

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE 07.	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 55	3. EFFECTIVE DATE SEP 13 2006	4. REQUISITION/PURCHASE REQ. NO. 4200172685	5. PROJECT NO. (If applicable)	
6. ISSUED BY Procurement Office George C. Marshall Space Flight Center National Aeronautics and Space Administration Marshall Space Flight Center, AL 35812	CODE PS22E/MCE	7. ADMINISTERED BY (If other than Item 6) Procurement Office/PS22E George C. Marshall Space Flight Center National Aeronautics and Space Administration Marshall Space Flight Center, AL 35812 Lizette.M.Kummer@NASA.gov/256-544-3457	CODE PS22E/MCE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) COLSA Corporation 6726 Odyssey Drive Huntsville, AL 35802 Attn: Pat Hodges		(v)	9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NNM04AA07C	
			10B. DATED (SEE ITEM 13) December 4, 2003	
Code 4U825	FACILITY CODE 128960			

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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 2

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:
X	D. OTHER (Specify type of modification and authority) UNILATERAL FAR 52.232-22 LIMITATION OF FUNDS CLAUSE, NFS 1852.216-76 AND CLAUSE B.4 EVALUATION OF PERFORMANCE INCENTIVE FEE

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.)

	Negotiated Est. Cost	Maximum Award Fee	Unearned Award Fee	Maximum Incentive Fee	Unearned Incentive Fee	Contract Value	Total Sum Allotted
Previous	\$ 67,280,749	\$ 2,659,447	(\$ 68,829)	\$ 1,432,012	(\$ 42,295)	\$ 71,261,084	\$ 64,103,201
This Mod	<u>-0-</u>	<u>-0-</u>	<u>(6,351)</u>	<u>-0-</u>	<u>(26,825)</u>	<u>(33,176)</u>	<u>3,730,900</u>
New Total	\$ 67,280,749	\$ 2,659,447	(\$ 75,180)	\$ 1,432,012	(\$ 69,120)	\$ 71,227,908	\$ 67,834,101

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Janice P. Burrough Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED SEP 13 2006
(Signature of person authorized to sign)		BY ORIGINAL SIGNED BY: (Signature of Contracting Officer)	

Continuation of Block 12 Accounting and Appropriation Data
 and Block 4 Requisition/Purchase Requisition No.

Requisition	WBS Element	
4200172685	193615.05.06.08.01	\$2,100,000
	197009.10.01.01.09	40,000
	197009.10.01.01.08	125,000
	197009.10.01.01.07	150,000
4200175234	193615.05.06.08.01	1,057,000
	604746.02.06.01.08	254,900
	197009.10.01.01.12	4,000
Total		\$3,730,900

1. This modification revises Clause B.6, Contract Funding, to provide an additional \$3,730,900.00 of incremental funding pursuant to the Limitation of Funds clause FAR 52.232-22. The estimated funding coverage date is hereby extended from September 30, 2006 to December 31, 2006.

2. This modification implements the Performance Evaluation Board Fee Determination Official's D & F dated September 5, 2006 for award fee earned in the amount of \$ 417,075 for the fifth evaluation period- 1 January, 2006 through June 30, 2006 pursuant Clause B.3 and Attachment J-7 Fee Evaluation Plan (FEP)

3. This modification implements the award of performance incentive fee pursuant to Clause B.4 and Attachment J-7 FEP for the fifth evaluation period in the amount of \$ 211,622.

4. This modification corrects the transposition of numbers from Modification 51 to Modification 53 in the columns titled "Unearned Award Fee" for the basic period and "Estimated Cost, Maximum Award Fee, Maximum Performance Incentive Fee and Total Minus Unearned Fees" for the Option Period 1. Changes are shown in bold type.

