

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE	PAGE OF PAGES 1   5
2. AMENDMENT/MODIFICATION NO. P00002		3. EFFECTIVE DATE W/4GV46	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY USA CECOM ACQUISITION CTR - WASHINGTON 2461 EISENHOWER AVE (AMSEL-AC-W/B-B) ALEXANDRIA, VA 22331-0700		CODE	7. ADMINISTERED BY (If other than Item 6)		CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)				(U)	9A. AMENDMENT OF SOLICITATION NO.
Team Leader: Sybase, Inc. CAGE: O8RS8 6550 Rock Spring Drive, Suite 800 Bethesda, MD 20817					9B. DATED (SEE ITEM 11)
Team Member: Logicon, Inc. CAGE: 32143 222 West 6th Street P.O. Box 471 San Pedro, CA 90733-0471				✓	10A. MODIFICATION OF CONTRACT/ORDER NO. DAAB15-99-A-1003
CODE		FACILITY CODE		10B. DATED (SEE ITEM 13) 29 Sep 1999	

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 amendment; (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)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(U)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority)
✓	Mutual agreement of both parties.
	E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation, contract and joint matter where feasible.)

This modification is issued to restructure the BPA to incorporate a contractor team arrangement pursuant to FAR Subpart 9.6, between Sybase, Inc. and Logicon, Inc. As a result of this modification the changes as set forth on pages 2-4 hereto are hereby made to this BPA.

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)	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED
SEE PAGE 2. (Signature of person authorized to sign)		SEE PAGE 2. (Signature of Contracting Officer)	

**SIGNATURE PAGE**

Blanket Purchase Agreement: DAAB15-99-A-1002  
Modification: P00002

Team Member:

Logicon, Inc.

By:   
Name & Title: Barry J. Bernstein - Authorized Signatory

May 25 2000  
Date

Team Leader:

Sybase, Inc.

By:   
Name & Title: Director, Business Operations

26 May 00  
Date

USACECOM Acquisition Center - Washington  
2461 Eisenhower Ave  
Alexandria, VA 22334

By:   
Name & Title: PEGGY A. MELANSON

30 May 00  
Date

Contracting Officer

1. Block 17a of Standard Form 1449 is hereby changed from:

"Sybase, Inc.  
6550 Rock Spring Drive  
Suite 800  
Bethesda, MD 20817"

to the following:

"Team Leader: Sybase, Inc.  
6550 Rock Spring Drive  
Suite 800  
Bethesda, MD 20817

Team Member: Logicon Inc.  
222 West 6<sup>th</sup> Street  
P. O. Box 471  
San Pedro, CA 90733-0471

2. The opening paragraph on page 3 of the BPA is deleted and replaced by the following:

"The U.S. Army Communications-Electronics Command Acquisition Center-Washington (CAC-W) hereby enters into a Blanket Purchase Agreement (BPA) on behalf of the Product Manager for Small Computer Program (PM-SCP) with the contractor team arrangement of Sybase Inc. (Sybase) and Logicon, Inc. (Logicon). The BPA is issued to provide the Department of Defense (DoD) database software licenses, software maintenance, support and consulting services in support of the Department of Defense's mission. Sybase will serve as the Team Leader and will provide CLINS 1001-1148, 2001-2006, 3001-3003, and 4001-4005. Logicon will serve as the Team Member and will provide CLIN 5001. This teaming arrangement is under the terms and conditions of the Sybase and Logicon GSA Federal Supply Schedule Contract GS-35F-5212H and GS-35F-4506G, respectively (hereafter referred to as "GSA Contract") and the following BPA terms and conditions: "

3. Paragraph 1 of the BPA is deleted in its entirety and replaced with the following:

"1. Products Available Under this BPA

The Software licenses, Software Maintenance and Consulting Services listed in Exhibit A (CLINs 1001-1148, 2001-2006, 3001-3003, and 4001-4005) comprise the most frequently ordered Sybase products being purchased as of the date of this BPA and are provided at the specific request of the Government. The current GSA CLIN price for each product is provided in Exhibit A. The BPA price discount structure is provided at Paragraph 3.

Other Software Licenses and Software Maintenance included on the GSA Contract and not listed specifically in Exhibit A may be purchased at the BPA discount rates under CLIN 4001 entitled "Other Costs – GSA Contract".

Ordering Offices may order licenses from the DoD Enterprise License, CLIN 4002, by following the procedures in paragraph 27, herein.

Ordering Offices may negotiate lease terms under CLIN 5001, as set forth in Exhibit A, and in accordance with the terms and conditions of the Logicon. GSA Federal Supply Schedule Contract GS-35F-4506G.

Software purchased under this BPA shall include perpetual software licenses in accordance with Sybase's GSA Federal Supply Schedule Contract GS-35F-5212H.

