIGNED	or 10A, as heretolore ch	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING NAVAL SEA	OFFICER (Type or F ILK G OFFICER SYSTEMS COMM	Print)	
GAIL L. WELCH DIRECTOR DD(X) CONTRACTS	ne document referenced in item 9A 15C. DATE SIGNED	or 10A, as heretolore ch 16A. NAME AND TITLE	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING NAVAL SEA	ILK G OFFICER SYSTEMS COMP	MAND TE SIGNED	
GAIL L. WELCH DIRECTOR DD(X) CONTRACTS  CONTRACT/OFFEROR  (Signature of person authorized to sign)	ne document referenced in Item 9A	or 10A, as heretolore ch 16A. NAME AND TITLE 16B. UNITED STATES	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING NAVAL SEA	ILK G OFFICER SYSTEMS COMP	Print) (AND	<b>₽</b> S
GAIL L. WELCH  DIRECTOR DD(X) CONTRACTS  B/Couttract/offeror  (Signature of person authorized to sign)  N 7540-01-152-8070	ne document referenced in item 9A 15C. DATE SIGNED  FM AL 15, 2065	or 10A, as heretolore ch 16A. NAME AND TITLE 16B. UNITED STATES	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING NAVAL SEA OF AMERICA Contracting Officer)	ILK G OFFICER (Type or F ILK G OFFICER SYSTEMS COMP	MAND TE SIGNED	<b>∽</b> S
DIRECTOR DD(X) CONTRACTS  B/CONTRACT/OFFEROR  JULIAN	ne document referenced in item SA 15C. DATE SIGNED FULL (5, 2065 STANDAI	or 10A, as heretofore ch 16A. NAME AND TITLE 16B. UNITED STATES Signature of	anged, remains unch OF CONTRACTING JOSEPH L. CONTRACTING NAVAL SEA OF AMERICA Contracting Officer)	ILK G OFFICER (Type or F ILK G OFFICER SYSTEMS COMP	MAND TE SIGNED	es S

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:				
0005	DD(X) System Development CLIN 0005AA FY05 RDT&E Funds	Qty	NTE	
To:				
0005	DD(X) System Development	Qty	NTE	
	CLIN 0005 01 FY05 RDT&E Funds			

N00024-05-C-5346 P00001 Page 3 of 4

From	<b>:</b>			
0006	DD(X) System Development CLIN 0006AA FY05 RDT&E Funds	Qty	NTE	
To:				
0006	DD(X) System Development CLIN 0006 01 FY05 RDT&E Funds	<u>Qty</u>	<u>NTE</u>	
Under revised	SECTION F – DELIVERIES OR PERFOR d as follows:	MANCE,	Items 0005 ar	nd 0006 are
a.	ITEM 0005			
	Delete: "The period of performance for CLIN	0005AA is	through	
	Add: "The period of performance for CLIN 00	05 01 is tha	rough	
b.	ITEM 0006			
[	Delete: "The period of performance for CLIN (	0006AA is	through	
	Add: "The period of performance for CLIN 000	)6 ()1 ia +h-	ou al	

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

3.

"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.

•			1. CONTR	ACT ID C	ODE	PAGE C	F PAGES
0-0010174710	MINIODIEICATION OF	CONTRACT	1.000	u au i nu U	<del></del>	1	5
MENDMENT OF SOLICITATIO	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE RE	Q. NO.	5. PROJECT NO	. (If applicable	Θ)
MENDMENT/MODIFICATION NO.	See Block 16C	N00024-05			05-4	025-65503	
P00002		7. ADMINISTERED B			CODE	S2205A	
SUED BY CODE	N00024						
AVAL SEA SYSTEMS COMMAND		DCMA RAYTH	EON CO	MPANY			
EA 02531 POC: Joseph L. ILK 333 ISAAC HULL AVE., SE		50 APPLE HIL	L DRIVE				
VASHINGTON NAVY YARD, DC 203	76-0001	TEWKSBURY	, MA 018	76-0901			
HONE: (202) 781-2900; FAX: (202)	781-4651						
-mail: joseph.ilk@navy.mil							
			T (v)   9/	AMENIN	MENT OF SOLICIT	ATION NO.	
IAME AND ADDRESS OF CONTRACTOR (No.,	street, county, State, and ZIP Code)		HY "	. ,			
RAYTHEON COMPANY	ASAFTTE	m	91	3. DATED	(SEE ITEM 11)		
NTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE	MEGFFA	Aurania de la companya de la company					SER NO
TEWKSBURY, MA 01876	The A monne	and the second s	10		CATION OF CON		JER NO.
TEAL COOL	W AUD V Scool	School Control Control			)24-05-C-5346 ) (SEE ITEM 13)		
TIN No: 95-1778500 DUNS: 174786913			┦╭┃"		y 2005		
	FASILYTY CODE THIS ITEM ONLY APPLIES TO	AMENDMENTS OF	SOLICITA				
					is extended,	is	not extended
The above numbered solicitation is amende	ed as set forth in Item 14. The nour a	Hiti date specified to 10	amanded by	one of the	 following method	s:	
The above numbered solicitation is amended as must acknowledge receipt of this amendment	t prior to the hour and date specified	in the solicitation of as	amended, b	y dire or an			stade of (a) I
and returning	copies of the amendment; (b)	By acknowledging rece	ipt of this an	nendment	on each copy of th	e oner submi	MED AT TH
By completing Items 8 and 15, and returning	ence to the solicitation and amend	ment numbers. FAILU	NE OF TOO		TION OF YOUR	SEEER IF H	virtue of th
by completing items of and 15, and recently parate letter of telegram which includes a reference DESIGNATED FOR THE RECEIPT OF OR	FFERS PRIOR TO THE HOUR AN	D DATE SPECIFIED M	AY RESULT	in Rejec ch telegrai	m or letter makes	eference to t	he solicitation
		le by telegram or letter,	provided da				
nendment you desire to change an oner already of this amendment, and is received prior to the op ACCOUNTING AND APPROPRIATION DATA (	Gining Hour and Gate spe						
		OF O	ONTRACT	CIOPDE	96		
13. THIS	SITEM APPLIES ONLY TO MO MODIFIES THE CONTRACT/OR	DIFICATIONS OF C	RIBED IN I	TEM 14.	νο,		
IT M  A. THIS CHANGE ORDER IS ISSUED	DUPSHANT TO: (Specify authority)	THE CHANGES SET	ORTH IN IT	EM 14 AR	E MADE IN THE C	ONTRACT C	ORDER NO.
A. THIS CHANGE ORDER IS ISSUED IN ITEM 10A.	PORGONITI TO: (openin)y,						
B. THE ABOVE NUMBERED CONTRA	THE STREET TO BEE	ECT THE ADMINISTR	ATIVE CHAN	IGES (suc	h as changes in pa	ying office, a	ppropriation
date, etc.) SET FORTH IN ITEM 14  C. THIS SUPPLEMENTAL AGREEMENT	NT IS ENTERED INTO PURSUANT	TO AUTHORITY OF:					
X D. OTHER (Specify type of modification	n and authority)						
D. OTHER (Specify type of modification  Mutual Agreement of the Parties				- nr -			
. IMPORTANT: Contractor is not,	X is required to sign this docum	ent and return 2_copie	s to the issu	ing onice.	- Harristan faccibl	~ 1	
. IMPORTANT: Contractor IS ITOS, 4. DESCRIPTION OF AMENDMENT/MODIFICAT	ON (Organized by UCF section hea	dings, including solicita	tion/contract	t subject m	atter where leasibl	<i>в.)</i>	
4. DESCRIPTION OF TWEE TENE							
	(SEE	ATTACHED)				,	
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paga sa manang mangganggan na pagganggan na pagganggan na pagganggan na pagganggan na pagganggan na pagganggan		a vitologia i kantang kathologia (kilang kantang kathologia).					
		a OA or 10A as haratefe	re changed.	remains u	nchanged and in fu	ill force and e	effect.
Except as provided herein, all terms and condition	is of the document referenced in Item	16A. NAME AND	TITLE OF C	ONTRAC	TING OFFICER (T)	rpe or Print)	
15A. NAME AND TITLE OF SIGNER (Type of prin GALL, WELCH	нg			SEPH L			
		100	CON	ITRACT	ING OFFICE	IR .	
DIRECTOR DD(X) CONTRACTS			NAV	AL SE	A SYSTEMS	COMMANI	D
	15C, DATE SIGNED	16B, UNITED ST				16C. DATE S	IGNED
158 CONTRACT/OFFEROR	TIO. DATE STORES	1 . 1	/ 10		and the second s	1	-
E) We Well	No 6 27 200	لهنملا ال	ture of Cont	JL notion	hori	07/29	yos
(Signature of person authorized to sign)	Tr True	- Signa	nure or Com	racetty Ulli	STANDAR	D FROM 30	(REV. 10-83
NSN 7540-01-157-8070	$\bigcup$ I	<b>V</b>			Prescribed	by GSA	-
PREVIOUS EDITION UNUSABLE	~				FAR (48 0	FR) 53.	

(Signature of person authorized NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE

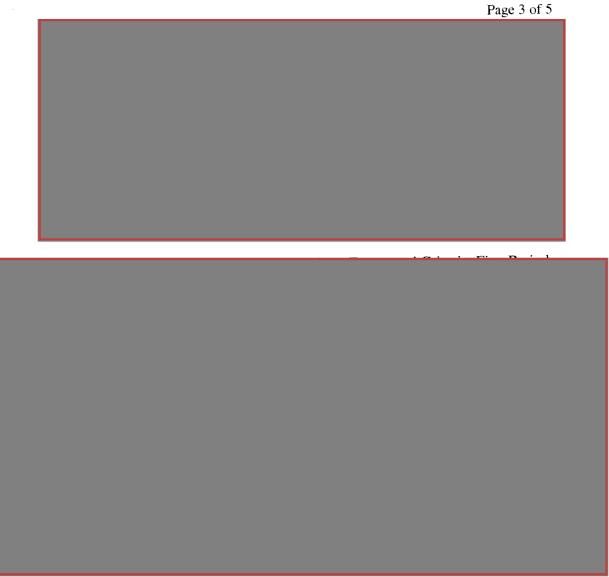
The purpose of this modification to Contract N00024-05-C-5346 is to make an administrative
to CLIN 0005.
Change and Diffying auditional funding in the amount of
Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:

- 1. On the SF-26, the rating for the contract is "DO-A3".
- 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:			
To:			
Increase:			

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





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:

Item	Estimated  Cost	Award Fee	Estimated Period of Performance
005			

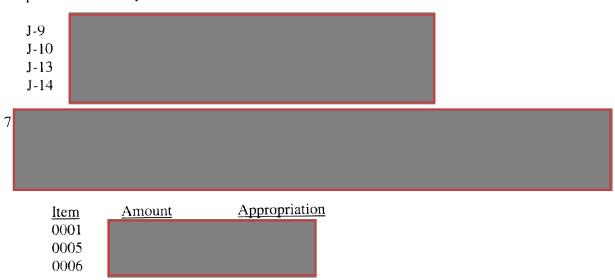
b. Under H-5 NAVSEA 5252.245-9106 FACILITIES TO BE GOVERNMENT FURNISHED (COST-REIMBURSEMENT) (SEP 1990), under paragraph b add the following:

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:



