

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000001	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200265024	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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 Decrease: -\$69,924.00
0000514530/6100.2520/FC000000/526282.01.04.03/000/2520/51/ESAX22008R/CMO

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause (52.232-22) Limitation of Funds

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.)
The purpose of this modification is to de-obligate funds.

Accordingly, see the attached pages(s):

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)	
		Donna J. Broderick	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		<i>Donna J. Broderick</i> (Signature of Contracting Officer)	9/4/09

The purpose of this modification is to de-obligate funds as follows:

1. Block # 21 of SF 33 "ACCOUNTING AND APPROPRIATION" is revised to de-obligate the following:

DE-OBLIGATE:	PR	AMOUNT
	4200265024	\$ (69,924.00)
PR Total \$		\$ (69,924.00)

2. B.10 CONTRACT FUNDING, is decreased as follows:

	From	By	To
Total	\$69,924.00	-\$69,924.00	\$0.00

All other terms and conditions remain unchanged.

(End of Modification 1)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 5
2. AMENDMENT/MODIFICATION NO. 000002	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200370502	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 1J4Q5 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
		10B. DATED (SEE ITEM 13) 10/10/2008	

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)
BC: GHL Net Increase: \$5,000,000.00

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause (52.232-22) Limitation of Funds

E. IMPORTANT: Contractor is not. is required to sign this document and return 3 copies to the issuing office.

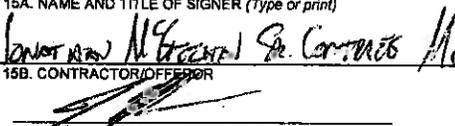
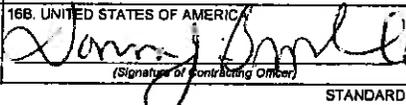
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

- 1- Perform an administrative to correct funding information
- 2- Correct Mod 1 typographical errors
- 3- Provide funds for continued contract performance
- 4- Revise B.6, Option to Extend -Service Contract
- 5- Revise B.7, Estimated Cost and Award Fee
- 6- Revise G.1, Financial Management Reporting
- 7- Revise I.1 Clause 1852.215-84, Ombudsman
- 8- Revise J.1, List of Attachments

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) Jonathan M. Fitzgerald Sr. Contracts Mgr	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Donna J. Broderick
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 15 MAR 11
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 3/15/11

NSN 7540-01-152-8070
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

This administrative modification updates NNG09DA01C as follows:

1. Revise SF26, Block 4 as follows to remove the remaining funds under 4200265024 and to recognize that funds will be added under 4200370502:

From: 4200265024

To: 4200370502

2. Revise SF 26, Block 14 as follows to remove the remaining funds under 4200265024 and to obligate funds under 4200370502:

From: PGrp: GID PR: 4200265024 -- \$ 13,102,821

To: PGrp: GID PR: 4200370502 -- \$5,000,000

3. Correct a typographical error on Mod 1 revising Item 1 text as shown below. Revisions are indicated by bolded text.

From: "Block # 21 of SF 33 "ACCOUNTING AND APPROPRIATION"
 is revised to de-obligate the following:"

To: "Block # 14 of SF 26 "ACCOUNTING AND APPROPRIATION"
 is revised to de-obligate the following:"

4. Correct a typographical error on Mod 1 revising Item 2 text as shown below. Revisions are indicated by bolded text.

From: "B.10 CONTRACT FUNDING, is decreased as follows:"

To: "**B.2** CONTRACT FUNDING, is decreased as follows:"

5. B.2 Core Requirement Funding (CLIN F.1.1) is decreased and is revised as follows:

	From	By	To
CLIN F.1.1 Funding:	\$5,000,000	-\$5,000,000	\$0

(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 for the Core Requirements is \$0. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TBD**.

(b) An additional amount of \$0 is obligated under this contract for the Core Requirements for the payment of fee.

6. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is decreased and is revised as follows:

	From	By	To
CLIN F.1.2 Funding:	\$8,102,821	-\$8,102,821	\$0

(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 for the IDIQ Task Order Requirements is \$0. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TBD**.

(b) An additional amount of \$0 is obligated under this contract for the IDIQ Task Order Requirements for the payment of fee.

Therefore, the total contract funding (CLIN F.1.1 and F.1.2) is decreased as follows:

	From	By	To
Total Funding:	\$13,102,821	-\$13,102,821	\$0

7. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased to obligate funding and is revised as follows:

	From	By	To
CLIN F.1.2 Funding:	\$0	\$5,000,000	\$5,000,000

(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 for the IDIQ Task Order Requirements is \$4,629,630. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TBD**.

(b) An additional amount of \$370,370 is obligated under this contract for the IDIQ Task Order Requirements for the payment of fee.

Therefore, the total contract funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$0	\$5,000,000	\$5,000,000

8. B. 6 – Option to Extend – Service Contract is revised as follows, to reflect the Contractor proposed cost and Award Fee for option periods:

Option	Period	Core Requirement			IDIQ
		Estimated Cost	Maximum Award Fee	Total CPAF	IDIQ Additional Maximum Value
One (1)	CY*6	\$41,452,633.00	\$1,418,799.00	\$42,871,432.00	\$147,000,000.00
Two (2)	CY 7	\$42,314,647.00	\$1,458,653.00	\$43,773,300.00	\$150,000,000.00

* CY = Contract Year

9. B.7 – Estimated Cost and Award Fee is revised as follows, to reflect Contractor proposed estimated cost and fee for the core requirement:

- (a) The estimated cost of this contract is \$195,104,255.00 for the Core Requirement identified in the Statement of Work.
- (b) The maximum available award fee is \$6,528,665.00 for the Core Requirement identified in the Statement of Work.
- (c) The Total estimated cost and maximum award fee are \$201,632,920.00 for the Core Requirement identified in the Statement of Work.

10. G.1 Financial Management Reporting (GSFC 52.242-90)(FEB 2004) (b)(2), is revised as follows to update CO, COTR contact information:

Donna J. Broderick
 Contracting Officer, Code 210.4
 E-mail: Donna.J.Broderick@nasa.gov

Nathaniel Wright
 Contracting Officer's Technical Representative, Code 450
 E-Mail: Nathaniel.Wright-1@nasa.gov

Stacey Janicki
Financial Management Team, Code 450
E-Mail: Stacey.L.Janicki@nasa.gov

11. I.1 Clause 1852.215-84 – Ombudsman, incorporated by reference is revised as follows:

The installation Ombudsman is Nancy A. Abell, Goddard Space Flight Center, Mailstop 100, Greenbelt, MD 20771, Business Phone: 301 286-5867, Fax 301 286-1714, E-mail address: Nancy.A.Abell@nasa.gov.

12. Clause J.1 List of Attachments is revised as follows:

<u>Attachment</u>	<u>Description</u>	<u>Date</u>	<u>No. Pages</u>
C	Direct Labor Rates, Indirect Rates, Maximum Available Award Fee Matrices	3/19/10 (document footer date)	158
M	DD Form 254, Contract Security Security Classification Specification	3/4/11	6

13. Attachment C Direct Labor Rates, Indirect Rates, and Maximum Award Fee Matrices is deleted in its entirety and replaced with Attachment C, dated in the document footer 3/19/10, shown as Attachment 1 to this modification.

14. Attachment M, DD Form 254, Contract Security Classification Specification is deleted in its entirety and replaced with Attachment M dated 3/4/11 shown as Attachment 2 to this modification.

All other terms and conditions remain unchanged



Partnering for Mission Success

NNG08218142R



Clause J.1 Attachment C

**Direct Labor Rates, Indirect Rates,
and Maximum Award Fee Matrices**

FOR

SPACE COMMUNICATIONS NETWORK SERVICES

JANUARY 2008

ITT AES Maximum Award Fee



3. PRIME AWARD FEE RATE MATRIX (For All Task Orders):

***Award Fee Rate	*CY 1	CY 2	CY 3	CY 4	CY 5	CY 6	CY 7	CY 8
Total Cost	8.00%	8.00%	8.00%	8.00%	8.00%	8.00%	8.00%	8.00%

**** The Offeror shall complete the award fee rate, which shall be used to calculate the maximum available award fee for all task orders issued under the resultant contract.

*CY = Contract Year

**DEPARTMENT OF DEFENSE
CONTRACT SECURITY CLASSIFICATION SPECIFICATION**

(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort.)