Lease terms and conditions under this BPA shall be in accordance with Logicon's GSA Federal Supply Schedule Contract GS-35F-4506G, SIN 132-3."

4. Paragraph 8 is deleted in its entirety and replaced with the following:

"8. Duration of BPA

The duration of this BPA shall be from the date of the BPA through 15 January 2003. Either party with ninety (90) days written notice may terminate the BPA; provided however, that such termination shall not effect the obligations of the Government, Sybase, Inc. and/or Logicon, Inc. under any then existing delivery order or lease agreement. The then existing delivery order or lease agreement shall continue in full force and effect as though the BPA had not been terminated. The Teaming Agreement between Sybase and Logicon is valid through February 12, 2002 or any mutually agreed to extensions thereof."

5. That part of Paragraph 14 of the BPA reading:

"The COPO will, then, forward the order to Sybase (1 copy), the Defense Contract Administration Office (1 copy) as specified on each order, and the DFAS Payment Office (1 copy) as specified on each order. The Sybase copy shall be forwarded to the following address:

Sybase, Inc.  
6550 Rock Spring Drive  
Suite 800  
Bethesda, MD 20817

P.O.C.: John J. Gugliotta  
Director Business Operations

Phone: 301-896-1661  
Fax: 301-896-1604"

is deleted and replaced with the following:

"The COPO will forward orders to be performed by Sybase for CLINS 1001-1148, 2001-2006, 3001-3003, and 4001-4005 to:

- Defense Contract Administration Office (1 copy) as specified on each order
- DFAS Payment Office (1 copy) as specified on each order.
- Sybase Inc.

6550 Rock Spring Drive  
Suite 800  
Bethesda, MD 20817

P.O.C.: John J. Gugliotta  
Director Business Operations

Phone: 301-896-1661  
Fax: 301-896-1604"

"The COPO will forward orders to be performed by Logicon for CLIN 5001 to:

- Defense Contract Administration Office (1 copy) as specified on each order
- DFAS Payment Office (1 copy) as specified on each order.
- Logicon Inc.

222 West 6th. Street  
P.O. Box 471  
San Pedro, California 90733-0471

Attn.: B.J. Bernstein  
Phone: 310-831-0611 Ext. 2340.  
Fax No. 310-514-1379”

6. Paragraph 28 is hereby included within the BPA as follows:

"28. Leasing Terms and Conditions

Ordering Offices may negotiate a lease under CLIN 5001 of this BPA. The lease terms shall be in accordance with Part V “Terms and Conditions Applicable to Leasing of General Purpose Commercial Information Technology Equipment (Special Item Number 132-3) of GSA Federal Supply Schedule Contract GS-35F-4506G.

Orders under CLIN 5001 shall reference BPA DAAB15-99-A-1003 and be addressed to:

Logicon Inc.  
222 West 6th. Street  
P.O. Box 471  
San Pedro, California 90733-0471  
Attn.: B.J. Bernstein”

Orders under CLIN 5001 shall be staffed in accordance with BPA paragraph 14.

7. Exhibit A is hereby deleted in its entirety and replaced with the attached Exhibit A that includes that includes CLIN 5001, Leasing of Sybase Products in accordance with Paragraph 28 of this BPA.

8. As a result of this teaming arrangement Sybase shall be solely responsible for GSA reporting, submittal of Revenue Reports and payment of the Industrial Funding Fee (IFF) including the applicable PMSCP Fee for service for all Sybase products and/or services on each delivery order. Logicon shall be responsible for reporting and payment of any resulting IFF or other fees associated with its products and services supplied or provided by Logicon.

9. All references to "BPA holder" within paragraphs 16-18 of the BPA shall refer to the Team Leader or Team Member that provides the products or services under the BPA.

