

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE PAGE OF PAGES 1 10

2. AMENDMENT/MODIFICATION NO.

308

3. EFFECTIVE DATE

See Block 16C

4. REQUISITION/PURCHASE REQ. NO.

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 27 PM 1:16

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)

Space Gateway Support  
2411 Dulles Corner Park, Suite 500  
Herndon, VA 20171-3430

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO.

NAS10-99001

10B. DATED (SEE ITEM 13)

August 21, 1998

ORIGINAL

CODE

FACILITY CODE

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers is extended, is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter 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.

ACCOUNTING AND APPROPRIATION DATA (If required)

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

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

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: 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, [X] 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 definitize Change Order 275 to provide for an equitable adjustment for the descope of the Titan program security requirements. The performance period for this CCR (05-29) is 24 March 2005 through 30 September 2008. The contract estimated cost and fee is decreased by (\$3,911,414) in cost and (\$312,901) in fee for a total decrease of (\$4,224,315).

This change revises Article B-3, Contract Value; Article B-4, Award Fee; Article G-2 Contract Funding, Technical Exhibit 3.1.2-03, Baseline Realignment Security Posture for FY04-08 and Attachment J-5, Technical Exhibit Listing. All other terms and conditions of the contract remain unchanged.

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.

Except as provided herein, all terms and conditions of the document referenced in Item 9a or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)

Victoria G. Lockard  
Director, Contracts

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Ernest G. Tweedie  
Contracting Officer

15B. CONTRACTOR/OFFEROR

Victoria Lockard  
(Signature of person authorized to sign)

15C. DATE SIGNED

27 Sept 05

16B. UNITED STATES OF AMERICA

Ernest G. Tweedie  
(Signature of Contracting Officer)

16C. DATE SIGNED

28 SEP 05

<b>ARTICLE B-3 CONTRACT VALUE</b>			
<b>Basic Period Sep 98-30 Sep 03</b>			
The contract value is summarized below:			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
Phase-In Period (Sept 1998)	\$1,113,486		\$1,113,486
<b>Basic Period Thru 307</b>			
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
<b>Mod No.</b>			<b>\$0</b>
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
<b>Mod No.</b>			<b>\$0</b>
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
<b>Mod No.</b>			<b>\$0</b>
Total FY02	\$252,188,323	\$14,064,896	\$266,253,219
(10/01/02-09/30/03)	\$244,297,776	\$15,172,674	\$259,470,450
Neg. Cost Overrun MOD 135	\$22,426,471	\$0	\$22,426,471
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
<b>Mod No.</b>			<b>-</b>
Total FY03	\$266,724,247	\$15,172,674	\$281,896,921
<b>TOTAL BASIC PERIOD</b>	<b>\$1,160,134,503</b>	<b>\$65,597,774</b>	<b>\$1,225,732,277</b>
<b>Option Period 1 Oct 03 - 30 Sept 04</b>			
Option 1A			
(10/01/03-09/30/04)	\$242,534,385	\$15,307,320	\$257,841,705
Neg. Cost Overrun MOD 135	\$22,135,767	\$0	\$22,135,767
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
<b>Mod No.</b>			<b>\$0</b>
Total FY04	\$264,670,152	\$15,307,320	\$279,977,472
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
<b>TOTAL OPTION 1A PERIOD</b>	<b>\$267,313,274</b>	<b>\$15,518,769</b>	<b>\$282,832,043</b>