1. CLEARANCE AND SAFEGUARDING

a. FACILITY CLEARANCE REQUIRED

TOP SECRET

b. LEVEL OF SAFEGUARDING REQUIRED

SECRET

2. THIS SPECIFICATION IS FOR: (X and complete as applicable)				3. THIS SPECIFICATION IS: (X and complete as applicable)			
<input checked="" type="checkbox"/>	a. PRIME CONTRACT NUMBER NNG09DA01C			<input checked="" type="checkbox"/>	a. ORIGINAL (Complete date in all cases) Date (YYYYMMDD) 20081010		
	b. SUBCONTRACT NUMBER			<input checked="" type="checkbox"/>	b. REVISED (Supersedes all previous specs)	Revision No. 2 Date (YYYYMMDD) 20110304	
<input checked="" type="checkbox"/>	c. SOLICITATION OR OTHER NUMBER NNG08218142R		Due Date (YYYYMMDD) 20080116		c. FINAL (Completes Item 5 in all cases) Date (YYYYMMDD)		
4. IS THIS A FOLLOW-ON CONTRACT?				NO. If Yes, complete the following:			
<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO Classified material received or generated under <u>NNG04DA00C</u> (Preceding Contract Number) is transferred to this follow-on contract.							
5. IS THIS A FINAL DD FORM 254?				NO. If Yes, complete the following:			
<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO In response to the contractor's request dated <u>N/A</u> , retention of the classified material is authorized for the period of <u>N/A</u>							
6. CONTRACTOR (Include Commercial and Government Entity (CAGE) Code)							
a. NAME, ADDRESS, AND ZIP CODE				b. CAGE CODE		c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)	
ITT 7855 Walker Drive Greenbelt, MD 20770				42XT9		Defense Security Service 938 Elkridge Landing Road, Suite 310 Linthicum, MD 21090	
7. SUBCONTRACTOR							
a. NAME, ADDRESS, AND ZIP CODE				b. CAGE CODE		c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)	
8. ACTUAL PERFORMANCE							
a. LOCATION				b. CAGE CODE		c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)	
NASA/Goddard Space Flight Center White Sands Complex (WSC) Guam Remote Ground Terminal (GRGT) Wallops Flight Facility (WFF) MILA/PDL				N/A		N/A	
9. GENERAL IDENTIFICATION OF THIS PROCUREMENT							
Space Communications Networks Services Acquisition							
10. CONTRACTOR WILL REQUIRE ACCESS TO:				11. IN PERFORMING THIS CONTRACT, THE CONTRACTOR WILL:			
a. COMMUNICATIONS SECURITY (COMSEC) INFORMATION	YES	NO	<input checked="" type="checkbox"/>	a. HAVE ACCESS TO CLASSIFIED INFORMATION ONLY AT ANOTHER CONTRACTOR'S FACILITY OR A GOVERNMENT ACTIVITY	YES	NO	<input checked="" type="checkbox"/>
b. RESTRICTED DATA		<input checked="" type="checkbox"/>		b. RECEIVE CLASSIFIED DOCUMENTS ONLY			<input checked="" type="checkbox"/>
c. CRITICAL NUCLEAR WEAPON DESIGN INFORMATION		<input checked="" type="checkbox"/>		c. RECEIVE AND GENERATE CLASSIFIED MATERIAL	<input checked="" type="checkbox"/>		
d. FORMERLY RESTRICTED DATA		<input checked="" type="checkbox"/>		d. FABRICATE, MODIFY, OR STORE CLASSIFIED HARDWARE	<input checked="" type="checkbox"/>		
e. INTELLIGENCE INFORMATION		<input checked="" type="checkbox"/>		e. PERFORM SERVICES ONLY			<input checked="" type="checkbox"/>
(1) Sensitive Compartmented Information (SCI)	<input checked="" type="checkbox"/>			f. HAVE ACCESS TO U.S. CLASSIFIED INFORMATION OUTSIDE THE U.S., PUERTO RICO, U.S. POSSESSIONS AND TRUST TERRITORIES			<input checked="" type="checkbox"/>
(2) Non-SCI		<input checked="" type="checkbox"/>		g. BE AUTHORIZED TO USE THE SERVICES OF DEFENSE TECHNICAL INFORMATION CENTER (DTIC) OR OTHER SECONDARY DISTRIBUTION CENTER	<input checked="" type="checkbox"/>		
f. SPECIAL ACCESS INFORMATION		<input checked="" type="checkbox"/>		h. REQUIRE A COMSEC ACCOUNT	<input checked="" type="checkbox"/>		
g. NATO INFORMATION		<input checked="" type="checkbox"/>		i. HAVE TEMPEST REQUIREMENTS	<input checked="" type="checkbox"/>		
h. FOREIGN GOVERNMENT INFORMATION		<input checked="" type="checkbox"/>		j. HAVE OPERATIONS SECURITY (OPSEC) REQUIREMENTS	<input checked="" type="checkbox"/>		
i. LIMITED DISSEMINATION INFORMATION		<input checked="" type="checkbox"/>		k. BE AUTHORIZED TO USE THE DEFENSE COURIER SERVICE	<input checked="" type="checkbox"/>		
j. FOR OFFICIAL USE ONLY INFORMATION	<input checked="" type="checkbox"/>			l. OTHER (Specify)			<input checked="" type="checkbox"/>
k. OTHER (Specify) Sensitive But Unclassified (SBU)	<input checked="" type="checkbox"/>						

12. PUBLIC RELEASE Any information (classified or unclassified) pertaining to this contract shall not be released for public dissemination except as provided by the Industrial Security Manual unless it has been approved for public release by appropriate U.S. Government authority. Proposed public releases shall be submitted for approval prior to release

Direct Through (Specify) NASA/Goddard Space Flight Center, Code 450, Greenbelt, MD 20771

cc: To the Public Affairs Division, NASA Headquarters, Washington, DC 20546 for review

13. SECURITY GUIDANCE. The security classification guidance needed for this classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes; to challenge the guidance or the classification assigned to any information or material furnished or generated under this contract; and to submit any questions for interpretation of this guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. (Fill in as appropriate for the classified effort. Attach, or forward under separate correspondence, any documents/guides/extracts referenced herein. Add additional pages as needed to provide complete guidance.)

The contractor must have sufficient cleared employees assigned duties under this contract to be able to complete all classified work assignments up to and including TOP SECRET//SENSITIVE COMPARTMENTED INFORMATION (SCI).

The following documents shall be applicable and binding in the performance of this contract:

- a. DOD Secure Shuttle Operations Security Classification Guide (DSSO SCG), Headquarters Space Systems Division (AFSC)/USAF, Los Angeles, CA dated February 22, 1991.
- b. Space Network Security Classification Guide dated January 1, 2010
- c. National Industrial Security Program Operating Manual (NISPOM), DOD 5220.22-M, dated February 28, 2006
- d. National Security Telecommunications and Information Systems Security Instruction (NSTISSI) 7000, Tempest Countermeasures for Facilities, November 1993
- e. National Security Telecommunications and Information Systems Security Instruction (NSTISSI) 4000, Series on Communications Security September 1996

See attached page

14. ADDITIONAL SECURITY REQUIREMENTS. Requirements, in addition to ISM requirements, are established for this contract. (If Yes, identify the pertinent contractual clauses in the contract document itself, or provide an appropriate statement which identifies the additional requirements. Provide a copy of the requirements to the cognizant security office. Use item 13 if additional space is needed.) Yes No

See attached page.

15. INSPECTIONS. Elements of this contract are outside the inspection responsibility of the cognizant security office. (If Yes, explain and identify specific areas or elements carved out and the activity responsible for inspections. Use item 13 if additional space is needed.) Yes No

As a long-term visitor to NASA/GSFC, the contractor will comply with all applicable NASA/GSFC security issuances, memorandums, policies/procedures, and regulations as directed. Inspection authority of contractor activities on NASA installations is the responsibility of NASA security officials and will be coordinated by the GSFC Industrial Security Specialist.

16. CERTIFICATION AND SIGNATURE. Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

a. TYPED NAME OF CERTIFYING OFFICIAL	b. TITLE	c. TELEPHONE (Include Area Code)
Pamela A. Starling	Industrial Security Specialist	301 286-6865

d. ADDRESS (Include Zip Code)
 Goddard Space Flight Center, Security Branch/240
 8800 Greenbelt Road
 Greenbelt, MD 20771

a. SIGNATURE

Pamela A. Starling

17. REQUIRED DISTRIBUTION

- | | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | a. CONTRACTOR |
| <input checked="" type="checkbox"/> | b. SUBCONTRACTOR |
| <input checked="" type="checkbox"/> | c. COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR |
| <input checked="" type="checkbox"/> | d. U.S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION |
| <input checked="" type="checkbox"/> | e. ADMINISTRATIVE CONTRACTING OFFICER |
| <input checked="" type="checkbox"/> | f. OTHERS AS NECESSARY (C.O.), (COTR) |

ATTACHMENT TO DD FORM 254

Item #13. Security Guidance

- f. COMSEC Supplement to former Industrial Security Manual, DOD 5220.22-S, current edition.
- g. OMB Circular A-130, Appendix III, Security of Federal Automated Information Resources
- h. NPD 2810.1D, NASA Information Security Policy
- i. NPD 2810.1A, Security of Information Technology
- j. Federal Information Security Management Act of 2002
- k. MOA Between the NASA's GSFC and Headquarters Cryptologic Systems Group for Depot Level or Limited Maintenance and Repair of Communications Security Equipment, 450-AGMT-0009
- l. Security Handbooks, Manuals, Regulations, Instructions, Directives, and Guidelines (current editions) for NASA Headquarters, GSFC, KSC, as well as other applicable policies and procedures as identified by NASA.
- m. GPR 1600.1, Goddard Security Requirements
- n. MOA between GSFC and KSC Concerning the GN Stations at KSC, 450-AGMT-0025
- o. Interservice Support Agreement Between NASA GSFC and Department of Navy's Naval Computer & Telecommunications Station (NCTS Guam) Concerning Support To NASA Guam Remote Ground Terminal (NASA GRGT), 450-AGMT-0031
- p. Security Procedures For Center Access During Code Red Operating Status, 205-SFTY-0003
- q. Internet Protocol Operational Network (IONet) Security Policy, 700-DOC-029
- s. Internet Protocol Operational Network (IONet) Access Control Compliance Checklist, Revision 3
- t. NPR 1600.1, NASA Security Program Procedural Requirements w/Change 2
- u. NPR 1620.2, Physical Security Vulnerability Risk Assessments
- v. NPR 1620.3, Physical Security Requirements for NASA Facilities and Property
- w. NPD 1660.1B, NASA Counterintelligence (CI) Policy
- x. NPR 1660.1, NASA Counterintelligence (CI)/Counterterrorism (CT) Program Procedural Requirements
- y. Homeland Security Presidential Directive/HSPD-5, National Incident Management System
- z. Homeland Security Presidential Directive/HSPD-7, Critical Infrastructure Identification, Prioritization, and Protection
- aa. Homeland Security Presidential Directive/HSPD-8, National Preparedness
- bb. Homeland Security Presidential Directive HSPD-12, Policy for a Common Identification Standard for Federal Employees and Contractors
- cc. National Security Telecommunications Systems Security Instruction 4005
- dd. NASA Central Office of Record Standard Operating Procedure (CSOP)

NASA officials will provide additional security, technical, and/or classification guidance. Requests concerning clarification or interpretation regarding security requirements under this contract will be directed to the NASA/GSFC Industrial Security Specialist. The place of performance will be at the contractor cleared facilities, GSFC (including WFF, WSC, GRGT, MILA/PDL, and Kokee Park) and other locations where the requirement is covered by the obligations specified in Section C of the basic contract document.

Item #14. Additional Security Requirements and/or Guidance

Performance of this contract will involve the receipt, generation, and storage of classified material/information. Reports containing classified extracts from other classified sources will contain security markings, which correspond to those of the source documents. Those employees requiring access to classified information must have appropriate personnel security clearances. The contractor is authorized to receive/generate-classified material only at approved locations. Classified processing will be involved; however, classified information will not be entered into any computer system, word processing system, or other electrical system until the system is certified by a Certification Official and accredited by the appropriate Designated Approving Authority as meeting the requisite standards. The contractor will be required to operate a COMSEC account issued by NASA. The NASA Central Office of Records will conduct COMSEC inspections. U.S. citizens granted a final personnel security clearance (as appropriate) and who are COMSEC-briefed are eligible for access to classified COMSEC information released or generated under this contract; any other employees must have written approval from NASA.

Any employee, who observes or becomes aware of the deliberate or suspected compromise of classified national security information, shall promptly report such information personally to the GSFC Counter Intelligence (CI) Office. If unclassified but sensitive information appears compromised by or on behalf of foreign or domestic powers, organizations or persons, employees shall report such information to the GSFC CI Office. If an employee becomes aware of information pertaining to international or domestic terrorist activities, employees shall also report to the GSFC CI Office. If the information indicates a computer compromise or other cyber intrusion, the Office of Inspector General shall be promptly notified.

