

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000063	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Schedule	5. PROJECT NO. (if applicable)	
6. ISSUED BY NASA/Marshall Space Flight Center Procurement Office Marshall Space Flight Center AL 35812	CODE MSFC	7. ADMINISTERED BY (if other than Item 6) Kathy Christy Email: kathy.christy@nasa.gov Telephone: (256) 961-1538 Fax: (256) 544-5028	CODE	MSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) INFOPRO CORPORATION Attn: Larry Lawson 6705 ODYSSEY DR HUNTSVILLE AL 35806-2300		(x)	9A. AMENDMENT OF SOLICITATION NO.	
CODE O AFL2		FACILITY CODE		9B. DATED (SEE ITEM 11)
		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: \$931,295.00
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
	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.

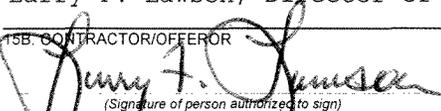
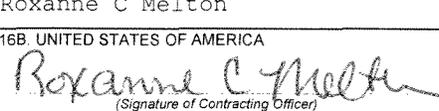
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The Negotiated Estimated Cost remains unchanged at (b)(4)
The Provisional Estimated Cost increases by \$(b)(4)
Award Fee Earned remains unchanged at \$1,782,324.
The Potential Award Fee remains unchanged at (b)(4)
The Total Fee remains unchanged at (b)(4)
The Contract Value increases by \$550,000 from \$74,141,564 to \$74,691,564.
Total Funding Allotted increases by \$931,295 from \$73,721,945 to \$74,653,240.

See Page 2 for further description of modification.

FOB: Destination

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) Larry F. Lawson, Director of Contracts	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roxanne C Melton
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 9/28/2010
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 9/28/10

A. The purpose of Modification No. 63 is to:

1. Update Table B-1, "Estimated Cost and Award Fee," to provisionally increase the estimated cost, of the contract pending the definitization of a proposal for materials cost increase. The provisional increase is in the amount of \$550,000, thereby increasing the Contract Value from \$74,141,564 to \$74,691,564
2. Incrementally fund the contract in the amount of \$931,295 hereby increasing the Total Funding Allotted amount from \$73,721,945 to \$74,653,240. Contractor estimated funded through date is February 28, 2011, provided in an email 9/27/2010.

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

	Negotiated Estimated Cost (a)	Provisional Estimated Cost (b)	Award Fee Earned (c)	Potential Award Fee (d)	Total Fee (c+d)	Contract Value (a+b+c+d)	Total* Funding Allotted
Previous	(b)(4)		\$1,782,324	(b)(4)		\$74,141,564	\$73,721,945
This Mod Revised			\$0			\$550,000	\$931,295
Total			\$1,782,324			\$74,691,564	\$74,653,240