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



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

			1. CONTRACT ID C	ODE	PAGE	OF PAGES
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT			1	5
AMENDMENT OF SOLICITATIO	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE REQ. NO.	5. PROJECT NO.	(If applicab	le)
2. AMENDMENT/MODIFICATION NO.	01 Oct 2005	N00024-06		1	)25-59002	
P00003		7. ADMINISTERED B			S2205A	
6. ISSUED BY CODE	N00024	/. ADWIND TERED B	T (II Outer tricus nests O	, 5552	ULL OUT	
NAVAL SEA SYSTEMS COMMAND		DOMA BAYTH	EON COMPANY	•		
SEA 02531 POC: Joseph L. ILK		50 APPLE HIL				
1333 ISAAC HULL AVE., SE	70 0001		, MA 01876-0901			
WASHINGTON NAVY YARD, DC 203	70-0001 701_4651	Livitobotti	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
PHONE: (202) 781-2900; FAX: (202)	781-4051					
E-mail: joseph.ilk@navy.mil						
	State and ZIB Code	<u></u>	(√) 9A. AMEND	MENT OF SOLICIT	ATION NO.	
8. NAME AND ADDRESS OF CONTRACTOR (No.,	street, county, State, and ZIF Code)	= ನಡಬಲ್ಲಾ				
RAYTHEON COMPANY	MEGI	einel	9B. DATED	(SEE ITEM 11)		
INTEGRATED DEFENSE SYSTEMS	in)	1111				
50 APPLE HILL DRIVE	VO <i>n</i> JUL	012005 型	10A. MODII	ICATION OF CONT	TRACT/ORE	DER NO.
TEWKSBURY, MA 01876	<b>E</b>	u.	N000	24-05-C-5346		
TIN No: 95-1778500 DUNS: 174786913	n v.	7		D (SEE ITEM 13)		
CODE AAVD7	I FACILITY CODE	7		ıy 2005		
11.	THIS ITEM ONLY APPLIES TO	AMENDMENTS OF	SOLICITATIONS			
The above numbered solicitation is amende				is extended,	Is	not extended.
Offers must acknowledge receipt of this amendment	prior to the hour and date enerified i	n the solicitation or as a	mended, by one of the	following methods:		
		The second section and a second secon	int of this amondment	on each conviot the	offer submi	itted; of (c) Bv
(a) By completing Items 8 and 15, and returningseparate letter of telegram which includes a reference						
separate letter of telegram which includes a reference DESIGNATED FOR THE RECEIPT OF OFFERS P	RIOR TO THE HOUR AND DATE S	PECIFIED MAY RESUL	T IN REJECTION OF	YOUR OFFER. If by	y virtue of thi	is amendment
way desire to change an offer already submitted. S	aich change may be made by lelegi	ram or letter, provided of	each telegram or lette	r makes reference t	to the solicit	ation and this
amondment and is received prior to the opening no	ur and date specified.					
12. ACCOUNTING AND APPROPRIATION DATA ( See attached.						
12 TUIC	ITEM APPLIES ONLY TO MO	DIFICATIONS OF C	ONTRACTS/ORDE	RS,		
a company to a	ADJUSTED THE ADMITDACTIOD	DED NO AS DESCI	RIBED IN ITEM 14.		NITRACTO	BDER NO
(✓) A. THIS CHANGE ORDER IS ISSUED	PURSUANT TO: (Specify authority)	THE CHANGES SET F	ORTH IN ITEM 14 An	E MADE IN THE OC	JIVIIIAO1 C	, iberi ito
IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRA	CT/ORDER IS MODIFIED TO REFL	ECT THE ADMINISTRA	TIVE CHANGES (suc	h as changes in pay	ring office, a	ppropriation
A CONTRACT CONTRACTOR 14	PLIESHANT TO THE AUTHORITY	OF FAR 43.103(0)				
C. THIS SUPPLEMENTAL AGREEME	NT IS ENTERED INTO PURSUANT	TO AUTHORITY OF				
X D. OTHER (Specify type of modification	a and authority)					
X D. OTHER (Specify type of modification Mutual Agreement of the Parties	, and addressity,					
E. IMPORTANT: Contractor is not,	x is required to sign this docume	ent and return 2 copies	to the issuing office.			
14. DESCRIPTION OF AMENDMENT/MODIFICAT	ON (Organized by UCF section hear	dinas, including solicitati	on/contract subject ma	tter where feasible.)		
14. DESCRIPTION OF AMENDMENT/MODIFICAT	ION (Organized by Co. Scotler nex					
	/ (27)	ATTACHED)				
	(SEE	ATTACRED)				
Except as provided herein, all terms and condition	of the document referenced in Item	9A or 10A, as heretofore	changed, remains un	changed and in full f	orce and eff	ect.
Except as provided herein, all terms and condition 15A. NAME AND TITLE OF SIGNER (Type of prin	t)	16A. NAME AND	TITLE OF CONTRACT	ING OFFICER (Typi	e or Print)	
GAIL L. W			JOSEPH L	. ILK		
DIRECTOR DD(X)				ING OFFICEF	ર	
DIRECTOR DD(A)	ايند به بياه غاط غال و پونيا بي		NAVAL SE		COMMAND	
*15B. CONTRACT/OFFEROR	15C, DATE SIGNED	16B. UNITED STA	TES OF AMERICA		C. DATE SI	GNED
108. CONTRACTOPPEROR		/ / A	1 10	niconnection	1	
KXULA-11/eXCh	110/20/06	forest	N JUL		10/31	205
- Add - Market - Add - A	119/0100	/ / /Kinna:	ure of Contracting Office	GGT) [		

(Signature of person authorized to sign)
NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

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

The purpose of this modification to Contract N00024-05-C-5346					
funding in the am	ount of	to CLIN 0005,	to CLIN 0006,		
		revised the statement of		ıment J-3.	
Accordingly, Contract N00024-05-C-5346 is hereby modified as follows:					

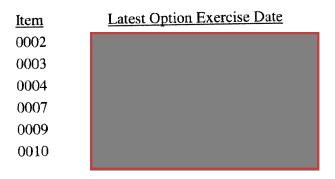
- Under SECTION B SUPPLIES OR SERVICES AND PRICES/COSTS, B-10 DETERMINATION OF FEE, is revised as follows:
  - a. The Contact Line Item (CLIN) values are deleted and replaced as follows:

<u>Item</u> 0001	Supplies\Services DD(X) Advanced Procurement (FY 05) (SCN)	<u>Oty</u>	<u>NTE</u>
0002	Reserved		
0003	Option - DD(X) Advanced Procurement (FY 06) (SCN) (See Note A)		
0004	Reserved		
0005	DD(X) Systems Development 0005 01 – FY 05 RDT&E 0005 02 – FY 06 RDT&E		
0006	DD(X) Total Ship System Software Development 0006 01 – FY 05 RDT&E 0006 02 – FY 06 RDT&E		
0007	Option - DD(X) Total Ship Mission System (FY 07) (SCN) (See Note A)		
8000	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) (R	1 EA DT&E)	

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:



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

 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.

0007 aı	re revised as follows:
a.	ITEM 0002
b.	ITEM 0004
	The state of the s
c.	ITEM 0005
d.	ITEM 0006
	ITEM 0007
e.	TLEM 0007

3. Under SECTION F – DELIVERIES OR PERFORMANCE, Items 0002, 0004, 0005,

 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>	Estimated Cost	Award <u>Fee</u>	Estimated Period of Performance
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 Amount 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.

			1. CONTRACT ID C	ODE	PAGE OF	PAGES
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT			1	3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PUR	RCHASE REQ. NO.	5. PROJECT NO.	(If applicable	)
	See Block 16c	N00024-06-		05-0	25-59007	
P00004				<u> </u>	\$2205A	
6. ISSUED BY CODE	N00024	7. ADMINISTERED BY	(a ourer utan nerii 0)	CODE	SZZUJA	
NAVAL SEA SYSTEMS COMMAND		DOMA DAVTI	EON COMPANY	•		
SEA 02531 POC: Joseph L. ILK		50 APPLE HIL				
1333 ISAAC HULL AVE., SE	76 0004		MA 01876-0901			
WASHINGTON NAVY YARD, DC 203		LENANODUKI,	WIT 0 1070-030 I			
PHONE: (202) 781-2900; FAX: (202)	781-4651					
E-mail: joseph.ilk@navy.mil						
E-man. josopii.ma.umry.mm						
8. NAME AND ADDRESS OF CONTRACTOR (No., s	treet, county, State, and ZIP Code)		(√) 9A. AMEND	MENT OF SOLICITA	TION NO.	
RAYTHEON COMPANY						
INTEGRATED DEFENSE SYSTEMS		3050	9B. DATED	(SEE ITEM 11)		
50 APPLE HILL DRIVE	necet.	VIEW -				
TEWKSBURY, MA 01876	<b>一</b>	M	10A. MODIF	ICATION OF CONT	RACT/ORDE	R NO.
	1 DEC 23	2005 벨		24-05-C-5346		
TIN No: 95-1778500 DUNS: 174786913			4 1	(SEE ITEM 13)		
CODE 0AYP7	FACILITY CODE	<u>'</u>	✓ 25 Ma	y 2005		
11. T	HIS ITEM ON Y APPLIED TO	AMENDMENTS OF S	OLICITATIONS	-		
The above numbered solicitation is amende	d as set forth in Item 14. The hour a	nd date specified for reco	eipt of Offers [	is extended,	ls not	extended.
Offers must acknowledge receipt of this amendment				following methods:		
	copies of the amendment; (b) i				offer eubmitte	drof(c) By
(a) By completing Items 8 and 15, and returning separate letter of telegram which includes a refere	aca to the colicitation and amenda	ent numbers. FAILUR	e of Your Ackno	WLEDGMENT TO I	BE RECEIVE	DATTHE
DI ACE DECICALATED FOR THE DECEIPT OF OF	EEDS DOING TO THE HOUR AND	DATE SPECIFIED MAY	Y RESULT IN REJEC	TION OF YOUR OF	FER. IT DY VI	inue or this
amendment you desire to change an offer already su	ibmitted, such change may be made	by telegram or letter, p	rovided each telegran	n or letter makes refe	erence to the	solicitation
and this amendment, and is received prior to the open	ning hour and date specified.					
See attached.	төдигөй)					
13 THIS	ITEM APPLIES ONLY TO MOD	IFICATIONS OF CO	NTRACTS/ORDER	S,		
IT MC	DDIFFES THE CONTRACT/ORD	DER NO. AS DESCRI	BED IN ITEM 14.			
( A. THIS CHANGE ORDER IS ISSUED P	URSUANT TO: (Specify authority)	THE CHANGES SET FO	ORTH IN ITEM 14 ARE	MADE IN THE COM	ITRACT OR	DER NO.
IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRAC	T/ORDER IS MODIFIED TO REFLE	CT THE ADMINISTRAT	IVE CHANGES (such	as changes in payin	g office, appr	opriation
date etc.) SET FORTH IN ITEM 14.1	PURSUANT TO THE AUTHORITY (	OF FAR 43.103(b)				
C. THIS SUPPLEMENTAL AGREEMENT	TIS ENTERED INTO PURSUANT T	O AUTHORITY OF:				
X D. OTHER (Specify type of modification Mutual Agreement of the Parties	and authority)					
X	X is required to sign this documer	at and return 2 conies t	o the issuing office			
				ttor whom fossible 1		
14. DESCRIPTION OF AMENDMENT/MODIFICATION	ON (Organized by UCF section nead	ngs, including solicitatio	писотнаст ѕищест та	der where leasible.)		
	(SEE A	TTACHED)				
Except as provided herein, all terms and conditions of	of the document referenced in Item 9	A or 10A, as heretofore	changed, remains unc	hanged and in full fo	rce and effect	<u> </u>
15A. NAME AND TITLE OF SIGNER (Type of print)		16A. NAME AND TIT	LE OF CONTRACTIN		я Мин)	
GAIL L. WEI	CH		JOSEPH L.			
DIRECTOR DD(X) C	ONTRACTS	and the state of t		NG OFFICER		
				SYSTEMS CO		
/158, CONTRACT/OFFEROR	15C. DATE SIGNED	168, UNITED STATE	ES OF AMERICA	16C.	DATE SIGN	ED
1-X1,0 + 1,1 VA	INDA MINIK	1 // /	1 100		1	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
CHAD. WILL	かし、より、かり	J'one for X	of Contracting Office	- la	121/200	Ċ

/ (Signature of person authorized to sign)
NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

STANDARD FROM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 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:

- 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	
••••	
с. 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>	Estimated Cost	Award Fee	Estimated Period of Performance
0006			

- 4. Under SECTION I CONTRACT CLAUSES, SECTION I-1 CLAUSES INCORPORATED BY REFERENCE
  - a. Delete DFARS 252.219-7003, SMALL, SMALL DISADVANTAGED AND WOMEN –OWNED SMALL BUSINESS SUBCONTRACTING PLAN (DOD CONTRACTS) (APR 1986)
  - b. Add DFARS 252-219-7004, SMALL, SMALL DISADVANTAGED AND WOMEN -OWNED SMALL BUSINESS SUBCONTRACTING PLAN (TEST PROGRAM) (JUNE 1997)
- Under SECTION I CONTRACT CLAUSES, SECTION I-2 CLAUSES INCORPORATED BY FULL TEXT, the following clauses are modified as indicated:
  - a. Under 52.243-7 NOTIFICATION OF CHANGES (APR 1984)

Modify as follows:

Paragraph (b): Complete the blank with <u>30</u>. Paragraph (d): Complete the blank with <u>45</u>.

b. 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

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.