Security-related activities checked in item #11 also apply to personnel requiring access to security-controlled and/or COMSEC areas, involved in the generation and receipt of classified information, and to those in the Document Cost Center designated to process classified material. Due to the need to operate COMSEC devices at certain TDRSS and GN sites, it will require the use of classified cryptographic keying material and documents such as NACSI and NACSIMs.

A Defense Courier Service account is requested; designated contractor employees are authorized to courier classified material up to and including SECRET COMSEC/CRYPTO in accordance with the NISPOM.

NOTE: The following paragraph refers to the "TS//SCI" portion of this contract. This "TS//SCI" clearance level applies to the contract work set forth in the IDIQ Task Orders to be performed on-site at the Goddard Space Flight Center and at the NASA White Sands Complex, Las Cruces, NM. Also, for the Expendable Launch Vehicles (Atlas, Delta, and Titan), classified missions will be noted in their respective libraries.

This contract requires access to SCI. SCI will only be released to contractor employees requiring access in order to perform within the scope of the contract and only after official verification of the appropriate clearance level has been obtained. Any SCI material furnished to the contractor will be returned to the direct custody of the agency having cognizance unless other disposition instructions have been issued.

The names of any additional employees requiring SCI clearances solely for the purpose of this contract will be provided to the COTR, or a designated contract monitor, who will verify and approve the request. After approval, the name will be provided to the GSFC Security Office Program Security Official for coordination with the Contractor Special Security Officer (CSSO). The CSSO shall submit a request for the investigation and clearance in accordance with the National Industrial Security Program Operating Manual and any additional instructions of the User Agency having cognizance.

Need-to-know verification for employees making classified visits to SCI facilities in the performance of this contract shall be obtained by the CSSO from the COTR, designated contract monitor, or GSFC Security Office Program Security Official prior to submission or transmittal.

TEMPBEST requirements are to be met in accordance with NTISSI 7000 and any cost pertaining to this requirement must be approved through the appropriate NASA security officials. Additionally, the following regulations or directives apply: (1) CSCM-1; (2) NACSI 4005; (3) NACSI 4008; (4) NACSI 4010.

Those locations where equipment is installed, maintained, and general support (program information systems mission services) is required by the user agency include, but are not limited to: GSFC-Greenbelt, MD; White Sands Complex-Las Cruces, NM, GRGT-Guam Island, and KSC-Kennedy Space Center, FL.

Physical Security

Certification of physical security devices such as fences, lighting, doors, access control, closed circuit TV monitoring equipment, security containers (safes), guards, etc., is the responsibility of the U.S. Government. The contractor shall provide security officers and access control monitoring at MILA and PDL. The contractor shall be responsible for the administration and maintenance of all physical security devices included in the Government Furnished Property listing (including WSC, GRGT, MILA and PDL) or acquired under this contract to ensure proper working order in accordance with DoD 5220.22M and the aforementioned references in Item #13.

WSC, GRGT, MILA/PDL, Wallops Ground Station (WGS) are NASA Resource Protection, Mission Essential Infrastructure, mission critical assets. The contractor shall meet the additional requirements from NPR 1600.1 and NPR 1620.3 for all mission critical assets.

Personnel Security

All personnel requiring access to classified work area or material will require security clearances to the appropriate level, based on assigned responsibilities. Access to the WSC, GRGT, and all Cryptographic Work Areas require a SECRET security clearance.

Access to the NIC and Communication Center is managed by Code 450. Certain maintenance personnel require a background investigation for access to Cryptographic Work Areas and equipment. At a minimum all personnel at the facilities listed in Item #8 shall have a National Agency Check with Inquiries (NACI). The contractor shall be responsible for the administration of the personnel security program, including records for security clearances, briefings and debriefings, badges or other identification measures, and general security training for all contractor personnel.

Communications Security (COMSEC)

Procurement of cryptographic equipment and devices is a Government responsibility. Maintenance of cryptographic equipment and devices will be performed by U.S. Government Agencies and designated trained personnel. Training for contractor personnel in identification of faulty equipment and devices will be conducted by DoD. The contractor shall be responsible for ensuring that designated personnel are adequately trained on all cryptographic equipment and devices.

Security Inspections

Routine and unscheduled security inspections will be conducted by U.S. Government Agencies to verify the adequacy of the security program, identify discrepancies, and recommend corrective action(s), with which the contractor shall comply (except if granted an official waiver).

Security Reporting

All security reporting shall be in accordance with DoD 5220.22M and respective NASA guidelines.

Revision #1 Block 6.a. corrected address; Block 13.c. corrected date for the NISPOM

Revision #2 Page 5, Physical Security, removed requirement for security officers at WSC; and
Personnel Security, removed second paragraph, referencing Mission Critical Space System
Personnel Reliability Program (PRP)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4	
2. AMENDMENT/MODIFICATION NO. 000003	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200371589	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(X) 9A. AMENDMENT OF SOLICITATION NO.		
		9B. DATED (SEE ITEM 11)		
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C		
		10B. DATED (SEE ITEM 13) 10/10/2008		
CODE 1J4Q5	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; 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: \$28,251,891.00
BC: GH1

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause (52.232-22) Limitation of Funds

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 copies to the issuing office.

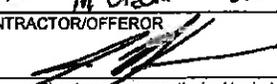
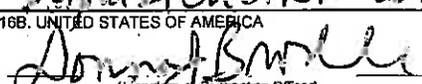
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to:

1. Perform an administrative action to revise B.2. in order to re-allocate the funds added in the previous Modification.
2. Add funds for continued performance.
3. Revise B.5, Limitation of Indirect Costs to reflect the Contractor proposed indirect rates.
4. Revise J.1, List of Attachments to incorporate Attachment O.

Accordingly,
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) Jonathan McGowan Sr Contracts Mgr	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Donna Broderick Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
15C. DATE SIGNED 7 APR 11	16C. DATE SIGNED 4/8/11

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 2 is administratively revised to the following:

	From	By	To
CLIN F.1.1 Funding:	\$0	\$368,116	\$368,116

(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 for the Core Requirements is \$340,848. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TBD**.

(b) An additional amount of \$27,268 is obligated under this contract for the Core Requirements for the payment of fee.

2. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 2 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$5,000,000	(\$368,116)	\$4,631,884

(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 for the Core Requirements is \$4,288,782. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TBD**.

(b) An additional amount of \$343,102 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$0	\$5,000,000	\$5,000,000

-End of Administrative Action-

3. B.2 Core Requirement Funding (CLIN F.1.1) is increased as follows:

	From	By	To
CLIN F.1.1 Funding:	\$368,116	\$6,235,905	\$6,604,021

(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 for the Core Requirements is **\$6,114,834**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **May 24, 2011**.

(b) An additional amount of **\$489,187** is obligated under this contract for the Core Requirements for the payment of fee.

4. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.1.2 Funding:	\$4,631,884	\$22,015,986	\$26,647,870

(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 for the IDIQ Task Order Requirements is **\$24,673,954**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **June 17, 2011**.

(b) An additional amount of **\$1,973,916** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$5,000,000	\$28,251,891	\$33,251,891

5. B.5 Limitation of Indirect Costs (GSFC 52.231-90) is revised as follows, to reflect the Contractor proposed indirect rates:

<u>Indirect Cost</u>	<u>CFY 1</u>	<u>CFY 2</u>	<u>CFY 3</u>	<u>CFY 4</u>	<u>CFY 5</u>	<u>CFY 6</u>	<u>CFY 7</u>	<u>CFY 8</u>

*CFY (Contractor Fiscal Year = 1/January to 31/December)

6. Clause J.1 List of Attachments is revised as follows:

<u>Attachment</u>	<u>Description</u>	<u>Date</u>	<u>No. Pages</u>
O	Organizational Conflict of Interest Avoidance Plan	2/9/2011	21

7. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

<u>PR</u>	<u>AMOUNT</u>
4200371589	\$ 28,251,891
PR Total	\$ 28,251,891

All other terms and conditions remain unchanged

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 000004	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200380140	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No. street county State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$8,361,470.00
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)
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF
	D. OTHER (Specify type of modification and authority)
X	Clause (52.232-22) Limitation of Funds

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

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible)
The purpose of this modification is to transfer funds, de-obligate funds, and to obligate funds for continued performance.

Accordingly, see the attached page(s):

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) Donna J. Broderick	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Donna J. Broderick
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 5/20/11

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 3 is administratively revised to move funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$6,604,021	\$4,036	\$6,608,057

(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 for the Core Requirements is \$6,118,571. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: May 24, 2011.

(b) An additional amount of \$489,486 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 3 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$26,647,870	-4,036	\$26,643,834

(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 for the Core Requirements is \$24,670,217. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: June 17, 2011.

(b) An additional amount of \$1,973,617 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$33,251,891	\$0	\$33,251,891

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$6,608,057	\$3,056,337	\$9,664,394

(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 for the Core Requirements is \$8,948,513. This allotment is for all items and services identified in Clause

F.1 – Delivery Schedule and covers the following estimated period of performance: June 22, 2011.

(b) An additional amount of \$715,881 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.2.1 Funding:	\$26,643,834	\$5,215,133	\$31,858,967

(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 for the IDIQ Task Order Requirements is \$29,499,044. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 8, 2011.

(b) An additional amount of \$2,359,923 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$33,251,891	\$8,271,470	\$41,523,361

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200389140	\$8,361,470
Total	\$8,361,470

b) De-obligate funding as follows:

PR	Amount
4200371589	-\$90,000
Total	-\$90,000

All other terms and conditions remain unchanged

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 5	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200390966	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$10,113,694.00
BC: GHJ

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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

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

The purpose of this modification is to:

- 1- Perform an administrative action to re-allocate funds from CLIN F.1.2 to CLIN F. 1.1.
- 2- Add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA <i>Mayra Nieves-Torres</i> (Signature of Contracting Officer)	16C. DATE SIGNED 6/20/2011
(Signature of person authorized to sign)			

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 4 is administratively revised to move funds from CLIN F.1.2 to CLIN F.1.1 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$9,664,394	\$90,000	\$9,754,394

(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 for the Core Requirements is \$9,031,846. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: May 24, 2011.

(b) An additional amount of \$ 722,548 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 3 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$31,858,967	-\$90,000	\$31,768,967

(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 for the Core Requirements is \$29,415,711. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: June 17, 2011.