5. Therefore in order to implement the foregoing the contract is changed as follows:

(1) Clause B.2- ESTIMATED COST, AWARD FEE AND PERFORMANCE INCENTIVE FEE

Paragraph (a) The estimated cost of this contract is \$ 67,280,749 and remains unchanged. The maximum award fee is \$ 2,659,447 and remains unchanged. The unearned award fee is hereby increased by \$ 6,351 from \$ 68,829 to \$ 75,180. The maximum performance incentive fee is \$ 1,432,012 and remains unchanged. The unearned performance incentive fee is hereby increased by \$ 26,825 from \$ 42,295 to \$ 69,120. The estimated cost plus maximum award fee and maximum performance incentive fee minus the unearned award fee and unearned performance incentive fee is \$ 71,227,908.

Paragraph (b): the break out of estimated cost, maximum award fee, unearned award fee, maximum performance incentive fee, unearned performance incentive fee and the total minus unearned fee is hereby changed as follows:

<u>Period Covered</u>	<u>Estimated Cost</u>	<u>Maximum Award Fee</u>	<u>Unearned Award Fee</u>	<u>Max. Perf. Incentive Fee</u>	<u>Unearned Performance Incentive Fee</u>	<u>Total Minus Unearned Fees</u>
1/1/04 - 12/31/06	67,280,749	\$ 2,659,447	(\$ 75,180)	\$ 1,432,012	(\$ 69,120)	71,227,908

Paragraph (c) the break out of estimated cost, maximum award fee, unearned award fee, maximum performance incentive fee, unearned performance incentive fee and the total minus unearned fee for Option 1 is hereby changed as follows:

<u>Period Covered</u>	<u>Estimated Cost</u>	<u>Maximum Award Fee</u>	<u>Unearned Award Fee</u>	<u>Max. Perf. Incentive Fee</u>	<u>Unearned Perf. Incentive Fee</u>	<u>Total Minus Unearned Fees</u>
Option 1 (1/1/07 - 12/31/07)	\$21,134,806	\$831,080	TBD	\$447,505	TBD	\$22,413,391

Paragraph (e) The amount of award fee which has been earned / unearned for 5th evaluation period pursuant to this clause and the period to which said fee applies is hereby changed as follows:

<u>Award Fee Period</u>	<u>Amount Earned</u>	<u>Amount Unearned</u>
January 1 2004 - June 30 2004	\$ 456,881	\$ 28,131
July 1 2004 - December 31 2004	\$ 454,149	\$ 26,432
January 1 2005 - June 30 2005	\$ 420,299	\$ 9,147
July 31 2005 - December 31 2005	\$ 414,480	\$ 5,119
January 1 2006 - June 30, 2006	\$ 417,075	\$ 6,351
Total	\$2,162,884	(\$ 75,180)

Paragraph (f) The amount of incentive fee which has been earned / unearned for the 5th evaluation period pursuant to this clause and the period to which said fee applies is hereby changed as follows.

<u>Incentive Fee Evaluation Periods</u>	<u>Amount Earned</u>	<u>Amount Unearned</u>
January 1 2004 - June 30 2004	\$ 208,928	\$ 0
July 1 2004 - December 31 2004	\$ 269,221	\$ 0

January 1 2005 - June 30, 2005	\$ 199,391	\$ 42,295
July 1 2005 - December 31 2005	\$ 236,384	\$ 0
January 1, 2006 – June 30, 2006	\$ 211,622	\$ 26,825
Total	\$ 1,125,546	(\$ 69,120)

(end of clause)

(3) Clause B.6. Contract Funding (NFS 1852.232-81) (Jun 1990)

Contract Funding is hereby revised to increase Estimated Cost by \$ 3,519,717 (from \$ 60,562,030 to \$ 64,081,747.) Award Fee is hereby increased by \$ 137,269 (from \$ 2,301,761 to \$ 2,439,030), and Performance Incentive Fee is hereby increased by \$ 73,914 (from \$ 1,239,410 to \$1,313,324).

5. Accordingly, Clause B.2 Estimated Cost , Award Fee and Performance Incentive Fee, is hereby deleted in its entirety and the revised Clause B.2, shown on replacement pages B-1 through B2-A, is substituted in lieu thereof. Clause B.6 Contract Funding is hereby deleted in its entirety and the revised Clause B.5 shown on replacement page B-5 is substituted in lieu thereof.

