

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES
			1 3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
000104	See Block 16C	4200440351	
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
NASA/Marshall Space Flight Center Procurement Office Marshall Space Flight Center AL 35812	MSFC	Kathy Christy Email: kathy.christy@nasa.gov Telephone: (256) 961-1538 Fax: (256) 544-5028	MSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(x) 9A. AMENDMENT OF SOLICITATION NO.	
INFOPRO CORPORATION Attn: Larry Lawson 6705 ODYSSEY DR HUNTSVILLE AL 35806-2300		9B. DATED (SEE ITEM 11)	
CODE 0AFL2 FACILITY CODE		X 10A. MODIFICATION OF CONTRACT/ORDER NO.	
		NNM08AA20C	
		10B. DATED (SEE ITEM 13)	
		02/12/2008	

**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) Net Increase: \$631,002.00  
See Schedule

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

CHECK ONE	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: Bilateral Mod; FAR 42.103 (a) Mutual Agreement; FAR 52.216-18 Ordering; FAR 52.232-22 Limitation of Funds
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor  is not,  is required to sign this document and return 2 copies to the issuing office.

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

The Negotiated Estimated Cost increases from (b)(4)  
The Provisional Estimated Cost remains unchanged at (b)(4)  
Award Fee Earned remains unchanged at \$4,519,380.  
The Potential Award Fee increases from (b)(4)  
The Total Fee increases from (b)(4)  
The Contract Value increases from \$154,989,471 by \$44,451 to \$155,033,922.  
Total Funding Allotted increases from \$130,566,640 by \$631,002 to \$131,197,642.

Page 2 for further description of modification.

Continued ...

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)
STEVEN W. TATE METIS GM	David A Iosco
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	(Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED
7/3/12	7/3/12

A. The purpose of this modification is to:

1. Incorporate the following Task Order Plan Revisions listed below, for IDIQ services as proposed by the Contractor on 6/27/2012. Update Table B-1, "Estimated Cost and Award Fee," where OY4 Contract Value increases from \$154,989,471 by \$44,451 to \$155,033,922.

3.5-2012-08 v 1

2. For purposes of allocation of estimated cost and potential award fee the negotiated amount of (b)(4) has been further subdivided into fee periods 9 and 10 as follows:

	FEE PERIOD 9		FEE PERIOD 10		TOTAL	
	Estimated Cost	Potential Award Fee	Estimated Cost	Potential Award Fee	Estimated Cost	Potential Award Fee
Previous	(b)(4)					
This Mod						
Revised Total						

3. Incrementally fund the contract in the amount of \$631,002 increasing the Total Funding Allotted from \$130,566,640 to \$131,197,642. The contractor provided an estimated funded through date of December 2, 2012, in an email dated July 3, 2012.
4. Update Table J-7-4, Task Order by Reference – Option Year 4 (Contract Year 5) to incorporate the Task Order Plan Revision listed above.

B. A recapitulation of the contract value is as follows:

	Negotiated Estimated Cost	Provisional Estimated Cost	Award Fee Earned	Potential Award Fee	Total Fee	Contract Value	Total Funding Allotted
	(a)	(b)	(c)	(d)	(c+d)	(a+b+c+d)	Allotted
Previous	(b)(4)		\$4,519,380	(b)(4)		\$154,989,471	\$130,566,640
This Mod			\$0			\$631,002	
Revised Total			\$4,519,380			\$155,033,922	\$131,197,642