(b) An additional amount of \$2,353,256 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$41,523,361	\$0	\$41,523,361

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$9,754,394	\$2,004,898	\$11,759,292

(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 for the Core Requirements is \$10,888,233. This allotment is for all items and services identified in

Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 8, 2011.

(b) An additional amount of \$871,059 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.2.1 Funding:	\$31,768,967	\$8,108,796	\$39,877,763

(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 for the IDIQ Task Order Requirements is \$36,923,855. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 22, 2011.

(b) An additional amount of \$2,953,902 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$41,523,361	\$10,113,694	\$51,637,055

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200390966	\$10,113,694
Total	\$10,113,694

b) De-obligate funding as follows:

PR	Amount
N/A (Admin Action)	-\$90,000
Total	-\$90,000

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 6	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. Multiple	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE	GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)	
CODE 1J4Q5		FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$13,141,202.00
 BC: GHJ

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Michele C. Rook	
15B. CONTRACTOR/OFFEROR <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA <i>Michele C. Rook</i> <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED 7/1/11

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$11,759,292	\$10,057,837	\$21,817,129

(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 for the Core Requirements is \$20,201,045. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 7, 2011.

(b) An additional amount of \$1,616,084 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.2.1 Funding:	\$39,877,763	\$3,083,365	\$42,961,128

(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 for the IDIQ Task Order Requirements is \$39,778,823. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: August 12, 2011.

(b) An additional amount of \$3,182,305 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$51,637,055	\$13,141,402	\$64,778,257

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200395236	\$13,144,012
Total	\$13,144,012

b) De-obligate funding as follows:

PR	AMOUNT
4200371589	-\$2,810
Total	-\$2,810

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES	
			1	4
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
7	See Block 16C	4200398226		
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE	
NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	GSFC	NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code)		(x)	9A. AMENDMENT OF SOLICITATION NO.	
ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170				
			9B. DATED (SEE ITEM 11)	
		x	10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
			10B. DATED (SEE ITEM 13) 10/10/2008	
CODE 1J4Q5	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; 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: \$8,277,446.30
BC: GHJ

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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.)

The purpose of this modification is to:

- Administratively transfer funds from CLIN F.1.2 to CLIN F.1.1.
- Add funds for continued performance.

Accordingly,

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)	
		Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		 (Signature of Contracting Officer)	7/15/2011

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 5 is administratively revised to transfer funds from CLIN F.1.2 to CLIN F.1.1 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$21,817,129	\$5,000	\$21,822,129

(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 for the Core Requirements is \$20,205,675. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: May 24, 2011.

(b) An additional amount of \$1,616,454 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 3 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$42,961,128	-\$5,000	\$42,956,128

(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 for the Core Requirements is \$39,774,193. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: June 17, 2011.

(b) An additional amount of \$3,181,935 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$64,778,257	\$0	\$64,778,257

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$21,822,129	\$117,800	\$21,939,929

(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 for the Core Requirements is \$20,314,749. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 8, 2011.

(b) An additional amount of \$1,625,180 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.1.2 Funding:	\$42,956,128	\$8,159,646	\$51,115,774

(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 for the IDIQ Task Order Requirements is \$47,329,421. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: September 16, 2011.

(b) An additional amount of \$3,786,353 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$64,778,257	\$8,277,446	\$73,055,703

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200398226	\$8,277,446
Total	\$8,277,446

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 8	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See page 4	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE 1J4Q5			9B. DATED (SEE ITEM 11)
FACILITY CODE		x	10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C
			10B. DATED (SEE ITEM 13) 10/10/2008

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: \$20,687,125.60
BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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.)

The purpose of this modification is to:

- Administratively transfer funds from CLIN F.1.1 to CLIN F.1.2.
- Add funds for continued performance.

Accordingly,
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) Michele Rook Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 8/22/11

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 7 is administratively revised to transfer funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$21,939,929	-\$54,494	\$21,885,435

(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 for the Core Requirements is \$20,264,292. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 8, 2011.

(b) An additional amount of \$1,621,143 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 3 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$51,115,774	\$54,494	\$51,170,268

(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 for the Core Requirements is \$47,379,878. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: September 16, 2011.

(b) An additional amount of \$3,790,390 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$73,055,703	\$0	\$73,055,703

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$21,885,435	\$1,285,649	\$23,171,084

(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 for the Core Requirements is \$21,454,708. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 14, 2011.

(b) An additional amount of \$1,716,376 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.1.2 Funding:	\$51,170,268	\$19,401,477	\$70,571,745

(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 for the IDIQ Task Order Requirements is \$65,344,208. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: December 30, 2011.

(b) An additional amount of \$5,227,536 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$73,055,703	\$20,687,126	\$93,742,829

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
42004406724	\$9,265,173.52
4200405795	\$11,450,952.08
4200390966	-\$29,000.00
Total	\$20,687,125.60

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4	
2. AMENDMENT/MODIFICATION NO. 9	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Pg. 4	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x)	9A. AMENDMENT OF SOLICITATION NO.	
CODE 1J4Q5			9B. DATED (SEE ITEM 11)	
FACILITY CODE		x	10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
			10B. DATED (SEE ITEM 13) 10/10/2008	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> 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) BC: GHL		Net Increase:		\$25,375,355.99
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).			
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:			
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds			
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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.)

The purpose of this modification is to:

- Administratively transfer funds from CLIN F.1.1 to CLIN F.1.2.
- Add funds for continued performance.

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)		18A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Michelle Rook Contracting Officer	
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 8/30/11

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 8 is administratively revised to transfer funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$23,171,084	-\$1,044	\$23,170,040

(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 for the Core Requirements is \$21,453,741. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 8, 2011.

(b) An additional amount of \$1,716,299 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 3 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$70,571,744	\$1,044	\$70,752,788

(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 for the Core Requirements is \$65,345,175. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: September 16, 2011.

(b) An additional amount of \$5,227,613 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$93,742,828	\$0	\$93,742,828

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$23,170,040	\$24,726,791	\$47,896,831

(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 for the Core Requirements is \$44,348,918. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TO BE PROVIDED.**

(b) An additional amount of \$3,547,913 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.1.2 Funding:	\$70,752,788	\$648,565	\$71,221,353

(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 for the IDIQ Task Order Requirements is \$65,945,698. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **TO BE PROVIDED.**

(b) An additional amount of \$5,275,655 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$93,742,828	\$25,375,356	\$119,118,184

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200371589	-\$60,000
4200406263	\$25,435,356
Total	\$25,285,356

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 10	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200407712	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 1J4Q5		FACILITY CODE	
		(x) 9B. DATED (SEE ITEM 11)	
		(x) 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
		10B. DATED (SEE ITEM 13) 10/10/2008	

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: \$11,280,142.43
 BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

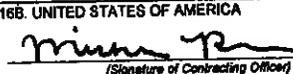
E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 0 _____ copies to the issuing office.

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

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Michele C. Rook
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
	16C. DATE SIGNED 9/16/11

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$47,896,831	\$4,505,048	\$52,401,879

(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 for the Core Requirements is \$48,520,259. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: March 25, 2012.

(b) An additional amount of \$3,881,620 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is increased as follows:

	From	By	To
CLIN F.1.2 Funding:	\$71,221,353	\$6,775,094	\$77,996,447

(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 for the IDIQ Task Order Requirements is \$72,218,933. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: January 25, 2012.

(b) An additional amount of \$5,777,514 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$119,118,184	\$11,280,142	\$130,398,326

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200407712	\$11,280,142
Total	\$11,280,142

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES
			1 4
2. AMENDMENT/MODIFICATION NO. 11	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200410317	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	x	10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C
		10B. DATED (SEE ITEM 13) 10/10/2008
CODE 1J4Q5	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; 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)
BC: GHL Net Increase: \$389,007.93

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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.)

The purpose of this modification is to:

- Administratively transfer funds from CLIN F.1.1 to CLIN F.1.2.
- Add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA <i>Mayra A. Nieves-Torres</i> (Signature of Contracting Officer)
	16C. DATE SIGNED 9/23/2011

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 10 is administratively revised to transfer funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$52,401,879	-\$41,286	\$52,360,593

(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 for the Core Requirements is \$48,482,031. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: March 25, 2012.

(b) An additional amount of \$3,878,562 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 10 is administratively revised to the following:

	From	By	To
CLIN F.1.2 Funding:	\$77,996,447	\$41,286	\$78,037,733

(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 for the Core Requirements is \$72,257,161. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: January 25, 2012.

(b) An additional amount of \$5,780,572 is obligated under this contract for the Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$130,398,326	\$0	\$130,398,326

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$52,360,593	\$207,500	\$52,568,093

(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 for the Core Requirements is **\$48,674,161**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 26, 2012**.

(b) An additional amount of **\$3,893,932** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.2 Funding:	\$78,037,733	\$181,508	\$78,219,241

(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 for the IDIQ Task Order Requirements is **\$72,425,224**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **January 25, 2012**.

(b) An additional amount of **\$5,794,017** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$130,398,326	\$389,008	\$130,787,334

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200410317	\$389,008
Total	\$389,008

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 12	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200411715, 4200406724	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$2,232,003.00
BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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.)

The purpose of this modification is to:

1. Add funds for continued performance.
2. Revise H.13 KEY PERSONNEL AND FACILITIES (1852.235-71) (MAR 1989).
3. Revise J.1 LIST OF ATTACHMENTS, Attachment I.

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 10/19/2011

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$52,568,093	\$0	\$52,568,093

(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 for the Core Requirements is **\$48,674,161**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 26, 2012.**

(b) An additional amount of **\$3,893,932** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$78,219,241	\$2,232,003	\$80,451,244

(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 for the IDIQ Task Order Requirements is **\$74,491,893**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 1, 2012.**

(b) An additional amount of **\$5,959,351** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$130,787,334	\$2,232,003	\$133,019,337

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200411715	\$2,252,003
4200406724	\$20,000
Total	\$2,232,003

4. H.13 KEY PERSONNEL AND FACILITIES (1852.235-71)(MAR 1989), is revised as follows to update the information:

<u>Positions</u>	<u>Name of Individual</u>
------------------	---------------------------

5. Clause J.1 List of Attachments is revised as follows:

<u>Attachment</u>	<u>Description</u>	<u>Date</u>	<u>No. Pages</u>
I	Department of Labor Wage Determinations (WDs)	03/03/10	73

6. Attachment I, Department of Labor – Wage Determinations dated 10/08 is deleted entirely and replaced with Attachment I Department of Labor – Wage Determinations dated 03/03/10.