10. Except as set forth herein, all other terms and conditions remain unchanged and in full force and effect.

EXHIBIT A  
BLANKET PURCHASE AGREEMENT  
CLIN LISTING

CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>MOBILE &amp; EMBEDDED COMPUTING DIVISION</b>				
<b>SQL Anywhere Studio</b>				
1001	NET-4	SQL Anywhere Studio (WP) Base + 1 user for Server (SR) Network License	\$298	\$185
1002	NET-5	SQL Anywhere Studio (WP) Base + 5 user for Server (SR) Network License	\$747	\$451
1003	NET-6	SQL Anywhere Studio (WP) Networked Seat (ST)	\$96	\$60
1004	CON-5	SQL Anywhere Studio (WP) Concurrent License	\$96	\$60
1005	NET-7	SQL Anywhere Studio (WP) Standalone Seat/Named User for Personal Database for Server (SR) Network License	\$89	\$53
1006	NET-8	SQL Anywhere Studio (WP) Standalone w/SQL Remote & PowerDynamo Add'l License Kits for Networked Seat (ST)	\$134	\$84
1007	NET-9	SQL Anywhere Studio (WP) Additional License Kits, Networked - 5 pack for Networked Seat (ST)	\$485	\$298
1008	NET-10	SQL Anywhere Studio (WP) Additional License Kits, Networked - 20 pack for Networked Seat (ST)	\$1,940	\$1,176
1009	CON-6	SQL Anywhere Studio (WP) Concurrent - 5 pack	\$485	\$298
1010	CON-7	SQL Anywhere Studio (WP) Concurrent - 20 pack	\$1,940	\$1,176
1011	NET-11	SQL Anywhere Studio (WP) Standalone w/Personal Database - 5 pack for Standalone Seat (SS) Network License	\$448	\$272
1012	NET-12	SQL Anywhere Studio (WP) Standalone w/Personal Database - 20 pack for Standalone Seat (SS) Network License	\$1,790	\$1,081
1013	NET-13	SQL Anywhere Studio (WP) Standalone w/SQL Remote, PowerDynamo & Personal Database - 5 pack for Standalone Seat (SS) Network License	\$672	\$409
1014	NET-14	SQL Anywhere Studio (WP) Standalone w/SQL Remote, PowerDynamo & Personal Database - 20 pack for Standalone Seat (SS) Network License	\$2,687	\$1,627
<b>SQL Anywhere Studio Internet Access License</b>				
1015	NET-4A	SQL Anywhere Studio Internet Access License (WP) CPU Fee (IC) for Server (SR)	\$747	\$191

EXHIBIT A  
BLANKET PURCHASE AGREEMENT  
CLIN LISTING

CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>BUSINESS INTELLIGENCE DIVISION</b>				
<b>Sybase Adaptive Server IQ</b>				
1016	SYB-N-031	Sybase Adaptive Server IQ (WP) for Networked Server (SR)	\$18,687	\$5,701
1017	SYB-N-032	Sybase Adaptive Server IQ (WP) for Networked Seat (ST)	\$295	\$113
1018	CON-18	Sybase Adaptive Server IQ (WP) Concurrent License	\$1,783	\$226
1019	SYB-N-033	Sybase Adaptive Server IQ (WP) Incremental CPU Charge after 1st CPU for Networked Server (SR)	\$3,738	\$1,901
1020	SYB-N-028	Sybase Adaptive Server IQ (Ent) for Networked Server (SR)	\$31,818	\$11,404
1021	SYB-N-029	Sybase Adaptive Server IQ (Ent) for Networked Seat (ST)	\$506	\$154
1022	CON-19	Sybase Adaptive Server IQ (Ent) Concurrent License	\$1,518	\$457
1023	SYB-N-030	Sybase Adaptive Server IQ (Ent) Incremental CPU Charge after 1st CPU for Networked Server (SR)	\$6,364	\$2,376
<b>Sybase Adaptive Server IQ Internet Access License</b>				
1024	SYB-N-107	Sybase Adaptive Server IQ Internet Access License (WP) Incremental CPU Charge after 1st CPU for Networked Server (SR)	\$9,343	\$4,751
1025	SYB-N-109	Sybase Adaptive Server IQ Internet Access License (Ent) Incremental CPU Charge after 1st CPU for Networked Server (SR)	\$15,909	\$4,751
<b>Warehouse Studio</b>				
1026	SYB-N-WAR1	Warehouse Studio (WP) for Networked Server (SR)	\$37,879	\$10,453
1027	SYB-N-WAR2	Warehouse Studio (WP) for Networked Seat (ST)	\$451	\$125
1028	SYB-C-WAR1	Warehouse Studio (WP) for Concurrent User (CU) Use Server w/CU	\$1,424	\$374

