

2. Amendment/Modification No. 02	3. Effective Date 2004OCT18	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM WARREN AMSTA-AQ-ADEBS TONI SPALDING (586)574-6290 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: SPALDINT@TACOM.ARMY.MIL	Code	W56HZV	7. Administered By (If other than Item 6) DCMA CHICAGO 1523 WEST CENTRAL ROAD BLDG 203 ARLINGTON HEIGHTS IL 60004-2451	Code	S1403A
			SCD B PAS NONE ADP PT HQ0339		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) CONLEY & ASSOCIATES, INC. CONLEY & ASSOCIATES, INC. 930 KEHRS MILL ROAD BALLWIN, MO. 63011-2462 TYPE BUSINESS: Small Disadvantaged 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. DAAE07-03-D-T083/0002
	<input type="checkbox"/>	10B. Dated (See Item 13) 2004MAR25
Code 0JDM6	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)
ACRN: AA NET INCREASE: \$.00

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

KIND MOD CODE: B 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 checked="" 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 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) LAWRENCE R. ELLENA ELLENAL@TACOM.ARMY.MIL (586)574-6952
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 2004OCT18

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 2 of 6**

PIIN/SIIN DAAE07-03-D-T083/0002

MOD/AMD 02

Name of Offeror or Contractor: CONLEY & ASSOCIATES, INC.

SECTION A - SUPPLEMENTAL INFORMATION

MODIFICATION 02 to TASK ORDER 0002, Basic Contract DAAE07-03-D-T083, is issued this 12th day of October 2004 to extend the period of performance of all contract lines to align with Task Order 0001, both efforts which allow for continuous C4ISR service/support on-board vessels in-theatre worldwide. Additionally, funds will be moved from the labor line to the subcontracting, material and travel lines in support of system repairs/retrofits due for Oct-Dec 2004 in SWA.

CLIN 0011AA, Ktr Labor	(\$50,000)	From: \$127,000.00 To: \$77,000.00	New PoP: 14 Feb 2006
CLIN 0021AA, Subcontracting	\$15,000	From: \$60,000.00 To: \$75,000.00	New PoP: 14 Feb 2006
CLIN 0031AA, Material	\$10,000	From: \$33,000.00 To: \$43,000.00	New PoP: 14 Feb 2006
CLIN 0041AA, Travel	\$25,000	From: \$30,000.00 To: \$55,000.00	New PoP: 14 Feb 2006

No additional funds are required to accommodate the future travel and repair efforts. Adequate funding remained on the contractor labor line to reallocate. Contractor will be subcontracting some effort that was previously not recognized, taking dollars from labor to augment this action. Further material and additional travel, but with less contractor labor hours will be employed in this current action, therefore the net effect of this modification is a zero dollar impact on the total Task Order.

The Period of Performance is extended at the desire of the System Acquisition Manager, Douglas Belanger, to allow continuation of effort. Vessel availability in-theatre/AOR is difficult to predict; Contractor has agreed to this extension to allow continuing support of the program efforts.

All terms and conditions of the Basic Contract and Task Order 0002 remain unchanged by this modification unless otherwise specified herein.

*** END OF NARRATIVE A 003 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-03-D-T083/0002 MOD/AMD 02

Name of Offeror or Contractor: CONLEY & ASSOCIATES, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT								
0011AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>C4ISR EFFORT - AOR - CONTRACTOR LABOR</u></p> <p>PROGRAM YEAR: 1 NOUN: RESET-NAVIGATION WTRCRFT VSLS PRON: 2T4FA0212T PRON AMD: 01 ACRN: AA AMS CD: 123207NG CUSTOMER ORDER NO: W56HQB4LMMC282</p> <p>Modificatin 02 to Task Order 0002 decreases CLIN 0011AA by \$50,000.00. These funds have been reallocated to the subcontracting, material and travel lines.</p> <p>(End of narrative B002)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u> <u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001 0</td> <td>14-FEB-2006</td> </tr> <tr> <td colspan="2" style="text-align: right;">\$ 77,000.00</td> </tr> </table>	DLVR SCH	PERF COMPL	<u>REL CD</u> <u>QUANTITY</u>	<u>DATE</u>	001 0	14-FEB-2006	\$ 77,000.00			LO		\$ 77,000.00
DLVR SCH	PERF COMPL												
<u>REL CD</u> <u>QUANTITY</u>	<u>DATE</u>												
001 0	14-FEB-2006												
\$ 77,000.00													
0021AA	<p><u>SUBCONTRACTING EFFORT - C4ISR - AOR</u></p> <p>PROGRAM YEAR: 1 NOUN: RESET-NAVIGATION WTRCRFT VSLS PRON: 2T4FA0212T PRON AMD: 01 ACRN: AA AMS CD: 123207NG CUSTOMER ORDER NO: W56HQB4LMMC282</p> <p>Modificatin 02 to Task Order 0002 increases CLIN 0021AA by \$15,000.00. These funds have been obtained by decreasing the contractor labor line (\$50,000, the remainder of which is reallocated to the material and travel lines respectively).</p> <p>(End of narrative B002)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u> <u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> </table>	DLVR SCH	PERF COMPL	<u>REL CD</u> <u>QUANTITY</u>	<u>DATE</u>		LO		\$ 75,000.00				
DLVR SCH	PERF COMPL												
<u>REL CD</u> <u>QUANTITY</u>	<u>DATE</u>												