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4	
2. AMENDMENT/MODIFICATION NO. 13	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200412834; 4200406724	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x)	9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
		x	10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
			10B. DATED (SEE ITEM 13) 10/10/2008	
CODE 1J4Q5	FACILITY CODE			
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> 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) BC: GHL		Net Increase:		\$2,753,257.31
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).			
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:			
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds			
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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.)				

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA Mayra Nieves-Torres (Signature of Contracting Officer)	16C. DATE SIGNED 11/16/2011

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 12 is administratively revised to transfer funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$52,568,093	-\$149,540	\$52,418,553

(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 for the Core Requirements is **\$48,535,698**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 26, 2012.**

(b) An additional amount of **\$3,882,855** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 12 is administratively revised to the following:

	From	By	To
CLIN F.2.1 Funding:	\$80,451,244	\$149,540	\$80,600,784

(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 for the IDIQ Task Order Requirements is **\$74,630,356**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 1, 2012.**

(b) An additional amount of **\$5,970,428** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$133,019,337	\$0	\$133,019,337

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$52,418,553	\$596,451	\$53,015,004

(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 for the Core Requirements is **\$49,087,967**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 29, 2012**.

(b) An additional amount of **\$3,927,037** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$80,600,784	\$2,156,806	\$82,757,590

(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 for the IDIQ Task Order Requirements is **\$76,627,399**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 8, 2012**.

(b) An additional amount of **\$6,130,191** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$133,019,337	\$2,753,257	\$135,772,594

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200412834	\$2,174,626
4200406724	-\$17,820
Total	\$2,156,806

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 14	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200415843	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x)	9A. AMENDMENT OF SOLICITATION NO.	
CODE 1J4Q5			9B. DATED (SEE ITEM 11)	
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
			10B. DATED (SEE ITEM 13) 10/10/2008	

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: \$3,555,347.84
BC: GHJ

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 - Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
	16B. UNITED STATES OF AMERICA <i>Mayra Nieves-Torres</i> (Signature of Contracting Officer)
	16C. DATE SIGNED 12/14/2011

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 13 is administratively revised to transfer funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$53,015,004	-\$22,476	\$52,992,528

(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 for the Core Requirements is **\$49,067,156**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 26, 2012.**

(b) An additional amount of **\$3,925,372** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 13 is administratively revised to the following:

	From	By	To
CLIN F.2.1 Funding:	\$82,757,590	\$22,476	\$82,780,066

(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 for the IDIQ Task Order Requirements is **\$76,648,210**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 1, 2012.**

(b) An additional amount of **\$6,131,856** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$135,772,594	\$0	\$135,772,594

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$52,992,528	\$270,275	\$53,262,803

(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 for the Core Requirements is **\$49,317,411**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 30, 2012**.

(b) An additional amount of **\$3,945,392** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$82,780,066	\$3,285,073	\$86,065,139

(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 for the IDIQ Task Order Requirements is **\$79,689,944**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 15, 2012**.

(b) An additional amount of **\$6,375,195** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$135,772,594	\$3,555,348	\$139,327,942

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200415843	\$3,555,347.84
Total	\$3,555,347.84

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 5	
2. AMENDMENT/MODIFICATION NO. 15	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (if applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)	
CODE 1J4Q5 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008	

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)

BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Award Fee for Service Contracts (1852.216-76) ; Award Fee for End Item Contracts (1852.216-77)

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.)

The purpose of this modification is to issue the Award Fee Determination for the first (1st) award fee evaluation period of January 9, 2011 through October 8, 2011.

Accordingly,

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) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 10/10/2011

Award Fee Determination - Period #1

1. This modification recognizes the total Award Fee earned for the First (1st) evaluation period from January 9, 201 through October 8, 2011, as stated in the Fee Determination letter, dated December 2, 2011.

a.) Clause B. __ – **ESTIMATED COST AND AWARD FEE – CORE REQUIREMENT** is revised as follows:

Core Requirement:	FROM:	BY:	TO:
Total Estimated Cost	\$195,104,255	-0-	\$195,104,255
Maximum Available Award Fee	\$6,528,665	(932,313)	\$5,596,352
Earned Award Fee	-0-	\$810,180	\$810,180
Unearned/Lost Award Fee	-0-	\$122,133	\$122,133
Total Estimated Cost and Award Fee – Core	\$201,632,920	--	\$201,632,920

Of the \$6,528,665 total available award fee for Core, \$810,180 has been earned for the period. The remaining \$122,133 is deemed unearned/lost award fee.

b.) For the **IDIQ SERVICE TASK ORDER REQUIREMENTS**, the negotiated cost and award fee, including the available, earned, and unearned/lost award fee for the First (1ST) Evaluation Period from January 9, 2011 through October 8, 2011 is as follows:

IDIQ Service Task Orders:	FROM:	BY:	TO:
Total Negotiated Cost for the 1st Evaluation Period	\$32,669,335	-0-	\$32,669,335
Maximum Available Award Fee for the 1st Evaluation Period	\$2,556,495	(\$2,556,495)	\$0
Earned Award Fee for the 1st Evaluation Period	-0-	\$2,221,594	\$2,221,594
Unearned/Lost Award Fee for the 1st Evaluation Period	-0-	\$334,901	\$334,901
Total Negotiated Cost and Award Fee for the 1st Evaluation Period.	\$35,225,830	-0-	\$35,225,830

Of the \$2,556,495 total available award fee for IDIQ-Services, \$2,221,594 has been earned for the period. The remaining \$334,901 is deemed unearned/lost award fee.

c.) For the **IDIQ END ITEM TASK ORDER REQUIREMENTS**, the negotiated cost and award fee, including the available, earned, and unearned/lost award fee for the First (1ST) Evaluation Period from January 9, 2011 through October 8, 2011 is as follows:

IDIQ End Item Task Orders:	FROM:	BY:	TO:
Total Negotiated Cost for the 1st Evaluation Period	\$8,880,112	-0-	\$8,880,112
Maximum Available Award Fee for the 1st Evaluation Period	\$688,468	(\$688,468)	\$0
Earned Award Fee for the 1st Evaluation Period* (See enclosure for details)	-0-	\$551,475	\$551,475
Unearned/Lost Award Fee for the 1st Evaluation Period (tasks that ended in period 1)	-0-	\$713	\$713
Potential Award Fee to be Earned (ongoing tasks)	-0-	\$136,280	\$136,280
Total Negotiated Cost and Award Fee for the 1st Evaluation Period.	\$9,568,580	-0-	\$9,568,580

Of the \$688,468 total available award fee for IDIQ-Services, \$551,475 has been earned. A total of \$713 is deemed unearned/lost fee. This amount represents end item task orders that ended during this period. The remaining \$136,280 is considered recoverable fee, pending the final evaluation score for each end item task order.

2. Payment

Core & IDIQ Services:

For Core and IDIQ Services, a total of \$2,508,962 has been provisionally paid to the Contractor during this period. Upon execution of this modification, the Government shall pay the Contractor award fee in the amount of \$522,812 for this portion of the work.

End-Item Task Orders:

Clause G.1, Award Fee for End Item Contracts (1852.216-77), limits interim award fee payments to the lesser of the interim evaluation score or 80 percent of the fee allocated to that period, less any provisional payments made during the period. For end item task orders, a total of \$549,165 has been provisionally paid to the Contractor during this period. In accordance with the above mentioned clause, ITT shall reimburse/credit the Government a total of \$46,243 for end item task orders.

Overall, during this period a total of **\$3,058,127** in award fee has been provisionally paid to the Contractor. Thus, upon execution of this modification, the Government shall pay the Contractor **\$476,569** for Award Fee earned during Period 1.

-End of Modification-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 16	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200419073	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$19,524,226.23
BC: GHJ

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Award Fee for Service Contracts (1852.216-76) ; Award Fee for End Item Contracts (1852.216-77)

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Alicia D. Joyner
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 1/23/2010

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 14 is administratively revised to transfer funds from CLIN F.1.1 to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$53,262,803	-\$16,697	\$53,246,106

(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 for the Core Requirements is **\$49,301,951**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: March 26, 2012.

(b) An additional amount of **\$3,944,155** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 14 is administratively revised to the following:

	From	By	To
CLIN F.2.1 Funding:	\$86,065,139	\$16,697	\$86,081,836

(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 for the IDIQ Task Order Requirements is **\$76,705,404**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: February 1, 2012.

(b) An additional amount of **\$6,376,432** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$139,327,942	\$0	\$139,327,942

-End of Administrative Action-

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$53,246,106	\$1,050,791	\$54,296,897

(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 for the Core Requirements is **\$50,274,906**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **April 7, 2012**.

(b) An additional amount of **\$4,021,991** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$86,081,836	\$18,473,435	\$104,555,271

(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 for the IDIQ Task Order Requirements is **\$96,810,437**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **April 13, 2012**.

(b) An additional amount of **\$7,744,835** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$139,327,942	\$19,524,226	\$158,852,168

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200419073	\$19,524,226
Total	\$19,524,226

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. 17		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. N/A	
5. PROJECT NO. (If applicable)		6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		7. ADMINISTERED BY (If other than item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		9A. AMENDMENT OF SOLICITATION NO. (x)		9B. DATED (SEE ITEM 11)	
10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C		10B. DATED (SEE ITEM 13) 10/10/2008		11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS	
CODE 1J4Q5		FACILITY CODE		<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> 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)
BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.222-42 STATEMENT OF EQUIVALENT RATES FOR FEDERAL HIRES (MAY 1989)

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.)

The purpose of this modification is to:

- Revise J.1 List of Attachments, Attachment I "Department of Labor Wage Determinations" to incorporate the latest version in the contract.

Accordingly,
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) Mayra Nieves-Torres		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 2/15/12

1. Clause J.1 List of Attachments is revised as follows:

<u>Attachment</u>	<u>Description</u>	<u>Date</u>	<u>No. Pages</u>
I	Department of Labor Wage Determinations (WDs)	06/13/2011	73

2. Attachment I, Department of Labor – Wage Determinations dated 03/03/10 is deleted entirely and replaced with Attachment I Department of Labor – Wage Determinations dated 06/13/2011.

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 18	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200423505	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$2,368,501.42
BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
18B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	18C. DATE SIGNED 02/17/2012

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$54,296,897	\$223,113	\$54,520,010

(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 for the Core Requirements is **\$50,481,492**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **May 30, 2012**.

(b) An additional amount of **\$4,038,518** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$104,555,272	\$2,145,388	\$106,700,660

(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 for the IDIQ Task Order Requirements is **\$98,796,907**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **June 15, 2012**.

