

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. Contract ID Code  
Firm Fixed Price

Page 1 Of 11

2. Amendment/Modification No. 03	3. Effective Date 2013DEC11	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By U.S. ARMY CONTRACTING COMMAND JONATHAN W. LENZ WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL  EMAIL: JONATHAN.W.LENZ.CIV@MAIL.MIL	Code W56HZV	7. Administered By (If other than Item 6) DCMA DETROIT 35803 MOUND ROAD STERLING HEIGHTS MI 48310	Code S2305A
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8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  GENERAL DYNAMICS LAND SYSTEMS INC. 38500 MOUND RD STERLING HEIGHTS, MI 48310-3200	<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-D-0008/0010
	<input type="checkbox"/>	10B. Dated (See Item 13) 2013MAR08
Code 7W356	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)**

SEE SECTION G (IF APPLICABLE)

**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:	FAR 43.103(a) Bilateral Agreement
<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) CARRIE CUNNINGHAM CARRIE.CUNNINGHAM2@US.ARMY.MIL (586)282-4502		
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 2013DEC11

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b>	<b>Page 2 of 11</b>
	PIIN/SIIN W56HZV-13-D-0008/0010      MOD/AMD 03	

**Name of Offeror or Contractor:** GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: JONATHAN W. LENZ  
 Buyer Office Symbol/Telephone Number: CCTA-AIL-B/(586)282-2054  
 Type of Contract: Firm Fixed Price  
 Kind of Contract: Service Contracts  
 Type of Business: Large Business Performing in U.S.  
 Surveillance Criticality Designator: C  
 Weapon System: Miscellaneous Combat Vehicles

\*\*\* End of Narrative A0000 \*\*\*

Contract W56HZV-13-D-0008  
 Delivery Order 0010  
 Modification 03

Stryker Exchange Program

1. This Modification 03 to Delivery Order 0010 under Contract W56HZV-13-D-0008 is a bilaterally executed supplemental agreement.
2. The purpose of this modification is to definitize CLINs 0601AA and 0601AB, under which a total of 66 each Double-V Hull (DVH) Infantry Carrier Vehicles (ICVV) were called up via the Exchange Program. In addition, CLINs 0609AA and 0609AB are established to fund 66 each Vehicle Data Electronic Terminals (VDETs), and CLINs 0610AA and 0610AB are established to fund site material.
3. On 12 June 2013, the contractor submitted firm-fixed-price Proposal Z-0162 (BCT 13-1074).
  - a. The parties have reached a total settlement of \$106,312,846 for the requirements contained herein, as follows:
    - i. \$1,582,229 per Exchange ICVV (66 ea) for a total firm-fixed-price of \$104,427,114;
    - ii. \$27,077 per VDET (66 ea) for a total firm-fixed-price of \$1,787,082; and
    - iii. \$98,650 for site material (cost-plus-fixed-fee).
4. Settled per-unit prices include Engineering Support in Production (ESIP) through March 2015.
5. As a result of this modification, Delivery Order 0010 is revised as follows:
  - a. Section B
    - i. CLIN 0601AA (FFP): Revised to reflect a settled unit price of \$1,582,229. As a result, the total amount obligated to CLIN 0601AA is increased by \$15,972,726, from \$31,494,144 to \$47,466,870.
    - ii. CLIN 0601AB (FFP): Revised to reflect a settled unit price of \$1,582,229. As a result, the total amount obligated to CLIN 0601AB is increased by \$19,167,272, from \$37,792,972 to \$56,960,244.
    - iii. CLIN 0609AA (FFP): Established in the amount of \$812,310 to fund the purchase of 30 each Vehicle Data Electronic Terminals (VDETs) at \$27,077 each.
    - iv. CLIN 0609AB (FFP): Established in the amount of \$974,772 to fund the purchase of 36 each Vehicle Data Electronic Terminals (VDETs) at \$27,077 each.
    - v. CLIN 0610AA (CPFF): Established in the amount of \$44,841 to fund site material, broken out as follows:
 

Estimated Cost:	\$41,170
COM:	\$ 69
<u>Fixed Fee:</u>	<u>\$ 3,602</u>
Total	\$44,841
    - vi. CLIN 0610AB (CPFF): Established in the amount of \$53,809 to fund site material, broken out as follows:
 

Estimated Cost:	\$49,403
COM:	\$ 83
<u>Fixed Fee:</u>	<u>\$ 4,323</u>

**CONTINUATION SHEET****Reference No. of Document Being Continued****Page 3 of 11****PIIN/SIIN** W56HZV-13-D-0008/0010**MOD/AMD** 03**Name of Offeror or Contractor:** GENERAL DYNAMICS LAND SYSTEMS INC.