<b>Option Period 1 Oct 04 - 30 Sept 06</b>			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
Options Thru Mod 307			
OPTION 1B			
(10/01/04-09/30/05)	\$293,459,559	\$19,187,327	\$312,646,886
Neg. Cost Overrun MOD 135	\$25,895,945	\$0	\$25,895,945
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
<b>Mod No. 308</b>	<b>(\$63,723)</b>	<b>(\$5,098)</b>	<b>(\$68,821)</b>
Total FY05	\$319,291,781	\$19,182,229	\$338,474,010
(10/01/05-09/30/06)	\$261,342,583	\$17,260,466	\$278,603,049
Neg. Cost Overrun MOD 135	\$29,101,654	\$0	\$29,101,654
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
<b>Mod No. 308</b>	<b>(\$1,229,822)</b>	<b>(\$98,382)</b>	<b>(\$1,328,204)</b>
Total FY06	\$289,214,415	\$17,162,084	\$306,376,499
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
<b>TOTAL OPTION 1B Period</b>	<b>\$614,038,351</b>	<b>\$36,786,885</b>	<b>\$650,825,236</b>
TOTAL CONTRACT			
VALUE SEP98-SEP06	<b>\$2,041,486,128</b>	<b>\$117,903,428</b>	<b>\$2,159,389,556</b>
*Earned fees for past periods plus the available fees for future periods.			
Exercised options are moved above the Total Contract Value Line.			
<b>Option Periods 1 Oct 06 - 30 Sep 08</b>			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
OPTION 1C			
(10/01/06-9/30/07)	\$266,051,114	\$17,555,854	\$283,606,968
Neg. Cost Overrun MOD 135	\$31,867,270	\$0	\$31,867,270
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
<b>Mod No. 308</b>	<b>(\$1,281,454)</b>	<b>(\$102,513)</b>	<b>(\$1,383,967)</b>
Total FY07	\$296,636,930	\$17,453,341	\$314,090,271
(10/01/07-9/30/08)	\$273,051,625	\$18,009,318	\$291,060,943
Neg. Cost Overrun MOD 135	\$33,448,837	\$0	\$33,448,837
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
<b>Mod No. 307</b>	<b>(\$1,336,415)</b>	<b>(\$106,908)</b>	<b>(\$1,443,323)</b>
Total FY08	\$305,164,047	\$17,902,410	\$323,066,457

	<b>Option Periods 1 Oct 06 - 30 Sep 08 Cont.</b>		
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
<b>Total Option 3BC</b>	<b>\$5,161,408</b>	<b>\$412,913</b>	<b>\$5,574,321</b>
Option 4BB			
10/01/04-09/30/05	\$0	\$0	\$0
10/01/05-09/30/06	\$0	\$0	\$0
<b>Total Option 4BB</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>
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
<b>Total Option 4BC</b>	<b>\$1,551,308</b>	<b>\$124,105</b>	<b>\$1,675,413</b>
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
<b>Total Option 5BC</b>	<b>\$673,715</b>	<b>\$53,897</b>	<b>\$727,612</b>
<b>TOTAL OPTION 1C Period</b>	<b>\$609,187,408</b>	<b>\$35,946,666</b>	<b>\$645,134,074</b>
<b>TOTAL CONTRACT</b>			
<b>VALUE INC. OPTIONS</b>	<b>\$2,650,673,536</b>	<b>\$153,850,094</b>	<b>\$2,804,523,630</b>
*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 307	Total Award Fee For Mod 308	Adjusted Available Award Fee	Earned Award Fee Mod 307	Earned Award Fee Mod 308	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	\$8,222,350		\$8,222,350	\$7,960,571		\$7,960,571	97%Mod248
10/01/04	03/31/05	\$10,007,384		\$10,007,384	\$9,306,867		\$9,306,867	93%Mod 283
04/01/05	09/30/05	\$10,098,260	(\$5,098)	\$10,093,162				
10/01/05	03/31/06	\$8,773,666	(\$48,696)	\$8,724,970				
04/01/06	09/30/06	\$8,711,573	(\$49,686)	\$8,661,887				
<b>BASIC SUBTOTAL</b>		<b>\$128,192,608</b>	<b>(\$103,480)</b>	<b>\$128,089,128</b>			<b>\$117,903,428</b>	Earned & Available
<b>OPTION PERIOD</b>								
10/01/06	03/31/07	\$8,768,942	(\$50,733)	\$8,718,209				
04/01/07	09/30/07	\$8,787,914	(\$51,780)	\$8,736,134				
10/01/07	03/31/08	\$8,993,779	(\$52,896)	\$8,940,883				
04/01/08	09/30/08	\$9,014,539	(\$54,012)	\$8,960,527				
<b>OPTION SUBTOTAL</b>		<b>\$35,565,174</b>	<b>(\$209,421)</b>	<b>\$35,355,753</b>				
<b>GRAND TOTAL</b>		<b>\$163,757,782</b>	<b>\$312,901</b>	<b>\$163,444,881</b>				



**J3, Technical Exhibit # 3.1.2-03**  
Baseline Realignment Security Posture for FY04 – 08

The following FY04-08 Security Posture Baseline Realignment Table reflects Government post-9/11 requirements. The table includes the pre-9/11 and CCRs 02-22-NOTU Security Boat Operation, 02-31-Increased Shuttle Support, and 02-32-Increased Force Protection Safeguard requirements.