(b) An additional amount of **\$7,903,753** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$158,852,169	\$2,368,501	\$161,220,670

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200423505	\$2,368,501.42
Total	\$2,368,501.42

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 19	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200426547; 4200415843	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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: \$8,672,960.96
BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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)	18A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 3/14/2012

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$54,520,010	\$633,978	\$55,153,988

(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 for the Core Requirements is **\$51,068,509**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **June 1, 2012**.

(b) An additional amount of **\$4,085,479** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$106,700,660	\$8,038,983	\$114,739,643

(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 for the IDIQ Task Order Requirements is **\$106,240,409**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **July 6, 2012**.

(b) An additional amount of **\$8,499,233** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$161,220,670	\$8,672,961	\$169,893,631

2. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate and de-obligate funding as follows:

PR	AMOUNT
4200426547	\$8,698,135.85
4200415843	(\$ 25,174.32)
Total	\$8,672,960.93

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 20	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200429705; 4200423505	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008
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: \$20,216,235.31
 BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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)	15B. DATE SIGNED	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mayra Nieves-Torres	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED 4.16.2012
15A. CONTRACTOR/OFFEROR (Signature of person authorized to sign)		16A. NAME AND TITLE OF CONTRACTING OFFICER <i>Mayra A. Nieves-Torres</i> (Signature of Contracting Officer)		

1. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 19 is administratively revised to transfer funds from CLIN F.1.1. to CLIN F.1.2 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$55,153,988	-\$4,442	\$55,149,546

(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 for the Core Requirements is \$51,064,396. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: June 1, 2012.

(b) An additional amount of \$4,085,150 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2), as amended in Modification 14 is administratively revised to the following:

	From	By	To
CLIN F.2.1 Funding:	\$114,739,643	\$4,442	\$114,744,085

(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 for the IDIQ Task Order Requirements is \$106,244,522. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 6, 2012.

(b) An additional amount of \$8,499,563 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$169,893,631	\$0	\$169,893,631

2. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$55,149,546	\$723,678	\$55,873,224

(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 for the Core Requirements is \$51,734,468. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: June 6, 2012.

(b) An additional amount of \$4,138,756 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$114,744,085	\$19,492,557	\$134,236,642

(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 for the IDIQ Task Order Requirements is \$124,293,186. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: September 7, 2012.

(b) An additional amount of \$9,943,456 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$169,893,631	\$20,216,235	\$190,109,866

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate and de-obligate funding as follows:

PR	AMOUNT
4200429705	\$20,426,235.30
4200423505	(\$ 30,000.00)
Total	\$20,216,235.30

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 3	
2. AMENDMENT/MODIFICATION NO. 21		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. 4200435179; 4200429705	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		5. PROJECT NO. (If applicable)	
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	
CODE 1J4Q5 FACILITY CODE		X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG03LA01C		10B. DATED (SEE ITEM 13) 10/10/2008	

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: \$3,945,587.00
 EC: GH

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 48.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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 UIC: section headings, including solicitation/contract subject matter where feasible)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA <i>Mayra Nieves-Torres</i> (Signature of Contracting Officer)	16C. DATE SIGNED 5/9/2012
(Signature of person authorized to sign)			

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$55,873,224	\$55,447	\$55,928,671

(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 for the Core Requirements is **\$51,785,808**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **June 6, 2012**.

(b) An additional amount of **\$4,142,863** is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$134,236,642	\$3,790,140	\$138,026,782

(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 for the IDIQ Task Order Requirements is **\$127,802,574**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **September 18, 2012**.

(b) An additional amount of **\$10,224,207** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$190,109,866	\$3,845,587	\$193,955,453

2. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate and de-obligate funding as follows:

PR	AMOUNT
4200433179	\$4,345,857.00
4200429705	(\$ 500,000.00)
Total	\$3,845,857.00

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 3	
2. AMENDMENT/MODIFICATION NO. 22		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. 4200436019	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		CODE GSFC		5. PROJECT NO. (If applicable)	
		7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		<input checked="" type="checkbox"/> 9A. AMENDMENT OF SOLICITATION NO.		<input type="checkbox"/> 9B. DATED (SEE ITEM 11)	
CODE 13405 FACILITY CODE		<input checked="" type="checkbox"/> 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C		<input type="checkbox"/> 10B. DATED (SEE ITEM 13) 10/10/2008	
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: \$18,793,508.00
BC: GILL

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 code, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 45.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Clause 52.232-23 Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 5/18/2012

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$55,928,671	\$15,300,000	\$71,228,671

(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 for the Core Requirements is \$65,952,475. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 6, 2012.

(b) An additional amount of \$5,276,196 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$138,026,781	\$3,493,508	\$141,520,289

(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 for the IDIQ Task Order Requirements is \$131,037,304. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: September 19, 2012.

(b) An additional amount of \$10,482,985 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$193,955,452	\$18,793,508	\$212,748,960

2. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200436019	\$18,793,508.00
Total	\$18,793,508.00

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES
			1 3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
23	See Block 16C	4200438035	
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	GSFC	NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No street, county, State and ZIP Code)		(x) 9A. AMENDMENT OF SOLICITATION NO.	
ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170			
9B. DATED (SEE ITEM 11)		10A. MODIFICATION OF CONTRACT/ORDER NO.	
		NNC09DA01C	
9C. DATED (SEE ITEM 13)		10B. DATED (SEE ITEM 13)	
		10/10/2008	
CODE	FACILITY CODE	11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS	
1J4Q5			

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 6 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: \$4,734,359.00
RC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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)	
		Mayra Nicves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		<i>Mayra Nicves-Torres</i> (Signature of Contracting Officer)	5/31/2008

1. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$71,228,671	\$201,479	\$71,430,150

(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 for the Core Requirements is \$66,139,029. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 9, 2012.

(b) An additional amount of \$5,291,120 is obligated under this contract for the Core Requirements for the payment of fee.

B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$141,520,289	\$4,532,880	\$146,053,169

(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 for the IDIQ Task Order Requirements is \$135,234,415. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 5, 2012.

(b) An additional amount of \$10,818,754 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$212,748,960	\$4,734,359	\$217,483,319

2. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200438035	\$4,734,359.00
Total	\$4,734,359.00

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4	
2. AMENDMENT/MODIFICATION NO. 24	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 4200438148	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6)	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (Incl. street, county, State and ZIP Code) ITT CORPORATION 12975 WOKLDGATE DR HERNDON VA 20170		(X) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)	
CODE 1J4Q5 FACILITY CODE		Z 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA31C	10B. DATED (SEE ITEM 13) 10/10/2008	

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 16, 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: \$10,199,912.96
BC: GHJ

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF _____.
	D. OTHER (Specify type of modification and authority)
X	Clause 52.232-22 Limitation of Funds

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

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

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA	16C. DATE SIGNED 7/2/2012
(Signature of person authorized to sign)	(Signature of Contracting Officer)

1. **B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 23 is administratively revised to transfer funds from CLIN F.1.2. to CLIN F.1.1 as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$71,430,150	\$1,514,162	\$72,944,312

(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 for the Core Requirements is \$67,541,031. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 9, 2012.

(b) An additional amount of \$5,403,281 is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 23 is administratively revised to transfer funds from CLIN F.1.2. to CLIN F.1.1 as follows:**

	From	By	To
CLIN F.2.1 Funding:	\$146,053,169	-\$1,514,162	\$144,539,007

(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 for the IDIQ Task Order Requirements is \$133,832,413. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 5, 2012.

(b) An additional amount of \$10,706,594 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

- (c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$217,483,319	\$0	\$217,483,319

-End of Administrative Action-

3. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$72,944,312	\$3,933,224	\$76,877,536

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 for the Core Requirements is \$71,182,905. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 12, 2012.

(b) An additional amount of \$5,694,631 is obligated under this contract for the Core Requirements for the payment of fee.

4. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$144,539,007	\$6,266,689	\$150,805,696

(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 for the IDIQ Task Order Requirements is \$139,634,903. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 5, 2012.

(b) An additional amount of \$11,170,793 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$217,483,319	\$10,199,913	\$227,683,232

5. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate funding as follows:

PR	AMOUNT
4200438148	\$10,199,912.96
Total	\$10,199,912.96

-All other terms and conditions remain unchanged-

2 AMENDMENT/MODIFICATION NO. 25 3 EFFECTIVE DATE See Block 16C 4. REQUISITION/PURCHASE REQ. NO. N/A 5. PROJECT NO. (if applicable) 1 6

6. ISSUED BY CODE GSFC 7. ADMINISTERED BY (if other than Item 6) CODE GSFC
 NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771

8 NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 ITT CORPORATION
 12975 WORLDGATE DR
 HERNDON VA 20170

9A. AMENDMENT OF SOLICITATION NO. (x)
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C (x)
 10B. DATED (SEE ITEM 13) 10/10/2003

CODE 1J4Q5 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; 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)
 BC: GHI.

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).

C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:

D OTHER (Specify type of modification and authority)
 X Award Fee for Service Contracts (15 CFR 216-76); Award Fee for End User Contracts (15 CFR 216-77)

F 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.)

The purpose of this modification is to issue the Award Fee Determination for the second (2nd) evaluation period of October 9, 2011 through April 8, 2012.

Accordingly,

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.

