

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   6
2. AMENDMENT/MODIFICATION NO. 0084	3. EFFECTIVE DATE <b>JUL 27 2012</b>	4. REQUISITION/PURCHASE REQ NO. n/a	5. PROJECT NO. (if applicable) MSFOC
6. ISSUED BY Office of Procurement George C. Marshall Space Flight Center (MSFC) National Aeronautics and Space Administration (NASA) Marshall Space Flight Center, AL 35812	CODE PS43	7. ADMINISTERED BY (if other than Item 6) Attn: James S. Casper Office of Procurement / PS43 Email: james.s.casper@nasa.gov Phone: (256) 544-3294	CODE PS43 / MJP

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	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NNM09AA20C
CODE 07486 - CAGE FACILITY CODE		10B. DATED (SEE ITEM 13) 05/01/09

**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.**

(x)	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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER: (Specify type of modification and authority) Clause B.4, 1852.216-76 Award Fee for Service Contracts (JUN 2000)

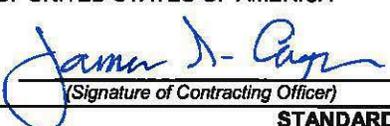
**E. IMPORTANT:** Contractor  is not  is required to sign this document and return two (2) original copies to the issuing office.

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

See changes as outlined on the following pages of this modification. A summary of total established Contract Amount and Allotted Funding is provided as follows:

	Contract Amount	Allotted Funding
Previous Total:	\$ 278,877,079	\$ 268,223,601.68
Changes this Modification:	\$ (36,519)	\$ -
New Total:	\$ 278,840,560	\$ 268,223,601.68

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) James S. Casper, Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 7/27/12
(Signature of person authorized to sign)			

#### 14. DESCRIPTION OF AMENDMENT/MODIFICATION (Continued)

The purpose of this modification is to reflect the Award Fee Determination upon the conclusion of Award Fee Period 6.

A. Changes resulting from this modification are as follows:

(1) Pursuant to Section B, Clause B.4, 1852.216-76 Award Fee for Service Contracts, on June 18, 2012, the Government's Fee Determination Official (FDO), Mr. William H. Gerstenmaier, determined the award fee earned amount based on the Contractor's performance to be (b)(4) of Maximum Potential Award Fee available for Award Fee Period 6 (for the period November 1, 2011 to April 30, 2012).

(2) Pursuant to Section B, Clause B.4, 1852.216-76 Award Fee for Service Contracts, paragraph (e); Section B, Clause B.2, Estimated Cost and Award Fee; and as supplemented by Section B, Clause B.5, Award Fee Scores, maximum potential award fee available for Award Fee Period 6 is (b)(4)

- Earned award fee is recognized as (b)(4) or \$1,789,436 (of which \$1,378,855 represents award fee earned for CLIN 7, Mission Services for Year 3, and \$410,581 represents award fee earned for CLIN 8, J-1 PWS IDIQ Task Orders for Year 3).

- Unearned potential award fee is (b)(4) or (b)(4) (of which (b)(4) represents unearned award fee for CLIN 7, and (b)(4) represents unearned award fee CLIN 8).

(3) Contract Value will be reduced accordingly by a total of \$36,519 as a result of Award Fee Period 6's determination.

B. As a result of the aforementioned changes:

(1) Section B, Clause B.2, Estimated Cost and Award Fee, is hereby modified to reflect:

The maximum potential award fee for CLIN's 1, 2, 4, 5, 7, 8, 10 and 11 is reduced by (b)(4) from (b)(4); total contract value for CLINs 1 through 12 is reduced by (b)(4) from (b)(4) to (b)(4); maximum potential award fee for the contract is reduced by (b)(4) and total estimated contract value is reduced by (b)(4)

From:

The estimated cost of Contract Line Item Numbers (CLINs) 1 through 12 of Base Years 1 through 3 and Year 4 / Option 1 (exercised) of this contract is (b)(4). The maximum potential award fee for CLIN's 1, 2, 4, 5, 7, 8, 10 and 11 is (b)(4). Total contract value for CLINs 1 through 12 is **\$278,877,079**. The estimated cost for CLIN's 13 through 15 of Year 5 / Option 2 (unexercised) of this contract is (b)(4). The maximum potential award fee for CLIN's 13 and 14 is (b)(4). Total contract value for CLINs 13 through 15 is **\$38,519,826**. The total estimated cost of this contract is (b)(4) with maximum potential award fee of \$(b)(4) for a total estimated contract value of **\$317,396,905**.

