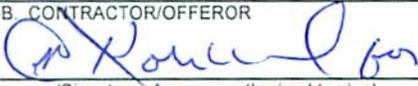
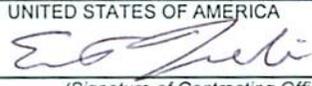


<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE	PAGE OF PAGES 1   8	
2. AMENDMENT/MODIFICATION NO. 444		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO.	
5. PROJECT NO. (If applicable)			6. ISSUED BY John F. Kennedy Space Center, NASA Procurement Office Kennedy Space Center, FL 32899		
7. ADMINISTERED BY (If other than Item 6)			CODE		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Space Gateway Support, LLC 1980 N. Atlantic Ave., Suite 330 Cocoa Beach, FL 32931			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					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> 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 <input type="checkbox"/> is not, <input checked="" type="checkbox"/> 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.)					
<p>The purpose of this no cost modification is to (1) update the current Workload Indicators (WLIs) to take into account the Atlas/Titan descope modification number 428 issued on 4 June 2007 and (2) correct Contract Article B-4 issued by modification 441 which inadvertently used \$8,645,955 versus the correct amount of \$8,645,055 as the available award fee through mod 440 for award fee period 17.</p> <p>This change revises Attachment J-12, Workload Indicators and Contract Article B-4, Award Fee as shown on the attached pages. All other terms and conditions of the contract remain unchanged.</p>					
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  (Signature of person authorized to sign)		15C. DATE SIGNED 7/20/07		16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	
				16C. DATE SIGNED 7/23/07	

Mod 444

The contractor shall provide a written statement certifying the accuracy of the workload data on an annual basis as of 30 September of each fiscal year. The first statement shall be no later than 30 September 2003.

WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
3.2.1	Facilities, Systems, Equipment, Utilities (F/S/E/U)	<ul style="list-style-type: none"> <li>•</li> <li>• 446,000 gallons diesel fuel delivered (Mod 205)</li> <li>• 25,000 gallons unleaded fuel delivered</li> </ul> KSC Rail operations: <ul style="list-style-type: none"> <li>• 36 transports of solid rocket motors and segments</li> <li>• <del>320 transports of propellant gases Mod 444</del></li> <li>• 25 transports of incoming equipment</li> </ul>		
3.2.1	Supply			
3.2.1	Supply	<ul style="list-style-type: none"> <li>• 22,206 USAF Bottled Water Deliveries (CCR 06-41) (Mod 398) (Mod 205)</li> <li>• 31,454 Bottled Water Deliveries</li> </ul>		
3.2.1	Supply	(Mod 205)		
3.2.1	Supply	(Mod 205)		
3.2.2	Transportation	KSC DATA: (Mod 135) -- KSC Shuttle/Bus Support Data: <ul style="list-style-type: none"> <li>• Approx. 5,000 hours in support of Protocol/VIP support (Includes support during shuttle launch and landings)</li> <li>• Approx. 3,000 hours for miscellaneous driver services (Unmanned launch support, NASA Contractor Request Training and Tour Support others)</li> <li>• Approx. 15,000 hours for pad support</li> <li>• Approx. 14,000 hours for support of the 3 shuttle bus routes.</li> </ul>		
3.2.2	Transportation	CCAFS/PAFB Vehicle Operation and Maintenance (Mod 255)		

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WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
		<ul style="list-style-type: none"> <li>• Vehicles &amp; Equipment maintained at KSC—1150</li> <li>• Vehicles &amp; Equipment maintained at CCAFS/PAFB—1095</li> <li>• CCAFS/PAFB HE Driver Support—20,300 hours</li> </ul>		
3.2.2	Transportation	Patrick AFB Vehicle Operations call-in support 1900 – 0700 hours & weekends: <ul style="list-style-type: none"> <li>• 2069 hours (Mod 410)</li> </ul>		
3.2.2	Transportation	USAF Vehicle and Maintenance: PAFB Base Mobility/Deployment Support Workload Summary: <ul style="list-style-type: none"> <li>• Motor Vehicle operations (Exercise/Deployment Vehicles/drivers 12-24 Hour Duration)                             <ul style="list-style-type: none"> <li>o 4- Buses with drivers</li> <li>o 1 – 1 ½ Ton Trk with driver</li> <li>o 1 – 10K Forklift with driver</li> <li>o 4 – Tractor/Trailers with drivers</li> <li>o 1 – Pick-Up (U-Drive)</li> </ul> </li> <li>• Ground Movement Operations (Exercise/Deployment Vehicles/Drives Duration Exercise – 4-12 hours)                             <ul style="list-style-type: none"> <li>o 9 Buses with drivers</li> <li>o 5 – Tractor/Trailers with drivers Actual deployment – 2-4 days</li> <li>o 1 – Carryall with driver</li> <li>o 1 – Wrecker with driver</li> <li>o 1 – Pick-Up with driver</li> </ul> </li> <li>• Approximately 6 recall exercises sometime</li> </ul>		