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CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>ENTERPRISE SOLUTIONS DIVISION</b>				
<b>Sybase Adaptive Server Enterprise (EEO Option)</b>				
1029	SYB-N-SASW8	Sybase Adaptive Server Enterprise (WP) Extended Enterprise Option (EEO) for Networked Seat (ST)	\$56	\$35
1030	CON-15	Sybase Adaptive Server Enterprise (WP) Extended Enterprise Option (EEO) for Concurrent User (CU) Use Server w/CU	\$101	\$66
1031	SYB-N-SASW9	Sybase Adaptive Server Enterprise (WP) 10 pack seats for Extended Enterprise Option (EEO) for Networked Seat (ST)	\$486	\$298
1032	SYB-N-SASE6	Sybase Adaptive Server Enterprise (Ent) Extended Enterprise Option (EEO) for Networked Seat (ST)	\$191	\$60
1033	CON-17	Sybase Adaptive Server Enterprise (Ent) Extended Enterprise Option (EEO) for Concurrent User (CU) User Server w/CU	\$343	\$107
<b>Sybase Adaptive Server Enterprise Internet Access License</b>				
1034	SYB-N-SASW15	Sybase Adaptive Server Enterprise Internet Access License (WP) Incremental CPU Charge after 1st CPU for Commercial only, for Networked Server (SR)	\$9,343	\$2,418
1035	SYB-N-SASE3	Sybase Adaptive Server Enterprise Internet Access License (Ent) Incremental CPU Charge after 1st CPU for Commercial only for Networked Server (SR)	\$15,909	\$4,751
<b>DirectConnect Anywhere</b>				
1036	SYB-N-DCAW1	DirectConnect Anywhere (WP) for Server (SR)	\$1,495	\$380
1037	SYB-N-DCAW2	DirectConnect Anywhere (WP) for Networked Seat (ST)	\$149	\$41
1038	CON-20	DirectConnect Anywhere (WP) for Concurrent License	\$269	\$72
1039	SYB-N-DCAE1	DirectConnect Anywhere (Ent) for Server (SR)	\$1,909	\$570
1040	SYB-N-DCAE2	DirectConnect Anywhere (Ent) for Networked Seat (ST)	\$191	\$60
1041	CON-21	DirectConnect Anywhere (Ent) for Concurrent License	\$343	\$107
<b>DirectConnect for AS/400</b>				
1042	SYB-N-173	DirectConnect for AS/400 (WP) for Server (SR)	\$2,242	\$570
1043	SYB-N-174	DirectConnect for AS/400 (WP) for Networked Seat (ST)	\$224	\$60
1044	CON-22	DirectConnect for AS/400 (WP) for Concurrent License	\$403	\$107
1045	SYB-N-DCASE1	DirectConnect for AS/400 (Ent) for Server (SR)	\$2,545	\$760
1046	SYB-N-DCASE2	DirectConnect for AS/400 (Ent) for Networked Seat (ST)	\$255	\$78
1047	CON-23	DirectConnect for AS/400 (Ent) Concurrent License	\$458	\$137

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CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>DirectConnect for DB2/MVS</b>				
1048	SYB-N-175	DirectConnect for DB2/MVS for Server (SR)	\$2,242	\$570
1049	SYB-N-176	DirectConnect for DB2/MVS for Networked Seat (ST)	\$224	\$60
1050	CON-24	DirectConnect for DB2/MVS (WP) for Concurrent License	\$403	\$107
1051	SYB-N-177	DirectConnect for DB2/MVS (Ent) for Server (SR)	\$2,545	\$760
1052	SYB-N-178	DirectConnect for DB2/MVS (Ent) for Networked Seat (ST)	\$255	\$78
1053	CON-25	DirectConnect for DB2/MVS (Ent) Concurrent License	\$458	\$137
<b>DirectConnect for Informix</b>				
1054	SYB-N-DCIW1	DirectConnect for Informix (WP) for Server (SR)	\$2,242	\$570
1055	SYB-N-DCIW2	DirectConnect for Informix (WP) for Networked Seat (ST)	\$224	\$60
1056	CON-26	DirectConnect for Informix (WP) for Concurrent License	\$403	\$107
1057	SYB-N-DCIE1	DirectConnect for Informix (Ent) for Server (SR)	\$2,545	\$760
1058	SYB-N-DCIE2	DirectConnect for Informix (Ent) for Networked Seat (ST)	\$255	\$78
1059	CON-27	DirectConnect for Informix (Ent) Concurrent License	\$458	\$137
<b>DirectConnect for Microsoft SQL Server</b>				
1060	SYB-N-DCMW1	DirectConnect for Microsoft SQL Server (WP) for Server (SR)	\$2,242	\$570
1061	SYB-N-DCMW2	DirectConnect for Microsoft SQL Server (WP) for Networked Seat (ST)	\$224	\$60
1062	CON-28	DirectConnect for Microsoft SQL Server (WP) for Concurrent License	\$403	\$107
1063	SYB-N-DCME1	DirectConnect for Microsoft SQL Server (Ent) for Server (SR)	\$2,545	\$760
1064	SYB-N-DCME2	DirectConnect for Microsoft SQL Server (Ent) for Networked Seat (ST)	\$255	\$78
1065	CON-29	DirectConnect for Microsoft SQL Server (Ent) Concurrent License	\$458	\$137
<b>DirectConnect for Oracle</b>				
1066	SYB-N-179	DirectConnect for Oracle (WP) for Server (SR)	\$2,242	\$570
1067	SYB-N-180	DirectConnect for Oracle (WP) for Networked Seat (ST)	\$224	\$60
1068	CON-30	DirectConnect for Oracle (WP) for Concurrent License	\$403	\$107
1069	SYB-N-181	DirectConnect for Oracle (Ent) for Server (SR)	\$2,545	\$760
1070	SYB-N-182	DirectConnect for Oracle (Ent) for Networked Seat (ST)	\$255	\$78
1071	CON-31	DirectConnect for Oracle (Ent) Concurrent License	\$458	\$137