6. In order to implement the contract changes resulting from this modification, the page (s) listed below are added or deleted from the contract as shown. The revisions are denoted by a vertical line in the outer margin, adjacent to the affected text.

<u>Section</u>	<u>Pages Added</u>	<u>Pages Deleted</u>
B, Supplies or Services and Prices/Costs	B-1, B-2, B-2A	B-1, B-2, B-2A
B, Supplies or Services and Prices/Costs	B-5	B-5

PART I - THE SCHEDULE

SECTION B - SUPPLIES OR SERVICES AND PRICE/COSTS

B.1 Supplies And/Or Services To Be Furnished

(a) In a manner consistent with the Marshall Space Flight Center (MSFC) values, the Contractor shall provide all resources (except as may be expressly stated in this contract as furnished by the Government) necessary for performing the "Huntsville Operations Support Center (HOSC)" in accordance with the Performance Work Statement, Attachment J-1.

(b) This is a cost-reimbursement contract with both award fee and performance incentive fee criteria (CPAF/IF). The award fee (subjective evaluation) and performance incentive fee (objective evaluation) will be assessed in accordance with the Fee Evaluation Plan (FEP), Attachment J-7.

(c) A portion of this contract is under an Indefinite Delivery/Indefinite Quantity (IDIQ) arrangement, which will also be on a CPAF/IF basis. The purpose of this provision is to allow the Government to acquire indefinite services as addressed in the Performance Work Statement, Attachment J-1, Paragraphs 3.0 and 4.0. IDIQ requirements cannot be adequately defined for inclusion in the contract because the precise quantities that will be required during the contract period of performance cannot be predetermined. IDIQ will be ordered in accordance with Clause B.7- Task Ordering Procedure and Clause B.8- IDIQ Schedule of Rates. The guaranteed minimum quantity of work that will be ordered under the IDIQ portion of this contract shall be \$50,000 per year. The maximum not-to-exceed (NTE) amount of IDIQ work per contract year is \$3,000,000 per contract year.

(End of Clause)

B.2 Estimated Cost, Award Fee And Performance Incentive Fee

(a) The estimated cost of this contract is \$ 67,280,749. The maximum award fee is \$ 2,659,447. The maximum performance incentive fee is \$1,432,012. The estimated cost plus maximum award fee and maximum performance incentive fee minus the unearned award fee and unearned performance incentive fee is \$ 71,227,908.

(b) A breakout of estimated cost, maximum award fee, unearned award fee, maximum performance incentive fee, unearned performance incentive fee, and the total minus unearned fee for the base contract period is shown below:

B-1

<u>Period Covered</u>	<u>Estimated Cost</u>	<u>Maximum Award Fee</u>	<u>Unearned Award Fee</u>	<u>Max. Perf. Incentive Fee</u>	<u>Unearned Performance Incentive Fee</u>	<u>Total Minus Unearned Fees</u>
1/1/04 - 12/31/06	\$67,280,749	\$2,659,447	(\$75,180)	\$1,432,012	(\$69,120)	\$71,227,908

(c) A breakout of estimated cost, maximum award fee, unearned award fee, maximum performance incentive fee, unearned performance incentive fee, and the total minus unearned fee is shown below for Option 1 and Option 2:

<u>Period Covered</u>	<u>Estimated Cost</u>	<u>Maximum Award Fee</u>	<u>Unearned Award Fee</u>	<u>Max. Perf. Incentive Fee</u>	<u>Unearned Perf. Incentive Fee</u>	<u>Total Minus Unearned Fees</u>
Option 1 (1/1/07 - 12/31/07)	\$21,134,806	\$831,080	TBD	\$447,505	TBD	\$22,413,391
Option 2 (1/1/08 - 12/31/08)	\$20,861,538	\$835,827	TBD	\$450,061	TBD	\$22,147,426

(d) The maximum award fee and maximum performance incentive fee for each of the contract periods specified above is hereby divided and allocated into individual six month evaluation periods during contract performance in order to calculate award and performance incentive fee earned.

