

2. AMENDMENT/MODIFICATION NO. 301 3. EFFECTIVE DATE See Block 16C 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable) **RECEIVED**
SGS CONTRACTS

6. ISSUED BY CODE OPOS 7. ADMINISTERED BY (If other than Item 6) CODE
 John F. Kennedy Space Center, NASA
 Procurement Office
 Kennedy Space Center, FL 32899 **05 SEP 22 AM 10:10**

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) 9A. AMENDMENT OF SOLICITATION NO.
 Space Gateway Support
 2411 Dulles Corner Park, Suite 500
 Herndon, VA 20171-3430
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO.
 NAS10-99001
 10B. DATED (SEE ITEM 13)
 August 21, 1998

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS
 The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended, is not extended.
 Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:
 (a) By completing Items 8 and 15, and returning ___ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

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:
 FAR 52.243-2 Changes – Cost Reimbursement (AUG 1987) Alt II (APR 1984)
 D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 The purpose of this modification is to provide an equitable adjustment to the contract for additional work required to support Titan IV B30 Launch/Landing Scrubs and Delay Costs. This work is defined in CIP 80, performance period 7 Apt 2005 through 26 April 2005.
 This change revises Article B-3, Contract Value; Article B-4, Award Fee; Article G-2 Contract Funding. All other terms and conditions of the contract remain unchanged.
 The increase in costs for government fiscal year 2005 (FY05) is \$734,907 and award fee of \$58,793, for a total of \$793,700
 In consideration of the modification agreed to herein as complete equitable adjustment for the contractor's proposal for adjustment, the contractor hereby releases the government from any and all liability under this contract for further equitable adjustments attributable to such facts and circumstances giving rise to the proposal for adjustment.

DUPLICATE ORIGINAL

15A. NAME AND TITLE OF SIGNER (Type or print) 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
 Victoria G. Lockard Michael Wheeler
 Director, Contracts Contracting Officer
 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED
 Victoria Lockard 26 Sept 05 Michael Wheeler 9/26/05
 (Signature of person authorized to sign) (Signature of Contracting Officer)

ARTICLE B-3 CONTRACT VALUE			
Basic Period Sep 98-30 Sep 03			
The contract value is summarized below:			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Phase-In Period (Sept 1998)	\$1,113,486		\$1,113,486
Basic Period Thru 282			
10/01/98-09/30/00	\$396,471,193	\$23,312,101	\$419,783,294
Neg. Cost Overrun MOD 135	\$9,200,000	\$0	\$9,200,000
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY99-FY00	\$405,671,193	\$23,312,101	\$428,983,294
		\$0	
(10/01/00-09/30/01)	\$215,632,877	\$13,048,103	\$228,680,980
Neg. Cost Overrun MOD 135	\$18,804,377	\$0	\$18,804,377
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY01	\$234,437,254	\$13,048,103	\$247,485,357
(10/01/01-09/30/02)	\$232,322,419	\$14,064,896	\$246,387,315
Neg. Cost Overrun MOD 135	\$19,865,904	\$0	\$19,865,904
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY02	\$252,188,323	\$14,064,896	\$266,253,219
(10/01/02-09/30/03)	\$243,998,145	\$15,172,674	\$259,170,819
Neg. Cost Overrun MOD 135	\$22,426,471	\$0	\$22,426,471
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			-
Total FY03	\$266,424,616	\$15,172,674	\$281,597,290
TOTAL BASIC PERIOD	\$1,159,834,872	\$65,597,774	\$1,225,432,646
Option Period 1 Oct 03 - 30 Sept 04			
Option 1A (10/01/03-09/30/04)	\$242,035,839	\$15,292,435	\$257,328,274
Neg. Cost Overrun MOD 135	\$22,135,767	\$0	\$22,135,767
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY04	\$264,171,606	\$15,292,435	\$279,464,041
Option 3BA (10/01/03-09/30/04)	\$2,322,030	\$185,762	\$2,507,792
Option 5BA (10/01/03-09/30/04)	\$321,092	\$25,687	\$346,779
TOTAL OPTION 1A PERIOD	\$266,814,728	\$15,503,884	\$282,318,612

Option Period 1 Oct 04 - 30 Sept 06			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Options Thru Mod 300			
OPTION 1B			
(10/01/04-09/30/05)	\$292,174,061	\$19,110,599	\$311,284,660
Neg. Cost Overrun MOD 135	\$25,895,945	\$0	\$25,895,945
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No. 301	\$734,907	\$58,793	\$793,700
Total FY05	\$318,804,913	\$19,169,392	\$337,974,305
(10/01/05-09/30/06)	\$259,381,688	\$17,129,273	\$276,510,961
Neg. Cost Overrun MOD 135	\$29,101,654	\$0	\$29,101,654
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY06	\$288,483,342	\$17,129,273	\$305,612,615
Option 3BB			
10/01/04-09/30/05	\$2,391,149	\$191,292	\$2,582,441
10/01/05-09/30/06	\$2,477,883	\$198,231	\$2,676,114
Total Option 3BB	\$4,869,032	\$389,523	\$5,258,555
Option 5BB			
10/01/04-09/30/05	\$331,342	\$26,507	\$357,849
10/01/05-09/30/06	\$331,781	\$26,542	\$358,323
Total Option 5BB	\$663,123	\$53,049	\$716,172
TOTAL OPTION 1B Period	\$612,820,410	\$36,741,237	\$649,561,647
TOTAL CONTRACT			
VALUE SEP98-SEP06	\$2,039,470,010	\$117,842,895	\$2,157,312,905
*Earned fees for past periods plus the available fees for future periods.			
Exercised options are moved above the Total Contract Value Line.			
Option Periods 1 Oct 06 - 30 Sep 08			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
OPTION 1C			
(10/01/06-9/30/07)	\$264,220,229	\$17,436,073	\$281,656,302
Neg. Cost Overrun MOD 135	\$31,867,270	\$0	\$31,867,270
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY07	\$296,087,499	\$17,436,073	\$313,523,572
(10/01/07-9/30/08)	\$271,143,748	\$17,884,452	\$289,028,200
Neg. Cost Overrun MOD 135	\$33,448,837	\$0	\$33,448,837
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY08	\$304,592,585	\$17,884,452	\$322,477,037