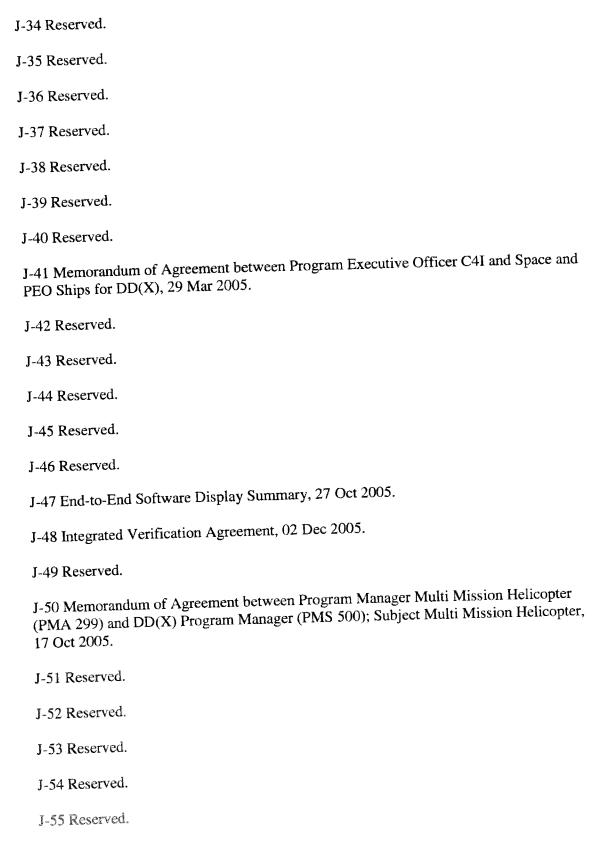


- J-11 Reserved for Shock Qualification Agreement
- J-12 DD(X) Program Modeling and Simulation Management Agreement, 04 May 2005.



 $\mbox{J-}16$  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.
- I-32 Reserved.
- J-33 Reserved.
- J-34 Reserved.



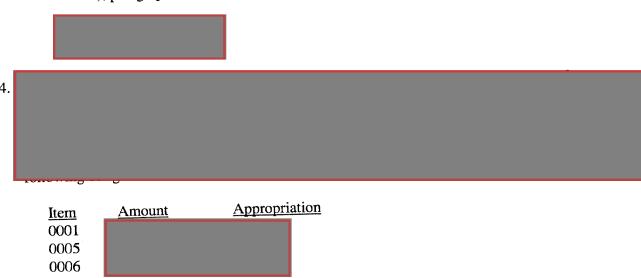
N00024-05-C-5346 21 Dec 2005 P00004

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.

			1. CONTRACT ID C	CODE	PAGE O	F PAGES
AMENDMENT OF SOLICITATION	N/MODIFICATION OF	CONTRACT			1	3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE REQ. NO.	5. PROJECT NO.	(If applicable	)
P0005	See Block 16c	N00024-06	-FR-59010	05-0	25-59010	
6. ISSUED BY CODE	N00024	7. ADMINISTERED B	Y (if other than Item 6	CODE	S2205A	
NAVAL SEA SYSTEMS COMMAND						
SEA 02531 POC: Joseph L. ILK			IEON COMPANY	•		
1333 ISAAC HULL AVE., SE		50 APPLE HIL	.L.DHIVE , MA 01876-0901	i		
WASHINGTON NAVY YARD, DC 203	76-0001 791 4651	IEWKSBUHT	, IVIA 01010-0501	•		
PHONE: (202) 781-2900; FAX: (202)	761-4001					
E-mail: joseph.ilk@navy.mil						
8. NAME AND ADDRESS OF CONTRACTOR (No.,	street, county, State, and ZIP Code)		(﴿) 9A. AMENC	MENT OF SOLICITA	ATION NO.	
RAYTHEON COMPANY		a ragger	OR DATED	(SEE ITEM 11)		
INTEGRATED DEFENSE SYSTEMS	ME	CFT A	96. DATED	(SEETTEWITT)		
50 APPLE HILL DRIVE	K	4 4 1006	10A. MODII	FICATION OF CONT	RACT/ORDE	R NO.
TEWKSBURY, MA 01876	选 「	1FN 1-4 4000	Nood	24-05-C-5346		
TIN No: 95-1778500 DUNS: 174786913	3	74	1 1	D (SEE ITEM 13)		
CODE DAVP7	FACILITY CODE BY:	ALIENDAIENTO OF		y 2005		
	THIS ITEM ONLY APPLIES TO			is extended,	[] te or	ot extended.
The above numbered solicitation is amende	ed as set forth in Item 14. The hour an	nd date specified for rec	eipt of Offers		L 13 /14	n Galoridaa.
Offers must acknowledge receipt of this amendment	prior to the hour and date specified in	the solicitation or as a	menaea, by one or the	an each cost of the	offer cubmitt	ad: of (c) By
(a) By completing Items 8 and 15, and returning separate letter of telegram which includes a reference						
DESIGNATED FOR THE RECEIPT OF OFFERS P you desire to change an offer already submitted, s amendment, and is received prior to the opening hor	uch change may be made by telegri	am or letter, provided (	each telegram of lette	i makes reservice to	o the benefitat	
12. ACCOUNTING AND APPROPRIATION DATA (	If required)					
See attached.	ITEM APPLIES ONLY TO MOD	DIFICATIONS OF CO	ONTRACTS/ORDE	RS.		
IT M	ADJEICS THE CONTRACT/ORE	DER NO. AS DESCR	RIBED IN ITEM 14.			
(*) A. THIS CHANGE ORDER IS ISSUED	PURSUANT TO: (Specify authority)	THE CHANGES SET F	ORTH IN ITEM 14 AR	E MADE IN THE CO	NTRACT OF	IDER NO.
IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRA	CT/ORDER IS MODIFIED TO REFLI	ECT THE ADMINISTRA	TIVE CHANGES (suc	h as changes in pay	ing office, app	propriation
date, etc.) SET FORTH IN ITEM 14  C. THIS SUPPLEMENTAL AGREEMEN	PURSUANT TO THE AUTHORITY ON THE SUBSTITUTE OF THE PURSUANT TO	TO AUTHORITY OF:				
X D. OTHER (Specify type of modification	n and authority) vard Fee; Clause H-2, Allotment of I	Funds				
E. IMPORTANT: Contractor X is not,	is required to sign this documen		to the issuing office.			
14. DESCRIPTION OF AMENDMENT/MODIFICAT				tter where feasible.)		
14. DESCRIPTION OF AMENDMENT, MODIFICE	, , , , ,					
	(SEE A	ATTACHED)				
Except as provided herein, all terms and conditions	of the document referenced in Item 9	A or 10A, as heretofore	changed, remains un	changed and in full fo	orce and effec	<u>t </u>
15A. NAME AND TITLE OF SIGNER (Type of prin	1)	16A. NAME AND T	HEE OF CONTINACT	ard of Frocis (Type	or Print)	
			JOSEPH L			
				ING OFFICER		
		ACC LINETED OTA	NAVAL SEA	A SYSTEMS C	OMMAND C. DATE SIGI	NED
15B. CONTRACT/OFFEROR	15C. DATE SIGNED	TOB. UNITED STA	, ANIENICA	100	J. DATE 3131	· · too to?
	No. of the Control of	Verson	2 106		alialan	ς
(Signature of person authorized to sign)	E COLONIA DE LA COLONIA DE	(Signat	ure of Contracting Offic	cer) ''		

The purpose of the award fee funds in the amou modified as follo	n the amou nt of	ent of	and 2) p	rovide iui	is to a) providing for CLI 24-05-C-5346	143 0005 una
1. Pursuant to C	CLAUSE E	3-10 DETERM	INATION (	OF AWA	RD FEE,	
a. The p	eriod and	event award fee is as follows:	e earned for t	he first aw	ard fee perio	d,
		Potential	Award F	ee		
	CLIN	Award Fee	Earne	d P	ercentage	
	0001 0005 0006 <b>Total</b>					
ь. Und From:	Period.	I I I I GALL CO	Period Award Event Based Fee Amount	Award		uilable Award unt (\$)
To:						
contrac	vill be refle t modificat		ond period	he first per		in a future
2. Under SEC NAVSEA (Applicable	5252 222 6	- SPECIAL C 0104 ALLOTN 0005 and 000	MENT OF F	UNUS – A	LIERNAL	F I (MINI 1322)
	Es	timated	Award		ted Period	
<u>Iter</u> 000 000	<u>n</u> Co		Fee	of Perf	ormance	

- 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:



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

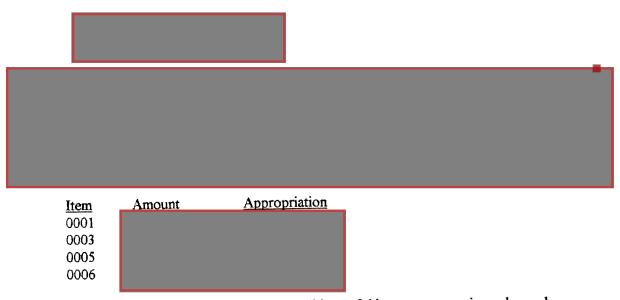
			1. CON	ITRACT ID C	ODE	PAGE	OF PAGES
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT				1	3
AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE	REQ. NO.	5. PROJECT NO	. (If applical	xle)
P00006	03 Jan 2006	N00024-06	-FR-59	027	05-	0 <b>25-</b> 59027	7
ISSUED BY CODE	N00024	7. ADMINISTERED B	Y (If other	r than Item 6)	CODE	S2205A	<u> </u>
NAVAL SEA SYSTEMS COMMAND							
SEA 02514 POC: RICHARD STEFFE)	Y, LCDR, SC	DCMA RAYTH					
1333 ISAAC HULL AVE., SE		50 APPLE HIL					
WASHINGTON NAVY YARD, DC 203	376-0001	TEWKSBURY	, MA O	1876-0901			
PHONE: (202) 781-2399; FAX: (202)	781-4548						
E-mail: richard.steffey@navy.mil							
	the American Chair and 780 Code		(V)	GA AMENIN	WENT OF SOLICIT	ATION NO.	
NAME AND ADDRESS OF CONTRACTOR (No., RAYTHEON COMPANY		3	HH				
INTEGRATED DEFENSE SYSTEMS	المتارية	WE'M	l f	9B. DATED	(SEE ITEM 11)		
50 APPLE HILL DRIVE	M rrs		1 1				
TEWKSBURY, MA 01876	ar LER 0 81	2006 III		10A. MODIF	ICATION OF CON	TRACT/OR	DER NO.
TEATIGE SICI					24-05-C-5346		<u>.,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>
TIN No: 95-1778500 DUNS: 174786913	BY:/		1.[		(SEE ITEM 13)		
ODE 0AYP7	FACILITY CODE	*****	1		y 2005		
	THIS ITEM ONLY APPLIES TO						
The above numbered solicitation is amende	ed as set forth in Item 14. The hour a	nd date specified for rec	eipt of O	ffers _	is extended,		not extended.
ffers must acknowledge receipt of this amendmen	t prior to the hour and date specified	in the solicitation or as a	imended,	by one of the	following methods	:	
	t	Du salmoudadaina recei	nt of this	amendment c	on each copy of the	offer subm	itted; of (c) By
	a. di	want numbers FANIS	F OF YO	THE ACKNO	WIFDGMENT IC	I BE RECEI	VED AL INE
eparate letter of telegram which includes a refer LACE DESIGNATED FOR THE RECEIPT OF OF mendment you desire to change an offer already a							
nendment you desire to change an offer already to not this amendment, and is received prior to the op-	submined, such change may be mad ening hour and date specified.	e by belegiant of texts, i	provided	saun telegran			
ACCOUNTING AND APPROPRIATION DATA	V required)						
See attached.				70/0D0FD	^		
13. THIS	SITEM APPLIES ONLY TO MODIFIES THE CONTRACT/OR	DIFICATIONS OF CO	IRFD IN	ISORDER	<b>5</b> ,		
✓) A. THIS CHANGE ORDER IS ISSUED	PURSUANT TO: (Specify authority)	THE CHANGES SET FO	ORTHIN	ITEM 14 ARE	MADE IN THE CO	NTRACT C	RDER NO.
IN ITEM 1QA.	,,,,						
B. THE ABOVE NUMBERED CONTRA	CT (COOCO IS LECTION TO DEED TO DEED	ECT THE ADMINISTRA	TIVE CHE	MGFS (such	as changes in pev	ing office, a	opropriation
date at 1 SET FORTH IN ITEM 14	PURSUANT TO THE AUTHORITY	OF FAR 43.103(b)		44040 (000)			
C. THIS SUPPLEMENTAL AGREEMEN	IT IS ENTERED INTO PURSUANT 1	O AUTHORITY OF:					
	and authorited						
X D. OTHER (Specify type of modification Mutual Agreement of the Parties	такташиону;						
MPORTANT: Contractor is not,	X is required to sign this docume	nt and return 2_copies	to the iss	uing office.			
4. DESCRIPTION OF AMENDMENT/MODIFICATI	ON (Organized by UCF section head	ings, including solicitation	on/contra	ct subject mai	ter where feasible.	)	
4. DEGOTAL HOLD OF PARENTE STATE OF THE STAT	,	•					
	(SEE A	ATTACHED)					
	(222 -						
					en anno anno anno anno anno anno anno an	fa	in mi
except as provided herein, all terms and conditions		9A or 10A, as heretofore 16A. NAME AND TI	changed	CONTRACTIA	nanged and in full	orce and eff or Printi	eq.
5A. NAME AND TITLE OF SIGNER (Type of print		IOM. INMINE MINES II					
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Director, DD(X)	Contracts				ng officer Systems C		
	Language planter	150 INSTERET		MERICA /		C. DATE SIG	NED
158 CONTRACT/OFFEROR	15C. DATE SIGNED	16B. UNITED STAT			, "	J. 1071 E. UN	
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	7 7 00 1 - 01 7		100	2 050	_   🔨		y ヘンジ

