

2. Amendment/Modification No. P00490	3. Effective Date 2004AUG18	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM WARREN AMSTA-AQ-ATBA SUZANNE GIBSON (586)574-7919 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: GIBSONS@TACOM.ARMY.MIL	Code	W56HZV	7. Administered By (If other than Item 6) DCMA INDIANAPOLIS EMMETT J. BEAN CENTER 8899 E. 56TH ST. INDIANAPOLIS, IN 46249-5701	Code	S1501A
			SCD B PAS NONE ADP PT HQ0337		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) AM GENERAL LLC 105 N NILES AVE SOUTH BEND, IN. 46617-7025 TYPE BUSINESS: Large Business Performing in U.S.	<input type="checkbox"/>	9A. Amendment Of Solicitation No.
	<input type="checkbox"/>	9B. Dated (See Item 11)
	<input checked="" type="checkbox"/>	10A. Modification Of Contract/Order No. DAAE07-01-C-S001
	<input type="checkbox"/>	10B. Dated (See Item 13) 2000NOV06
Code 0H3G6	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 amendments; (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 ACKNOWLEDGMENT 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) Payment will be made by Electronic Funds Transfer
SEE SECTION G

13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS

KIND MOD CODE: G
It Modifies The Contract/Order No. As Described In Item 14.

<input type="checkbox"/>	A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.	The Changes Set Forth In Item 14 Are Made In
<input type="checkbox"/>	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).	
<input checked="" type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: Mutual Agreement of the Parties	
<input type="checkbox"/>	D. Other (Specify type of modification and authority)	

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.)

SEE SECOND PAGE FOR DESCRIPTION

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) MARY K. REHM REHMMA@TACOM.ARMY.MIL (586)574-6553		
15B. Contractor/Offeror (Signature of person authorized to sign)	15C. Date Signed	16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed 2004AUG18

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-01-C-S001 MOD/AMD P00490	Page 2 of 9
Name of Offeror or Contractor: AM GENERAL LLC		

SECTION A - SUPPLEMENTAL INFORMATION

PROGRAM: Production Contract for A2 High Mobility Multi-purpose Wheeled Vehicle (A2 HMMWV)

CONTRACT: DAAE07-01-C-S001

MODIFICATION: P00490

1. The purpose of this bilateral modification is as follows:
 - a. Delete CLINs 4017AB and 4017AC that were established in modification P00457.
 - b. Establish CLINs 4017AD and 4017AE to replace CLINs 4017AB and 4017AC.
 - c. shipping instructions are issued for CLINs 4006AY and 4006BB.
 - d. AM General is authorized to submit invoices for CLIN 4017AD and 4017AE as the optional equipment is installed on each vehicle.
 - e. DCMA Detroit is authorized to perform Final Inspection and Acceptance of CLINS 4006AY and 4006BB vehicles with CLIN 4017AD and 4017AE shelters.
2. As a result of this Modification P00490, the contract value is increased by \$190,355.46. The Prior Amount and Cumulative Obligation Amount are shown in Section G - Contract Administration Data.
3. Except as provided for herein, all terms and conditions of the contract remain unchanged and in full force and effect.

*** END OF NARRATIVE A 446 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-01-C-S001 MOD/AMD P00490

Name of Offeror or Contractor: AM GENERAL LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS				
4006	NSN: 2320-01-412-0143 FSCM: 19207 PART NR: 87T0014 SECURITY CLASS: Unclassified				
4006AY	<u>M1113</u> NOUN: HMMWV M113 PRON: W149L419JZ PRON AMD: 03 ACRN: RQ AMS CD: 65460920000 CUSTOMER ORDER NO: MIPR4D17DEH273	14	EA	\$ 68,052.37000	\$ 952,733.18
	<p style="text-align: right;">Unit Price</p> M1113 \$67,846.54 FET \$ 32.44 M1114 Rear Suspension Components \$ 100.22 Solid Green Paint \$ 73.17 \$68,052.37 x 14 Total Price 952,733.18				
	TRANSPORTATION ALLOTMENT IS TO BE TAKEN FROM ACRN: RQ ACCOUNTING CLASSIFICATION: 21 42040000045Y5Y12654609231CN				
	(End of narrative B001)				
	<u>Packaging and Marking</u>				
	See Section D				
	(End of narrative D001)				
	<u>Inspection and Acceptance</u>				
	INSPECTION: Origin ACCEPTANCE: Origin				
	<u>Deliveries or Performance</u>				
	DOC SUPPL				
	REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD				
	001 W56HZX4133S100 CHORNS M 3				
	PROJ CD BRK BLK PT				
	000				
	DEL REL CD QUANTITY DEL DATE				
	001 14 UNDEFINITIZED				

CONTINUATION SHEET

Reference No. of Document Being Continued
PIIN/SIIN DAAE07-01-C-S001 **MOD/AMD** P00490

