

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. Contract ID Code
Cost Plus Fixed Fee

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2. Amendment/Modification No. P00028	3. Effective Date 2014DEC31	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By U.S. ARMY CONTRACTING COMMAND RONDREA GREEN WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: RONDREA.M.GREEN.CIV@MAIL.MIL	Code W56HZV	7. Administered By (If other than Item 6) DCMA LATHROP P O BOX 232 700 EAST ROTH ROAD, BLDG 330 (LATHROP, CA) FRENCH CAMP CA 95231-0232	Code S0507A
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8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) BAE SYSTEMS LAND & ARMAMENTS, L.P. 1205 COLEMAN AVE SANTA CLARA, CA 95050-2619	<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-13-C-0018
	<input type="checkbox"/>	10B. Dated (See Item 13) 2012DEC18
Code 80212	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: DM NET INCREASE: \$791,603.00

**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 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:	Exercise Agreement pursuant to H.5
<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) BEATRICE FOULDS-STADNIKA BEATRICE.L.FOULDS-STADNIKA.CIV@MAIL.MIL (586)282-7247		
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 2014DEC31

SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: RONDREA GREEN
 Buyer Office Symbol/Telephone Number: CCTA-ACH-A/(586)282-2322
 Type of Contract 1: Cost Plus Fixed Fee
 Kind of Contract: Service Contracts
 Type of Business: Large Business Performing in U.S.
 Surveillance Criticality Designator: C
 Weapon System: BFVS(M2, M2A1, M2A2),BFVS(M3, M3A1,M3A2)
 Contract Expiration Date: 2015DEC17

*** End of Narrative A0000 ***

Modification P00028 to W56HZV-13-C-0018
 Prepared by: RMG

1. The purpose of Modification P00028 to Contract W56HZV-13-C-0018 is to authorize 2,835 Level of Effort (LOE) hours and \$791,603.00 against the CLIN and Work Directive listed below on a Cost Plus Fixed Fee (CPFF) basis.

2. This Modification hereby establishes the following Work Directive and CLIN:

- a. CLIN: 0056
- SubCLIN: 0056AA
- WD: MFO-125-000 Rev 0

	Prior		This Change		Total
Hours	0		2,835		2,835
Labor Cost	\$ 0		\$ 233,767		\$ 233,767
Materials/ODC's (w/G&A)	\$ 0		\$ 491,770		\$ 491,770
Materials/ODC's FCCM	\$ 0		\$ 49		\$ 49
Total Cost	\$ 0		\$ 725,586		\$ 725,586
Labor Fee	\$ 0		\$ 21,266		\$ 21,266
Material/ODC's Fee	\$ 0		\$ 44,751		\$ 44,751
Total Fee	\$ 0		\$ 66,017		\$ 66,017
Total CPFF	\$ 0		\$ 791,603		\$ 791,603

b. The total contract hours awarded pursuant H.5.1 to date are 693,403 leaving 151,317 available for future award. This has been updated in Section H.5.1. The total contract dollars awarded pursuant to H.5.1 to date are \$147,518,765, which has been updated in Section H.5.3.

3. This Modification revises the contract amount. This contractual action increases the total contract amount as set forth below.

	Prior		This Change		Total
Estimated Cost (including ODCs)	\$ 136,334,887.00		\$ 725,586.00		\$ 137,060,473.00
Fixed Fee	\$ 12,381,204.00		\$ 66,017.00		\$ 12,447,221.00
Cost Plus Fixed Fee (including ODCs)	\$ 148,716,091.00		\$ 791,603.00		\$ 149,507,694.00

4. All other terms and conditions of contract W56HZV-13-C-0018 remain unchanged and in full force and effect.

*** END OF NARRATIVE A0029 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
PIIN/SIIN W56HZV-13-C-0018 MOD/AMD P00028

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS, L.P.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT								
	<p>DLVR SCH</p> <table><tr><td><u>REL CD</u></td><td><u>QUANTITY</u></td><td><u>PERF COMPL</u></td><td><u>DATE</u></td></tr><tr><td>001</td><td>1</td><td>01-MAY-2015</td><td></td></tr></table> <p>\$ 791,603.00</p>	<u>REL CD</u>	<u>QUANTITY</u>	<u>PERF COMPL</u>	<u>DATE</u>	001	1	01-MAY-2015					
<u>REL CD</u>	<u>QUANTITY</u>	<u>PERF COMPL</u>	<u>DATE</u>										
001	1	01-MAY-2015											

CONTINUATION SHEET

Reference No. of Document Being Continued

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PIIN/SIIN W56HZV-13-C-0018

MOD/AMD P00028

Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS, L.P.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ MIPR/ <u>ITEM</u>	OBLG <u>STAT</u>	JO NO/ <u>ACCT ASSIGN</u>	ACRN	PRIOR AMOUNT	INCREASE/ DECREASE	CUMULATIVE AMOUNT
0056AA	W156F10372	2	S.0009945.12.3	DM \$	0.00 \$	791,603.00 \$	791,603.00
					NET CHANGE \$	791,603.00	

ACRN	ACCOUNTING CLASSIFICATION				INCREASE/ DECREASE
DM	021 201520152020	A76BB 111011W1AD	3109 L038273173 S.0009945.12.3		021001 \$ 791,603.00
					NET CHANGE \$ 791,603.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 148,716,091.00	\$ 791,603.00	\$ 149,507,694.00

LINE	ACRN	EDI/SFIS ACCOUNTING CLASSIFICATION		
0056AA	DM	021 201520152020	A76BB 111011W1AD	3109 L038273173 S.0009945.12.3
				021001

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 6 of 7
	PIIN/SIIN W56HZV-13-C-0018	MOD/AMD P00028
Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS, L.P.		