(Signature of person authorized to sign)
NSN 7540-01-152-8070
PREVIOUS EDITION UNUSABLE

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

The	ournose of this m	odification to Co	ontract N00024	-05-C-5346 is to a) exer	rcise CLIN 0003
and	provide funding i	n the amount of			
	DIOTIGO TORIGONA		a	nd 2) provide funding for	or CLINs 0005
and	0006 in the amou	int	. Accordingly	y, Contract N00024-05-	-C-5346 is
	eby modified as fo				
1	Pursuant to FAR	52.217-9, "OPT	TON TO EXE	RCISE THE TERM (	)F THE
1.	CONTROL OF A	1- 2000) the G	overnment here	hy exercises Uption Itel	n 0003 at the
	estimated NTE a	mount set forth in	n Section B of the	he contract. The NTE a	mount reflected
	in Section B is				
					27 in randond as
2.	Under SECTION	N F – DELIVER	HES OR PERI	ORMANCE, Item 000	13 is levised as
	follows:				
	a. ITEM 00	003			
3	Under SECTIO	N H – SPECIAI	L CONTRACT	REQUIREMENTS, 1	ınder H-2
٠.	MANIONA ESES	222-0104 ALLC	YTMENT OF I	FUNDS – ALTEKNAT	E I (MAX 1222)
	(Applicable to	Items 0005 and	0 <b>006)</b> , items 000	05 and 0006 are revised	as follows:
		<b>Estimated</b>	Award	Estimated Period	
	<u>Item</u>	Cost	<u>Fee</u>	of Performance	
	0003				
	0005				
	0006				

- 4 Under SECTION I CONTRACT CLAUSES,
  - a. Under SECTION I-1, CLAUSES INCORPORATED BY REFERENCE,
    - Add FAR 52.217-9, Option to Exercise the Term of the Contract (Mar 2000)
    - 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:



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

			1. CONTRACT	D CODE	PAGE 0	F PAGES
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT			1	3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE REQ. NO	). 5. PROJECT NO	. (If applicable	<del>a)</del>
P00007	SEE BLOCK 16C	N00024-06-	FR-59035	06-	025-59035	
6. ISSUED BY CODE	N00024	7. ADMINISTERED B	(If other than Iter	n 6) CODE	S2205A	
NAVAL SEA SYSTEMS COMMAND						
SEA 02531B POC: JOHN N. BUTTO		DCMA RAYTH		NY.		
1333 ISAAC HULL AVE., SE	70 0004	50 APPLE HILI		۸.		
WASHINGTON NAVY YARD, DC 2037 PHONE: (202) 781-2594; FAX: (202) 7		TEWKSBURY,	MM U 1870-U9	UI		
• ,	37-10-10					
E-mail: john.butto@navy.mil						
8. NAME AND ADDRESS OF CONTRACTOR (No., s	treet, county, State, and ZIP Code)		(√) 9A. AME	NDMENT OF SOLICIT	ATION NO.	***************************************
RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS			98 DAT	D (SEE ITEM 11)	<del></del>	
50 APPLE HILL DRIVE		4	35. DA	ID (OCC ITCM II)		
TEWKSBURY, MA 01876			10A. MO	DIFICATION OF CON	TRACT/ORDE	R NO.
,,, , , , , , , , , , , , , , , , ,			NO.	0024-05-C-5346		
TIN No: 95-1778500 DUNS: 174786913			1 1	ED (SEE ITEM 13)		
CODE 0AYP7	FACILITY CODE			1ay 2005		·····
	HIS ITEM ONLY APPLIES TO					
The above numbered solicitation is amended		•	•	is extended,	is no	ot extended.
Offers must acknowledge receipt of this amendment p	•			•	. Mar. 1 191	. 1 . 2 2 6 75
(a) By completing Items 8 and 15, and returning separate letter of telegram which includes a reference						
DÉSIGNATED FOR THE RECEIPT OF OFFERS PRI	OR TO THE HOUR AND DATE SP	ECIFIED MAY RESULT	IN REJECTION O	FYOUR OFFER. If by	virtue of this a	amendment
you desire to change an offer already submitted, suc amendment, and is received prior to the opening hour		ım or ιειτετ, provided ea	ch telegram or let	ter makes reference t	o the solicitati	on and this
12. ACCOUNTING AND APPROPRIATION DATA (If						Committee the second of the se
See attached.	TEM APPLIES ONLY TO MOD	IFICATIONS OF COL	NTRACTS/ORD	FRS	····	***************************************
	DIFIES THE CONTRACT/ORD					
(V) A. THIS CHANGE ORDER IS ISSUED PL	JRSUANT TO: (Specify authority) T	HE CHANGES SET FO	RTH IN ITEM 14 A	RE MADE IN THE CO	NTRACT OR	DER NO.
IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRAC			VE CHANGES (st	ich as changes in payi	ng office, appr	ropriation
date, etc.) SET FORTH IN ITEM 14, P C. THIS SUPPLEMENTAL AGREEMENT					***************************************	-
X D. OTHER (Specify type of modification at Mutual Agreement of the Parties	nd 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	N (Organized by UCF section heading	gs, including solicitation	contract subject m	atter where feasible.)		
	(SEE A	TTACHED)				
	(522 11	i incido,				
Except as provided herein, all terms and conditions of	the document referenced in Item 9A	or 10A, as heretofore ch	anged, remains un	changed and in full for	ce and effect.	
15A. NAME AND TITLE OF SIGNER (Type of print)		16A. NAME AND TITL				
GAIL L. WELCH		***************************************	JOSEPH L	. ILK		
DIRECTOR DD(X) CONTRACTS		- Control of the Cont	CONTRACT	ING OFFICER		
	etteriotise että tiivista autoi aysetta kalaisiala kyksika suomanta paikin siireitä tiisiyalisesta ja joi siss			A SYSTEMS CO		
15B. CONTRACT/OFFEROR	15C DATE SIGNED	168. UNITED STATES	OF AMERICA	16C.	DATE SIGNE	:D
Jus S. Weller	03 March 2006	hand d	' Illa		3 03 2	2 ~~/
(Signature of person authorized to sign)		Signature /	of Contracting Office		102/9	2006

NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE STANDARD FROM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 53.

Per 000	riod Award Fee e	vents and b) provi	de funding in t	4-05-C-5346 is to a) incorporate Second the for CLINs 4-05-C-5346 is hereby modified as	1
1.		* *	·	USE B-10 DETERMINATION OF d fee events are hereby incorporated.	
2.	NAVSEA 5252	232-9104 ALLO	TMENT OF I	REQUIREMENTS, under H-2 FUNDS – ALTERNATE I (MAY 199 05 and 0006 are revised as follows:	3)
		Estimated	Award	Estimated Period	
	<u>Item</u>	Cost	<u>Fee</u>	of Performance	
	0003 0005 0006				
				SES, Under SECTION I-2, CLAUSES following changes are made:	\$
		52.216-24 LIMI aragraphs (a) and		GOVERNMENT LIABILITY (APR as follows:	
	Delete: Add:				
		<b>252.217-7027</b> Coas follows	ONTRACT DI	EFINITIZATION (OCT 1998), is	
4					

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

100

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

			1. CO	NTRACT ID C	ODE	PAGE C	F PAGES
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT				1	3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PUI	RCHASI	E REQ. NO.	5. PROJECT NO.	(If applicable	0)
	SEE BLOCK 16C	N00024-06-	-FR-59	9032	06-0	25-59032	
P00008	N00024	7. ADMINISTERED B	Y (If other	er than Item 6)	CODE	S2205A	
NAVAL SEA SYSTEMS COMMAND	1400024		•				
SEA 02531B POC: JOHN N. BUTTO		DCMA RAYTH	EON (	COMPANY			
1333 ISAAC HULL AVE., SE		50 APPLE HIL	L DRI	VE			
WASHINGTON NAVY YARD, DC 203	76-0001	TEWKSBURY,	MA 0	1876-0901			
PHONE: (202) 781-2594; FAX: (202)	781 <del>-4</del> 648						
E-mail: john.butto@navy.mil							
•							
8. NAME AND ADDRESS OF CONTRACTOR (No., s	treet, county, State, and ZIP Code)		(4)	9A, AMEND	MENT OF SOLICITA	ATION NO.	
RAYTHEON COMPANY				OR DATED	(SEE ITEM 11)		
INTEGRATED DEFENSE SYSTEMS				JU. DAILD	July 11, 11, 11, 11, 11, 11, 11, 11, 11, 11		
50 APPLE HILL DRIVE			$\vdash$	10A, MODIF	CATION OF CONT	RACT/ORD	R NO.
TEWKSBURY, MA 01876					24-05-C-5346		
TIN No: 95-1778500 DUNS: 174786913				108. DATED	(SEE ITEM 13)		
TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7	FACILITY CODE		1 / 1	25 Ma	2005		
11. T	HIS ITEM ONLY APPLIES TO	AMENDMENTS OF S	OLICI	TATIONS			
The above numbered solicitation is amended				_	is extended,	ls no	st extended.
Offers must acknowledge receipt of this amendment p	vier to the hour and date specified it	n the solicitation or as at	mended	, by one of the	following methods:		
	* Pales and and and AN E	acknowladajna racajn	t of this	amendment of	n each copy of the	offer submitt	ed; of (c) By
(a) By completing Items 8 and 15, and returning separate letter of telegram which includes a referen	The second secon	And Autocher FAILLIDI	FOFY	OLUR ACKNO	AVIED CHARLENICO	BE RECEIVI	EU AI INE
PLACE DESIGNATED FOR THE RECEIPT OF OFF amendment you desire to change an offer already su and this amendment, and is received prior to the oper	bmitted, such change may be made tine hour and date specified.	i by telegratii Or retter, μ	IOVIOCO	CECII ICIOGRAM			
12. ACCOUNTING AND APPROPRIATION DATA (II	required)						
See attached			UTD 4 C	TOPODOCO	-		
13. THIS	ITEM APPLIES ONLY TO MOD DDIFIES THE CONTRACT/ORD	IFICATIONS OF COL	NIKAL REDIN	I IS/ORDER	۵,		
THE STATE OF STREET IS ISSUED OF	IRSUANT TO: (Specify authority)	THE CHANGES SET FO	RTHIN	ITEM 14 ARE	MADE IN THE CO	NTRACT OF	DER NO.
A. THIS CHANGE ORDER IS ISSUED PO							
B. THE ABOVE NUMBERED CONTRAC	TORRER IS MODIFIED TO REEL F	CT THE ADMINISTRAT	IVE CH	ANGES (such	as changes in paytr	ng office, app	ropriation
SET CONTRINITEM 14 F	PURSUANT TO THE AUTHORITY O	JF FAR 43.1U3(D)					
C. THIS SUPPLEMENTAL AGREEMENT	IS ENTERED INTO PURSUANT TO	O AUTHORITY OF:					
X D. OTHER (Specify type of modification a	and authority)						
Mutual Agreement of the Parties							
	X is required to sign this documen						
14. DESCRIPTION OF AMENDMENT/MODIFICATIO	N (Organized by UCF section headi	ngs, including solicitation	n/contra	ct subject mai	ler where feasible.)		
H. BEGGKII FIGN ST VEHICLES							
	(SEE A	TTACHED)					
	-						
Except as provided herein, all terms and conditions of	the document referenced in Item QL	or 10A, as heretofore c	hanged	, remains uncl	anged and in full fo	rce and effec	1
Except as provided herein, all terms and conditions of 15A. NAME AND TITLE OF SIGNER (Type of print)	AND COMPANY OF THE PARTY OF THE	16A, NAME AND TITE	LE OF C	CONTRACTIN	G OFFICER (Type of	or Print)	
JEAN K. DONAL	DSON		JOS	SEPH L.	ILK		
CONTRACTS MANA		<b>100</b>			G OFFICER		
RAYTHEON COMP					SYSTEMS CO		
158. CONTRACT/OFFEROR	15C. DATE SIGNED	168. UNITED STATE	S OF A	MERICA	16C.	DATE SIGN	ED
1. VI loke	17,1 barch 2006	N 1.	, .l	11	'ס	ا ہے او	n 1
Clari K   braws	17/1000	- Logina	of Con	acting Officer		// // /c	00
/(Signature of person authorized to sign)		1/A Signature	~ ~////	Goong Onner	STANDARD FF	OM 30 (RE	/. 10-83)

NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE

Prescribed by GSA FAR (48 DFR) 53

N00024-05-C-5346 P00008 Page 2 of 3

The purpose of this amount of C-5346 is hereby me	for CLINs 00	003, 0005 and 0	1-05-C-5346 is to provide 006. Accordingly, Contra	
1. SECTION F-	DELIVERIES C	R PERFORM	ANCE, Item 0003 is rev	rised as follows:
NAVSÉA 5252.232	2-9104 ALLOTM	IENT OF FUN	T REQUIREMENTS, un DS – ALTERNATE I (I nd 0006 are revised as fol	MAY 1993)
<u>Item</u> 0003 0005 0006	Estimated Cost	Award <u>Fee</u>	Estimated Period of Performance	
			Under SECTION I-2, C	

a. Under 52.216-24 LIMITATION OF GOVERNMENT LIABILITY (APR

1984), paragraphs (a) and (b) are revised as follows:

Delete: Add:

N00024-05-C-5346 P00008 Page 3 of 3 p.5

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





<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  2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/DI-			1. C0	ONTRACT ID C	PAGE	OF PAGES		
			1		1	2		
P00009	1	4. REQUISITION/PU			5. PROJECT NO.	(If applicab	le)	
8 ISSUED BY	See Block 16c	N00024-06			06-500-59043			
NAVAL SEA SYSTEMS COMMAND	N00024	7. ADMINISTERED B	Y (If oth	er than Item 6)		S2205A		
SEA 02531 POC: Joseph L. ILK		2011				- OLLOOM		
1333 ISAAC HULL AVE., SE		DCMA RAYTH	EON	COMPANY				
WASHINGTON NAVY YARD, DC 2037	76-0001	50 APPLE HILI TEWKSBURY,	L DHI	VE				
PHONE: (202) 781-2900; FAX: (202) 7	781-4651	/ EMICODOMY,	IVIA U	10/0-0901				
E-mail: joseph.ilk@navy.mil								
9 NAME AND ADDRESS								
8. NAME AND ADDRESS OF CONTRACTOR (No., s RAYTHEON COMPANY	treet, county, State, and ZIP Code	)	(√)	9A. AMENDM	ENT OF SOLICITAT	TIONING	######################################	
INTEGRATED DEFENSE SYSTEMS					ENT OF SOLICITA	HON NO.		
50 APPLE HILL DRIVE				9B. DATED (S	SEE ITEM 11)			
TEWKSBURY, MA 01876		ļ						
				10A. MODIFIC	ATION OF CONTR.	ACT/ORDE	R NO.	
TIN No: 95-1778500 DUNS: 174786913			-	N0002	4-05-C-5346			
OATI /	FACILITY CODE		/	10B. DATED ( 25 May )				
11. TH	IS ITEM ONLY APPLIES TO	AMENDMENTS OF SO	OLICIT	ATIONO	2005		***************************************	
The above numbered solicitation is amended a	as set forth in Item 14. The hour of	and alaska			7			
an acknowledge receipt of this amendment pri	Or to the hour and date specified is	m 4hm mm (t. 14 m)			is extended,		extended.	
(a) By completing Items 8 and 15, and returning separate letter of telegram which includes a reference to DESIGNATED FOR THE RECEIPT OF OFFERS PRO	copies of the amendment: (b)	By sokpouted in as ame	idea, by	y one of the foll	owing methods:			
separate letter of telegram which includes a reference to DESIGNATED FOR THE RECEIPT OF OFFERS PRICE you desire to change an offer already submitted.	the solicitation and amendment	numbers. FAILURE OF YO	of this a DURIAC	Imendment on A	each copy of the off	er submitted	d; of (c) By	
DESIGNATED FOR THE RECEIPT OF OFFERS PRIC you desire to change an offer already submitted, such amendment, and is received prior to the opening bour of	change may be made by telegrate	ECIFIED MAY RESULT IN	REJE	CTION OF YOU	JR OFFER. If by virt	IVED AT TH	1E PLACE	
you desire to change an offer already submitted, such amendment, and is received prior to the opening hour at 12. ACCOUNTING AND APPROPRIATION DATA (If re	nd date specified.	an or letter, provided each	telegra	am or letter ma	akes reference to th	e solicitatio	n and this	
See attached.	quirea)			···				
13. THIS IT	EM APPLIES ONLY TO MOD	IFICATIONS OF CONT	DAOT	0/05555				
(*) A. THIS CHANGE ORDER IS ISSUED BUT	FIES THE CONTRACT/ORD	ER NO. AS DESCRIBE	HACT DINI	S/OHDERS,				
A. THIS CHANGE ORDER IS ISSUED PUF IN ITEM 10A.	ISUANT TO: (Specify authority) T	HE CHANGES SET FORT	HINIT	EM 14 ARE MA	ADE IN THE CONTE	RACT ORDI	EDNO	
I - TOOYE NOWDENED CONTRACT/	ORDER IS MODIFIED TO REFLE	CT THE ADMINISTRATIVE	CHAN	IGES (such as	changes in paying	10:	***************************************	
C. THIS SUPPLEMENTAL AGREEMENT IS	ENTERED INTO PURSUANT TO	F FAR 43.103(b)		1000,700	onanges in paying o	mce, approp	riation	
D. OTHER (Specify type of modification and		S ACTIONITY OF:					-	
X Unilateral Modification Pursuant	B-10 Determination of A							
E. IMPORTANT: Contractor is not,	D-10 Determination of Aw	ard Fee						
	is required to sign this document	and return 2 copies to the	issuing	office.			<del></del>	
14. DESCRIPTION OF AMENDMENT/MODIFICATION (	Organized by UCF section heading	gs, including solicitation/cor	tract su	ıbject matter wi	here feasible.)		-	
					,			
	/CDD 30	(T. 3. CT )						
	(SEE AT	TACHED)						
	*							
xcept as provided herein, all terms and conditions of the	100							
xcept as provided herein, all terms and conditions of the of 5A. NAME AND TITLE OF SIGNER (Type of print)	ocument referenced in Item 9A or	10A, as heretofore change	d, rema	ins unchanged	and in full force and	d effect.		
		THE O	CON	HACTING OF	-ICER (Type or Prin	t)	-	
		J	USEP	H L. ILK				
B. CONTRACT/OFFEROR		C(	UNTR.	ACTING C	FFICER			
D. CONTRACT/OFFEROR 150	C. DATE SIGNED	168. UNITED STATES OF	AMERI	DEA SYS	TEMS COMMA	-		
		1 1 1	ΛΛ"	wr1	16C. DATE	SIGNED		
(Signature of person authorized to sign)		proper of y	VIL.	****	17 2	7 -	m /	
SN 7540-01-152-8070 REVIOUS FOITION HALLSAGE	and the second s	/\  Signature of Co	ntractin	g Officer)	- 11 11/0	cr 2e	200	

STANDARD FROM 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.

			I 1 CON	TRACT ID C	ODE	PAGE	OF I	PAGES
AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT				1	Ī	10
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE	REQ. NO.	5. PROJECT I	NO. (If applic	able)	
PZ0010	See Block 16c	N00024-06	S-FR-59	042	0	6-500-590	42	
6, ISSUED BY CODE	N00024	7. ADMINISTERED B	SY (If other	r than item 6)	co	DE   \$220	5A	
NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 203 PHONE: (202) 781-2900; FAX: (202)	76-0001	DCMA RAYTH 50 APPLE HIL TEWKSBURY	L DRIV	E		Leadining		
E-mail: joseph.ilk@navy.mil								
8. NAME AND ADDRESS OF CONTRACTOR (No.,	street, county, State, and ZIP Code)		(4)	9A. AMENDI	MENT OF SOLI	CITATION NO	O.	
RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE	NECEIVE'				(SEE ITEM 11)	ONITE ACTION	DOED	N
TEWKSBURY, MA 01876	TOUR PARTY OF THE PROPERTY OF		1 1		24-05-C-534		NDER :	NO.
TIN No: 95-1778500 DUNS: 174786913	BY: Ola-		1 F		(SEE ITEM 13			
CODE 0AYP7	FACILITY/CODE		7/1	25 May	2005			
11. 1	THIS ITEM ONLY APPLIES TO	AMENDMENTS OF	SOLICIT	TATIONS				
The above numbered solicitation is amende	d as set forth in Item 14. The hour ar	nd date specified for reco	eipt of Offi	ers [	is extended	ı, 🔲 i	is not e	xtended.
Offers must acknowledge receipt of this amendment	prior to the hour and date specified in	n the solicitation or as ar	mended, b	y one of the f	ollowing method	ls:		
(a) By completing items 8 and 15, and returning separate letter of telegram which includes a reference DESIGNATED FOR THE RECEIPT OF OFFERS Pf you desire to change an offer already submitted, amendment, and is received prior to the opening hout a ACCOUNTING AND APPROPRIATION DATA (I	e to the solicitation and amendment RIOR TO THE HOUR AND DATE SP uch change may be made by telegor or and date specified.	numbers. FAILURE OF PECIFIED MAY RESULT	YOUR A	CKNOWLED CTION OF Y	GMENT TO BE OUR OFFER. I	RECEIVED A	AT THE	E PLACE nendment
13. THIS	ITEM APPLIES ONLY TO MOD				S,			
	ODIFIES THE CONTRACT/ORD				MADE BUTUE	CONTRACT	0000	0.10
IN ITEM 10A.								
B. THE ABOVE NUMBERED CONTRAI date, etc.) SET FORTH IN ITEM 14, THIS SUPPLEMENTAL AGREEMEN X Mutual Agreement of the Parties	PURSUANT TO THE AUTHORITY (	OF FAR 43.103(b)	IIVE CHA	NIGES (SUCH	as changes in p	naying omce,	арргор	mauon 
D. OTHER (Specify type of modification	and authority)							
5 INDODIANT CONTRACT	VI is seen that the design this design to	tandarkan O anning		·	M <del>ANATA II AMMANDA MANATA MA</del>			
E. IMPORTANT: Contractor is not,  14. DESCRIPTION OF AMENDMENT/MODIFICATION  15. IMPORTANT: Contractor is not,	X is required to sign this documer							
14. DESCRIPTION OF AMENDMENT/MODIFICATION	ON (Organizaci by OO) Section Headi	ngs, melaung sonetalo	H Y CO I II GCL	Sugest mate	ai wilaid leasini	s. <i>)</i>		
	(SEE A	TTACHED)						
Except as provided herein, all terms and conditions of	of the document referenced in Item 0.	A or 10A, se haratofore	channed :	remaine unch	anners and in the	I fages and of	fort	
15A. NAME AND TITLE OF SIGNER (Type of print)		16A, NAME AND TI	TLE OF C	ONTRACTIN	G OFFICER (TV	pe or Print)	ioci.	
PAUL S. HOVS	EPIAN	Manage Company	Jos	eph L.	ILK	•		
VICE PRESIDENT, IDS					G OFFICE	R		
$\sim$					SYSTEMS	COMMANI	)	
(Signature of berson authorized to sign)	3/23/04	168. UNITED STATI	1.	MERICA		6C. DATE S		

NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE

(Signature of person authorized to sign)

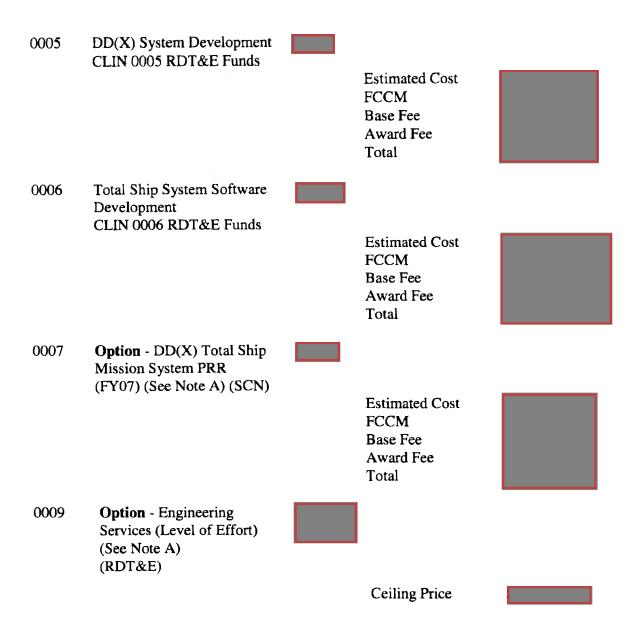
28 Har 2006 STANDARD FROM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 53.