To:

The estimated cost of Contract Line Item Numbers (CLINs) 1 through 12 of Base Years 1 through 3 and Year 4 / Option 1 (exercised) of this contract is (b)(4). The maximum potential award fee for CLIN's 1, 2, 4, 5, 7, 8, 10 and 11 is (b)(4). Total contract value for CLINs 1 through 12 is **\$278,840,560**. The estimated cost for CLIN's 13 through 15 of Year 5 / Option 2 (unexercised) of this contract is (b)(4). The maximum potential award fee for CLIN's 13 and 14 is (b)(4). Total contract value for CLINs 13 through 15 is **\$38,519,826**. The total estimated cost of this contract is (b)(4) with maximum potential award fee of (b)(4) for a total estimated contract value of **\$317,360,386**.

(2) Section B, Clause B.2, Estimated Cost and Award Fee, Tables B-1 through B-3 are subsequently modified as follows:

*(this space intentionally left blank)*

From:

Table B-1, Estimated Cost and Maximum Award Fee for Contract Base and Exercised Option Year(s)					
CLIN	Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
			Potential Remaining	Earned	
1	Mission Services for Yr 1	(b)(4)		\$2,451,026	\$33,376,523
2	J-1 PWS IDIQ Task Orders for Yr 1		\$771,426	\$10,633,620	
3	J-2 PWS IDIQ Task Orders for Yr 1		n/a	\$12,055,378	
Total CLINs 1 - 3 (Base Year 1)			\$3,222,452	\$56,065,521	
4	Mission Services for Yr 2		\$2,613,299	\$35,358,569	
5	J-1 PWS IDIQ Task Orders for Yr 2		\$1,261,580	\$17,107,663	
6	J-2 PWS IDIQ Task Orders for Yr 2		n/a	\$43,746,189	
Total CLINs 4 - 6 (Base Year 2)			\$3,874,879	\$96,212,421	
7	Mission Services for Yr 3		\$1,235,969	\$36,343,497	
8	J-1 PWS IDIQ Task Orders for Yr 3		\$661,320	\$15,065,235	
9	J-2 PWS IDIQ Task Orders for Yr 3		n/a	\$25,484,887	
Total CLINs 7 - 9 (Base Year 3)			\$1,897,289	\$76,893,619	
10	Mission Services for Yr 4 (Option 1)	-	\$37,395,583		
11	J-1 PWS IDIQ Task Orders for Yr 4 (Option 1)	-	\$5,738,100		
12	J-2 PWS IDIQ Task Orders for Yr 4 (Option 1)	n/a	\$6,571,835		
Total CLINs 10 - 12 (Year 4 / Option 1 - Exercised)			-	\$49,705,518	
Total - CLINs 1 - 12 (Years 1 through 4)			\$8,994,620	\$278,877,079	

Table B-2, Estimated Cost and Maximum Award Fee for Unexercised Contract Option Year(s)					
CLIN	Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
			Potential Remaining	Earned	
13	Mission Services for Yr 5 (Option 2)	(b)(4)		-	\$38,047,939
14	J-1 PWS IDIQ Task Orders for Yr 5 (Option 2)		-	\$471,887	
15	J-2 PWS IDIQ Task Orders for Yr 5 (Option 2)		n/a	-	
Total CLINs 13 - 15 (Year 5 / Option 2 - Unexercised)			-	\$38,519,826	

Table B-3, Total Estimated Cost and Award Fee for Overall Contract				
Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
		Potential Remaining	Earned	
Total - CLINs 1 through 15 (Years 1 through 5)	(b)(4)		\$8,994,620	\$317,396,905

To:

Table B-1, Estimated Cost and Maximum Award Fee for Contract Base and Exercised Option Year(s)					
CLIN	Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
			Potential Remaining	Earned	
1	Mission Services for Yr 1	(b)(4)		\$2,451,026	\$33,376,523
2	J-1 PWS IDIQ Task Orders for Yr 1		\$771,426	\$10,633,620	
3	J-2 PWS IDIQ Task Orders for Yr 1		n/a	\$12,055,378	
Total CLINs 1 - 3 (Base Year 1)			\$3,222,452	\$56,065,521	
4	Mission Services for Yr 2		\$2,613,299	\$35,358,569	
5	J-1 PWS IDIQ Task Orders for Yr 2		\$1,261,580	\$17,107,663	
6	J-2 PWS IDIQ Task Orders for Yr 2		n/a	\$43,746,189	
Total CLINs 4 - 6 (Base Year 2)			\$3,874,879	\$96,212,421	
7	Mission Services for Yr 3		\$2,614,824	\$36,315,357	
8	J-1 PWS IDIQ Task Orders for Yr 3		\$1,071,901	\$15,056,856	
9	J-2 PWS IDIQ Task Orders for Yr 3		n/a	\$25,484,887	
Total CLINs 7 - 9 (Base Year 3)			\$3,686,725	\$76,857,100	
10	Mission Services for Yr 4 (Option 1)	-	\$37,395,583		
11	J-1 PWS IDIQ Task Orders for Yr 4 (Option 1)	-	\$5,738,100		
12	J-2 PWS IDIQ Task Orders for Yr 4 (Option 1)	n/a	\$6,571,835		
Total CLINs 10 - 12 (Year 4 / Option 1 - Exercised)			-	\$49,705,518	
Total - CLINs 1 - 12 (Years 1 through 4)			\$10,784,056	\$278,840,560	