EXHIBIT A  
BLANKET PURCHASE AGREEMENT  
CLIN LISTING

CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>Sybase Enterprise Connect - Integrated Product Set</b>				
1072	SYB-N-EC1	Sybase Enterprise Connect - Integrated Product Set (WP) for Server (SR)	\$2,990	\$838
1073	SYB-N-EC2	Sybase Enterprise Connect - Integrated Product Set (WP) for Networked Seat (ST)	\$486	\$137
1074	SYB-C-EC1	Sybase Enterprise Connect - Integrated Product Set (WP) for Concurrent User (CU)	\$773	\$220
1075	SYB-N-EC3	Sybase Enterprise Connect - Integrated Product Set (Ent) for Server (SR)	\$5,088	\$1,675
1076	SYB-N-EC4	Sybase Enterprise Connect - Integrated Product Set (Ent) for Networked Seat (ST)	\$824	\$272
1077	SYB-C-EC2	Sybase Enterprise Connect - Integrated Product Set (Ent) for Concurrent User (CU)	\$1,317	\$434
<b>Sybase Enterprise Connect Internet Access License</b>				
1078	SYB-N-EC5	Sybase Enterprise Connect Internet Access License (WP) CPU Charge (IC) for Server (SR)	\$6,166	\$1,729
1079	SYB-N-EC6	Sybase Enterprise Connect Internet Access License (Ent) CPU Charge (IC) for Server (SR)	\$10,500	\$3,450
<b>MainframeConnect for DB2/MVS-CICS</b>				
1080	SYB-N-253	MainframeConnect for DB2/MVS-CICS (Ent) for Server (SR)	\$10,182	\$3,041
1081	SYB-N-254	MainframeConnect for DB2/MVS-CICS (Ent) for Networked Seat (ST)	\$255	\$78
1082	CON-35	MainframeConnect for DB2/MVS-CICS (Ent) Concurrent License	\$458	\$137
<b>Sybase Mainframe Connect Integrated Product Set</b>				
1083	SYB-N-MC1	Sybase Mainframe Connect Integrated Product Set (WP) for Server (SR)	\$18,687	\$5,226
1084	SYB-N-MC2	Sybase Mainframe Connect Integrated Product Set (WP) for Networked Seat (ST)	\$370	\$107
1085	SYB-C-MC1	Sybase Mainframe Connect Integrated Product Set (WP) for Concurrent User (CU) Use Server w/CU	\$669	\$166
1086	SYB-N-MC3	Sybase Mainframe Connect Integrated Product Set (Ent) for Server (SR)	\$15,909	\$5,226
1087	SYB-N-MC4	Sybase Mainframe Connect Integrated Product Set (Ent) for Networked Seat (ST)	\$315	\$107
1088	SYB-C-MC2	Sybase Mainframe Connect Integrated Product Set (Ent) for Concurrent User (CU) Use Server w/CU	\$570	\$166