SECTION H - SPECIAL CONTRACT REQUIREMENTS

H.1 USE OF GOVERNMENT PROPERTY AND FACILITIES

The Contractor based this contract price on rent-free use of property and facilities that were initially made available under other contracts (see below). The Government property and facilities are in the possession of the Contractor and subcontractors accountable under the below listed Government contracts. Rent-free, non-interference use of Government property accountable under these contracts is approved.

CONTRACT

- a) DAAE07-95-C-X030 BFV STS
- b) DAAE07-96-C-X036 BFV Production Contract
- c) DAAE07-01-C-M011 HBCT STS
- d) W56HZV-07-C-0096 HBCT STS/SSTS
- e) W56HZV-05-G-0005 Bradley Family of Vehicles
- f) W56HZV-10-G-0003 Bradley Family of Vehicles
- g) W56HZV-12-C-0358 Bradley ECP2

H.2 GOVERNMENT PROPERTY

The Government shall furnish to the Contractor the items listed in Attachment 0005 in support of the contract.

H.3 GOVERNMENT RIGHT TO FURNISH PROPERTY, MATERIAL, AND/OR EQUIPMENT

H.3.1 In addition to the Government furnished property, material and/or equipment describes in Attachment 0005 of this contract, the Government may furnish to the Contractor other items of Government property, material and/or equipment or increase the quantities in Attachment 0005.

H.3.2 All property furnished pursuant to this paragraph shall be subject to the provisions of the "Government Property", FAR 52.245-1 clause of this contract.

H.3.3 The contractor is authorized to obtain test support/services from Major Range and Test Facility Base (MRTFB) Installations. The contractor is to be given Government rates at MRTFB in performance of this contract.

H.4 ASSERTION OF RESTRICTIONS

H.4.1 The Government acknowledges the submission of BAE Systems' Assertion of Restrictions, Attachment 0016 under Solicitation W56HZV-12-R-0294 / Contract W56HZV-13-C-0018 in accordance with DFARS 252.227-7017. Physical receipt of the Assertions listing and the requisite Attachment 0016 of the Assertions to the contract by the Government does not bind the Government to an agreement about the substance of those representations. Per DFARS 252.227-7019 Validation of Markings Non-Commercial software and 252.227-7037 Validation of Markings Non-Commercial Technical Data, the Government reserves the right to challenge any contract deliverables marked with these asserted restrictions up to three years after the later of delivery or contract close out.

H.5 LOE HOURS AND CONTRACT DOLLARS DURING CONTRACT PERIOD OF PERFORMANCE

The Government will not obligate more than \$170,999,959 or award more than 844,720 total LOE hours on this contract, with the exception of the Other authorizations outlined in Section H.5.2.

Further, Modification P00017 has estimated the following cost for Material, Travel, and Other Direct Cost (ODCs) associated with the additional 440,127 LOE hours with the following limits:

Materials: \$21,909,953
Travel/ODCs: \$ 9,245,646

H.5.1 AWARD OF LOE HOURS DURING CONTRACT PERIOD OF PERFORMANCE

*As of Modification P00028, the total number of LOE hours currently awarded by the Government under this contract are 693,403. The Government is not required to, but shall have the option to award 151,317 additional LOE hours under this contract in increments and at its discretion over period of performance outlined in Section F.1.

H.5.2 AWARD OF LOE HOURS PURSUANT TO OTHER AUTHORIZATIONS

As of Modification P00011, the total number of hours authorized pursuant to other authorizations is 3,903 hours and \$ 1,988,929 as detailed:

H.5.2.1 FOREIGN MILITARY SALES (FMS) CASES DURING CONTRACT PERIOD OF PERFORMANCE

As a result of Modification P00004, and in addition to the available LOE hours and contract dollars allowed under H.5, the Government has authorized and awarded an additional 3,162 LOE hours and an additional \$1,854,917 contract dollars in support of FMS Case IQ-B-UDT

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN W56HZV-13-C-0018 MOD/AMD P00028	Page 7 of 7
Name of Offeror or Contractor: BAE SYSTEMS LAND & ARMAMENTS, L.P.		

Modification 2 Line 043, Field Service Representatives for M113.

H.5.2.2 ARMORED GUN SYSTEM (AGS) PLATFORM

As a result of Modification P00011, and in addition to the available LOE hours and contract dollars allowed under H.5, the Government has authorized and awarded an additional 741 LOE hours and an additional \$134,012 contract dollars in support AGS Platform Phase 1 technical inspections.

*H.5.3 AWARD OF CONTRACT DOLLARS

The current contract obligation amount is \$149,507,694, which represents \$147,518,765 contract dollars pursuant to H.5.1, and \$1,988,929 contract dollars pursuant to H.5.2.

H.6 SUBCONTRACTING PLAN

The contractor's Subcontracting Plan dated 30 Nov 2012 is incorporated into this contract (Attachment 0004).

H.6.1 The contractor's Subcontracting Plan Revision 2 dated 02 June 2014 is incorporated into this contract.

H.7 WAGE DETERMINATION

Attachment 0017, Nationwide Contract Field Team (WD 99-0316 Rev 37) Wage Determination is incorporated into this contract pursuant to FAR 22.1007.

Attachment 0017a, Wage Determination CBA-2014-6419 is incorporated into this contract pursuant to FAR 22.1002-3.

Attachment 0017ab, Wage Determination CBA-2014-6419 is incorporated into this contract pursuant to FAR 22.1002-3.

* Updated per Modification P00028

*** END OF NARRATIVE H0001 ***