

2. Amendment/Modification No. P00001	3. Effective Date 2004JUL28	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM WARREN AMSTA-AQ-ADBA MARIA KRAUS (586)574-7479 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: KRAUSM@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 C PAS NONE ADP PT S40044		

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) CATERPILLAR INC. DEFENSE & FEDERAL PRODUCTS 100 N E ADAMS PEORIA, IL. 61602-1324 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-D-B900
	<input type="checkbox"/>	10B. Dated (See Item 13) 2004JUN21
Code 11083	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: 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

Contract Expiration Date: 2006JUN30

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) MARCIA CZAR CZARM@TACOM.ARMY.MIL (586)574-6278
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 2004JUL28

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	PIIN/SIIN W56HZV-04-D-B900	MOD/AMD P00001

Name of Offeror or Contractor: CATERPILLAR INC.

SECTION A - SUPPLEMENTAL INFORMATION

1. The purpose of the modification P00001 to Contract W56HZV-04-DB900, is to change the Caterpillar model being procured from 120H to 140H. This is due to the fact that 120H does not meet the Free Trade Agreements Act as implemented/supplemented by DFARS 252.225.7021.
2. Based on the above the CLINs/prices/quantities will change as follows:
 - a. CLIN 0901AA - FROM: \$208,743.00 TO: \$232,526.00. The Unit Price includes the one time translation costs. The total estimated quantity covered by this price is increased by 1 each, from 4 each to 5 each.
 - b. CLIN 0901AB - FROM: \$220,659.00 TO: \$217,527.00. This Unit Price does not include translation costs. The total estimated quantity covered by this price is increased by 21 each, from 1 each to 22 each.
 - c. CLIN 0901AC - DELETED.
 - d. CLIN 0902AA - FROM: \$213,102.00 TO: \$226,025.00. No change in estimated quantity, remains 27 each.
 - e. CLIN 2001AA - Remains unchanged at 5 each @ \$700.00 each.
3. Except as changed/revised above, all terms and conditions remain unchanged and in full effect.

*** END OF NARRATIVE A 002 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-D-B900 MOD/AMD P00001

Name of Offeror or Contractor: CATERPILLAR INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p>IN THE FOUR DIGIT CONTRACT LINE ITEM NUMBERS (CLINs) THAT FOLLOW, THE NUMBERING SYSTEM THAT IS USED IS AS FOLLOWS:</p> <p>THE FIRST THREE DIGITS SIGNIFY ITEM AND THE FOURTH (LAST) DIGIT SIGNIFIES THE APPLICABLE ORDERING YEAR, i.e., CLIN 0901 IS FOR THE FIRST ITEM - FIRST ORDERING YEAR, CLIN 0902 IS FOR THE FIRST ITEM - SECOND ORDERING YEAR.</p> <p>THE FOLLOWING DEFINITIONS APPLY TO THE ENTIRE CONTRACT:</p> <p><u>FIRST ORDERING YEAR</u> OF THE CONTRACT IS THE DATE OF AWARD PLUS 364 DAYS.</p> <p><u>SECOND ORDERING YEAR</u> OF THE CONTRACT IS 365 DAYS THROUGH 729 DAYS AFTER CONTRACT AWARD.</p> <p>NOTE: THE PRICE APPLICABLE TO AN INDIVIDUAL ORDER IS THE PRICE FOR THE ORDERING YEAR IN WHICH THE ORDER IS ISSUED. THE DELIVERY DATE DOES NOT DETERMINE THE ORDERING YEAR.</p> <p>The information presented below applies to Item No. 0901 Through 0902:</p> <p>Minimum 2 Year Quantity: 5 EACH (This will be ordered at the time of the basic contract award).</p> <p>Maximum 2 Year Quantity: 54 EACH</p> <p>ONLY THE MINIMUM 2 YEAR QUANTITY IS GUARANTEED.</p> <p><u>NOTE</u>: EACH ORDERING YEAR ESTIMATE IS A GOOD FAITH ESTIMATE.</p> <p>THIS BUY IS CROSS REFERENCED TO ITEM 90 (For Internal Purposes Only).</p> <p>(End of narrative A001)</p>				
0901AA	<p><u>FIRST ORDERING PERIOD (WITH TRANSLATION)</u></p> <p>NOUN: MOTOR GRADERS</p>	5	EA	\$ 232,526.00000	\$ _____

