

2. Amendment/Modification No. 17	3. Effective Date 2004JUL26	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM WARREN AMSTA-AQ-AHEB MADELINE MOWERY (586)753-2654 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: MOWERYM@TACOM.ARMY.MIL	Code	W56HZV	7. Administered By (If other than Item 6) DCMA DETROIT U.S. ARMY TANK & AUTOMOTIVE COMMAND (TACOM) ATTN: DCMAE-GJD WARREN, MI 48397-5000	Code	S2305A
			SCD A PAS NONE ADP PT HQ0337		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) GENERAL DYNAMICS LAND SYSTEMS INC. 38500 MOUND ROAD STERLING HEIGHTS, MI. 48310-3260 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-G-N001/0008
	<input type="checkbox"/>	10B. Dated (See Item 13) 2002JUL15
Code 7W356	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)
NO CHANGE TO OBLIGATION DATA

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

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:	
<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) JOHN REGENHARDT REGENHAJ@TACOM.ARMY.MIL (586)574-6973
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 2004JUL26

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-01-G-N001/0008 MOD/AMD 17	Page 2 of 10
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Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION A - SUPPLEMENTAL INFORMATION

1. The purpose of Modification 17 is to (1) correct the change in shipping instructions specified in Modification 15 and (2) to change the delivery schedule for the remaining POS/NAV upgrades under CLINS 0001AA, 0001AB, and 0001AC.

2. This final change in shipping instructions is as follows:

a. The remaining POS/NAV upgrade units under CLIN 0001AA will continue to ship to the Team Armor Partership (TAP) warehouse at Fort Hood (address on page B2).

b. The remaining POS/NAV upgrades under CLIN 0001AB and CLIN 0001AC will ship to the following address:

DODAAC: CK0NEJ

SHIP TO: GENERAL DYNAMICS LAND SYSTEMS
THE JOINT SYSTEMS MANUFACTURING CENTER AT LIMA (JSMC)
1161 BUCKEYE ROAD
LIMA, OH 45804-1825

MARK FOR: LYNN CARLESS

This address is also on the CLIN pages B3(a) and B3(b).

3. As a result of this modification, pages B2, B3(a), B3(b), F11, and F12 are deleted and replaced by the attached identically numbered pages.

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

*** END OF NARRATIVE A 017 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-01-G-N001/0008 MOD/AMD 17

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>DELIVERABLE SERVICE</u></p> <p>NOUN: UPGR POS/NAV TO "-18" CONFIG. PRON: 471FUM1247 PRON AMD: 06 ACRN: AA AMS CD: 31206406020</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 001 W56HZV2162D051 W81RF3 3 <u>PROJ CD BRK BLK PT</u> GGX <u>DEL REL CD QUANTITY DEL DATE</u> 001 25 28-FEB-2003 002 25 31-MAR-2003 003 25 20-APR-2003 004 25 31-MAY-2003 005 25 30-JUN-2003 006 25 31-JUL-2003 007 25 31-AUG-2003 008 25 30-SEP-2003 009 25 31-OCT-2003 010 25 30-NOV-2003 011 25 31-DEC-2003 012 25 31-JAN-2004 013 25 28-FEB-2004 014 1 31-MAR-2004 015 29 31-DEC-2004</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>FREIGHT ADDRESS</u> (W81RF3) XR W4GG HQ US ARMY TACOM BLDG 1958 HOOD RD AND NORTH AVE FORT HOOD TX 76544-5060</p>	355	EA	\$ 2,737.13000	\$ 971,681.15

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																																						
0001AB	<p style="text-align: center;"><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-01-G-N001/0008</p> <p><u>DELIVERABLE SERVICE</u></p> <p>NOUN: UPGR POS/NAV TO "-18" CONFIG. PRON: 471FUM1247 PRON AMD: 06 ACRN: AA AMS CD: 31206406020</p> <p>MARK FOR: LYNN CARLESS</p> <p style="text-align: center;">(End of narrative B002)</p> <p><u>Packaging and Marking</u></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>DOC</td> <td colspan="5">SUPPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>MILSTRIP</u></td> <td><u>ADDR</u></td> <td><u>SIG CD</u></td> <td><u>MARK FOR</u></td> <td><u>TP CD</u></td> </tr> <tr> <td>002</td> <td>W56HZV3261D051</td> <td>CKONEJ</td> <td></td> <td></td> <td>3</td> </tr> <tr> <td></td> <td><u>PROJ CD</u></td> <td><u>BRK BLK PT</u></td> <td colspan="3"></td> </tr> <tr> <td></td> <td colspan="5">GGX</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td colspan="4"><u>DEL DATE</u></td> </tr> <tr> <td>001</td> <td>25</td> <td colspan="4">30-SEP-2004</td> </tr> <tr> <td>002</td> <td>25</td> <td colspan="4">30-OCT-2004</td> </tr> <tr> <td>003</td> <td>20</td> <td colspan="4">30-NOV-2004</td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>FREIGHT ADDRESS</u> (CKONEJ) XR GENERAL DYNAMICS LAND SYS 1161 BUCKEYE RD LIMA OH 45804-1825</p> <p style="text-align: center;"><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-01-G-N001/0008</p>	DOC	SUPPL					<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	002	W56HZV3261D051	CKONEJ			3		<u>PROJ CD</u>	<u>BRK BLK PT</u>					GGX					<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	25	30-SEP-2004				002	25	30-OCT-2004				003	20	30-NOV-2004				70	EA	\$ 3,095.00000	\$ 216,650.00
DOC	SUPPL																																																										
<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>																																																						
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CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-01-G-N001/0008 MOD/AMD 17