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CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>Sybase Mainframe Connect Internet Access License</b>				
1089	SYB-N-MC5	Sybase Mainframe Connect Internet Access License (Ent) for Server (SR)	\$8,750	\$2,874
<b>OmniConnect</b>				
1090	SYB-N-259	OmniConnect (WP) for Server (SR)	\$2,990	\$760
1091	SYB-N-260	OmniConnect (WP) for Networked Seat (ST)	\$299	\$78
1092	CON-36	OmniConnect (WP) Concurrent License	\$538	\$137
1093	SYB-N-261	OmniConnect (Ent) for Server (SR)	\$5,091	\$1,520
1094	SYB-N-262	OmniConnect (Ent) for Networked Seat (ST)	\$318	\$95
1095	CON-37	OmniConnect (Ent) Concurrent License	\$573	\$172
<b>Open ServerConnect for CICS; IMS and MVS</b>				
1096	SYB-N-269	Open ServerConnect for CICS; IMS and MVS (Ent) CICS for Server (SR)	\$15,909	\$4,751
1097	SYB-N-271	Open ServerConnect for CICS; IMS and MVS (Ent) CICS for Networked Seat (ST)	\$318	\$95
1098	CON-40	Open ServerConnect for CICS; IMS and MVS (Ent) CICS for Concurrent License	\$573	\$172
1099	SYB-N-270	Open ServerConnect for CICS; IMS and MVS (Ent) IMS and MVS for Server (SR)	\$15,909	\$4,751
1100	SYB-N-271	Open ServerConnect for CICS; IMS and MVS (Ent) IMS and MVS for Networked Seat (ST)	\$318	\$95
1101	CON-41	Open ServerConnect for CICS; IMS and MVS (Ent) IMS and MVS for Concurrent License	\$573	\$172
<b>Open ServerConnect for MVS</b>				
1102	SYB-N-269A	Open ServerConnect for MVS (Ent) for Server (SR)	\$15,909	\$4,751
1103	SYB-N-270A	Open ServerConnect for MVS (Ent) IMS and MVS for Server (SR)	\$15,909	\$4,751
1104	SYB-N-271A	Open ServerConnect for MVS (Ent) for Networked Seat (ST)	\$318	\$95
1105	SYB-N-272A	Open ServerConnect for MVS (Ent) IMS and MVS for Networked Seat (ST)	\$318	\$95
<b>Open ServerConnect for IMS</b>				
1106	SYB-N-269B	Open ServerConnect for IMS (Ent) for Server (SR)	\$15,909	\$4,751
1107	SYB-N-270B	Open ServerConnect for IMS (Ent) IMS for Server (SR)	\$15,909	\$4,751
1108	SYB-N-271B	Open ServerConnect for IMS (Ent) for Networked Seat (ST)	\$318	\$95
1109	SYB-N-272B	Open ServerConnect for IMS (Ent) IMS for Networked Seat (ST)	\$318	\$95

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CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>Open Server</b>				
1110	SYB-N-273	Open Server (WP) for Server (SR)	\$542	\$143
1111	SYB-N-274	Open Server (WP) for Networked Seat (ST)	\$93	\$24
1112	CON-42	Open Server (WP) Concurrent License	\$172	\$47
1113	SYB-N-275	Open Server (Ent) for Server (SR)	\$1,845	\$553
1114	SYB-N-276	Open Server (Ent) for Networked Seat (ST)	\$318	\$95
1115	CON-43	Open Server (Ent) Concurrent License	\$573	\$172
<b>Replication Agent for Oracle</b>				
1116	SYB-N-RAOW1	Replication Agent for Oracle (WP) for Server (SR)	\$5,233	\$1,330
1117	SYB-N-RAOW2	Replication Agent for Oracle (WP) for Networked Seat (ST)	\$523	\$137
1118	CON-1	Replication Agent for Oracle (WP) Concurrent License	\$942	\$244
1119	SYB-N-RAOE1	Replication Agent for Oracle (ENT) for Server (SR)	\$4,455	\$1,330
1120	SYB-N-RAOE2	Replication Agent for Oracle (ENT) for Networked Seat (ST)	\$445	\$137
1121	CON-2	Replication Agent for Oracle (Ent) Concurrent License	\$802	\$244
<b>Replication Agent for SQL Anywhere</b>				
1122	SYB-N-074	Replication Agent for SQL Anywhere (WP) for Server (SR)	\$2,242	\$570
<b>Replication Option for DirectConnects &amp; OmniConnect</b>				
1123	SYB-N-ROPW1	Replication Option for DirectConnects & OmniConnect (WP) for Server (SR)	\$4,485	\$1,141
1124	SYB-N-ROPE1	Replication Option for DirectConnects & OmniConnect (Ent) for Server (SR)	\$5,091	\$1,520
<b>Replication Server</b>				
1125	SYB-N-098	Replication Server (WP) for Server (SR)	\$557	\$143
1126	SYB-N-099	Replication Server (WP) for Networked Seat (ST)	\$108	\$30
1127	CON-3	Replication Server (WP) Concurrent License	\$195	\$53
1128	SYB-N-100	Replication Server (Ent) for Server (SR) [Requires a min. of 5 users]	\$1,906	\$570
1129	SYB-N-101	Replication Server (Ent) for Networked Seat (ST)	\$379	\$113
1130	CON-4	Replication Server (Ent) Concurrent License	\$681	\$208

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CLIN NO.	GSA PART NO.	PRODUCT DESCRIPTION	GSA License Fee Price	GSA SupportNow Extended Plan (7x24) Price
			Sub CLIN AA	Sub CLIN AB
<b>Replication Toolkit for MVS</b>				
1131	SYB-N-RTKE1	Replication Toolkit for MVS 40 (Ent) for Server (SR)	\$22,273	\$6,653
1132	SYB-N-RTKE2	Replication Toolkit for MVS 50 (Ent) for Server (SR)	\$28,637	\$8,554
1133	SYB-N-RTKE3	Replication Toolkit for MVS 60 (Ent) for Server (SR)	\$35,000	\$10,453
1134	SYB-N-RTKE4	Replication Toolkit for MVS 70 (Ent) for Server (SR)	\$44,545	\$13,304
1135	SYB-N-RTKE5	Replication Toolkit for MVS 80 (Ent) for Server (SR)	\$55,682	\$16,630
1136	SYB-N-RTKE6	Replication Toolkit for MVS 90 (Ent) for Server (SR)	\$63,636	\$19,007
1137	SYB-N-RTKE7	Replication Toolkit for MVS 100+ (Ent) for Server (SR)	\$70,000	\$20,906