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> 0001	SUPPLIES/SERVICES DD(X) First Ship Advance Procurement (FY 05) (SCN)	Quantity	Costs  Estimated Cost FCCM Base Fee Award Fee Total	Amount
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	



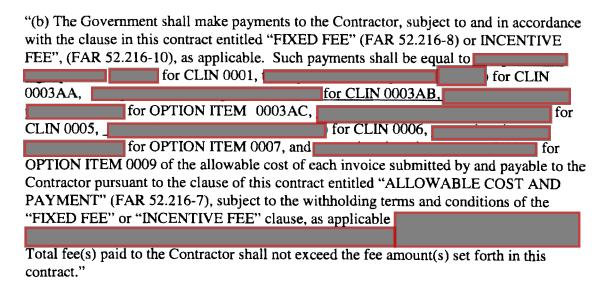
b. Under paragraph **B-1 OPTION EXTEND THE TERM OF THE CONTRACT**, delete Item 0007 and replace with the following:

Item Latest Option Exercise Date
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:



- 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:

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

- (c) CLINs/SLINs <u>0001</u>, <u>0003AA</u>, and <u>0003AB</u> 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 co-	ntract, 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	It includes, but is not limited to, purchase					
orders, and changes and modificati	ons 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

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 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

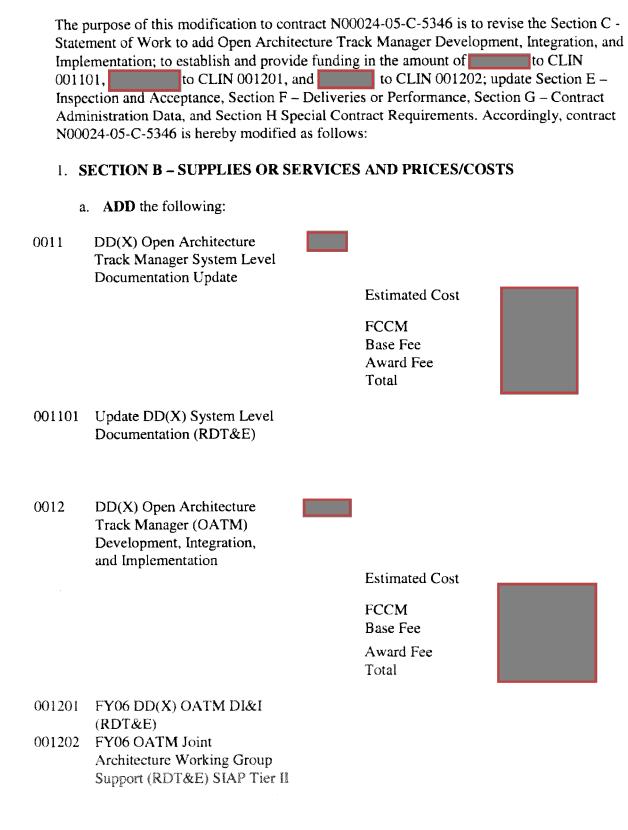
- v. J-27 Data Rights and Patent Rights Assertion vi. J-57 Mission Systems Equipment List

9.	Funds in the amount of	are obligated	to CLIN 0003AA	A, funds in the amount
	of are obl	igated to CLIN 0003AB,	funds in the amous	nt of are
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	0006 in accordance with	the attached Financial A	ccounting Data (F	AD) sheets This
	modification increased t	he total amount of funds of	obligated to the co	intract by
	trom	to	and is reflected	d in the following
	revised obligation chart:			

<u>Item</u>	<u>Amount</u>	<b>Appropriation</b>
0001		
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.

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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 for CLIN 0001, for CLIN 0003AA. for CLIN 0003AB. for OPTION ITEM 0003AC, for CLIN 0005. for CLIN 0006, 1 for OPTION ITEM 0007. for OPTION ITEM 0009. for CLIN 0011, and 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 Total tee(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

These new requirements are

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

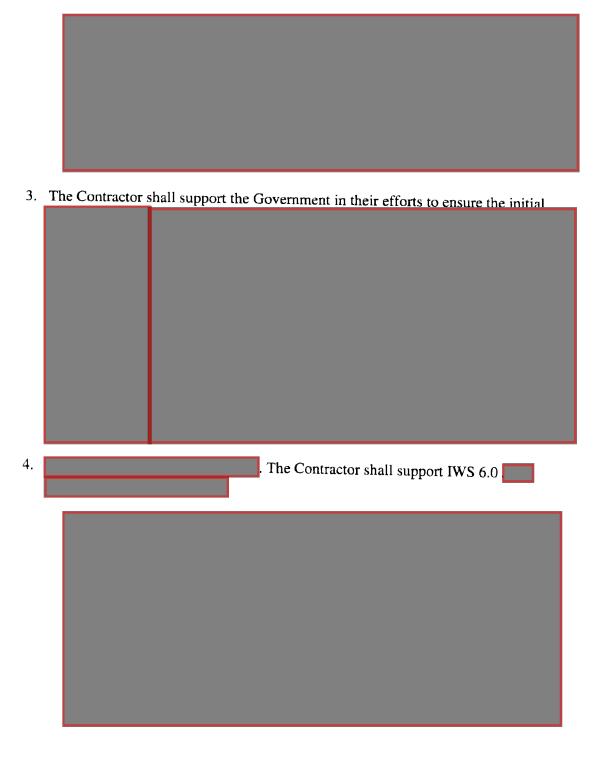
# ITEM 0012 Open Architecture Track Manager (OATM) Development, Integration, and Implementation

1.	The Contractor shall	
	f. Update Integrated Master Schedule (IMS) with OATM development	

milestone.

2. In addition to the

as follows:





### 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
Item 0002 - Reserved
Item 0003AA- The contractor shall perform the work described in Section C from the date of For funding provided for ITEM 0003AA in P00006, P00007, and P00008, the period of performance is through and the level of performance associated with this P00006, P00007, and P00008 funding shall be
Item 0003AB - The contractor shall perform the work described in Section C from the effective date of PZ0010 through
<b>Item 0003AC</b> - The contractor shall perform the work described in Section C from the date of option exercise through
Item 0004 – Reserved
Item 0005 - The contractor shall perform the work described in Section C from the date of contract award through  The period of performance for CLIN 000501 is through  The period of performance for CLIN 000502 is through
Item 0006 - The contractor shall perform the work described in Section C from the date of contract award through  The period of performance for CLIN 000601 is through  The period of performance for CLIN 000602 is through
Item 0007 - The contractor shall perform the work described in Section C from the date of option exercise through

**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

**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

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

**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>	Estimated <a href="#">Cost</a>	Base <u>Fee</u>	Award <u>Fee</u>	Estimated Period of Performance
0005				
0006				
001101				
001201				
001202				

(c) CLINs/SLINs <u>0001</u>, <u>0003AA</u>, and <u>0003AB</u> 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	are obligated to CLIN 001101, funds in the	amount of
are obligated to CLIN 00	1201, and funds in the amount of	are obligated
to CLIN 001202 in accordance with t	he attached Financial Accounting Data (FA	(AD) sheets
This modification increased the total	amount of funds obligated to the contract b	oy
from	and is reflected in the following revised	obligation
chart:		

<u>Item</u>	<u>Amount</u>	<b>Appropriation</b>
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.

Officer must acknowledge receipt of this amondment prior to the hour and data specified in the solicitation or as amended, by one of the following methods:  (a) By completing time 3 and 15, and returning				1. CO	NTRACT ID C	ODE	PAGE	OF PAGES
See Block 16c  NOD024-06-FR-99038  NOD024-06-FR-99038  CODE   S2205A  NAVAL SEA SYSTEMS COMMAND SEA 02516B PROC. John N. Butto S133 NAVAL SEA SYSTEMS COMMAND SEA 02516B PROC. John N. Butto S133 NAVAL SEA SYSTEMS COMMAND SEA 02516B PROC. John N. Butto S133 NAVAL SEA SYSTEMS COMMAND SEA 02516B PROC. John N. Butto S133 NAVAL SEA SYSTEMS COMMAND SEA 02516B PROC. John N. Butto S133 NAVAL SEA SYSTEMS COMMAND SEA 02516B PROC. John N. Butto S133 NAVAL SEA SYSTEMS COMMAND SEA 0267 NAVAL SEA SYSTEMS SO APPLE HILL DRIVE TEWKSBURY, MA 01876-0901  NAME AND ADDRESS OF CONTRACTOR (No. 50me). county. State, and ZIP Code) TAX THEON COMMANY INTEGRATED DEFENSE SYSTEMS SO APPLE HILL DRIVE TEWKSBURY, MA 01876  10A MODIFICATION FOR CONTRACTORDER NO0024-05-05-3146 TIRS BOOKE NAME STATEMS TO APPLE HILL DRIVE TEWKSBURY, MA 01876  11A THIS STATEMS TO AMENDMENT OF SOLICITATION NO RAYTHEON COMMANY THE ROBORY NAME AND STATEMS TO AMENDMENT OF SOLICITATIONS  11A MADE AND STATEMS TO AMENDMENT OF SOLICITATION SO  11A THIS STATEM CONTRACTORDER NO0024-05-05-3146 THIS BOOKE NAME STATEMS TO THE NAME AND STATEMS TO SOLICITATIONS  11A MADE AND STATEMS TO THE NAME AND STATEMS TO THE STATEMS TO THE NAME AND STATEMS TO THE TOWN THE CONTRACTORDER IS MODIFIED TO REPLICATIONS OF CONTRACTORDERS. THE ADMINISTRATIVE CHANGES (NAME AND STATE OF STATEMS TO THE ADMINISTRATIVE CHANGES (NAME AND STATE OF STATEMS TO THE ADMINISTRATIVE CHANGES (NAME AND STATE OF STATEMS TO THE ADMINISTRATIVE CHANGES (			CONTRACT				1	4
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NAVAL SEA SYSTEMS COMMAND  SEA 0251687 POC. John N Bulb  1331 SAAC HULL AVE. SE  WASHINGTON NAVY YARD. DC 20376-0001  PHONE: (202) 781-2903; FAX: (202) 781-4851  E-mail: john.butt@jnay,mil  A MAJENDADRESS OF CONTRACTOR (vc. street, county, Stote, and ZIP Code)  RAYTHEON COMPANY  INTEGRATED DEFENSE SYSTEMS  OAPPLE HILL DRIVE  TEWKSBURY, MA 01876-0901  IN No. 95-1778500  OAPPLE HILL DRIVE  10 A AJIENDAMENT OF SOLICITATION NO.  RAYTHEON COMPANY  INTEGRATED DEFENSE SYSTEMS  OAPPLE HILL DRIVE  10 A AJIENDAMENT OF SOLICITATION NO.  RAYTHEON COMPANY  INTEGRATED DEFENSE SYSTEMS  OAPPLE HILL DRIVE  10 A AJIENDAMENT OF SOLICITATION NO.  11 THIS TEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS  12 AND OAPPLE HILL DRIVE  13 A DATE (SEE ITEM 11)  14 A DOOR numbered calculations a samedad vas active of the service of th		See Block 16c	N00024-06	-FR-59	038	06-5	00-59038	ì
DCMA RAYTHEON COMPANY SEA 0251687 POC. John N. Butto 1333 (SAAC HULL AVE. SE WASHINGTON NAVY YARD, DC 20376-0001 PHONE: (202) 761-2507, FAX: (202) 721-4651 E-mail: john butto@navy.mile B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  B. MARE AND TITLE OF COMPANY  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  B. MARE AND ADDRESS OF CONTRACTOR (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code)  IT MS 300-4 PARCHEN (Inc. scient. county, State, and ZIP Code, and ZIP Co	*****	N00024	7. ADMINISTERED B	Y (if other	er than Item 8)	CODE	S2205A	
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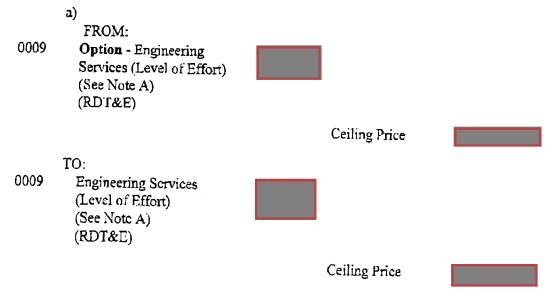
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The purpose of this modification to Contract N00024-05-C-5346 is to exercise and partially fund Option Item 0009: - Engineering Services (Level of Effort) and revised the 2<sup>nd</sup> period Award Fee events.

