

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)
 000054 See Block 16C 4200376145
 6. ISSUED BY CODE MSFC 7. ADMINISTERED BY (If other than Item 6) CODE MSFC

NASA/Marshall Space Flight Center
 Procurement Office
 Marshall Space Flight Center AL 35812
 Audrey McMillan
 Procurement Office/PS33
 NASA/Marshall Space Flight Center
 Phone: 256-961-1339
 Email: audrey.r.mcmillan@nasa.gov
 Marshall Space Flight Center AL 35812

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 WJ SCHAFER ASSOCIATES
 Attn: Ann Mix
 7057 Old Madison Pike
 Suite 200
 Huntsville AL 35806
 CODE 8F406 FACILITY CODE
 9A. AMENDMENT OF SOLICITATION NO. (x)
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. x
 NNM07AA70C
 10B. DATED (SEE ITEM 13)
 03/20/2007

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) Net Increase: \$219,358.00
 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:
 52.243-2 Changes - Cost Reimbursement
 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.)

1. The purposes of this modification are to:
 a) Provide Incentive Fee Earned in the amount of \$35,142 for Task Order NNM08AB17T and NNM08AB21T for Option Period 1 from April 1, 2008 through March 31, 2009;
 b) Accordingly, this modification incorporates the incentive fee earned for IDIQ Option Year 1 in the amount of \$35,142. Therefore, the cost incentive earned is increased by \$12,470 and the performance incentive fee earned is increased by \$22,671;
 c) Provide incremental funding in the amount of \$219,358, thereby increasing the total funding allotted to this contract from \$28,194,790 to \$28,414,148.00; and
 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)
 Susan L. Ronzio, Contracts Supervisor Audrey R. McMillan
 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED
 Susan L. Ronzio 03/07/11 Audrey R. McMillan 03/08/11
 (Signature of person authorized to sign) (Signature of Contracting Officer)

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR
WJ SCHAFFER ASSOCIATES

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>d) Extend the anticipated funded through date from March 4, 2011 to March 15, 2011.</p> <p>2. The following paragraph(s) has/have been modified. Slip-sheets to the contract are provided with sidebars indicating change.</p> <p>a) Section B, Table B-1, ESTIMATED COST AND INCENTIVE FEES (IF) hereby deleted in its entirety and the revised Table B-1 shown on the enclosed replacement B-2, is substituted in lieu thereof; Page B-2</p> <p>b) Clause B.6 Contract Funding; Page B-7</p> <p>3. All other terms and conditions of this contract are unchanged and remain in full force and effect.</p> <p>LIST OF CHANGES:</p> <p>Reason for Modification : Supplemental Agreement for work within scope Obligated Amount for this Modification: \$219,358.00 Incremental Funded Amount changed: from \$28,194,790.00 to \$28,414,148.00 Incrementally Funded through date changed from 03/04/2011 to 03/15/2011</p> <p>ACCOUNTING AND APPROPRIATION DATA:</p> <p>PR # 4200376145 Account code: 62EV02/6100.2511/62/FC000000/725932.08.01.02.01/000/2510/62/EXCX22011D/421A/2/44 Cost Center 62EV02 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$6,000.00</p> <p>PR # 4200376145 Account code: 62E002/6100.2511/62/FC000000/439432.07.01.15.04.0/1/000/2510/62/EXCX22011D/761A/1/43 Cost Center 62E002 GI Account 6100.2511 Continued ...</p>				

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NAME OF OFFEROR OR CONTRACTOR
WJ SCHAFFER ASSOCIATES

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Order FC000000 Quantity: 0 Amount: \$6,000.00 PR # 4200376145 Account code: 62EO02/6100.2511/62/FC000000/439432.07.01.15.04.0/ 1/000/2510/62/EXCX22011D/761A/1/84 Cost Center 62EO02 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$34,000.00 PR # 4200376145 Account code: 62EV02/6100.2511/62/FC000000/725932.08.01.02.01/00 0/2510/62/EXCX22011D/421A/2/85 Cost Center 62EV02 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$8,440.00 PR # 4200376145 Account code: 62CS20/6100.2511/62/FC000000/383807.02.01.05.01/00 0/2510/62/SCEX22011D/728A/1/84 Cost Center 62CS20 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$80,000.00 PR # 4200376145 Account code: 62CS20/6100.2511/62/FC000000/999574.02.08/000/2510 /62/CASX12011D/046A/2/85 Cost Center 62CS20 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$3,000.00 PR # 4200376145 Account code: 62JP02/6100.2511/62/FC000000/604746.01.01.05.08/00 0/2510/62/EXPX22011D/234A/2/85 Cost Center 62JP02 GI Account 6100.2511 Continued ...				

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NAME OF OFFEROR OR CONTRACTOR
WJ SCHAFFER ASSOCIATES

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Order FC000000 Quantity: 0 Amount: \$75,000.00 PR # 4200376145 Account code: 62CS20/6100.2511/62/FC000000/153825.01.01.09/000/2 510/62/SCEX22011D/6460/1/84 Cost Center 62CS20 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$6,000.00 PR # 4200376145 Account code: 62CS20/6100.2511/62/FC000000/869021.01.08.01.04/00 0/2510/62/CASX12011D/512F/1/84 Cost Center 62CS20 GI Account 6100.2511 Order FC000000 Quantity: 0 Amount: \$918.00 FOB: Destination				

TABLE B-1, ESTIMATED COST AND INCENTIVE FEES (IF)