Total \$53,809

**b. Section I**

i. The following clauses are hereby deleted as a result of this contract definitization:

FAR 52.216-24 LIMITATION OF GOVERNMENT LIABILITY;  
DFARS 252.217-7027 CONTRACT DEFINITIZATION.

6. Small Business Subcontracting Plan 13-13D0008-000-0008, dated 27 November 2013, is hereby incorporated by reference.

7. The contractor shall submit a Performance Based Payment (PBP) plan for the subject effort no later than 30 days after award.

8. In consideration of Modification 03 to Delivery Order 0010, agreed to herein as complete settlement of the effort contained in Paragraph 2 above, the contractor hereby releases the Government from any and all liability under this contractor for further equitable adjustment.

9. As a result of this Modification 03, the total amount obligated to Delivery Order 0010 is increased by \$37,025,730, from \$72,672,903 to \$109,698,633.

10. Except as specifically stated herein, all other terms and conditions of Delivery Order 0010 and Contract W56HZV-13-D-0008 remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A0004 \*\*\*

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN W56HZV-13-D-0008/0010 MOD/AMD 03

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																											
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS																															
0601	Exchange Program -IC NSN: 9999-99-999-9999																															
0601AA	<p><u>3RD DVH BRIGADE - XICVVS</u></p> <p>GENERIC NAME DESCRIPTION: Exchange Program -IC                      CLIN CONTRACT TYPE:                      Firm Fixed Price                      PRON: X12GW194X1 PRON AMD: 03 ACRN: AB                      PSC: 9999</p> <p>CLIN 0601AA is established by Modification 02.                      CLIN 0601AA is definitized by Modification 03.</p> <p>As a result of definitization Modification 03, the Stryker Exchange ICVV unit price is established at \$1,582,229 for vehicles purchased under this CLIN.</p> <p>The definitized unit price includes Engineering Support in Production (ESIP) through March 2015.</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 colspan="2">SUPPL</td> </tr> <tr> <td>REL CD</td> <td>MILSTRIP</td> <td>ADDR SIG CD MARK FOR TP CD</td> </tr> <tr> <td>001</td> <td>W909532221H194</td> <td>Y00000 M 2</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DEL DATE</u></td> </tr> <tr> <td>001</td> <td>3</td> <td>31-JUL-2014</td> </tr> <tr> <td>002</td> <td>5</td> <td>31-AUG-2014</td> </tr> <tr> <td>003</td> <td>8</td> <td>30-SEP-2014</td> </tr> <tr> <td>004</td> <td>10</td> <td>31-OCT-2014</td> </tr> <tr> <td>005</td> <td>4</td> <td>30-NOV-2014</td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO:                      (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE                      (SHIP-TO) WILL BE FURNISHED PRIOR                      TO THE SCHEDULED DELIVERY DATE FOR</p>	DOC	SUPPL		REL CD	MILSTRIP	ADDR SIG CD MARK FOR TP CD	001	W909532221H194	Y00000 M 2	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>	001	3	31-JUL-2014	002	5	31-AUG-2014	003	8	30-SEP-2014	004	10	31-OCT-2014	005	4	30-NOV-2014	30	EA	\$ 1,582,229.000	\$ 47,466,870.00
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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																											
0601AB	<p>ITEMS REQUIRED UNDER THIS REQUISITION.</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> W56HZV-13-D-0008/0010</p> <p><u>3RD DVH BRIGADE - XICVVS</u></p> <p>GENERIC NAME DESCRIPTION: Exchange Program ICV                      CLIN CONTRACT TYPE:                      Firm Fixed Price                      PRON: X13GW070X1 PRON AMD: 03 ACRN: AC                      PSC: 9999</p> <p>CLIN 0601AB is established by Modification 02.                      CLIN 0601AB is definitized by Modification 03.</p> <p>As a result of definitization Modification 03, the Stryker Exchange ICVV unit price is established at \$1,582,229 for vehicles purchased under this CLIN.</p> <p>The definitized unit price includes Engineering Support in Production (ESIP) through March 2015.