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-03-D-T083/0002 MOD/AMD 02

Name of Offeror or Contractor: CONLEY & ASSOCIATES, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
	001 0 14-FEB-2006 \$ 75,000.00													
0031AA	<p><u>MATERIAL - C4ISR - AOR</u></p> <p>PROGRAM YEAR: 1 NOUN: RESET-NAVIGATION WTRCRFT VSLS PRON: 2T4FA0212T PRON AMD: 01 ACRN: AA AMS CD: 123207NG CUSTOMER ORDER NO: W56H2B4LMMC282</p> <p>Modificatin 02 to Task Order 0002 increases CLIN 0031AA by \$10,000.00. These funds have been obtained by decreasing the contractor labor line (\$50,000, the remainder of which is reallocated to the subcontracting and travel lines respectively).</p> <p style="text-align: center;">(End of narrative B002)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0" style="width: 100%;"> <tr> <td style="width: 33%;">DLVR SCH</td> <td style="width: 33%;">PERF COMPL</td> <td style="width: 33%;"></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>0</td> <td>14-FEB-2006</td> </tr> </table> <p style="text-align: right;">\$ 43,000.00</p>	DLVR SCH	PERF COMPL		<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	14-FEB-2006		LO		\$ 43,000.00
DLVR SCH	PERF COMPL													
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	14-FEB-2006												
0041AA	<p><u>TRAVEL - C4ISR - AOR</u></p> <p>PROGRAM YEAR: 1 NOUN: RESET-NAVIGATION WTRCRFT VSLS PRON: 2T4FA0212T PRON AMD: 01 ACRN: AA AMS CD: 123207NG CUSTOMER ORDER NO: W56H2B4LMMC282</p> <p>Modificatin 02 to Task Order 0002 increases CLIN 0041AA by \$25,000.00. These funds have been obtained by decreasing the contractor labor line (\$50,000, the remainder of which is reallocated to the subcontracting and material lines respectively).</p> <p style="text-align: center;">(End of narrative B001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p>		LO		\$ 55,000.00									

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Reference No. of Document Being Continued

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PIIN/SIIN DAAE07-03-D-T083/0002 **MOD/AMD** 02

Name of Offeror or Contractor: CONLEY & ASSOCIATES, INC.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ <u>ITEM</u> <u>MIPR</u>	ACRN	OBLG STAT/ <u>JOB ORD NO</u>		<u>PRIOR AMOUNT</u>	INCREASE/DECREASE <u>AMOUNT</u>		<u>CUMULATIVE</u> <u>AMOUNT</u>
0011AA	2T4FA0212T 123207NG W56HZB4LMMC282	AA	1 4LUNGS	\$	127,000.00	\$ -50,000.00	\$	77,000.00
0021AA	2T4FA0212T 123207NG W56HZB4LMMC282	AA	1 4LUNGS	\$	60,000.00	\$ 15,000.00	\$	75,000.00
0031AA	2T4FA0212T 123207NG W56HZB4LMMC282	AA	1 4LUNGS	\$	33,000.00	\$ 10,000.00	\$	43,000.00
0041AA	2T4FA0212T 123207NG W56HZB4LMMC282	AA	1 4LUNGS	\$	30,000.00	\$ 25,000.00	\$	55,000.00
					NET CHANGE	\$	0.00	

<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	AA	21	42020000046D8030123207N25AB S20113	W56HZV	\$ 0.00	
					NET CHANGE	\$ 0.00

	<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:	\$ 250,000.00	\$	0.00	\$	250,000.00