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WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
		during the year <ul style="list-style-type: none"> <li>• Approximately 12 base mobility/deployment support exercises involving operating a Motor Vehicle Operation</li> <li>• Approximately 2 ground movement operations during the year</li> <li>• Approximately 6 emergency situations during the year (hurricane alert, community support due to accidents, disaster preparedness exercises)</li> </ul>		
3.2.2	Transportation			
3.2.2	Transportation			
3.2.3	Laboratories	<ul style="list-style-type: none"> <li>• 15 to 20% of all NDE tasks are performed in the laboratory. (Mod 250)</li> <li>• 80 to 85% of all NDE tasks are performed in the field.</li> <li>• 1 NDE work order is equivalent to approximately 8 labor hours.</li> <li>• <b>3010 2795</b> total NDE work orders including (KSC/45 SW): (Mod 261) (Mod 328) <b>(Mod 444)</b> <ul style="list-style-type: none"> <li>○ Computed Tomography - 85/0.</li> <li>○ Eddy Current testing - 25/5.</li> <li>○ Infrared testing - 230/5.</li> <li>○ Leak testing - 75/25.</li> <li>○ Micro-focus - 5/0.</li> <li>○ Magnetic Particle - 90/520.</li> <li>○ Liquid Penetrant testing - 55/120.</li> <li>○ Radiographic testing - 1225/160.</li> </ul> </li> </ul>		

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WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
		<ul style="list-style-type: none"> <li>○ Ultrasonic testing - 55/80.</li> <li>○ Visual testing - 190/60.</li> <li>• Other NASA centers/government agencies on-site NDE work orders - 5 projects (not exceeding 40 hours per project).</li> </ul>		
3.2.3	Laboratories	Approximately <del>15,000</del> <b>13,189</b> sampling work orders, including: <b>(Mod 444)</b> <ul style="list-style-type: none"> <li>• 60% hazardous commodity sampling</li> <li>• 40% operational commodity sampling</li> </ul> 4,500 analysis work orders, including: (Mod 250) <ul style="list-style-type: none"> <li>• 425 TCLP analyses</li> <li>• 375 environmental and waste analyses</li> <li>• 750 permeability &amp; compatibility studies</li> </ul>		
3.2.3	Laboratories	<del>6,000 to 6,750</del> <b>2,956</b> work orders (or Cleaning/Decontamination Requests (CDR) that average 2 to 3 work force hours (WFHs) to complete and 50 to 75 Type 3 work orders that average 50 to 60 work force hours to complete (Ref. KSC Form 3-341B for CDR) (Mod 250) <b>(Mod 444)</b> <ul style="list-style-type: none"> <li>• Component Cleaning Backlog Summary as of 10/97:               <ul style="list-style-type: none"> <li>○ BOC Shuttle Support – 200 CDRs (~1165 WFHs).</li> <li>○ BOC Air Force Support – 181 CDRs (~564 WFHs).</li> </ul> </li> </ul>		
3.2.3.2	Standards and Calibrations	PMEL/Sampling/Analysis (Mod 255) <ul style="list-style-type: none"> <li>• Repairs, PMEL—500</li> <li>• In-place Calibrations, PMEL—800</li> <li>• JDMTA Down-Range Calibrations—274</li> </ul>		