Name of Offeror or Contractor: AM GENERAL LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>FOB POINT: Origin</p> <p>SHIP TO: <u>FREIGHT ADDRESS</u> (CHORNS) XR NORTHRUP GRUMMAN SPACE AND MISSI SYSTEMS CORP 4067 ENTERPRISE WAY SIERRA VISTA AZ 85635-2273</p> <p>Contractor shall deliver in accordance with the delivery schedule set forth in Attachment 22 of the contract.</p> <p>DRC MARK FOR</p> <p>001 POC: Kathryn Willis Phone: (520) 458-0973, ext. 297 or POC: Jon Duran Phone: (520) 458-0973, ext. 335</p> <p>(End of narrative F001)</p>				

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-01-C-S001 MOD/AMD P00490

Name of Offeror or Contractor: AM GENERAL LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																														
4006BB	<p>M1113</p> <p>NOUN: HMMWV M1113 PRON: W149L421JZ PRON AMD: 03 ACRN: RR AMS CD: 30640000000 CUSTOMER ORDER NO: MIPR4D17DEH381</p> <table border="0" style="width: 100%;"> <tr> <td></td> <td style="text-align: right;">Unit Price</td> </tr> <tr> <td>M1113</td> <td style="text-align: right;">\$67,846.54</td> </tr> <tr> <td>FET</td> <td style="text-align: right;">\$ 32.44</td> </tr> <tr> <td>M1114 Rear Suspension Components</td> <td style="text-align: right;">\$ 100.22</td> </tr> <tr> <td>Solid Green Paint</td> <td style="text-align: right;">\$ 73.17</td> </tr> <tr> <td></td> <td style="text-align: right;">\$68,052.37</td> </tr> <tr> <td></td> <td style="text-align: right;">x 3</td> </tr> <tr> <td>Total Price</td> <td style="text-align: right;">\$204,157.11</td> </tr> </table> <p>TRANSPORTATION ALLOTEMENT IS TO BE TAKEN FROM ACRN: RR ACCOUNTING CLASSIFICATION: 97 40300260145Y5Y12306400031CN</p> <p style="text-align: center;">(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>See Section D</p> <p style="text-align: center;">(End of narrative D001)</p> <p><u>Inspection and Acceptance</u></p> <p>INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0" style="width: 100%;"> <tr> <td>DOC</td> <td>SUPPL</td> </tr> <tr> <td><u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u></td> <td></td> </tr> <tr> <td>001 W56HZV4133S103</td> <td>CHORNS M 3</td> </tr> <tr> <td> <u>PROJ CD</u> <u>BRK BLK PT</u></td> <td></td> </tr> <tr> <td> 000</td> <td></td> </tr> <tr> <td><u>DEL REL CD</u> <u>QUANTITY</u> <u>DEL DATE</u></td> <td></td> </tr> <tr> <td>001 3 UNDEFINITIZED</td> <td></td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>FREIGHT ADDRESS</u> (CHORNS) XR NORTHRUP GRUMMAN SPACE AND MISSI SYSTEMS CORP 4067 ENTERPRISE WAY SIERRA VISTA AZ 85635-2273</p>		Unit Price	M1113	\$67,846.54	FET	\$ 32.44	M1114 Rear Suspension Components	\$ 100.22	Solid Green Paint	\$ 73.17		\$68,052.37		x 3	Total Price	\$204,157.11	DOC	SUPPL	<u>REL CD</u> <u>MILSTRIP</u> <u>ADDR</u> <u>SIG CD</u> <u>MARK FOR</u> <u>TP CD</u>		001 W56HZV4133S103	CHORNS M 3	<u>PROJ CD</u> <u>BRK BLK PT</u>		000		<u>DEL REL CD</u> <u>QUANTITY</u> <u>DEL DATE</u>		001 3 UNDEFINITIZED		3	EA	\$ 68,052.37000	\$ 204,157.11
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CONTINUATION SHEET

Reference No. of Document Being Continued
PIIN/SIIN DAAE07-01-C-S001 **MOD/AMD** P00490

Name of Offeror or Contractor: AM GENERAL LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>Contractor shall deliver in accordance with the delivery schedule set forth in Attachment 22 of the contract.</p> <p>DRC MARK FOR</p> <p>001 POC: Eric Farrington Phone: 520-458-0973</p> <p>(End of narrative F001)</p>				