C. Purchase Request No./Accounting & Appropriation Data:

CRM Item #	WBS	Amount	PR
218	62ES23/6100.2511/FC000000/401769.06.06.02.04/000/2510/62/EXCX22012D/733B	(\$28,000)	4200437778 Item# 013
241	62ET30/6100.2511/62/FC000000/813188.01.08.04/000/2510/62/SPTX22012D/334L/1/2	\$56,160	4200440351 Item# 001
242	62ET10/6100.2511/62/FC000000/921179.01.08.11.ET83/.12/000/2510/62/CASX12012R/CASP/2/44	\$9,614	4200440351 Item# 002
243	62ER42/6100.2511/62/FC000000/585777.02.40.04.03.1/0/000/2510/62/EXPX22012D/719V/3/45	\$30,928	4200440351 Item# 002
244	62ET10/6100.2511/62/FC000000/813188.01.08.04/000/2510/62/SPTX22012D/334L/1/43	\$131,473	4200440351 Item# 002
245	62ET02/6100.2511/62/FC000000/750271.09.01.08/000/2510/62/EXCX22011D/734A/4/46	\$9	4200440351 Item# 002
246	62ET10/6100.2511/62/FC000000/813188.01.08.04/000/2510/62/SPTX22012D/334L/1/84	\$17,950	4200440351 Item# 003
247	62ET02/6100.2511/62/FC000000/672854.01.02.01/000/2510/62/EXCX22011D/538A/2/85	\$100,000	4200440351 Item# 003
248	62ER42/6100.2511/62/FC000000/585777.02.40.04.03.1/0/000/2510/62/EXPX22012D/719V/3/86	\$2,196	4200440351 Item# 003
249	62ET20/6100.2511/62/FC000000/411672.06.04.02/000/2510/62/SCEX22012D/813K/1/125	\$106,073	4200440351 Item# 004
250	62ET20/6100.2511/62/FC000000/585777.02.40.04.13.1/0/000/2510/62/EXPX22012D/719V/2/126	\$100,002	4200440351 Item# 004
251	62ET20/6100.2511/62/FC000000/358257.01.02.01/000/2510/62/CASX12012D/046A/3/165	\$44,370	4200440351 Item# 004
252	62ET50/6100.2511/62/FC000000/813188.01.08.04/000/2510/62/SPTX22012D/334L/1/168	\$28,292	4200440351 Item# 005
253	62FP30/6100.2511/62/FC000000/916925.02.01/000/2510/62/SCEX22011D/881D/1/207	\$2,000	4200440351 Item# 006
254	62ES43/6100.2511/62/FC000000/401769.06.06.02.04/000/2510/62/EXCX22012D/733B/1/274	\$28,000	4200440351 Item# 007
255	62ER42/6100.2511/62/FC000000/585777.02.40.04.03.1/0/000/2510/62/EXPX22012D/719V/1/2	\$375	4200440351 Item# 008

256	62ER24/6100.2511/62/FC000000/916925.02.01/000/2510/62/SCEX22011D/881D/1/207	\$1,248	4200440351 Item# 009
257	62ER23/6100.2511/62/FC000000/916925.02.01/000/2510/62/SCEX22011D/881D/1/207	\$312	4200440351 Item# 010
<b>TOTAL</b>		<b>\$831,002</b>	

D. The following pages/sections are deleted in their entirety and the attached revised pages/sections are substituted in lieu thereof:

Pages/Section Deleted	Page/Section Modified
B-2/Table B-1 (Mod 99)	B-2/Table B-1 (Mod 104)
B-4/B.5 (Mod 103)	B-4/B.5 (Mod 104)
J-7-4 (Mod 99)	J-7-4 (Mod 104)

E. In consideration of the modification agreed to herein as complete equitable adjustment for the contractor's proposal for adjustment listed below, the contractor hereby releases the Government from any and all liability under this contract for further equitable adjustment attributable to such facts or circumstances giving rise to said contract changes and/or contractor proposals, and for such additional obligations as may be required by this modification.

Contract  
Change Identification

Contractor  
Proposal Number

Modification 104

TOP No.	Submitted Date
3.5-2012-08 Rev 1	6/27/2012
Totals	

F. All other terms and conditions remain unchanged and in full force and effect.

**Table B-1 Estimated Cost and Award Fee**

CLIN	PERIOD COVERED	MISSION SERVICES		IDIQ TASK ORDERS		TOTAL																								
		ESTIMATED COST	MAXIMUM POTENTIAL AWARD FEE	ESTIMATED COST	MAXIMUM POTENTIAL AWARD FEE	TOTAL ESTIMATED COST	TOTAL PROVISIONAL ESTIMATED COST	TOTAL MAXIMUM POTENTIAL AWARD FEE	TOTAL EARNED AWARD FEE	TOTAL VALUE																				
1	BASE YEAR	(b)(4)																												
	Fee Period 1*,**										\$321,839	\$8,439,159																		
	Fee Period 2**,**										\$445,609	\$12,597,605																		
	Total Base										\$767,448	\$21,036,763																		
2	OPTION YEAR 1										(b)(4)																			
	Fee Period 3*																			\$495,267	\$14,215,181									
	Fee Period 4**,**																			\$519,503	\$12,718,070									
	Total Option 1																			\$1,014,876	\$26,933,251									
3	OPTION YEAR 2																			(b)(4)										
	Fee Period 5*																												\$456,712	\$13,436,179
	Fee Period 6*																												\$780,157	\$22,083,907
	Total Option 2																												\$1,246,599	\$35,525,060
4	OPTION YEAR 3																												(b)(4)	
	Fee Period 7*	\$314,540	\$20,043,233																											
	Fee Period 8*	\$675,617	\$17,055,780																											
	Total Option 3	\$1,490,157	\$37,102,013																											
5	OPTION YEAR 4	(b)(4)																												
	Fee Period 9*										\$0	\$17,505,458																		
	Fee Period 10*										\$0	\$16,740,451																		
	Total Option 4										\$0	\$34,436,909																		
Overall Contract																			\$4,819,380											

