

2. AMENDMENT/MODIFICATION NO. 000128	3. EFFECTIVE DATE 05/15/2014	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
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6. ISSUED BY NASA/Marshall Space Flight Center Procurement Office Marshall Space Flight Center AL 35812	7. ADMINISTERED BY (If other than Item 6) NASA/Marshall Space Flight Center Marshall Space Flight Center AL 35812
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)

BASTION TECHNOLOGIES INC
17625 EL CAMINO REAL STE 300
HOUSTON TX 77058-3075

CODE 2Y303 FACILITY CODE

(x) 9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

x 10A. MODIFICATION OF CONTRACT/ORDER NO.
NNMO 7AA74C

10B. DATED (SEE ITEM 13)
01/12/2007

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)
See Schedule

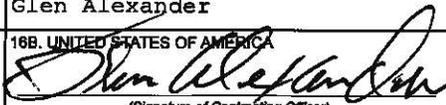
13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

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: Limitation of Funds and Changes Clause
	D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not. is required to sign this document and return _____ 0 _____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
provide additional funding from pr 4200513871 and incorporate deobligations dated 5/12/2014.
Payment Terms:
Net 30 days

Except as provided herein, all terms and conditions of the document referenced in Item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)	18A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Glen Alexander
15B. CONTRACTOR/OFFEROR <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED
	16B. UNITED STATES OF AMERICA  <i>(Signature of Contracting Officer)</i>
	16C. DATE SIGNED 05/15/2014

1. The purpose of this modification is to obligate funds from PRs 4200513871 and a deobligation request dated 5/12/14. The total funding as a result is \$30,643.64. The estimated fund thru date will not change as a result if this modification. Summary of contract value and funding is shown below.

	Total Estimated Cost	Total Award Fee	Total Contract Value	<u>Funding Allotted</u>
Previous	(b)(4)		\$332,071,250	\$144,463,670.32
This Mod			0	30,643.64
New Total			\$332,071,250	\$144,494,313.96

The funding information is shown below.

4200513871 – MSFC:

62QD10/6100.2511/62/FC000000/736466.05.01.08/000/2510/62/CASX22013D/361N/8013/140122/1/2

\$136,402.00

62QD20/6100.2511/62/FC000000/401769.06.03.03.02.07/000/2510/62/EXCX22014D/733B/8014/150115/2/3

\$ 48,000.00

62QD20/6100.2511/62/FC000000/733285.01.01/000/2510/62/EXPX22014D/806K/8014/150124/3/4

\$ 24,500.00

62QD20/6100.2511/62/FC000000/573754.01.01.04.03/000/2510/62/EXPX22014D/719V/8014/150124/4/5

\$ 33,500.00

Deobligation:

SPTX22013D / 6100.2511/ FC000000 / 645454.01.08.50

(\$211,758.36)

Total

\$30,643.64

2. This mod also changes G-2 to reflect changes in the payment clause as a result of PIC 14-02. G-2 is deleted in its entirety and replaced with the following.

G.2 SUBMISSION OF VOUCHERS FOR PAYMENT (1852.216-87) (MAR 2014)

- (a) Except for classified vouchers, the Contractor shall submit interim and final cost vouchers electronically using the DOD Wide Area Work Flow (WAWF) system. Vouchers will be reviewed by DCAA based upon a risk-based sampling review process.

- (1) To access the DOD WAWF system, the contractor shall be required to have a designated electronic business point of contact in the System for Award Management at <https://www.acquisition.gov> and be registered to use the DOD WAWF at <https://wawf.eb.mil> following the step-by-step procedures for self-registration available at this web site.

- (2) NASA voucher payment information can be obtained at the NASA Shared Services Center (NSSC) Vendor Payment information web site at: <https://www.nssc.nasa.gov/vendorpayment>.

For technical WAWF help, contact the WAWF helpdesk at 1-866-618-5988. Please contact the NSSC Customer Contact Center at 1-877-NSSC123 (1-877-677-2123) with any additional questions or comments.

- (3) For interim cost voucher submission the vendor shall use the "Cost Voucher" document type in WAWF. The Activity address codes to be populated in WAWF for submission of vouchers under this contract are (*extension fields will not be populated*):
- a. Paying Office Activity Address Code: 803112 (NSSC)
 - b. Admin Office Activity Address Code: 804146
 - c. Ship To Code: 804167
 - d. DCAA DoD Activity Address Code: *Houston Branch Office, 12650 N. Featherwood Drive Suite 250, Houston, TX 77034*
 - e. If submitting "Final Cost Voucher", add Service Approver DODAAC: 804146

(4) The Contractor shall ensure that the payment request includes appropriate contract line item descriptions of the work performed or supplies delivered, unit price/cost per unit, fee (if applicable), and all relevant back-up documentation to support each payment request.

(5) The Contractor shall enter the e-mail address identified below in the "Send Additional Email Notifications" field of WAWF once a document is submitted in the system to glen.a.alexander@nasa.gov.

(b) Vouchers for payment of fee resulting from contract performance or provisional fee (if authorized under this contract) shall be prepared using an SF 1034 and submitted electronically to the following address for payment:

E-mail address: NSSC-AccountsPayable@nasa.gov

Mailing address: NSSC - FMD Accounts Payable
Bldg. 1111, C Road
Stennis Space Center, MS 39529
Fax Number: 1-866-209-5415

- (c) For both cost voucher and fee submissions, a concurrent copy of the voucher shall be provided electronically to the NASA Contracting Officer. The Contracting Officer may designate other recipients as required.
- (d) The NSSC is the designated billing office for cost and fee vouchers for purpose of the Prompt Payment clause of this contract.
- (e) In the event that amounts are withheld from payment in accordance with provisions of this contract, a separate voucher for the amount withheld will be required before payment for that amount may be made.
- (f) Cost and fee vouchers are to be submitted separately.

