

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

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| 1. CONTRACT ID CODE V | PAGE OF PAGES 1 2 |
|---------------------------------|------------------------|

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|--|---|--|--------------------------------|
| AMENDMENT/MODIFICATION NO. P00253 | 3. EFFECTIVE DATE 18-May-2012 | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY USASMDC/ARSTRAT SMOC-RDC PO BOX 1800 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876 | CODE S2205A |

| | |
|--|--|
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 360 LOWELL ST. ANDOVER MA 01810-4400 | 9A. AMENDMENT OF SOLICITATION NO. |
| | 9B. DATED (SEE ITEM 11) |
| | <input checked="" type="checkbox"/> 10A. MOD. OF CONTRACT/ORDER NO. DASG60-98-C-0001 |
| | <input checked="" type="checkbox"/> 10B. DATED (SEE ITEM 13) 30-Jan-1998 |
| CODE 05716 | 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 offer is extended, 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. |
| <input checked="" type="checkbox"/> | 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). |
| | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: |
| | 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.)
 Modification Control Number: [REDACTED] (b)(6)
 The purpose of this modification is correct the CN in Modification P00251, ACRN MX, from CN: GFEB001015913300001 to CN: GFEB001015913300030. All other terms and conditions remain the same and no additional funding has been provided.

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.

| | |
|---|---|
| A. NAME AND TITLE OF SIGNER (Type or print) | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) (b)(6) |
| 15B. CONTRACTOR/OFFEROR | 16B. UNITED STATES OF AMERICA (b)(6) |
| (Signature of person authorized to sign) | (Signature of Contracting Officer) |
| 15C. DATE SIGNED | 16C. DATE SIGNED (b)(6) 18-May-2012 |

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

(End of Summary of Changes)

002502

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|---|---|----------------------------------|--------------------------------|
| AMENDMENT/MODIFICATION NO. PC0254 | 3. EFFECTIVE DATE 18-May-2012 | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
|---|---|----------------------------------|--------------------------------|

| | | | |
|--|-----------------------|--|-----------------------|
| 6. ISSUED BY USASMDC/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876 | CODE S2205A |
|--|-----------------------|--|-----------------------|

| | |
|--|---|
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 350 LOWELL ST. ANDOVER MA 01810-4400 | 9A. AMENDMENT OF SOLICITATION NO. |
| | 9B. DATED (SEE ITEM 11) |
| | X 10A. MOD. OF CONTRACT/ORDER NO. DA.SG60-98-C-0001 |
| | X 10B. DATED (SEE ITEM 13) 30-Jan-1998 |

CODE **05716** 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 offer is extended, 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)
See Schedule

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT/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). |
| C. | THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: |
| X | D. OTHER (Specify type of modification and authority) UNLATERAL: FAR 52.243-2, Changes, and FAR 52.232-22, Limitation of Funds |

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.)
 Modification Control Number: [REDACTED] (b)(6)
 To issue a change order for additional JLENS Limited User Testing (LUT) training due to replacement of soldiers conducting the LUT as outlined in CCAM-CAB-B letters, JLENS-2012-012 and JLENS-2012-018, dated March 30, 2012 and April 26, 2012, respectively. The required training is as follows: Genie Man-Lift Training, Utah Test and Training Range (UTTR), 12 students; Flight Director Training, UTTR, 6 students; and Maintainer Course Training, UTTR, 17 students.

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.

| | |
|---|--|
| A. NAME AND TITLE OF SIGNER (Type or print) | (b)(6) |
| 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign) | 15C. DATE SIGNED DATE SIGNED May-2012 |

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by \$724,879.00 from \$1,920,203,430.00 to \$1,920,928,309.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by [REDACTED] from \$ [REDACTED] to \$ [REDACTED] (b)(4)

The target profit/fee has increased by [REDACTED] from [REDACTED] to [REDACTED] (b)(4)

The total cost of this line item has increased by \$724,879.00 from \$1,682,454,983.00 to \$1,683,179,862.00.

This includes an increase in target cost of [REDACTED] consisting of a [REDACTED] increase in cost and a [REDACTED] increase in facilities capital cost of money, and an increase in target fee of [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money. (b)(4)

CLIN 0030

The total cost of this line item has increased by [REDACTED] from [REDACTED] to [REDACTED] (b)(4)

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBS funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBS funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBS funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, invoiced, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

SUBCLIN 003002 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|--------------|
| 003002 | GFEBS Funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBS001017438300030 | | | | \$719,132.00 |

B-17. INCENTIVE FEE FOR SUBCLIN 0017AA/CLIN 0018 (SEE H-19):

In accordance with FAR 52.216-7, entitled "Allowable Cost and Payments", and FAR 52.216-10, entitled "Incentive Fee", the total amount for reimbursement of cost and fee for performance under SubCLIN 0017AA/CLIN 0018 are set forth below:

Target Cost [REDACTED] (b)(4)

002504

Target Fee [REDACTED] (b)(4)

Incentive Arrangement: Maximum Fee: [REDACTED] (b)(4)
Minimum Fee: [REDACTED]

(Share Ratio: Government/Contractor)

Underrun: [REDACTED] for the amount by which the total allowable cost is less than the target cost until maximum fee is attained. (b)(4)

Overrun: [REDACTED] for the amount by which the total allowable cost exceeds the target cost until minimum fee is attained. (b)(4)

FAR 52.216-10, INCENTIVE, paragraph (e)(1), is stated as follows:

(e) Fee Payable.

(1) The fee payable under this contract shall be the target fee increased by [REDACTED] cents for every dollar that the total allowable cost is less than the target cost or decreased by [REDACTED] cents for every dollar that the total allowable cost exceeds the target cost. In no event shall the fee be greater than [REDACTED] percent or less than [REDACTED] percent of the target cost. (b)(4)

B-18. TARGET COST, TARGET FEE, MINIMUM INCENTIVE FEE, MAXIMUM INCENTIVE FEE, AND INCENTIVE ARRANGEMENT FOR SUBCLIN 0017AA/CLIN 0018:

SUBCLIN 0017AA – (Two SDD JLENS Systems)

- a. Target cost: [REDACTED] (b)(4)
- b. Target fee: [REDACTED] (b)(4)
- c. Minimum incentive fee: [REDACTED] (b)(4)
- d. Maximum incentive fee: [REDACTED] (b)(4)
- e. Total target cost and target fee: \$1,683,179,862

3. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$719,132.00 from \$1,876,986,879.63 to \$1,877,706,011.63.

SUBCLIN 003002 (GFEBs funding for SubCLIN 0017AA):

Funding on SUBCLIN 003002 is initiated as follows:

ACRN: MX

CIN: GFEBs001017438300030

002505

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1

6100.9000021001

Increase: \$719,132.00

Total: \$719,132.00

Cost Code: A5XFJ

Target Cost, Target Fee, and total for the above increase of \$719,132 is distributed as follows and includes an increase in target cost of [redacted] of cost and [redacted] of facilities capital cost of money) and an increase in target fee of [redacted]

(b)(4)
(b)(4)

| | |
|-------------|------------|
| Target Cost | [redacted] |
| Target Fee | [redacted] |
| Total | \$719,132 |

(b)(4)
(b)(4)
(b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> |
|--|--------------------|--------------------------|--------------------------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,682,454,983 | \$724,879 | \$ 1,683,179,862 |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [redacted] | [redacted] | \$ [redacted] (b)(4) |
| (3) Amount Separately Obligated for Payment of Fee: | [redacted] | [redacted] | \$ [redacted] (b)(4) |
| (4) Total Amount Allotted and Obligated: | \$1,643,784,189.27 | \$719,132 | \$1,644,503,321.27 |
| (5) Net Amount Required for Full Funding | \$ 38,670,793.73 | \$ 5,747 | \$ 38,676,540.73 |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

4. SECTION H – SPECIAL CONTRACT REQUIREMENTS is revised as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraph c., is revised as follows:

a. General.

SubCLIN 0017AA, System Development and Demonstration (SDD), is a cost-plus-incentive-fee (CPIF) Line Item with cost and schedule incentives as described below. Paragraph H-19(b) applies only to the Cost Incentive and Paragraph H-19(c) applies only to the Schedule Incentive. The contract price amount of \$1,683,179,862 includes a target cost of [redacted] which includes [redacted] of cost and [redacted] of facilities capital cost of money) and a target incentive fee of [redacted] which is [redacted] of target cost less facilities capital cost of money.

(b)(4)
(b)(4)

b. Cost Incentive.

(1) The target fee payable under SubCLIN 0017AA is [redacted] of the target cost less facilities capital cost of money [redacted] an amount equal to [redacted]

(b)(4)
(b)(4)

002506

(2) The maximum fee payable under SubCLIN 0017AA is [redacted] of the target cost less facilities capital cost of money [redacted] an amount equal to [redacted]

(b)(4)
(b)(4)

(3) The minimum fee payable under SubCLIN 0017AA is [redacted] of the target cost less facilities capital cost of money [redacted] an amount equal to [redacted]

(b)(4)
(b)(4)

(4) Fee will be adjusted for actual cost that is less than or more than the target cost stated above using a share ratio of [redacted] Government / [redacted] Contractor for actual costs less than the target cost, and a ratio of [redacted] Government / [redacted] Contractor for actual costs greater than the target cost range applied according to Paragraph H-19(c)(1).

(b)(4)
(b)(4)

(5) Nothing stated in this clause shall take precedence over the clause 52.216-10 - Incentive Fee contained in this contract.

c. Schedule and Performance Incentive.

(1) A maximum [redacted] "flat zone" will be established at the target cost value of [redacted] with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from \$ [redacted] to \$ [redacted] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00253, only [redacted] of the maximum [redacted] "flat zone" has been acknowledged as earned.)

(b)(4)
(b)(4)
(b)(4)

(a) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the SDD System Functional Review NLT 2nd Quarter, Fiscal Year 2007. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [redacted] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, [redacted]

(b)(4)

(b)(4)
(b)(4)
(b)(4)
(b)(4)

(b) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of SDD Orbit Critical Design review NLT 2nd Quarter, Fiscal Year 2009. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [redacted] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, [redacted]

(b)(4)

(b)(4)
(b)(4)

(c) [redacted] % of the maximum benefit of the "flat zone", earned by the conduct of the Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 11/1/11. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [redacted] or [redacted] of the available [redacted] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

(b)(4)

(b)(4)

(d) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 11/1/11.

(b)(4) (b)(4)

(e) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 11/1/11.

(b)(4) (b)(4)

(f) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 11/1/11.

(b)(4) (b)(4)

002507

(3) For Earned Value and cost reporting purposes, the target cost value of \$1,463,647,573 will be used.

d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to the Option will be incorporated in accordance with the incentive fee structure of this provision.

5. The following is an update to Modification P00252 showing a summary of funding by ACRN through Modification P00254:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |

002508

| | |
|----|------------------|
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |

002509

| | |
|----|------------------|
| ME | \$0.00 |
| MF | \$270,514,880.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$53,693,415.00 |

6. The following is an update to Modification P00252 showing a summary of funding by CLIN by ACRN through Modification P00254:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|----------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | <u>440,100.00</u> |
| | | | |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| | | | |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |

002510

| | | | |
|-------------|----|----------------|----------------------|
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |
| | | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 | |
| CLIN 0017 | KM | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 | |
| CLIN 0017AA | BX | 1,146,000.00 | |
| CLIN 0017AA | BW | 84,896,852.00 | |
| CLIN 0017AA | BZ | 0.00 | |
| CLIN 0017AA | KM | 192,793,000.00 | |
| CLIN 0017AA | KN | 0.00 | |
| CLIN 0017AA | KQ | 66,151.00 | |

002511

| | | |
|-------------|----|-------------------------|
| CLIN 0017AA | KS | 0.00 |
| CLIN 0017AA | KT | 386,204,200.00 |
| CLIN 0017AA | KU | 2,203,183.00 |
| CLIN 0017AA | KY | 0.00 |
| CLIN 0017AA | LC | 200,000.00 |
| CLIN 0017AA | LD | 7,943,648.00 |
| CLIN 0017AA | LE | 0.00 |
| CLIN 0017AA | LH | 400,000.00 |
| CLIN 0017AA | LJ | 7,476.00 |
| CLIN 0017AA | LK | 281,575,897.00 |
| CLIN 0017AA | LQ | 235,566.00 |
| CLIN 0017AA | LS | 6,069,616.00 |
| CLIN 0017AA | LT | 530,377.00 |
| CLIN 0017AA | LU | \$9,100,000.00 |
| CLIN 0017AA | LV | \$1,957,265.00 |
| CLIN 0017AA | LW | \$255,567.00 |
| CLIN 0017AA | LX | \$68,000.00 |
| CLIN 0017AA | LY | \$264,807,424.52 |
| CLIN 0017AA | MB | \$375,000.00 |
| CLIN 0017AA | MC | \$2,283,481.00 |
| CLIN 0017AA | MD | \$8,573.00 |
| CLIN 0017AA | ME | \$0.00 |
| CLIN 0017AA | MF | \$270,514,880.00 |
| CLIN 0017AA | MH | \$213,390.00 |
| CLIN 0017AA | MJ | \$858,495.00 |
| CLIN 0017AA | MK | \$56,076.00 |
| CLIN 0017AA | ML | \$116,044.00 |
| CLIN 0017AA | MM | \$1,618,600.00 |
| CLIN 0017AA | MN | \$2,573,000.00 |
| CLIN 0017AA | MP | \$250,000.00 |
| CLIN 0017AA | MQ | \$691,421.00 |
| CLIN 0017AA | MR | \$0.00 |
| CLIN 0017AA | MS | \$700,000.00 |
| CLIN 0017AA | MT | \$16,289,524.00 |
| CLIN 0017AA | MV | \$39,921,199.75 |
| CLIN 0017AA | MW | \$10,000,000.00 |
| CLIN 0017AA | MX | \$53,693,415.00 |
| | | 1,644,503,321.27 |
| CLIN 0017AB | KL | 118,250.00 |
| | | 118,250.00 |

002512

| | | | |
|-------------|----|--------------|-------------------|
| CLIN 0017AC | BZ | 190,000.00 | <u>190,000.00</u> |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | <u>0.00</u> |
| CLIN 0017AE | LL | 173,798.00 | 173,798.00 |
| CLIN 0017AH | KT | 173,798.00 | <u>173,798.00</u> |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |

002513

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE
V

PAGE OF PAGES
1 | 10

AMENDMENT/MODIFICATION NO
P00255

3. EFFECTIVE DATE
24-May-2012

4. REQUISITION/PURCHASE REQ. NO.

5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
USASMDC/ARSTRAT
SMDC-RDC
PO BOX 1500
HUNTSVILLE AL 35807-3801

7. ADMINISTERED BY (If other than item 6) CODE
DCMA RAYTHEON
50 APPLE HILL DRIVE
M/S T2FR2
TEWKSBURY MA 01876

S2205A

8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code)
RAYTHEON COMPANY
350 LOWELL ST.
ANDOVER MA 01810-4400

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

X 10A. MOD. OF CONTRACT/ORDER NO.
DASC60-98-C-0001

X 10B. DATED (SEE ITEM 13)
30-Jan-1998

CODE 05716 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 offer is extended, 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)
See Schedule

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT/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).

C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:

X D. OTHER (Specify type of modification and authority)
UNILATERAL: FAR 52.232-22, "Limitation of Funds"

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.)
Modification Control Number: [REDACTED] (b)(6)
To increase incremental funding in the amount of \$5,747. (b)(6)

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.

A. NAME AND TITLE OF SIGNER (Type or print)

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) (b)(6) (b)(6)

15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)

15C. DATE SIGNED

16B. NAME AND TITLE OF CONTRACTING OFFICER (Signature of Contracting Officer)

16C. DATE SIGNED (b)(6) (b)(6)
24-May-2012

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 0030

The total cost of this line item has increased by \$5,747.00 from \$53,693,415.00 to \$53,699,162.00. *

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, invoiced, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

SUBCLIN 003003 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|------------|
| 003003 | GFEBs Funding for SubCLIN 0017 CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBs001017438400030 | | | | \$5,747.00 |

2. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$5,747.00 from \$1,877,706,011.63 to \$1,877,711,758.63.

SUBCLIN 003003:

Funding on SUBCLIN 003003 is initiated as follows:

ACRN: MX

CIN: GFEBs001017438400030

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$5,747.00

Total: \$5,747.00

Cost Code: A5XFJ

002516

Target Cost, Target Fee, and total for the above increase of [redacted] distributed as follows and includes an increase in target cost of [redacted] of cost and [redacted] of facilities capital cost of money) and an increase in target fee of \$403.

(b)(4) (b)(4) (b)(4)

| | |
|-------------|------------|
| Target Cost | [redacted] |
| Target Fee | [redacted] |
| Total | \$5,747 |

(b)(4) (b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> |
|--|--------------------|--------------------------|--------------------------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,683,179,862 | \$ 0 | \$ 1,683,179,862 |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [redacted] | [redacted] | [redacted] |
| (3) Amount Separately Obligated for Payment of Fee: | [redacted] | [redacted] | [redacted] |
| (4) Total Amount Allotted and Obligated: | \$1,644,503,321.27 | \$5,747 | \$1,644,509,068.27 |
| (5) Net Amount Required for Full Funding | \$ 38,676,540.73 | (\$5,747) | \$ 38,670,793.73 |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

3. The following is an update to Modification P00254 showing a summary of funding by ACRN through Modification P00255:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |

002517

| | |
|----|------------------|
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |

002518

| | |
|----|------------------|
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,514,880.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$53,699,162.00 |

4. The following is an update to Modification P00254 showing a summary of funding by CLIN by ACRN through Modification P00255:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|-------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | 440,100.00 |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |

002519

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 | |

002520

| | | | |
|-------------|----|-----------------|-------------------------|
| CLIN 0017AA | MN | \$2,573,000.00 | |
| CLIN 0017AA | MP | \$250,000.00 | |
| CLIN 0017AA | MQ | \$691,421.00 | |
| CLIN 0017AA | MR | \$0.00 | |
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$53,699,162.00 | |
| | | | <u>1,644,509,068.27</u> |
| CLIN 0017AB | KL | 118,250.00 | |
| | | | <u>118,250.00</u> |
| CLIN 0017AC | BZ | 190,000.00 | |
| | | | <u>190,000.00</u> |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | <u>173,798.00</u> |
| CLIN 0017AH | KT | 173,798.00 | |
| | | | <u>173,798.00</u> |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |

002522

| | | | |
|--------------|----|-----------------|----------------------|
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | |
| | | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | |
| | | | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |

002523

* CLIN 0030 has been established for the sole purpose of obligating GFEBS funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBS funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

002524

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE: V
PAGE OF PAGES: 1 | 10

2. AMENDMENT/MODIFICATION NO.: P00256
3. EFFECTIVE DATE: 19-Jun-2012
4. REQUISITION/PURCHASE REQ. NO.:
5. PROJECT NO. (If applicable):

6. ISSUED BY: USASMDCARSTRAT, SMDC-RDC, PO BOX 1500, HUNTSVILLE AL 35807-3801
CODE: W9113M
7. ADMINISTERED BY (If other than item 6): ODMA RAYTHEON, 50 APPLE HILL DRIVE, M/S T2FR2, TEWKSBURY MA 01878
CODE: S2205A

8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code): RAYTHEON COMPANY, 380 LOWELL ST., ANDOVER MA 01810-4400
9A. AMENDMENT OF SOLICITATION NO.:
9B. DATED (SEE ITEM 11):
X 10A. MOD. OF CONTRACT/ORDER NO.: DASG60-98-C-0001
10B. DATED (SEE ITEM 13):
X 30-Jan-1998
CODE: 05716 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 offer is extended, 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)
See Schedule

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT/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).
 C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
 X D. OTHER (Specify type of modification and authority) UNILATERAL: FAR 52.232-22, "Limitation of Funds"
 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.)
 Modification Control Number: [REDACTED]
 To provide incremental funding in the amount of \$16,000,000. (b)(6)
 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. (b)(6)

A. 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. NUMBER AND DATE OF SIGNATURE (Signature of Contracting Officer)
 16C. DATE SIGNED: 19-Jun-2012

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 0030

The total cost of this line item has increased by \$16,000,000.00 from \$53,699,162.00 to \$69,699,162.00.*

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, invoiced, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

SUBCLIN 003004 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|-----------------|
| 003004 | GFEBs Funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBs001019081700030 | | | | \$16,000,000.00 |

2. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$16,000,000.00 from \$1,877,711,758.63 to \$1,893,711,758.63.

SUBCLIN 003004:

Funding on SUBCLIN 003004 is initiated as follows:

ACRN: MX

CIN: GFEBs001019081700030

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$16,000,000.00

Total: \$16,000,000.00

002526

Cost Code: A5XFJ

Target Cost, Target Fee, and total for the above increase of [REDACTED] is distributed as follows and includes an increase in target cost of [REDACTED] ([REDACTED] of cost and \$ [REDACTED] of facilities capital cost of money) and an increase in target fee of \$ [REDACTED]

(b)(4)
(b)(5)

| | |
|-------------|--------------|
| Target Cost | [REDACTED] |
| Target Fee | [REDACTED] |
| Total | \$16,000,000 |

(b)(4)
(b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> |
|--|--------------------|--------------------------|---------------------------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,683,179,862 | \$ 0 | \$ 1,683,179,862 |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [REDACTED] | [REDACTED] | [REDACTED] (b)(4) |
| (3) Amount Separately Obligated for Payment of Fee: | \$ [REDACTED] | [REDACTED] | \$ [REDACTED] (b)(4) |
| (4) Total Amount Allotted and Obligated: | \$1,644,509,068.27 | \$16,000,000 | \$1,660,509,068.27 (b)(4) |
| (5) Net Amount Required for Full Funding | \$ 38,670,793.73 | (\$16,000,000) | \$ 22,670,793.73 |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

3. The following is an update to Modification P00255 showing a summary of funding by ACRN through Modification P00256:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |

002527

| | |
|----|----------------|
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |

002528

| | |
|----|------------------|
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,514,880.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$69,699,162.00 |

4. The following is an update to Modification P00255 showing a summary of funding by CLIN by ACRN through Modification P00256:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|-------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | 440,100.00 |
| CLIN 0003 | AB | 2,298,235.00 | |

002529

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |

002530

| | | | |
|-------------|----|------------------|----------------------|
| CLIN 0013 | AU | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |
| | | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 | |
| CLIN 0017 | KM | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 | |
| CLIN 0017AA | BX | 1,146,000.00 | |
| CLIN 0017AA | BW | 84,896,852.00 | |
| CLIN 0017AA | BZ | 0.00 | |
| CLIN 0017AA | KM | 192,793,000.00 | |
| CLIN 0017AA | KN | 0.00 | |
| CLIN 0017AA | KQ | 66,151.00 | |
| CLIN 0017AA | KS | 0.00 | |
| CLIN 0017AA | KT | 386,204,200.00 | |
| CLIN 0017AA | KU | 2,203,183.00 | |
| CLIN 0017AA | KY | 0.00 | |
| CLIN 0017AA | LC | 200,000.00 | |
| CLIN 0017AA | LD | 7,943,648.00 | |
| CLIN 0017AA | LE | 0.00 | |
| CLIN 0017AA | LH | 400,000.00 | |
| CLIN 0017AA | LJ | 7,476.00 | |
| CLIN 0017AA | LK | 281,575,897.00 | |
| CLIN 0017AA | LQ | 235,566.00 | |
| CLIN 0017AA | LS | 6,069,616.00 | |
| CLIN 0017AA | LT | 530,377.00 | |
| CLIN 0017AA | LU | \$9,100,000.00 | |
| CLIN 0017AA | LV | \$1,957,265.00 | |
| CLIN 0017AA | LW | \$255,567.00 | |
| CLIN 0017AA | LX | \$68,000.00 | |
| CLIN 0017AA | LY | \$264,807,424.52 | |
| CLIN 0017AA | MB | \$375,000.00 | |
| CLIN 0017AA | MC | \$2,283,481.00 | |
| CLIN 0017AA | MD | \$8,573.00 | |
| CLIN 0017AA | ME | \$0.00 | |
| CLIN 0017AA | MF | \$270,514,880.00 | |
| CLIN 0017AA | MH | \$213,390.00 | |
| CLIN 0017AA | MJ | \$858,495.00 | |
| CLIN 0017AA | MK | \$56,076.00 | |

002531

| | | | |
|-------------|----|-----------------|-------------------------|
| CLIN 0017AA | ML | \$116,044.00 | |
| CLIN 0017AA | MM | \$1,618,600.00 | |
| CLIN 0017AA | MN | \$2,573,000.00 | |
| CLIN 0017AA | MP | \$250,000.00 | |
| CLIN 0017AA | MQ | \$691,421.00 | |
| CLIN 0017AA | MR | \$0.00 | |
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$69,699,162.00 | |
| | | | <u>1,660,509,068.27</u> |
| CLIN 0017AB | KL | 118,250.00 | |
| | | | <u>118,250.00</u> |
| CLIN 0017AC | BZ | 190,000.00 | |
| | | | <u>190,000.00</u> |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | <u>173,798.00</u> |
| CLIN 0017AH | KT | 173,798.00 | |
| | | | <u>173,798.00</u> |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |

002532

| | | | |
|--------------|----|-----------------|----------------------|
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | |
| | | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | |
| | | | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |
| CLIN 000304* | MX | \$16,000,000.00 | |
| | | | <u>69,699,162.00</u> |

002533

* CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

002534

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE: **V** PAGE OF PAGES: **1 | 18**

2. AMENDMENT/MODIFICATION NO.: **P00257** 3. EFFECTIVE DATE: **16 AUG 12** 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)

6. ISSUED BY: **UNBEMDCMSTRAT**
SMDC-RDC
PO BOX 380
HUNTSVILLE AL 35897-3801 CODE: **WD113M** 7. ADMINISTERED BY (If other than Item 6): **DOMA RAYTHEON**
50 APPLE HILL DRIVE
MSR TOWER
TEWSBURY MA 01876 CODE: **82206A**

8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code): **RAYTHEON COMPANY**
300 LOWELL ST.
ANDOVER MA 01810-4400 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MOD. OF CONTRACT/ORDER NO. **X** **DASG00-98-C-0001** 10B. DATED (SEE ITEM 13) **X** **30-Jan-1998**

CODE **05716** FACILITY CODE

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is extended as set forth in Item 14. The hour and date specified for receipt of offer is extended, 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 11 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)
See Schedule

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT 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 82.232-22, Limitation of Funds and FAR 43.103(a)(3), Mutual Agreement**
- D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return **1** 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: **[REDACTED]**
 To provide incremental funding in the amount of \$16,000,000; to revise Section H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDO) to modify the flat spot incentive criteria to defer one performance criteria from the Integrated Fire Control (IFC) event to the Functional Configuration Audit (FCA) #1 event and to add additional flat spot incentive criteria to increase the flat spot incentive opportunity in the future; and to revise Section J to include the revised flat spot incentive criteria and a revision to Contract Data Requirements List (CDRL) B004. 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 herein first changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF CONTRACTING OFFICER: **[REDACTED]** 16A. NAME AND TITLE OF CONTRACTOR: **[REDACTED]**
 15B. SIGNATURE OF CONTRACTING OFFICER: **[REDACTED]** 16B. SIGNATURE OF CONTRACTOR: **[REDACTED]**
 15C. DATE SIGNED: **8/16/2012** 16C. DATE SIGNED: **16 Aug 12**

002535

(b)(6)
 (b)(6)
 (b)(6)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 0030

The total cost of this line item has increased by \$16,000,000.00 from \$69,699,162.00 to \$85,699,162.00.*

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBS funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBS funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBS funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, invoiced, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

SUBCLIN 003005 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|-----------------|
| 003005 | GFEBS Funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBS001015913300030 | | | | \$16,000,000.00 |

2. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$16,000,000.00 from \$1,893,711,758.63 to \$1,909,711,758.63.

