

2. AMENDMENT/MODIFICATION NO. 356	3. EFFECTIVE DATE 10/01/06	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
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6. ISSUED BY John F. Kennedy Space Center, NASA Procurement Office Kennedy Space Center, FL 32899	CODE OPOS	7. ADMINISTERED BY (If other than Item 6) CODE
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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

**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).
- C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
- D. OTHER (Specify type of modification and authority)  
*Unilateral Exercise of Option pursuant to Article B-1, Supplies or Services and FAR 52.217- Option to extend the Term of the Contract (March 1989),*

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

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

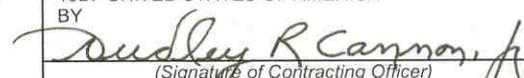
The government is exercising the following priced options (1) Option 1C – Joint Base Operations and Support Services to extend the term of the contract for a period of 2 years (10/1/06 – 9/30/08) estimated cost and fee of \$643,171,424 (2) Option 3BC – Option for Calibration services to the Eastern Range sites Precision Measurement Equipment Laboratory (10/1/06 - 9/30/08) estimated cost and fee of \$5,574,321 (3) 4BC – Option for Laboratory and In-place Calibration Services to support the NASA Payload Processing estimating cost and fee of \$1,675,413 (4) Option 5BC – Option for Transient Alert/AGE maintenance services at Patrick Air Force Base (10/01/06 – 9/30/08) estimated cost and fee of \$727,612. The total value of this option is \$651,148,770 (\$614,987,666 for cost and \$36,161,104 for fee). The Total Contract Value for the period of Sep 98 thru Sept 08 is \$2,814,384,449.

This change revises Article B-3, Contract Value; Article B-4, Award Fee; Article F-3, Period of Performance; Article G-2, Contract Funding. All other terms and conditions of the contract remain unchanged.

The contract is incrementally funded as required, in accordance with FAR Part 52.232-22, Limitation of Funds. Funds have been programmed for continuation of the Joint Base Operations and Support Contract, and are effective as of 10/1/06.

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

15A. NAME AND TITLE OF SIGNER (Type or print)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Dudley R. Cannon, Jr. Contracting Officer
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15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 7-27-06
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<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 (FFP) (Sept 1998)	\$1,113,486		1,113,486
<b>Basic Period Thru 352</b>			
10/01/98-09/30/00	\$396,406,378	\$23,187,199	419,593,577
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	\$405,606,378	\$23,187,199	428,793,577
(10/01/00-09/30/01)	\$215,635,118	\$13,106,768	228,741,886
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	\$234,439,495	\$13,106,768	247,546,263
(10/01/01-09/30/02)	\$234,055,207	\$14,098,312	248,153,519
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	\$253,921,111	\$14,098,312	268,019,423
(10/01/02-09/30/03)	\$247,365,902	\$15,357,411	262,723,313
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>0</b>
Total FY03	\$269,792,373	\$15,357,411	285,149,784
<b>TOTAL BASIC PERIOD</b>	<b>\$1,164,872,843</b>	<b>\$65,749,690</b>	<b>1,230,622,533</b>
<b>Option Period 1 Oct 03 - 30 Sept 04</b>			
Option 1A (10/01/03-09/30/04)	\$244,075,599	\$15,352,803	259,428,402
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	\$266,211,366	\$15,352,803	281,564,169
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>\$268,854,488</b>	<b>\$15,564,252</b>	<b>284,418,740</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 357			
OPTION 1B			
(10/01/04-09/30/05)	\$278,178,057	\$17,021,949	295,200,006
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.</b>	<b>\$0</b>	<b>\$0</b>	<b>0</b>
Total FY05	\$304,074,002	\$17,021,949	321,095,951
(10/01/05-09/30/06)	\$275,532,809	\$16,489,265	292,022,074
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.</b>	<b>\$0</b>	<b>\$0</b>	<b>0</b>
Total FY06	\$304,634,463	\$16,489,265	321,123,728
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>\$614,240,620</b>	<b>\$33,953,786</b>	<b>648,194,406</b>
<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)	\$267,710,203	\$17,566,637	285,276,840
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.</b>	<b>\$0</b>	<b>\$0</b>	<b>0</b>
Total FY07	\$299,577,473	\$17,566,637	317,144,110
(10/01/07-9/30/08)	\$274,574,925	\$18,003,552	292,578,477
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.</b>	<b>\$0</b>	<b>\$0</b>	<b>0</b>
Total FY08	\$308,023,762	\$18,003,552	326,027,314

	<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>\$614,987,666</b>	<b>\$36,161,104</b>	<b>651,148,770</b>
<b>TOTAL CONTRACT</b>			
<b>VALUE SEP98-SEP08</b>	<b>\$2,664,069,103</b>	<b>\$151,428,832</b>	<b>\$2,814,384,449</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.

