

2. Amendment/Modification No. P00003	3. Effective Date 2004SEP27	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM WARREN AMSTA-AQ-ATBA DAVID GREER (586)574-8898 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: GREERD@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 A PAS NONE ADP PT HQ0339		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) ARMORWORKS, LLC 7306 S. HARL AVE. TEMPE, AZ. 85283-4365	<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-0439
	<input type="checkbox"/>	10B. Dated (See Item 13) 2004MAY03
TYPE BUSINESS: Other Small Business Performing in U.S.		
Code 3KHA7	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: \$9,064,780.80

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

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

KIND MOD CODE: Z

<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 2004SEP27

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 2 of 6****PIIN/SIIN** W56HZV-04-C-0439**MOD/AMD** P00003**Name of Offeror or Contractor:** ARMORWORKS, LLC

SECTION A - SUPPLEMENTAL INFORMATION

1. This bilateral modification PZ0003 definitizes the prices of CLINs 0001AA and 0001AB and extends the delivery schedule for both CLINs by 30 days.

2. Firm unit prices are established as shown below:

CLIN	FUNDED (75%)	CEILING	DEFINITIZED UNIT PRICE	QTY	U/P INCREASE	EXTENDED INCREASE
0001AA	\$17,423.88	\$23,231.85	\$23,125.00	1,440	\$5,701.12	\$8,209,612.80
0001AB	\$17,423.88	\$23,231.85	\$23,125.00	150	\$5,701.12	\$ 855,168.00

3. As a result of this modification, contract amount is increased by \$9,064,780.80, from \$27,703,969.20 to \$36,768,750.00.

4. Except as provided for herein, all terms and conditions of the contract remain unchanged, and in full force and effect.

*** END OF NARRATIVE A 003 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-C-0439 MOD/AMD P00003

Name of Offeror or Contractor: ARMORWORKS, LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																										
	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p>HMMWV Armor Kit, ArmorWorks P/N 110-140000-000 without HMMWV Blast Kit for Cargo Bed.</p> <p>Unit Price \$ 23,125.00 Extended \$ 33,300,000.00</p> <p>Kits will be painted Desert Sand.</p> <p>Instruction manual and DVD will be overpacked with each kit.</p> <p>(End of narrative A001)</p>																																														
0001AA	<p><u>PRODUCTION QUANTITY</u></p> <p>NOUN: CARGO TROOP CARRIER ARMOR KIT PRON: P149L377JZ PRON AMD: 04 ACRN: AA AMS CD: 51108992015</p> <p><u>Packaging and Marking</u></p> <p>Best Commercial Packaging. Marking in accordance with MIL-STD 129.</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>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>W56HZV4117S105</td> <td>W62G2X</td> <td>M</td> <td>W91X8J</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>000</td> <td></td> <td></td> <td></td> <td></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>1,439</td> <td>31-DEC-2004</td> <td></td> <td></td> <td></td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (W62G2X) XU TRANSPORTATION OFFICE SIERRA ARMY DEPOT 74 C STREET BLDG 304 HERLONG CA 96113-5520</p> <p>MARK FOR: SR 0512 CS CO MAINT REAR DS OIF II AWCF SSF APO AE 09391</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	W56HZV4117S105	W62G2X	M	W91X8J	3		<u>PROJ CD</u>	<u>BRK BLK PT</u>					000					<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	1,439	31-DEC-2004				1440	EA	\$ 23,125.00000	\$ 33,300,000.00
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CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-C-0439 MOD/AMD P00003

Name of Offeror or Contractor: ARMORWORKS, LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>DOC SUPPL</p> <p>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</p> <p>002 W56HZV4236S201 W34TVC M 3</p> <p>PROJ_CD BRK_BLK_PT</p> <p>000</p> <p>DEL REL CD QUANTITY DEL DATE</p> <p>001 1 31-JAN-2005</p> <p>FOB POINT: Origin</p> <p>SHIP TO: PARCEL POST ADDRESS</p> <p>(W34TVC) PR 0101 CS HHC SUPPORT COMD</p> <p>CRP BLDG 5207</p> <p>8TH STREET AND DESERT STORM AVE</p> <p>FT CAMPBELL KY 42223-5000</p> <p>Ship To Address: Jon France, DSN: 855-4123 Transportation Officer</p> <p>DRC MARK FOR</p> <p>001 Additional Mark For:</p> <p>HSC</p> <p>4001 Brave Rifle Rd</p> <p>ATTN: LTC Carr, DSN: (318) 827 4207</p> <p>(By Hangar 19)</p> <p>Camp Anaconda, Balad, Iraq</p> <p>RFID (Radio Frequency Identification Data) Tags will be applied at Sierra Army Depot.</p> <p>002 POC at ship to address:</p> <p>LTC Jim Campbell</p> <p>ACofS G4</p> <p>101st Airborne Division (AASLT)</p> <p>(270) 798-6525</p> <p>(End of narrative F001)</p> <p>HMMWV Armor Kit, ArmorWorks P/N 110-1400000-000 without HMMWV Blast Kit for Cargo Bed.</p> <p>Unit Price \$ 23,125.00</p> <p>Extended \$ 3,468,750.00</p> <p>Kits will be painted Desert Sand.</p>				

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-C-0439 MOD/AMD P00003

Name of Offeror or Contractor: ARMORWORKS, LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AB	<p>Instruction manual and DVD will be overpacked with each kit.</p> <p>(End of narrative A001)</p> <p><u>PRODUCTION QUANTITY</u></p> <p>NOUN: CARGO TROOP CARRIER ARMOR KIT PRON: P149L400JZ PRON AMD: 01 ACRN: AA AMS CD: 51108992015</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 W56HZV4126S203 W62G2X M W91X8J 3 <u>PROJ CD BRK BLK PT</u> 000 <u>DEL REL CD QUANTITY DEL DATE</u> 001 150 31-JAN-2005</p> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u> (W62G2X) XU TRANSPORTATION OFFICE SIERRA ARMY DEPOT 74 C STREET BLDG 304 HERLONG CA 96113-5520</p> <p>MARK FOR: SR 0512 CS CO MAINT REAR DS OIF II AWCF SSF APO AE 09391</p>	150	EA	\$ 23,125.00000	\$ 3,468,750.00

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN W56HZV-04-C-0439

MOD/AMD P00003

Name of Offeror or Contractor: ARMORWORKS, LLC

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>		<u>INCREASE/DECREASE</u> <u>AMOUNT</u>		<u>CUMULATIVE</u> <u>AMOUNT</u>
0001AA	P149L377JZ 51108992015 A14P50151CAK	AA	1 4ZLT21	\$	25,090,387.20	\$	8,209,612.80	\$	33,300,000.00
0001AB	P149L400JZ 51108992015 A14P50151CAK	AA	1 4ZLT21	\$	2,613,582.00	\$	855,168.00	\$	3,468,750.00
					NET CHANGE	\$	9,064,780.80		

<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	42035000041C1C01P51108931E1	S20113	W56HZV	\$ 9,064,780.80
						NET CHANGE \$ 9,064,780.80

		<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:	\$	27,703,969.20	\$	9,064,780.80	\$	36,768,750.00