SUBCLIN 003005:

Funding on SUBCLIN 003005 is initiated as follows:

ACRN: MX

CIN: GFEBS001015913300030

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$16,000,000.00

Total: \$16,000,000.00

002536

Cost Code: A5XFJ

Target Cost, Target Fee, and total for the above increase of [redacted] is distributed as follows and includes an increase in target cost of [redacted] of cost and [redacted] facilities capital cost of money) and an increase in target fee of [redacted]

(b)(4)
(b)(4)

| | |
|-------------|--------------|
| Target Cost | [redacted] |
| Target Fee | [redacted] |
| Total | \$16,000,000 |

(b)(4)
(b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> |
|--|--------------------|--------------------------|--------------------------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,683,179,862 | \$ 0 | \$ 1,683,179,862 |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [redacted] | [redacted] | [redacted] (b)(4) |
| (3) Amount Separately Obligated for Payment of Fee: | [redacted] | \$ [redacted] | [redacted] (b)(4) |
| (4) Total Amount Allotted and Obligated: | \$1,660,509,068.27 | \$16,000,000 | \$1,676,509,068.27 |
| (5) Net Amount Required for Full Funding | \$ 22,670,793.73 | (\$16,000,000) | \$ 6,670,793.73 |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

3. SECTION H – SPECIAL CONTRACT REQUIREMENTS is revised as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraph c., is revised as follows:

c. Schedule and Performance Incentive.

(1) A maximum [redacted] "flat zone" will be established at the estimated cost value of [redacted] with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from [redacted] to [redacted] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00257, only [redacted] of the maximum [redacted] "flat zone" has been acknowledged as earned.) (b)(4)

(a) [redacted], [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the SDD System Functional Review NLT 2nd Quarter, Fiscal Year 2007. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [redacted] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 5 March 2007 from [redacted] (b)(4)

(b)(6)
(b)(6)

(b) [redacted], [redacted] of the maximum benefit of the "flat zone", earned by the conduct of SDD Orbit Critical Design review NLT 2nd Quarter, Fiscal Year 2009. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [redacted]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the

(b)(4)
(b)(4)

002537

contract. Reference letter, dated 12 January 2009, from [REDACTED]

(b)(6)
(b)(6)

(c) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of \$ [REDACTED] or [REDACTED] of the available [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

(b)(4)
(b)(4)

(d) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12.

(b)(4)

(e) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [REDACTED] or [REDACTED] of the available \$ [REDACTED]. * Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.) *NOTE: The potential has been decreased from [REDACTED] to [REDACTED] due to movement of the [REDACTED] incentive for [REDACTED]

(b)(4)
(b)(4)
(b)(4)

[REDACTED]

(b)(3)(A)
(i)&Title 10 Sec 130 (a)(b)

(f) [REDACTED] * [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *Note: The potential has been increased from \$ [REDACTED] to \$ [REDACTED] due to movement of the \$ [REDACTED] incentive for [REDACTED]

(b)(3)(A) (b)(4)
(i)&Title 10 Sec 130 (a)(b)

[REDACTED]

(g) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of Developmental Test 2 (DT-2) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(3)(A) (b)(4)
(i)&Title 10 Sec 130 (a)(b)

(h) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Early User Test (previously defined as Limited User Test) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(i) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Final Functional Configuration Audit (FCA) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

* These additional incentives are added to the contract contingent upon agreement to a pending contract ceiling increase. Should the parties not be able to reach agreement on such increase, the Government reserves the right to rescind the incentives.

(3) For Earned Value and cost reporting purposes, the estimated cost value of [REDACTED] will be used.

(b)(4)

d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to

002538

the Option will be incorporated in accordance with the incentive fee structure of this provision.

4. SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following has been revised:

| <u>TITLE</u> | <u>DATE</u> | <u># OF PAGES</u> | |
|---|----------------------------------|-------------------|---|
| Contract Security Classification Specification (DD Form 254), Revision 13 (Added per Modification P00235) | 14 Apr 11 | 13 | |
| JLENS Software Source Code Specifically Negotiated License, License Number JLENS-SWLA-01 (Added per Modification P00166) | 04 Sep 08 | 8 | |
| <u>CLIN 0017:</u> JLENS System Development and Demonstration (SDD) Program Statement of Work (Revised by Incorporating CSDR Plans dated 20 Febr 2007 in Appendix C per Modification P00136) | 30 Nov 06 - Revised 20 Feb 07 | 37 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work (Added per Modification P00187) | Revised 06 Apr 09 | 38 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work, Revision 2 (Added per Modification P00207) | Revised 09 Mar 10 | 36 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work, Revision 3 (Added per Modification P00239) | Revised 01 Sep 11 | 36 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work (Added per Modification P00240) | Revised 26 Sep 11 | 36 | |
|  | March 08 | 1 | (b)(3)(A)(i)&Title 10 Sec 130 (a)(b) |
| Contract Data Requirements List (DD Form 1423) Exhibit A with Distribution List & Data Item Nos. B001 through B062 (Replace Data Item Nos. B026 and B027, only Per Modification P00136) | 01 Dec 06 | 63 | |
| (Replace Data Item Nos. B048 and B049, only Per Modification P00143 & to add statement in Section A of Modification P00143) | Revised 05 Apr 07 | | |
| (Replace Data Item No. B033 only, per Modification P00161) | Revised 24 Oct 07 | | |
| | Revised 11 Jul 08 | 1 | |
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B001 and B014 (Added per Modification P00187) | Revised 07 May 09 | 2 | |

002539

| | | |
|---|--------------------------|----------|
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B002 through B062 (less B014) (Added per Modification P00187) | Revised 20 Mar 09 | 60 |
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B001 and B014 (Added per Modification P00239) | Revised 30 Aug 11 | 2 |
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B004 (Added per Modification P00257) | Revised 31 Jul 12 | 1 |

*Added statement below to address weekends/Holidays: 24 October 07
(In Mod P00143)

*Per a mutual agreement between Raytheon and JLENS Product Office all Contract Data Requirements List (CDRL's) (DD Form 1423) are due on the next business day after the required due date if the due date falls on Saturday, Sunday or a Government Holiday. In addition, for any CDRL with a requirement to resubmit within 10 days or less after receipt of comments, where Raytheon receives the comments on a Friday, the timeframe for resubmittal will begin on the next business day. Statement added in Mod P00143 on 24 Oct. 2007.

| | | |
|--|-------------------|----|
| GFE/GFP/GFS List for SDD | 28 Nov 06 | 2 |
| Replaced with Rev. B List | 15 Oct 07 | 6 |
| **Add items below | Revised 22 Oct 07 | |
| For record-keeping purposes (Per Mod P00143) | | |
| Replaced with Revision C List (Per Modification P00183) | 09 Mar 09 | 12 |
| Replaced with Revision D List (Per Modification P00207) | 23 Feb 10 | 11 |

**Per the DCMA and [REDACTED] Raytheon is authorized rent free use on a non-interference use of the equipment listed below for utilization on JLENS Fire Control Radar Prime Contract DASG60-98-C- (b)(4) 0001 for the period from 19 April 2007 through 30 September 2011.



(b)(3)
(A)

Hereby added in Mod P00148 for tracking purposes:
Originated in Basic Contract:
Government Furnished Equipment - Spiral 1
(Spiral 1 Equipment Transferred to Government

20 Jun 03 1 List
25 Mar 07* 34 pages

002540

Contract DASG60-00-C-0091 DD Form 1149 (attached) (Revised 21 Nov 07)* 34 pages
[Redacted] (b)(6)

Ship to address:
[Redacted] (b)(4)

*NOTE: Items 1-1060 transferred to Contract DASG60-00-C-0091 per revised GFE list dated 21 Nov 07. Items 1061 – 1116 GFE items retained on Contract DASG60-98-C-0001 for Spiral 2 per GFE list dated 25 Mar 07.

| | | |
|---|------------------|----------|
| JLENS Performance Specification, MIS-PRF-55628, Revision A (Added by reference per Modification P00168) | 27 Jun 08 | 136 |
| Annex A to the JLENS Performance Specification, MIS-PRF-55628, Revision A (Added by reference per Modification P00168) | 27 Jun 08 | 10 |
| JLENS SDD DD250 Plan (Added per Modification P00207) | 11 Dec 09 | 5 |
| Engineering Change Proposal (ECP) MI-N3893, Revision 2, CDRL B039-005b | 15 Nov 10 | 15 |
| Engineering Change Proposal (ECP) MI-N3894, CDRL B039-006 | 18 Aug 10 | 16 |
| Engineering Change Proposal (ECP) MI-N3895, CDRL B039-007 | 28 Sep 10 | 50 |
| Engineering Change Proposal (ECP) JL1359 (Added per Modification P00240) | 20 Jun 11 | 7 |
| Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c) (Added per Modification P00242) | 01 Nov 11 | 4 |
| Revised Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c) (Added per Modification P00257) | 10 Aug 12 | 7 |
| Test Spares List (Added per Modification P00247) | Undated | 8 |
| <u>CLINs 0023 and 0024</u> JLENS Simulation Support SOW dated 28 January 2008 [Redacted] (b)(3)(A) Simulation Support Tasks (Added per Mod P00160) | 28 January 2008 | 2 |
| <u>CLIN 0025</u> | | |
| JLENS Integrated Fire Control Demonstration Program | 14 Sep 09 | 3 |

002541

Statement of Work, Revision 5
(Added per Modification P00211)

| | | |
|--|-----------|----|
| JLENS Integrated Fire Control Demonstration Program Program and Technical Clarification Description, incorporated herein by reference (Added per Modification P00211) | 30 Mar 10 | 26 |
|--|-----------|----|

| | | |
|---|-----------|----|
| Contract Data Requirements List (DD Form 1423) Exhibit B, Data Items Nos. B001 through B004, with Data Item Descriptions (Added per Modification P00165) | 16 Oct 07 | 19 |
|---|-----------|----|

| | | |
|--|-----------|---|
| Contract Data Requirements List (DD Form 1423), CLIN 0028, Exhibit B, Data Item Nos. B001 through B006 (Added per Modification P00211) | 16 Jun 10 | 6 |
|--|-----------|---|

CLIN 0027

| | | |
|---|---------|---|
| JLENS System Integration Lab (SIL) Equipment List (Added per Modification P00196) | Undated | 6 |
|---|---------|---|

| | | |
|---|-----------|---|
| Revision to System Integration Lab (SIL) Equipment List (Added per Modification P00217) | 02 Aug 10 | 6 |
|---|-----------|---|

5. The following is an update to Modification P00256 showing a summary of funding by ACRN through Modification P00257:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |

00254a

| | |
|----|------------------|
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |

002543

| | |
|----|------------------|
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,514,880.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$85,699,162.00 |

6. The following is an update to Modification P00256 showing a summary of funding by CLIN by ACRN through Modification P00257:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|-------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | <u>440,100.00</u> |
| | | | |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |

002544

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |

002545

| | | | |
|-------------|----|------------------|-----------------------------|
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |
| | | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 | |
| CLIN 0017 | KM | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 | |
| CLIN 0017AA | BX | 1,146,000.00 | |
| CLIN 0017AA | BW | 84,896,852.00 | |
| CLIN 0017AA | BZ | 0.00 | |
| CLIN 0017AA | KM | 192,793,000.00 | |
| CLIN 0017AA | KN | 0.00 | |
| CLIN 0017AA | KQ | 66,151.00 | |
| CLIN 0017AA | KS | 0.00 | |
| CLIN 0017AA | KT | 386,204,200.00 | |
| CLIN 0017AA | KU | 2,203,183.00 | |
| CLIN 0017AA | KY | 0.00 | |
| CLIN 0017AA | LC | 200,000.00 | |
| CLIN 0017AA | LD | 7,943,648.00 | |
| CLIN 0017AA | LE | 0.00 | |
| CLIN 0017AA | LH | 400,000.00 | |
| CLIN 0017AA | LJ | 7,476.00 | |
| CLIN 0017AA | LK | 281,575,897.00 | |
| CLIN 0017AA | LQ | 235,566.00 | |
| CLIN 0017AA | LS | 6,069,616.00 | |
| CLIN 0017AA | LT | 530,377.00 | |
| CLIN 0017AA | LU | \$9,100,000.00 | |
| CLIN 0017AA | LV | \$1,957,265.00 | <u> </u> |
| CLIN 0017AA | LW | \$255,567.00 | <u> </u> |
| CLIN 0017AA | LX | \$68,000.00 | <u> </u> |
| CLIN 0017AA | LY | \$264,807,424.52 | <u> </u> |
| CLIN 0017AA | MB | \$375,000.00 | <u> </u> |
| CLIN 0017AA | MC | \$2,283,481.00 | <u> </u> |
| CLIN 0017AA | MD | \$8,573.00 | <u> </u> |
| CLIN 0017AA | ME | \$0.00 | <u> </u> |
| CLIN 0017AA | MF | \$270,514,880.00 | <u> </u> |
| CLIN 0017AA | MH | \$213,390.00 | <u> </u> |
| CLIN 0017AA | MJ | \$858,495.00 | <u> </u> |
| CLIN 0017AA | MK | \$56,076.00 | <u> </u> |
| CLIN 0017AA | ML | \$116,044.00 | <u> </u> |
| CLIN 0017AA | MM | \$1,618,600.00 | <u> </u> |
| CLIN 0017AA | MN | \$2,573,000.00 | <u> </u> |
| CLIN 0017AA | MP | \$250,000.00 | <u> </u> |

002546

| | | | |
|-------------|----|-----------------|-------------------------|
| CLIN 0017AA | MQ | \$691,421.00 | |
| CLIN 0017AA | MR | \$0.00 | |
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$85,699,162.00 | |
| | | | 1,676,509,068.27 |
| CLIN 0017AB | KL | 118,250.00 | |
| | | | 118,250.00 |
| CLIN 0017AC | BZ | 190,000.00 | |
| | | | 190,000.00 |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | 0.00 |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | 173,798.00 |
| CLIN 0017AH | KT | 173,798.00 | |
| | | | 173,798.00 |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | 26,660.00 |
| CLIN 0021AA | KW | 0.00 | |
| | | | 0.00 |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | 0.00 |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | 0.00 |

002547

| | | | |
|--------------|----|-----------------|----------------------|
| CLIN 0022 | KW | 0.00 | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |
| CLIN 000304* | MX | \$16,000,000.00 | <u>85,699,162.00</u> |

* CLIN 0030 has been established for the sole purpose of obligating GFEBS funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBS funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

002548

(End of Summary of Changes)

002549

CONTRACT DATA REQUIREMENTS LIST
(1 Data Item)

Form Approved
OMB No. 0704-0188

Public reporting burden for this collection of information is estimated to average 10 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden, to the Department of Defense, Washington Headquarters Services, Directorate for Information Operations and Reports, 1215 Jefferson Davis Highway, Suite 1204 Arlington, VA 22202-4302, and to the Office of Management and Budget, Paperwork Reduction Project (0704-0188) Washington, DC 20503. Please DO NOT RETURN your form to either of these addresses. Instructions for the Department of Defense Contracting Office are located at Block 9.

| | | |
|---------------------------------------|------------------------|-------------------------------------|
| A CONTRACT LINE ITEM NO 18. | B. EXHIBIT A | C CATEGORY TDP TM OTHER X |
|---------------------------------------|------------------------|-------------------------------------|

| | | |
|-----------------------------------|--|---------------------------------|
| D SYSTEM/ITEM JLENS SDD | E CONTRACT/PR NO. DASG60-98-C-0001 | F CONTRACTOR Raytheon |
|-----------------------------------|--|---------------------------------|

| | | |
|-------------------------------|--|------------|
| 1 DATA ITEM NO B004 | 2 TITLE OF DATA ITEM Contract Performance Report | 3 SUBTITLE |
|-------------------------------|--|------------|

| | | |
|--|---|---|
| 4 AUTHORITY (Data Acquisition Document No.) DI-MGMT-81466A | 5 CONTRACT REFERENCE SOW para 2.6.1 | 6 REQUIRING OFFICE SFAE-MSLS-CMDS-BMD |
|--|---|---|

| | | | | | | |
|---------------------------|---------------------------------------|---|--|-----------------|----------|--|
| 7 DD 250 REQ LT | 8 DUTY STATEMENT REQUIRED F | 10 FREQUENCY MTHLY | 12 DATE OF FIRST SUBMISSION SEE BLOCK 16 | 14 DISTRIBUTION | | |
| 9 APP CODE N/A | 11 AS OF DATE N/A | 13 DATE OF SUBSEQUENT SUBMISSION SEE BLOCK 16 | a ADDRESSEE | | b COPIES | |
| | | | Draft | | Final | |
| | | | Rep | | Repro | |

14. REMARKS:
Blk 9: Distribution F. Further dissemination only as directed by the Cruise Missile Defense Systems Project Office, SFAE-MSLS-CMDS-PE-CM, Redstone Arsenal, AL 35898-3000, 24 March 2000.
Blk 12 and 13: Initial submission shall be 20 calendar days after the close of the first full accounting month after SDD (change order reference paragraph 7.4). Subsequent submission shall be 20 calendar days after the close of each accounting month through the period of performance.
All five formats are required and shall be submitted electronically in an XML transfer file which is compatible with wineight. Formats three and four shall include identical forecast periods. These periods shall be monthly for at least six months, quarterly for at least two quarters, and then quarterly, semi-annual, or annually to completion. To maintain necessary visibility the CPR shall report via the WBS structure as follows.
WBS 1 - level 2, WBS 5 - level 2, WBS 9 - Level 3
WBS 2 - level 2, WBS 6 - level 4, WBS A - Level 3
WBS 3 - level 2, WBS 7 - level 3,
WBS 4 - level 2, WBS 8 - level 3.
Lower level reporting shall be accomplished as required
The contractor shall include "Best Case", "Worst Case", and "Most Likely" Estimate At Completion (EACs) at total contract level. At a minimum, variance analysis should be provided for current cost and schedule variances that are +/-10% and greater than or equal to \$100K, and cumulative cost and schedule variances that are +/-10% and greater than or equal to \$500K.
The contractor shall also provide variance analysis for WBS elements experiencing a +/-5% and greater than or equal to \$2,000K variance at completion. Notwithstanding the foregoing, the total number of variances to be reported on each month shall not exceed a maximum of 15 WBS elements. Where greater than 15 reportable variances exist from the variance pool, the contractor shall select the top three variance in each category, based on dollar value of reportable WBS's, that exceeds the established thresholds for current schedule (3) and cost (3); cumulative schedule (3) and cost (3); and at complete (3), as applicable. The variance analysis shall include a detailed explanation of the problem, corrective action, program impact, and expected recovery. Schedule variance narratives shall identify significant missed milestones and impact to major milestones.
Blk 14: Electronic delivery of this data item IAW the SOW. Notify JLENS Product Office Data Management OPR at mark.dement@us.army.mil when deliverable is placed in portal or repository. Letter of transmittal must be signed electronically

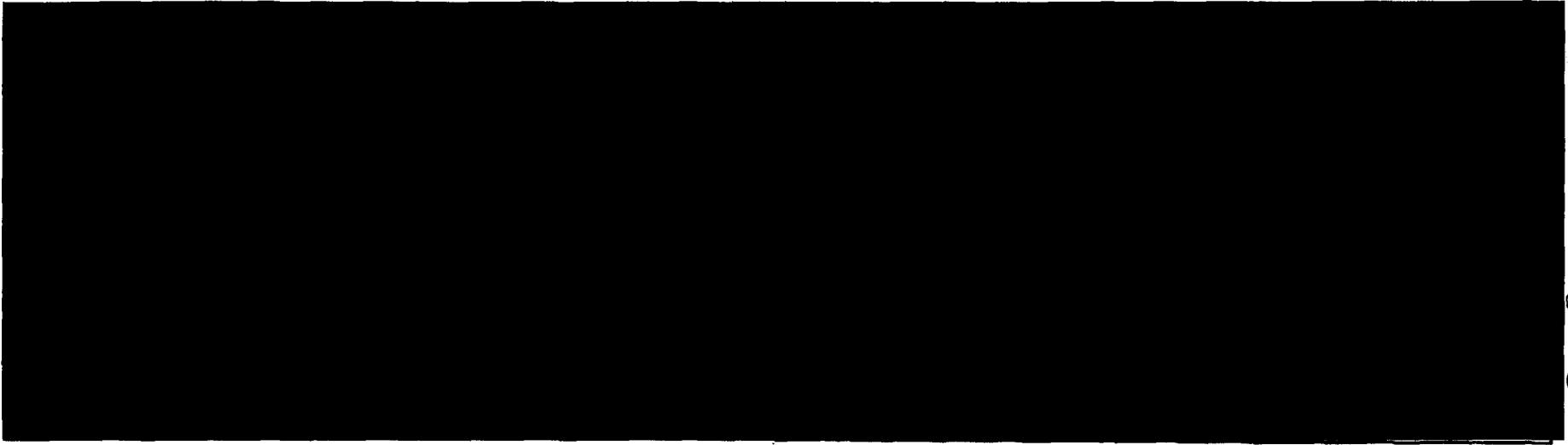
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17 PREVIOUS
18 ESTIMATED TOTAL PAGES
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| 6 PREPARED BY [REDACTED] | DATE 27/Jan/01 |
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002551

FLAT SPOT INCENTIVE CRITERIA FOR JLENS SDD CONTRACT, SECTION H-19(C), DATED 10 AUG 1991

| Total Flat Spot Opportunity for Event | Event | Criteria | Flat Spot Allotment (Opportunity) | Release | Remarks | Incentive Fee Amount Awarded by IFO | Total Flat Spot for Major Event | Awarded / Recommended |
|---------------------------------------|-------|----------|-----------------------------------|---------|---------|-------------------------------------|---------------------------------|-----------------------|
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| \$5,500,000 | Electronics | Criteria (b)(4) | | | | | | |
| [REDACTED] | | | | | | | | |

