

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

|                                       |                               |   |   |
|---------------------------------------|-------------------------------|---|---|
| 1. CONTRACT ID CODE<br>12             |                               | PAGE OF PAGES<br>1 2                              |   |
| 2. AMENDMENT/MODIFICATION NO.<br>0038 | 3. EFFECTIVE DATE<br>12/27/10 | 4. REQUISITION/PURCHASE REQ. NO.<br>N/A           | 5. PROJECT NO. (If applicable)<br>MSFOC |
| 6. ISSUED BY<br>CODE                  | PS43                          | 7. ADMINISTERED BY (If other than Item 6)<br>CODE | MKG                                     |

Procurement Office  
George C. Marshall Space Flight Center  
National Aeronautics and Space Administration  
Marshall Space Flight Center, AL 35812

PS43/Mark A. York (256) 544-4028

|   |     |   |
|---|-----|---|
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)<br><br>JACOBS TECHNOLOGY INC.<br>MSFOC GROUP<br>13800 OLD GENTILLY ROAD, BLDG 320<br>NEW ORLEANS, LA 70129-2218<br><br>ATTN: MIKE DAWSON (931) 455-6400<br><br>CODE 07486 - CAGE FACILITY CODE | (x) | 9A. AMENDMENT OF SOLICITATION NO.                     |
|   |     | 9B. DATED (SEE ITEM 11)                               |
|   | X   | 10A. MODIFICATION OF CONTRACT/ORDER NO.<br>NNM09AA20C |
|   |     | 10B. DATED (SEE ITEM 13)<br>05/01/2009                |

**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) N/A

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

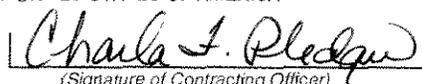
|   |   |
|---|---|
|   | A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.  |
| X | B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, 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:  |
|   | D. OTHER (Specify type of modification and authority)   |

**E. IMPORTANT:** Contractor  is not is  required to sign and return three (3) original copies to the issuing office.

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

|                            | <u>Contract Amount</u> | <u>Alloted Funding</u> |
|----------------------------|------------------------|------------------------|
| Previous Contract Amount   | \$ 217,911,441         | \$ 158,581,314.55      |
| Increase this Modification | \$ -                   | \$ -                   |
| New Contract Amount        | \$ 217,911,441         | \$ 158,581,314.55      |

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.

|  |  |
|--|--|
| t5A. NAME AND TITLE OF SIGNER (Type or print)  | t6A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)<br>Charla F. Pledger<br>Contracting Officer |
| t5B. CONTRACTOR/OFFEROR<br><br>(Signature of person authorized to sign)  | t5C. DATE SIGNED   |
| t6B. UNITED STATES OF AMERICA<br>BY <br>(Signature of Contracting Officer) | t6C. DATE SIGNED<br>12/27/10   |

14. DESCRIPTION OF AMENDMENT/MODIFICATION (continued):

(A) Clause B.2, **ESTIMATED COST AND AWARD FEE (1852.216-85) (SEP 1993)**, as set forth on in Table B-1 of the contract, is hereby revised to reflect Award Fee Earned during Award Fee Period 3 as a result of this modification. The following recapitulation sets forth current contract values.

Table B-1 is changed from:

| TABLE B-1, ESTIMATED COST AND AWARD FEE (AF) |                                     |                      |               |                        |              |
|--|-------------------------------------|----------------------|---------------|------------------------|--------------|
| CLIN   | Description                         | TOTAL ESTIMATED COST | TOTAL MAXIMUM | TOTAL EARNED AWARD FEE | TOTAL VALUE  |
| 1  | Mission Services for Yr 1           | (b)(4)               |               | \$2,447,216            | \$33,476,993 |
| 2  | J-1 PWS IDIQ Task Orders for Year 1 |                      |               | \$775,236              | \$10,669,375 |
| 3  | J-2 PWS IDIQ Task Orders for Year 1 |                      |               | N/A                    | \$30,400,756 |
| Total CLI                                    |                                     |                      |               |                        | \$74,547,124 |
| 4  | Mission Services for Yr 2           |                      |               |                        | \$37,784,393 |
| 5  | J-1 PWS IDIQ Task Orders for Yr 2   |                      |               |                        | \$19,019,876 |
| 6  | J-2 PWS IDIQ Task Orders for Yr 2   |                      |               | N/A                    | \$37,344,818 |
| Total CLI                                    |                                     |                      |               |                        | \$94,149,087 |
| 7  | Mission Services for Yr 3           |                      |               |                        | \$38,987,247 |
| 8  | J-1 PWS IDIQ Task Orders for Yr 3   |                      | \$2,661,204   |                        |              |
| 9  | J-2 PWS IDIQ Task Orders for Yr 3   |                      | N/A           | \$7,566,779            |              |
| Total CLI                                    |                                     |                      | \$49,215,230  |                        |              |