- 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 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 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:



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

4. Funds in the amount of 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 from and is reflected in the following revised obligation chart:

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

N60024-05-C-6346 Pr0012 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 counsest remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITATIO	N/MODIFICATION OF	CONTRACT	1. CONTRACT	D CODE	PAGE (	2
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PUT	RCHASE REQ. NO	D. 5. PROJECT NO.	(If applicab	1
P00013	See Block 16c	N00024-06-	FR-59052	06-0	25-59052	2
6. ISSUED BY CODE	N00024	7. ADMINISTERED B	Y (If other than Iter	m 6) CODE	S2205A	<u> </u>
NAVAL SEA SYSTEMS COMMAND SEA 02516B1 POC: John N. Butto 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 2037 PHONE: (202) 781-2900; FAX: (202) 7 E-mail: john.butto@navy.mil	6-0001	DCMA RAYTH 50 APPLE HILI TEWKSBURY,	L DRIVE			
•			LALV LOA AME	NDMENT OF SOLICITA	TION NO	
8. NAME AND ADDRESS OF CONTRACTOR (No., s RAYTHEON COMPANY	treet, county, State, and ZIP Code)		(√) 9A. AME	NDIVIENT OF SOCIOTIF	THOM INO.	
INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE				ED (SEE ITEM 11)		
TEWKSBURY, MA 01876			1 1	DIFICATION OF CONT	RACT/ORD	ER NO.
				10024-05-C-5346 TED (SEE ITEM 13)		
TIN No: 95-1778500 DUNS: 174786913 CODE 0AYP7	FACILITY CODE		4 1	May 2005		
	HIS ITEM ONLY APPLIES TO	AMENDMENTS OF	SOLICITATIONS	5		
The above numbered solicitation is amended	as set forth in Item 14. The hour an	d date specified for rece	ipt of Offers	is extended,	is r	not extended.
Offers must acknowledge receipt of this amendment p				the following methods:		
(a) By completing Items 8 and 15, and returningseparate letter of telegram which includes a reference DESIGNATED FOR THE RECEIPT OF OFFERS PR you desire to change an offer already submitted, su amendment, and is received prior to the opening hour 12. ACCOUNTING AND APPROPRIATION DATA (If	to the solicitation and amendment of IOR TO THE HOUR AND DATE SP th change may be made by telegra and date specified.	iumbers. FAILURE OF ECIFIED MAY RESULT	YOUR ACKNOW! IN REJECTION C	_EDGMENT TO BE REG OF YOUR OFFER. If by	CEIVED AT virtue of thi:	THE PLACE s amendment
See attached.	TEM APPLIES ONLY TO MOD	VEICATIONS OF CO	NITE ACTS/ORE	)EBS		***************************************
IT MC  (*)  A. THIS CHANGE ORDER IS ISSUED P  IN ITEM 10A.	DIFIES THE CONTRACT/ORD	ER NO. AS DESCR	BED IN ITEM 1	4.	NTRACT O	RDER NO.
X B. THE ABOVE NUMBERED CONTRAC	T/ORDER IS MODIFIED TO REFLE	CT THE ADMINISTRAT	IVE CHANGES (S	such as changes in payii	ng office, ap	propriation
date, etc.) SET FORTH IN ITEM 14, F	PURSUANT TO THE AUTHORITY C	)F FAR 43.103(b)				
C. THIS SUPPLEMENTAL AGREEMEN	IS ENTERED INTO PORSONNT	O AUTHORITY OF				
D. OTHER (Specify type of modification a	and authority)					
E. IMPORTANT: Contractor X is not,	is required to sign this documen					
14. DESCRIPTION OF AMENDMENT/MODIFICATION	N (Organized by UCF section headi	ngs, including solicitation	√contract subject i	matter where feasible.)		
	(SEE A	TTACHED)				
Except as provided herein, all terms and conditions of	the document referenced in Item 9A	or 10A, as heretofore o	hanged, remains u	inchanged and in full for	ce and effe	ct.
15A. NAME AND TITLE OF SIGNER (Type of print)		16A, NAME AND TIT	JOSEPH I CONTRACT	TING OFFICER (Type	or Panti	
15B. CONTRACT/OFFEROR	15C. DATE SIGNED	B. UNITED STATE	S OF AMERICA	19	DATE SIG	ZOS6
(Signature of person authorized to sign) NSN 7540-01-152-8070		1 (Signature	. or commonly of	STANDARD F		EV. 10-83)
PREVIOUS EDITION UNUSABLE		V		Prescribed by ( FAR (48 DFR)		

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 CLIN\SLIN 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 , 000301 level in P00007 , and 000301 level in P00008 is hereby decommitted in the total sum of .
- 2. Funding in the amount of \_\_\_\_\_ 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 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 from 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		

- 4. The total amount of the contract is unchanged by this modification
- 5. This modification results in no change to current contract schedules.

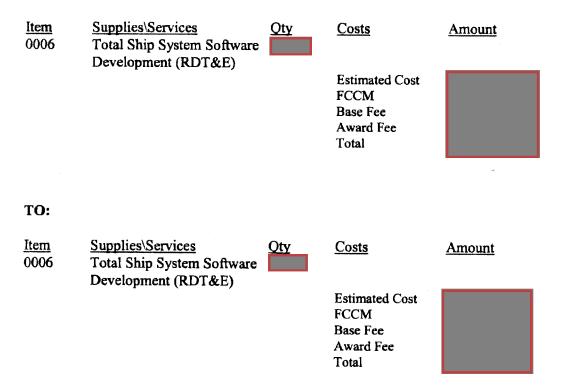
Except as modified herein, all terms and conditions of this contract remain unchanged and are in full force and effect.

AMENDMENT OF SOLICITA						
AMENDMENT OF GOTIONS	TION/MODIFICATION OF	F CONTRACT	1. CONTRACT		PAGE C	F PAGES
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE REQ. NO	D. 5. PROJECT NO	) /// analianhia	2_
P00014	See Block 16c	N00024-08-			э. ( <i>н арунса</i> он -025-59055	יי
	ODE N00024	7. ADMINISTERED B				
NAVAL SEA SYSTEMS COMMANI	)	1	,		S2205A	
SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE		DCMA RAYTH	EON COMPA	NY		
WASHINGTON NAVY YARD, DC	20276 0004	50 APPLE HILI	DRIVE			
PHONE: (202) 781-2900; FAX: (2	20376-0001 N2) 781-4651	TEWKSBURY,	MA 01876-09	01		
E-mail: joseph.ilk@navy.mil	,					
8. NAME AND ADDRESS OF CONTRACTOR (	No., street, county, State, and ZIP Code)		(V)   9A AME		-	
RAYTHEON COMPANY	•		ANEL	IDMENT OF SOLICIT	ATION NO.	
INTEGRATED DEFENSE SYSTEM	S		98. DATE	D (SEE ITEM 11)	···	
50 APPLE HILL DRIVE				,		
TEWKSBURY, MA 01876			10A. MOC	IFICATION OF CONT	RACT/ORDER	NO.
TIN No: 95-1778500 DUNS: 174786	013		NOC	024-05-C-5346		
CODE DAYPY	FACILITY CODE		4 1	D (SEE ITEM 13)		
1	1. THIS ITEM ONLY APPLIES TO A	AMENDMENTS OF S	25 M	ay 2005		
The above numbered solicitation is ame	nded as set forth in Item 14. The hour and	data a serie de	DEICHAHUNS			
ffore must acknowledge receipt of this amount	and administration to the second second	n mana shacilled tot teceib	t of Offers	is extended,	is not a	otended.
ffers must acknowledge receipt of this amendm	mit him in a single and date abaction to	ma solicitation of as sme	nded, by one of the	following methods:		
a) by completing items 5 and 15, and returning	copies of the amendment, (b) B	By acknowledging receipt	of this amendment	on each conv of the	Mar o: hanithad	ad tax Box
eparate letter of telegram which includes a reference SIGNATED FOR THE RECEIPT OF OFFERS	COLCE TO THE PARTY OF	THE OF THE	ノンベ べいれんいいいしょ	UGMENT TO RE DEC	じこうんこう スティン	
'Ou Ceare to Chance an offer almady submitted	district change may be as a least	ECIFIED MAY RESULT IN	REJECTION OF	YOUR OFFER. If by	virtue of this an	rendment
mendment, and is received prior to the opening i	Cur and date executed		i telegram or lette	r makes reference to	the solicitation	and this
2. ACCOUNTING AND APPROPRIATION DATA  See attached.	k (If required)					
	IS ITEM APPLIES ONLY TO MODII	EICATIONS OF COM				
A. THIS CHANGE ORDER IS ISSUE	D PURSUANT TO: (Specify authority) Th	E CHANGES SET FOR	HIN ITEM 14 ARI	MADE IN THE CON	TDACT ODDE	
ł.						
B. THE ABOVE NUMBERED CONTR	ACT/ORDER IS MODIFIED TO REFLEC 4, PURSUANT TO THE AUTHORITY OF	T THE ADMINISTRATIO				
date, etc.) SET FORTH IN ITEM 1	4, PURSUANT TO THE AUTHORITY OF	FAR 43.103(b)	E CHANGES (suc)	as changes in paying	office, approp	riation
O. THIS SOFFLEMENTAL AGREEM	ENT IS ENTERED INTO PURSUANT TO	AUTHORITY OF:				
D. OTHER (Specify type of modification  Mutual Agreement of the Parties	n and authority)				~~~	
IMPORTANT: Contractor is not.	X is required to sign this document a					
		and return 2 copies to the	issuing office.			
DESCRIPTION OF AMENDMENT/MODIFICAT	ON (Omenized by LICE section bondies)					
	Tarifacian by Oct. Section Headings	s, including solicitation/col	ntract subject matte	where feasible.)		
	To the second second second	s, including solicitation/col	ntract subject matte	r where feasible.)		
	от устания подажения подажения	s, including solicitation/col	ntract subject matte	or where feasible.)		
	The second secon	s, including solicitation/col	ntract subject matti	er where feasible.)		
	The second secon	s, including solicitation/col	ntract subject matte	r where feasible.)		
			ntract subject matte	r where fessible.)		
	(SEE ATT		ntract subject matte	v where fessible.)		
			ntract subject matti	v where fessible.)		
			ntract subject matti	v where fessible.)		The state of the s
			ntract subject matti	v where fessible.)		
			ntract subject matti	v where fessible.)		
			ntract subject matti	v where fessible.)		
	(SEE ATT	FACHED)				
	(SEE ATT)	TACHED)	d./emains.inchas	conditional in fall forms		
tept as provided herein, all terms and conditions.  NAME AND TITLE OF SIGNER (Type of print)	(SEE ATT)	TACHED)	d./emains.inchas	conditional in fall forms	nd effect.	
ept as provided herein, all terms and conditions.  NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi	(SEE ATT)	FACHED)  10A, as heretofore change 6A. NAME AND TITLE OF	id, remains unchar F CONTRACTING	ged and in full force a OFFICER (Type or Pri	nd effect.	
cept as provided herein, all terms and conditions of NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager	(SEE ATT)	TACHED)  10A, as heretofore change 8A. NAME AND TITLE OF	<u>id, remains unchar</u> F CONTRACTING OSEPH L. I	ged and in full force an OFFICER (Type or Pri LK	nd effect.	
ept as provided herein, all terms and conditions of NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 6A. NAME AND TITLE OF	d remains unchar FCONTRACTING OSEPH L. I ONTRACTING	ged and in full force an OFFICER (Type or Pri LK OFFICER	int)	
ept as provided herein, all terms and conditions : NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 8A. NAME AND TITLE OF	d remains unchar FCONTRACTING OSEPH L. I ONTRACTING	ged and in full force all OFFICER (Type or Pri LK OFFICER YSTEMS COMMI	AND	
ept as provided herein, all terms and conditions : NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 6A. NAME AND TITLE OF	d remains unchar FCONTRACTING OSEPH L. I ONTRACTING	ged and in full force all OFFICER (Type or Pri LK OFFICER YSTEMS COMMI	int)	
ept as provided herein, all terms and conditions.  NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000 CGNTRACT/OFFEROR	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 6A. NAME AND TITLE OF  CONTROL OF THE CONTROL OF T	d, remains unchar FCONTRACTING CSEPH L. I CNTRACTING AVAL SEA S AMERICA	ged and in full force all OFFICER (Type or Pri LK OFFICER YSTEMS COMMI 16C DAT	AND	
Lept as provided herein, all terms and conditions.  NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000 CONTRACT/OFFEROR  Jun Jatturas (Signature of person authorized to sign) 7540-01-452-8070	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 6A. NAME AND TITLE OF  CONTROL  3B. UNITED STATES OF	d, remains unchar FCONTRACTING CSEPH L. I CNTRACTING AVAL SEA S AMERICA	ged and in full force an OFFICER (Type or Pri LK OFFICER YSTEMS COMMI 16C DAT	AND E SIGNEO	0
Cept as provided herein, all terms and conditions of NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000 CGNTRACT/OFFEROR	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 6A. NAME AND TITLE OF  CONTROL OF THE CONTROL OF T	d, remains unchar FCONTRACTING CSEPH L. I CNTRACTING AVAL SEA S AMERICA	ged and in full force all OFFICER (Type or Pri LK OFFICER YSTEMS COMMI 16C. DAT	AND E SIGNEO	3)
Lept as provided herein, all terms and conditions.  NAME AND TITLE OF SIGNER (Type of print) Gino Lattanzi Contracts Manager Raytheon FNC/DDG 1000 CONTRACT/OFFEROR  Jun Jatturas (Signature of person authorized to sign) 7540-01-452-8070	(SEE ATT) of the document referenced in item 9A or 1	TACHED)  10A, as heretofore change 6A. NAME AND TITLE OF  CONTROL OF THE CONTROL OF T	d, remains unchar FCONTRACTING CSEPH L. I CNTRACTING AVAL SEA S AMERICA	ged and in full force an OFFICER (Type or Pri LK OFFICER YSTEMS COMMI 16C DAT	AND E SIGNEO	