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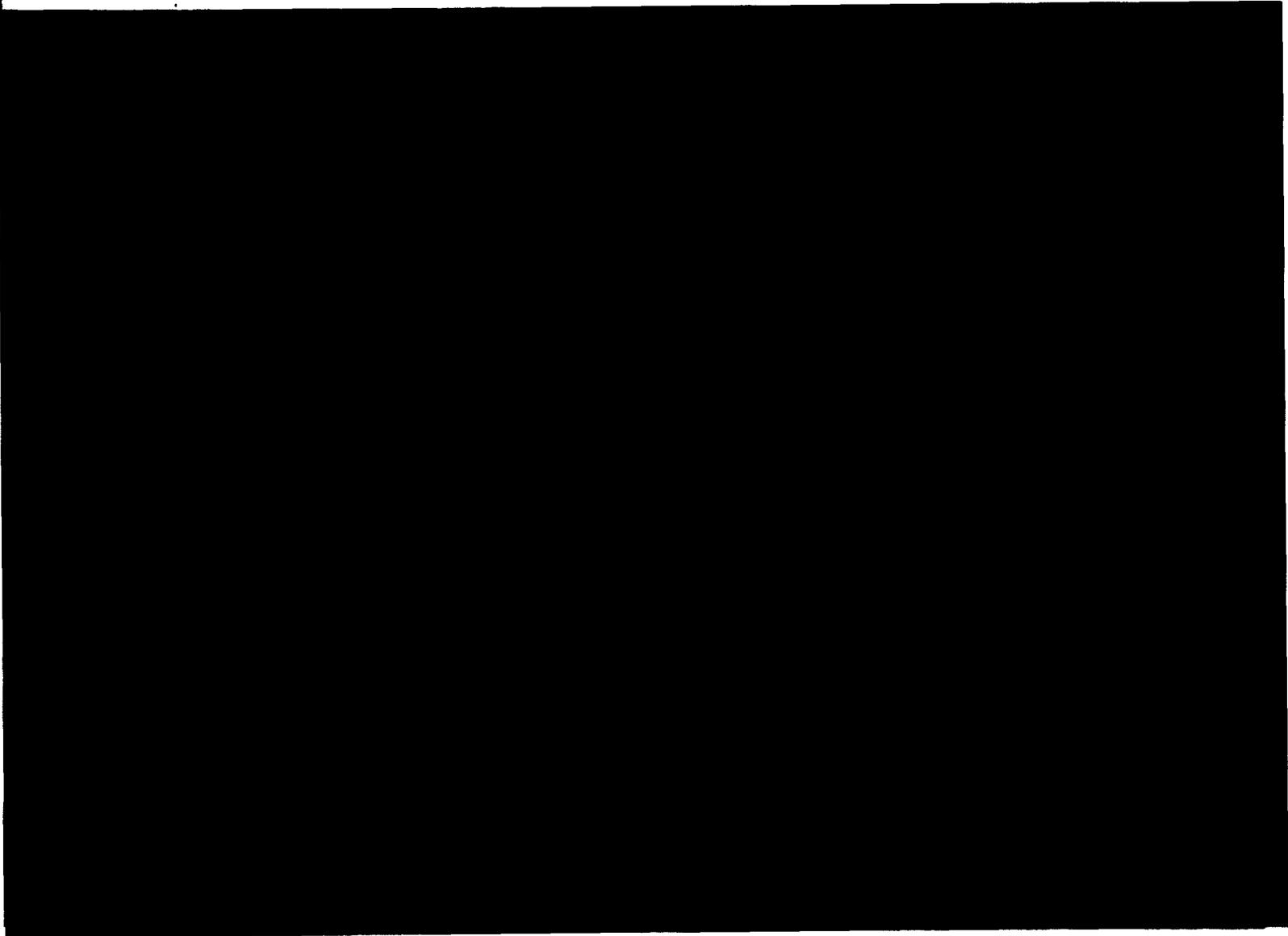
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002552

T SPOT INCENTIVE CRITERIA FOR JLENS SDD CONTRACT, SECTION H-19(C), DATED 10 AUG 1:

| Total Flat Spot Opportunity for Event | Event | Criteria | Flat Spot Allotment (Opportunity) | Evidence | Remarks | Incentive Fee Amount Awarded by JPO | Total Flat Spot for Major Event | Awarded / Recommended |
|---------------------------------------|-------|----------|-----------------------------------|----------|---------|-------------------------------------|---------------------------------|-----------------------|
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FLAT SPOT INCENTIVE CRITERIA FOR JLENS SDD CONTRACT, SECTION H-19(C), DATED 10 AUG 1977

| Total Flat Spot Opportunity for Event | Event | Criteria | Flat Spot Allotment (Opportunity) | Evidence | Remarks | Incentive Fee Amount Awarded by JPO | Total Flat Spot for Major Event | Awarded / Recommended |
|---------------------------------------|-------|----------|-----------------------------------|----------|---------|-------------------------------------|---------------------------------|-----------------------|
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| \$16,000,000 | Developmental | Official Design Review | | | | | | |
|--------------|---------------|------------------------|--|--|--|--|--|--|

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SPOT INCENTIVE CRITERIA FOR JLENS SDD CONTRACT, SECTION H-19(C), DATED 10 AUG 1:

| Total Flat Spot Opportunity for Event | Event | Criteria | Flat Spot Allowment (Opportunity) | Evidence | Remarks | Incentive Fee Amount Awarded by JPO | Total Flat Spot for Major Event | Awarded / Recommended |
|---------------------------------------|-------|----------|-----------------------------------|----------|---------|-------------------------------------|---------------------------------|-----------------------|
| [REDACTED] | | | | | | | | (b)(4) |
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T SPOT INCENTIVE CRITERIA FOR JLENS SDD CONTRACT, SECTION H-19(C), DATED 10 AUG 17

| Total Flat Spot Opportunity for Event | Event | Criteria | Flat Spot Allowment (Opportunity) | Evidence | Remarks | Incentive Fee Amount Awarded by JPO | Total Flat Spot for Major Event | Awarded / Recommended |
|---------------------------------------|-------|----------|-----------------------------------|----------|---------|-------------------------------------|---------------------------------|-----------------------|
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| [REDACTED] | | | | | | | | |
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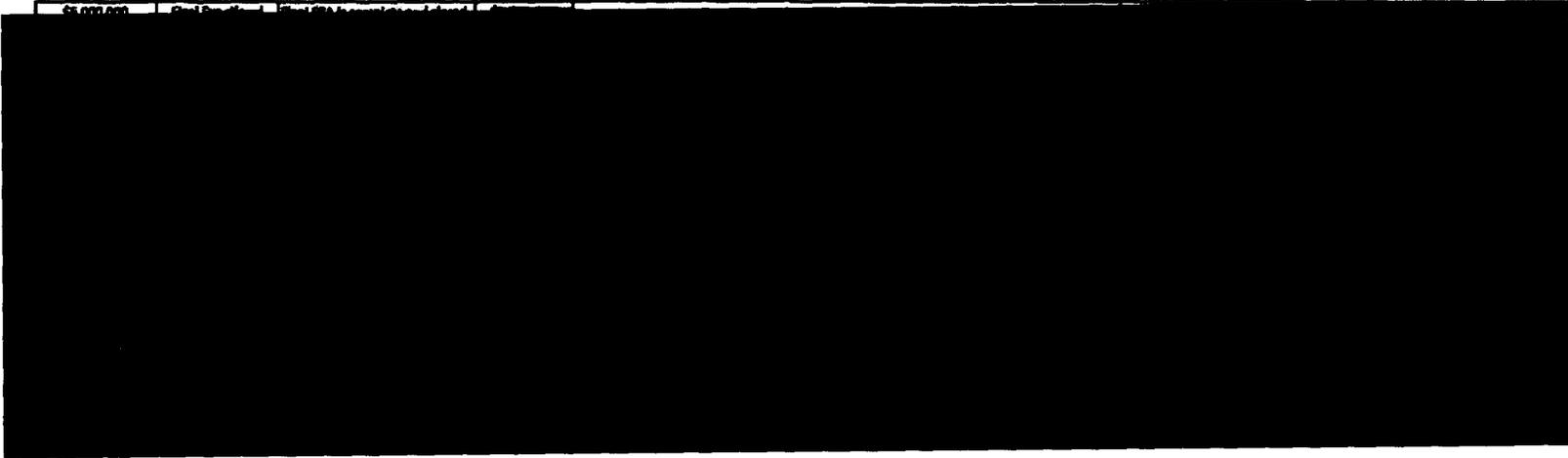
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SPOT INCENTIVE CRITERIA FOR JLENS SDD CONTRACT, SECTION H-19(C), DATED 10 AUG 1:

| Total Flat Spot Opportunity for Event | Event | Criteria | Flat Spot Allowment (Opportunity) | Reference | Remarks | Incentive Fee Amount Awarded by JPO | Total Flat Spot for Major Event | Awarded / Recommended |
|---------------------------------------|-------|----------|-----------------------------------|-----------|---------|-------------------------------------|---------------------------------|-----------------------|
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002557

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE **V** PAGE OF PAGES **1 | 13**

2. AMENDMENT/MODIFICATION NO. **P00258** 3. EFFECTIVE DATE **24 AUG 12** 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)

6. ISSUED BY **USASINDC/ARSTRAT
SINDC-RDC
PO BOX 1800
HUNTSVILLE AL 35807-3801** CODE **W9113M** 7. ADMINISTERED BY (If other than item 6) **DCMA RAYTHEON
80 APPLE HILL DRIVE
M/S T2FR2
TOWNSBURY MA 01876** CODE **S2205A**

8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) **RAYTHEON COMPANY
380 LOWELL ST.
ANDOVER MA 01810-4400** 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MOD. OF CONTRACT/ORDER NO. **DASG60-98-C-0001** 10B. DATED (SEE ITEM 13) **30-Jan-1998**

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitation is amended as set forth in Item 4. The hour and date specified for receipt of Offer is extended. 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) **See Schedule**

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT 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).
 C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 49.103(a)(3), Mutual Agreement and FAR 52.232-22, "Limitation of Funds"
D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return **1** 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: **[REDACTED]**
The purpose of this modification is to increase the estimated cost of SubCLIN 0017AA due to a cost overrun resulting from the delayed start date of Developmental Test 2 (DT-2) and to provide incremental funding in the amount of \$36,266,043.
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 CONTRACTING OFFICER (Type or print) **[REDACTED]** 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) **[REDACTED]**
15C. DATE SIGNED **8/24/2012** 16C. DATE SIGNED **24 Aug 12**
15B. STATE OF CONTRACTING OFFICER **[REDACTED]** 16B. STATE OF CONTRACTING OFFICER **[REDACTED]**
(Signature of Contracting Officer)

002558

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SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by \$34,309,700.00 from \$1,920,928,309.00 to \$1,955,238,009.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The estimated cost has increased by [REDACTED] from [REDACTED] to [REDACTED]

The estimated fee has decreased by [REDACTED] from [REDACTED]

The total estimated cost plus fee of this line item has increased by \$34,309,700.00 from \$1,683,179,862.00 to \$1,717,489,562.00.

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This includes an increase in estimated cost of [REDACTED] 000 consisting of a [REDACTED] increase in cost and [REDACTED] increase in facilities capital cost of money, and a decrease in estimated fee of [REDACTED]. These estimated values incorporate the Integrated Fire Control (IFC) incentive recognized in Modification P00257.

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The target cost and target fee set forth in the table below reflects the negotiated Section B values prior to any adjustments made resulting from estimated cost overruns and share ratio impacts to the fee. Any differences between the Estimated Cost values provided above in Section B and the Target Cost values shown on the table below are as a result of estimated cost overruns. Any differences between the Estimated Fee values provided above in Section B and the Target Fee values shown on the table below are a result of reductions based on current share ratio impacts to the Target Fee and do not include any allocation for yet to be earned incentives as set forth in Section H-19. As of the date of this modification, the target cost and target fee are as follows:

The Target Cost is [REDACTED] consisting of [REDACTED] in cost and [REDACTED] in facilities capital cost of money.

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The Target Fee is [REDACTED]

Total Target Cost plus Fee is [REDACTED]

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Pursuant to FAR 16.405-1, the target cost and target fee will be finally determined and adjusted after contract performance.

The table below provides a summary of the target cost , target fee, and total:

| CLIN | MOD | TARGET COST | FCCM | TARGET FEE | TOTAL |
|------|------------|-------------|------------|------------|--------------------|
| 17AA | Pre-P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00254 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00258 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |

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CLIN 0030

The total cost of this line item has increased by \$38,000,000.00 from \$85,699,162.00 to \$123,699,162.00.

SUBCLIN 003006 is added as follows:

002559

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|-----------------|
| 003006 | GFEBs funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBs001019081700030 | | | | \$38,000,000.00 |

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, analyzed, or reported separately from SubCLIN0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

B-17. INCENTIVE FEE FOR SUBCLIN 0017AA/CLIN 0018 (SEE H-19):

In accordance with FAR 52.216-10, entitled "Incentive Fee", the total amount originally negotiated, adjusted in accordance with paragraph d. of this clause, for target cost and target fee for performance under SubCLIN 0017AA/CLIN 0018 are set forth below:

Target Cost [REDACTED]
Target Fee [REDACTED]

Incentive Arrangement: Maximum Fee: [REDACTED]
Minimum Fee: [REDACTED]
(Share Ratio: Government/Contractor)

Underrun: [REDACTED] for the amount by which the total allowable cost is less than the estimated cost until maximum fee is attained.

Overrun: [REDACTED] for the amount by which the total allowable cost exceeds the estimated cost until minimum fee is attained.

FAR 52.216-10, INCENTIVE, paragraph (e)(1), is stated as follows:

(e) Fee Payable.

(1) The fee payable under this contract shall be the target fee increased by [REDACTED] cents for every dollar that the total allowable cost is less than the estimated cost or decreased by [REDACTED] cents for every dollar that the total allowable cost exceeds the estimated cost. In no event shall the fee be greater than [REDACTED] percent (Maximum fee) or less than [REDACTED] percent (Minimum fee) of the estimated cost.

B-18. ESTIMATED COST, ESTIMATED INCENTIVE FEE, MINIMUM INCENTIVE FEE, MAXIMUM INCENTIVE FEE, AND INCENTIVE ARRANGEMENT FOR SUBCLIN 0017AA/CLIN 0018:

SUBCLIN 0017AA – (Two SDD JLENS Systems)

002560

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- a. Estimated cost: [REDACTED] (b)(4)
- b. Estimated fee: [REDACTED] (b)(4)
- c. Minimum incentive fee: [REDACTED] (b)(4)
- d. Maximum incentive fee: [REDACTED] (b)(4)
- e. Total estimated cost and estimated fee: **\$1,717,489,562**

3. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$38,266,043.00 from \$1,909,711,758.63 to \$1,947,977,801.63.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$266,043.00 from \$270,514,880.00 to \$270,780,923.00

Estimated Cost, Estimated Fee, and Estimated total for the above increase of [REDACTED] distributed as follows and includes an increase in estimated cost of \$ [REDACTED]3 ([REDACTED] of cost and [REDACTED] of facilities capital cost of money) and an increase in estimated fee of [REDACTED] (b)(4)

SUBCLIN 003006 (GFEBs Funding for SubCLIN 0017AA):
Funding on SUBCLIN 003006 is initiated as follows:

ACRN: MX

CIN: GFEBs001019081700030

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$38,000,000.00

Total: \$38,000,000.00

Cost Code: A5XFJ

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$38,000,000 is distributed as follows and includes an increase in estimated cost of [REDACTED] ([REDACTED] of cost and [REDACTED] of facilities capital cost of money) and an increase in estimated fee [REDACTED] (b)(4)

| | | |
|----------------|--------------|--------|
| Estimated Cost | [REDACTED] | (b)(4) |
| Estimated Fee | [REDACTED] | |
| Total | \$38,000,000 | |

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS

002561

(LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

| SUBCLIN 0017AA : | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> | |
|--|--------------------|------------------------------|------------------------------|--------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,683,179,862 | \$34,309,700 | \$ 1,717,489,562 | |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | ██████████ | ██████████ | ██████████ | (b)(4) |
| (3) Amount Separately Obligated for Payment of Fee: | ██████████ | ██████████ | ██████████ | (b)(4) |
| (4) Total Amount Allotted and Obligated: | \$1,676,509,068.27 | \$38,266,043 | \$1,714,775,111.27 | |
| (5) Net Amount Required for Full Funding | \$ 6,670,793.73 | (\$ 3,956,343) | \$ 2,714,450.73 | |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

4. SECTION H – SPECIAL CONTRACT REQUIREMENTS is revised as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraphs a., b., and c., are revised as follows:

a. General.

SubCLIN 0017AA, System Development and Demonstration (SDD), is a cost-plus-incentive-fee (CPIF) Line Item with cost and schedule incentives as described below. Paragraph H-19(b) applies only to the Cost Incentive and Paragraph H-19(c) applies only to the Schedule Incentive. The target contract price amount of **\$1,595,005,395** includes a target cost of ██████████ (which includes ██████████ of cost and ██████████ of facilities capital cost of money) and a target incentive fee of ██████████ which is ██████████ of estimated cost less facilities capital cost of money.

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b. Cost Incentive.

- (1) The target fee payable under SubCLIN 0017AA is ██████████ of the estimated cost less facilities capital cost of money ██████████, an amount equal to ██████████
- (2) The maximum fee payable under SubCLIN 0017AA is ██████████ of the estimated cost less facilities capital cost of money ██████████ amount equal to ██████████
- (3) The minimum fee payable under SubCLIN 0017AA is ██████████ of the estimated cost less facilities capital cost of money ██████████, an amount equal to ██████████
- (4) Fee will be adjusted for actual cost that is less than or more than the estimated cost stated above using a share ratio of ██████████ Government ██████████ Contractor for actual costs less than the estimated cost, and a ratio of ██████████ Government ██████████ Contractor for actual costs greater than the estimated cost range applied according to Paragraph H-19(c)(1).
- (5) Nothing stated in this clause shall take precedence over the clause 52.216-10 - Incentive Fee contained in this contract.

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c. Schedule and Performance Incentive.

- (1) A maximum ██████████ "flat zone" will be established at the estimated cost value of ██████████ with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from

(b)(4)

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to \$ [redacted] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00257, only [redacted] of the maximum [redacted] "flat zone" has been acknowledged as earned.)

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(a) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the SDD System Functional Review NLT 2nd Quarter, Fiscal Year 2007. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [redacted]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 5 March 2007 from [redacted].

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(b) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of SDD Orbit Critical Design review NLT 2nd Quarter, Fiscal Year 2009. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of \$ [redacted]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 12 January 2009, from [redacted].

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(c) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [redacted] or [redacted] of the available [redacted]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

(b)(4)
(b)(4)

(d) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12.

(b)(4)

(e) [redacted], [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [redacted] or [redacted] of the available [redacted]. * Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.) *NOTE: The potential has been decreased from [redacted] to [redacted] to movement of the \$ [redacted] incentive for [redacted].

(b)(4)
(b)(4)
(b)(4)

(f) [redacted] * [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *Note: The potential has been increased from [redacted] to [redacted] due to movement of the [redacted] incentive for [redacted].

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)
(b)(4)
(b)(4)

(g) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of Developmental Test 2 (DT-2) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(h) [redacted] % of the maximum benefit of the "flat zone", earned by the conduct of the Early User Test (previously defined as Limited User Test) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

002563

(i) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Final Functional Configuration Audit (FCA) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(3) For Earned Value and cost reporting purposes, the estimated cost value of [REDACTED] will be used.

(b)(4)

d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to the Option will be incorporated in accordance with the incentive fee structure of this provision.

5. The following is an update to Modification P00257 showing a summary of funding by ACRN through Modification P00258:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |

002564

| | |
|----|------------------|
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |

002565

| | |
|----|------------------|
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,780,923.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$123,699,162.00 |

6. The following is an update to Modification P00257 showing a summary of funding by CLIN by ACRN through Modification P00258:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|----------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | <u>440,100.00</u> |
| | | | |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |

002566

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |
| | | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 | |
| CLIN 0017 | KM | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 | |
| CLIN 0017AA | BX | 1,146,000.00 | |
| CLIN 0017AA | BW | 84,896,852.00 | |

002567

| | | |
|-------------|----|-------------------------|
| CLIN 0017AA | BZ | 0.00 |
| CLIN 0017AA | KM | 192,793,000.00 |
| CLIN 0017AA | KN | 0.00 |
| CLIN 0017AA | KQ | 66,151.00 |
| CLIN 0017AA | KS | 0.00 |
| CLIN 0017AA | KT | 386,204,200.00 |
| CLIN 0017AA | KU | 2,203,183.00 |
| CLIN 0017AA | KY | 0.00 |
| CLIN 0017AA | LC | 200,000.00 |
| CLIN 0017AA | LD | 7,943,648.00 |
| CLIN 0017AA | LE | 0.00 |
| CLIN 0017AA | LH | 400,000.00 |
| CLIN 0017AA | LJ | 7,476.00 |
| CLIN 0017AA | LK | 281,575,897.00 |
| CLIN 0017AA | LQ | 235,566.00 |
| CLIN 0017AA | LS | 6,069,616.00 |
| CLIN 0017AA | LT | 530,377.00 |
| CLIN 0017AA | LU | \$9,100,000.00 |
| CLIN 0017AA | LV | \$1,957,265.00 |
| CLIN 0017AA | LW | \$255,567.00 |
| CLIN 0017AA | LX | \$68,000.00 |
| CLIN 0017AA | LY | \$264,807,424.52 |
| CLIN 0017AA | MB | \$375,000.00 |
| CLIN 0017AA | MC | \$2,283,481.00 |
| CLIN 0017AA | MD | \$8,573.00 |
| CLIN 0017AA | ME | \$0.00 |
| CLIN 0017AA | MF | \$270,780,923.00 |
| CLIN 0017AA | MH | \$213,390.00 |
| CLIN 0017AA | MJ | \$858,495.00 |
| CLIN 0017AA | MK | \$56,076.00 |
| CLIN 0017AA | ML | \$116,044.00 |
| CLIN 0017AA | MM | \$1,618,600.00 |
| CLIN 0017AA | MN | \$2,573,000.00 |
| CLIN 0017AA | MP | \$250,000.00 |
| CLIN 0017AA | MQ | \$691,421.00 |
| CLIN 0017AA | MR | \$0.00 |
| CLIN 0017AA | MS | \$700,000.00 |
| CLIN 0017AA | MT | \$16,289,524.00 |
| CLIN 0017AA | MV | \$39,921,199.75 |
| CLIN 0017AA | MW | \$10,000,000.00 |
| CLIN 0017AA | MX | \$123,699,162.00 |
| | | 1,714,775,111.27 |

002568

| | | | |
|-------------|----|--------------|-------------------|
| CLIN 0017AB | KL | 118,250.00 | |
| | | | <u>118,250.00</u> |
| CLIN 0017AC | BZ | 190,000.00 | |
| | | | <u>190,000.00</u> |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | 173,798.00 |
| CLIN 0017AH | KT | 173,798.00 | |
| | | | <u>173,798.00</u> |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |

002569

| | | | |
|--------------|----|-----------------|-----------------------|
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | |
| | | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | |
| | | | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |
| CLIN 000304* | MX | \$16,000,000.00 | |
| CLIN 000305* | MX | \$16,000,000.00 | |
| CLIN 003006* | MX | \$38,000,000.00 | |
| | | | <u>123,699,162.00</u> |

* CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

002570

| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | | 1. CONTRACT ID CODE V | PAGE OF PAGES 1 20 |
|---|--------------------------------|--|--|-----------------------------------|---|
| 2. AMENDMENT/MODIFICATION NO. P00259 | 3. EFFECTIVE DATE 01 SEP 12 | 4. REQUISITION/PURCHASE REQ. NO. | | 5. PROJECT NO. (If applicable) | |
| 6. ISSUED BY USASMDCARSTRAT SMDC-RDC PO BOX 1800 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 80 APPLE HILL DRIVE M/S T2FR2 TOWNSBORO MA 01878 | | CODE S2205A | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 300 LOWELL ST. ANDOVER MA 01810-4400 | | | | 9A. AMENDMENT OF SOLICITATION NO. | |
| | | | | 9B. DATED (SEE ITEM 11) | |
| | | | | X | 10A. MOD. OF CONTRACT/ORDER NO. DASG80-98-C-0001 |
| | | | | X | 10B. DATED (SEE ITEM 13) 30-Jan-1998 |
| CODE 05716 | | | | 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 4. The hour and date specified for receipt of offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. | | | | | |
| <p>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:</p> <p>(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.</p> | | | | | |
| 12. ACCOUNTING AND APPROPRIATION DATA (If required) See Schedule | | | | | |
| 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT 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 43.013(a)(3), Mutual Agreement and FAR 52.232-22, "Limitation of Funds" | | | | | |
| D. OTHER (Specify type of modification and authority) | | | | | |
| E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" 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 subject matter where feasible.) Modification Control Number: [REDACTED] See Continuation Page | | | | | |
| 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) [REDACTED] | | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) [REDACTED] | | |
| 15C. DATE SIGNED 9/7/2012 | | | 16C. DATE SIGNED 7 Sep 12 | | |
| [REDACTED SIGNATURE] | | | [REDACTED SIGNATURE] (Signature of Contracting Officer) | | |

EXCEPTION TO SF 307
APPROVED BY OIRM 11-84

30-105-04

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

002571

(b)(6)

(b)(6)

(b)(6)

(b)(6)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

The purpose of this modification is:

1. Settlement of the proposal submitted by the contractor in response to Change Order Modification P00236 for JLENS 14 Day Endurance Test. The target cost, target fee, and total contract value will be adjusted as follows to account for the difference in the change order value and the final negotiated amount: target cost decreased by [REDACTED] target fee decreased by [REDACTED] and total contract value decreased by \$640,600. (b)(4)

2. Settlement of the proposal submitted by the contractor in response to Change Order Modification P00239 to delete paragraph 3.12.4, System Capability Reviews, from the System Development and Demonstration (SDD) Program Statement of Work, SW-JLENS-SDD-2006. The target cost, target fee, and total contract value will be adjusted as follows to account for the difference in the change order value and the final negotiated amount for costs incurred: target cost increased by [REDACTED] target fee increased by [REDACTED] and total contract value increased by \$660,095. (b)(4) (b)(4)

3. Settlement of the proposal submitted by the contractor in response to Change Order Modification P00246 for JLENS [REDACTED]. The target cost, target fee, and total contract value will be adjusted as follows to account for the difference in the change order value and the final negotiated amount: target cost decreased by [REDACTED] target fee decreased by [REDACTED] and total contract value decreased by \$199,804. (b)(3)(A)
(i)&Title 10
Sec 130 (a)(b)
(b)(4)

4. Settlement of the proposal submitted by the contractor in response to Change Order Modification P00247 for JLENS System Development and Demonstration (SDD) Spares. The target cost, target fee, and total contract value will be adjusted as follows to account for the difference in the change order value and the final negotiated amount: target cost decreased by [REDACTED] target fee decreased by [REDACTED] and total contract value decreased by \$600,733. (b)(4)

5. Settlement of the proposal submitted by the contractor in response to Directorate B, Contract Operations Division 2, letter JLENS-2012-001, dated January 19, 2012, subject: Contract DASG60-98-C-0001, "Joint Land Attack Cruise Missile Defense Elevated Netted Sensor (JLENS)," for de-scope of four functionalities from MIS-PRF-55628, Revision B, dated 18 August 2009. The target cost, target fee, and total contract value will be adjusted as follows to account for the final negotiated amount: target cost decreased by [REDACTED] target fee decreased by [REDACTED] and total contract value decreased by \$931,707. (b)(4)
(b)(4)

6. Settlement of the proposal submitted by the contractor in response to Directorate B, Contract Operations Division 2, letter JLENS-2011-036, dated July 1, 2011, requesting an update to Contract Data Requirements List (CDRL) B017, Integrated Support Plan, Sub-Plan entitled Deployment Transition Plan. The target cost, target fee, and total contract value will be adjusted as follows to account for the final negotiated amount: target cost increased by \$ [REDACTED] target fee increased by [REDACTED] and total contract value increased by \$2,091,048. (b)(4)

7. To provide incremental funding in the amount of \$1,096,196.

SUMMARY OF CHANGES

1. SECTION A - SOLICITATION/CONTRACT FORM

002572

The total cost of this contract was increased by \$378,299.00 from \$1,955,238,009.00 to \$1,955,616,308.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by [REDACTED] from [REDACTED] to [REDACTED]

(b)(4)
(b)(4)

The target fee has increased by [REDACTED] from [REDACTED] to [REDACTED]

The total target cost plus fee of this line item has increased by \$378,299.00 from \$1,595,005,395.00 to \$1,595,383,694.00.

