

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE J	PAGE OF PAGES 1   13
2. AMENDMENT/MODIFICATION NO. P00010	3. EFFECTIVE DATE 24-Apr-2009	4. REQUISITION/PURCHASE REQ. NO. MIPR6AITCSC003		5. PROJECT NO.(If applicable)
6. ISSUED BY NCRCC - ITEC4 2461 EISENHOWER AVENUE ALEXANDRIA VA 22331-1700	CODE W91QUZ	7. ADMINISTERED BY (If other than item 6) <b>See Item 6</b>		
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) TELOS CORPORATION POLLY M. DOWNEY 19886 ASHBURN RD ASHBURN VA 20147-2358		9A. AMENDMENT OF SOLICITATION NO.		
		9B. DATED (SEE ITEM 11)		
		X	10A. MOD. OF CONTRACT/ORDER NO. W91QUZ-06-D-0001	
		X	10B. DATED (SEE ITEM 13) 24-Apr-2006	
CODE 4GRJ6	FACILITY CODE			
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer 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.				
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 date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).				
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 43.103(b)(3)				
D. OTHER (Specify type of modification and authority)				
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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.) Modification Control Number: sewing091716 The purpose of this modification is to exercise the first two-year option on subject contract. The period of performance for the option is April 24, 2009 through April 23, 2011.  All other terms and conditions remain unchanged.				
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) STEVEN EWING / CONTRACTING OFFICER TEL: 703-325-0262 EMAIL: Steven.Ewing@us.army.mil		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Steven R Ewing</i>	16C. DATE SIGNED 22-Apr-2009	
(Signature of person authorized to sign)		(Signature of Contracting Officer)		

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

**SUMMARY OF CHANGES**

SECTION SF 1449 - CONTINUATION SHEET

SOLICITATION/CONTRACT FORM

SUPPLIES OR SERVICES AND PRICES

CLIN 0003

The option status has changed from Option to Option Exercised.

CLIN 2001 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2001 EXERCISED OPTION	Module 1-Catalog A-Desktop Systems. FFP Desktop platforms with Intel, AMD, or equivalent processors, items that directly support the provided platforms (e.g., various processor clock rates, hard disk drives and upgrades, memory and upgrades, internal optical drives (CD-RW, DVD, DVD-RW/R/+R/-R), video card and memory, ergonomic mouse and keyboard, NICs, multimedia devices, modem cards, USB Ports, interface adapter cards, expansion bay, internal cables, motherboard upgrades, operating systems), PC card readers, smart card readers, and warranty. Contract Type: Fixed Price, with Economic Price Adjustment Discount: 29.50% Catalog#: Telos Managed Solutions e-catalog (TMSe-Cat)  FOB: Destination		Lot	\$0.00	\$0.00
MAX NET AMT					\$0.00

CLIN 2002 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2002 EXERCISED OPTION	Module 1- Catalog B-Portable Systems FFP Portable platforms with Mobile Intel, AMD, or equivalent processors, items that directly support the provided platforms (e.g., various processor clock rates, hard disk drives and upgrades, memory and upgrades, internal optical drives (CD-RW, DVD, DVD-RW/R/+R/-R)), ergonomic mouse, NICs, multimedia devices, modem cards, USB Ports, interface adapter cards, internal cables, batteries, operating systems, soft carrying cases), PC card readers, smart card readers, docking stations, port replicators, and warranty.  Contract Type: Fixed Price, with Economic Price Adjustment Discount: 17.20% Catalog#: Telos Managed Solutions e-catalog (TMSe-Cat)  FOB: Destination		Lot	\$0.00	\$0.00
MAX NET AMT					\$0.00