\* 6-month evaluation periods

\*\* The Amounts for Fee Period 1, 2, and 4 include fee negotiated for Cost Growths after the determination for the award fee for that period.

(a) If the Government exercises any of its Options pursuant to the terms of the contract, the estimated costs and fees for each Mission Services CLIN shall be as set forth in Table B-2 below.

(d) After 85 percent of the potential award fee has been paid, the Contracting Officer may direct the withholding of further payment of award fee until a reserve is set aside in an amount that the Contracting Officer considers necessary to protect the Government's interest. This reserve shall not exceed 15 percent of the total potential award fee.

(e) The amount of award fee which can be awarded in each evaluation period is limited to the amounts set forth in Clause B.2, Estimated Cost and Award Fee. Award fee which is not earned in an evaluation period cannot be reallocated to future evaluation periods.

(f) (1) Provisional award fee payments will be made under this contract pending the determination of the amount of fee earned for an evaluation period. Provisional award fee payments will be made to the Contractor on a monthly basis. The total amount of award fee available in an evaluation period that will be provisionally paid is the lesser of 70 percent or the prior period's evaluation score.

(2) Provisional award fee payments will be superseded by the final award fee evaluation for that period. If provisional payments exceed the final evaluation score, the Contractor will either credit the next payment voucher for the amount of such overpayment or refund the difference to the Government, as directed by the Contracting Officer.

(3) If the Contracting Officer determines that the Contractor will not achieve a level of performance commensurate with the provisional rate, payment of provisional award fee will be discontinued or reduced in such amounts as the Contracting Officer deems appropriate. The Contracting Officer will notify the Contractor in writing if it is determined that such discontinuance or reduction is appropriate.

(4) Provisional award fee payments will be made prior to the first award fee determination by the Government.

(g) Award fee determinations are unilateral decisions made solely at the discretion of the Government.

(End of Clause)

**B.5 1852.232-81 CONTRACT FUNDING (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 \$126,013,394. This allotment is for the Marshall Engineering Technicians and Trades Support Services and covers the following estimated period of performance: contract effective date through December 2, 2012.

(b) An additional amount of \$5,184,248 is obligated under this contract for payment of fee.

	Previous	This Action	Total
Estimated Cost:	(b)(4)		
Provisional Award Fee:	(b)(4)		
Earned Award Fee:	\$4,519,379	\$0	\$4,519,379
Total Sum Allotted:	\$130,566,640	\$631,002	\$131,197,642

(End of Clause)

