

OMB APPROVAL 2700-0042

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. MODIFICATION No. THIRTY-SEVEN (37)	3. EFFECTIVE DATE 23 SEP 2010	4. REQUISITION/PURCHASE REQ. NO. MULTIPLE		5. PROJECT NO. (IF APPLICABLE)
6. ISSUED BY [Redacted] WASHINGTON, DC 20505	CODE	7. ADMINISTERED BY (IF OTHER THAN ITEM 6) [Redacted]		CODE
8. NAME AND ADDRESS OF CONTRACTOR (NO. STREET, COUNTY, STATE AND ZIP CODE) GENERAL DYNAMICS INFORMATION TECHNOLOGY 3211 JERMANTOWN ROAD SUITE 120 FAIRFAX, VA 22030			(✓) 9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
			10A. MODIFICATION OF CONTRACT/ORDER NO. 2007*1211818*000	
			10B. DATED (SEE ITEM 13) 18 SEPTEMBER 2007	
CODE		FACILITY CODE		

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11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

THE ABOVE NUMBERED SOLICITATION IS AMENDED AS SET FORTH IN ITEM 14. THE HOUR AND DATE SPECIFIED FOR RECEIPT OF OFFERS IS EXTENDED, IS NOT EXTENDED.

OFFERS MUST ACKNOWLEDGE RECEIPT OF THIS AMENDMENT PRIOR TO THE HOUR AND DATE SPECIFIED IN THE SOLICITATION OR AS AMENDED, BY ONE OF THE FOLLOWING METHODS:

(A) BY COMPLETING ITEMS 8 AND 15, AND RETURNING ONE (1) COPY OF THE AMENDMENT; (B) BY ACKNOWLEDGING RECEIPT OF THIS AMENDMENT ON EACH COPY OF THE OFFER SUBMITTED; OR (C) BY SEPARATE LETTER OR TELEGRAM WHICH INCLUDES A REFERENCE TO THE SOLICITATION AND AMENDMENT NUMBERS. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. IF BY VIRTUE OF THIS AMENDMENT YOU DESIRE TO CHANGE AN OFFER ALREADY SUBMITTED, SUCH CHANGE MAY BE MADE BY TELEGRAM

12. ACCOUNTING AND APPROPRIATION DATA (IF REQUIRED)

INCREASE OY3 FUNDING & TOTAL CONTRACT FUNDING

- Increase Total OY3 Funding FROM \$13,023,430 BY \$18,257,333 TO \$31,280,763
- Increase Total Contract Funding FROM \$132,679,095 BY \$18,257,333 TO \$150,936,428

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

(✓) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (SPECIFY AUTHORITY) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (SUCH AS CHANGES IN PAYING OFFICE, APPROPRIATION DATE, ETC.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).

C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:

D. OTHER SPECIFY TYPE OF MODIFICATION AND AUTHORITY

✓ **MUTUAL AGREEMENT OF THE PARTIES**

E. IMPORTANT: CONTRACTOR IS NOT, IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN ONE (1) COPIES TO THE ISSUING OFFICE.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (ORGANIZED BY UCF SECTION HEADINGS, INCLUDING SOLICITATION/CONTRACT SUBJECT MATTER WHERE FEASIBLE.)

SEE ATTACHED PAGE 2.

15A. NAME AND TITLE OF SIGNER (TYPE OR PRINT)		16A. NAME AND TITLE OF CONTRACTING OFFICER (TYPE OR PRINT)	
[Redacted]		[Redacted]	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(SIGNATURE OF PERSON AUTHORIZED TO SIGN)		BY [Redacted]	9/29/10

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(b)(3)
(b)(6)

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General Dynamics
 Contract No. 2007*1211818*000
 Modification No. Thirty-Seven (37)
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If you have any questions regarding this contract action, please contact

(b)(3)

This Contract may be executed in counterparts, each of which shall be deemed an original, all of which together shall constitute one and the same instrument. Facsimile signatures will be regarded as authentic by all parties.