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																	
0001AC	<p><u>DELIVERABLE SERVICE</u></p> <p>NOUN: POS/NAV PRON: 4716J09647 PRON AMD: 03 ACRN: AH AMS CD: 31204520017</p> <p>MARK FOR: LYNN CARLESS</p> <p>(End of narrative B003)</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <p>DOC SUPPL</p> <table border="0"> <tr> <td><u>REL CD</u></td> <td><u>MILSTRIP</u></td> <td><u>ADDR</u></td> <td><u>SIG CD</u></td> <td><u>MARK FOR</u></td> <td><u>TP CD</u></td> </tr> <tr> <td>001</td> <td>W56HZV3251D051</td> <td>CKONEJ</td> <td></td> <td></td> <td>3</td> </tr> <tr> <td></td> <td><u>PROJ CD</u></td> <td><u>BRK BLK PT</u></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td>AAP</td> <td></td> <td></td> <td></td> <td></td> </tr> </table> <table border="0"> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DEL DATE</u></td> </tr> <tr> <td>001</td> <td>25</td> <td>30-JAN-2005</td> </tr> <tr> <td>002</td> <td>19</td> <td>28-FEB-2005</td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (CKONEJ) XR GENERAL DYNAMICS LAND SYS 1161 BUCKEYE RD LIMA OH 45804-1825</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE07-01-G-N001/0008</p>	<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	001	W56HZV3251D051	CKONEJ			3		<u>PROJ CD</u>	<u>BRK BLK PT</u>					AAP					<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>	001	25	30-JAN-2005	002	19	28-FEB-2005	44	EA	\$ 3,095.00000	\$ 136,180.00
<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>																																	
001	W56HZV3251D051	CKONEJ			3																																	
	<u>PROJ CD</u>	<u>BRK BLK PT</u>																																				
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<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>																																				
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CONTINUATION SHEET

Reference No. of Document Being Continued
PIIN/SIN DAAE07-01-G-N001/0008 **MOD/AMD** 17

Page 6 of 10

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN DAAE07-01-G-N001/0008 **MOD/AMD** 17

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION F - DELIVERIES OR PERFORMANCE

SECTION F

F.1. DELIVERY SCHEDULE FOR POS/NAV CONTAINERS AND KITS

F.1.1. Shipping Containers are to be delivered FOB Origin under CLIN 0002AA as follows:

F.1.1.1. Schedule - POS/NAV SHIPPING CONTAINERS

2002

AUG SEP

25 25 TOTAL: 50

F.1.1.2. Ship to Addresses:

46 each to:
DODAAC W908WM

HQ US ARMY TACOM
WINFIELD LOCK AND DAM, M1A2 STORAGE
WV ARNG CHP FACILITY RT 62
ELEANOR, WV 25070-5000

4 each to:
DODAAC W90454

SHIP TO:
GDLS-CSSC
Team Armor Partnership Facility
Building 88037
Corner of Clark & Logistics Lane
Fort Hood, Texas 76544

MARK FOR:
Mr. Bob Rathbun, (254) 288-2938
POS/NAV Retrofit Program

F.1.2. Tested POS/NAV -18 units are to be delivered FOB Origin under CLINs 0001AA, 0001AB, and 0001AC as follows:

F.1.2.1. Schedule - UPGRADED POS/NAV 12346300-18 UNITS

2003												2004			
<u>FEB</u>	<u>MAR</u>	<u>APR</u>	<u>MAY</u>	<u>JUN</u>	<u>JUL</u>	<u>AUG</u>	<u>SEP</u>	<u>OCT</u>	<u>NOV</u>	<u>DEC</u>	<u>JAN</u>	<u>FEB</u>	<u>MAR</u>	<u>31DEC2004</u>	<u>CLIN 0001AA</u>
25	25	25	25	25	25	25	25	25	25	25	25	25	1	29	TOTAL: 355