Name of Offeror or Contractor: CATERPILLAR INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>NOUN: CAT 140H MOTOR GRADER FITTED WITH ESSENTIAL EQUIPMENT, IN ACCORDANCE WITH THE CONTRACT SPECIFICATIONS AT C.1, ATTACHED AS ATTACHMENT 001, AND THE INCORPORATED COMPLETED TECHNICAL INFORMATION QUESTIONNAIRE, ATTACHMENT 002.</p> <p>EACH GRADER SHALL BE OVERPACKED WITH THE CONTRACTOR'S AVAILABLE OPERATOR MANUAL (ANY LANGUAGE).</p> <p>CONTRACTOR MUST PROVIDE AN ENGLISH AND ARABIC (DIALECT APPROPRIATE TO IRAQ) MANUAL (IN ACCORDANCE WITH C.2) WHICH IS INCLUSIVE OF THE PROPOSED UNIT PRICE.</p> <p>VEHICLES CAN BE AND WILL BE EXPECTED TO BE SHIPPED WITH THE AVAILABLE VEHICLE'S STANDARD MANUAL, IN WHATEVER LANGUAGE, BUT THE CONTRACTOR WILL BE PAID ONLY 80% OF THE TOTAL COST PER VEHICLE UPON ACCEPTANCE IF THE TWO REQUIRED LANGUAGE MANUALS ARE NOT INCLUDED WITH THE ORIGINAL SHIPMENT.</p> <p>WHEN ENGLISH AND ARABIC TRANSLATED MANUALS ARE PROVIDED, (ONE OR BOTH, WHATEVER COMPLETES THE REQUIREMENT OF BOTH MANUAL TYPES), THE ADDITIONAL 20% OF THE UNIT PRICE, PER VEHICLE, WILL BE PAID UPON ACCEPTANCE OF THE MANUALS.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>STANDARD COMMERCIAL PRACTICE FOR SAFE DELIVERY TO BASRAH.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>FREIGHT 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> <p>DELIVERY INFORMATION WILL BE PROVIDED FOR SHIPMENTS TO BASRAH.</p>				

Name of Offeror or Contractor: CATERPILLAR INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0901AB	<p>CONTRACTOR DELIVERY SCHEDULE: 5 EACH - 1 OCT 04</p> <p>(End of narrative F001)</p> <p>FIRST ORDERING PERIOD (W/O TRANSLATION)</p> <p>NOUN: MOTOR GRADERS</p> <p>NOUN: CAT 140H MOTOR GRADER VEHICLE FITTED WITH ESSENTIAL EQUIPMENT, IN ACCORDANCE WITH THE CONTRACT SPECIFICATIONS AT C.1, ATTACHED AS ATTACHMENT 001, AND THE INCORPORATED COMPLETED TECHNICAL INFORMATION QUESTIONNAIRE, ATTACHMENT 002.</p> <p>EACH TRACTOR SHALL BE OVERPACKED WITH THE CONTRACTOR'S AVAILABLE OPERATOR MANUAL (ANY LANGUAGE).</p> <p>CONTRACTOR MUST PROVIDE AN ENGLISH AND ARABIC (DIALECT APPROPRIATE TO IRAQ) MANUAL (IN ACCORDANCE WITH C.2) WHICH IS INCLUSIVE OF THE PROPOSED UNIT PRICE.</p> <p>VEHICLES CAN BE AND WILL BE EXPECTED TO BE SHIPPED WITH THE AVAILABLE VEHICLE'S STANDARD MANUAL, IN WHATEVER LANGUAGE, BUT THE CONTRACTOR WILL BE PAID ONLY 80% OF THE TOTAL COST PER VEHICLE UPON ACCEPTANCE IF THE TWO REQUIRED LANGUAGE MANUALS ARE NOT INCLUDED WITH THE ORIGINAL SHIPMENT.</p> <p>WHEN ENGLISH AND ARABIC TRANSLATED MANUALS ARE PROVIDED, (ONE OR BOTH, WHATEVER COMPLETES THE REQUIREMENT OF BOTH MANUAL TYPES), THE ADDITIONAL 20% OF THE UNIT PRICE, PER VEHICLE, WILL BE PAID UPON ACCEPTANCE OF THE MANUALS.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>STANDARD COMMERCIAL PRACTICE FOR SAFE DELIVERY TO BASRAH.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u></p>	22		\$ 217,527.00000	\$ _____

