

2. Amendment/Modification No. 01	3. Effective Date	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By Code W52P1J ROCK ISLAND CONTRACTING CENTER CCRC-T ILANA BOHREN (309)782-1844 ROCK ISLAND, IL 61299-8000 BLDGS 60 & 390 EMAIL: ILANA.BOHREN@US.ARMY.MIL	7. Administered By (If other than Item 6) Code SCD PAS ADP PT
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8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) EMERGENT LLC 8219 LEESBURG PIKE STE 300 VIENNA, VA 22182-2622 TYPE BUSINESS: Other Small 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. N00104-12-A-ZF34/BA01
	<input type="checkbox"/>	10B. Dated (See Item 13) 2012SEP19

Code 4J2K1	Facility Code
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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: \$3,539,012.00

13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS
It Modifies The Contract/Order No. As Described In Item 14.

KIND MOD CODE: B

<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 type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	
<input checked="" type="checkbox"/>	D. Other (Specify type of modification and authority) 52.212-4 Changes	

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) <i>Paul Kohler, Executive Vice President</i>	16A. Name And Title Of Contracting Officer (Type or print) JILL M. SOMMER JILL.M.SOMMER.CIV@MAIL.MIL (309)782-3582
15B. Contractor/Officer <i>Paul D. Kohler</i> (Signature of person authorized to sign)	15C. Date Signed
	16B. United States Of America By _____ (Signature of Contracting Officer)
	16C. Date Signed

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. Contract ID Code
Firm-Fixed-Price

Page 1 Of 4

2. Amendment/Modification No. 01	3. Effective Date 2012SEP25	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By ROCK ISLAND CONTRACTING CENTER CCRC-T ILANA BOHREN (309)782-1844 ROCK ISLAND, IL 61299-8000 BLDGS 60 & 390 EMAIL: ILANA.BOHREN@US.ARMY.MIL	Code W52P1J	7. Administered By (If other than Item 6)	Code
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8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) EMERGENT LLC 8219 LEESBURG PIKE STE 300 VIENNA, VA 22182-2622 TYPE BUSINESS: Other Small 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. N00104-12-A-ZF34/BA01
	<input type="checkbox"/>	10B. Dated (See Item 13) 2012SEP19

Code 4J2K1 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: \$3,539,012.00

13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS
It Modifies The Contract/Order No. As Described In Item 14.

KIND MOD CODE: 8

<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 type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	
<input checked="" type="checkbox"/>	D. Other (Specify type of modification and authority) 52.212-4 Changes	

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) JILL M. SOMMER JILL.M.SOMMER.CIV@MAIL.MIL (309)782-3582		
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 2012SEP25

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN N00104-12-A-ZF34/BA01 MOD/AMD 01	Page 2 of 4
Name of Offeror or Contractor: EMERGENT LLC		

SECTION A - SUPPLEMENTAL INFORMATION

1. The purpose of Modification 01 to Delivery Order BA01 of Contract N00104-12-A-12-AZ34 is the following:

Fund CLIN 0002AA in the amount of \$3,539,012.00. This additional funding allows for Licenses and Annual Maintenance up to 800,000. Per Emergent, LLC's quote dated 12 September 2012, a credit will be given for all CLIN 0001AA purchases made before 26 November 2012. CLIN 0001AA was funded in the amount of amount of \$5,399,988.00 plus funding provided on CLIN 0002AA in the amount \$3,539,012.00 = \$8,939,000.00.

3. The Period of Performance (PoP) is revised to the following:

- A. Base Period of Performance: 27 September 2012 - 26 September 2013
- B. Maintenance Option Period one (1): 27 September 2013 - 26 September 2014
- C. Maintenance Option Period two (2): 27 September 2014 - 26 September 2015

3. As a result of Modification 01, the total Delivery Order obligated amount is increased by \$3,539,012.00 from \$5,399,988.00 to \$8,939,000.00.

4. All other terms and conditions remain in full force and effect as incorporated into the contract.

*** END OF NARRATIVE A0002 ***

Name of Offeror or Contractor: EMERGENT LLC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
	SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS													
0002	ADOBE LICENSES/MAINT													
0002AA	<p><u>ADOBE LICENSES AND MAINTENANCE</u></p> <p>NOUN: ADOBE LICENSES/MAINT PRON: PE2R6704PE PRON AMD: 03 ACRN: AA CUSTOMER ORDER NO: 10236704</p> <p>US Army Adobe Creation Environment and Desktop License and Annual Support Subscription up 800,000 permitted users.</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td></td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td>0</td> <td>26-SEP-2013</td> </tr> </table> <p style="text-align: right;">\$ 3,539,012.00</p>	DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	26-SEP-2013				\$ 3,539,012.00
DLVR SCH		PERF COMPL												
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	26-SEP-2013												

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN N00104-12-A-ZF34/BA01 **MOD/AMD** 01

Name of Offeror or Contractor: EMERGENT LLC

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	AMS CD/ <u>ITEM</u>	PRON/ <u>MIPR</u>	OBLG <u>STAT</u>	JO NO/ <u>ACCT ASSIGN</u>	<u>ACRN</u>	<u>PRIOR AMOUNT</u>	<u>INCREASE/ DECREASE</u>	<u>CUMULATIVE AMOUNT</u>
0002AA	PE2R6704PE 10236704		2		AA \$	0.00 \$	3,539,012.00 \$	3,539,012.00
						NET CHANGE \$	3,539,012.00	

<u>ACRN</u>	<u>ACCOUNTING CLASSIFICATION</u>	<u>INCREASE/ DECREASE</u>
AA	021 201220122020 0000 A22II 432126MXCL	252B 0010236704 0030000845
		021001 \$ 3,539,012.00
		NET CHANGE \$ 3,539,012.00

	<u>PRIOR AMOUNT OF AWARD</u>	<u>INCREASE/DECREASE AMOUNT</u>	<u>CUMULATIVE OBLIG AMT</u>
NET CHANGE FOR AWARD:	\$ 5,399,988.00	\$ 3,539,012.00	\$ 8,939,000.00

LINE	<u>ACRN</u>	<u>EDI/SFIS ACCOUNTING CLASSIFICATION</u>	
0002AA	AA	021 201220122020 0000 A22II 432126MXCL	252B 0010236704 0030000845
			021001