2004				2005		
<u>SEP</u>	<u>OCT</u>	<u>NOV</u>	CLIN 0001AB	<u>JAN</u>	<u>FEB</u>	CLIN 0001AC
25	25	20	TOTAL: 70	25	19	TOTAL: 44

The above schedule is based on GFM units being provided as follows:
For the first 50 units, the Government shall provide the units to be upgraded to Smiths Aerospace not later than 120 days prior to scheduled delivery. For the remaining units, the Government shall provide the units to be upgraded to Smiths Aerospace not later than 60 days prior to scheduled delivery. The GFM units to be upgraded shall be shipped by the Government to the following address:

Smiths Aerospace Industries
Electronic Systems - Grand Rapids
3290 Patterson Avenue, SE
Grand Rapids, MI 49512-1991
ATTN: Hugh Eisen, (616) 241-8489

F.1.2.2. Ship to Address for UPGRADED POS/NAV 12346300-18 UNITS:

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 8 of 10**

PIIN/SIIN DAAE07-01-G-N001/0008

MOD/AMD 17

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.CLIN 0001AACLIN 0001AB AND CLIN 0001AC

DODAAC: W90454

DODAAC: CKONEJ

SHIP TO:

GDLS-CSSC

Team Armor Partnership Facility

Building 88037

Corner of Clark&Logistics Lane

Fort Hood, Texas 76544

SHIP TO:

General Dynamics Land Systems

JSMC

1161 Buckeye Road

Lima, OH 45804-1825

MARK FOR:

Mr. Bob Rathbun, (254) 288-2938

POS/NAV Retrofit Program

MARK FOR:

Lynn Carless

F.1.3. ACCELERATION

The Contractor is authorized to accelerate delivery of shipping containers and -18 POS/NAV units at no additional cost to the Government.

F.2 INSTRUCTIONS FOR PREPARATION AND DISTRIBUTION OF DD FORM 250, MATERIAL INSPECTION AND RECEIVING REPORT (MIRR)

F.2.1. PREPARATION OF DD 250

DD Form 250 shall be prepared and furnished by the contractor in accordance with instructions contained at clause 252.246-7000 of the Defense Federal Acquisition Regulation Supplement (see H-22) and this clause F.2.

F.2.2. DD 250 (MIRR) DISTRIBUTION

The following addresses should have one (1) copy of the Material Inspection and Receiving Report distributed by the Contractor per DFARS 252.246-7000. Method of distribution in order of preference will be by e-mail, fax, or regular mail.

F.2.2.1. U.S. Army TACOM

Acquisition Center

ATTN: Data Management Team, AMSTA-AQ-AMI

Warren, MI 48397-5000

E-Mail: DD250@tacom.army.mil

Fax: (586) 574-7552 (use "DD250 mailbox" in the "to:" block of your fax cover or header sheet.)

(This copy meets the requirement for the Purchasing Office copy listed in table 1 of DFARS Appendix F.)

F.2.2.2. For POS/NAV requirements under CLINs 0001AA and 0002AA:

U.S. Army TACOM

ATTN: PM Abrams Log Dev, SFAE-GCS-AB-LD, Mike Akrigg

Warren, MI 48397-5000

E-mail: akriggm@tacom.army.mil

Fax: (586) 574-8208

F.2.2.3 For RMC requirements under CLINs 0005AA and 0006AA (option):

U.S. Army TACOM

ATTN: PM Abrams, SFAE-GCSS-W-AB, MAJ Robert Hannah, APM M1A2 SEP

Warren, MI 48397-5000

E-mail: hannahr@tacom.army.mil

Fax: (586) 574-8522

F.2.2.4 Lima Army Tank Plant

DCMA GDLS Lima

ATTN: DCMDE-GJQB, Ruth Miller

1155 Buckeye Road

Lima, OH 45804

E-mail: RAMiller@dcmde.dcma.mil

Fax: (419)221-9512

Terms and conditions specific to Section F of this Delivery Order 0008 are incorporated by reference from the Basic Ordering Agreement (DAAE07-01-G-N001) and are as follows:

