ORDER FOF  IPPLIES OR SERVICES

1. DATE OF ORDER: 12/3/2010
2. CONTRACT NO. (if any): HSBP1011D00002

3. ORDER NO. 4. REQUISITION/REFERENCE NO.: HSBP1011D00087 0020061339

5. ISSUING OFFICE (Address correspondence to):
DHS - Customs & Border Protection
Department of Homeland Security
1300 Pennsylvania Ave, NW
Procurement Directorate - NP 1310
Washington DC 20229

7. TO:
a. NAME OF CONTRACTOR: AMERICAN SCIENCE & ENGINEERING INC.
b. COMPANY NAME:

c. STREET ADDRESS: 829 MIDDLESEX TPKE

d. CITY: BILLERICA

8. TYPE OF ORDER:
a. PURCHASE - Reference Your
   Please furnish the following on the terms and conditions specified on both sides of this order and on the attached sheet, if any, including delivery as indicated.

b. DELIVERY - Except for billing instructions on the reverse, this delivery order is subject to instructions contained on this side only of this form and is issued subject to the terms and conditions of the above-numbered contract.

9. ACCOUNTING AND APPROPRIATION DATA

CONTRACTOR TIN: (b) (4)

12. F.O.B. POINT: Not applicable

13. PLACE OF

a. INSPECTION:
b. ACCEPTANCE:

14. GOVERNMENT BILL NO.:

15. DELIVER TO F.O.B. POINT ON OR BEFORE (Date):

09/30/2011

16. DISCOUNT TERMS: Net 30

17. SCHEDULE (See reverse for Rejections)

<table>
<thead>
<tr>
<th>ITEM NO.</th>
<th>SUPPLIES OR SERVICES</th>
<th>QUANTITY ORDERED</th>
<th>UNIT</th>
<th>UNIT PRICE</th>
<th>AMOUNT</th>
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</thead>
<tbody>
<tr>
<td>10</td>
<td>Low Energy Drive Through Portal</td>
<td>(b) (4)</td>
<td>AU</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20</td>
<td>Low Energy Drive Through Portal/Bus</td>
<td></td>
<td>AU</td>
<td></td>
<td></td>
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<tr>
<td>30</td>
<td>Civil Works/Site Prep</td>
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<td>AU</td>
<td></td>
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<tr>
<td>40</td>
<td>Additional Services</td>
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<td>AU</td>
<td></td>
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</tr>
</tbody>
</table>

18. SHIPPING POINT

19. GROSS SHIPPING WEIGHT

20. INVOICE NO.

21. MAIL INVOICE TO:

SEE BILLING

a. NAME: DHS - Customs & Border Protection

INSTRUCTIONS

b. STREET ADDRESS (or P.O. Box): National Finance Center

PO Box 68908

REVERSE

c. CITY:
d. STATE:
e. ZIP CODE: 46268


22. UNITED STATES

BY (Sign):

PREPARED DATE: (REV.)

AUTHORIZING OFFICER: (Typed)

NAME (Typed)

PREVIOUS EDITION NOT VALID

OPTIONAL FORM 347 (4/2006)

Prescribed by GSA/FAR 48 CFR 53.213 (f)
Federal Tax Exempt ID: 72-0408780

Emailing Invoices to CBP. As an alternative to mailing invoices to the National Finance Center as shown on page one of this award you may email invoices to: cbpinvoices@dhs.gov.

NOTES:

1. This delivery order is to purchase [Low Energy Drive Through Portals (LE-DTPs)] provision to acquire [units] under the current base year and total of [units] for the term of the contract.

2. These LE-DTPs will be purchased with American Recovery and Reinvestment Act (ARRA) Appropriations. These units will be acquired off CBP contract HSBP1011D00002 which was competitively awarded on 12/3/2010.

3. The total number of units purchased is hereby increased by [from [units] to [units]].

4. See attached delivery schedule.

5. Total value of this contract is hereby increased by $5,228,806.00 from $31,417,323.00 to $36,646,129.00.

6. All other terms and conditions apply.