This includes an increase in target cost of [REDACTED] consisting of a [REDACTED] increase in cost and [REDACTED] increase in facilities capital cost of money, and an increase in target fee of [REDACTED]

(b)(4)
(b)(4)

The target cost and target fee set forth above and in the table below reflects the negotiated Section B values prior to any adjustments made resulting from estimated cost overruns and share ratio impacts to the fee. Any differences between the Estimated Cost values provided below and the Target Cost values provided above and shown on the table below are as a result of estimated cost overruns. Any differences between the Estimated Fee values provided below and the Target Fee values provided above and shown on the table below are a result of reductions based on current share ratio impacts to the Target Fee and do not include any allocation for yet to be earned incentives as set forth in Section H-19. As of the date of this modification, the estimated cost and estimated fee are as follows:

The Estimated Cost is [REDACTED] consisting of \$ [REDACTED] in cost and [REDACTED] in facilities capital cost of money.

(b)(4)

The Estimated Fee is [REDACTED]

(b)(4)

Total Estimated Cost plus Fee is \$1,717,867,861.

Pursuant to FAR 16.405-1, the target cost and target fee will be finally determined and adjusted after contract performance.

The table below provides a summary of the target cost , target fee, and total:

| CLIN | MOD | TARGET COST | FQCM | TARGET FEE | TOTAL |
|------|------------|-------------|------------|------------|--------------------|
| 17AA | Pre-P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00254 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00258 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00259 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,383,694.00 |

(b)(4)
(b)(4)
(b)(4)
(b)(4)
(b)(4)

002573

CLIN 0030

The total cost of this line item has increased by \$1,096,196.00 from \$123,699,162.00 to \$124,795,358.00.

SUBCLIN 003007 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|----------------|
| 003007 | GFEBs Funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBs001021201300030 | | | | \$1,096,196.00 |

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, analyzed, or reported separately from SubCLIN0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

B-17. INCENTIVE FEE FOR SUBCLIN 0017AA/CLIN 0018 (SEE H-19):

In accordance with FAR 52.216-10, entitled "Incentive Fee", the total amount originally negotiated, adjusted in accordance with paragraph d. of this clause, for target cost and target fee for performance under SubCLIN 0017AA/CLIN 0018 are set forth below:

Target Cost [REDACTED]
Target Fee [REDACTED]
Incentive Arrangement: Maximum Fee: [REDACTED]
Minimum Fee: [REDACTED]

(b)(4)
(b)(4)

(b)(4)
(b)(4)

(Share Ratio: Government/Contractor)

Underrun: [REDACTED] for the amount by which the total allowable cost is less than the estimated cost until maximum fee is attained.

Overrun: [REDACTED] for the amount by which the total allowable cost exceeds the estimated cost until minimum fee is attained.

FAR 52.216-10, INCENTIVE, paragraph (e)(1), is stated as follows:

002574

(e) Fee Payable.

(1) The fee payable under this contract shall be the target fee increased by [redacted] for every dollar that the total allowable cost is less than the estimated cost or decreased by [redacted] every dollar that the total allowable cost exceeds the estimated cost. In no event shall the fee be greater than [redacted] (Maximum fee) or less than [redacted] (Minimum fee) of the estimated cost.

(b)(4)
(b)(4)
(b)(4)

B-18. ESTIMATED COST, ESTIMATED INCENTIVE FEE, MINIMUM INCENTIVE FEE, MAXIMUM INCENTIVE FEE, AND INCENTIVE ARRANGEMENT FOR SUBCLIN 0017AA/CLIN 0018:

SUBCLIN 0017AA – (Two SDD JLENS Systems)

- a. Estimated cost: [redacted]
- b. Estimated fee: [redacted]
- c. Minimum incentive fee: \$ [redacted]
- d. Maximum incentive fee: \$ [redacted]
- e. Total estimated cost and estimated fee: \$1,717,867,861

(b)(4)
(b)(4)
(b)(4)
(b)(4)

3. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$1,096,196.00 from \$1,947,977,801.63 to \$1,949,073,997.63.

SUBCLIN 003007:

Funding on SUBCLIN 003007 is initiated as follows:

ACRN: MX

CIN: GFEB001021201300030

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$1,096,196.00

Total: \$1,096,196.00

Cost Code: A5XFJ

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$1,096,196 is distributed as follows and includes an increase in estimated cost of [redacted] (\$ [redacted] of cost and [redacted] facilities capital cost of money) and an increase in estimated fee [redacted]

(b)(4)
(b)(4)
(b)(4)

002575

| | |
|----------------|-------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | \$1,096,196 |

(b)(4)
(b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

| SUBCLIN 0017AA : | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> | |
|---|--------------------|--------------------------|--------------------------|------------------|
| (1) Amount Required for Full Funding, Including Fee: | [REDACTED] | [REDACTED] | [REDACTED] | (b)(4) (b) |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [REDACTED] | [REDACTED] | [REDACTED] | (b)(4) (b)(c) |
| (3) Amount Separately Obligated for Payment of Fee: | [REDACTED] | \$ [REDACTED] | [REDACTED] | (b)(4) (b)(c) |
| (4) Total Amount Allotted and Obligated: | \$1,714,775,111.27 | \$1,096,196 | \$1,715,871,307.27 | |
| (5) Net Amount Required for Full Funding | \$ 2,714,450.73 | (\$ 717,897) | \$ 1,996,553.73 | |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

4. SECTION H – SPECIAL CONTRACT REQUIREMENTS is revised as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraph a., b., and c., are revised as follows:

a. General.

SubCLIN 0017AA, System Development and Demonstration (SDD), is a cost-plus-incentive-fee (CPIF) Line Item with cost and schedule incentives as described below. Paragraph H-19(b) applies only to the Cost Incentive and Paragraph H-19(c) applies only to the Schedule Incentive. The target contract price amount of \$1,595,383,694 includes a target cost of [REDACTED] which includes [REDACTED] of cost and [REDACTED] of facilities capital

(b)(4)
(b)(c)

002576

cost of money) and a target incentive fee of [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money.

(b)(4)

b. Cost Incentive.

(1) The target fee payable under SubCLIN 0017AA is [REDACTED] of the estimated cost less facilities capital cost of money [REDACTED] an amount equal to [REDACTED]

(b)(4)

(2) The maximum fee payable under SubCLIN 0017AA is [REDACTED] of the estimated cost less facilities capital cost of money [REDACTED] an amount equal to [REDACTED]

(b)(4)

(3) The minimum fee payable under SubCLIN 0017AA is [REDACTED] of the estimated cost less facilities capital cost of money [REDACTED] an amount equal to [REDACTED]

(b)(4)

(4) Fee will be adjusted for actual cost that is less than or more than the estimated cost stated above using a share ratio of [REDACTED] Government [REDACTED] Contractor for actual costs less than the estimated cost, and a ratio of [REDACTED] Government [REDACTED] Contractor for actual costs greater than the estimated cost range applied according to Paragraph H-19(c)(1).

(b)(4)
(b)(4)

(5) Nothing stated in this clause shall take precedence over the clause 52.216-10 - Incentive Fee contained in this contract.

c. Schedule and Performance Incentive.

(1) A maximum [REDACTED] "flat zone" will be established at the target cost value of [REDACTED] with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from \$ [REDACTED] to \$ [REDACTED] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00259, only [REDACTED] of the maximum [REDACTED] "flat zone" has been acknowledged as earned.)

(b)(4)
(b)(4)
(b)(4)

(a) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the SDD System Functional Review NLT 2nd Quarter, Fiscal Year 2007. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 5 March 2007 from [REDACTED] [REDACTED]

(b)(4)
(b)(4)
(b)(6)
(b)(6)

(b) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of SDD Orbit Critical Design review NLT 2nd Quarter, Fiscal Year 2009. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 12 January 2009, from [REDACTED] [REDACTED]

(b)(4)
(b)(4)
(b)(6)
(b)(6)

(c) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [REDACTED] or [REDACTED] of the available [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

(b)(4)
(b)(4)
(b)(4)

002577

(d) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (b)(4)

(e) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of \$[REDACTED] or [REDACTED] of the available \$[REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.) *NOTE: The potential has been decreased from [REDACTED] due to movement of the [REDACTED] incentive for "JLENS tracks interceptor when it enters the FCR Field-of-View (FOV)" from the IFC event to the FCA #1 event. (b)(4) (b)(4)

(f) [REDACTED], [REDACTED]% of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *Note: The potential has been increased from [REDACTED] to [REDACTED] due to movement of the [REDACTED] incentive for "JLENS tracks interceptor when it enters the FCR Field-of-View (FOV)" from the IFC event to the FCA #1 event. (b)(4) (b)(4)

(g) [REDACTED], [REDACTED]% of the maximum benefit of the "flat zone", earned by the conduct of Developmental Test 2 (DT-2) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. * (b)(4)

(h) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Early User Test (previously defined as Limited User Test) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. * (b)(4)

(i) [REDACTED], [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the Final Functional Configuration Audit (FCA) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. * (b)(4)

(3) For Earned Value and cost reporting purposes, the estimated cost value of \$1,464,660,290 will be used.

d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to the Option will be incorporated in accordance with the incentive fee structure of this provision.

5. The following is an update to Modification P00258 showing a summary of funding by ACRN through Modification P00259:

ACRN FUNDING

002578

| | |
|----|---------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |

002579

| | |
|----|----------------|
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |

002580

| | |
|----|------------------|
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |

002581

| | |
|----|------------------|
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,780,923.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$124,795,358.00 |

6. The following is an update to Modification P00258 showing a summary of funding by CLIN by ACRN through Modification P00259:

002582

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|----------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | <u>440,100.00</u> |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |

002583

| | | |
|-----------|----|---------------|
| CLIN 0005 | BF | 100,000.00 |
| CLIN 0005 | BG | 1,975,321.00 |
| CLIN 0005 | BH | 38,018,908.00 |
| CLIN 0005 | BL | 0.00 |
| CLIN 0005 | BZ | 0.00 |
| | | <hr/> |
| | | 65,025,107.00 |
| | | <hr/> |

| | | |
|-------------|----|---------------|
| CLIN 0007AA | BP | 10,199,288.50 |
| | | <hr/> |
| | | 10,199,288.50 |
| | | <hr/> |

| | | |
|-------------|----|------------|
| CLIN 0009AA | AQ | 45,106.00 |
| CLIN 0009AA | AV | 0.00 |
| CLIN 0009AA | BK | 256,545.00 |
| CLIN 0009AA | BM | 125,000.00 |
| CLIN 0009AA | BN | 21,315.00 |
| | | <hr/> |
| | | 447,966.00 |
| | | <hr/> |

| | | |
|-------------|----|------------|
| CLIN 0009AB | AJ | 200,000.00 |
| CLIN 0009AB | AK | 85,000.00 |
| CLIN 0009AB | AL | 45,000.00 |
| CLIN 0009AB | AQ | 59,894.00 |
| CLIN 0009AB | AR | 35,000.00 |
| CLIN 0009AB | BK | 3,455.00 |
| CLIN 0009AB | BN | 81,685.00 |
| CLIN 0009AB | BU | 350,000.00 |
| CLIN 0009AB | BV | 9,000.00 |

002584

| | | |
|-------------|----|----------------------|
| | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 |
| CLIN 0013 | AX | 3,396,000.00 |
| CLIN 0013 | AY | 0.00 |
| CLIN 0013 | AZ | 19,412,000.00 |
| CLIN 0013 | BJ | 7,896,673.34 |
| | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 |
| CLIN 0017 | KM | 0.00 |
| | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 |
| CLIN 0017AA | BX | 1,146,000.00 |
| CLIN 0017AA | BW | 84,896,852.00 |
| CLIN 0017AA | BZ | 0.00 |
| CLIN 0017AA | KM | 192,793,000.00 |
| CLIN 0017AA | KN | 0.00 |
| CLIN 0017AA | KQ | 66,151.00 |
| CLIN 0017AA | KS | 0.00 |
| CLIN 0017AA | KT | 386,204,200.00 |
| CLIN 0017AA | KU | 2,203,183.00 |
| CLIN 0017AA | KY | 0.00 |
| CLIN 0017AA | LC | 200,000.00 |
| CLIN 0017AA | LD | 7,943,648.00 |
| CLIN 0017AA | LE | 0.00 |

002585

| | | | |
|-------------|----|------------------|-------|
| CLIN 0017AA | LH | 400,000.00 | |
| CLIN 0017AA | LJ | 7,476.00 | |
| CLIN 0017AA | LK | 281,575,897.00 | |
| CLIN 0017AA | LQ | 235,566.00 | |
| CLIN 0017AA | LS | 6,069,616.00 | |
| CLIN 0017AA | LT | 530,377.00 | |
| CLIN 0017AA | LU | \$9,100,000.00 | |
| CLIN 0017AA | LV | \$1,957,265.00 | |
| CLIN 0017AA | LW | \$255,567.00 | ===== |
| CLIN 0017AA | LX | \$68,000.00 | ===== |
| CLIN 0017AA | LY | \$264,807,424.52 | ===== |
| CLIN 0017AA | MB | \$375,000.00 | ===== |
| CLIN 0017AA | MC | \$2,283,481.00 | ===== |
| CLIN 0017AA | MD | \$8,573.00 | ===== |
| CLIN 0017AA | ME | \$0.00 | ===== |
| CLIN 0017AA | MF | \$270,780,923.00 | ===== |
| CLIN 0017AA | MH | \$213,390.00 | ===== |
| CLIN 0017AA | MJ | \$858,495.00 | ===== |
| CLIN 0017AA | MK | \$56,076.00 | ===== |
| CLIN 0017AA | ML | \$116,044.00 | ===== |
| CLIN 0017AA | MM | \$1,618,600.00 | ===== |
| CLIN 0017AA | MN | \$2,573,000.00 | ===== |
| CLIN 0017AA | MP | \$250,000.00 | ===== |
| CLIN 0017AA | MQ | \$691,421.00 | ===== |
| CLIN 0017AA | MR | \$0.00 | ===== |

002586

| | | | |
|-------------|----|------------------|-------------------------|
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$124,795,358.00 | |
| | | | <u>1,715,871,307.27</u> |
| | | | |
| | | | |
| | | | |
| CLIN 0017AB | KL | 118,250.00 | |
| | | | <u>118,250.00</u> |
| | | | |
| CLIN 0017AC | BZ | 190,000.00 | |
| | | | <u>190,000.00</u> |
| | | | |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <u>0.00</u> |
| | | | |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | 173,798.00 |
| | | | |
| CLIN 0017AH | KT | 173,798.00 | |
| | | | <u>173,798.00</u> |
| | | | |
| CLIN 0020AA | KN | 0.00 | |

002587

| | | | |
|-------------|----|--------------|-------------------|
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |

002588

| | | | |
|--------------|----|-----------------|----------------------|
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | |
| | | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | |
| | | | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |

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| | | | |
|--------------|----|-----------------|-----------------------|
| CLIN003002* | MX | \$719,132.00 | _____ |
| CLIN 000303* | MX | \$5,747.00 | _____ |
| CLIN 000304* | MX | \$16,000,000.00 | _____ |
| CLIN 000305* | MX | \$16,000,000.00 | _____ |
| CLIN 003006* | MX | \$38,000,000.00 | _____ |
| CLIN 003007* | MX | \$1,096,196.00 | _____ |
| | | | <u>124,795,358.00</u> |

* CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

8. In consideration of the modification agreed to herein as complete equitable adjustment for the following proposals submitted by Raytheon, the contractor hereby releases the Government from any and all liability under the contract for further equitable adjustments attributable to such facts or circumstances giving rise to the proposals for adjustment:

JLENS System Capability Review (SCR) Proposal, submitted via Raytheon letter JLENS-SDD12-016, dated 2 March 2012.

JLENS [REDACTED] for the Surveillance System (SuS) Proposal, submitted via Raytheon letter JLENS-SDD-12-008, dated 16 February 2012.

JLENS 14 Day Endurance Test Proposal, submitted via Raytheon letter JLENS-SDD-12-026, dated 16 March 2012.

JLENS Capability De-Scope Proposal, submitted via Raytheon letter JLENS-SDD-12-035, dated 9 April 2012.

JLENS Deployment Transition Plan Proposal, submitted via Raytheon letter JLENS-SDD-12-001, dated 23 January 2012.

JLENS System Development and Demonstration (SDD) Spares, Proposal, submitted via Raytheon letter JLENS-SDD-12-012, dated 22 February 2012.

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(i)&Title
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(b)

002590

| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | I. CONTRACT ID CODE V | PAGE OF PAGES 1 20 |
|--|----------------------------------|--|--|---|
| AMENDMENT/MODIFICATION NO. 0260 | 3. EFFECTIVE DATE 28-Sep-2012 | 4. REQUISITION/PURCHASE REQ. NO. | | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY USASMDC/ARSTRAT SMDC-RDC PO BOX 1800 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876 | | CODE S2205A |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 350 LOWELL ST. ANDOVER MA 01810-4400 | | | 9A. AMENDMENT OF SOLICITATION NO. | |
| | | | 9B. DATED (SEE ITEM 11) | |
| | | | X | 10A. MOD. OF CONTRACT/ORDER NO. DASG80-98-C-0001 |
| | | | X | 10B. DATED (SEE ITEM 13) 30-Jan-1998 |
| CODE 05716 | 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) See Schedule | | | | |
| 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14. 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). | | | | |
| C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: | | | | |
| X D. OTHER (Specify type of modification and authority) UNLATERAL: FAR 52.243-2, Changes and FAR 52.232-22 Limitation of Funds | | | | |
| 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: [REDACTED] See SF30, block 14, continuation page. (b)(6) | | | | |
| 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) | |
| CONTRACTOR/OFFEROR | | | [REDACTED] (b)(6) | |
| 15C. DATE SIGNED | | | 16B. UNITED STATES OF AMERICA | |
| [REDACTED] | | | [REDACTED] (b)(6) | |
| (Signature of person authorized to sign) | | | (Signature of Contracting Officer) | |
| | | | 16C. DATE SIGNED 28-Sep-2012 | |

EXCEPTION TO SF 30
APPROVED BY OIRM 11-84

30-105-04

002591

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

The purpose of this modification is to:

1. Issue Change Order Modification P00260 for JLENS based on restructure letter JLENS-2012-031 dated 20 September, 2011. Ceiling of contract will increase by a total of \$59,034,271.
2. This Change Order Modification will also incrementally fund this increase by \$16,145,226.39.

SUMMARY OF CHANGES

1. SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by \$59,034,271 from \$1,955,616,308.00 to \$2,014,650,579.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by [REDACTED] from [REDACTED] to [REDACTED] ^{REC?}

The target fee has increased by [REDACTED] from [REDACTED] to [REDACTED]

The total target cost plus fee of this line item has increased by \$59,034,271 from \$1,595,383,694 to \$1,654,417,965.

This includes an increase in target cost of [REDACTED] consisting of a [REDACTED] increase in cost and a [REDACTED] increase in facilities capital cost of money, and an increase in target fee [REDACTED]

The target cost and target fee set forth above and in the table below reflects the negotiated Section B values prior to any adjustments made resulting from estimated cost overruns and share ratio impacts to the fee. Any differences between the Estimated Cost values provided below and the Target Cost values provided above and shown on the table below are as a result of estimated cost overruns. Any differences between the Estimated Fee values provided below and the Target Fee values provided above and shown on the table below are a result of reductions based on current share ratio impacts to the Target Fee and do not include any allocation for yet to be earned incentives as set forth in Section H-19. As of the date of this modification, the estimated cost and estimated fee are as follows:

The Estimated Cost is \$ [REDACTED] consisting of [REDACTED] cost and [REDACTED] facilities capital cost of money.

The Estimated Fee is [REDACTED]

Total Estimated Cost plus Fee is \$1,776,902,132.

Pursuant to FAR 16.405-1, the target cost and target fee will be finally determined and adjusted after contract performance.

The table below provides a summary of the target cost, target fee, and total:

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| CLIN | MOD | TARGET COST | FCCM | TARGET FEE | TOTAL |
|------|------------|-------------|------------|------------|--------------------|
| 17AA | Pre-P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00254 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00258 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00259 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,383,694.00 |
| 17AA | P00260 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,654,417,965.00 |

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(b)(4)

CLIN 0030

The total cost of this line item has increased by \$16,000,000.00 from \$124,795,358.00 to \$140,795,358.00.

SUBCLIN 003008 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|-----------------|
| 003008 | GFEBs Funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBs001024670000001 | | | | \$16,000,000.00 |

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, analyzed, or reported separately from SubCLIN0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

B-17. INCENTIVE FEE FOR SUBCLIN 0017AA/CLIN 0018 (SEE H-19):

In accordance with FAR 52.216-10, entitled "Incentive Fee", the total amount originally negotiated, adjusted in accordance with paragraph d. of this clause, for target cost and target fee for performance under SubCLIN 0017AA/CLIN 0018 are set forth below:

Target Cost \$1,518,857,479

002593

Target Fee \$ [REDACTED]

(b)(4) (b)(4)

Incentive Arrangement: Maximum Fee: [REDACTED]

(b)(4)

Minimum Fee: [REDACTED]

(b)(4)

(Share Ratio: Government/Contractor)

Underrun: [REDACTED] the amount by which the total allowable cost is less than the estimated cost until maximum fee is attained.

(b)(4)

Overrun: [REDACTED] for the amount by which the total allowable cost exceeds the estimated cost until minimum fee is attained.

