

2. Amendment/Modification No. P00016	3. Effective Date 2004SEP22	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM WARREN AMSTA-AQ-ATBC BETTY NALLEY (586)574-6200 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: NALLEYB@TACOM.ARMY.MIL	Code	W56HZV	7. Administered By (If other than Item 6) DCMA PHOENIX TWO RENAISSANCE SQUARE 40 N. CENTRAL AVENUE, SUITE 400 PHOENIX, AZ 85004-4424	Code	S0302A
			SCD B PAS NONE ADP PT HQ0339		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) SIMULA AEROSPACE & DEFENSE GROUP, INC. 7822 SOUTH 46TH STREET PHOENIX, AZ. 85044-5313 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. W56HZV-04-C-0259
	<input type="checkbox"/>	10B. Dated (See Item 13) 2004FEB17
Code 54786	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: AD NET INCREASE: \$7,590,120.00

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

It Modifies The Contract/Order No. As Described In Item 14.

<input checked="" 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 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) GLORIA MCCRACKEN MCCRACKG@TACOM.ARMY.MIL (586)574-6524		
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 7**

PIIN/SIIN W56HZV-04-C-0259

MOD/AMD P00016

Name of Offeror or Contractor: SIMULA AEROSPACE & DEFENSE GROUP, INC.

SECTION A - SUPPLEMENTAL INFORMATION

CONTRACT NUMBER: W56HZV-04-C-0259
MODIFICATION: P00016
AMOUNT OF THIS MODIFICATION: \$7,590,120.00
CONTRACTOR: SIMULA, INC., PHOENIX, AZ

1. PURPOSE: The purpose of Modification P00016 is to:

a. Provide notice that you are authorized to spend up to \$7,590,120.00 dollars to purchase an additional 240 each M915 Crew Protection Kits (CPK). The undefinitized ceiling unit price per kit is \$63,251.00. The ceiling price of this undefinitized contractual action is \$15,180,240.00. The ceiling price is broken down as follows:

$$\$63,251.00 \times 240 = \$15,180,240.00$$

b. In performing this undefinitized contractual action to contract W56HZV-04-C-0259, Simula, Inc., is not authorized to make expenditures or incur obligations exceeding \$7,590,120.00 (50% of the ceiling price) for this action under Modification P00016. The maximum amount for which the Government shall be liable if this contract is terminated is \$7,590,120.00 under Modification P00016. The contract limitation of liability for previous undefinitized items was \$6,870,125.00. As a result of this modification the new limitation of liability for the undefinitized portion of W56HZV-04-C-0259 is \$15,180,240.00. The maximum amount for which the Government shall be liable if the undefinitized portion of contract is terminated is \$14,460,245.00, an increase of \$7,590,120.00.

c. As a result of this undefinitized contractual action, the ceiling price is increased by \$15,180,240.00 for a total contract value of \$120,605,629.34 of which \$28,920,240.00 is undefinitized.

d. A firm-fixed-price contract is anticipated for this effort. The contractor agrees to begin promptly negotiating with the Contracting Officer the terms of a definitive contract that will include:

(1) all clauses required by the Federal Acquisition Regulation (FAR) on the date of execution of this Modification to W56HZV-04-C-0259,

(2) all clauses required by law on the date of execution of the definitive contract, and,

(3) any other mutually agreeable clauses, terms and conditions. The Contractor agrees to submit a firm-fixed-price proposal and cost or pricing data supporting its proposal.

(4) The schedule for definitizing the effort under this Modification is as follows:

Target Date for Definitization: 30 November 2004
Submission of Proposal: 22 October 2004
Beginnings of Negotiation: 22 October 2004
Submission of SubContracting Plan: 22 October 2004

(5) If agreement on a definitive contract to supersede this modification to contract W56HZV-04-C-0259 is not reached by the target date above, or within any extension of it granted by the Contracting Officer, the Contracting Officer may, with the approval of the head of the contracting activity, determine a reasonable price or fee in accordance with Subpart 15.4 and Part 31 of the FAR, subject to Contractor appeal as provided in the Disputes clause. In any event, the Contractor shall proceed with completion of the contract, subject only to the Limitation of Government Liability clause.

- After the Contracting Officer's determination of price or fee, the contract shall be governed by--

(i) All clauses required by the FAR on the date of execution of this modification to the contract for either fixed price or cost reimbursement contracts, as determined by the Contracting Officer under this paragraph (5).

(ii) All clauses required by law as of the date of the Contracting Officer's determination; and

(iii) Any other clauses, terms and conditions mutually agreed upon.

(6) Upon signature of this modification by the Government's Contracting Officer the Contractor shall proceed with performance of the work, including purchase of necessary materials.

2. CLIN 0011AB is hereby added.

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-04-C-0259 MOD/AMD P00016	Page 3 of 7
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Name of Offeror or Contractor: SIMULA AEROSPACE & DEFENSE GROUP, INC.

- 3. Scope of Work appears in Section C. paragraph C.2 and remains unchanged.
- 4. The revised delivery schedule appears in Section F.
- 5. Other than provided herein, all other terms and conditions of the contract remain unchanged and in full force and effect.