</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>                      DOC SUPPL  <table border="1" data-bbox="261 1394 846 1444"> <thead> <tr> <th>REL CD</th> <th>MILSTRIP</th> <th>ADDR</th> <th>SIG CD</th> <th>MARK FOR</th> <th>TP CD</th> </tr> </thead> <tbody> <tr> <td>001</td> <td>W909533221H070</td> <td>Y00000</td> <td>M</td> <td></td> <td>2</td> </tr> </tbody> </table> <table border="1" data-bbox="261 1446 846 1659"> <thead> <tr> <th>DEL REL CD</th> <th>QUANTITY</th> <th>DEL DATE</th> </tr> </thead> <tbody> <tr> <td>001</td> <td>6</td> <td>30-NOV-2014</td> </tr> <tr> <td>002</td> <td>10</td> <td>31-DEC-2014</td> </tr> <tr> <td>003</td> <td>10</td> <td>31-JAN-2015</td> </tr> <tr> <td>004</td> <td>10</td> <td>28-FEB-2015</td> </tr> </tbody> </table> <p>FOB POINT: Origin</p> <p>SHIP TO:                      (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE (SHIP-TO) WILL BE FURNISHED PRIOR TO THE SCHEDULED DELIVERY DATE FOR ITEMS REQUIRED UNDER THIS REQUISITION.</p> </p>	REL CD	MILSTRIP	ADDR	SIG CD	MARK FOR	TP CD	001	W909533221H070	Y00000	M		2	DEL REL CD	QUANTITY	DEL DATE	001	6	30-NOV-2014	002	10	31-DEC-2014	003	10	31-JAN-2015	004	10	28-FEB-2015	36	EA	\$ 1,582,229.000	\$ 56,960,244.00
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0609AA	<p><u>VEHICLE DATA ELECTRONIC TERMINAL (VDET)</u></p> <p>GENERIC NAME DESCRIPTION: Exchange Program -IC                      CLIN CONTRACT TYPE:                      Firm Fixed Price                      PRON: X12GW194X1 PRON AMD: 03 ACRN: AB                      PSC: 9999</p> <p>CLIN 0609AA is established by Modification 03.</p> <p>As a result of definitization Modification 03, the VDET unit price is established at \$27,077 for VDETs purchased under this CLIN.</p> <p>The VDET shall be installed in and delivered with the vehicle for acceptance.</p> <p style="text-align: center;">(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" style="width: 100%;"> <tr> <td>DOC</td> <td colspan="2">SUPPL</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> <u>TP CD</u></td> </tr> <tr> <td>001</td> <td>W909532221H194</td> <td>Y00000</td> <td>M</td> <td>2</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> </tr> <tr> <td>001</td> <td>3</td> <td>31-JUL-2014</td> <td></td> <td></td> </tr> <tr> <td>002</td> <td>5</td> <td>31-AUG-2014</td> <td></td> <td></td> </tr> <tr> <td>003</td> <td>8</td> <td>30-SEP-2014</td> <td></td> <td></td> </tr> <tr> <td>004</td> <td>10</td> <td>31-OCT-2014</td> <td></td> <td></td> </tr> <tr> <td>005</td> <td>4</td> <td>30-NOV-2014</td> <td></td> <td></td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO:                      (Y00000) SHIPPING INSTRUCTIONS FOR CONSIGNEE                      (SHIP-TO) WILL BE FURNISHED PRIOR                      TO THE SCHEDULED DELIVERY DATE FOR</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	W909532221H194	Y00000	M	2	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>			001	3	31-JUL-2014			002	5	31-AUG-2014			003	8	30-SEP-2014			004	10	31-OCT-2014			005	4	30-NOV-2014			30	EA	\$ 27,077.00000	\$ 812,310.00
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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT						
0610	SITE MATERIAL										
0610AA	<p><u>EXCHANGE SITE MATERIAL</u></p> <p>GENERIC NAME DESCRIPTION: SITE MATERIAL                      CLIN CONTRACT TYPE:                      Cost Plus Fixed Fee                      PRON: X12GW224X1 PRON AMD: 01 ACRN: AE</p> <p>Estimated Cost: \$41,170                      COM: \$ 69  <u>Fixed Fee: \$ 3,602</u>                      Total \$44,841</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u>                      INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u>      <u>QUANTITY</u>      <u>DATE</u></td> <td></td> </tr> <tr> <td>001                      1                      AS REQUIRED</td> <td></td> </tr> </table> <p>\$                      44,841.00</p>	DLVR SCH	PERF COMPL	<u>REL CD</u> <u>QUANTITY</u> <u>DATE</u>		001                      1                      AS REQUIRED		1	LO		\$ 44,841.00
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**Name of Offeror or Contractor:** GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
	<table border="0" style="width: 100%;"> <tr> <td style="text-align: left;"><u>REL CD</u></td> <td style="text-align: center;"><u>QUANTITY</u></td> <td style="text-align: right;"><u>DATE</u></td> </tr> <tr> <td>001</td> <td style="text-align: center;">1</td> <td style="text-align: right;">AS REQUIRED</td> </tr> <tr> <td></td> <td style="text-align: center;">\$ 53,809.00</td> <td></td> </tr> </table>	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	1	AS REQUIRED		\$ 53,809.00					
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	1	AS REQUIRED												
	\$ 53,809.00													