AF P	BASIC PERIOD OF PERFORMANCE		Available Award Fee Through Mod 352	Total Award Fee For Mod 356	Adjusted Available Award Fee	Earned Award Fee Mod 352	Earned Award Fee Mod 356	Earned Award Fee	Award Fee Score and Mod
1	10/01/98	03/31/99	\$7,681,869		\$7,681,869	\$6,146,144		\$6,146,144	80% Mod 15
2	04/01/99	09/30/99	\$6,033,858		\$6,033,858	\$4,826,665		\$4,826,665	80% Mod 36
3	10/01/99	03/31/00	\$7,837,000		\$7,837,000	\$6,731,039		\$6,731,039	86% Mod 57
4	04/01/00	09/30/00	\$6,451,003		\$6,451,003	\$5,483,352		\$5,483,352	85% Mod 75
5	10/01/00	03/31/01	\$7,589,239		\$7,589,239	\$6,754,934		\$6,754,934	89% Mod 99
6	04/01/01	09/30/01	\$6,976,249		\$6,976,249	\$6,348,388		\$6,348,388	91%Mod118
7	10/01/01	03/31/02	\$5,863,642		\$5,863,642	\$5,336,408		\$5,336,408	91%Mod127
8	04/01/02	09/30/02	\$9,798,867		\$9,798,867	\$8,765,356		\$8,765,356	92%Mod147
9	10/01/02	03/31/03	\$8,121,627		\$8,121,627	\$7,634,968		\$7,634,968	94%Mod167
10	04/01/03	09/30/03	\$8,128,883		\$8,128,883	\$7,722,439		\$7,722,439	95%Mod194
11	10/01/03	03/31/04	\$7,899,317		\$7,899,317	\$7,583,343		\$7,583,343	96%Mod220
12	04/01/04	09/30/04	\$8,227,738		\$8,227,738	\$7,980,906		\$7,980,906	97%Mod248
13	10/01/04	03/31/05	\$9,788,138		\$9,788,138	\$9,103,283		\$9,103,283	93%Mod 283
14	04/01/05	09/30/05	\$8,941,512		\$8,941,512	\$8,136,465		\$8,136,465	91%Mod325
15	10/01/05	03/31/06	\$9,720,844		\$9,720,844	\$7,971,093		\$7,971,093	82%Mod350
16	04/01/06	09/30/06	\$8,742,945		\$8,742,945				
17	10/01/06	03/31/07	\$8,773,848	<b>\$145,907</b>	\$8,919,755				
18	04/01/07	09/30/07	\$8,792,789	<b>\$145,907</b>	\$8,938,696				
19	10/01/07	03/31/08	\$8,991,824	<b>\$149,551</b>	\$9,141,375				
20	04/01/08	09/30/08	\$9,011,727	<b>\$149,550</b>	\$9,161,277				
	<b>GRAND TOTAL</b>		<b>\$163,372,919</b>	<b>\$590,916</b>	<b>\$163,963,835</b>			<b>\$151,428,832</b>	Earned & Available

ARTICLE G-2		CONTRACT FUNDING				
Pursuant to FAR Clause 52.232.22, Limitation of Funds, funds presently allotted to this contract and the period through which they are estimated to be adequate are specified in the table below:						
The below table is created with the beginning values based on modification 314						
<u>As of MOD</u>	<u>Contract Value</u>	<u>Funded Cost</u>	<u>Funded Fee</u>	<u>Total Funded Cost/Fee</u>	<u>ADEQUATE THROUGH</u>	
Subtotal as of Mod 314	\$2,167,434,213	\$1,756,421,206	\$141,531,159	\$ 1,897,952,365	12/9/2005	
315	\$1,035,074					
316	\$351,698					
317	\$186,502					
318	(\$176,269)					
319	\$221,637					
320		3,379,977	270,398	\$ 3,650,375		
322	\$70,715					
324		\$8,092,038	\$647,363	\$ 8,739,401		
325	(\$909,331)					
326	(\$4,201,097)					
328	\$160,624					
329		\$9,362,802	\$749,024	\$ 10,111,826	1/3/2006	
330	\$164,916					
331	\$1,484,997					
332		\$40,262,731	\$3,221,019	\$ 43,483,750	2/14/2006	
335		\$4,697,200	\$375,776	\$ 5,072,976	3/1/2006	
336	\$96,547					
337	(\$2,236,402)					
338	\$83,413					
339	\$541,892					
340		\$92,504,150	\$7,400,332	\$ 99,904,482	6/23/2006	
343	\$445,507					
346		\$19,335,447	\$1,546,836	\$ 20,882,283	7/18/2006	
349		\$23,832,061	\$1,906,565	\$ 25,738,626	8/10/2006	
350	(\$1,749,752)					
351		\$6,063,760	\$485,101	\$ 6,548,861	8/17/2006	
352	\$230,795					
353		-\$48,148	-\$3,852	-\$52,000	8/17/2006	
355		\$26,465,773	\$2,117,262	\$28,583,035	9/11/2006	
356	\$651,148,770					
<b>TOTAL</b>	<b>\$2,814,384,449</b>	<b>\$1,990,368,997</b>	<b>\$160,246,983</b>	<b>\$2,150,615,980</b>		

**ARTICLE F-3 NFS 1852.211-72 PERIOD OF PERFORMANCE (DEC 1988)**

The initial period of performance of this contract shall be five years, from 1 October 98 through 30 September 03.

Pursuant to the option provisions of this contract, options exercised under this contract will be annotated below to reflect the option number(s), performance period(s), and the applicable contract modification number(s) as follows:

<b><u>Option</u></b>	<b><u>Period of Performance</u></b>	<b><u>Exercised Via Modification</u></b>
5A	4/1/99 –9/30/03	9
3AA	10/1/99 –9/30/00	22
3AB	10/1/00 –9/30/01	79
3AC	10/1/01 –9/30/02	79
3AD	10/1/02 –9/30/03	79
1AB	10/01/03 –9/30/04	169
3BA	10/01/03 –9/30/04	169
5BA	10/01/03 –9/30/04	169
1B	10/01/04 –9/30/06	228
3BB	10/01/04 –9/30/06	228
5BB	10/01/04 –9/30/06	228
1C	10/01/06-9/30/08	356
3BC	10/01/06-9/30/08	356
4BC	10/01/06-9/30/08	356
5BC	10/01/06-9/30/08	356