**INTERNET APPLICATIONS DIVISION**

<b>Sybase Enterprise Application Server Deployment</b>				
1138	SYB-N-EAS1	Sybase Enterprise Application Server Deployment (WP) First CPU Charge for Server (SR)	\$5,606	\$1,567
1139	SYB-N-EAS2	Sybase Enterprise Application Server Deployment (WP) Second CPU Charge & beyond for Server (SR)	\$5,606	\$1,567
1140	SYB-N-EAS3	Sybase Enterprise Application Server Deployment (Ent) First CPU Charge for Server (SR)	\$7,159	\$2,352
1141	SYB-N-EAS4	Sybase Enterprise Application Server Deployment (Ent) Second CPU Charge & beyond for Server (SR)	\$7,159	\$2,352
1142	SYB-N-EAS5	Sybase Enterprise Application Server Deployment (Super Ent) First CPU Charge for Server (SR)	\$11,932	\$3,919
1143	SYB-N-EAS6	Sybase Enterprise Application Server Deployment (Super Ent) Second CPU Charge & beyond for Server (SR)	\$11,932	\$3,919
<b>Sybase Enterprise Application Server Deployment - Dynamic Page Server Only</b>				
1144	SYB-N-EAS7	Sybase Enterprise Application Server Deployment - Dynamic Page Server Only (WP) for Server (SR)	\$1,491	\$991
1145	SYB-N-EAS8	Sybase Enterprise Application Server Deployment - Dynamic Page Server Only (Ent) for Server (SR)	\$1,906	\$1,492
1146	SYB-N-EAS9	Sybase Enterprise Application Server Deployment - Dynamic Page Server Only (Super Ent) for Server (SR)	\$3,178	\$2,483
<b>Sybase Enterprise Application Server Development</b>				
1147	SYB-N-EAS10	Sybase Enterprise Application Server Development (WP) for Standalone Seat (SS)	\$146	N/A
<b>Enterprise Application Studio</b>				
1148	SYB-N-EAS11	Enterprise Application Studio for Standalone Seat (SS)	\$2,789	\$1,735

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CLIN NO.	PRODUCT DESCRIPTION	GSA PRICE
<b>Support Now "Extended" Plan Options</b>		
2001	Additional Contacts within U.S.	\$2,020
2002	Additional Contacts outside U.S.	\$12,120
2003	Additional Contacts outside U.S. (after initial 2)	\$6,060
2004	Scheduled on-site support	\$1515 per day, per person (plus travel & lodging, available within 90 days ARO; 20 days notice)
2005	Emergency after-hours Support	\$606 per hour
2006	Scheduled after-hours Support	
2006AA	Scheduled after-hours Support Daily	\$808/day
2006AB	Scheduled after-hours Support Daily	\$3,535/wk
2006AC	Scheduled after-hours Support Daily	\$12,120/mo

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Professional Services	GSA PRICE
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3001 Principal Consultant

\$168.43/hour

<b>Principal Consultant=\$168.43</b>
<p>Principal Consultants are actively involved in a broad spectrum of customer support and engagement activities to include client and project management, team participation, and relationship building. They inspire clients and consultants alike through your exceptional knowledge of Sybase products and services, project management and superior application development techniques. Principal Consultants exercise sound fiscally responsible judgment both in project management and client management</p> <p>Principal Consultant frequently function as the primary client contact, communicating regularly about schedules, deliverables, and risk. It is expected that they will have the ability to quickly develop an excellent base of knowledge of each client's business, organization and objectives, and to develop relationships with client personnel that fosters the client -Sybase relationship.</p> <p>Additionally, Principal Consultants will...</p> <ul style="list-style-type: none"><li>develop and deliver clear, concise, and informative proposals and written documents that are technically accurate and meet the intended objectives.</li><li>demonstrate an in-depth knowledge and practice of Project Management, SAFE, SDF, and other commonly used methodologies, and quality management.</li><li>demonstrate extensive experience in designing, enabling and maintaining mission critical systems; along with hands-on experience in all phases of development, database design, capacity planning, performance forecasting and system tuning.</li><li>developed well-defined project plans; manage to the project while keeping the client and business manger aware of possible risks and appropriate contingencies.</li><li>provide guidance and technical direction to team members. Mentor those less experienced through formal and informal channels. Give clear direction or demonstrations with reasons or rationale. Recognize accomplishments, provide feedback, and define work objectives and desired outcomes.</li></ul>

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Professional Services

CLIN

GSA PRICE

3002 Senior Consultant

\$147.27/hour

**Senior Consultant=\$147.27**

Senior Consultants are actively involved in a broad spectrum of activities to client and project management, team participation, and relationship building. They are exceptionally knowledgeable about the range of Sybase products and their uses and are thoroughly conversant with new product features. They possess a strong service orientation and find challenge in problem solving complex situations.