(b)(4) (b)(4)

FAR 52.216-10, INCENTIVE, paragraph (e)(1), is stated as follows:

(e) Fee Payable.

(1) The fee payable under this contract shall be the target fee increased by [REDACTED] for every dollar that the total allowable cost is less than the estimated cost or decreased by [REDACTED] for every dollar that the total allowable cost exceeds the estimated cost. In no event shall the fee be greater than [REDACTED] (Maximum fee) or less than [REDACTED] (Minimum fee) of the estimated cost.

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(b)(4)
(b)(4)

B-18. ESTIMATED COST, ESTIMATED INCENTIVE FEE, MINIMUM INCENTIVE FEE, MAXIMUM INCENTIVE FEE, AND INCENTIVE ARRANGEMENT FOR SUBCLIN 0017AA/CLIN 0018:

SUBCLIN 0017AA - (Two SDD JLENS Systems)

- a. Estimated cost: [REDACTED]
- b. Estimated fee: [REDACTED]
- c. Minimum incentive fee: \$ [REDACTED]
- d. Maximum incentive fee: \$ [REDACTED]
- e. Total estimated cost and estimated fee: \$1,776,902,132

(b)(4) (b)(4)
(b)(4)
(b)(4)
(b)(4)

3. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$16,145,226.39 from \$1,949,073,997.63 to \$1,965,219,224.02.

SUBCLIN 0017AA:

002594

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$126,899.39 from \$270,780,923.00 to \$270,907,822.39

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$126,899.39 is distributed as follows and includes an increase in estimated cost of [REDACTED] (\$ [REDACTED] of cost and [REDACTED] of facilities capital cost of money) and an increase in estimated fee of [REDACTED]

(b)(4)
(b)(4)
(b)(4)

| | |
|----------------|---------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | \$ [REDACTED] |
| Total | \$126,899.39 |

(b)(4)

MY: 21 1 2040 5L 5L68 P172419E555L 2516 4M1MIMICST3 S01021 4M1MIMICST3/14MJMM/4M5 was increased by \$18,327.00 from \$0.00 to \$18,327.00

The contract ACRN MY has been added.

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$18,327 is distributed as follows and includes an increase in estimated cost of [REDACTED] (\$ [REDACTED] of cost and \$ [REDACTED] of facilities capital cost of money) and an increase in estimated fee of [REDACTED]

(b)(4)
(b)(4)
(b)(4)

| | |
|----------------|------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | \$18,327 |

(b)(4)

CLIN 0030:

SUBCLIN 003008:

Funding on SUBCLIN 003008 is initiated as follows:

ACRN: MX

CIN: GFBS001024670000001

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$16,000,000.00

Total: \$16,000,000.00

Cost Code: A5XFJ

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$16,000,000 is distributed as follows and includes an increase in estimated cost of \$ [REDACTED] ([REDACTED] of cost and [REDACTED] of facilities capital

(b)(4)

002595

cost of money) and an increase in estimated fee of [REDACTED]

(b)(4) (b)(c)

| | |
|----------------|--------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | \$16,000,000 |

(b)(4)

(b)(c)

(b)(c)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> |
|--|--------------------|--------------------------|-----------------------------|
| (1) Amount Required for Full Funding, Including Fee: | [REDACTED] | [REDACTED] | [REDACTED] (b)(4) (b)(c) |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [REDACTED] | [REDACTED] | [REDACTED] (b)(4) |
| (3) Amount Separately Obligated for Payment of Fee: | \$ [REDACTED] | \$ [REDACTED] | \$ [REDACTED] (b)(4) (b)(c) |
| (4) Total Amount Allotted and Obligated: | \$1,715,871,307.27 | \$16,145,226.39 | \$1,732,016,533.66 |
| (5) Net Amount Required for Full Funding | \$ 1,996,553.73 | \$ 42,889,044.61 | \$ 44,885,598.34 |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

4. SECTION H – SPECIAL CONTRACT REQUIREMENTS is revised as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraph a., b., and c., are revised as follows:

a. General.

SubCLIN 0017AA, System Development and Demonstration (SDD), is a cost-plus-incentive-fee (CPIF) Line Item with cost and schedule incentives as described below. Paragraph H-19(b) applies only to the Cost Incentive and

002596

Paragraph H-19(c) applies only to the Schedule Incentive. The target contract price amount of [redacted] includes a target cost of [redacted] (which includes [redacted] of cost and [redacted] of facilities capital cost of money) and a target incentive fee of [redacted] which is [redacted] of target cost less facilities capital cost of money.

(b)(4)
(b)(4)

b. Cost Incentive.

- (1) The target fee payable under SubCLIN 0017AA is [redacted] of the estimated cost less facilities capital cost of money [redacted] an amount equal to [redacted]
- (2) The maximum fee payable under SubCLIN 0017AA is [redacted] of the estimated cost less facilities capital cost of money [redacted] an amount equal to [redacted]
- (3) The minimum fee payable under SubCLIN 0017AA is [redacted] of the estimated cost less facilities capital cost of money [redacted] an amount equal to [redacted]
- (4) Fee will be adjusted for actual cost that is less than or more than the estimated cost stated above using a share ratio of [redacted] Government / [redacted] Contractor for actual costs less than the estimated cost, and a ratio of [redacted] Government / [redacted] Contractor for actual costs greater than the estimated cost range applied according to Paragraph H-19(c)(1).
- (5) Nothing stated in this clause shall take precedence over the clause 52.216-10 - Incentive Fee contained in this contract.

(b)(4)
(b)(4)
(b)(4)
(b)(4)
(b)(4)
(b)(4)

c. Schedule and Performance Incentive.

(1) A maximum [redacted] "flat zone" will be established at the target cost value of [redacted] with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from [redacted] to \$ [redacted] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00260, only [redacted] of the maximum [redacted] "flat zone" has been acknowledged as earned.)

(b)(4)
(b)(4)
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(b)(4)

(a) [redacted] of the maximum Functional Review NLT 2nd Quarter, Fiscal Year [redacted] completed the requirement for this [redacted] Final determination of incentive fee payment utilization at conclusion of the contract. Reference letter, [redacted]

CK each value again & Percentages

the SDD System [redacted] ment that [redacted] ive of [redacted]

(b)(4)
(b)(6)
(b)(6)
(b)(4)

(b) [redacted] of the maximum Design review NLT 2nd Quarter, Fiscal Year [redacted] completed the requirement for this flat zone & determination of incentive fee payment utilization contract. Reference letter, dated 12 January 2 [redacted]

ED Orbit Critical [redacted] t that Raytheon [redacted] Final [redacted] ision of the [redacted]

(b)(4)
(b)(6)
(b)(6)

(c) [redacted] of the maximum Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [redacted])

(b)(4)

002597

[redacted] or [redacted] of the available [redacted]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

(b)(4)

(d) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12.

(b)(4)

(e) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [redacted] or [redacted] of the available [redacted]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.) *NOTE: The potential has been decreased from \$ [redacted] to \$ [redacted] due to movement of the \$ [redacted] incentive for [redacted].

(b)(4)

(b)(4)

(b)(4)

(f) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *Note: The potential has been increased from \$ [redacted] to \$ [redacted] due to movement of the [redacted] incentive for [redacted].

(b)(3)(A)
(i)&Title 10
Sec 130 (a)(b)

(b)(4)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(4)

(g) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of Developmental Test 2 (DT-2) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(h) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Early User Test (previously defined as Limited User Test) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(i) [redacted] of the maximum benefit of the "flat zone", earned by the conduct of the Final Functional Configuration Audit (FCA) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(3) For Earned Value and cost reporting purposes, the estimated cost value of \$1,518,857,479 will be used.

d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to the Option will be incorporated in accordance with the incentive fee structure of this provision.

5. The following is an update to Modification P00259 showing a summary of funding by ACRN through Modification P00260:

ACRN FUNDING

002598

| | |
|----|---------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |

002599

| | |
|----|----------------|
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |

002600

| | |
|----|------------------|
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |

002601

| | |
|-----------|-------------------------|
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,907,822.39 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$140,795,358.00 |
| MY | \$18,327.00 |

6. The following is an update to Modification P00259 showing a summary of funding by CLIN by ACRN through Modification P00260:

002602

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|----------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | <u>440,100.00</u> |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |

002603

| | | |
|-----------|----|----------------------|
| CLIN 0005 | BF | 100,000.00 |
| CLIN 0005 | BG | 1,975,321.00 |
| CLIN 0005 | BH | 38,018,908.00 |
| CLIN 0005 | BL | 0.00 |
| CLIN 0005 | BZ | 0.00 |
| | | <u>65,025,107.00</u> |

| | | |
|-------------|----|----------------------|
| CLIN 0007AA | BP | 10,199,288.50 |
| | | <u>10,199,288.50</u> |

| | | |
|-------------|----|-------------------|
| CLIN 0009AA | AQ | 45,106.00 |
| CLIN 0009AA | AV | 0.00 |
| CLIN 0009AA | BK | 256,545.00 |
| CLIN 0009AA | BM | 125,000.00 |
| CLIN 0009AA | BN | 21,315.00 |
| | | <u>447,966.00</u> |

| | | |
|-------------|----|------------|
| CLIN 0009AB | AJ | 200,000.00 |
| CLIN 0009AB | AK | 85,000.00 |
| CLIN 0009AB | AL | 45,000.00 |
| CLIN 0009AB | AQ | 59,894.00 |
| CLIN 0009AB | AR | 35,000.00 |
| CLIN 0009AB | BK | 3,455.00 |
| CLIN 0009AB | BN | 81,685.00 |
| CLIN 0009AB | BU | 350,000.00 |
| CLIN 0009AB | BV | 9,000.00 |

002604

| | | |
|-------------|----|----------------------|
| | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 |
| CLIN 0013 | AX | 3,396,000.00 |
| CLIN 0013 | AY | 0.00 |
| CLIN 0013 | AZ | 19,412,000.00 |
| CLIN 0013 | BJ | 7,896,673.34 |
| | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 |
| CLIN 0017 | KM | 0.00 |
| | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 |
| CLIN 0017AA | BX | 1,146,000.00 |
| CLIN 0017AA | BW | 84,896,852.00 |
| CLIN 0017AA | BZ | 0.00 |
| CLIN 0017AA | KM | 192,793,000.00 |
| CLIN 0017AA | KN | 0.00 |
| CLIN 0017AA | KQ | 66,151.00 |
| CLIN 0017AA | KS | 0.00 |
| CLIN 0017AA | KT | 386,204,200.00 |
| CLIN 0017AA | KU | 2,203,183.00 |
| CLIN 0017AA | KY | 0.00 |
| CLIN 0017AA | LC | 200,000.00 |
| CLIN 0017AA | LD | 7,943,648.00 |
| CLIN 0017AA | LE | 0.00 |

002605

| | | | |
|--------------------|-----------|-------------------------|-------|
| CLIN 0017AA | LH | 400,000.00 | |
| CLIN 0017AA | LJ | 7,476.00 | |
| CLIN 0017AA | LK | 281,575,897.00 | |
| CLIN 0017AA | LQ | 235,566.00 | |
| CLIN 0017AA | LS | 6,069,616.00 | |
| CLIN 0017AA | LT | 530,377.00 | |
| CLIN 0017AA | LU | \$9,100,000.00 | |
| CLIN 0017AA | LV | \$1,957,265.00 | |
| CLIN 0017AA | LW | \$255,567.00 | ===== |
| CLIN 0017AA | LX | \$68,000.00 | ===== |
| CLIN 0017AA | LY | \$264,807,424.52 | ===== |
| CLIN 0017AA | MB | \$375,000.00 | ===== |
| CLIN 0017AA | MC | \$2,283,481.00 | ===== |
| CLIN 0017AA | MD | \$8,573.00 | ===== |
| CLIN 0017AA | ME | \$0.00 | ===== |
| CLIN 0017AA | MF | \$270,907,822.39 | ===== |
| CLIN 0017AA | MH | \$213,390.00 | ===== |
| CLIN 0017AA | MJ | \$858,495.00 | ===== |
| CLIN 0017AA | MK | \$56,076.00 | ===== |
| CLIN 0017AA | ML | \$116,044.00 | ===== |
| CLIN 0017AA | MM | \$1,618,600.00 | ===== |
| CLIN 0017AA | MN | \$2,573,000.00 | ===== |
| CLIN 0017AA | MP | \$250,000.00 | ===== |
| CLIN 0017AA | MQ | \$691,421.00 | ===== |
| CLIN 0017AA | MR | \$0.00 | ===== |

002606

| | | | |
|-------------|----|------------------|-------------------------|
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$140,795,358.00 | |
| CLIN 0017AA | MY | \$18,327.00 | |
| | | | <u>1,732,016,533.66</u> |
| | | | |
| | | | |
| CLIN 0017AB | KL | 118,250.00 | |
| | | | <u>118,250.00</u> |
| | | | |
| CLIN 0017AC | BZ | 190,000.00 | |
| | | | <u>190,000.00</u> |
| | | | |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <u>0.00</u> |
| | | | |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | <u>173,798.00</u> |
| | | | |
| CLIN 0017AH | KT | 173,798.00 | |
| | | | <u>173,798.00</u> |
| | | | |

002607

| | | | |
|-------------|----|--------------|------------------|
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |

002608

| | | |
|-----------|----|----------------------|
| | | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 |
| CLIN 0024 | LG | 62,000.00 |
| CLIN 0024 | KZ | 25,000.00 |
| CLIN 0024 | KW | 20,000.00 |
| CLIN 0024 | LP | 83,200.00 |
| | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 |
| CLIN 0025 | LM | 1,080,404.00 |
| CLIN 0025 | MA | 0.00 |
| | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 |
| | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 |
| | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 |
| CLIN 0028 | MA | 2,982,442.00 |
| CLIN 0028 | MG | 6,262,095.00 |
| CLIN 0028 | MU | \$7,864,499 |
| | | <u>17,439,008.00</u> |

002609

| | | | |
|--------------|----|-----------------|-----------------------|
| CLIN 003001* | MX | \$52,974,283.00 | _____ |
| CLIN003002* | MX | \$719,132.00 | _____ |
| CLIN 000303* | MX | \$5,747.00 | _____ |
| CLIN 000304* | MX | \$16,000,000.00 | _____ |
| CLIN 000305* | MX | \$16,000,000.00 | _____ |
| CLIN 003006* | MX | \$38,000,000.00 | _____ |
| CLIN 003007* | MX | \$1,096,196.00 | _____ |
| CLIN 003008* | MX | \$16,000,000.00 | _____ |
| | | | <u>140,795,358.00</u> |

* CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

002610

| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | 1. CONTRACT ID CODE V | PAGE OF PAGES 1 15 |
|---|----------------------------------|--|-----------------------------------|---|
| 2. AMENDMENT/MODIFICATION NO. P00261 | 3. EFFECTIVE DATE 13-Nov-2012 | 4. REQUISITION/PURCHASE REQ. NO. | | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY USASMD/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01878 | | CODE S2205A |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 350 LOWELL ST. ANDOVER MA 01810-4400 | | | 9A. AMENDMENT OF SOLICITATION NO. | |
| | | | 9B. DATED (SEE ITEM 11) | |
| | | | X | 10A. MOD. OF CONTRACT/ORDER NO. DASG60-88-C-0001 |
| | | | X | 10B. DATED (SEE ITEM 13) 30-Jan-1998 |
| CODE 05716 | 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. | | | | |
| <p>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:</p> <p>(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.</p> | | | | |
| 12. ACCOUNTING AND APPROPRIATION DATA (If required) See Schedule | | | | |
| 13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT/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). | | | | |
| C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: | | | | |
| X D. OTHER (Specify type of modification and authority) BILATERAL; FAR 52.232-22 | | | | |
| 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: [REDACTED] See SF30, block 14, continuation page. | | | | |
| 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. | | | | |
| [REDACTED] | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) [REDACTED] | | |
| [REDACTED] | | 15C. DATE SIGNED 11/13/12 | | 16C. DATE SIGNED 13 Nov 12 |
| [REDACTED] | | (Signature of Contracting Officer) | | |

EXCEPTION TO SF 30
APPROVED BY OIRM 11-84

30-105-04

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

002611

(b)(6)

(b)(6)
(b)(6)
(b)(6)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 0030

The total cost of this line item has decreased by \$2,000,000.00 from \$140,795,358.00 to \$138,795,358.00.

*

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, analyzed, or reported separately from SubCLIN0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

2. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was decreased by \$2,000,000.00 from \$1,965,219,224.02 to \$1,963,219,224.02.

SUBCLIN 003008:

MX: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001 A5XFJ (CIN GFEBs001024670000001) was decreased by \$2,000,000.00 from \$16,000,000.00 to \$14,000,000.00

Estimated Cost, Estimated Fee, and Estimated total for the above decrease of \$2,000,000 is distributed as follows and includes a decrease in estimated cost of [REDACTED] (\$ [REDACTED] of cost and [REDACTED] of facilities capital cost of money) and a decrease in estimated fee of [REDACTED]

| | |
|----------------|------------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | (\$2,000,000.00) |

(b)(4)
(b)(4)

(b)(4)

(b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS

002612

(LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

| SUBCLIN 0017AA : | <u>PRIOR</u> | THIS <u>MODIFICATION</u> | CUMULATIVE <u>TOTAL*</u> | |
|---|--------------------|-----------------------------|-----------------------------|--------|
| (1) Amount Required for Full Funding, Including Fee: | ██████████ | \$ 0 | \$ ██████████ | (b)(4) |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | ██████████ | ██████████ | ██████████ | (b)(4) |
| (3) Amount Separately Obligated for Payment of Fee: | ██████████ | ██████████ | \$ ██████████ | (b)(4) |
| (4) Total Amount Allotted and Obligated: | \$1,732,016,533.26 | (\$2,000,000.00) | \$1,730,016,533.26 | |
| (5) Net Amount Required for Full Funding | \$ 44,885,598.34 | \$ 2,000,000.00 | \$ 46,885,598.34 | |

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

3. The following is an update to Modification P00260 showing a summary of funding by ACRN through Modification P00261:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |

002613

| | |
|----|---------------|
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |

002614

| | |
|----|----------------|
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |

002615

| | |
|----|------------------|
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,907,822.39 |
| MG | \$6,262,095.00 |

002616

| | |
|-----------|-------------------------|
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$138,795,358.00 |
| MY | \$18,327.00 |

4. The following is an update to Modification P00260 showing a summary of funding by CLIN by ACRN through Modification P00261:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|-------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | 440,100.00 |
| CLIN 0003 | AB | 2,298,235.00 | |

002617

| | | | |
|-----------|----|---------------|----------------------|
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |

002618

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |

002619

| | | |
|-------------|----|----------------------|
| | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 |
| CLIN 0017 | KM | 0.00 |
| | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 |
| CLIN 0017AA | BX | 1,146,000.00 |
| CLIN 0017AA | BW | 84,896,852.00 |
| CLIN 0017AA | BZ | 0.00 |
| CLIN 0017AA | KM | 192,793,000.00 |
| CLIN 0017AA | KN | 0.00 |
| CLIN 0017AA | KQ | 66,151.00 |
| CLIN 0017AA | KS | 0.00 |
| CLIN 0017AA | KT | 386,204,200.00 |
| CLIN 0017AA | KU | 2,203,183.00 |
| CLIN 0017AA | KY | 0.00 |
| CLIN 0017AA | LC | 200,000.00 |
| CLIN 0017AA | LD | 7,943,648.00 |
| CLIN 0017AA | LE | 0.00 |
| CLIN 0017AA | LH | 400,000.00 |
| CLIN 0017AA | LJ | 7,476.00 |
| CLIN 0017AA | LK | 281,575,897.00 |
| CLIN 0017AA | LQ | 235,566.00 |
| CLIN 0017AA | LS | 6,069,616.00 |
| CLIN 0017AA | LT | 530,377.00 |
| CLIN 0017AA | LU | \$9,100,000.00 |

002620

| | | | |
|-------------|----|------------------|------------------|
| CLIN 0017AA | LV | \$1,957,265.00 | |
| CLIN 0017AA | LW | \$255,567.00 | ===== |
| CLIN 0017AA | LX | \$68,000.00 | ===== |
| CLIN 0017AA | LY | \$264,807,424.52 | ===== |
| CLIN 0017AA | MB | \$375,000.00 | ===== |
| CLIN 0017AA | MC | \$2,283,481.00 | ===== |
| CLIN 0017AA | MD | \$8,573.00 | ===== |
| CLIN 0017AA | ME | \$0.00 | ===== |
| CLIN 0017AA | MF | \$270,907,822.39 | ===== |
| CLIN 0017AA | MH | \$213,390.00 | ===== |
| CLIN 0017AA | MJ | \$858,495.00 | ===== |
| CLIN 0017AA | MK | \$56,076.00 | ===== |
| CLIN 0017AA | ML | \$116,044.00 | ===== |
| CLIN 0017AA | MM | \$1,618,600.00 | ===== |
| CLIN 0017AA | MN | \$2,573,000.00 | ===== |
| CLIN 0017AA | MP | \$250,000.00 | ===== |
| CLIN 0017AA | MQ | \$691,421.00 | ===== |
| CLIN 0017AA | MR | \$0.00 | ===== |
| CLIN 0017AA | MS | \$700,000.00 | ===== |
| CLIN 0017AA | MT | \$16,289,524.00 | ===== |
| CLIN 0017AA | MV | \$39,921,199.75 | ===== |
| CLIN 0017AA | MW | \$10,000,000.00 | ===== |
| CLIN 0017AA | MX | \$138,795,358.00 | ===== |
| CLIN 0017AA | MY | \$18,327.00 | ===== |
| | | | ===== |
| | | | 1,730,016,533.26 |
| | | | ===== |

002621

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| CLIN 0017AB | KL | 118,250.00 | |
| | | | <hr/> |
| | | | 118,250.00 |
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| CLIN 0017AC | BZ | 190,000.00 | |
| | | | <hr/> |
| | | | 190,000.00 |
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| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <hr/> |
| | | | 0.00 |
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| CLIN 0017AE | LL | 173,798.00 | |
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| CLIN 0017AH | KT | 173,798.00 | |
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| | | | 173,798.00 |
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| | | | <hr/> |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <hr/> |
| | | | 26,660.00 |
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| CLIN 0021AA | KW | 0.00 | |
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|-------------|----|--------------|-------------------|
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |
| | | | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>83,200.00</u> |
| | | | <u>83,200.00</u> |

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|--------------|----|-----------------|----------------------|
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | |
| | | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | |
| | | | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |
| CLIN 000304* | MX | \$16,000,000.00 | |
| CLIN 000305* | MX | \$16,000,000.00 | |
| CLIN 003006* | MX | \$38,000,000.00 | |
| CLIN 003007* | MX | \$1,096,196.00 | |

002624

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|---------------------|-----------|------------------------|-----------------------|
| CLIN 003008* | MX | \$14,000,000.00 | <hr/> |
| | | | <hr/> |
| | | | 138,795,358.00 |
| | | | <hr/> |

* CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

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|---|----------------------------------|--|---|---------------------------------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | 1. CONTRACT ID CODE V | PAGE OF PAGES 1 21 |
| 2. AMENDMENT/MODIFICATION NO. P00262 | 3. EFFECTIVE DATE 18-Dec-2012 | 4. REQUISITION/PURCHASE REQ. NO. | | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY USASMD/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876 | | CODE S2205A |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 350 LOWELL ST. ANDOVER MA 01810-4400 | | | 9A. AMENDMENT OF SOLICITATION NO. | |
| | | | 9B. DATED (SEE ITEM 11) | |
| | | | X 10A. MOD. OF CONTRACT/ORDER NO. DASG60-98-C-0001 | |
| | | | X 10B. DATED (SEE ITEM 13) 30-Jan-1998 | |
| CODE 05718 | | 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. | | | | |
| <p>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:</p> <p>(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.</p> | | | | |
| 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. | | | | |
| X 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). | | | | |
| C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: | | | | |
| D. OTHER (Specify type of modification and authority) | | | | |
| E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" 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: [REDACTED] See SF30, block 14, continuation page. | | | | |
| 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. [REDACTED] | | |
| [REDACTED] | | TEL: [REDACTED] | | |
| 15B. [REDACTED] | | 15C. DATE SIGNED 12/18/2012 | 16B. [REDACTED] | |
| [REDACTED] | | (Signature of Contracting Officer) | | 16C. DATE SIGNED 18 DEC 2012 |

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EXCEPTION TO SF 30
APPROVED BY OIRM 11-84

30-105-04

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

002632

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION A - SOLICITATION/CONTRACT FORM

The following have been added by full text:

PURPOSE

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

The purpose of this modification is to:

1. Correct administrative errors to Modification P00260.
2. Summary of Changes for Modification P00260 should have read as follows:
3. All corrections are shown in **bold red**.

SUMMARY OF CHANGES

1. SECTION A - SOLICITATION/CONTRACT FORM

Change Order Modification P00260 for JLENS based on restructure letter JLENS-2012-031 dated **27 September, 2012**. Ceiling of contract will increase by a total of \$59,034,271.