Mod 444

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WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
		<ul style="list-style-type: none"> <li>• Ascension/Antigua Down-Range Calibrations—1400</li> <li>• Calibration of Non-PMEL Items—1500</li> <li>• <del>20,953</del> 16,627 AF Calibrations (Mod 444)</li> </ul>		
3.2.4	Propellants	<p>Propellants Support: (Mod 205) (Mod 255)</p> <ul style="list-style-type: none"> <li>• 3,100 cryogenic operations or work orders</li> <li>• 1,000 deliveries of LAir, LH2, LHe, LN2, LO2, and mixed gases</li> <li>• 1,750 deliveries of Gases (Rechargers and CGT): BAIR, GHe, GH2, GN2, and GO2 at 2,400-15,000 psi</li> <li>• 700 deliveries of gases (K-Bottles)</li> <li>• 10 Hypergolic propellant loads thermally conditioned</li> <li>• 12,000 gallons Hypergolics processed for iron removal</li> <li>• 2,000 Government procured vendor deliveries</li> <li>• 25,000 data entries in support of AF “Controlled Storage” Facility Management</li> </ul> <p>Propellants Equipment (Mod 255) (Mod 444)</p> <p>Quantities Consumed:</p> <p>Cryogenic:</p> <ul style="list-style-type: none"> <li>◆ 5.1 million gallons LH2</li> <li>◆ 9,000 tons LN2</li> <li>◆ 19,000 tons LO2</li> <li>◆ <del>380,000</del> 342,000 gallons LAIR (mixed)</li> <li>◆ <del>38,000</del> 34,200 mscf of Breathing Air converted from LAIR; at up to 10,000 psi</li> </ul>		

The contractor shall provide a written statement certifying the accuracy of the workload data on an annual basis as of 30 September of each fiscal year. The first statement shall be no later than 30 September 2003.

WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
		<p>Hypergolic:</p> <ul style="list-style-type: none"> <li>◆ <del>500,000</del> <b>50,000</b> pounds Aerozine-50</li> <li>◆ 10,000 pounds Hydrazine</li> <li>◆ 100,000 pounds Monomethyl Hydrazine</li> <li>◆ <del>4,080,000</del> <b>212,000</b> pounds Nitrogen Tetroxide (Mod 444)</li> </ul> <p>Compressed Gas: (Mod 255)</p> <ul style="list-style-type: none"> <li>◆ 80,000 <del>m</del>scf Helium (9 miles pipeline at 6,000 psi) (Mod 444)</li> </ul> <p>Petroleum Fuel: (Mod 255)</p> <ul style="list-style-type: none"> <li>◆ 180,000 gallons RP-1 (Atlas, Delta 1st stage)</li> <li>◆ 900,000 gallons JP-8 (T-38, STA, SCA, Helicopters)</li> </ul> <p>Other Fluids: (Mod 255)</p> <ul style="list-style-type: none"> <li>◆ 1,000,000 gallons Demineralized Water</li> </ul>		
3.2.4	Propellants	<p>Life Support: (Mod 205) (Mod 444)</p> <ul style="list-style-type: none"> <li>• <del>2,400</del> <b>1,560</b> KSC suitings</li> <li>• <del>6,000</del> <b>5,200</b> SCAPE Recycles</li> <li>• <del>400</del> <b>60</b> Airline operations</li> <li>• <del>450</del> <b>325</b> Emergency Breathing Equipment (EBE) operations</li> </ul>		

**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 440	Total Award Fee For Mod 441	Adjusted Available Award Fee	Earned Award Fee Mod 440	Earned Award Fee Mod 441	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	\$9,788,304		\$9,788,304	\$9,103,437		\$9,103,437	93%Mod 283
14	04/01/05	09/30/05	\$8,972,540		\$8,972,540	\$8,164,870		\$8,164,870	91%Mod325
15	10/01/05	03/31/06	\$9,111,777		\$9,111,777	\$7,471,659		\$7,471,659	82%Mod350
16	04/01/06	09/30/06	\$8,036,490		\$8,036,490	\$6,654,214		\$6,654,214	82.8%Mod393
17	10/01/06	03/31/07	<b>\$8,645,055</b>	(\$2,264)	<b>\$8,642,791</b>	\$6,916,042	(\$1,811)	\$6,914,231	80%Mod430
18	04/01/07	09/30/07	\$8,640,250	(\$6,792)	\$8,633,458				
19	10/01/07	03/31/08	\$8,733,589	(\$6,912)	\$8,726,677				
20	04/01/08	09/30/08	\$8,755,727	(\$7,032)	\$8,748,695				
<b>GRAND TOTAL</b>			<b>\$161,293,024</b>	<b>(\$23,000)</b>	<b>\$161,270,024</b>			<b>\$145,731,183</b>	Earned & Available