13a. NAME AND TITLE OF SIGNER (Type or print) 13a. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
 15B CONTRACTOR/OFFEROR 15C. DATE SIGNED 15B. UNITED STATES OF AMERICA 15C. DATE SIGNED
 _____ 7/3/12
 (Signature of person authorized to sign) (Signature of Contracting Officer)

Award Fee Determination - Period #2

1. This modification recognizes the total Award Fee earned for the Second (2nd) evaluation period from October 9, 2011 through April 8, 2012, as stated in the Fee Determination letter, dated June 6, 2012.

a.) Clause B. ESTIMATED COST AND AWARD FEE – CORE REQUIREMENT is revised as follows:

Core Requirement:	FROM:	BY:	TO:
Total Estimated Cost	\$195,104,255	-0-	\$195,104,255
Maximum Available Award Fee	\$5,596,352	(\$621,817)	\$4,974,535
Earned Award Fee	\$810,180	\$554,350	\$1,364,530
Unearned/Lost Award Fee	\$122,133	\$67,467	\$189,600
Total Estimated Cost and Award Fee – Core	\$201,632,920	--	\$201,632,920

Of the \$5,596,352 total available award fee for Core, \$554,350 has been earned for the period. The remaining \$67,467 is deemed unearned/lost award fee.

b.) For the IDIQ SERVICE TASK ORDER REQUIREMENTS, the negotiated cost and award fee, including the available, earned, and unearned/lost award fee for the Second 2nd Evaluation Period from October 9, 2011 through April 8, 2012 is as follows:

IDIQ Service Task Orders:	FROM:	BY:	TO:
Total Negotiated Cost for the 2nd Evaluation Period	\$26,930,081	\$0	\$26,930,081
Maximum Available Award Fee for the 2nd Evaluation Period	\$1,988,503	(\$1,988,503)	\$0
Earned Award Fee for the 2nd Evaluation Period	-0-	\$1,772,750	\$1,772,750
Unearned/Lost Award Fee for the 2nd Evaluation Period	-0-	\$215,753	\$215,753
Total Negotiated Cost and Award Fee for the 2nd Evaluation Period.	\$28,918,584	-0-	\$28,918,584

Of the \$1,988,503 total available award fee for IDIQ-Services, \$1,772,750 has been earned for the period. The remaining \$215,753 is deemed unearned/lost award fee.

c.) For the **IDIQ END ITEM TASK ORDER REQUIREMENTS**, the negotiated cost and award fee, including the available, earned, and unearned/lost award fee for the Second (2nd) Evaluation Period from October 9, 2011 through April 8, 2012 is as follows:

IDIQ End Item Task Orders:	FROM:	BY:	TO:
Total Negotiated Cost for the 2nd Evaluation Period	\$14,898,829	-0-	\$14,898,829
Maximum Available Award Fee for the 2nd Evaluation Period	\$1,173,220	(\$1,173,220)	\$0
Earned Award Fee for the 2nd Evaluation Period* (See enclosure for details)	-0-	\$1,057,334	\$1,057,334
Unearned/Lost Award Fee for the 2nd Evaluation Period (for tasks that ended in period 2)	-0-	\$2,633	\$2,633
Potential Award Fee to be Earned (ongoing tasks)	-0-	\$113,253	\$113,253
Total Negotiated Cost and Award Fee for the 2nd Evaluation Period.	\$16,072,049	-0-	\$16,072,049

Of the \$1,173,220 total available award fee for IDIQ-End Items, \$1,057,334 has been earned. A total of \$2,633 is deemed unearned/lost fee. This amount represents end item task orders that ended during the period. The remaining \$113,253 is considered recoverable fee, pending the final evaluation score for each end item task order.

d.) For the IDIQ TASK ORDER REQUIREMENTS, the total negotiated cost and award fee, including available, earned , and unearned/lost for all evaluation periods to date is as follows:

IDIQ Task Orders: Service & End Item	FROM (Mod No. 15):	BY:	TO:
Total Negotiated Cost for all Periods (previous + current)	\$41,549,447	\$41,828,910	\$83,378,357
Maximum Available Award Fee for all Periods (See Earned, Unearned, and Potential fee breakout below)	\$3,244,963	\$3,161,723	\$6,406,686
Total Negotiated Cost and Award Fee for all Periods.	\$44,794,410	\$44,990,633	\$89,785,043
Earned Award Fee for all Periods	\$2,773,069	\$2,830,084	\$5,603,153
Unearned/Lost Award Fee for all Periods (service + end item task orders)	\$335,614	\$218,386	\$554,000
Potential Award Fee to be Earned (ongoing end item tasks)	\$136,280	\$113,253	\$249,533

2. Payment

Core & IDIQ Services:

For Core and IDIQ Services, a total of \$2,102,731 has been provisionally paid to the Contractor during this period. Upon execution of this modification, the Government shall pay the Contractor award fee in the amount of \$224,369 for this portion of the work.

End-Item Task Orders:

Clause G.1, Award Fee for End Item Contracts (1852.216-77), limits interim award fee payments to the lesser of the interim evaluation score or 80 percent of the fee allocated to that period, less any provisional payments made during the period. For end item task orders, a total of \$830,304 has been provisionally paid to the Contractor during this period. In accordance with the above mentioned clause, ITT shall reimburse/credit the Government a total of \$112,267 for end item task orders.

An additional payment of \$42,108 is being made to ITT as an adjustment for the task orders that ended during this period. Please see enclosure for a detailed breakdown.

Overall, during this period a total of **\$2,933,035** in award fee has been provisionally paid to the Contractor. Thus, upon execution of this modification, the Government shall pay the Contractor **\$378,744** for Award Fee earned/adjustments during Period 2.

-End of Modification-

Enclosure:
End Item Task Orders Detail

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 26		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ NO. 4200441855; 4200433179	1. CONTRACT ID CODE		PAGE OF PAGES 1 4	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		CODE GSFC	7. ADMINISTERED BY (if other than item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		CODE GSFC		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE 1J4Q5			9B. DATED (SEE ITEM 11)
FACILITY CODE		x	10A. MODIFICATION OF CONTRACT/ORDER NO. NNGC9DA01C
			10B. DATED (SEE ITEM 13) 10/10/2008

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 6 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)
 BC: GHL Net Increase: \$9,361,343.00

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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

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

The purpose of this modification is to add funds for continued performance.

Accordingly,
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) Mayra Nieves-Torres		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 7/19/2012

1. **B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 24 is administratively revised to transfer funds from CLIN F.1.2. to CLIN F.1.1 as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$76,877,536	\$31,917	\$76,909,453

(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 for the Core Requirements is **\$71,212,458**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 12, 2012.

(b) An additional amount of **\$5,696,995** is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 24 is administratively revised to transfer funds from CLIN F.1.2. to CLIN F.1.1 as follows:**

	From	By	To
CLIN F.2.1 Funding:	\$150,805,696	-\$31,917	\$150,773,779

(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 for the IDIQ Task Order Requirements is **\$139,605,350**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 5, 2012.

(b) An additional amount of **\$11,168,429** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

- (c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$227,683,232	\$0	\$227,683,232

-End of Administrative Action-

3. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$76,909,453	\$4,473,757	\$81,383,210

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 for the Core Requirements is \$75,354,825. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: August 10, 2012.

(b) An additional amount of \$6,028,384 is obligated under this contract for the Core Requirements for the payment of fee.

4. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$150,773,779	\$4,887,586	\$155,661,365

(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 for the IDIQ Task Order Requirements is \$139,634,903. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 31, 2012.

(b) An additional amount of \$11,170,793 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$227,683,232	\$9,361,343	\$237,044,575

5. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

a) Obligate and de-obligate funding as follows:

PR	AMOUNT
4200433179	-\$ 40,000 00
4200441855	\$9,401,343 00
Total	\$9,361,343.00

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 5
2. AMENDMENT/MODIFICATION NO. 27	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. Multiple, See Page 5	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No street, county, State and ZIP Code) ITT CORPORATION 12975 WOODGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	10B. DATED (SEE ITEM 11) 10/10/2008

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 9 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: \$0,668,494.84
BC: GFI

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 data, 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)
X	Clause 52.232-22 Limitation of Funds

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.)

The purpose of this modification is to:

1. Correct a typographical error in Mod 26
2. Transfer funds from CLIN F.1.2 to CLIN F.1.1
3. Add funds for continued performance

Accordingly,

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 8/7/2012

1. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 26, is administratively revised, to show the correct breakdown of (a) cost and (b) fee:

FROM:

(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 for the IDIQ Task Order Requirements is \$139,634,903. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 31, 2012.

(b) An additional amount of \$11,170,793 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

TO:

(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 for the IDIQ Task Order Requirements is \$144,130,893. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 31, 2012.

(b) An additional amount of \$11,530,472 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

2. B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 26 is administratively revised to transfer funds from CLIN F.1.2. to CLIN F.1.1 as follows:

	From	By	To
CLIN F.1.1 Funding:	\$81,383,210	\$3,002,057	\$84,385,266

(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 for the Core Requirements is \$78,134,508. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: July 12, 2012.

(b) An additional amount of \$6,250,759 is obligated under this contract for the Core Requirements for the payment of fee.

3. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 26 is administratively revised to transfer funds from CLIN F.1.2. to CLIN F.1.1 as follows:

	From	By	To
CLIN F.2.1 Funding:	\$155,661,365	-\$3,002,057	\$152,659,308

(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 for the IDIQ Task Order Requirements is \$141,351,211. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 5, 2012.

(b) An additional amount of \$11,308,097 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$237,044,575	\$0	\$237,044,575

-End of Administrative Action-

4. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$84,385,266	\$627,058	\$85,012,324

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 for the Core Requirements is **\$78,715,116**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **October 25, 2012**.

(b) An additional amount of **\$6,297,208** is obligated under this contract for the Core Requirements for the payment of fee.

5. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$152,659,308	\$6,041,437	\$158,700,745

(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 for the IDIQ Task Order Requirements is **\$146,945,134**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **November 23, 2012**.

(b) An additional amount of **\$11,755,611** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$237,044,575	\$6,668,495	\$243,713,069

6. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate and de-obligate funding as follows:

PR	AMOUNT
4200412834	-\$ 2,659.35
4200415843	-\$ 101.70
4200395235	-\$ 37,000.00
4200443502	\$6,708,255.86
Total	\$6,668,494.81

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 4	
2. AMENDMENT/MODIFICATION NO. 28		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. 4000447532	
5. PROJECT NO. (if applicable)		6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	
8. NAME AND ADDRESS OF CONTR. CTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		9A. AMENDMENT OF SOLICITATION NO. (X)		9B. DATED (SEE ITEM 11)	
CODE 13405		FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
				10B. DATED (SEE ITEM 13) 10/10/2008	

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: \$4,615,788.68
 EC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Clause 52.232-22 Limitation of Funds

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)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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)	
		Maira Nieves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Officer)	8/31/2002

1. **B.2 Core Requirement Funding (CLIN F.1.), as amended in Modification 27 is administratively revised to transfer funds from CLIN F.1.1. to CLIN F.1.2 as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$85,012,324	-\$747,439	\$84,264,885

(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 for the Core Requirements is \$78,023,043. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: October 25, 2012.

(b) An additional amount of \$6,241,842 is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 27 is administratively revised to transfer funds from CLIN F.1.1. to CLIN F.1.2 as follows:**

	From	By	To
CLIN F.2.1 Funding:	\$158,700,745	\$747,439	\$159,448,184

(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 for the IDIQ Task Order Requirements is \$147,637,207. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: November 23, 2012.

(b) An additional amount of \$11,810,977 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

- (c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$243,713,069	\$0	\$243,713,069

-End of Administrative Action-

3. B.2 Core Requirement Funding (CLIN F.1.1) is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$84,264,885	\$843,223	\$85,108,108

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 for the Core Requirements is **\$78,803,805**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **October 25, 2012**.

(b) An additional amount of **\$6,304,303** is obligated under this contract for the Core Requirements for the payment of fee.

4. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$159,448,184	\$3,772,566	\$163,220,750

(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 for the IDIQ Task Order Requirements is **\$151,130,323**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **December 12, 2012**.