	Option Periods 1 Oct 06 - 30 Sep 08 Cont.		
Option 3BC			
10/01/06-09/30/07	\$2,539,810	\$203,185	\$2,742,995
10/01/07-09/30/08	\$2,621,598	\$209,728	\$2,831,326
Total Option 3BC	\$5,161,408	\$412,913	\$5,574,321
Option 4BB			
10/01/04-09/30/05	\$0	\$0	\$0
10/01/05-09/30/06	\$0	\$0	\$0
Total Option 4BB	\$0	\$0	\$0
Option 4BC			
10/01/06-09/30/07	\$775,654	\$62,053	\$837,707
10/01/07-09/30/08	\$775,654	\$62,052	\$837,706
Total Option 4BC	\$1,551,308	\$124,105	\$1,675,413
Option 5BC			
10/01/06-09/30/07	\$332,204	\$26,576	\$358,780
10/01/07-09/30/08	\$341,511	\$27,321	\$368,832
Total Option 5BC	\$673,715	\$53,897	\$727,612
TOTAL OPTION 1C Period	\$608,066,515	\$35,911,440	\$643,977,955
TOTAL CONTRACT			
VALUE INC. OPTIONS	\$2,647,536,525	\$153,754,335	\$2,801,290,860
*Earned fees for past periods plus the available fees for future periods			
Exercised options are moved above the Total Contract Value Line.			

ARTICLE B-4 AWARD FEE

The amount of award fee earned, if any, shall be determined in accordance with Section J, Attachment J-8, Award Fee Evaluation Plan, and other provisions of this contract as applicable. The following specifies by award fee period the amount of available award fee, the amount of earned award fee, and the award fee score.

BASIC PERIOD OF PERFORMANCE		Available Award Fee Through Mod 300	Total Award Fee For Mod 301	Adjusted Available Award Fee	Earned Award Fee Mod 300	Earned Award Fee Mod 301	Earned Award Fee	Award Fee Score and Mod
10/01/98	03/31/99	\$7,740,703		\$7,740,703	\$6,191,089		\$6,191,089	80% Mod 15
04/01/99	09/30/99	\$6,092,693		\$6,092,693	\$4,899,611		\$4,899,611	80% Mod 36
10/01/99	03/31/00	\$7,836,449		\$7,836,449	\$6,736,364		\$6,736,364	86% Mod 57
04/01/00	09/30/00	\$6,456,518		\$6,456,518	\$5,485,038		\$5,485,038	85% Mod 75
10/01/00	03/31/01	\$7,589,135		\$7,589,135	\$6,755,433		\$6,755,433	89% Mod 99
04/01/01	09/30/01	\$6,976,163		\$6,976,163	\$6,292,670		\$6,292,670	91%Mod118
10/01/01	03/31/02	\$5,875,084		\$5,875,084	\$5,344,560		\$5,344,560	91%Mod127
04/01/02	09/30/02	\$9,804,416		\$9,804,416	\$8,720,336		\$8,720,336	92%Mod147
10/01/02	03/31/03	\$8,053,345		\$8,053,345	\$7,539,712		\$7,539,712	94%Mod167
04/01/03	09/30/03	\$8,060,951		\$8,060,951	\$7,632,960		\$7,632,960	95%Mod194
10/01/03	03/31/04	\$7,893,918		\$7,893,918	\$7,558,198		\$7,558,198	96%Mod220
04/01/04	09/30/04	\$8,207,005		\$8,207,005	\$7,945,686		\$7,945,686	97%Mod248
10/01/04	03/31/05	\$9,989,541		\$9,989,541	\$9,290,273		\$9,290,273	93%Mod 283
04/01/05	09/30/05	\$10,038,126	\$58,793	\$10,096,919				
10/01/05	03/31/06	\$8,700,543		\$8,700,543				
04/01/06	09/30/06	\$8,653,503		\$8,653,503				
BASIC SUBTOTAL		\$127,968,093	\$58,793	\$128,026,886			\$117,842,895	Earned & Available
OPTION PERIOD								
10/01/06	03/31/07	\$8,709,658		\$8,709,658				
04/01/07	09/30/07	\$8,727,417		\$8,727,417				
10/01/07	03/31/08	\$8,931,991		\$8,931,991				
04/01/08	09/30/08	\$8,951,460		\$8,951,460				
OPTION SUBTOTAL		\$35,320,526	\$0	\$35,320,526				
GRAND TOTAL		\$163,288,619	\$58,793	\$163,347,412				