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-01-C-S001 MOD/AMD P00490

Name of Offeror or Contractor: AM GENERAL LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																							
4017	SECURITY CLASS: Unclassified																											
4017AD	<p><u>M1113 HARD TOPS FOR CLIN 4006AY</u></p> <p>NOUN: HARD TOPS FOR HMMWV M1113 PRON: W149L447JZ PRON AMD: 01 ACRN: RQ AMS CD: 65460920000 CUSTOMER ORDER NO: MIPR4D17DEH273</p> <p>Optional equipment required to be installed on 14 each M1113 vehicles from CLIN 4006AY. Six vehicles are scheduled for delivery 6 Dec 2004. Six vehicles are scheduled for delivery 6 Jan 2005 and 2 vehicles are schedule for delivery for 2 Feb 2005. Final vehicle inspection and acceptance will take place in Livonia MI.</p> <p>AM General is authorized to submit invoices as the optional equipment is installed on each vehicle.</p> <table border="0" style="width: 100%;"> <tr> <td style="width: 80%;">Livonia Green 2-Man Hard Top</td> <td style="text-align: right;">Unit Price</td> </tr> <tr> <td>05 Taillight Harness</td> <td style="text-align: right;">\$49.59</td> </tr> <tr> <td>05 Modified 2 Man Hard Top</td> <td style="text-align: right;">\$8,658.24</td> </tr> <tr> <td>05 Changes for Spec JSLNBCRS</td> <td style="text-align: right;">\$2,489.55</td> </tr> <tr> <td></td> <td style="text-align: right;">\$11,197.38</td> </tr> <tr> <td></td> <td style="text-align: right;">x 14</td> </tr> <tr> <td>Total Price</td> <td style="text-align: right;">\$156,763.32</td> </tr> </table> <p style="text-align: center;">(End of narrative B001)</p> <p>See Section D</p> <p style="text-align: center;">(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0" style="width: 100%;"> <tr> <td style="width: 30%;">DLVR SCH</td> <td style="width: 30%;">PERF COMPL</td> <td style="width: 40%;"></td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td style="text-align: center;">1</td> <td>06-DEC-2004</td> </tr> </table> <p style="text-align: right; margin-right: 20px;">\$ 156,763.32</p>	Livonia Green 2-Man Hard Top	Unit Price	05 Taillight Harness	\$49.59	05 Modified 2 Man Hard Top	\$8,658.24	05 Changes for Spec JSLNBCRS	\$2,489.55		\$11,197.38		x 14	Total Price	\$156,763.32	DLVR SCH	PERF COMPL		<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	1	06-DEC-2004	1	LO		\$ 156,763.32
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Name of Offeror or Contractor: AM GENERAL LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																																			
4017AE	<p>M1113 HARD TOPS FOR CLIN 4006BB</p> <p>NOUN: HARD TOPS FOR HMMWV M1113 PRON: W149L448JZ PRON AMD: 01 ACRN: RR AMS CD: 30640000000 CUSTOMER ORDER NO: MIPR4D17DEH381</p> <p>Optional equipment required to be installed on 3 M1113 vehicles scheduled for delivery for 7 Feb 05 for CLIN 4006BB.</p> <table border="0"> <tr> <td>Livonia Green 2-Man Hard Top</td> <td>Unit Price</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>05 Taillight Harness</td> <td>\$49.59</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>05 Modified 2 Man Hard Top</td> <td>\$8,658.24</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>05 Changes for Spec JSLNBCRS</td> <td>\$2,489.55</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>\$11,197.38</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>x 3</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Total Price</td> <td>\$33,592.14</td> <td></td> <td></td> <td></td> <td></td> </tr> </table> <p>AM General is authorized to submit invoices as the optional equipment is installed on each vehicle.</p> <p>(End of narrative B001)</p> <p>See Section D</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td></td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td>1</td> <td>07-FEB-2005</td> </tr> </table> <p>\$ 33,592.14</p>	Livonia Green 2-Man Hard Top	Unit Price					05 Taillight Harness	\$49.59					05 Modified 2 Man Hard Top	\$8,658.24					05 Changes for Spec JSLNBCRS	\$2,489.55						\$11,197.38						x 3					Total Price	\$33,592.14					DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	1	07-FEB-2005	1	LO		\$ 33,592.14
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Reference No. of Document Being Continued

Page 9 of 9

PIIN/SIIN DAAE07-01-C-S001

MOD/AMD P00490

Name of Offeror or Contractor: AM GENERAL LLC

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ <u>ITEM</u> <u>MIPR</u>	<u>ACRN</u>	<u>OBLG STAT/</u> <u>JOB ORD NO</u>		<u>PRIOR AMOUNT</u>	<u>INCREASE/DECREASE</u> <u>AMOUNT</u>		<u>CUMULATIVE</u> <u>AMOUNT</u>
4017AD	W149L447JZ 65460920000 MIPR4D17DEH273	RQ	1	\$	0.00	\$ 156,763.32	\$	156,763.32
4017AE	W149L448JZ 30640000000 MIPR4D17DEH381	RR	1	\$	0.00	\$ 33,592.14	\$	33,592.14
					NET CHANGE	\$		190,355.46

<u>SERVICE</u> <u>NAME</u>	<u>NET CHANGE</u> <u>BY ACRN</u>	<u>ACCOUNTING CLASSIFICATION</u>				<u>ACCOUNTING</u> <u>STATION</u>	<u>INCREASE/DECREASE</u> <u>AMOUNT</u>
Army	RQ	21	42040000045Y5Y12654609231CN	S19130	9DD554	\$ 156,763.32	
Army	RR	97	40300260145Y5Y12306400031CN	S19130	9DD554	\$ <u>33,592.14</u>	
						NET CHANGE	\$ 190,355.46

	<u>PRIOR AMOUNT</u> <u>OF AWARD</u>	<u>INCREASE/DECREASE</u> <u>AMOUNT</u>	<u>CUMULATIVE</u> <u>OBLIG AMT</u>
NET CHANGE FOR AWARD:	\$ 1,556,864,161.64	\$ 190,355.46	\$ 1,557,054,517.10