CLIN	Description	Period Covered	Target Cost	Target Cost IF	Estimated Cost	Maximum Potential Cost IF	Cost IF Earned	Unearned Cost IF	Maximum Potential Perf IF	Perf IF Earned	Unearned Perf IF	Total Value	CMM Values
1	Mission Services Base Year	04/01/2007 - 03/31/2008	\$5,115,336	\$89,518	\$7,212,336	\$134,277	\$129,972	\$4,305	\$268,555	\$222,165	\$46,390	\$7,615,168	\$ 7,570,409
2	Mission Services Option Year 1	04/01/2008 - 03/31/2009	\$5,190,437	\$90,833	\$8,335,283	\$136,249	\$136,249	\$0	\$272,498	\$247,701	\$24,797	\$8,744,030	
		Mod 13 WD	\$49,224	No Fee	\$49,224	\$0			\$0			\$49,224	\$ 8,747,853
3	Mission Services Option Year 2	04/01/2009 - 03/31/2010	\$5,345,214	\$93,541	\$6,917,964	\$140,313	\$138,184	\$2,129	\$280,624	\$274,450	\$6,174	\$7,338,901	
		Mod 35 WD	\$50,626	No Fee	\$50,626	\$0			\$0			\$50,626	\$ 7,389,527
4	Mission Services Option Year 3	04/01/2010 - 03/31/2011	\$5,310,231	\$92,929	\$7,407,231	\$139,394	TBD	TBD	\$278,787	TBD	TBD	\$7,825,412	\$ 7,825,412
CURRENT MISSION VALUE												\$31,623,361	\$ 31,533,201
1a	IDIQ TO Sum Base Year	04/01/2007 - 03/31/2008	\$1,179,902	\$20,648	\$1,538,886	\$30,972	\$26,505	\$4,467	\$61,945	\$52,942	\$9,003	\$1,631,803	\$ 2,250,000
2a	IDIQ TO Sum Option Year 1	04/01/2008 - 03/31/2009	\$1,163,145	\$20,355	\$1,296,708	\$30,533	\$26,313	\$4,220	\$61,065	\$55,508	\$5,557	\$1,388,306	\$ 2,250,000
		Mod 54	\$ 475,062	\$ 8,313	\$ 487,959	\$ 12,470	\$ 12,470	\$0	\$24,941	\$22,671	\$2,270	\$ 525,370	
3a	IDIQ TO Sum Option Year 2	04/01/2009 - 03/31/2010	\$1,233,263	\$21,581	\$1,318,109	\$32,374	\$32,374	\$0	\$64,745	\$63,322	\$1,423	\$1,415,228	\$ 4,000,000
4a	IDIQ TO Sum Option Year 3	04/01/2010 - 03/31/2011	TBD	TBD	TBD	TBD	TBD	TBD	TBD	TBD	TBD		\$ 3,500,000
CURRENT IDIQ VALUE												\$4,960,707	\$ 12,000,000
CURRENT MISSION & IDIQ VALUE												\$36,584,068	\$ 43,533,201

TABLE B-2, MISSION SERVICES - OPTION VALUES

CLIN	Description	Period Covered	Target Cost	Target Cost IF	Estimated Cost	Maximum Potential Cost IF	Cost IF Earned	Unearned Cost IF	Maximum Potential Perf IF	Perf IF Earned	Unearned Perf IF	Total Value	CMM Values
5	Mission Services Option Year 4	04/01/2011 - 03/31/2012	\$5,471,980	\$95,760	\$7,044,730	\$143,640	TBD	TBD	\$287,279	TBD	TBD	\$7,475,649	\$ 7,427,769
5a	IDIQ TO Sum Option Year 4	04/01/2011 - 03/31/2012	TBD	TBD	TBD	TBD	TBD	TBD	TBD	TBD	TBD	TBD	\$ 4,000,000
TOTAL POTENTIAL OPTION VALUE MISSION & IDIQ												\$7,475,649	\$ 11,427,769
TOTAL CURRENT & POTENTIAL VALUE MISSION & IDIQ												\$44,059,717	\$ 54,960,970

(iv) The purchase and maintenance of additional insurance not in the target cost and required by the Contracting Officer, or claims for reimbursement for liabilities to third persons pursuant to the Insurance Liability to Third Persons clause;

(v) Any claim, loss, or damage resulting from a risk for which the Contractor has been relieved of liability by the Government Property clause; or

(vi) Any claim, loss, or damage resulting from a risk defined in the contract as unusually hazardous or as a nuclear risk and against which the Government has expressly agreed to indemnify the Contractor.

(5) All other allowable costs are included in "total allowable cost" for fee adjustment in accordance with this paragraph (e), unless otherwise specifically provided in this contract.

(f) Contract modification. The total allowable cost and the adjusted fee determined as provided in this clause shall be evidenced by a modification to this contract signed by the Contractor and the Contracting Officer.

(g) Inconsistencies. In the event of any language inconsistencies between this clause and the provisioning documents or Government options under this contract, compensation for spare parts or other supplies and services ordered under such documents shall be determined in accordance with this clause.

(End of Clause)

B.6 CONTRACT FUNDING (NFS 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 allocated by the Government to this contract is **\$26,841,274**. This allotment is for the Office of Strategic Analysis and Communications Support Services effort described in Attachment J-1, Performance Work Statement, and covers the following estimated period of performance: **April 01, 2007 – March 15, 2011**.

(b) The amount of **\$1,572,873** is obligated under this contract for payment of fee.

	PREVIOUS	THIS ACTION	TOTAL
Mission Estimated Cost	\$26,636,267	\$205,007	\$26,841,274
IDIQ Estimated Cost	\$0		\$0
Provisional Cost Incentive Fee	\$392,329	\$3,588	\$395,917
Provisional Performance Incentive Fee	\$1,166,193	\$10,763	\$1,176,956
Total Sum Allotted	\$28,168,290	\$219,358	\$28,387,648