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

CMM Item	WBS	Amount	PR	PR Totals
<u>510</u>	62ES23/6100.2511/62/FC000000/401769.06.08.02.04.0/5/000/2510/62/EXCX22010D/733B/1/2	\$475,333.00	4200358636 Item# 001	
<u>511</u>	62ES23/6100.2511/62/FC000000/401769.06.03.03.02.0/7/000/2510/62/EXCX22010D/733B/2/3	\$87,761.00	4200358636 Item# 001	
<u>512</u>	62ES23/6100.2511/62/FC000000/401769.06.03.07.02.0/3/000/2510/62/EXCX22010D/733B/3/4	\$2,431.00	4200358636 Item# 001	
<u>513</u>	62ER24/6100.2511/62/FC000000/095240.04.02.25.01.0/1.08/000/2510/62/EXPX22010D/020U/5/6	\$15,000.00	4200358636 Item# 001	
<u>514</u>	62ES43/6100.2511/62/FC000000/401769.06.08.02.04.0/5/000/2510/62/EXCX22010D/733B/1/43	\$140,920.00	4200358636 Item# 002	
<u>515</u>	62ES43/6100.2511/62/FC000000/401769.06.08.02.04.0/5/000/2510/62/EXCX22010D/733B/1/84	\$140,920.00	4200358636 Item# 003	\$862,365.00
<u>516</u>	62ET30/6100.2511/62/FC000000/206518.08.03.20.04.0/1/000/2510/62/EXPX22010D/234A/1/2	\$50,000.00	4200359629 Item# 001	\$50,000.00
<u>517</u>	62ER23/6100.2511/62/FC000000/136905.01.01.08.11/000/2510/62/EXPX22010D/234A/1/2	\$523.00	4200359655 Item# 001	
<u>518</u>	62ER33/6100.2511/62/FC000000/136905.08.05.04.04.0/8/000/2510/62/EXPX22010D/234A/1/43	\$597.00	4200359655 Item# 002	
<u>519</u>	62ER33/6100.2511/62/FC000000/136905.01.01.08.11/000/2510/62/EXPX22010D/234A/2/44	\$8,172.00	4200359655 Item# 002	\$9,292.00
<u>520</u>	62ET10/6100.2511/62/FC000000/869021.05.08.01.11/000/2510/62/CASX22010D/512F/1/2	\$4,544.00	4200359324 Item# 001	
<u>521</u>	62ER24/6100.2511/62/FC000000/095240.04.03.02.31.0/8/000/2510/62/EXPX22010D/020U/1/2	\$1,000.00	4200359324 Item# 002	
<u>522</u>	62ER24/6100.2511/62/FC000000/463169.04.12.01.01/000/2510/62/EXPX22010D/020U/1/43	\$500.00	4200359324 Item# 003	
<u>523</u>	62ER24/6100.2511/62/FC000000/463169.04.12.01.01/000/2510/62/EXPX22010D/020U/1/84	\$63.00	4200359324 Item# 004	
<u>524</u>	62ER23/6100.2511/62/FC000000/411011.01.01.01.02/000/2510/62/EXCX22010D/538A/1/2	\$31.00	4200359324 Item# 005	
<u>525</u>	62ER33/6100.2511/62/FC000000/411011.01.01.01.02/000/2510/62/EXCX22010D/538A/1/2	\$1,000.00	4200359324 Item# 006	
<u>526</u>	62EV83/6100.2511/62/FC000000/685676.01.08.14/000/2510/62/CASX22010D/714A/1/2	\$2,500.00	4200359324 Item# 007	\$9,638.00
		\$931,295.00		

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/B.1 (Mod 59)	B-2/B.1 (Mod 63)
B-4/B.5 (Mod 62)	B-4/B.5 (Mod 63)

E. Revisions described above are indicated by a vertical line in the right margin of the enclosed replacement pages.

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

TABLE B-1, ESTIMATED COST AND AWARD FEE (AF)

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	\$8,439,158
	Fee Period 2*															\$445,609	\$12,597,505
	Total Base															\$767,448	\$21,036,663
2	OPTION YEAR 1	(b)(4)															
	Fee Period 3*															\$495,267	\$14,215,181
	Fee Period 4*															\$519,609	\$12,718,070
	Total Option 1															\$1,014,876	\$26,933,251
3	OPTION YEAR 2	(b)(4)															
	Fee Period 5*															\$0	\$9,866,000
	Fee Period 6*															\$0	\$16,855,650
	Total Option 2															\$0	\$26,721,650
Overall Contract										\$1,782,324	\$74,691,564						

* 6-month evaluation periods

(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.

TABLE B-2, MISSION SERVICES – OPTION VALUES

CLIN	PERIOD COVERED	MISSION SERVICES (BY)		IDIQ SUMMATION OF TASK ORDERS (BY)		TOTAL											
		ESTIMATED COST	MAXIMUM POTENTIAL AWARD FEE	ESTIMATED COST	MAXIMUM POTENTIAL AWARD FEE	TOTAL ESTIMATED COST	TOTAL MAXIMUM POTENTIAL AWARD FEE	TOTAL EARNED AWARD FEE	TOTAL VALUE								
4	OPTION YEAR 3	(b)(4)															
	Fee Period 7*															TBD	\$4,105,564.50
	Fee Period 8*															TBD	\$4,105,564.50
5	OPTION YEAR 4	(b)(4)															
	Fee Period 9*															TBD	\$4,174,475.00
	Fee Period 10*															TBD	\$4,174,475.00

* 6-month evaluation periods

(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 \$71,948,315. This allotment is for the Marshall Engineering Technicians and Trades Support Services and covers the following estimated period of performance: Feb 28, 2011.

(b) An additional amount of \$2,704,925 is obligated under this contract for payment of fee.

Incremental Funding:	Previous	This Action	Total
Estimated Cost:	(b)(4)		
Provisional Award Fee:	(b)(4)		
Earned Award Fee:	\$1,782,323	\$0	\$1,782,323
Total Sum Allotted:	\$73,721,945	\$931,295	\$74,653,240

(End of Clause)