The total cost of this contract was increased by \$59,034,271 from \$1,955,616,308.00 to \$2,014,650,579.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by [REDACTED] from [REDACTED] 00 to [REDACTED]

The target fee has increased by [REDACTED] from [REDACTED] 4 to [REDACTED]

The total target cost plus fee of this line item has increased by \$59,034,271 from \$1,595,383,694 to \$1,654,417,965.

This includes an increase in target cost of [REDACTED], consisting of a \$ [REDACTED] increase in cost and a [REDACTED] increase in facilities capital cost of money, and an increase in target fee [REDACTED]

The target cost and target fee set forth above and in the table below reflects the negotiated Section B values prior to any adjustments made resulting from estimated cost overruns and share ratio impacts to the fee. Any differences between the Estimated Cost values provided below and the Target Cost values provided above and shown on the table below are as a result of estimated cost overruns. Any differences between the Estimated Fee

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002633

values provided below and the Target Fee values provided above and shown on the table below are a result of reductions based on current share ratio impacts to the Target Fee and do not include any allocation for yet to be earned incentives as set forth in Section H-19. As of the date of this modification, the estimated cost and estimated fee are as follows:

The Estimated Cost is [REDACTED] consisting of \$1 [REDACTED] in cost and [REDACTED] in facilities capital cost of money. (b)(4)

The Estimated Fee is \$ [REDACTED] (b)(4)

Total Estimated Cost plus Fee is \$1,776,902,132.

Pursuant to FAR 16.405-1, the target cost and target fee will be finally determined and adjusted after contract performance.

The table below provides a summary of the target cost, target fee, and total:

| CLIN | MOD | TARGET COST | FCCM | TARGET FEE | TOTAL |
|------|------------|-------------|------------|------------|--------------------|
| 17AA | Pre-P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00251 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,594,280,516.00 |
| 17AA | P00254 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00258 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,005,395.00 |
| 17AA | P00259 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,595,383,694.00 |
| 17AA | P00260 | [REDACTED] | [REDACTED] | [REDACTED] | \$1,654,417,965.00 |

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CLIN 0030

The total cost of this line item has increased by \$16,000,000.00 from \$124,795,358.00 to \$140,795,358.00.

SUBCLIN 003008 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|--|----------|------|------------|-----------------|
| 003008 | GFEBS Funding for SubCLIN 0017AA CPIF FOB: Destination | | | | |
| | ACRN MX CIN: GFEBS001024670000001 | | | | \$16,000,000.00 |

002634

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBS funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBS funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBS funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

B-17. INCENTIVE FEE FOR SUBCLIN 0017AA/CLIN 0018 (SEE H-19):

In accordance with FAR 52.216-10, entitled "Incentive Fee", the total amount originally negotiated, adjusted in accordance with paragraph d. of this clause, for target cost and target fee for performance under SubCLIN 0017AA/CLIN 0018 are set forth below:

Target Cost: [REDACTED]
Target Fee: [REDACTED] (b)(4)
Incentive Arrangement: Maximum Fee: [REDACTED] (b)(4)
Minimum Fee: [REDACTED] (b)(4)
(Share Ratio: Government/Contractor): [REDACTED] (b)(4)

Underrun: [REDACTED] or the amount by which the total allowable cost is less than the estimated cost until maximum fee is attained. (b)(4)

Overrun: [REDACTED] the amount by which the total allowable cost exceeds the estimated cost until minimum fee is attained. (b)(4)

FAR 52.216-10, INCENTIVE, paragraph (e)(1), is stated as follows:

(e) Fee Payable.

(1) The fee payable under this contract shall be the target fee increased by [REDACTED] for every dollar that the total allowable cost is less than the estimated cost or decreased by [REDACTED] for every dollar that the total allowable cost exceeds the estimated cost. In no event shall the fee be greater than [REDACTED] percent (Maximum fee) or less than [REDACTED] percent (Minimum fee) of the estimated cost. (b)(4)
(b)(4)
(b)(4)
(b)(4)

B-18 ESTIMATED COST, ESTIMATED INCENTIVE FEE, MINIMUM INCENTIVE FEE, MAXIMUM INCENTIVE FEE, AND INCENTIVE ARRANGEMENT FOR SUBCLIN 0017AA/CLIN 0018:

SUBCLIN 0017AA - (Two SDD JLENS Systems)

a. Estimated cost: [REDACTED] (b)(4)
b. Estimated fee: [REDACTED] (b)(4)
c. Minimum incentive fee: [REDACTED] (b)(4)
d. Maximum incentive fee: [REDACTED] (b)(4)

002635

e. Total estimated cost and estimated fee: **\$1,776,902,132**

3. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$16,145,226.39 from \$1,949,073,997.63 to \$1,965,219,224.02.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$126,899.39 from \$270,780,923.00 to \$270,907,822.39

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$ [REDACTED] is distributed as follows (b)(4) (b)(4) (b)(4) and includes an increase in estimated cost of [REDACTED] cost and [REDACTED] facilities capital cost of money) and an increase in estimated fee of [REDACTED]

| | |
|----------------|--------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | \$126,899.39 |

(b)(4) (b)(4) (b)(4) (b)(4) (b)(4)

MY: 21 1 2040 5L 5L68 P172419E555L 2516 4M1MMICST3 S01021 4M1MMICST3/14MJMM/4M5 was increased by \$18,327.00 from \$0.00 to \$18,327.00

The contract ACRN MY has been added.

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$18,327 is distributed as follows and includes an increase in estimated cost of [REDACTED] of cost and [REDACTED] of facilities capital cost of money) and an increase in estimated fee of [REDACTED] (b)(4) (b)(4)

| | |
|----------------|------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | \$18,327 |

(b)(4) (b)(4) (b)(4) (b)(4)

CLIN 0030:

SUBCLIN 003008:

Funding on SUBCLIN 003008 is initiated as follows:

002636

ACRN: MX

CIN: GFEB001024670000001

Acctng Data: 02120122013204000001171722550030003242A.0000013.1.1 6100.9000021001

Increase: \$16,000,000.00

Total: \$16,000,000.00

Cost Code: A5XFJ

Estimated Cost, Estimated Fee, and Estimated total for the above increase of \$16,000,000 is distributed as follows and includes an increase in estimated cost of \$ [REDACTED] (of cost and [REDACTED] of facilities capital cost of money) and an increase in estimated fee of [REDACTED]

| | |
|----------------|--------------|
| Estimated Cost | [REDACTED] |
| Estimated Fee | [REDACTED] |
| Total | \$16,000,000 |

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(b)(5)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | PRIOR | THIS MODIFICATION | CUMULATIVE TOTAL* |
|--|--------------------|-------------------|--------------------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,717,867,861 | \$ 59,034,271 | \$ 1,776,902,132 |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [REDACTED] | [REDACTED] | [REDACTED] |
| (3) Amount Separately Obligated for Payment of Fee: | [REDACTED] | [REDACTED] | [REDACTED] |
| (4) Total Amount Allotted and Obligated: | \$1,715,871,307.27 | \$16,145,226.39 | \$1,732,016,533.65 |
| (5) Net Amount Required for Full Funding | \$ 1,996,553.73 | \$42,889,044.61 | \$ 44,885,598.34 |

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3P 46,885,598.34 * 0 * 46,885,598.34

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* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

4. SECTION H – SPECIAL CONTRACT REQUIREMENTS is revised as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraph a., b., and c., are revised as follows:

a. General.

SubCLIN 0017AA, System Development and Demonstration (SDD), is a cost-plus-incentive-fee (CPIF) Line Item with cost and schedule incentives as described below. Paragraph H-19(b) applies only to the Cost Incentive and Paragraph H-19(c) applies only to the Schedule Incentive. The target contract price amount of \$1,654,417,965 includes a target cost of [REDACTED] which includes [REDACTED] of cost and [REDACTED] of facilities capital cost of money) and a target incentive fee of [REDACTED] 36 which is [REDACTED] of target cost less facilities capital cost of money.

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b. Cost Incentive.

- (1) The target fee payable under SubCLIN 0017AA is [REDACTED] of the estimated cost less facilities capital cost of money (\$ [REDACTED], an amount equal to [REDACTED])
- (2) The maximum fee payable under SubCLIN 0017AA is [REDACTED] of the estimated cost less facilities capital cost of money [REDACTED], an amount equal to [REDACTED]
- (3) The minimum fee payable under SubCLIN 0017AA is [REDACTED] of the estimated cost less facilities capital cost of money ([REDACTED] an amount equal to [REDACTED])
- (4) Fee will be adjusted for actual cost that is less than or more than the estimated cost stated above using a share ratio of [REDACTED] Government / [REDACTED] Contractor for actual costs less than the estimated cost, and a ratio of [REDACTED] Government / [REDACTED] Contractor for actual costs greater than the estimated cost range applied according to Paragraph H-19(c)(1).
- (5) Nothing stated in this clause shall take precedence over the clause 52.216-10 - Incentive Fee contained in this contract.

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(b)(4)
(b)(4)
(b)(4)
(b)(4)

c. Schedule and Performance Incentive.

(1) A maximum [REDACTED] "flat zone" will be established at the target cost value of \$1,518,857,379 with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from [REDACTED] [REDACTED] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00260, only [REDACTED] of the maximum [REDACTED] "flat zone" has been acknowledged as earned.)

(b)(4)
(b)(4)
(b)(4)

(a) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of the SDD System Functional Review NLT 2nd Quarter, Fiscal Year 2007. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the

(b)(4)
(b)(4)

002638

conclusion of the contract. Reference letter dated 5 March 2007 from [REDACTED]

(b)(6)

(b) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of SDD Critical Design Review (CDR) 2nd Quarter, Fiscal Year 2009. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter dated 12 January 2009, from [REDACTED]

(b)(4)

(b)(4)

(b)(6)

(c) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [REDACTED] of the available [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

(b)(4)

(b)(4)

(d) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12.

(b)(4)

(e) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [REDACTED] of the available [REDACTED]. Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.) *NOTE: The potential has been decreased from [REDACTED] to [REDACTED] due to movement of the [REDACTED] incentive for [REDACTED]

(b)(4)

(b)(4)

(b)(3)(A)

(i)&Title

10 Sec 130

(a)(b)

(b)(4)

(f) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *Note: The potential has been increased from [REDACTED] to [REDACTED] due to movement of the [REDACTED] incentive for [REDACTED]

(b)(3)(A)

(i)&Title

10 Sec 130

(a)(b)

(b)(4)

(g) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of Developmental Test 2 (DT-2) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(h) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Early User Test (previously defined as Limited User Test) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(i) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Final Functional Configuration Audit (FCA) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

(b)(4)

(3) For Earned Value and cost reporting purposes, the estimated cost value of [REDACTED] will be used.

002639

d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to the Option will be incorporated in accordance with the incentive fee structure of this provision.

5. The following is an update to Modification P00259 showing a summary of funding by ACRN through Modification P00260:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |

002640

| | |
|----|---------------|
| AC | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |

002641

| | |
|----|------------------|
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |

002642

| | |
|-----------|-------------------------|
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,907,822.39 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MI | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |

002643

| | |
|----|------------------|
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$140,795,358.00 |
| MY | \$18,327.00 |

6. The following is an update to Modification P00259 showing a summary of funding by CLIN by ACRN through Modification P00260:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|-------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | 440,100.00 |
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |

002644

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0005 | AW | 100,000.00 | |
| CLIN 0005 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |

002645

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0009AB | AI | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BC | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |
| | | | <u>869,034.00</u> |
| CLIN 0013 | AJ | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |
| | | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 | |
| CLIN 0017 | KM | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 | |
| CLIN 0017AA | BX | 1,146,000.00 | |
| CLIN 0017AA | BW | 84,896,852.00 | |
| CLIN 0017AA | BZ | 0.00 | |

002646

| | | | |
|-------------|----|------------------|-------|
| CLIN 0017AA | KM | 192,793,000.00 | |
| CLIN 0017AA | KN | 0.00 | |
| CLIN 0017AA | KQ | 66,151.00 | |
| CLIN 0017AA | KS | 0.00 | |
| CLIN 0017AA | KT | 386,204,200.00 | |
| CLIN 0017AA | KU | 2,203,183.00 | |
| CLIN 0017AA | KV | 0.00 | |
| CLIN 0017AA | LC | 200,000.00 | |
| CLIN 0017AA | LD | 7,943,648.00 | |
| CLIN 0017AA | LE | 0.00 | |
| CLIN 0017AA | LH | 400,000.00 | |
| CLIN 0017AA | LJ | 7,476.00 | |
| CLIN 0017AA | LK | 281,575,897.00 | |
| CLIN 0017AA | LQ | 235,566.00 | |
| CLIN 0017AA | LS | 6,069,616.00 | |
| CLIN 0017AA | LT | 530,377.00 | |
| CLIN 0017AA | LU | \$9,100,000.00 | |
| CLIN 0017AA | LV | \$1,957,265.00 | |
| CLIN 0017AA | LW | \$255,567.00 | ===== |
| CLIN 0017AA | LX | \$68,000.00 | ===== |
| CLIN 0017AA | LY | \$264,807,424.52 | ===== |
| CLIN 0017AA | MB | \$375,000.00 | ===== |
| CLIN 0017AA | MC | \$2,283,481.00 | ===== |
| CLIN 0017AA | MD | \$8,573.00 | ===== |
| CLIN 0017AA | ME | \$0.00 | ===== |
| CLIN 0017AA | MF | \$270,907,822.39 | ===== |

002647

| | | | |
|-------------|----|-----------------------------|------------------|
| CLIN 0017AA | MR | \$213,390.00 | |
| CLIN 0017AA | ME | \$858,495.00 | |
| CLIN 0017AA | MK | \$56,076.00 | |
| CLIN 0017AA | ML | \$116,044.00 | |
| CLIN 0017AA | MM | \$1,618,600.00 | |
| CLIN 0017AA | MN | \$2,573,000.00 | |
| CLIN 0017AA | MP | \$250,000.00 | |
| CLIN 0017AA | MQ | \$691,421.00 | |
| CLIN 0017AA | MR | \$0.00 | |
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$140,795,358.00 | |
| CLIN 0017AA | MY | \$18,327.00 | |
| | | | 1,732,016,533.66 |
| | | | <i>0.21</i> |
| CLIN 0017AB | NL | 118,250.00 | 118,250.00 |
| CLIN 0017AC | SL | 190,000.00 | 190,000.00 |

002648

| | | | |
|-------------|----|------------|-------------------|
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |
| CLIN 0017AE | LL | 173,798.00 | |
| | | | 173,798.00 |
| CLIN 0017AH | BT | 173,798.00 | |
| | | | <u>173,798.00</u> |
| | | | <u>173,798.00</u> |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | |
| | | | <u>26,660.00</u> |
| | | | <u>26,660.00</u> |
| CLIN 0021AA | KW | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KK | 0.00 | |
| CLIN 0021AB | KY | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| | | | <u>0.00</u> |

002649

| | | | |
|-----------|----|--------------|---------------------|
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |

002650

| | | | |
|--------------|----|-----------------|----------------|
| CLIN 0027 | LI | 1,751,384.00 | |
| | | | 1,751,384.00 |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | WG | 6,262,095.00 | |
| CLIN 0028 | WU | \$7,864,499 | |
| | | | 17,439,008.00 |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |
| CLIN 000304* | MX | \$16,000,000.00 | |
| CLIN 000305* | MX | \$16,000,000.00 | |
| CLIN 003006* | MX | \$38,000,000.00 | |
| CLIN 003007* | MX | \$1,096,196.00 | |
| CLIN 003008* | MX | \$16,000,000.00 | |
| | | | 140,795,358.00 |

* CLIN 0030 has been established for the sole purpose of obligating GFEBS funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBS funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

002651

DASG60-98-C-0061

F00262

Page 21 of 21

002652

| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | | 1. CONTRACT ID CODE | PAGE OF PAGES |
|--|--|----------------------------------|--|---------------------|-------------------------|
| 2. AMENDMENT/MODIFICATION NO P00263 | | 3. EFFECTIVE DATE 14-Feb-2013 | 4. REQUISITION/PURCHASE REQ. NO 0010303589 | | V 1 4 |
| 6. ISSUED BY USASMDC/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801 | | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876 | | CODE S2205A |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 350 LOWELL ST ANDOVER MA 01810-4400 | | | 9A. AMENDMENT OF SOLICITATION NO. | | |
| | | | 9B. DATED (SEE ITEM 11) | | |
| | | | X 10A. MOD. OF CONTRACT/ORDER NO. DASG60-98-C-0001 | | |
| | | | X 10B. DATED (SEE ITEM 13) 30-Jan-1998 | | |
| CODE 05716 | | 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. | | | | | |
| <p>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:</p> <p>(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</p> | | | | | |
| 12. ACCOUNTING AND APPROPRIATION DATA (If required) See Schedule | | | | | |
| 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). | | | | | |
| C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: | | | | | |
| X D. OTHER (Specify type of modification and authority) Unilateral FAR 52.232-22 Incremental Funding | | | | | |
| 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: [REDACTED] (b)(6) The purpose of this modification is to incrementally fund CLIN 0017AA via CLIN 0030 ACRN MZ in the amount of \$21,000,000.00. ACRN KM for SLIN 0017AA in section G is incorrect and should be disregarded. Funded amount total as a result of this modification in section G is incorrect and should be disregarded. | | | | | |
| 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) (b)(6) | | |
| 15B. CONTRACTOR/OFFEROR | | | 16B. UNITED STATES OF AMERICA | | 16C. DATE SIGNED (b)(6) |
| (Signature of person authorized to sign) | | | (Signature of Contracting Officer) | | 14-Feb-2013 (b)(6) |

EXCEPTION TO SF 30
APPROVED BY OIRM 11-84

30-105-04

002653

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION A - SOLICITATION/CONTRACT FORM

The following have been added by full text:

PURPOSE

CLIN 0030

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, invoiced, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

The following have been deleted:

PURPOSE

PURPOSE

PURPOSE

PURPOSE

SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 003009 is added as follows:

002654

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|---|----------|------|--------------------------|-----------------|
| 003009 | GFEBS Funding for SubCLIN 0017AA CPIF FOB: Destination PURCHASE REQUEST NUMBER: 0010303589 | | | | \$0.00 |
| | | | | TARGET COST | \$0.00 |
| | | | | TARGET FEE | \$0.00 |
| | | | | TOTAL TGT COST + FEE | \$0.00 |
| | | | | MINIMUM FEE | \$0.00 |
| | | | | MAXIMUM FEE | \$0.00 |
| | | | | SHARE RATIO ABOVE TARGET | |
| | | | | SHARE RATIO BELOW TARGET | |
| | ACRN MZ CIN: GFEBS001030358900001 | | | | \$21,000,000.00 |

SECTION E - INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 003009:

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

SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$21,000,000.00 from \$1,922,617,489.68 to \$1,943,617,489.68.

SUBCLIN 0017AA:

KM: 21 7 2040 5L 5L68 P17419E555L 255Y 4M7J730000 S01021 4M7J730000/74MJLE/4M was increased by \$192,793,000.00 from \$0.00 to \$192,793,000.00
The contract ACRN KP was changed to KM.
The Cost Code ` has been added.

SUBCLIN 003009:

Funding on SUBCLIN 003009 is initiated as follows:

ACRN: MZ

CIN: GFEBS001030358900001

002655

Acctng Data: 02120132014204000001171722550030003242A.0009263.1.1 6100.9000021001

Increase: \$21,000,000.00

Total: \$21,000,000.00

Cost Code: A5XFJ

(End of Summary of Changes)

002656

SUMMARY OF CHANGES

1. SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 0030

The total cost of this line item has increased by \$21,000,000.00 from \$138,795,358.00 to \$159,795,358.00.*

* As stated in Modification P00251, CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. The value of CLIN 0030 equates to the amount of GFEBs funding obligated for performance of SubCLIN 0017AA and should not be considered additional contract value. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. CLIN 0030 and its SubCLINs will not be segregated from SubCLIN 0017AA, identified, accounted for, invoiced, analyzed, or reported separately from SubCLIN 0017, including EVMS. All scope remains under SubCLIN 0017AA with associated incentive events and flat zones.

SUBCLIN 003009 is added as follows:

| ITEM NO | SUPPLIES/SERVICES | QUANTITY | UNIT | UNIT PRICE | AMOUNT |
|---------|---|----------|------|------------|-----------------|
| 003009 | GFEBs Funding for SubCLIN 0017AA CPIF FOB: Destination PURCHASE REQUEST NUMBER: 0010303589 | | | | |
| | ACRN MZ CIN: GFEBs001030358900001 | | | | \$21,000,000.00 |

2. SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by \$21,000,000.00 from \$1,963,219,224.00 to \$1,984,219,224.00.

SUBCLIN 003009:

Funding on SUBCLIN 003009 is initiated as follows:

ACRN: MZ

CIN: GFEBs001030358900001

Acctng Data: 02120132014204000001171722550030003242A.0009263.1.1

6100.9000021001

002657

Increase: \$21,000,000.00

Total: \$21,000,000.00

Cost Code: A5XFJ

Target Cost, Target Fee, and total for the above increase of \$21,000,000 is distributed as follows and includes an increase in target cost of [REDACTED] of cost and [REDACTED] facilities capital cost of money) and an increase in target fee of [REDACTED]

(b)(4)
(b)(4)

| | |
|-------------|------------|
| Target Cost | [REDACTED] |
| Target Fee | [REDACTED] |
| Total | [REDACTED] |

(b)(4)
(b)(4)
(b)(4)

IMPLEMENTATION OF AND EXPLANATION OF THE RELATIONSHIP OF THE LIMITATION OF FUNDS (LOF) CLAUSE TO FEE OBLIGATIONS, subparagraph c., is revised to read as follows:

SUBCLIN 0017AA :

| | <u>PRIOR</u> | <u>THIS MODIFICATION</u> | <u>CUMULATIVE TOTAL*</u> |
|--|--------------------|--------------------------|---------------------------|
| (1) Amount Required for Full Funding, Including Fee: | \$1,776,902,132 | \$ 0 | \$ 1,776,902,132 |
| (2) Amount Allotted Under the LOF Clause for Payment of Costs: | [REDACTED] | [REDACTED] | [REDACTED] |
| (3) Amount Separately Obligated for Payment of Fee: | \$ [REDACTED] | [REDACTED] | [REDACTED] |
| (4) Total Amount Allotted and Obligated: | \$1,732,016,533.66 | \$21,000,000 | \$1,753,016,533.66 |
| (5) Net Amount Required for Full Funding | \$ 46,885,598.34 | (\$21,000,000) | \$ 25,885,598.34 |

(b)(4)
(b)(4)

* These figures take into consideration the negotiated total value of SubCLIN 0017AA (This does not include SubCLIN 17AH)

3. The following is an update to Modification P00255 showing a summary of funding by ACRN through Modification P00263:

| <u>ACRN</u> | <u>FUNDING</u> |
|-------------|----------------|
| AA | 440,100.00 |
| AB | 2,298,235.00 |
| AC | 17,832,987.00 |
| AD | 0.00 |
| AE | 7,500,000.00 |
| AF | 3,300,000.00 |
| AG | 17,192,400.00 |
| AH | 700,000.00 |
| AJ | 200,000.00 |
| AK | 85,000.00 |
| AL | 45,000.00 |
| AM | 17,045,000.00 |
| AN | 5,800.00 |

002658

| | |
|----|----------------|
| AP | 20,779,000.00 |
| AQ | 105,000.00 |
| AR | 35,000.00 |
| AS | 0.00 |
| AT | 6,984,678.52 |
| AU | 7,970,000.00 |
| AV | 0.00 |
| AW | 100,000.00 |
| AX | 3,396,000.00 |
| AY | 550,000.00 |
| AZ | 19,412,000.00 |
| BA | 24,527,878.00 |
| BB | 146,000.00 |
| BC | 72,000.00 |
| BD | 85,000.00 |
| BE | 100,000.00 |
| BF | 100,000.00 |
| BG | 1,975,321.00 |
| BH | 38,018,908.00 |
| BJ | 7,896,673.34 |
| BK | 260,000.00 |
| BL | 0.00 |
| BM | 125,000.00 |
| BN | 103,000.00 |
| BP | 10,199,288.50 |
| BU | 350,000.00 |
| BV | 9,000.00 |
| BW | 84,896,852.00 |
| BX | 1,146,000.00 |
| BY | 3,880,000.00 |
| BZ | 190,000.00 |
| KL | 118,250.00 |
| KM | 192,793,000.00 |
| KN | 0.00 |
| KQ | 92,811.00 |
| KR | 0.00 |
| KS | 0.00 |
| KT | 386,377,998.00 |
| KU | 2,203,183.00 |
| KV | 65,000.00 |
| KW | 20,000.00 |
| KX | 60,000.00 |
| KY | 25,000.00 |
| KZ | 25,000.00 |
| LA | 13,508.00 |
| LB | 12,500.00 |
| LC | 200,000.00 |
| LD | 7,943,648.00 |
| LE | 1,173,850.00 |
| LF | 10,000.00 |