*** END OF NARRATIVE A 017 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-C-0259 MOD/AMD P00016

Name of Offeror or Contractor: SIMULA AEROSPACE & DEFENSE GROUP, INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																														
0011AB	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>DELIVERABLE SERVICE</u></p> <p>NOUN: 240 M915 CPK PRON: J642D598J6 PRON AMD: 02 ACRN: AD AMS CD: 51108992222</p> <p>Work shall be in accordance with the Scope of Work, paragraph C.2.</p> <p>The estimated unit price per M915 CPK is \$63,251.00.</p> <p>The ceiling amount for this effort is \$15,180,240.00. The negotiated definitized amount will not exceed \$15,180,240.00.</p> <p>The amount obligated under this subCLIN represents 50% of the total ceiling amount for this effort under CLIN 0011. It represents the Government's limitation of liability under paragraph I-111 of the contract.</p> <p>(End of narrative B001)</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"> <tr> <td>DOC</td> <td>SUPPL</td> <td></td> <td></td> <td></td> <td></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>001</td> <td></td> <td>000000</td> <td></td> <td></td> <td>3</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DEL DATE</u></td> <td></td> <td></td> <td></td> </tr> <tr> <td>001</td> <td>240</td> <td>UNDEFINITIZED</td> <td></td> <td></td> <td></td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</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>	001		000000			3	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	240	UNDEFINITIZED				240	EA	\$ UNDEFINITIZED NOT TO EXCEED	\$ 7,590,120.00 \$ 15,180,214.00
DOC	SUPPL																																		
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CONTINUATION SHEET

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MOD/AMD P00016

Name of Offeror or Contractor: SIMULA AEROSPACE & DEFENSE GROUP, INC.

SECTION F - DELIVERIES OR PERFORMANCE

HTV REVISED SCHEDULE AS OF 20 SEPTEMBER 2004

VEHICLE	DATE	QUANTITY
HEMTT	30 AUG 04	20
	05 SEP 04	40
	13 SEP 04	50
	20 SEP 04	50
	27 SEP 04	50
	04 OCT 04	50
	11 OCT 04	50
	18 OCT 04	50
	25 OCT 04	50
	01 NOV 04	40
	08 NOV 04	35
	15 NOV 04	25
	22 NOV 04	10
	29 NOV 04	25
	06 DEC 04	25
	13 DEC 04	20
	03 JAN 05	60
10 JAN 05	22	
PLS	30 AUG 04	20
	05 SEP 04	40
	13 SEP 04	50
	20 SEP 04	50
	27 SEP 04	50
	04 OCT 04	50
	11 OCT 04	50
	18 OCT 04	50
	25 OCT 04	50
	01 NOV 04	40
	08 NOV 04	35
	15 NOV 04	30
	22 NOV 04	10
	29 NOV 04	25
	06 DEC 04	25
	13 DEC 04	20
	03 JAN 05	50
	10 JAN 05	90
	17 Jan 05	10
24 Jan 05	10	
31 Jan 05	10	
07 Feb 05	10	
14 Feb 05	10	
21 Feb 05	10	
28 Feb 05	11	
HET	13 SEP 04	1
	20 SEP 04	7
	27 SEP 04	11
	04 OCT 04	15
	11 OCT 04	18
	18 OCT 04	25
	25 OCT 04	25
	01 NOV 04	30
08 NOV 04	40	
15 NOV 04	55	
22 NOV 04	40	

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 6 of 7****PIIN/SIIN** W56HZV-04-C-0259**MOD/AMD** P00016**Name of Offeror or Contractor:** SIMULA AEROSPACE & DEFENSE GROUP, INC.

29 NOV 04	60
06 DEC 04	60
13 DEC 04	70
20 DEC 04	43
03 Jan 05	5
10 Jan 05	5
17 Jan 05	5
24 Jan 05	5
31 Jan 05	5
07 Feb 05	5
14 Feb 05	5
21 Feb 05	5
28 Feb 05	4
07 Mar 05	15
14 Mar 05	15
21 Mar 05	15
28 Mar 05	10

M915

30 AUG 04	20
27 SEP 04	80
25 OCT 04	80
22 NOV 04	70
29 Nov 04	10
06 Dec 04	10
13 Dec 04	10
20 Dec 04	10
03 Jan 05	10
10 Jan 05	10
17 Jan 05	10
24 Jan 05	10
31 Jan 05	10
07 Feb 05	10
14 Feb 05	10
21 Feb 05	10
28 Feb 05	10
07 Mar 05	10
14 Mar 05	10
21 Mar 05	10
28 Mar 05	10
04 Apr 05	10
11 Apr 05	10
18 Apr 05	10
25 Apr 05	10
02 May 05	10
09 May 05	10
16 May 05	10

*** END OF NARRATIVE F 002 ***

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN W56HZV-04-C-0259

MOD/AMD P00016

Name of Offeror or Contractor: SIMULA AEROSPACE & DEFENSE GROUP, 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>
0011AB	J642D598J6 51108992222 A14P52221CLH	AD	1 4ZHT36	0.00 \$	7,590,120.00 \$	7,590,120.00
				NET CHANGE	\$ 7,590,120.00	

<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	AD	21 42435000041C1C03P511089252G S20113	W56HZV	\$ 7,590,120.00
				NET CHANGE \$ 7,590,120.00

	<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:	\$ 105,425,389.34	\$ 7,590,120.00	\$ 113,015,509.34