

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 000078	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.	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: \$972,633.00
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: FAR 42.103(a) Mutual Agreement, FAR 52.216-18 Ordering, 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 decreases from (b)(4)
The Provisional Estimated Cost remains unchanged at (b)(4)
Award Fee Earned remains unchanged at \$3,029,223.
The Potential Award Fee decreases from (b)(4)
The Total Fee decreases from (b)(4)
The Contract Value decreases from \$123,337,094 by \$1,946,449 to \$121,390,645.
Total Funding Allotted increases from \$94,718,536 by \$972,633 to \$95,691,169.

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) David A Iosco	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 6/21/11

A. The purpose of this modification is to:

1. Incrementally fund the contract in the amount of \$972,633 increasing the Total Funding Allotted from \$94,718,536 to \$95,691,169. The contractor provided an estimated funded through date of September, 9 2011, in an email dated June 7, 2011.
2. Update Table B-1, "Estimated Cost and Award Fee," to incorporate the listed Task Orders Plans issued for IDIQ services listed below. The contract CV for OY3 decreases by (b)(4) to (b)(4)

3.18-2011-013 Rev 1	3.18-2011-024 Init
3.18-2011-014 Rev 1	3.4-2011-002 Rev 1
3.18-2011-015 Rev 1	

3. Update Table J-7-4, Task Order by Reference – Option Year 3 (Contract Year 4) to incorporate the Task Order Plans listed above.

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)		\$3,029,233	(b)(4)		\$123,337,094	\$94,718,536
This Mod			\$0			(\$1,946,449)	\$972,633
Revised Total			\$3,029,233			\$121,390,645	\$95,691,169

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

CMM Item #	WBS	Amount	PR
141	62ET20/6100.2511/62/FC000000/136905.02.04.08.13/000/2510/62/EXPX22011D/234A/1/2	\$142,863.00	4200389495 Item# 001
142	62EM10/6100.2511/62/FC000000/136905.08.05.12.01.08/000/2510/62/EXPX22011D/234A/1/2	\$50,000.00	4200391747 Item# 001
143	62ET02/6100.2511/62/FC000000/136905.01.06.08/000/2510/62/EXPX22011D/234A/1/2	\$116,750.00	4200392007 Item# 001
144	62ET02/6100.2511/62/FC000000/136905.01.06.08/000/2510/62/EXPX22011D/234A/1/84	\$91,000.00	4200392007 Item# 002
145	62ET02/6100.2511/62/FC000000/136905.01.06.08/000/2510/62/EXPX22011D/234A/1/125	\$151,000.00	4200392007 Item# 003
146	62ET20/6100.2511/62/FC000000/136905.01.01.08.12/000/2510/62/EXPX22011D/234A/1/207	\$111,645.00	4200392007 Item# 004
147	62ET40/6100.2511/62/FC000000/136905.01.01.08.12/000/2510/62/EXPX22011D/234A/1/248	\$40,000.00	4200392007 Item# 005
148	62ET10/6100.2511/62/FC000000/136905.01.01.08.12/000/2510/62/EXPX22011D/234A/1/289	\$95,000.00	4200392007 Item# 006
149	62VP63/6100.2511/62/FC000000/411672.06.04.01/000/2510/62/SCEX22011D/196V/1/2	\$172,000.00	4200392452 Item# 001
150	62VP02/6100.2511/62/FC000000/397424.07.02.03.20/000/2510/62/SCEX22011D/814L/2/3	\$2,363.00	4200392452 Item# 001
151	62VP02/6100.2511/62/FC000000/916925.01.01.01/000/2510/62/SCEX22010D/881D/3/4	\$12.00	4200392452 Item# 001
Total Funding for Mod 78		\$972,633.00	

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/Table B-1 (Mod 76)	B-2/Table B-1 (Mod 78)
B-4/B.5 (Mod 77)	B-4/B.5 (Mod 78)
J-7-4 (Mod 73 OY3)	J-7-4 (Mod 78)

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 78

IPC TOP Number	Submission Date
3.18-2011-013 Rev 1	5/31/2011
3.18-2011-014 Rev 1	5/31/2011
3.18-2011-015 Rev 1	5/31/2011
3.18-2011-024	5/31/2011
3.4-2011-002 Rev 1	5/18/2011

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	\$12,597,605
	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*								\$456,712	\$13,436,179
	Fee Period 6*								\$790,187	\$22,088,907
	Total Option 2								\$1,246,899	\$35,525,086
4	OPTION YEAR 3	(b)(4)								
	Fee Period 7*								\$0	\$20,067,053
	Fee Period 8*								\$0	\$17,828,592
	Total Option 3	\$0	\$37,895,645							
	Overall Contract							\$3,029,223	\$121,390,645	

* 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.