**CONTINUATION SHEET**

**Reference No. of Document Being Continued**

**PIIN/SIIN** W56HZV-13-D-0008/0010 **MOD/AMD** 03

**Name of Offeror or Contractor:** GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ MIPR/ ITEM	OBLG STAT	JO NO/ ACCT ASSIGN	ACRN	PRIOR AMOUNT	INCREASE/ DECREASE	CUMULATIVE AMOUNT
0601AA	X12GW194X1	1	A.0007090.1.1.19	AB \$	31,494,144.00 \$	15,972,726.00 \$	47,466,870.00
0601AB	X13GW070X1	1	A.0007090.1.1.17	AC \$	37,792,972.00 \$	19,167,272.00 \$	56,960,244.00
0609AA	X12GW194X1	2	A.0007090.1.1.19	AB \$	0.00 \$	812,310.00 \$	812,310.00
0609AB	X13GW070X1	2	A.0007090.1.1.17	AC \$	0.00 \$	974,772.00 \$	974,772.00
0610AA	X12GW224X1	2	A.0007090.1.1.19	AE \$	0.00 \$	44,841.00 \$	44,841.00
0610AB	X13GW093X1	2	A.0007090.1.1.17	AF \$	0.00 \$	53,809.00 \$	53,809.00
NET CHANGE						\$ 37,025,730.00	

ACRN	ACCOUNTING CLASSIFICATION	INCREASE/ DECREASE
AB	021 201220142033 A5XGK G85100AFPST 3109 L034315507 A.0007090.1.1.19	021001 \$ 16,785,036.00
AC	021 201320152033 A5XGK G85100AFPST 3109 L034315677 A.0007090.1.1.17	021001 \$ 20,142,044.00
AE	021 201220142033 A5XGK G85100AFPST 3109 L035157206 A.0007090.1.1.19	021001 \$ 44,841.00
AF	021 201320152033 A5XGK G85100AFPST 3109 L035157201 A.0007090.1.1.17	021001 \$ 53,809.00
NET CHANGE		\$ 37,025,730.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 72,672,903.00	\$ 37,025,730.00	\$ 109,698,633.00

LINE	ACRN	EDI/SFIS ACCOUNTING CLASSIFICATION	
0601AA	AB	021 201220142033 A5XGK G85100AFPST	3109 L034315507 A.0007090.1.1.19 021001
0601AB	AC	021 201320152033 A5XGK G85100AFPST	3109 L034315677 A.0007090.1.1.17 021001
0609AA	AB	021 201220142033 A5XGK G85100AFPST	3109 L034315507 A.0007090.1.1.19 021001
0609AB	AC	021 201320152033 A5XGK G85100AFPST	3109 L034315677 A.0007090.1.1.17 021001
0610AA	AE	021 201220142033 A5XGK G85100AFPST	3109 L035157206 A.0007090.1.1.19 021001
0610AB	AF	021 201320152033 A5XGK G85100AFPST	3109 L035157201 A.0007090.1.1.17 021001

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**CONTINUATION SHEET****Reference No. of Document Being Continued****Page 11 of 11****PIIN/SIIN** W56HZV-13-D-0008/0010**MOD/AMD** 03

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**Name of Offeror or Contractor:** GENERAL DYNAMICS LAND SYSTEMS INC.

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## SECTION I - CONTRACT CLAUSES

<u>Status</u>	<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
I-1 DELETED	52.216-24	LIMITATION OF GOVERNMENT LIABILITY	APR/1984
I-2 DELETED	252.217-7027	CONTRACT DEFINITIZATION	DEC/2012