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-D-B900 MOD/AMD P00001

Name of Offeror or Contractor: CATERPILLAR INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>INSPECTION: Destination ACCEPTANCE: Destination</p> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>FREIGHT 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> <p>DELIVERY INFORMATION WILL BE PROVIDED FOR SHIPMENTS TO BASRAH.</p> <p>(End of narrative F001)</p>				
0901AC	<u>DELETED</u>				
0902AA	<p><u>SECOND ORDERING PERIOD</u></p> <p>NOUN: CAT 140H MOTOR GRADERS</p> <p>NOUN: VEHICLE FITTED WITH ESSENTIAL EQUIPMENT, IN ACCORDANCE WITH THE CONTRACT SPECIFICATIONS AT C.1, ATTACHED AS ATTACHMENT 001, AND THE INCORPORATED TECHNICAL INFORMATION QUESTIONNAIRE, ATTACHMENT 002.</p> <p>EACH GRADER SHALL BE OVERPACKED WITH THE CONTRACTOR'S AVAILABLE OPERATOR MANUAL (ANY LANGUAGE).</p> <p>CONTRACTOR MUST PROVIDE AN ENGLISH AND ARABIC (DIALECT APPROPRIATE TO IRAQ) MANUAL (IN ACCORDANCE WITH C.2) WHICH IS INCLUSIVE OF THE PROPOSED UNIT PRICE.</p> <p>VEHICLES CAN BE AND WILL BE EXPECTED TO BE SHIPPED WITH THE AVAILABLE VEHICLE'S STANDARD MANUAL, IN WHATEVER LANGUAGE, BUT THE CONTRACTOR WILL BE PAID ONLY 80% OF THE TOTAL COST PER VEHICLE UPON ACCEPTANCE IF THE TWO REQUIRED LANGUAGE MANUALS ARE NOT INCLUDED WITH THE ORIGINAL SHIPMENT.</p> <p>WHEN ENGLISH AND ARABIC TRANSLATED MANUALS ARE PROVIDED, (ONE OR BOTH, WHATEVER COMPLETES THE REQUIREMENT OF BOTH MANUAL TYPES), THE ADDITIONAL 20% OF THE UNIT PRICE, PER VEHICLE, WILL BE PAID UPON ACCEPTANCE OF THE MANUALS.</p> <p>(End of narrative B001)</p>	27	EA	\$ 226,025.00000	\$ _____

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-04-D-B900 MOD/AMD P00001

Name of Offeror or Contractor: CATERPILLAR INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p><u>Packaging and Marking</u></p> <p>STANDARD COMMERCIAL PRACTICE FOR SAFE DELIVERY TO BASRAH.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>FREIGHT 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> <p>DELIVERY INFORMATION WILL BE PROVIDED FOR SHIPMENTS TO BASRAH.</p> <p>(End of narrative F001)</p>				
2001AA	<p><u>SUPPLEMENTAL MANUALS IAW CLIN 0901AA</u></p> <p>NOTE: THIS ITEM IS A FIRM REQUIREMENT. THE TOTAL QUANTITY WILL BE ORDERED ON THE FIRST DELIVERY ORDER.</p> <p>NOUN: SERVICE/REPAIR/OPERATOR MANUALS FOR THE MINISTRY OF OIL IN ACCORDANCE WITH C.2.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p>FOB POINT: Destination</p> <p>SHIP TO: <u>FREIGHT ADDRESS</u> (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR</p>	5	EA	\$ 700.00000	\$ _____

CONTINUATION SHEET

Reference No. of Document Being Continued
PIIN/SIIN W56HZV-04-D-B900 **MOD/AMD** P00001

Name of Offeror or Contractor: CATERPILLAR INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p>THE DELIVERY DATE OF THESE SUPPLEMENTAL MANUALS IS CONCURRENT WITH DELIVERY OF THE ENGLISH AND ARABIC MANUALS TO BE DELIVERED UNDER CLIN 0901AA.</p> <p>SHIPPING INSTRUCTIONS FOR MANUALS:</p> <p>POINT OF CONTACT: FALAH AL-KHAWAJA COMMERCIAL MANAGER MINISTRY OF OIL, ECONOMIC AND FINANCE DIRECTORATE BAGHDAD, IRAQ PHONE: 914-360-3528</p> <p>MANUALS MUST BE SENT BY FEDEX OR DHL</p> <p>(End of narrative F001)</p>				