Table B-2, Estimated Cost and Maximum Award Fee for Unexercised Contract Option Year(s)					
CLIN	Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
			Potential Remaining	Earned	
13	Mission Services for Yr 5 (Option 2)	(b)(4)		-	\$38,047,939
14	J-1 PWS IDIQ Task Orders for Yr 5 (Option 2)		-	\$471,887	
15	J-2 PWS IDIQ Task Orders for Yr 5 (Option 2)		n/a	-	
Total CLINs 13 - 15 (Year 5 / Option 2 - Unexercised)			-	\$38,519,826	

Table B-3, Total Estimated Cost and Award Fee for Overall Contract				
Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
		Potential Remaining	Earned	
Total - CLINs 1 through 15 (Years 1 through 5)	(b)(4)		\$10,784,056	\$317,360,386

(3) Section B, Clause B.5, Award Fee Scores, is subsequently modified to reflect the aforementioned changes to Award Fee Period 6.

- C. As a result of this modification, the following section(s) / clause(s) are hereby deleted in their entirety and the attached revised pages are substituted/added in lieu thereof, with changes noted by a vertical line in the right column:

Section(s) / Clause(s) Changed	Page(s) Deleted	Page(s) Substituted / Added
Section B, Clause B.2, Estimated Cost and Award Fee	B-1 through B-2 (Mod 0083)	B-1 through B-2 (Mod 0084)
Section B, Clause B.5, Award Fee Scores	B-6 (Mod 0083)	B-6 (Mod 0084)

- D. Except as provided herein, all other terms and conditions remain unchanged and in full force and effect.

(END)

## SECTION B - SUPPLIES OR SERVICES AND PRICE / COSTS

### 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 Section J, Attachment J-1, entitled: "Michoud Assembly Facility (MAF) Manufacturing Support and Facilities Operations Contract (MSFOC) PWS" and Section J, 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 J, Attachment J-1, MAF MSFOC PWS, Section's 1.0 through 10.0. 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 J, Attachment J-1, MAF MSFOC PWS, Section 11.0 and Section J, Attachment J-2, MSFOC Facilities PWS, Section's 1.0 through 8.0 that cannot be predetermined or quantified in advance.

(End of Clause)

### B.2 ESTIMATED COST AND AWARD FEE

- (a) The estimated cost of Contract Line Item Numbers (CLINs) 1 through 12 of Base Years 1 through 3 and Year 4 / Option 1 (exercised) of this contract is (b)(4). The maximum potential award fee for CLIN's 1, 2, 4, 5, 7, 8, 10 and 11 is (b)(4). Total contract value for CLINs 1 through 12 is **\$278,840,560**. The estimated cost for CLIN's 13 through 15 of Year 5 / Option 2 (unexercised) of this contract is (b)(4). The maximum potential award fee for CLIN's 13 and 14 is (b)(4). Total contract value for CLINs 13 through 15 is **\$38,519,826**. The total estimated cost of this contract is (b)(4) with maximum potential award fee of (b)(4) for a total estimated contract value of **\$317,360,386**.
- (b) Table B-1 below reflects contract values of CLINs associated with individual contract base years, as well as exercised option year(s), as applicable:

