

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE 12	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 0052	3. EFFECTIVE DATE 7/14/11	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable) MSFOC
6. ISSUED BY CODE	PS43	7. ADMINISTERED BY (If other than Item 6) CODE	MKG

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

PS40/Mark A. York (256) 544-4028

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

CODE 07486 - CAGE FACILITY CODE

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;
- (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.

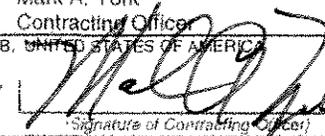
<input type="checkbox"/>	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) 41.103(a)(3) Bilateral Modifications

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)

	Contract Amount	Alloted Funding
Previous Contract Amount	\$ 216,735,996	\$ 189,831,982.37
Increase this Modification	\$ 72,528	\$ 7,716,494.23
New Contract Amount	\$ 216,808,524	\$ 197,548,476.60

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) Michael C. Dawson, Vice President & General Manager MAF Group, Jacobs Technology, Inc.	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mark A. York Contracting Officer
15B. CONTRACTOR/OFFEROR  Signature of person authorized to sign	16B. UNITED STATES OF AMERICA  Signature of Contracting Officer
15C. DATE SIGNED 7/14/2011	16C. DATE SIGNED 7/14/2011

14. DESCRIPTION OF AMENDMENT/MODIFICATION (continued):

(A) Clause B.2, **ESTIMATED COST AND AWARD FEE (1852.216-85) (SEP 1993)**, as set forth in Table B-1 of the contract, is hereby increased by (b)(4) to (b)(4) to provide maintenance for additional property used at Michoud Assembly Facility. Total estimated cost including options as set forth in Table B-1 and B-2 of the contract, is hereby increased by (b)(4) to (b)(4). The following recapitulation sets forth current contract values.

Section B-2 Estimated Cost and Award Fee is changed from:

The total estimated cost of this contract is (b)(4) for CLIN 1 - 9. The total award fee for this contract is (b)(4) for CLIN 1, 2,4,5,7, and 8. The total estimated cost for Option Years 1 and 2 is (b)(4) for CLIN 10 - 15. The total award fee for the Option Years 1 and 2 is (b)(4) for CLIN 10, 11, 13, and 14. The total estimated cost of this contract is (b)(4) with total award fee of (b)(4) for a total contract value of **\$291,669,668**.

to:

The total estimated cost of this contract is (b)(4) for CLIN 1 - 9. The total award fee for this contract is (b)(4) for CLIN 1,2,4,5,7,and 8. The total estimated cost for Option Years 1 and 2 is (b)(4) for CLIN 10 - 15. The total award fee for the Option Years 1 and 2 is (b)(4) for CLIN 10, 11, 13, and 14. The total estimated cost of this contract is (b)(4) with total award fee of (b)(4) for a total contract value of **\$291,893,761**.

Table B-1 is changed from:

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)	(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 CLIN 1-3					\$74,547,124
4	Mission Services for Yr 2			\$2,613,298	\$35,446,755
5	J-1 PWS IDIQ Task Orders for Yr 2			\$1,261,581	\$17,153,385
6	J-2 PWS IDIQ Task Orders for Yr 2			N/A	\$34,257,227
Total CLIN 4-6					\$86,857,367
7	Mission Services for Yr 3				\$35,939,926
8	J-1 PWS IDIQ Task Orders for Yr 3		\$8,521,506		
9	J-2 PWS IDIQ Task Orders for Yr 3		N/A	\$10,870,074	
Total CLIN 7, 8, and 9			\$55,331,506		

to:

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	
Total CLIN 1, 2, and 3						\$74,547,124
4	Mission Services for Yr 2				\$2,613,298	\$35,446,755
5	J-1 PWS IDIQ Task Orders for Yr 2				\$1,261,581	\$17,153,385
6	J-2 PWS IDIQ Task Orders for Yr 2				N/A	\$34,257,227
Total CLIN 4, 5, and 6						\$86,857,367
7	Mission Services for Yr 3					\$36,012,454
8	J-1 PWS IDIQ Task Orders for Yr 3				\$8,521,506	
9	J-2 PWS IDIQ Task Orders for Yr 3			N/A	\$10,870,074	
Total CLIN 7, 8, and 9					\$55,404,034	

Table B-2 is changed from:

TABLE B-2, MISSION SERVICES - OPTION VALUES						
CLIN	DESCRIPTION	TOTAL ESTIMATED	TOTAL MAXIMUM	TOTAL EARNED	TOTAL VALUE	
10	Mission Services for Yr 4 (Option 1)	(b)(4)			\$37,133,963	
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
Total CLIN 10, 11, and 12						\$37,133,963
13	Mission Services for Yr 5 (Option 2)					\$37,799,709
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	
Total CLIN 13, 14, and 15					\$37,799,709	

to:

CLIN	DESCRIPTION	TOTAL ESTIMATED	TOTAL MAXIMUM	TOTAL EARNED	TOTAL VALUE	
10	Mission Services for Yr 4 (Option 1)	(b)(4)			\$37,208,858	
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
Total CLIN 10, 11, and 12						\$37,208,858
13	Mission Services for Yr 5 (Option 2)					\$37,876,378
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	
Total CLIN 13, 14, and 15					\$37,876,378	

(B) Clause B.5, **AWARD FEE SCORES**, as set forth on page B-5 of the contract, is hereby revised to reflect revised Award Fee pools 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 increased by **\$7,716,494** as result of this modification; the following recapitulation sets forth current funded amounts.

