

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. Contract ID Code
Firm Fixed Price

Page 1 Of 12

2. Amendment/Modification No. 18	3. Effective Date 2014MAY08	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By U.S. ARMY CONTRACTING COMMAND JASON MACFARLAND WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: JASON.MACFARLAND@US.ARMY.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-0008/0011
	<input type="checkbox"/>	10B. Dated (See Item 13) 2013JUN06
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
<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) MICHAEL R. CHANEY MICHAEL.R.CHANEY.CIV@MAIL.MIL (586)282-2068	
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 2014MAY08

CONTINUATION SHEET	Reference No. of Document Being Continued	Page 2 of 12
	PIIN/SIIN W56HZV-13-D-0008/0011 MOD/AMD 18	
Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.		

SECTION A - SUPPLEMENTAL INFORMATION

Buyer Name: JASON MACFARLAND
 Buyer Office Symbol/Telephone Number: CCTA-AIL-B/(586)282-1709
 Type of Contract: Firm Fixed Price
 Kind of Contract: Supply Contracts and Priced Orders
 Type of Business: Small Disadvantaged 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 0011
 Modification 18

1. This Modification 18 to Delivery Order 0011 under Contract W56HZV-13-D-0008 is a bilaterally executed supplemental agreement.
2. The purpose of this modification is to definitize CLINs 0811CA, 0811CB, 0811CC and 0811CD, under which a total of 176 Flat Bottom War fighter Information Network-Tactical (WIN-T) Increment 2 (Inc 2) A-kits shall be procured for the Commander's Vehicle (CV), Infantry Carrier Vehicle (ICV), and Reconnaissance Vehicle (RV).
3. On 18 July 2013, the contractor submitted firm-fixed-price Proposal Z-0161-R3 (BCT 13-2631).
4. UCA W56HZV-13-D-0008 Delivery Order 0011 Modification 04 was issued on 10 September 2013.
5. As a result of this modification, Delivery Order 0011 is revised as follows:
 - a. Section B
 - i. CLIN 0811CA (FFP): Revised to reflect a definitized unit price of \$75,578.57. As a result, the total amount obligated to CLIN 0811CA is decreased by \$122,077.06 from \$3,296,377 to \$3,174,299.94.
 - ii. CLIN 0811CB (FFP): Revised to reflect a settled unit price of \$69,872.96. As a result, the total amount obligated to CLIN 0811CB is increased by \$604,659.76 from \$3,308,226 to \$3,912,885.76.
 - iii. CLIN 0811CC (FFP): Revised to reflect a settled unit price of \$65,356.81. As a result, the total amount obligated to CLIN 0811CC is increased by \$462,590.50 from \$2,823,006 to \$3,285,596.50.
 - iv. CLIN 0811CD (FFP): Revised to reflect a settled unit price of \$71,716.13. As a result, the total amount obligated to CLIN 0811CD is increased by \$282,239.56 from \$1,743,568 to \$2,025,807.56.
 - 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. In consideration of Modification 18 to Delivery Order 0011, 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 contract for further equitable adjustment attributable to such facts or circumstances giving rise to the proposal Z-0161-R3 (BCT 13-2631).
7. As a result of this Modification 18, the total amount obligated to Delivery Order 0011 is increased by \$1,227,412.76 from \$22,826,129.95 to \$24,053,542.71.
8. Attachment 0001 titled FB WIN-T INC 2 A-KITS GFM lists nomenclature, part number and quantity of GFM to be provided to contractor.
9. Except as specifically stated herein, all other terms and conditions of Delivery Order 0011 and Contract W56HZV-13-D-0008 remain unchanged and in full force and effect.

*** END OF NARRATIVE A0018 ***

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 3 of 12****PIIN/SIIN** W56HZV-13-D-0008/0011**MOD/AMD** 18

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

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN W56HZV-13-D-0008/0011 MOD/AMD 18