Table B-1, Estimated Cost and Maximum Award Fee for Contract Base and Exercised Option Year(s)						
CLIN	Description	Estimated Cost	Maximum Award Fee		Total Estimated Value	
			Potential Remaining	Earned		
1	Mission Services for Yr 1	(b)(4)		\$2,451,026	\$33,376,523	
2	J-1 PWS IDIQ Task Orders for Yr 1			\$771,426	\$10,633,620	
3	J-2 PWS IDIQ Task Orders for Yr 1			n/a	\$12,055,378	
Total CLINs 1 - 3 (Base Year 1)				\$3,222,452	\$56,065,521	
4	Mission Services for Yr 2				\$2,613,299	\$35,358,569
5	J-1 PWS IDIQ Task Orders for Yr 2				\$1,261,580	\$17,107,663
6	J-2 PWS IDIQ Task Orders for Yr 2				n/a	\$43,746,189
Total CLINs 4 - 6 (Base Year 2)				\$3,874,879	\$96,212,421	
7	Mission Services for Yr 3				\$2,614,824	\$36,315,357
8	J-1 PWS IDIQ Task Orders for Yr 3				\$1,071,901	\$15,056,856
9	J-2 PWS IDIQ Task Orders for Yr 3				n/a	\$25,484,887
Total CLINs 7 - 9 (Base Year 3)				\$3,686,725	\$76,857,100	
10	Mission Services for Yr 4 (Option 1)			-	\$37,395,583	
11	J-1 PWS IDIQ Task Orders for Yr 4 (Option 1)			-	\$5,738,100	
12	J-2 PWS IDIQ Task Orders for Yr 4 (Option 1)			n/a	\$6,571,835	
Total CLINs 10 - 12 (Year 4 / Option 1 - Exercised)				-	\$49,705,518	
Total - CLINs 1 - 12 (Years 1 through 4)				\$10,784,056	\$278,840,560	

(c) Table B-2 below reflects contract values of CLINs associated with unexercised option year(s), as applicable:

Table B-2, Estimated Cost and Maximum Award Fee for Unexercised Contract Option Year(s)					
CLIN	Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
			Potential Remaining	Earned	
13	Mission Services for Yr 5 (Option 2)	(b)(4)		-	\$38,047,939
14	J-1 PWS IDIQ Task Orders for Yr 5 (Option 2)			-	\$471,887
15	J-2 PWS IDIQ Task Orders for Yr 5 (Option 2)			n/a	-
Total CLINs 13 - 15 (Year 5 / Option 2 - Unexercised)				-	\$38,519,826

(d) Table B-3 reflects total estimated cost and maximum award fee for the overall contract:

Table B-3, Total Estimated Cost and Award Fee for Overall Contract				
Description	Estimated Cost	Maximum Award Fee		Total Estimated Value
		Potential Remaining	Earned	
Total - CLINs 1 through 15 (Years 1 through 5)	(b)(4)		\$10,784,056	\$317,360,386

(End of Clause)

**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 Clause B.4, 1852.216-76 Award Fee for Service Contracts. Table B-5 below specifies the maximum award fee available and award fee earned. NASA will make provisional and final earned award fee payments in accordance with Clause B.4, 1852.216-76 Award Fee for Service Contracts.

Table B-5, Award Fee Scores							
Period	From	To	Award Fee Score	Award Fee Percentage	CLIN	Maximum Award Fee Available	Award Fee Earned
<b>Base Years 1 through 3 and Year 4 (Option 1 - Exercised)</b>							
1	1-May-09	31-Oct-09	(b)(4)		1	(b)(4)	\$1,314,590
					2		\$223,335
					<b>Sub</b>		<b>\$1,537,924</b>
2	1-Nov-09	30-Apr-10	(b)(4)		1	(b)(4)	\$1,136,437
					2		\$548,091
					<b>Sub</b>		<b>\$1,684,528</b>
3	1-May-10	31-Oct-10	(b)(4)		4	(b)(4)	\$1,321,554
					5		\$834,523
					<b>Sub</b>		<b>\$2,156,077</b>
4	1-Nov-10	30-Apr-11	(b)(4)		4	(b)(4)	\$1,291,745
					5		\$427,057
					<b>Sub</b>		<b>\$1,718,802</b>
5	1-May-11	31-Oct-11	(b)(4)		7	(b)(4)	\$1,235,969
					8		\$661,320
					<b>Sub</b>		<b>\$1,897,289</b>
6	1-Nov-11	30-Apr-12	(b)(4)		7	(b)(4)	\$1,378,855
					8		\$410,581
					<b>Sub</b>		<b>\$1,789,436</b>
7	1-May-12	31-Oct-12	(b)(4)		10	(b)(4)	-
					11		-
					<b>Sub</b>		-
8	1-Nov-12	30-Apr-13	(b)(4)		10	(b)(4)	-
					11		-
					<b>Sub</b>		-
<b>Total Years 1 through 4 (Base Years and Option 1 - Exercised):</b>							<b>\$10,784,056</b>
<b>Year 5 (Option 2 - Unexercised)</b>							
9	1-May-13	31-Oct-13	(b)(4)		13	(b)(4)	-
					14		-
					<b>Sub</b>		-
10	1-Nov-13	30-Apr-14	(b)(4)		13	(b)(4)	-
					14		-
					<b>Sub</b>		-
<b>Total Year 5 (Option 2 - Unexercised):</b>							<b>-</b>
<b>Grand Total Award Fee Years 1 through 5:</b>							<b>\$10,784,056</b>