to:

| TABLE B-1, ESTIMATED COST AND AWARD FEE (AF) |                                     |                      |               |                        |              |              |
|--|-------------------------------------|----------------------|---------------|------------------------|--------------|--------------|
| CLIN   | Description                         | TOTAL ESTIMATED COST | TOTAL MAXIMUM | TOTAL EARNED AWARD FEE | TOTAL VALUE  |              |
| 1  | Mission Services for Yr 1           | (b)(4)               |               | \$2,447,216            | \$33,476,993 |              |
| 2  | J-1 PWS IDIQ Task Orders for Year 1 |                      |               | \$775,236              | \$10,669,375 |              |
| 3  | J-2 PWS IDIQ Task Orders for Year 1 |                      |               | N/A                    | \$30,400,756 |              |
| Total CLI                                    |                                     |                      |               |                        | \$74,547,124 |              |
| 4  | Mission Services for Yr 2           |                      |               |                        | \$1,321,554  | \$37,784,393 |
| 5  | J-1 PWS IDIQ Task Orders for Yr 2   |                      |               |                        | \$834,523    | \$19,019,876 |
| 6  | J-2 PWS IDIQ Task Orders for Yr 2   |                      |               |                        | N/A          | \$37,344,818 |
| Total CLI                                    |                                     |                      |               |                        | \$94,149,087 |              |
| 7  | Mission Services for Yr 3           |                      |               |                        | \$38,987,247 |              |
| 8  | J-1 PWS IDIQ Task Orders for Yr 3   |                      | \$2,661,204   |                        |              |              |
| 9  | J-2 PWS IDIQ Task Orders for Yr 3   |                      | N/A           | \$7,566,779            |              |              |
| Total CLIN 7, 8, and 9                       |                                     |                      | \$49,215,230  |                        |              |              |

(B) Clause B.5, **AWARD FEE SCORES**, as set forth on page B-5 of the contract, is hereby revised to reflect revised Earned Award Fee as result of this modification.

(C) Clause B.6, **CONTRACT FUNDING (1852.233-81) (JUN 1990)**, as set forth on page B-5 of the contract, is hereby revised to reflect Award Fee Earned for Period 3 and to increase Provisional Award Fee to reflect the Provisional Award Fee allowable for Period 4. The following recapitulation sets forth current funded amounts.

(D) As a result of this modification, the following pages of the contract are hereby deleted and replaced with a new page as indicated below.

|                        |  |                                  |
|------------------------|--|----------------------------------|
| Attachments            |  |                                  |
| <u>Page(s) Deleted</u> |  | <u>Replacement Added Page(s)</u> |
| B-2 (Mod 0035)         |  | B-2 (Mod 0038)                   |
| B-5 (Mod 0037)         |  | B-5 (Mod 0038)                   |

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

| CLIN | Description                         | TOTAL ESTIMATED COST | TOTAL MAXIMUM POTENTIAL AWARD FEE | TOTAL EARNED AWARD FEE       | TOTAL VALUE  |  |  |
|------|-------------------------------------|----------------------|-----------------------------------|------------------------------|--------------|--|--|
| 1    | Mission Services for Yr 1           | (b)(4)               |                                   | \$2,447,216                  | \$33,476,993 |  |  |
| 2    | J-1 PWS IDIQ Task Orders for Year 1 |                      |                                   | \$775,236                    | \$10,669,375 |  |  |
| 3    | J-2 PWS IDIQ Task Orders for Year 1 |                      |                                   | N/A                          | \$30,400,756 |  |  |
|      |                                     |                      |                                   | <b>N 1, 2 and 3</b>          | \$75,547,124 |  |  |
| 4    | Mission Services for Yr 2           |                      |                                   | \$1,321,554                  | \$37,784,393 |  |  |
| 5    | J-1 PWS IDIQ Task Orders for Yr 2   |                      |                                   | \$834,523                    | \$19,019,876 |  |  |
| 6    | J-2 PWS IDIQ Task Orders for Yr 2   |                      |                                   | N/A                          | \$37,344,818 |  |  |
|      |                                     |                      |                                   | <b>N 4, 5 and 6</b>          | \$94,149,087 |  |  |
| 7    | Mission Services for Yr 3           |                      |                                   |                              | \$38,987,247 |  |  |
| 8    | J-1 PWS IDIQ Task Orders for Yr 3   |                      | \$2,661,204                       |                              |              |  |  |
| 9    | J-2 PWS IDIQ Task Orders for Yr 3   |                      | N/A                               | \$7,566,779                  |              |  |  |
|      |                                     |                      |                                   | <b>Total CLIN 7, 8 and 9</b> | \$49,215,230 |  |  |