<u>Evaluation Period</u>		<u>Maximum Award Fee</u>	<u>Maximum Incentive</u>
01/01/04-06/30/04	1	\$485,012	\$208,928
07/01/04-12/01/04	2	\$480,581	\$269,221
01/01/05-06/30/05	3	\$429,446	\$241,686
07/01/05-12/31/05	4	\$419,599	\$236,384
01/01/06-06/30/06	5	\$423,426	\$238,447
07/01/06-12/31/06	6	\$421,383	\$237,346
01/01/07-06/30/07	7	\$415,540	\$223,753
07/01/07-12/31/07	8	\$415,540	\$223,752
1/01/08-06/30/08	9	\$417,914	\$225,031
07/01/08-12/31/08	10	<u>\$417,913</u>	<u>\$225,030</u>
		\$4,326,354	\$2,329,578

(e) The amount of award fee which has been earned/unearned pursuant to this clause and the period to which said fee applies is set forth below:

<u>Award Fee Period</u>	<u>Amount Earned</u>	<u>Amount Unearned</u>
January 1 - June 30, 2004	\$ 456,881	\$ 28,131
July 1 - December 31, 2004	\$ 454,149	\$ 26,432
January 1 - June 30, 2005	\$ 420,299	\$ 9,147
July 1 - December 31, 2005	\$ 414,480	\$ 5,119
January 1, 2006 - June 30, 2006	\$ 417,075	\$ 6,351
Total	\$2,162,884	(\$75,180)

(f) The amount of performance incentive fee which has been earned/unearned pursuant to this clause and the period to which said fee applies is set forth below:

<u>Incentive Fee Period</u>	<u>Amount Earned</u>	<u>Amount Unearned</u>
January 1 - June 30, 2004	\$ 208,928	\$-0-
July 1 - December 31, 2004	\$ 269,221	\$-0-
January 1 - June 30, 2005	\$ 199,391	\$ 42,295
July 1 - December 31, 2005	\$ 236,384	\$ -0-
January 1, 2006 - June 30, 2006	\$ 211,622	\$ 26,825
Total	\$ 1,125,546	(\$ 69,120)

(End of Clause)

B.3 Award Fee For Service Contracts (NFS 1852.216-76)(June 2000)

B.5 Premiums For Scheduled Overtime (MSFC 52.222-90) (Feb 2001)

Pursuant to the clause entitled "Payment for Overtime Premiums," the amount of overtime premium authorized shall not exceed the amount specified below for the indicated period.

<u>Period</u>	<u>Amount</u>
Base Period (Yrs 1 - 3)	\$49,450
Option Period 1	\$13,684
Option Period 2	\$13,684

(End of Clause)

B.6 Contract Funding (NFS 1852.232-81) (Jun 1990)

(a) For purposes of payment of cost, exclusive of fee, in accordance with the Limitation of Funds clause, the total amount allotted by the Government to this contract is \$ 64,081,747. This allotment is for Huntsville Operations Space Center (HOSC) Mission Support Services and covers the following estimated period of performance: January 1, 2004 through December 31, 2006.

(b) An additional amount of \$ 3,752,354 is obligated under this contract for payment of fees.

(c) Recapitulation of funding is as follows:

	Previous	This Action	Total
Estimated Cost	\$60,562,030	\$3,519,717	\$64,081,747
Award Fee	\$2,301,761	\$137,269	\$2,439,030
Performance Incentive Fee	<u>\$1,239,410</u>	<u>\$73,914</u>	<u>\$1,313,324</u>
Total Sum Allotted	\$64,103,201	\$3,730,900	\$67,834,101

(End of Clause)

B.7 Task Ordering Procedure (NFS 1852.216-80) (Oct 1996)

(a) Only the Contracting Officer may issue task orders to the Contractor, providing specific authorization or direction to perform work within the scope of the contract and as specified in the schedule. The Contractor may incur costs under this contract in performance of task orders and task order modifications issued in accordance with this clause. No other costs are authorized unless otherwise specified in the contract or expressly authorized by the Contracting Officer.