F-1 STOP-WORK ORDER 52.242-15 AUG/1989

F-2 GOVERNMENT DELAY OF WORK 52.242-17 APR/1984

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 9 of 10**

PIIN/SIIN DAAE07-01-G-N001/0008

MOD/AMD 17

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

F-3 F.O.B. ORIGIN 52.247-29 JUN/1988

F-4 F.O.B. DESTINATION 52.247-34 NOV/1991

F-5 F.O.B. DESTINATION - EVIDENCE OF SHIPMENT (DEVIATION) 52.247-48 FEB/1999

F-6 CLEARANCE AND DOCUMENTATION REQUIREMENTS-SHIPMENTS TO DOD AIR OR WATER TERMINAL TRANSSHIPMENT POINTS 52.247-52 APR/1984

F-7 F.O.B. POINT FOR DELIVERY OF GOVERNMENT-FURNISHED PROPERTY 52.247-55 APR/1984

F-8 LOADING, BLOCKING, AND BRACING OF FREIGHT CAR SHIPMENTS 52.247-58 APR/1984

F-9 F.O.B. ORIGIN -CARLOAD AND TRUCKLOAD SHIPMENTS 52.247-59 APR/1984

F-10 VARIATION IN QUANTITY 52.211-16

F-11 F.O.B. ORIGIN -PREPAID FREIGHT-SMALL PACKAGE SHIPMENTS 52.247-65 JAN/1991

F-13 SHIPMENT OF SUPPLIES AND DETENTION OF CARRIERS EQUIPMENT 52.247-4005 OCT/1994

The following clauses apply to CLINs 0005AA and 0006AA (option):

F.3 DELIVERY SCHEDULE FOR SOLID STATE RMCs:

F.3.1. The 10 gigabyte Solid State RMCs under CLIN 0005AA are to be delivered FOB Destination as follows:

	2003					TOTAL
	MAR	APR	MAY	JUN		
RMC Deliveries for Mike Athey TAP	90	62	62	11		225
RMC Deliveries for Bob Rathbun TAP	10	0	0	12		22
Total	100	62	62	23		247

F.3.1.1. Ship to Addresses:

225 each to:
DODAAC W90454SHIP TO:
GDLS-CSSC
Team Armor Partnership Facility
Building 1956
Corner of Hood Road & North Avenue
Fort Hood, Texas 76544MARK FOR:
Mr. Mike Athey, Chief Material Fielding Team
RMC Retrofit22 each to:
DODAAC W90454SHIP TO:
GDLS-CSSC
Team Armor Partnership Facility
Building 88037
Corner of Clark & Logistics Lane
Fort Hood, Texas 76544MARK FOR:
Mr. Bob Rathbun, (254) 288-2938
B14 accountable records

F.3.2. The 10 gigabyte Solid State RMCs under the CLIN 0006AA option, if exercised, are to be delivered FOB Destination TO THE ADDRESSES IN F.3.1.1 as follows:

2003				TOTAL
JUN	JUL	AUG		

CONTINUATION SHEET**Reference No. of Document Being Continued**

Page 10 of 10

PIIN/SIIN DAAE07-01-G-N001/0008

MOD/AMD 17

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

RMC Deliveries for Mike Athey TAP	30	49	41	120
RMC Deliveries for Bob Rathbun TAP	17	17	18	52
Total	47	66	59	172

F.3.3. Acceleration

The Contractor is authorized to accelerate delivery of RMCs at no additional cost to the Government. Incremental (weekly) or partial deliveries during a month are authorized at no additional cost to the Government.

F.4 DELIVERY SCHEDULE FOR QUICK DISCONNECT RELOCATION KITS:

F.4.1. 1,282 Quick Disconnect Relocation Kits under CLIN 0008AA are to be delivered FOB origin as follows:

	2004							2005			TOTAL
	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	
Kits for Bob Rathbun, TAP:	75	150	150	150	150	150	150	150	150	7	1,282

F.4.1.1. Ship to Address:

1,282 to
DODAAC W90454

SHIP TO:
GDLS-CSSC
Team Armor Partnership Facility
Building 88037
Corner of Hood Road & Logistics Lane
Fort Hood, TX 76544

MARK FOR:
Mr. Bob Rathbun (254) 288-2938

F.4.2. 225 Quick Disconnect Relocation Kits under CLIN 0009AA are to be delivered FOB origin as follows:

2004		
May	Jun	TOTAL
150	75	225

F.4.2.1 Ship To Address:

SHIP TO :
Panalpina Inc
22879 Glenn Drive
Suite 100
Sterling, Virginia 20164-4480
Attn: Jim Spitler (703)834-2000

MARK FOR:
Kuwait Land Forces
Project Al-Qurain
Kuwait FMS Case UKN
Al Mubarrak, Kuwait

F4.3. ACCELERATION

The Contractor is authorized and encouraged to accelerate delivery of Quick Disconnect Relocation Kits at no additional cost to the Government.

*** END OF NARRATIVE F 002 ***