Senior Consultants function as the primary client contact, communicating frequently about schedules, deliverables, and risk. In addition they will participate in the process of communicating mutually agreed upon expectations. They will have a good working knowledge of their client's business, organization, and objectives. Senior Consultants require little or no supervision to lead client engagements.

Senior Consultants will also

identify project requirements, strategies and schedules in support of engagement letter (s) and contract(s). Plan, establish, and execute the project work plan and revise as appropriate to meet changing needs and requirements.

monitor time and resource requirements for each task under their control, ensure appropriateness of each.

take the leadership role on design or application development projects.

define project standards and ensure their use.

perform database design through logical and physical requirements. Identify and apply appropriate tools and techniques in support of system development life cycle.

identify problems and recommend appropriate solutions for clients in a wide variety of circumstances.

provide guidance and technical direction to team members. Mentor those less experienced through formal and informal channels. Give clear direction or demonstrations with reasons or rationale. Recognize accomplishments, provide feedback, and define work objectives and desired outcomes.

partner with local management team on sales calls, presentations, proposals, and recruiting.

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Professional Services	GSA PRICE
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3003 Staff Consultant

\$116.16/hour

Staff Consultant=\$116.16
<p>Staff Consultants work on multi-person client-site projects, developing Sybase product expertise as they build applications. Some of the typical roles at this level include programmer, designer, database administrator, or systems administrator on client projects. They also assist in architecture definition projects.</p> <p>Staff Consultants have the skills to develop detailed designs from high-level system designs and transform detailed designs into applications and databases. They also have an understanding of the client portion of the client/server architecture and knowledge of front end tools.</p> <p>Staff Consultants function as the main point of contact with clients on smaller projects developing a rapport with client personnel to foster the relationship between the client and Sybase.</p> <p>Additionally Staff Consultants will...</p> <ul style="list-style-type: none"><li>develop and deliver clear, concise, and informative proposals and client deliverables that are technically accurate, engaging, and interesting.</li><li>carry out technical consulting engagements requiring detailed knowledge of Sybase products. Serve as a programmer, detailed designer, database administrator, or systems administrator on client projects.</li><li>develop detailed systems from higher level designs and interprets and transforms same into unit tested applications and databases.</li><li>analyze, design, develop, modify and maintain software and systems or other related data processing activities.</li></ul>

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CLIN No.	Other Direct Costs	BPA Price
4001	Other Costs – GSA Contract as set forth in Paragraph 1 of Blanket Purchase Agreement	To Be Determined (TBD) in Individual Orders
4002	Enterprise License as set forth in Paragraph 4 of Blanket Purchase Agreement	
4002AA	NT Server	\$472
4002AB	NT Seat	\$93
4002AC	UNIX Server	\$1,304
4002AD	UNIX Seat	\$260
4002AE	LINUX Server	\$472
4002AF	LINUX Seat	\$93
4003	Special Solutions as set forth in Paragraph 6 of Blanket Purchase Agreement	To Be Determined (TBD) in Individual Orders
4004	Fee for Service as set forth in Paragraph 16 of Blanket Purchase Agreement - currently 1% of total costs	To Be Determined (TBD) in Individual Orders
4005	Discount - This CLIN may be used to apply savings received on Software and Maintenance CLINs as a result of discounts set forth in paragraph 3 of BPA.	To Be Determined (TBD) in Individual Orders

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CLIN No.	Description	BPA Price
5001	Leasing of Sybase Products in accordance with Paragraph 28 of BPA.	To Be Determined (TBD) in Individual Orders

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DOD BPA Discount Structure

The following price discounts are off of the net GSA price listed in this Exhibit A and the GSA Contract.

Total GSA Dollars	Discount
Software Licenses	
\$0 - \$249,999	5%
\$250,000 - \$499,999	10%
\$500,000 - \$999,999	13%
\$1,000,000 - \$2,499,999	19%
\$2,500,000+	24%
Maintenance	
\$0 - \$24,999	2%
\$25,000 - \$49,999	12%
\$50,000 - \$99,999	22%
\$100,000 - \$249,999	32%
\$250,000+	42%