(b) An additional amount of **\$12,090,426** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$243,713,069	\$4,615,789	\$248,328,858

6. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate funding as follows:

PR	AMOUNT
4200447532	\$4,615,788.68
Total	\$4,615,788.68

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 29	3. EFFECTIVE DATE 09/14/2012	4. REQUISITION/PURCHASE REQ NO. 4200449386, 4200441855	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No street, county, State and ZIP Code) ITT CORPORATION 12975 MCLELLGATE DR HERNDON VA 20170		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5 FACILITY CODE		z. 10A. MODIFICATION OF CONTRACT/ORDER NO NNG09DA01C	10B. DATED (SEE ITEM 13) 10/10/2008

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)
 BC: GFI. Net Increase: \$8,670,155.14

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 data, 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 52.232-22 Limitation of Funds

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)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 7/17/2012

1. B.2 Core Requirement Funding (CLIN F.1.), is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$85,108,108	\$1,385,740	\$86,493,848

(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 for the Core Requirements is **\$80,086,898**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **December 11, 2012**.

(b) An additional amount of **\$6,406,950** is obligated under this contract for the Core Requirements for the payment of fee.

2. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate funds as follows:

	From	By	To
CLIN F.2.1 Funding:	\$163,220,749	\$7,284,415	\$170,505,164

(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 for the IDIQ Task Order Requirements is **\$157,875,151**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **January 1, 2013**.

(b) An additional amount of **\$12,630,012** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$248,328,857	\$8,670,155	\$256,999,012

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate and de-obligate funding as follows:

PR	AMOUNT
4200449386	\$ 8,670,272.13
4200441855	-\$ 116.99
Total	\$ 8,670,155.14

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 30	3. EFFECTIVE DATE See Block 15C	4. REQUISITION/PURCHASE REQ. NO. 4200453372; 4200449386	5. PROJECT NO. (if applicable)
6 ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		(X) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1J4Q5	FACILITY CODE	(X) 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA013	10B. DATED (SEE ITEM 11) 10/10/2008

14. 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)

BC: GNL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF _____
	D. OTHER (Specify type of modification and authority)
X	Clause 52.232-22 Limitation of Funds

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.)

The purpose of this modification is to: Transfer funds from IDIQ to Core 2; De-obligate and Obligate funds to IDIQ.

Accordingly,

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)	
		Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		Mayra Nieves-Torres (Signature of Contracting Officer)	9-26-12

1. **B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 29 is administratively revised to transfer funds from CLIN F.1.2 as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$86,493,848	\$1,567	\$86,495,415

(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 for the Core Requirements is \$80,088,349. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: December 11, 2012.

(b) An additional amount of \$6,407,066 is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 29 is administratively revised to transfer funds to CLIN F.1.1 funds as follows:**

	From	By	To
CLIN F.1.2 Funding:	\$170,505,163	-\$1,567	\$170,503,596

(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 for the IDIQ Task Order Requirements is \$157,873,700. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: January 1, 2013.

(b) An additional amount of \$12,629,896 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

- (c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$256,999,011	\$0	\$256,999,011

3. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate and de-obligate funds as follows:

(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 for the IDIQ Task Order Requirements is **\$157,873,700**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: January 1, 2013.

(b) An additional amount of **\$12,629,896** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
CLIN F.1.2 Funding:	\$170,503,596	\$0	\$170,503,596

4. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate and de-obligate funding as follows:

PR	AMOUNT
4200449385	-\$478.10
4200453372	\$478.10
Total	\$ 0

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4	
2. AMENDMENT/MODIFICATION NO. 31	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Schedule	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	CODE GSFC	7. ADMINISTERED BY (If other than Item 6)	CODE GSFC	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WORLDGATE DR HERNDON VA 20170		<input checked="" type="checkbox"/> 8A. AMENDMENT OF SOLICITATION NO. <input type="checkbox"/> 8B. DATED (SEE ITEM 11) <input checked="" type="checkbox"/> 10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C <input type="checkbox"/> 10B. DATED (SEE ITEM 13) 10/10/2008		
CODE 1J4Q3	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; 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: \$11,750,759.00
 RC: GHI

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify, type of modification and authority) Clause 52.232-22 Limitation of Funds

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

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

The purpose of this modification is to add funds for continued performance.

Accordingly,

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) Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA Mayra Nieves-Torres (Signature of Contracting Officer)	16C. DATE SIGNED 10/15/2012

1. **B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 30 is administratively revised to transfer funds from CLIN F.1.2 as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$86,495,415	\$230,243	\$86,725,658

(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 for the Core Requirements is \$80,301,537. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: December 11, 2012.

(b) An additional amount of \$6,424,121 is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 30 is administratively revised to transfer funds to CLIN F.1.1 funds as follows:**

	From	By	To
CLIN F.2.1 Funding:	\$170,503,596	-\$230,243	\$170,273,353

(c) 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 for the IDIQ Task Order Requirements is \$157,660,512. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: January 1, 2013.

(b) An additional amount of \$12,612,841 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

- (c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$256,999,011	\$0	\$256,999,011

-End of Administrative Action-

3. B.2 Core Requirement Funding (CLIN F.1.), is revised to obligate funds as follows:

	From	By	To
CLIN F.1.1 Funding:	\$86,725,658	\$1,161,029	\$87,886,687

(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 for the Core Requirements is **\$81,376,564**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 22, 2013**.

(b) An additional amount of **\$6,510,123** is obligated under this contract for the Core Requirements for the payment of fee.

4. B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate and funds as follows:

	From	By	To
CLIN F.1.2 Funding:	\$170,273,353	\$10,589,730	\$180,863,083

(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 for the IDIQ Task Order Requirements is **\$167,465,817**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **February 22, 2013**.

(b) An additional amount of **\$13,397,265** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$256,999,011	\$11,750,759	\$268,749,770

5. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate and de-obligate funding as follows:

PR	AMOUNT
4200454593	\$11,750,759
Total	\$11,750,759

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		3. CONTRACT ID CODE		PAGE OF PAGES	
				1 3	
2. AMENDMENT/MODIFICATION NO. 32		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. 4200455093	
5. PROJECT NO. (if applicable)		6. ISSUED BY NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ITT CORPORATION 12975 WOLFEGATE DR HERNDON VA 20170		9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	
CODE 1J4Q5 FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO NNGJ92A01C		10B. DATED (SEE ITEM 13) 10/10/2003	

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: \$2,837,959.93
 BC: GHL

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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority):
X	Clause b2.232-12 Limitation of Funds

15. 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.)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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)	
		Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		Mayra Nieves-Torres (Signature of Contracting Officer)	11/15/2012

1. **B.2 Core Requirement Funding (CLIN F.1.), is revised to obligate funds as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$87,886,687	\$225,212	\$88,111,899

(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 for the Core Requirements is **\$81,585,094**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 08, 2013**.

(b) An additional amount of **\$6,526,805** is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate and funds as follows:**

	From	By	To
CLIN F.1.2 Funding:	\$180,863,082	\$2,612,748	\$183,475,830

(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 for the IDIQ Task Order Requirements is **\$169,885,028**. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: **March 13, 2013**.

(b) An additional amount of **\$13,590,802** is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$268,749,769	\$2,837,960	\$271,587,729

3. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate funding as follows:

PR	AMOUNT
4200455093	\$2,837,959.93
Total	\$2,837,959.93

-All other terms and conditions remain unchanged-

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 4	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE		4. REQUISITION/PURCHASE REQ. NO.	
33		See Block 16C		4200457364	
5. PROJECT NO. (If applicable)		7. ADMINISTERED BY (If other than Item 6)		CODE	
		NASA/Goddard Space Flight Center Procurement Operations Division Greenbelt MD 20771		GCRFC	
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.			
ITT CORPORATION 12973 WORLDGATE DR HERNDON VA 20170		(X)			
		9B. DATED (SEE ITEM 11)			
		X		10A. MODIFICATION OF CONTRACT/ORDER NO. NNG09DA01C	
		10B. DATED (SEE ITEM 13)		10/10/2008	
CODE 1J4Q5		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; 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: \$1,640,757.65
BC: CHL

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 code, 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)
X	Clause 52.232-22 Limitation of Funds

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)

The purpose of this modification is to add funds for continued performance.

Accordingly,

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)	
		Mayra Nieves-Torres	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)			12/5/12

1. **B.2 Core Requirement Funding (CLIN F.1.1), as amended in Modification 32 is administratively revised to transfer funds from CLIN F.1.2 as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$88,111,899	\$3,306,682	\$91,418,581

(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 for the Core Requirements is \$84,646,836. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: December 11, 2012.

(b) An additional amount of \$6,771,744 is obligated under this contract for the Core Requirements for the payment of fee.

2. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) as amended in Modification 32 is administratively revised to transfer funds to CLIN F.1.1 funds as follows:**

	From	By	To
CLIN F.1.2 Funding:	\$183,475,830	-\$3,306,682	\$180,169,148

(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 for the IDIQ Task Order Requirements is \$166,823,286. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: January 1, 2013.

(b) An additional amount of \$13,345,863 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

- (c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$271,587,729	\$0	\$271,587,729

-End of Administrative Action-

3. **B.2 Core Requirement Funding (CLIN F.1), is revised to obligate funds as follows:**

	From	By	To
CLIN F.1.1 Funding:	\$91,418,581	\$8,945	\$91,427,526

(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 for the Core Requirements is \$84,655,119. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: April 21, 2013.

(b) An additional amount of \$6,772,407 is obligated under this contract for the Core Requirements for the payment of fee.

4. **B.2 IDIQ Task Order Requirement Funding (CLIN F.1.2) is revised to obligate and funds as follows:**

	From	By	To
CLIN F.1.2 Funding:	\$180,169,148	\$1,640,813	\$181,809,961

(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 for the IDIQ Task Order Requirements is \$168,342,557. This allotment is for all items and services identified in Clause F.1 – Delivery Schedule and covers the following estimated period of performance: March 08, 2013.

(b) An additional amount of \$13,467,404 is obligated under this contract for the IDIQ Core Requirements for the payment of fee.

(c) Therefore, the Total Contract Funding (CLIN F.1.1 and F.1.2) is increased as follows:

	From	By	To
Total Funding:	\$271,587,729	\$1,649,758	\$273,237,487

5. Revise the ACCOUNTING AND APPROPRIATION DATA as follows:

Obligate and de-obligate funding as follows:

PR	AMOUNT
4200457864	1,649,757.65
Total	\$1,649,757.65

-All other terms and conditions remain unchanged-