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																																																				
0811	WIN-T Commanders Veh NSN: 9999-99-999-9999 FSCM: 19204 PART NR: LS1102354																																																				
0811CA	<p><u>WIN-T COMMANDERS VEHICLE POP KIT</u></p> <p>COMMODITY NAME: WIN-T Commanders Veh CLIN CONTRACT TYPE: Firm Fixed Price PRON: W13GXR30X1 PRON AMD: 01 ACRN: AC PSC: 9999</p> <p>CLIN 0811CA is established by Modification 04, revised by Modification 15 and definitized by Modification 18.</p> <p>Part Number: LS1102354</p> <p>DD250 is required.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>Best Commercial Practices in accordance with FAR Clause 52.211-4517.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</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>W9095332390030</td> <td>W91WZ0</td> <td>J</td> <td></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> <td></td> </tr> <tr> <td>001</td> <td>11</td> <td>01-MAY-2014</td> <td></td> <td></td> <td></td> </tr> <tr> <td>002</td> <td>11</td> <td>02-JUN-2014</td> <td></td> <td></td> <td></td> </tr> <tr> <td>003</td> <td>10</td> <td>01-JUL-2014</td> <td></td> <td></td> <td></td> </tr> <tr> <td>004</td> <td>10</td> <td>01-AUG-2014</td> <td></td> <td></td> <td></td> </tr> </table>	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	W9095332390030	W91WZ0	J		2	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	11	01-MAY-2014				002	11	02-JUN-2014				003	10	01-JUL-2014				004	10	01-AUG-2014				42	EA	\$ 75,578.57000	\$ 3,174,299.94
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Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	<p>FOB POINT: Destination</p> <p>SHIP TO: (W91WZ0) XR W4GG PM STRYKER GSA WHSE 1 2701 C ST AUBURN, WA, 98001-0001</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> W56HZV-13-D-0008/0011</p>				

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Reference No. of Document Being Continued
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Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																															
0811CB	<p>WIN-T COMMANDERS VEHICLE SNE KIT</p> <p>COMMODITY NAME: WIN-T Commander's ve CLIN CONTRACT TYPE: Firm Fixed Price PRON: W13GXR31X1 PRON AMD: 01 ACRN: AD PSC: 9999</p> <p>CLIN 0811CB is established by Modification 04, is revised by Modification 15 and definitized by Modification 18.</p> <p>Part Number: LS1102355</p> <p>DD250 is required.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>Best Commerical Practices in accordance with FAR Clause 52.211-4517.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DOC</td> <td colspan="4">SUPPL</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>W9095332390031</td> <td>W91WZ0</td> <td>J</td> <td></td> <td>2</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td colspan="2"><u>DEL DATE</u></td> <td colspan="2"></td> </tr> <tr> <td>001</td> <td>14</td> <td colspan="2">01-MAY-2014</td> <td colspan="2"></td> </tr> <tr> <td>002</td> <td>14</td> <td colspan="2">02-JUN-2014</td> <td colspan="2"></td> </tr> <tr> <td>003</td> <td>14</td> <td colspan="2">01-JUL-2014</td> <td colspan="2"></td> </tr> <tr> <td>004</td> <td>14</td> <td colspan="2">01-AUG-2014</td> <td colspan="2"></td> </tr> </table> <p>FOB POINT: Destination</p> <p>SHIP TO: (W91WZ0) XR W4GG PM STRYKER GSA WHSE 1 2701 C ST AUBURN, WA, 98001-0001</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> W56HZV-13-D-0008/0011</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	W9095332390031	W91WZ0	J		2	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	14	01-MAY-2014				002	14	02-JUN-2014				003	14	01-JUL-2014				004	14	01-AUG-2014				56	EA	\$ 69,872.96000	\$ 3,912,885.76
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0811CC	<p><u>WIN-T INFANTRY CARRIER VEHICLE SNE KIT</u></p> <p>COMMODITY NAME: WIN-T Infantry Carri CLIN CONTRACT TYPE: Firm Fixed Price PRON: W13GXR32X1 PRON AMD: 02 ACRN: AE PSC: 9999</p> <p>CLIN 0811CC is established by Modification 04, revised by Modification 15 and definitized by Modification 18.</p> <p>Part Number: LS1102356</p> <p>DD250 is required.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>Best Commercial Practices in accordance with FAR Clause 52.211-4517.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DOC</td> <td colspan="5">SUPPL</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>W9095332390032</td> <td>W91WZ0</td> <td>J</td> <td></td> <td>2</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td colspan="3"><u>DEL DATE</u></td> <td></td> </tr> <tr> <td>001</td> <td>13</td> <td colspan="3">01-MAY-2014</td> <td></td> </tr> <tr> <td>002</td> <td>13</td> <td colspan="3">02-JUN-2014</td> <td></td> </tr> <tr> <td>003</td> <td>12</td> <td colspan="3">01-JUL-2014</td> <td></td> </tr> <tr> <td>004</td> <td>12</td> <td colspan="3">01-AUG-2014</td> <td></td> </tr> </table> <p>FOB POINT: Destination</p> <p>SHIP TO: (W91WZ0) XR W4GG PM STRYKER GSA WHSE 1 2701 C ST AUBURN, WA, 98001-0001</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> W56HZV-13-D-0008/0011</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	W9095332390032	W91WZ0	J		2	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	13	01-MAY-2014				002	13	02-JUN-2014				003	12	01-JUL-2014				004	12	01-AUG-2014				50	EA	\$ 65,711.93000	\$ 3,285,596.50
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0811CD	<p>WIN-T RECONNAISSANCE VEHICLE SNE KIT</p> <p>COMMODITY NAME: WIN-T Reconnaissance CLIN CONTRACT TYPE: Firm Fixed Price PRON: W13GXR33X1 PRON AMD: 02 ACRN: AF PSC: 9999</p> <p>CLIN 0811CD is established by Modification 04, revised by Modification 15 and definitized by Modification 18.</p> <p>Part Number: LS1102357</p> <p>DD250 is required.</p> <p>(End of narrative B001)</p> <p><u>Packaging and Marking</u></p> <p>Best Commercial Practices in accordance with FAR Clause 52.211-4517.</p> <p>(End of narrative D001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DOC</td> <td colspan="5">SUPPL</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>W9095332390033</td> <td>W91WZ0</td> <td>J</td> <td></td> <td>2</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td colspan="3"><u>DEL DATE</u></td> <td></td> </tr> <tr> <td>001</td> <td>7</td> <td colspan="3">01-MAY-2014</td> <td></td> </tr> <tr> <td>002</td> <td>7</td> <td colspan="3">02-JUN-2014</td> <td></td> </tr> <tr> <td>003</td> <td>7</td> <td colspan="3">01-JUL-2014</td> <td></td> </tr> <tr> <td>004</td> <td>7</td> <td colspan="3">01-AUG-2014</td> <td></td> </tr> </table> <p>FOB POINT: Destination</p> <p>SHIP TO: (W91WZ0) XR W4GG PM STRYKER GSA WHSE 1 2701 C ST AUBURN, WA, 98001-0001</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u> W56HZV-13-D-0008/0011</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	W9095332390033	W91WZ0	J		2	<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	7	01-MAY-2014				002	7	02-JUN-2014				003	7	01-JUL-2014				004	7	01-AUG-2014				28	EA	\$ 72,350.27000	\$ 2,025,807.56
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Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT

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

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ MIPR/ GFEBS ATA	OBLG STAT	JO NO/ ACCT ASSIGN	ACRN	PRIOR AMOUNT	INCREASE/ DECREASE	CUMULATIVE AMOUNT
0811CA	W13GXR30X1	2	S.0004818.2.18	AC \$	3,296,377.00 \$	-122,077.06 \$	3,174,299.94
0811CB	W13GXR31X1	2	S.0004818.2.18	AD \$	3,308,226.00 \$	604,659.76 \$	3,912,885.76
0811CC	W13GXR32X1	2	S.0004818.2.18	AE \$	2,823,006.00 \$	462,590.50 \$	3,285,596.50
0811CD	W13GXR33X1	2	S.0004818.2.18	AF \$	1,743,568.00 \$	282,239.56 \$	2,025,807.56
NET CHANGE						\$ 1,227,412.76	

ACRN	ACCOUNTING CLASSIFICATION	INCREASE/ DECREASE
AC	021 201320152035 A5XEK BW7115AFPMC 310N L034622405 S.0004818.2.18	021001 \$ -122,077.06
AD	021 201320152035 A5XEK BW7115AFPMC 310N L034622646 S.0004818.2.18	021001 \$ 604,659.76
AE	021 201320152035 A5XEK BW7115AFPMC 310N L034623654 S.0004818.2.18	021001 \$ 462,590.50
AF	021 201320152035 A5XEK BW7115AFPMC 310N L034623861 S.0004818.2.18	021001 \$ 282,239.56
NET CHANGE		\$ 1,227,412.76

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 22,826,129.95	\$ 1,227,412.76	\$ 24,053,542.71

LINE	ACRN	EDI/SFIS ACCOUNTING CLASSIFICATION
0811CA	AC	021 201320152035 A5XEK BW7115AFPMC 310N L034622405 S.0004818.2.18 021001
0811CB	AD	021 201320152035 A5XEK BW7115AFPMC 310N L034622646 S.0004818.2.18 021001
0811CC	AE	021 201320152035 A5XEK BW7115AFPMC 310N L034623654 S.0004818.2.18 021001
0811CD	AF	021 201320152035 A5XEK BW7115AFPMC 310N L034623861 S.0004818.2.18 021001

CONTINUATION SHEET**Reference No. of Document Being Continued****Page 11 of 12****PIIN/SIIN** W56HZV-13-D-0008/0011**MOD/AMD** 18**Name of Offeror or Contractor:** GENERAL DYNAMICS LAND SYSTEMS INC.

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

CONTINUATION SHEET

Reference No. of Document Being Continued

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MOD/AMD 18

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

SECTION J - LIST OF ATTACHMENTS

<u>List of</u> <u>Addenda</u>	<u>Title</u>	<u>Date</u>	<u>Number</u> <u>of Pages</u>	<u>Transmitted By</u>
Attachment 0001	FB WIN-T INC 2 A-KITS GFM	17-MAR-2014	001	EMAIL