It continues the 2003 Cape Port Gate concept-of-operation. Port gate is secured; access to Port is through the Cape South Gate into the NOTU area. Port gate may be opened as customer call-up short-term variable requirement.

FY04-08 Security Posture Baseline - Table

KSC Security	
Description	Requirement
Law Enforcement – North	1/24/7
LC 39 Rover	1/24/7
F Gate/VAB	1/24/7
VAB Protection	1/24/7
OPF Bay 1 Gate	1/24/7
OPF Bay 3 Gate	1/24/7
OPF Protection	1/24/7
LCC Gate E	1/24/7
Facility Rover	1/24/7
Pad A Gate	1/24/7
Pad B Gate	1/24/7
Pad A Rover	1/24/7
Pad B Rover	1/24/7
Law Enforcement – South	1/24/7
SSPF	1/24/7
CD&SC	1/24/7
Escort Unit	1/16/5
Relief Rover	2/24/7
Gate 3A	2/24/7
Gate 2D	2/24/7
Gate 4	2/24/7
Law Enforcement - All Areas KSC	1/24/7
Law Enforcement – KSCVC	1/8/7
River Boat Patrol	1/24/7
Air Boat Patrol	1/24/7
CCAFS E-25 FSA #1	1/16/5
Emergency Response Team	5/24/7
Emergency Response Team Commander	1/8/5
Emergency Response Team Supervisors	3/8/5
K-9 Handlers	1/24/7

North Area Supervisor	1/24/7
South Area Supervisor	1/24/7
Resource Protection/(CLS)	2/8/5

**Air Force (CCAFS Security)**

<b>Description</b>	<b>Requirement</b>
Installation Patrols (2)	2/24/7
Vehicle Inspection Response Force	1/24/7
South Cape Response Force #1	2/24/7
Central Cape Response Force	2/24/7
XY Internal Response Force	1/24/7
South Gate	1/24/7
South Gate Asst	1/24/7
South Gate Overwatch	1/24/7
South Gate Vehicle Inspector	1/12/7
Area 59 (NPF) Internal Response Force	1/24/7
Atlantic Boat Response Capability	2/24/7
Cape River Patrol (Airboat)	1/16/7
North Area Supervisor	1/24/7
South Area Supervisor	1/24/7

**Air Force**

ITL SRT (2)	2/24/7
SMAB Internal Response Force	1/24/7

**ROCC - JON 57426000 Air Force**

<b>Description</b>	<b>Requirement</b>
ROCC Internal Response Force	2/24/7

**EELV – Air Force**

Delta IV, (SLC 37)	2/24/7
Atlas V, VIF (SLC 41)	2/24/7

**Titan – JON 82000000 (Deleted Mod 308)**

**Titan – JON 81000000 (Deleted Mod 308)**

**Delta - JON 71000000**

<b>Description</b>	<b>Requirement</b>
SLC 17 Internal Response Force	2/24/7

**NOTU - JON 07200000**

<b>Description</b>	<b>Requirement</b>
NOTU Rover	1/8/7
Marine Patrol	2/24/7
Supervisor	1/8/5

**JOINT Security POOL**

<b>Description</b>	<b>Requirement</b>
Security Management	6/8/5
Administrative Personnel	13/8/5
Shift Ops & Scheduling Supervisors	20/8/5
Quality & Safety	2/8/5
Plans Supv.	3/8/5
Resource Protection	4/8/5
Investigations	3/8/5
Training and CATM	13/8/5
K-9 Supv & Handlers	3/8/5
Boat Ops Asst & CATM Asst.	2/8/5
Armorers & Supply Asst	13/8/5
Badging & Supv	23/8/5