002659

| | |
|-----------|-------------------------|
| LG | 62,000.00 |
| LH | 400,000.00 |
| LJ | 7,476.00 |
| LK | \$281,575,897.00 |
| LL | \$173,798.00 |
| LM | \$1,410,376.00 |
| LN | \$630,061.00 |
| LP | \$83,200.00 |
| LQ | \$235,566.00 |
| LR | \$125,000.00 |
| LS | \$6,069,616.00 |
| LT | \$530,377.00 |
| LU | \$9,100,000.00 |
| LV | \$1,957,265.00 |
| LW | \$255,567.00 |
| LX | \$68,000.00 |
| LY | \$264,807,424.52 |
| LZ | \$1,751,384.00 |
| MA | \$2,982,442.00 |
| MB | \$375,000.00 |
| MC | \$2,283,481.00 |
| MD | \$8,573.00 |
| ME | \$0.00 |
| MF | \$270,514,880.00 |
| MG | \$6,262,095.00 |
| MH | \$213,390.00 |
| MJ | \$858,495.00 |
| MK | \$56,076.00 |
| ML | \$116,044.00 |
| MM | \$1,618,600.00 |
| MN | \$2,573,000.00 |
| MP | \$250,000.00 |
| MQ | \$691,421.00 |
| MR | \$0.00 |
| MS | \$700,000.00 |
| MT | \$16,289,524.00 |
| MU | \$7,864,499.00 |
| MV | \$39,921,199.75 |
| MW | \$10,000,000.00 |
| MX | \$159,795,358.00 |

4. The following is an update to Modification P00255 showing a summary of funding by CLIN by ACRN through Modification P00256:

| <u>CLIN</u> | <u>ACRN</u> | <u>FUNDING AMT</u> | <u>CLIN TOTAL</u> |
|-------------|-------------|--------------------|-------------------|
| CLIN 0001 | AA | 440,100.00 | |
| CLIN 0001 | AD | 0.00 | |
| | | | 440,100.00 |

002660

| | | | |
|-------------|----|---------------|----------------------|
| CLIN 0003 | AB | 2,298,235.00 | |
| CLIN 0003 | AC | 17,832,987.00 | |
| CLIN 0003 | AD | 0.00 | |
| CLIN 0003 | AE | 7,500,000.00 | |
| CLIN 0003 | AF | 3,300,000.00 | |
| CLIN 0003 | AG | 17,192,400.00 | |
| CLIN 0003 | AH | 700,000.00 | |
| CLIN 0003 | AM | 17,045,000.00 | |
| CLIN 0003 | AN | 5,800.00 | |
| CLIN 0003 | AP | 20,779,000.00 | |
| CLIN 0003 | AS | 0.00 | |
| CLIN 0003 | AT | 6,984,678.52 | |
| CLIN 0003 | AW | 100,000.00 | |
| CLIN 0003 | AY | 550,000.00 | |
| | | | <u>94,288,100.52</u> |
| CLIN 0005 | BA | 24,527,878.00 | |
| CLIN 0005 | BB | 146,000.00 | |
| CLIN 0005 | BC | 72,000.00 | |
| CLIN 0005 | BD | 85,000.00 | |
| CLIN 0005 | BE | 100,000.00 | |
| CLIN 0005 | BF | 100,000.00 | |
| CLIN 0005 | BG | 1,975,321.00 | |
| CLIN 0005 | BH | 38,018,908.00 | |
| CLIN 0005 | BL | 0.00 | |
| CLIN 0005 | BZ | 0.00 | |
| | | | <u>65,025,107.00</u> |
| CLIN 0007AA | BP | 10,199,288.50 | |
| | | | <u>10,199,288.50</u> |
| CLIN 0009AA | AQ | 45,106.00 | |
| CLIN 0009AA | AV | 0.00 | |
| CLIN 0009AA | BK | 256,545.00 | |
| CLIN 0009AA | BM | 125,000.00 | |
| CLIN 0009AA | BN | 21,315.00 | |
| | | | <u>447,966.00</u> |
| CLIN 0009AB | AJ | 200,000.00 | |
| CLIN 0009AB | AK | 85,000.00 | |
| CLIN 0009AB | AL | 45,000.00 | |
| CLIN 0009AB | AQ | 59,894.00 | |
| CLIN 0009AB | AR | 35,000.00 | |
| CLIN 0009AB | BK | 3,455.00 | |
| CLIN 0009AB | BN | 81,685.00 | |
| CLIN 0009AB | BU | 350,000.00 | |
| CLIN 0009AB | BV | 9,000.00 | |

002661

| | | | |
|-------------|----|------------------|----------------------|
| | | | <u>869,034.00</u> |
| CLIN 0013 | AU | 7,970,000.00 | |
| CLIN 0013 | AX | 3,396,000.00 | |
| CLIN 0013 | AY | 0.00 | |
| CLIN 0013 | AZ | 19,412,000.00 | |
| CLIN 0013 | BJ | 7,896,673.34 | |
| | | | <u>38,674,673.34</u> |
| CLIN 0017 | BW | 0.00 | |
| CLIN 0017 | KM | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0017AA | BY | 3,880,000.00 | |
| CLIN 0017AA | BX | 1,146,000.00 | |
| CLIN 0017AA | BW | 84,896,852.00 | |
| CLIN 0017AA | BZ | 0.00 | |
| CLIN 0017AA | KM | 192,793,000.00 | |
| CLIN 0017AA | KN | 0.00 | |
| CLIN 0017AA | KQ | 66,151.00 | |
| CLIN 0017AA | KS | 0.00 | |
| CLIN 0017AA | KT | 386,204,200.00 | |
| CLIN 0017AA | KU | 2,203,183.00 | |
| CLIN 0017AA | KY | 0.00 | |
| CLIN 0017AA | LC | 200,000.00 | |
| CLIN 0017AA | LD | 7,943,648.00 | |
| CLIN 0017AA | LE | 0.00 | |
| CLIN 0017AA | LH | 400,000.00 | |
| CLIN 0017AA | LJ | 7,476.00 | |
| CLIN 0017AA | LK | 281,575,897.00 | |
| CLIN 0017AA | LQ | 235,566.00 | |
| CLIN 0017AA | LS | 6,069,616.00 | |
| CLIN 0017AA | LT | 530,377.00 | |
| CLIN 0017AA | LU | \$9,100,000.00 | |
| CLIN 0017AA | LV | \$1,957,265.00 | |
| CLIN 0017AA | LW | \$255,567.00 | |
| CLIN 0017AA | LX | \$68,000.00 | |
| CLIN 0017AA | LY | \$264,807,424.52 | |
| CLIN 0017AA | MB | \$375,000.00 | |
| CLIN 0017AA | MC | \$2,283,481.00 | |
| CLIN 0017AA | MD | \$8,573.00 | |
| CLIN 0017AA | ME | \$0.00 | |
| CLIN 0017AA | MF | \$270,514,880.00 | |
| CLIN 0017AA | MH | \$213,390.00 | |
| CLIN 0017AA | MJ | \$858,495.00 | |
| CLIN 0017AA | MK | \$56,076.00 | |

002662

| | | | |
|-------------|----|------------------|-------------------------|
| CLIN 0017AA | ML | \$116,044.00 | |
| CLIN 0017AA | MM | \$1,618,600.00 | |
| CLIN 0017AA | MN | \$2,573,000.00 | |
| CLIN 0017AA | MP | \$250,000.00 | |
| CLIN 0017AA | MQ | \$691,421.00 | |
| CLIN 0017AA | MR | \$0.00 | |
| CLIN 0017AA | MS | \$700,000.00 | |
| CLIN 0017AA | MT | \$16,289,524.00 | |
| CLIN 0017AA | MV | \$39,921,199.75 | |
| CLIN 0017AA | MW | \$10,000,000.00 | |
| CLIN 0017AA | MX | \$140,795,358.00 | |
| CLIN 0017AA | MY | \$18,327.00 | |
| CLIN 0017AA | MZ | \$21,000,000.00 | |
| | | | 1,751,016,533.66 |
| CLIN 0017AB | KL | 118,250.00 | 118,250.00 |
| CLIN 0017AC | BZ | 190,000.00 | 190,000.00 |
| CLIN 0017AD | KN | 0.00 | |
| CLIN 0017AD | KS | 0.00 | 0.00 |
| CLIN 0017AE | LL | 173,798.00 | 173,798.00 |
| CLIN 0017AH | KT | 173,798.00 | 173,798.00 |
| CLIN 0020AA | KN | 0.00 | |
| CLIN 0020AA | KQ | 26,660.00 | 26,660.00 |
| CLIN 0021AA | KW | 0.00 | 0.00 |
| CLIN 0021AB | KV | 0.00 | |
| CLIN 0021AB | LB | 0.00 | |
| CLIN 0021AB | KX | 0.00 | |
| CLIN 0021AB | KY | 0.00 | 0.00 |

002663

| | | | |
|--------------|----|-----------------|----------------------|
| CLIN 0021AC | KZ | 0.00 | |
| CLIN 0021AC | LA | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0022 | KW | 0.00 | |
| | | | <u>0.00</u> |
| CLIN 0023 | KX | 60,000.00 | |
| CLIN 0023 | KY | 25,000.00 | |
| CLIN 0023 | KV | 65,000.00 | |
| CLIN 0023 | LB | 12,500.00 | |
| CLIN 0023 | LF | 10,000.00 | |
| CLIN 0023 | LR | \$125,000.00 | |
| | | | <u>297,500.00</u> |
| CLIN 0024 | LA | 13,508.00 | |
| CLIN 0024 | LG | 62,000.00 | |
| CLIN 0024 | KZ | 25,000.00 | |
| CLIN 0024 | KW | 20,000.00 | |
| CLIN 0024 | LP | 83,200.00 | |
| | | | <u>203,708.00</u> |
| CLIN 0025 | LE | 1,173,850.00 | |
| CLIN 0025 | LM | 1,080,404.00 | |
| CLIN 0025 | MA | 0.00 | |
| | | | <u>2,254,254.00</u> |
| CLIN 0026 | LN | 630,061.00 | |
| | | | <u>630,061.00</u> |
| CLIN 0027 | LZ | 1,751,384.00 | |
| | | | <u>1,751,384.00</u> |
| CLIN 0028 | LM | 329,972.00 | |
| CLIN 0028 | MA | 2,982,442.00 | |
| CLIN 0028 | MG | 6,262,095.00 | |
| CLIN 0028 | MU | \$7,864,499 | |
| | | | <u>17,439,008.00</u> |
| CLIN 003001* | MX | \$52,974,283.00 | |
| CLIN003002* | MX | \$719,132.00 | |
| CLIN 000303* | MX | \$5,747.00 | |
| CLIN 000304* | MX | \$16,000,000.00 | |
| CLIN 000305* | MX | \$16,000,000.00 | |

002664

| | | | |
|---------------------|-----------|------------------------|-----------------------|
| CLIN 003006* | MX | \$38,000,000.00 | _____ |
| CLIN 003007* | MX | \$1,096,196.00 | _____ |
| CLIN 003008* | MX | \$14,000,000.00 | _____ |
| CLIN 003009* | MX | \$21,000,000.00 | _____ |
| | | | 159,795,358.00 |
| | | | _____ |

* CLIN 0030 has been established for the sole purpose of obligating GFEBs funding for performance of SubCLIN 0017AA. Informational SubCLINs under CLIN 0030 will be established each time additional GFEBs funding is obligated. For purposes of this funding update, funding obligated under CLIN 0030 will also be reflected under SubCLIN 0017AA and should not be counted twice with regards to the total contract funding obligated.

(End of Summary of Changes)

002665

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Not a Contract Document

002666

| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | 1. CONTRACT ID CODE V | PAGE OF PAGES 1 10 |
|---|--|--|--------------------------------|-------------------------|
| 2. AMENDMENT/MODIFICATION NO. P00264 | 3. EFFECTIVE DATE 21-Mar-2013 | 4. REQUISITION/PURCHASE REQ. NO. 0010303589 | 5. PROJECT NO. (If applicable) | |
| 6. ISSUED BY USASMDCA/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801 | CODE W9113M | 7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01878 | CODE S2205A | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 350 LOWELL ST. ANDOVER MA 01810-4400 | | 9A. AMENDMENT OF SOLICITATION NO. | | |
| | | 9B. DATED (SEE ITEM 11) | | |
| | | X 10A. MOD. OF CONTRACT/ORDER NO. DASG80-98-C-0001 | | |
| | | X 10B. DATED (SEE ITEM 13) 30-Jan-1998 | | |
| CODE 05718 | 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. <input checked="" type="checkbox"/> 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 13, 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. | | | | |
| X 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). | | | | |
| C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: | | | | |
| D. OTHER (Specify type of modification and authority) | | | | |
| E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" 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: [REDACTED] See Continuation Page | | | | |
| 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 ADDRESS OF CONTRACTOR | 16A. NAME AND ADDRESS OF CONTRACTING OFFICER (Type or print) | | | |
| [REDACTED] | [REDACTED] | | | |
| [REDACTED] | 15C. DATE SIGNED | 16B. DATE SIGNED | 16C. DATE SIGNED | |
| [REDACTED] | 3/21/2013 | [REDACTED] | 8 1 MAR 2013 | |
| (Signature of person authorized to sign) | | (Signature of Contracting Officer) | | |

EXCEPTION TO SF 30
APPROVED BY OIRM 11-84

30-105-04

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

002667

(b)(6)

(b)(6)

(b)(6)

(b)(6)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

The following items are applicable to this modification:

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION A - SOLICITATION/CONTRACT FORM

The following have been added by full text:

PURPOSE

The purpose of this modification is:

1. **Settlement of P00260 Change Order Modification per the USD, AT&L Nunn-McCurdy directed restructure of JLENS contract DASG60-98-C-0001 submitted in letter JLENS-2012-031.**

The target cost, target fee, and total contract value will not be adjusted from Change Order modification P00260 and subsequent modifications that make corrections or add incremental funding through modification P00263.

2. **It is understood that P00260 Change Order amount of \$59,034,271 shall not change from \$59,034,271.00.**
3. **Attach GFE list dated 01/24/2013 in section J of the contract.**
4. **Attach Contractor Furnished Property (CFP) list dated 01/24/2013 which includes Cooperative Engagement Capability (CEC) Hardware, and Revised additional test spares in section J of the contract. Note: Engineering units are acceptable for delivery so long as all components are form, fit and function equivalent.**
5. **Attach revised DD250 Plan dated 02-11-2013 in section J of the contract.**
6. **Attach revised Functional Configuration Audit (FCA) Plan dated 02/14/2013 in section J of the contract.**
7. **Attach revised Master Test Plan dated 02/04/2013 to section J of the contract.**

002668

8. The requirement to [REDACTED] under this change order is withdrawn in its entirety. (b)(3)(A)
(i)&Title 10 Sec 130 (a)(b)
9. The cost identified in the JPO analysis for Repair of Repairables (ROR) is [REDACTED] and [REDACTED] will remain at [REDACTED] (these values are included in the \$59,034,271.00 change order P00260, but are to be documented in the modification for baselining purposes). (b)(3)(A)(i)&Title 10 Sec 130 (a)(b) (b)(4) (b)(4)

10. Aerostat Accident Recoup Direction

The Aerostat Accident shall be considered settled within this restructure settlement with no further intent by the Government to take further action in this matter. In consideration for this accident Raytheon shall provide (2) JLENS compliant Tethers in the amount of \$2,316,819.00, as well as the Governments cost avoidance and other consideration. Agreement by Raytheon to this settlement relinquishes all claims for equitable adjustment by Raytheon, and the Government denies the increase to the Contract Budget Baseline (CBB) as requested by Raytheon. In consideration of the foregoing, the Government hereby releases Raytheon from any and all liability under the contract for further claims or liability attributable to the Aerostat Accident.

11. Upon execution of this contract modification, Raytheon will commence re-baselining the work to go including the FY'13 restructure as part of the SDD (CLIN 0017AA). Raytheon will incorporate the changes for the restructured baseline in accordance with its documented process guidelines and procedures.

12. Flat Spot Opportunity Incentive Criteria

c. Schedule and Performance Incentive.

(1) A maximum \$ [REDACTED] "flat zone" will be established at the target cost value of [REDACTED] with the conduct of milestones below. The "flat zone" over which the contractor will earn target fee is for eligible costs from [REDACTED] to [REDACTED] once the program milestones set forth below are conducted. (Note: As of the effective date of Modification P00260, only [REDACTED] of the maximum [REDACTED] "flat zone" has been acknowledged as earned.) (b)(4) (b)(4) (b)(4) (b)(4)

(a) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the SDD System Functional Review NLT 2nd Quarter, Fiscal Year 2007. (It is hereby acknowledged by the government that Raytheon completed the requirement for this (b)(4) (b)(4)

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flat zone and earned the "Flat Zone" schedule incentive of [REDACTED] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 5 March 2007, [REDACTED]

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(b) [REDACTED] of the maximum benefit of the "flat zone", earned by the conduct of SDD Orbit Critical Design review NLT 2nd Quarter, Fiscal Year 2009. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned the "Flat Zone" schedule incentive of [REDACTED] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract. Reference letter, dated 12 January 2009, [REDACTED]

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(c) [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Developmental Test 1 (DT-1) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [REDACTED] or [REDACTED] % of the available [REDACTED] Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.)

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(d) \$ [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Electromagnetic Environmental Effects (E3) Testing in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12.

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(e) [REDACTED], [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Integrated Fire Control Event in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. (It is hereby acknowledged by the government that Raytheon completed the requirement for this flat zone and earned a "Flat Zone" schedule incentive of [REDACTED] or [REDACTED] % of the available [REDACTED] * Final determination of incentive fee payment utilizing the "Flat Zone" amount will be made at the conclusion of the contract.) *NOTE: The potential has been decreased from \$ [REDACTED] to \$ [REDACTED] due to movement of the [REDACTED] incentive for "[REDACTED]"

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(f) \$ [REDACTED] * [REDACTED] % of the maximum benefit of the "flat zone", earned by the conduct of the Functional Configuration Audit (FCA) #1 in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *Note: The potential has been increased from

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[redacted] to [redacted] due to movement of the [redacted] incentive for [redacted]
[redacted]
[redacted]

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(g) [redacted], [redacted] % of the maximum benefit of the "flat zone", earned by the conduct of Developmental Test 2 (DT-2) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

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(h) [redacted] % of the maximum benefit of the "flat zone", earned by the conduct of the Early User Test (previously defined as Limited User Test) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

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(i) [redacted] % of the maximum benefit of the "flat zone", earned by the conduct of the Final Functional Configuration Audit (FCA) in accordance with the criteria set forth in Section J attachment entitled Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c), dated 08/10/12. *

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(3) For Earned Value and cost reporting purposes, the estimated cost value of [redacted] will be used.

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d. Changes issued under FAR 52.243-2, Changes - Cost Reimbursement

In the event of a change issued under FAR 52.243-2, Changes - Cost Reimbursement, it is agreed that changes to the performance and schedule incentive may be considered a part of the equitable adjustment. In the event that any Options to CLIN 0017 are added and exercised, the incentive fee for cost and schedule/performance applicable to the Option will be incorporated in accordance with the incentive fee structure of this provision.

SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

J-1
SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

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5. SECTION J – LIST OF ATTACHMENTS:

Section J is changed as shown below:

| <u>TITLE</u> | <u>DATE</u> | <u># OF PAGES</u> | |
|---|--|-------------------------|---|
| Contract Security Classification Specification (DD Form 254), Revision 11 (Added per Modification P00187) (DD Form 254 mailed via US Postal Service) | 14 May 09 | 11 | |
| Contract Security Classification Specification (DD Form 254), Revision 13 (Added per Modification P00235) | 14 Apr 11 | 13 | |
| JLENS Software Source Code Specifically Negotiated License, 04 Sep 08 License Number JLENS-SWLA-01 (Added per Modification P00166) | | 8 | |
| <u>CLIN 0017:</u> JLENS System Development and Demonstration (SDD) Program Statement of Work (Revised by Incorporating CSDR Plans dated 20 Febr 2007 in Appendix C per Modification P00136) | 30 Nov 06 - Revised 20 Feb 07 | 37 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work (Added per Modification P00187) | Revised 06 Apr 09 | 38 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work, Revision 2 (Added per Modification P00207) | Revised 09 Mar 10 | 36 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work, Revision 3 (Added per Modification P00239) | Revised 01 Sep 11 | 36 | |
| JLENS System Development and Demonstration (SDD) Program Statement of Work (Added per Modification P00240) | Revised 26 Sep 11 | 36 | |
|  |  | | (b)(3)(A)(i)&Title 10 Sec 130 (a)(b) |
| Contract Data Requirements List (DD Form 1423) Exhibit A with Distribution List & Data Item Nos. B001 through B062 (Replace Data Item Nos. B026 and B027, only Per Modification P00136) (Replace Data Item Nos. B048 and B049, only Per Modification P00143 & to add statement in Section A of Modification P00143) (Replace Data Item No. B033 only, per Modification P00161) | 01 Dec 06 Revised 05 Apr 07 Revised 24 Oct 07 Revised 11 Jul 08 | 63 1 | |

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| | | |
|---|-------------------|----|
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B001 and B014 (Added per Modification P00187) | Revised 07 May 09 | 2 |
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B002 through B062 (less B014) (Added per Modification P00187) | Revised 20 Mar 09 | 60 |
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B001 and B014 (Added per Modification P00239) | Revised 30 Aug 11 | 2 |
| Contract Data Requirements List (DD Form 1423) Exhibit A, Data Item Nos. B004 (Added per Modification P00257) | Revised 31 Jul 12 | 1 |

*Added statement below to address weekends/Holidays: 24 October 07
(In Mod P00143)

*Per a mutual agreement between Raytheon and JLENS Product Office all Contract Data Requirements List (CDRL's) (DD Form 1423) are due on the next business day after the required due date if the due date falls on Saturday, Sunday or a Government Holiday. In addition, for any CDRL with a requirement to resubmit within 10 days or less after receipt of comments, where Raytheon receives the comments on a Friday, the timeframe for resubmittal will begin on the next business day. Statement added in Mod P00143 on 24 Oct. 2007.

| | | |
|--|-------------------|----|
| GFE/GFP/GFS List for SDD | 28 Nov 06 | 2 |
| Replaced with Rev. B List | 15 Oct 07 | 6 |
| **Add items below | Revised 22 Oct 07 | |
| For record-keeping purposes (Per Mod P00143) | | |
| Replaced with Revision C List (Per Modification P00183) | 09 Mar 09 | 12 |
| Replaced with Revision D List (Per Modification P00207) | 23 Feb 10 | 11 |

**Per the DCMA and [REDACTED] Raytheon is authorized rent free use on a non-interference use of the equipment listed below for utilization on JLENS Fire Control Radar Prime Contract DASG60-98-C-0001 for the period from 19 April 2007 through 30 September 2011.