The purpose of this modification to Contract N00024-05-C-5346 is to reduce the contract value by 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:



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

				1. CONTRACT ID CODE PAGE OF PA		
AMENDMENT OF SOLICITATION	N/MODIFICATION OF	CONTRACT			1 3	
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PUI	CHASE REC	NO. 5. PROJECT N	O. (If applicable)	
P00015	See Block 16c	N00024-06-	FR-59061	05	-025-59061	
6. ISSUED BY CODE	N00024	7. ADMINISTERED B	Y (If other than	n Item 6) COD	E S2205 <b>A</b>	
NAVAL SEA SYSTEMS COMMAND SEA 02531 POC: Joseph L. ILK 1333 ISAAC HULL AVE., SE WASHINGTON NAVY YARD, DC 2037 PHONE: (202) 781-2900; FAX: (202) 7 E-mail: joseph.ilk@navy.mil	6-0001 81-4651	DCMA RAYTHEON COMPANY 50 APPLE HILL DRIVE TEWKSBURY, MA 01876-0901				
			I all I as	AMENDMENT OF SOLIC	TATION NO	
8. NAME AND ADDRESS OF CONTRACTOR (No., s RAYTHEON COMPANY INTEGRATED DEFENSE SYSTEMS 50 APPLE HILL DRIVE TEWKSBURY, MA 01876	treet, county, State, and ZIP Codej		9B.	DATED (SEE ITEM 11)  . MODIFICATION OF CO N00024-05-C-5346	NTRACT/ORDER NO.	
TIN No: 95-1778500 DUNS: 174786913			.1 1	DATED (SEE ITEM 13)		
CODE 0AYP7	FACILITY CODE	AMENDMENTS OF	COLICITATI	25 May 2005		
The above numbered solicitation is amended	HIS ITEM ONLY APPLIES TO			is extended.	is not extended.	
(a) By completing Items 8 and 15, and returning separate letter of telegram which includes a reference DESIGNATED FOR THE RECEIPT OF OFFERS PR you desire to change an offer already submitted, su amendment, and is received prior to the opening hour 12. ACCOUNTING AND APPROPRIATION DATA (If See attached.  13. THIS IT MC  (*)  A. THIS CHANGE ORDER IS ISSUED PIN ITEM 10A.  B. THE ABOVE NUMBERED CONTRAC date, etc.) SET FORTH IN ITEM 14, FOR THIS SUPPLEMENTAL AGREEMENT  D. OTHER (Specify type of modification at Determination of Fee E. IMPORTANT: Contractor X is not.	copies of the amendment; (b) to the solicitation and amendment IOR TO THE HOUR AND DATE SF on change may be made by telegrand date specified.  required)  ITEM APPLIES ONLY TO MOD DDIFIES THE CONTRACT/ORD URSUANT TO: (Specify authority)  CT/ORDER IS MODIFIED TO REFLE PURSUANT TO THE AUTHORITY (TIS ENTERED INTO PURSUANT TO and authority)  is required to sign this document	By acknowledging receinumbers. FAILURE OF PECIFIED MAY RESULT am or letter, provided employed by the provided employed by the provided employed by the changes set for the changes set for part and return 2 copies.	pt of this ame YOUR ACKN YOUR ACKN IN REJECTIVE ACK telegram ONTRACTS/ INBED IN ITE ORTH IN ITEM TIVE CHANGE to the issuing of	ndment on each copy of to IOWLEDGMENT TO BE IOWL	he offer submitted; of (c) By RECEIVED AT THE PLACE by virtue of this amendment at the solicitation and this CONTRACT ORDER NO.	
Except as provided herein, all terms and conditions of 15A. NAME AND TITLE OF SIGNER (Type of print)	if the document referenced in Item 9	16A, NAME AND TI	TLE OF CON JOSEF CONTR NAVAL	TRACTING OFFICER <i>(Ty</i> PH L. ILK RACTING OFFICE J SEA SYSTEMS	pe or Print) R COMMAND	
15B. CONTRACT/OFFEROR	15C. DATE SIGNED	168. UNITED STAT	ES OF AMER	ICA 1	6C. DATE SIGNED	
	The Management of the Control of the	1 Daniel	L II	J.	05/25/2016	
(Signature of person authorized to sign)		Signatu	re of Contracti		02/12/2006	

NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE STANDARD FROM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 53.

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

1.	Funding pro	vided for CLIN 00	001 in the basic contract is hereby d	lecommitted in the
	amount of	with t	the attached Financial Accounting	Data (FAD) sheets.
	This admini	strative change de	creases the total amount of funds of	bligated to the
	contract by			and is reflected in
	the followin	g revised obligation	on chart:	

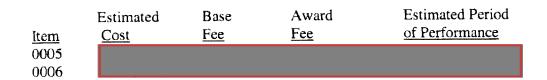
<u>Item</u>	<u>Amount</u>	<b>Appropriation</b>
0001	\$	
0003AA	\$	
0003AB	\$	
0005	\$	
0006	\$	
0009	\$	
1101	\$	
1201	\$	
1202	\$	

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

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

	Potential	Award Fee	
CLIN	 Award Fee	Earned	Percentage
0001	\$		
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:



4. Funds in the amount of are obligated to CLIN 0001, funds in the amount of are obligated to CLIN 0003AA, funds in the amount of are obligated to CLIN 0003AB, funds in the amount of are obligated to CLIN 0005, funds in the amount of 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 (Per Paragraph 1 of this modification) to and is reflected in the following revised obligation chart:

<u>Item</u>	Amount	Appropriation
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.

			1. CONTRAC	T ID CODE	PAGE	OF PAGES
AMENDMENT OF SOLICITATIO	NAMODIEICATION OF	CONTRACT			1	2
	3. EFFECTIVE DATE	4. REQUISITION/PU	RCHASE REQ.	NO. 5. PROJECT	NO. (If applicab	le)
2. AMENDMENT/MODIFICATION NO.	I I	N00024-06-		t	5-025-59064	ļ
P00016	See Block 16c				OE   S2205A	
6. ISSUED BY CODE	N00024	7. ADMINISTERED B	t (ir ower man	nem oj CO	DC   32203F	
NAVAL SEA SYSTEMS COMMAND		DCMA RAYTH	EON COME	ANV		
SEA 02531 POC: Joseph L. ILK		50 APPLE HIL		AIT		
1333 ISAAC HULL AVE., SE	70.0004	TEWKSBURY		0901		
WASHINGTON NAVY YARD, DC 203	76-0001 784 4654	LEANICOPOLLI	, 120101010	0301		
PHONE: (202) 781-2900; FAX: (202)	781-4051					
E-mail: joseph.ilk@navy.mil					CITATION NO	
8. NAME AND ADDRESS OF CONTRACTOR (No.,	street, county, State, and ZIP Code)		(V) 9A. A	MENDMENT OF SOL	CHATION NO.	
RAYTHEON COMPANY			98.0	ATED (SEE ITEM 11)		
INTEGRATED DEFENSE SYSTEMS				,,		
50 APPLE HILL DRIVE			10A.	MODIFICATION OF C	ONTRACT/ORI	DER NO.
TEWKSBURY, MA 01876			1 1	N00024-05-C-53	46	
TIN No: 95-1778500 DUNS: 174786913	•		108.	DATED (SEE ITEM 13	3)	
CODE DAVET	FACILITY CODE			5 May 2005		
11.	THIS ITEM ONLY APPLIES TO	AMENDMENTS OF	SOLICITATIO	ONS		
The above numbered solicitation is amende	ed as set forth in Item 14. The hour an	d date specified for rec	eipt of Offers	is extende	d, 🔲 is	not extended.
Offers must acknowledge receipt of this amendment	arias to the hour and date specified if	the solicitation or as a	mended, by one	of the following metho	ds:	
	the state of the s	D., anksowladajaa raca	int of this amon	dment on each copy o	f the offer subm	itted: of (c) By
(a) By completing Items 8 and 15, and returningseparate letter of telegram which includes a reference	to the second name of the second	auminore EAILLIDE OF	VOLID ACKNO	MALEDIAMENT TO BE	- RECEIVED A	ITTEPLACE
separate letter of telegram which includes a reference DESIGNATED FOR THE RECEIPT OF OFFERS PI	RIOR TO THE HOUR AND DATE SP	ECIFIED MAY RESUL	IN REJECTIO	N OF YOUR OFFER.	If by virtue of th	is amendment
design to change an offer already submitted. S	uch change may be made by telegri	am or letter, provided e	each telegram o	r lener makes referen	Ce to the solici	iation and this
amendment, and is received prior to the opening hou 12. ACCOUNTING AND APPROPRIATION DATA (	or and date specified.					
Cas attached						
13 THIS	ITEM APPLIES ONLY TO MOD	DIFICATIONS OF CO	ONTRACTS/C	ORDERS,		
The second of th	ODIFIES THE CONTRACT/ORD	THE CHANGES SET F	ORTHINITEM	14 ARE MADE IN THE	CONTRACT	ORDER NO.
A. THIS CHANGE ORDER IS ISSUED	PORSOANT TO: (Specify additionly)	7712 01 7 410 20 02				
1				6 (		intion
B. THE ABOVE NUMBERED CONTRA date, etc.) SET FORTH IN ITEM 14,	CT/ORDER IS MODIFIED TO REFLI	ECT THE ADMINISTRA	TIVE CHANGE	5 (such as changes in	paying once, a	ppropriation
C. THIS SUPPLEMENTAL AGREEMEN	NT IS ENTERED INTO PURSUANT	O AUTHORITY OF:				
D. OTHER (Specify type of modification	and authority)					
X Mutual Agreement of the Parties		1 - 1 -1 - 0	to the inquire of	foo		
E. IMPORTANT: Contractor is not,	X is required to sign this documer					
14. DESCRIPTION OF AMENDMENT/MODIFICATI	ON (Organized by UCF section head	ings, including solicitation	nvcontract subj	act matter where teasit	ие.)	
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Except as provided herein, all terms and conditions	of the document referenced in Item 0	A or 10A, as heretofore	changed, rema	ins unchanged and in f	uil force and eff	ect.
Except as provided herein, all terms and conditions 15A NAME AND TITLE OF SIGNER (Type of print)		16A NAME AND T	TLE OF CONT	RACTING OFFICER (	Type or Print)	Management of the Control of the Con
Gino Lattanzi	-	B.O	JOSEPI	H L. ILK		
Contracts Manager				ACTING OFFIC	ER.	
Raytheon/FNC/DDG 1000				SEA SYSTEMS		)
15B. CONTRACT/OFFEROR	15C DATE SIGNED	168, UNITED STA			18C. DATE SI	
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NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE STANDARD FROM 30 (REV. 10-83) Prescribed by GSA FAR (48 DFR) 53.

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: Total Ship System Software 0006 Development CLIN 0006 RDT&E Funds **Estimated Cost FCCM** Base Fee Award Fee Total BY: Total Ship System Software 0006 Development CLIN 0006 RDT&E Funds **Estimated Cost FCCM** Base Fee Award Fee Total TO: Total Ship System Software 0006 Development CLIN 0006 RDT&E Funds **Estimated Cost FCCM** Base Fee Award Fee Total

The purpose of this modification to Contract N00024-05-C-5346 is to reduce the contract value by to CLIN 0006 due to a de-scope of work effort of the Computer Aided

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