## TECHNICAL EXHIBIT LISTING

WBS	Document Number	Rev. Date	Document Name	Mod Number
1.1.1.3	J-BOSC Tech Exhibit 5.1-501	10/97	Customer Support Function	205
2.1.1.1	J-BOSC Tech Exhibit 2.1.1.1-001	12/00	NASA Real Property	205
2.1.1.1	J-BOSC Tech Exhibit 2.1.1.1-002	12/00	AF Real Property	205
2.1.2.3.1	J-BOSC Tech Exhibit 2.1.2-001	12/03	Vessel/Systems	205
2.1.2.3.4	J-BOSC Tech Exhibit 2.1.2-002	12/03	Renewal Packages for DOT Exceptions	205
2.1.3.2	J-BOSC Tech Exhibit 2.1.3-001	04/03	KSC Cof F Project Baseline, WBS 2.1.3	205
2.1.4.3	J-BOSC Tech Exhibit 2.1.4-01	08/02	Energy Management Office Periodic Report Requirements	205
2.2.1.1	J-BOSC Tech Exhibit 2.2-017	05/05	On Line Operation Maintenance Engineering User Matrix (OMEU)	286
2.2.1.3	J-BOSC Tech Exhibit 2.2.1.3-001	05/04	Type III Work Orders	217
2.2.1.7	J-BOSC Tech Exhibit 2.2.1.7-01	12/03	KSC Ditch Cleaning	205
2.2.1.8	J-BOSC Tech Exhibit 2.2.1.8	12/03	Pad A&B Slide Wire Area Support Standards	205
2.2.1.19	J-BOSC Tech Exhibit 5.5-801	02/97	Clean Room Services	205
2.2.1.19	J-BOSC Tech Exhibit 5.5-802	09/96	Clean Room Description - NASA	205
2.2.2	J-BOSC Tech Exhibit 2.2.2.3A	12/04	Florida Annexes Refuse Collection Sites and Frequencies	269
2.2.2	J-BOSC Tech Exhibit 2.2.2.3B	12/04	CCAFS Refuse Collection Sites and Frequencies	269
2.2.2	J-BOSC Tech Exhibit 2.2.2.3C	12/04	KSC Refuse Collection Sites and Frequencies	269
2.2.2.1	J-BOSC Tech Exhibit 5.5-826	10/97	CCAFS Grounds Areas Map and Requirements	205
2.2.2.1	J-BOSC Tech Exhibit 7.0-016	10/97	KSC Grounds Maintenance	232
2.2.2.1	J-BOSC Tech Exhibit 5.5-827	12/03	CCAFS Specific Grounds Maintenance Requirements	293
2.2.2.1	J-BOSC Tech Exhibit 2.2.2.1-01	12/03	Road Maintenance Areas of Responsibility for KSC and CCAFS	205
2.2.2.2	J-BOSC Tech Exhibit 2.2.2.2-01	12/03	Air Force Pest Management Plan	205
2.2.4	J-BOSC Tech Exhibit 2.2.4	12/03	Custodial Services	205
2.3	J-BOSC Tech Exhibit 2.3-01	06/04	Completed-One-Time Special Projects for Customers	232
2.3	J-BOSC Tech Exhibit 2.3-02	04/05	Security Support for New Horizon Mission	280
2.3	J-BOSC Tech Exhibit 2.3-03	01/05	Health Physics Services Support for New Horizon Mission	280
2.3	J-BOSC Tech Exhibit 7.0-127	05/02	CCAFS Water Backflow Prevention Devices	205
3.1.1.15	J-BOSC Tech Exhibit 3.1.1.15-01	09/03	Technical Rescue for Heritage Program	232
3.1.2	J-BOSC Tech Exhibit 3.1.2-01	7/03	KSC Realignment of Security Posture for FY04-08	239
3.1.2	J-BOSC Tech Exhibit 3.1.2-02	7/03	45SW/ CCAFS Realignment of Security Posture FY04-FY08	239
3.1.2	J-BOSC Tech Exhibit 3.1.2-03	9/05	Baseline Realignment Security Posture Table FY04-08	308

TECHNICAL EXHIBIT LISTING

<b>WBS</b>	<b>Document Number</b>	<b>Rev. Date</b>	<b>Document Name</b>	<b>Mod Number</b>
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