

2. Amendment/Modification No. P00001	3. Effective Date 2004SEP22	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
---	--------------------------------	---	--------------------------------

6. Issued By TACOM WARREN AMSTA-AQ-ABGD PAUL VESELENAK (586)574-7632 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: VESELENP@TACOM.ARMY.MIL	Code	W56HZV	7. Administered By (If other than Item 6) DCMA DAYTON AREA C, BUILDING 30 1725 VAN PATTON AVENUE WRIGHT PATTERSON AFB, OH 45433-5302	Code	S3605A
			SCD C PAS NONE ADP PT HQ0337		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) YOBOTICS, INC 1776 MENTOR AVENUE SUITE 75-205 CINCINNATI OH, OH. 45206-2510 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. W56HZV-04-C-0072
	<input type="checkbox"/>	10B. Dated (See Item 13) 2004MAR08
Code 3CDP1	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: \$248,617.00

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 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) MICHAEL L. CIONI CIONIM@TACOM.ARMY.MIL (586)574-7070		
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 2004SEP22

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 2 of 5
	PIIN/SIIN W56HZV-04-C-0072 MOD/AMD P00001	

Name of Offeror or Contractor: YOBOTICS, INC

SECTION A - SUPPLEMENTAL INFORMATION

CONTRACT FOR: Quadrapedal Robot

PREVIOUS CONTRACT AMOUNT: \$481,175.00

AMOUNT THIS ACTION: \$248,617.00

TOTAL AMOUNT OF CONTRACT: \$729,792.00

1. This is a unilateral modification.
2. The purpose of this Modification P00001 is to provide incremental funds in the amount of \$248,617.00, according to the Funding Schedule and pursuant to Provision B.3 of the contract, for a new total contract amount of \$729,792.00.
3. The following parts of the contract are changed as a result of this modification:

SECTION	DESCRIPTION
B	Revises Paragraph B.4 to show the amount of funds currently obligated under the contract. Lists the new total amount of \$729,792.00 on the Section B Schedule Page for SubCLIN 0001AA.
G	Reflects revised accounting, appropriation and administration data.

4. All other terms and conditions of Contract W56HZV-04-C-0072 remain unchanged.

*** END OF NARRATIVE A 002 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-C-0072 MOD/AMD P00001

Name of Offeror or Contractor: YOBOTICS, INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
0001AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>NOUN: FY04 PHII SBIR YOBOTICS, INC. PRON: E142C032EH PRON AMD: 02 ACRN: AA AMS CD: 665502M4055</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></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>0</td> <td>26-JAN-2006</td> </tr> </table> <p style="text-align: right;">\$ 729,792.00</p>	DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	26-JAN-2006		LO		\$ 729,792.00
DLVR SCH		PERF COMPL												
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	26-JAN-2006												

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 4 of 5
	PIIN/SIIN W56HZV-04-C-0072	MOD/AMD P00001

Name of Offeror or Contractor: YOBOTICS, INC

B.1 ESTIMATED COST AND PAYMENT

B.1.1 The estimated cost for performance of the work required under this contract is \$ 695,040.00 and shall constitute the estimated cost for the purpose of the Contract Clause in Section I entitled "Limitation of Funds" (FAR 52.232-22).

B.1.2 The contractor will be paid for the fixed fee (\$34,752.00) stated in Section B under CLIN 0001 for the performance of work under the contract and in accordance with the terms of the Contract Clause in Section I entitled "Fixed Fee" (FAR 52.216-8). The fixed fee together with the reimbursement of cost shall constitute full and complete consideration for the contractor's service in connection with the work required and performed under this contract.

B.1.3 Allowable cost shall be determined, and payment thereof shall be provided, in accordance with the Contract Clause in Section I entitled "Allowable Cost and Payment" (FAR 52.216-7).

B.2 PAYMENT

The contractor may submit public vouchers monthly for payment under this contract. The fee will be payable at the time of reimbursement of cost at the same rate to such cost as the total fee of this contract bears to the total estimated cost thereof, subject to any withholding pursuant to provisions of this contract. See Section G-4 thru G-6 for additional payment instructions.

B.3 FUNDING

B.3.1 The Government shall provide funds under this contract covering the estimated cost and fee hereof on an incremental basis as provided for in the following funding schedule and pursuant to the Contract Clause in Section I entitled "Limitation of Funds" (FAR) 52.232-22). It is estimated that the incremental amounts are sufficient for the performance of work in each of the cited periods. The Government may, at its discretion, allot such funds on an incremental basis within each fiscal year. The contractor shall so plan and execute the work required by this contract as to expend and/or commit funds compatible with the schedule set forth below. Whenever the contractor has reason to believe that the funds allotted to this contract for any fiscal year are either insufficient or excessive for the performance of work required in that fiscal year, the Government shall be so notified.

B.3.2 FUNDING SCHEDULE

<u>Funding Periods</u>	<u>Amount</u>
FY 04 YEAR 1 - Award	\$481,175.00
FY 05 YEAR 2 - Planned Funding Nov 04	\$248,617.00

B.4 FUNDS ALLOTTED

The amount of funds currently allotted to this contract is \$729,792.00.

B.5 Performance Option (H-16). This option if exercised by the Procuring Contracting Officer (PCO) by later contract modification, will allow the contractor to retain possession of the quadrupedal robot for the time specified in the option exercise, to continue to refine development of the prototype quadrupedal robot at contractor's expense.

B.6 Technical Support Option (H-17). The contractor may be required to provide technical support up to forty (40) hours per year for Government demonstrations during the periods of any extension in the contract term, due to exercise of H-16, PERFORMANCE OPTION.

*** END OF NARRATIVE B 001 ***

CONTINUATION SHEET

Reference No. of Document Being Continued

Page 5 of 5

PIIN/SIIN W56HZV-04-C-0072

MOD/AMD P00001

Name of Offeror or Contractor: YOBOTICS, INC

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>
0001AA	E142C032EH 665502M4055	AA	2 42C032	\$ 481,175.00	\$ 248,617.00	\$ 729,792.00
				NET CHANGE	\$ 248,617.00	

<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 42040000046N6N7EP665502255Y S20113	W56HZV	\$ 248,617.00
				NET CHANGE \$ 248,617.00

	<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:	\$ 481,175.00	\$ 248,617.00	\$ 729,792.00