A. The purpose of Modification No. THIRTY-SEVEN (37) to Contract 2007*1211818*000 is to:

- > Add Incremental Funding to OY3. The total OY3 funding has increased **FROM \$13,023,430 BY \$18,257,333 TO \$31,280,763**
 - o Add Funding to OY3 CLIN 2 & CLIN 6

CLINS	FROM	BY	TO
CLIN 1 -PM FEE	\$1,581,613.44		\$1,581,613.44
CLIN 2 -ODNI LABOR	\$7,862,831.04	\$15,172,515.00	\$23,035,346.04
CLIN 3 - ODNI ODC'S	\$12,699.02		\$12,699.02
CLIN 4 -NCIX LABOR	\$1,390,876.27		\$1,390,876.27
CLIN 5 -NCIX ODC'S	\$40,615.69		\$40,615.69
CLIN 6 -ISG LABOR	\$2,072,494.30	\$3,084,817.54	\$5,157,311.84
CLIN 7 -ISG ODC'S	\$62,300.70		\$62,300.70
TOTAL OY3	\$13,023,430.46	\$18,257,332.54	\$31,280,763.00

The total contract funding has increased **FROM \$132,679,095 BY \$18,257,333 TO \$150,936,428**

B. As a result, the following contract Sections have been modified:

- > **SECTION B-6** **Allotted Contract Funding JAN 2004 is hereby modified to read:**

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B-6 **Allotted Contract Funding** **JAN 2004**

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Pursuant to the "Limitation of Funds" clause, the funding presently available and allotted for the performance of this contract is set forth below. The Government shall not be obligated to reimburse the Contractor for costs incurred in excess of this amount and the Contractor shall not be obligated to continue performance under this contract or otherwise incur costs in excess of the stipulated amount. The Government estimates that the allotment will cover the period of performance identified below:

See Next Page:

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Period	CLIN	Value FROM	Value BY	Value TO	Obligated	To Fully Fund	Funds Expiring
BASE	1				\$1,132,717		17-Sep-08
BASE	2				\$27,045,547		17-Sep-08
BASE	3				\$176,525		17-Sep-08
Sub Total					\$28,354,789		17-Sep-08
Option #1	1				1,825,639		17-Sep-09
Option #1	2				\$4,447,690		17-Sep-09
Option #1	3 ODC's				78,967		17-Sep-09
Option #1	4a				5,624,756		17-Sep-09
Option #1	4b ODC's				17,153		17-Sep-09
Sub Total					41,994,205		17-Sep-09
Option #2	1				\$2,596,528		17-Sep-10
Option #2	2				\$23,498,860		17-Sep-10
Option #2	3 ODC's				\$12,699		17-Sep-10
Option #2	4a				\$7,456,216		17-Sep-10
Option #2	4b ODC's				\$27,539		17-Sep-10
Option #2	5a				\$15,779,832		17-Sep-10
Option #2	5b ODC's				\$62,501		17-Sep-10
Option #2	5c K.E				\$92,895		17-Sep-10
Sub Total					\$49,306,671		17-Sep-10
Option #3	1				\$1,581,613		17-Sep-11
Option #3	2				\$23,095,346		17-Sep-11
Option #3	3				\$12,699		17-Sep-11
Option #3	4				\$1,390,876		17-Sep-11
Option #3	5				\$40,616		17-Sep-11
Option #3	6				\$5,157,312		17-Sep-11
Option #3	7				\$62,501		17-Sep-11
Sub Total					\$31,280,763		17-Sep-11
Total					\$150,936,428		17-Sep-10

NOTE: This chart INCLUDES FEE into each CLIN.

C. Remove and substitute the pages indicated below, attached hereto and a part hereof:

Old Pages	New Pages
9	9

D. Except as provided herein, all other terms and conditions of this contract remain unchanged and in full force and effect.

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