CLIN 2003 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2003 EXERCISED OPTION	Module 1-Catalog C - Document Processors FFP Document processors/printers, items that directly support the provided processors/printers (e.g. hard disk drives, memory and upgrades, network interface adapters, cables, input trays, duplexers, staplers, output bins), and warranty.  Contract Type: Fixed Price, with Economic Price Adjustment Discount: 9.50% Catalog#: Telos Managed Solutions e-catalog (TMSe-Cat)  FOB: Destination		Lot	\$0.00	\$0.00
MAX NET AMT					\$0.00

CLIN 2004 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2004 EXERCISED OPTION	Module 1-Catalog D-Accessories FFP External accessories/peripherals that connect directly to platforms (except printers and networking) to include displays (e.g. Plasma, DLP, CRT, LCD), input devices (e.g. keyboards, mice, digitizers), external storage (e.g. HDD, optical, ZIP, memory cards, flash drives), uninterruptible power supplies (UPS), scanners, plotters, power strips, USB hubs, airplane/automobile notebook power adapters, PC card reader, smart card readers, PC cards, speakers, external connection cables, hardened transit cases, and warranty. Commercial software products not covered under the DoD Enterprise Software Initiative (ESI) or SmartBUY Program.  Contract Type: Fixed Price, with Economic Price Adjustment Discount: 7.80% Catalog#:Telos Managed Solutions e-catalog (TMSe-Cat)  FOB: Destination		Lot	\$0.00	\$0.00
				MAX NET AMT	\$0.00

CLIN 2005 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2005 EXERCISED OPTION	Module 2-Catalog E-Ruggedized Devices FFP		Lot	\$0.00	\$0.00

Ruggedized portable platforms with Intel, AMD, or equivalent processors, items that directly support the provided platforms (e.g., various processor clock rates, hard disk drives and upgrades, memory and upgrades, internal optical drives (CD-RW, DVD, DVD-RW/R/+R/-R), ergonomic mouse, NICs, multimedia devices, modem cards, USB Ports, interface adapter cards, internal cables, batteries, operating systems, soft carrying cases), PC card reader, smart card readers, docking stations, port replicators, and warranty.

Contract Type: Fixed Price, with Economic Price Adjustment

Discount: 14.10%

Catalog#: Telos Managed Solutions e-catalog (TMSe-Cat)

FOB: Destination

---

MAX  
NET AMT

\$0.00

CLIN 2006 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2006			Lot	\$0.00	\$0.00

EXERCISED  
OPTIONModule 2-Catalog F-Accessories  
FFP

External accessories/peripherals that connect directly to ruggedized notebooks (except printers and networking) to include displays (CRT, LCD), keyboards, mice, external storage (e.g. HDD, optical, ZIP, memory cards, flash drives), uninterruptible power supplies (UPS), power strips, USB hubs, airplane/automobile notebook power adapters, PC card readers, smart card readers, PC cards, external connection cables, hardened transit cases, and warranty. Commercial software products not covered under the DoD Enterprise Software Initiative (ESI) or SmartBUY Program.

Contract Type: Fixed Price, with Economic Price Adjustment

Discount: 7.80%

Catalog#: Telos Managed Solutions e-catalog (TMSe-Cat)

FOB: Destination

---

 MAX  
NET AMT

\$0.00

CLIN 2100 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2100			Lot	\$0.00	\$0.00

EXERCISED  
OPTIONWithin Scope Items  
FFP

The contractor shall provided Within Scope Items in accordance with Part B, paragraph B.1(d)(1), and as negotiated in individual orders under this contract.  
FOB: Destination

---

 MAX  
NET AMT

\$0.00

CLIN 2400 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2400 EXERCISED OPTION	OCONUS Shipping FFP Shipping for deliveries to OCONUS locations in 35 calendar days. In accordance with paragraph B.1(d)(4), and as required in individual orders under this contract. FOB: Destination		Lot	\$0.00	\$0.00
MAX NET AMT					\$0.00