The modification(s) made above is reflected in total on the change pages(s) enclosed herein. In order to reflect the change(s) made, the page(s) listed below are hereby deleted from, or added to, Contract NNM07AA74C. A vertical change bar is included in the right margin to indicate the specific area(s) of change.

Clause(s) Deleted

Clause(s) Added

B-6 (Mod 127)

B-6 (Mod 128)

G-2(Mod 44)

G-2(Mod 128)

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

CONTRACT NNM07AA74C

B.5 Reserved

B.6 CONTRACT FUNDING (1852.232-81) (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 Safety and Mission Assurance (S&MA) Services and covers the following estimated period of performance: February 1, 2007 through August 26, 2014.
- b. An additional amount of (b)(4) is obligated under this contract for payment of fees.
- c. Recapitulation of funding is as follows:

	Previous	This Modification	New Total
	Previous	This Modification	New Total
Est cost	(b)(4)		
Provisional Award fee			
Award Term Fee			
Award Fee Earned			
Total	144,463,670.32	30,643.64	144,494,313.96

B.7 PREMIUM FOR SCHEDULED OVERTIME (MSFC 52.222-90) (FEB 2001)

Pursuant to the clause entitled "Payment for Overtime Premiums," the amount of overtime premium authorized shall not exceed the amount specified below for the indicated period.

SUBMISSION OF VOUCHERS FOR PAYMENT

- (a) Except for classified vouchers, the Contractor shall submit interim and final cost vouchers electronically using the DOD Wide Area Work Flow (WAWF) system. Vouchers will be reviewed by DCAA based upon a risk-based sampling review process.
- (1) To access the DOD WAWF system, the contractor shall be required to have a designated electronic business point of contact in the System for Award Management at <https://www.acquisition.gov> and be registered to use the DOD WAWF at <https://wawf.eb.mil> following the step-by-step procedures for self-registration available at this web site.
 - (2) NASA voucher payment information can be obtained at the NASA Shared Services Center (NSSC) Vendor Payment information web site at: <https://www.nssc.nasa.gov/vendorpayment>. For technical WAWF help, contact the WAWF helpdesk at 1-866-618-5988. Please contact the NSSC Customer Contact Center at 1-877-NSSC123 (1-877-677-2123) with any additional questions or comments.
 - (3) For interim cost voucher submission the vendor shall use the "Cost Voucher" document type in WAWF. The Activity address codes to be populated in WAWF for submission of vouchers under this contract are (*extension fields will not be populated*):
 - a. Paying Office Activity Address Code: 803112 (NSSC)
 - b. Admin Office Activity Address Code: 804146
 - c. Ship To Code: 804167
 - d. DCAA DoD Activity Address Code: Houston Branch Office
 - e. If submitting "Final Cost Voucher", add Service Approver DODAAC: 804146
 - (4) The Contractor shall ensure that the payment request includes appropriate contract line item descriptions of the work performed or supplies delivered, unit price/cost per unit, fee (if applicable), and all relevant back-up documentation to support each payment request.
 - (5) The Contractor shall enter the e-mail address identified below in the "Send Additional Email Notifications" field of WAWF once a document is submitted in the system.
Glen.a.alexander@nasa.gov
- (b) Vouchers for payment of fee resulting from contract performance or provisional fee (if authorized under this contract) shall be prepared using an SF 1034 and submitted electronically to the following address for payment:
- E-mail address: NSSC-AccountsPayable@nasa.gov
- Mailing address: NSSC - FMD Accounts Payable
Bldg. 1111, C Road
Stennis Space Center, MS 39529
Fax Number: 1-866-209-5415
- (c) For both cost voucher and fee submissions, a concurrent copy of the voucher shall be provided electronically to the NASA Contracting Officer. The Contracting Officer may designate other recipients as required.

(b) Vouchers for payment of fee resulting from contract performance or provisional fee (if authorized under this contract) shall be prepared using an SF 1034 and submitted electronically to the following address for payment:

E-mail address: NSSC-AccountsPayable@nasa.gov

Mailing address: NSSC - FMD Accounts Payable
Bldg. 1111, C Road
Stennis Space Center, MS 39529
Fax Number: 1-866-209-5415

- (c) For both cost voucher and fee submissions, a concurrent copy of the voucher shall be provided electronically to the NASA Contracting Officer. The Contracting Officer may designate other recipients as required.
- (d) The NSSC is the designated billing office for cost and fee vouchers for purpose of the Prompt Payment clause of this contract.
- (e) In the event that amounts are withheld from payment in accordance with provisions of this contract, a separate voucher for the amount withheld will be required before payment for that amount may be made.
- (f) Cost and fee vouchers are to be submitted separately.

(End of clause)

G.3 1852.227-72 DESIGNATION OF NEW TECHNOLOGY REPRESENTATIVE AND PATENT REPRESENTATIVE (JULY 1997)

(a) For purposes of administration of the clause of this contract entitled "New Technology" or "Patent Rights--Retention by the Contractor (Short Form)," whichever is included, the following named representatives are hereby designated by the Contracting Officer to administer such clause:

	<u>Title</u>	<u>Office Code</u>
New Technology Representative	Chief, Technology Utilization	ED03 MSFC, AL 35812
Patent Representative	Chief, Intellectual Property Counsel	LS01 MSFC, AL 35812

(b) Reports of reportable items, and disclosure of subject inventions, interim reports, final reports, utilization reports, and other reports required by the clause, as well as any correspondence with respect to such matters, should be directed to the New Technology Representative unless transmitted in response to correspondence or