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 | DESCRIPTION                                  | TOTAL ESTIMATED COST | TOTAL MAXIMUM POTENTIAL AWARD FEE | TOTAL EARNED AWARD FEE     | TOTAL VALUE  |  |  |
|------|--|----------------------|-----------------------------------|----------------------------|--------------|--|--|
| 10   | Mission Services for Yr 4 (Option 1)         | (b)(4)               |                                   |                            | \$40,130,520 |  |  |
| 11   | J-1 PWS IDIQ Task Orders for Yr 4 (Option 1) |                      |                                   |                            | TBD          |  |  |
| 12   | J-2 PWS IDIQ Task Orders for Yr 4 (Option 1) |                      |                                   | N/A                        | TBD          |  |  |
|      |  |                      |                                   | <b>CLIN 10, 11, and 12</b> | TBD          |  |  |
| 13   | Mission Services for Yr 5 (Option 2)         |                      |                                   |                            | \$42,184,221 |  |  |
| 14   | J-1 PWS IDIQ Task Orders for Yr 5 (Option 2) |                      |                                   |                            | TBD          |  |  |
| 15   | J-2 PWS IDIQ Task Orders for Yr 5 (Option 2) |                      | N/A                               | TBD                        |              |  |  |
|      |  |                      |                                   | <b>CLIN 13, 14, and 15</b> | TBD          |  |  |

**B-5 AWARD FEE SCORES**

The amount of award fee earned shall be determined in accordance with Section J, Attachment J-5, *Performance Evaluation Plan*, and B.4, "1852.216-76 Award Fee for Service Contracts." The following tables specify the award fee available and award fee earned. NASA will make provisional and final earned award fee payments in accordance with B.4, "1852.216-76 Award Fee for Service Contracts."

| AWARD FEE PERIOD     |           | AWARD FEE |                    |  |
|----------------------|-----------|-----------|--------------------|--|
| FROM                 | TO        | AVAILABLE | EARNED             |  |
| <b>BASE PERIOD</b>   |           |           |                    |  |
| 1-May-09             | 31-Oct-09 | (b)(4)    | \$1,537,924        |  |
| 1-Nov-09             | 30-Apr-10 |           | \$1,684,528        |  |
| 1-May-10             | 31-Oct-10 |           | <b>\$2,156,077</b> |  |
| 1-Nov-10             | 30-Apr-11 |           |                    |  |
| 1-May-11             | 31-Oct-11 |           |                    |  |
| 1-Nov-11             | 30-Apr-12 |           |                    |  |
| <b>OPTION YEAR 1</b> |           |           |                    |  |
| 1-May-12             | 31-Oct-12 |           |                    |  |
| 1-Nov-12             | 30-Apr-13 |           |                    |  |
| <b>OPTION YEAR 2</b> |           |           |                    |  |
| 1-May-13             | 31-Oct-13 |           |                    |  |
| 1-Nov-13             | 30-Apr-14 |           |                    |  |

**B-6 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 (b)(4). This allotment is for the MAF Manufacturing Support and Facility Operations Contract and covers the following estimated period of performance: May 1, 2009 through January 31, 2011.
- B. An additional amount of (b)(4) is obligated under this contract for payment of fee.

|                            | Previous       | This Action  | Total          |
|----------------------------|----------------|--------------|----------------|
| Estimated Cost:            |                |              |                |
| Operations                 | (b)(4)         |              |                |
| Construction of Facilities | (b)(4)         |              |                |
| Provisional Award Fee:     |                |              |                |
| Earned Award Fee:          | \$ 3,222,452   | \$ 2,156,077 | \$ 5,378,529   |
| Total Sum Allotted:        | \$ 158,581,315 | \$ -         | \$ 158,581,315 |

(End of Clause)