**TASK ORDER BY REFERENCE  
OPTION YEAR 4 CONTRACT YEAR 8 March 1, 2012-Feb 28, 2013**

Task Order No.	Rev	Mod #	Initiating Org	Description	Period of Performance	Estimated Cost	Maximum Potential Award Fee	Total Value
OY4 (Mod 104)								
3.1-2012-027	0	82	EM10	Materials Testing Support	3/1/2012 - 2/28/2013	(b)(4)		\$795,938
3.2-2012-017	0	82	ET20	ETF/EFDTF Test Support	3/1/2012 - 2/28/2013		\$1,465,660	
3.3-2012-003	0	82	ET30	Structural Strength Test Support	3/1/2012 - 2/28/2013		\$578,758	
3.7-2012-022	0	82	EM50	Space Environmental Effects Test Support	3/1/2012 - 2/28/2013		\$471,793	
3.10-2012-016	0	82	ET50	Computer Aided Design Technician Support	3/1/2012 - 2/28/2013		\$351,648	
3.13-2012-021	0	82	EM40	Tool Crib Attendant Support	3/1/2012 - 2/28/2013		\$140,058	
3.7-2012-018	0	82	EM50	Impact Test Facility Support	3/1/2012 - 2/28/2013		\$217,449	
3.11-2012-023	0	82	EM60	MAPTIS Database Support	3/1/2012 - 2/28/2013		\$104,09C	
3.1-2012-027	R1	95	EM10	Materials Testing Support	3/1/2012 - 2/28/2013		(\$642,351)	
3.2-2012-017	R1v1	95	ET20	ETF/EFDTF Test Support	3/1/2012 - 2/28/2013		(\$277,781)	
3.3-2012-003	R1v1	95	ET30	Structural Strength Test Support	3/1/2012 - 2/28/2013		\$255,126	
3.7-2012-022	R1	95	EM50	Space Environmental Effects Test Support	3/1/2012 - 2/28/2013		(\$161,029)	
3.10-2012-016	R1v1	95	ET50	Computer Aided Design Technician Support	3/1/2012 - 2/28/2013		(\$291,614)	
3.13-2012-021	R1v1	95	EM40	Tool Crib Attendant Support	3/1/2012 - 2/28/2013		(\$70,029)	
3.3-2012-004	0	95	ET40	Structural Dynamics Test Facility Technician Support	3/1/2012 - 2/28/2013		\$273,933	
3.4-2012-001	0v1	95	ES23	MSFC Mechanical Fabrication	3/1/2012 - 2/28/2013		\$1,806,633	
3.4-2012-002	0	95	ES23	ECLSS STaRs Support	3/1/2012 - 2/28/2013		\$1,889,948	
3.5-2012-008	0v1	95	ES43	Electrical Test, Fabrication, and Assembly Technician	3/1/2012 - 2/28/2013		\$450,292	
3.6-2012-005	0v1	95	ET02	Metrology and Calibration Services	3/1/2012 - 2/28/2013		\$1,696,344	
3.13-2012-030	0	95	EM32	Tool Crib Attendant Support	3/1/2012 - 2/28/2013		\$70,029	
3.14-2012-009	0	95	EM20	Non-Destructive Evaluations (NDE) Support	3/1/2012 - 2/28/2013		\$304,237	
3.14-2012-029	0	95	ZP21	Optical Replication Facility-B4747 and Stray Light	3/1/2012 - 2/28/2013		\$82,827	
3.16-2012-007	0v1	95	ET02	Valve and Component Refurbishment	3/1/2012 - 2/28/2013		\$1,058,224	
3.17-2012-028	0	95	ES61	Mechanical Leak Test Technician Support	3/1/2012 - 2/28/2013		\$59,465	
3.18-2012-012	0v1	95	ET02	Propellants and Pressurants Services	3/1/2012 - 2/28/2013		\$2,210,137	
3.18-2012-013	0v1	95	ET02	Mechanical Services	3/1/2012 - 2/28/2013		\$1,450,370	
3.18-2012-014	0v1	95	ET02	Control, Instrumentation, and Data Acquisition Services	3/1/2012 - 2/28/2013		\$2,082,260	
3.18-2012-015	0v1	95	ET02	Trade Services	3/1/2012 - 2/28/2013		\$1,747,217	
3.18-2012-024	0	95	ES22	Control, Instrumentation, and Data Acquisition Services	3/1/2012 - 2/28/2013		\$306,355	
3.19-2012-019	0	95	EM40	EM40 Planner/Coordinator Support	3/1/2012 - 2/28/2013		\$81,534	
3.19-2012-020	0	95	ES01	Safety, Health and Environmental	3/1/2012 - 2/28/2013		\$506,819	
3.19-2012-025	0v1	95	ES01	METTS Contract OT Support	3/1/2012 - 2/28/2013		\$708,245	
3.19-2012-026	0v1	95	ES01	Operations and Direct Material Support	3/1/2012 - 2/28/2013		\$9,879,841	
3.16-2012-007	1	98	ET02	Valve and Component Refurbishment	4/9/2012-2/28/2013	\$51,193		
3.18-2012-012	1	98	ET02	Propellants and Pressurants Services	4/16/2012-2/28/2013	\$331,860		
3.18-2012-015	1	98	ET02	Trade Services	4/16/2012-2/28/2013	279,569		
3.18-2012-014	1	99	ET03	Control, Instrumentation, and Data Acquisition Services	4/30/2012-8/31/2012	31,920		
3.5-2012-008	1	104	ES43	Electrical Test, Fabrication, and Assembly Technician	7/16/2012-12/31/2012	44,451		
<b>TOTALS:</b>								<b>\$30,361,469</b>

J-7-4 (Mod 104)

J-7-4-1 (Mod 104)