CLIN 2410 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2410 EXERCISED OPTION	Shipping Variations FFP Alternate or additional delivery terms or schedules negotiated under individual orders under this contract in accordance with paragraph B.1(d) (5). FOB: Destination		Lot	\$0.00	\$0.00
MAX NET AMT					\$0.00

CLIN 2500 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2500 EXERCISED OPTION	Related Services FFP FOB: Destination	UNDEFINED		UNDEFINED	\$0.00
MAX NET AMT					\$0.00

SUBCLIN 2500AA is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2500AA EXERCISED OPTION	Services FFP The contractor shall provide Related Services in accordance with paragraph B.1(d)(2), and as negotiated in individual orders under this contract. FOB: Destination	UNDEFINED	Lot	UNDEFINED	\$0.00
MAX NET AMT					\$0.00

SUBCLIN 2500AB is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2500AB EXERCISED OPTION	Other Direct Costs FFP Other direct costs for items used in providing services, including travel, in accordance with paragraph B.1(d)(2), and as negotiated in individual orders under this contract. FOB: Destination	UNDEFINED	Lot	UNDEFINED	\$0.00
MAX NET AMT					\$0.00

SUBCLIN 2500AC is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2500AC EXERCISED OPTION	ADMC-2 Accounting for Contractor Service FFP	UNDEFINED	Lot	UNDEFINED	\$0.00

This CLIN shall be included in every Army order containing services. This CLIN shall be used for the pricing of the collection and reporting of Contractor Manpower Reporting data and will be priced on an individual order basis and shall be in accordance with Part C, paragraph C.5 Contractor Manpower Reporting (CMR).

Reporting period will be the Period of Performance not to exceed twelve (12) months ending 30 September of each Government Fiscal year and must be reported by 31 October of each calendar year.

For each Order, Contractor shall specify the estimated number of direct labor hours required for the CMR reporting of that specific Order, and the applicable estimated direct labor dollars.

FOB: Destination

---

MAX NET AMT	\$0.00
----------------	--------

CLIN 2600 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2600 EXERCISED OPTION	Enterprise Software Initiative (ESI) COST	UNDEFINED	Lot	UNDEFINED	\$0.00

Agreement Software

The contractor shall provide ESI Software in accordance with paragraph B.1(d)(3), and as required in individual orders under this contract.

FOB: Destination

MAX COST	UNDEFINED
----------	-----------

CLIN 2700 is added as follows:

ITEM NO	SUPPLIES/SERVICES	MAX QUANTITY	UNIT	UNIT PRICE	MAX AMOUNT
2700 EXERCISED OPTION	Non-Catalog Items FFP CLINs in this series are for non-catalog items added to the contract under the technology refreshment clause, Part C.2 paragraph s. FOB: Destination	UNDEFINED	Lot	UNDEFINED	\$0.00
					MAX NET AMT
					\$0.00

## DELIVERIES AND PERFORMANCE

The following Delivery Schedule item has been added to CLIN 2001:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2002:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2003:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2004:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2005:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC

POP 24-APR-2009 TO      N/A                      N/A  
23-APR-2011    FOB: Destination

The following Delivery Schedule item has been added to CLIN 2006:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2100:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2400:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2410:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2500:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to SUBCLIN 2500AA:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to SUBCLIN 2500AB:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to SUBCLIN 2500AC:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2600:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to CLIN 2700:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 24-APR-2009 TO 23-APR-2011	N/A	N/A FOB: Destination	

#### INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for CLIN 2001:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for CLIN 2002:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for CLIN 2003:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for CLIN 2004:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for CLIN 2005:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

The following Acceptance/Inspection Schedule was added for CLIN 2006:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for CLIN 2100:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for CLIN 2400:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for CLIN 2410:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for CLIN 2500:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for SUBCLIN 2500AA:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for SUBCLIN 2500AB:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for SUBCLIN 2500AC:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for CLIN 2600:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government
The following Acceptance/Inspection Schedule was added for CLIN 2700:			
INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

(End of Summary of Changes)