TABLE B-2, MISSION SERVICES – OPTION VALUES

	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 MAXIMUM POTENTIAL AWARD FEE	TOTAL EARNED AWARD FEE	TOTAL VALUE		
5	OPTION YEAR 4	(b)(4)										
	Fee Period 9*										TBD	\$4,174,475
	Fee Period 10*										TBD	\$4,174,475

* 6-month evaluation periods

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

- (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 \$91,268,216. This allotment is for the Marshall Engineering Technicians and Trades Support Services and covers the following estimated period of performance: contract effective date through September 9, 2011.
- (b) An additional amount of \$4,422,953 is obligated under this contract for payment of fee.

Incremental Funding:	Previous	This Action	Total
Estimated Cost:	(b)(4)		
Provisional Award Fee:			
Earned Award Fee:	\$2,966,128	\$0	\$2,966,128
Total Sum Allotted:	\$94,718,536	\$972,633	\$95,691,169

(End of Clause)

TASK ORDER BY REFERENCE
OPTION YEAR 3 CONTRACT YEAR 4 March 1, 2011-Feb 29, 2012

Task Order No.	Rev	Mod #	Initiating Org	Description	Period of Performance	Estimated Cost	Maximum Potential Award Fee	Total Value	
3.12-2011-005	0	73	VP63	X-ray Calibration Facility Support	3/1/2011 - 2/29/2012	(b)(4)		\$228,282	
3.14-2011-009	0	73	EM20	Nondestructive Evaluation (NDE) Team Support	3/1/2011 - 2/29/2012		\$303,021		
3.14-2011-010	0	73	EM30	Metals Engineering Support	3/1/2011 - 2/29/2012		\$370,081		
3.16-2011-007	0	73	ET02	Valve and Component Refurbishment	3/1/2011 - 2/29/2012		\$1,291,565		
3.18-2011-012	0	73	ET02	Propellants and Pressurants	3/1/2011 - 2/29/2012		\$2,412,113		
3.18-2011-013	0	73	ET02	Mechanical Services	3/1/2011 - 2/29/2012		\$2,216,179		
3.18-2011-014	0	73	ET02	Control, Instrumentation, and Data Acquisition Services	3/1/2011 - 2/29/2012		\$4,391,895		
3.18-2011-015	0	73	ET02	Trade Services	3/1/2011 - 2/29/2012		\$2,958,269		
3.19-2011-019	0	73	EM40	Planning and Control	3/1/2011 - 2/29/2012		\$80,719		
3.3-2011-003	0	73	ET30	Structural Strength Test Facility Tech SPT-2008	3/1/2011 - 2/29/2012		\$398,103		
3.3-2011-004	0	73	ET40	Structural Dynamics Test Facility Tech SPT	3/1/2011 - 2/29/2012		\$293,261		
3.4-2011-001	0	73	ES23	MSFC Mechanical Fabrication	3/1/2011 - 2/29/2012		\$2,365,045		
3.4-2011-002	0	73	ES23	ECLSS STaRs Support	3/1/2011 - 2/29/2012		\$1,775,096		
3.4-2011-011	0	73	ES01	Test Lab Surface Treatment and Precision Cleaning	3/1/2011 - 2/29/2012		\$54,998		
3.5-2011-008	0	73	ES43	Electrical Test, Fabrication, and Assembly Technician	3/1/2011 - 2/29/2012		\$303,704		
3.6-2011-006	0	73	ET02	Metrology and Calibration Services	3/1/2011 - 2/29/2012		\$1,657,152		
3.19-2011-025	0	73	ES01	Overtime	3/1/2011 - 2/29/2012		\$649,801		
3.19-2011-026	0	73	ES01	Materials	3/1/2011 - 2/29/2012		\$9,881,680		
3.18-2011-013	1	78	ET02	Mechanical Services	6/27/2011-2/29/2012		(508,290)		
3.18-2011-014	1	78	ET02	Control, Instrumentation, and Data Acquisition Services	6/27/2011-2/29/2012		(1,192,296)		
3.18-2011-015	1	78	ET02	Trade Services	6/27/2011-2/29/2012		(603,109)		
3.18-2011-024	0	78	ER22	Control, Instrumentation, and Data Acquisition Services	6/27/2011-2/29/2012		188,995		
3.4-2011-002	1	78	ES23	ECLSS STaRs Support	7/1/2011-02/29/2012		168,251		
									0
									0
									0
								0	
								0	
								0	
								0	
					TOTALS:			\$29,684,515	

J-7-4 (Mod 78)

J-7-4 (Mod 78)