(D) **Attachments J-7-A Real Property, J-7-B Non-Collateral Property, J-7-C Collateral Equipment and J-7-E Installation Accountable Government Furnished Property** are revised to incorporate additional property items as result of this modification.

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

<u>Attachments</u>	
<u>Page(s) Deleted</u>	<u>Replacement Added Page(s)</u>
B-1 (Mod 0050)	B-1 (Mod 0052)
B-2 (Mod 0051)	B-2 (Mod 0052)
B-5 (Mod 0051)	B-5 (Mod 0052)
J-7-A (Basic)	J-7-A (Mod 0052)
J-7-B (Mod 0027)	J-7-B (Mod 0052)
J-7-C (Basic)	J-7-C (Mod 0052)
J-7-E (Mod 0027)	J-7-E (Mod 0052)

Except as provided herein, all other Terms and Conditions remain unchanged and in full force and effect.

(F) Contractor's Release Statement: In consideration of the modification agreed to herein as equitable adjustment of all claims arising out of or attributable to issuance of the change(s) and/or contractor proposal(s) listed below, the contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to said contract change(s) and/or proposal(s) and for such additional obligations as may be required by this modification.

Contract Change Identification
Modification 0052

Contractor Proposal Number
"Michoud Assembly Facility
Manufacturing Support and Facility
Operation Contract (MSFOC)"
Request for Contract Value Increase
dated June 1, 2011

B-1 SERVICES TO BE FURNISHED AND TYPE OF CONTRACT

A. Consistent with NASA's most important core value of safety - safety of the public, safety of the astronauts and pilots, safety of our workforce, and safety of our equipment and property: The Contractor shall provide all resources (except as expressly stated in the contract as furnished by the Government) necessary to furnish the services delineated in the Performance Work Statement (PWS) in Attachment J-1, entitled: "Michoud Assembly Facility Manufacturing Support and Facilities Operations Contract (MSFOC)" and Attachment J-2, entitled: "MSFOC Facilities PWS."

B. The services will be procured under two separate portions, Mission Services (MS) and Indefinite Delivery/Indefinite Quantity (IDIQ). The requirement is being procured on a cost-plus-award-fee basis. The contract and supporting data are organized as shown below:

[1] The Mission Services portion covers work identified in Section 1.0 – 10.0 of the Attachment J-1, MSFOC PWS. Project management and administrative resources necessary to manage both the Mission and the IDIQ contract portions are covered in the Mission Services.

[2] IDIQ task orders will be used to procure those services identified in Section 11.0 of Attachment J-1, MSFOC PWS and Section 1.0 - 8.0 of Attachment J-2, MSFOC Facilities PWS that cannot be predetermined or quantified in advance.

(End of Clause)

B-2 1852.216-85 ESTIMATED COST AND AWARD FEE (SEP 1993)

A. The total estimated cost of this contract is (b)(4) for CLIN 1 - 9. The total award fee for this contract is (b)(4) for CLIN 1,2,4,5,7,and 8. The total estimated cost for Option Years 1 and 2 is (b)(4) for CLIN 10 - 15. The total award fee for the Option Years 1 and 2 is (b)(4) for CLIN 10, 11, 13, and 14. The total estimated cost of this contract is (b)(4) with total award fee of (b)(4) for a total contract value of **\$291,893,761**.

B. Table B-1 reflects the contract values of individual contract line items (CLINs) and is set forth below:

Contract NNM09AA20C

Modification 0052

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		
				N 1, 2 and 3	\$74,547,124		
4	Mission Services for Yr 2			\$2,613,298	\$35,446,755		
5	J-1 PWS IDIQ Task Orders for Yr 2			\$1,261,581	\$17,153,385		
6	J-2 PWS IDIQ Task Orders for Yr 2			N/A	\$34,257,227		
				N 4, 5 and 6	\$86,857,367		
7	Mission Services for Yr 3						\$36,012,454
8	J-1 PWS IDIQ Task Orders for Yr 3				\$8,521,506		
9	J-2 PWS IDIQ Task Orders for Yr 3			N/A	\$10,870,074		
Total CLIN 7, 8 and 9					\$55,404,034		

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)			\$37,208,858
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
				CLIN 10, 11, and 12	\$37,208,858
13	Mission Services for Yr 5 (Option 2)				\$37,876,378
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
CLIN 13, 14, and 15					\$37,876,378

Contract NNM09AA20C

Modification 0052

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	
BASE PERIOD				
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		\$2,156,077	
1-Nov-10	30-Apr-11		\$1,718,802	
1-May-11	31-Oct-11			
1-Nov-11	30-Apr-12			
OPTION YEAR 1				
1-May-12	31-Oct-12			
1-Nov-12	30-Apr-13			
OPTION YEAR 2				
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 September 30, 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:	\$ 7,097,331	\$ -	\$ 7,097,331
Total Sum Allotted:	\$ 189,831,982	\$ 7,716,494	\$ 197,548,476

(End of Clause)