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Hereby added in Mod P00148 for tracking purposes:

Originated in Basic Contract:

| | | |
|--|----------------------|----------|
| Government Furnished Equipment - Spiral 1 | 20 Jun 03 | 1 List |
| (Spiral 1 Equipment Transferred to Government | 25 Mar 07* | 34 pages |
| Contract DASG60-00-C-0091, DD Form 1149 (attached) | (Revised 21 Nov 07)* | 34 pages |

Ship to address:

[Redacted]

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*NOTE: Items 1-1060 transferred to Contract DASG60-00-C-0091 per revised GFE list dated 21 Nov 07. Items 1061 - 1116 GFE items retained on Contract DASG60-98-C-0001 for Spiral 2 per GFE list dated 25 Mar 07.

| | | |
|--|-----------|-----|
| JLENS Performance Specification, MIS-PRF-55628, Revision A (Added by reference per Modification P00168) | 27 Jun 08 | 136 |
| Annex A to the JLENS Performance Specification, MIS-PRF-55628, Revision A (Added by reference per Modification P00168) | 27 Jun 08 | 10 |
| JLENS SDD DD250 Plan (Added per Modification P00207) | 11 Dec 09 | 5 |
| Engineering Change Proposal (ECP) MI-N3893, Revision 2, CDRL B039-005b | 15 Nov 10 | 15 |
| Engineering Change Proposal (ECP) MI-N3894, CDRL B039-006 | 18 Aug 10 | 16 |
| Engineering Change Proposal (ECP) MI-N3895, CDRL B039-007 | 28 Sep 10 | 50 |
| Engineering Change Proposal (ECP) JL1359 (Added per Modification P00240) | 20 Jun 11 | 7 |
| Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c) (Added per Modification P00242) | 01 Nov 11 | 4 |
| Revised Flat Zone Performance Criteria for JLENS SDD Contract, Section H-19(c) (Added per Modification P00257) | 02 Aug 12 | 7 |
| Test Spares List (Added per Modification P00247) | Undated | 8 |

SubCLIN 0017AA

The following added by reference per Modification P000264

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| | | |
|---|------------------|-----------|
| ↘ Government Furnished Equipment list (GFE) | 24 Jan 13 | 1 |
| ↘ Contractor Furnished Property list (CFP) (Includes Cooperative Engagement Capability (CEC Hardware)) | 24 Jan 13 | 1 |
| ↘ SDD DD250 Plan | 11 Feb 13 | 4 |
| ↘ Functional Configuration Audit (FCA) Plan | 14 Feb 13 | 28 |
| FY13 Master Test Plan, H492257 Rev b | 04 Feb 13 | 62 |
| ↘ Flat Spot Opportunity Incentive Spreadsheet | N/A | 7 |
| ↘ FY13 Final Test Spares List | 04 Mar 13 | 6 |

CLINs 0023 and 00024

| | | |
|--|-----------------|---------|
| JLENS Simulation Support SOW dated 28 January 2008 For JDEP, Nimble Fire and Simulation Support Tasks (Added per Mod P00160) | 28 January 2008 | 2 pages |
|--|-----------------|---------|

CLIN 0025

| | | |
|--|-----------|----|
| JLENS Integrated Fire Control Demonstration Program Statement of Work, Revision 3 (Added per Modification P00165) | 14 Jan 08 | 3 |
| JLENS Integrated Fire Control Demonstration Program Program and Technical Clarification Description, incorporated herein by reference (Added per Modification P00165) | 25 Jul 08 | 17 |
| JLENS Integrated Fire Control Demonstration Program Statement of Work, Revision 5 (Added per Modification P00211) | 14 Sep 09 | 3 |
| JLENS Integrated Fire Control Demonstration Program Program and Technical Clarification Description, incorporated herein by reference (Added per Modification P00211) | 30 Mar 10 | 26 |
| Contract Data Requirements List (DD Form 1423) Exhibit B, Data Items Nos. B001 through B004, with Data Item Descriptions (Added per Modification P00165) | 16 Oct 07 | 19 |
| Contract Data Requirements List (DD Form 1423), CLIN 0028, Exhibit B, Data Item Nos. B001 through B006 (Added per Modification P00211) | 16 Jun 10 | 6 |

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CLIN 0027

JLENS System Integration Lab (SIL)
Equipment List
(Added per Modification P00196)

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Revision to System Integration Lab (SIL)
Equipment List
(Added per Modification P00217)

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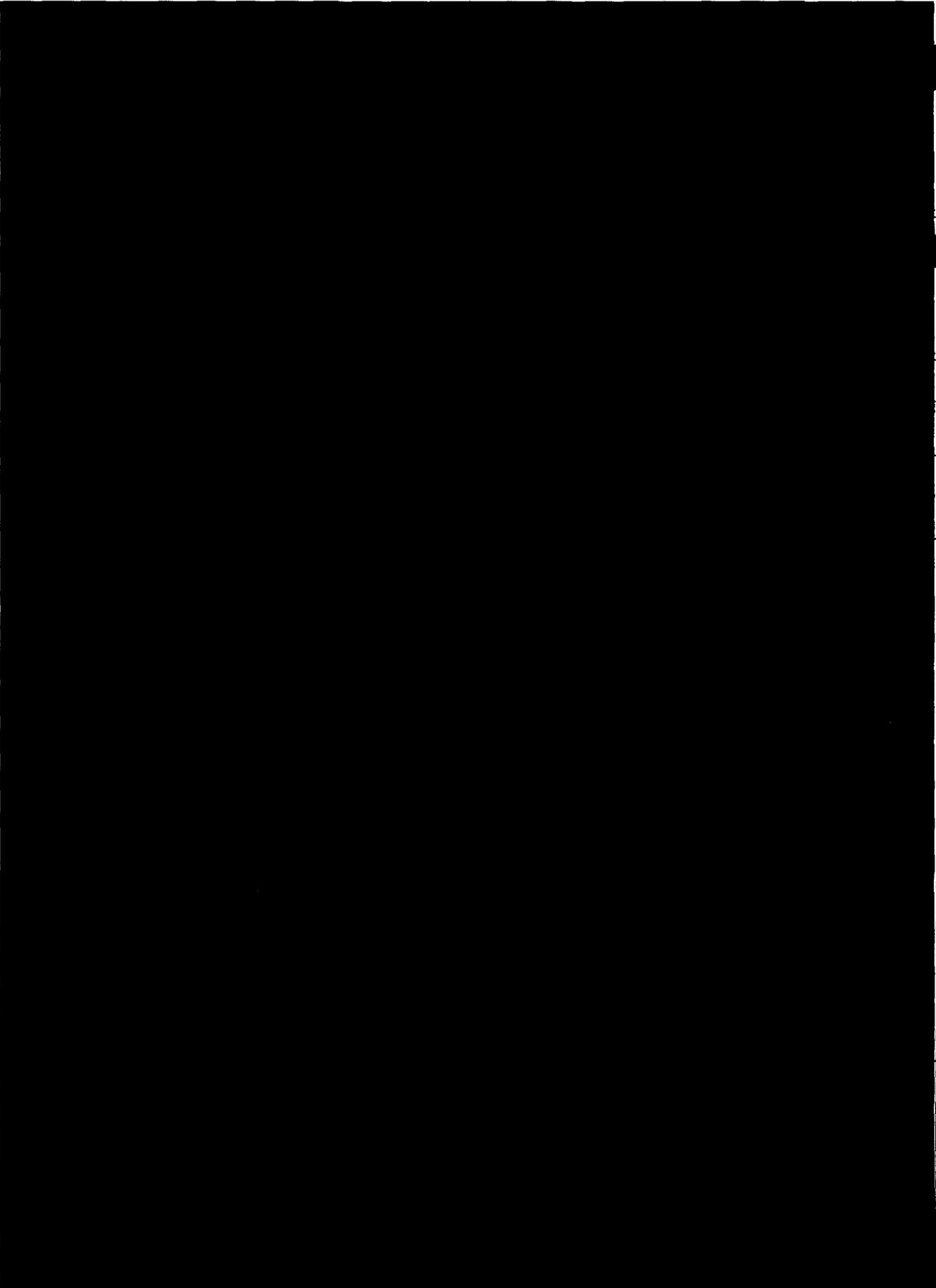
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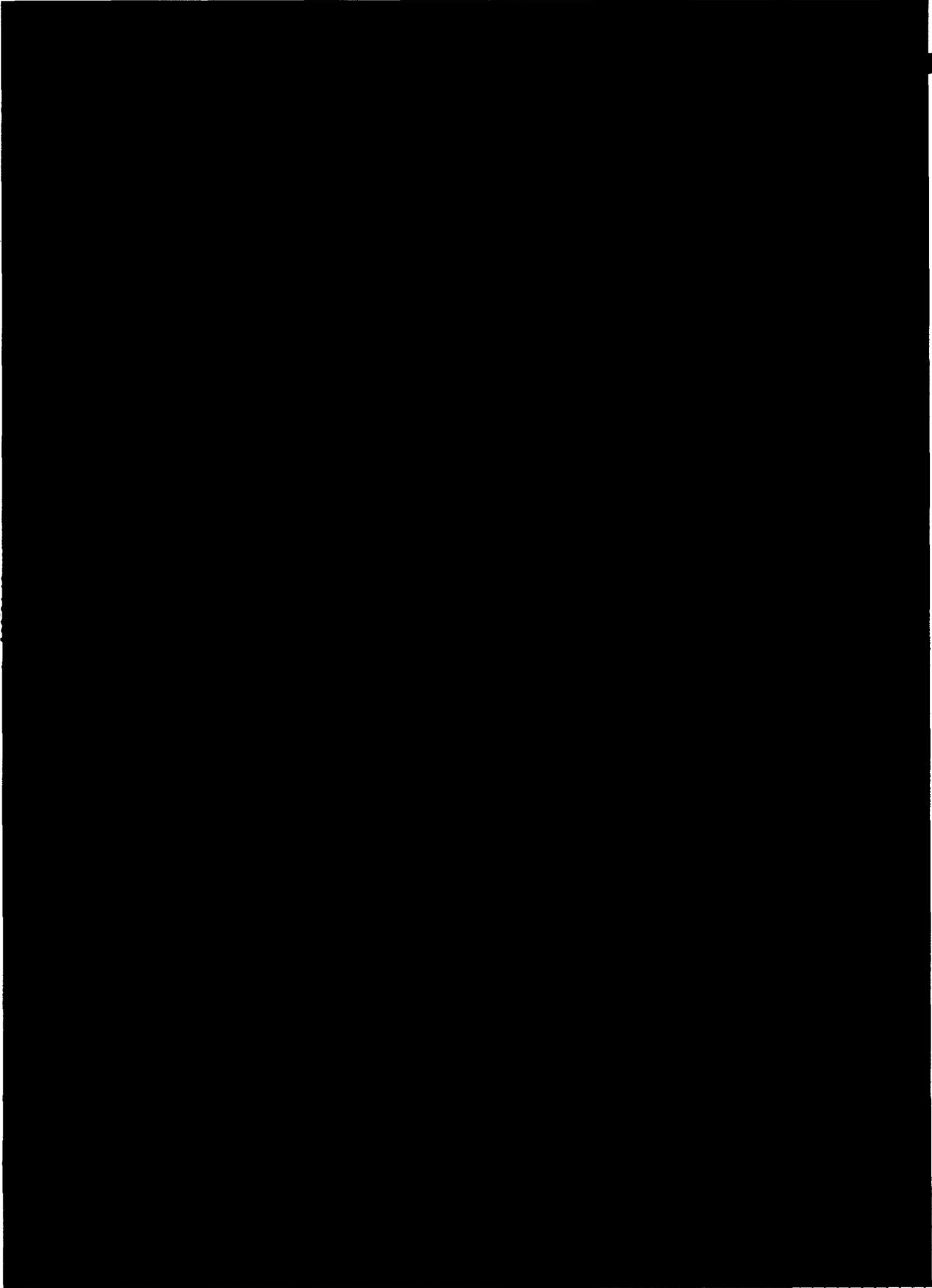
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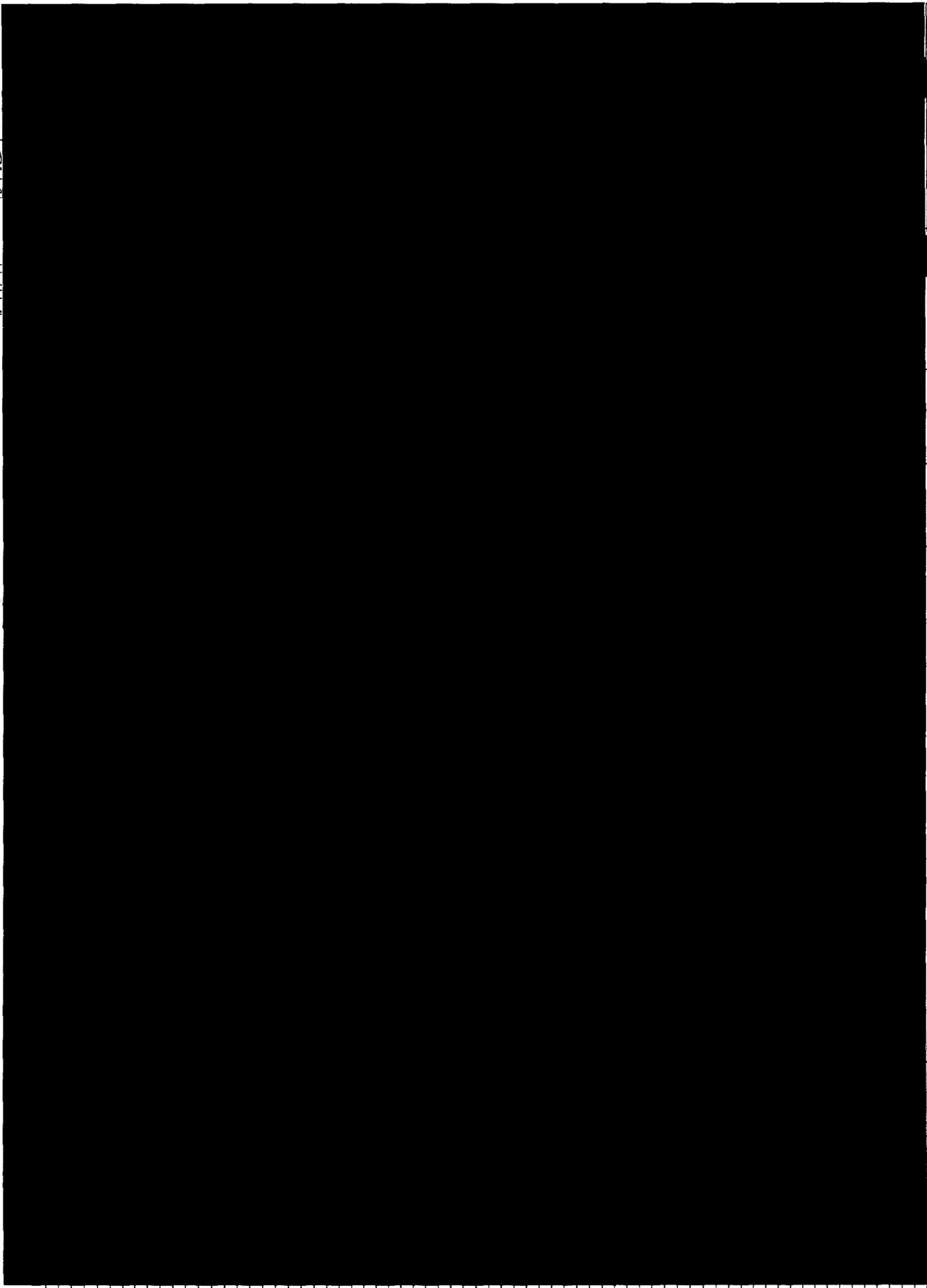
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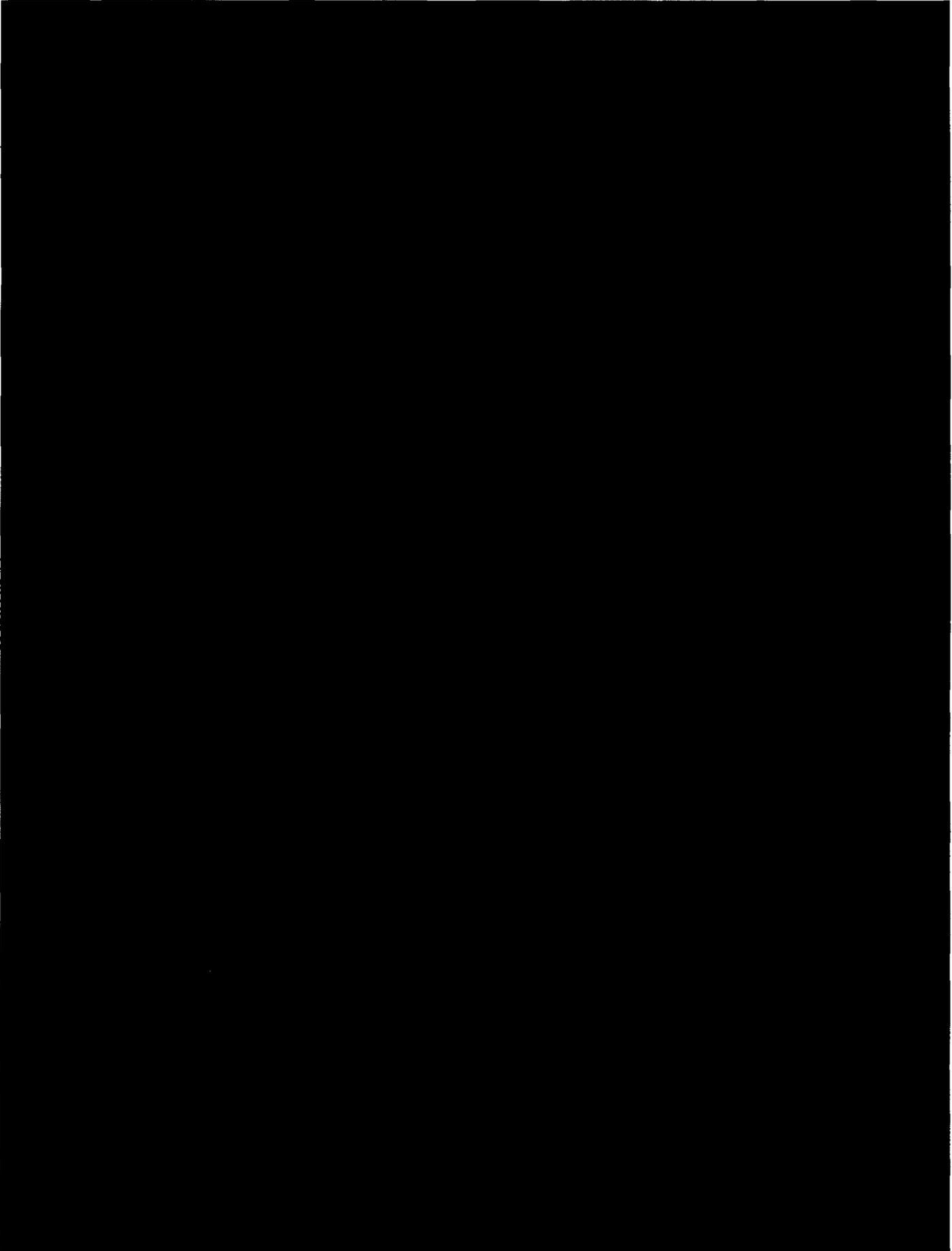
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FLAT SPOT INCENTIVE CRITERIA FOR S SDD CONTRACT, SECTION H-19(C)



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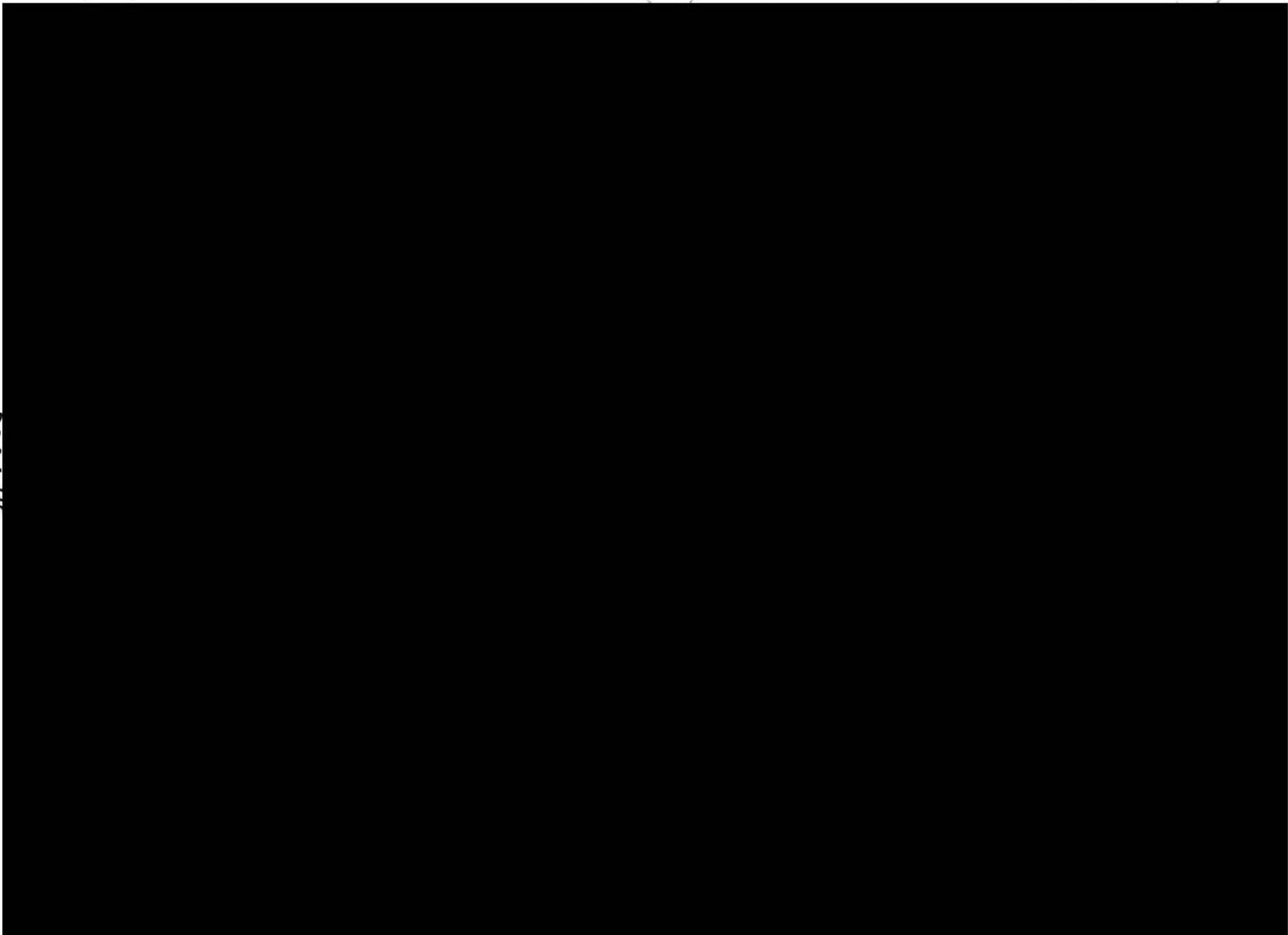
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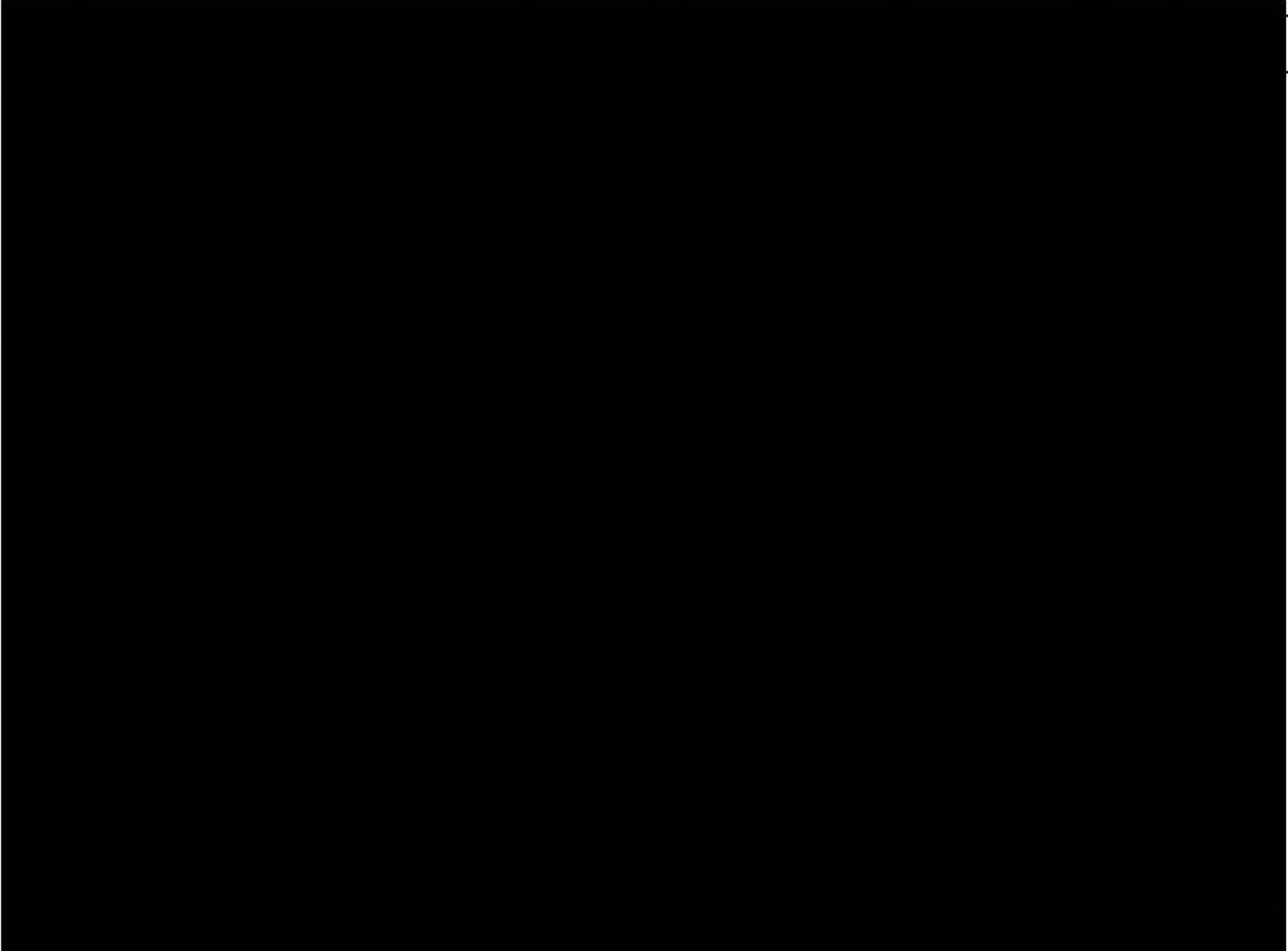
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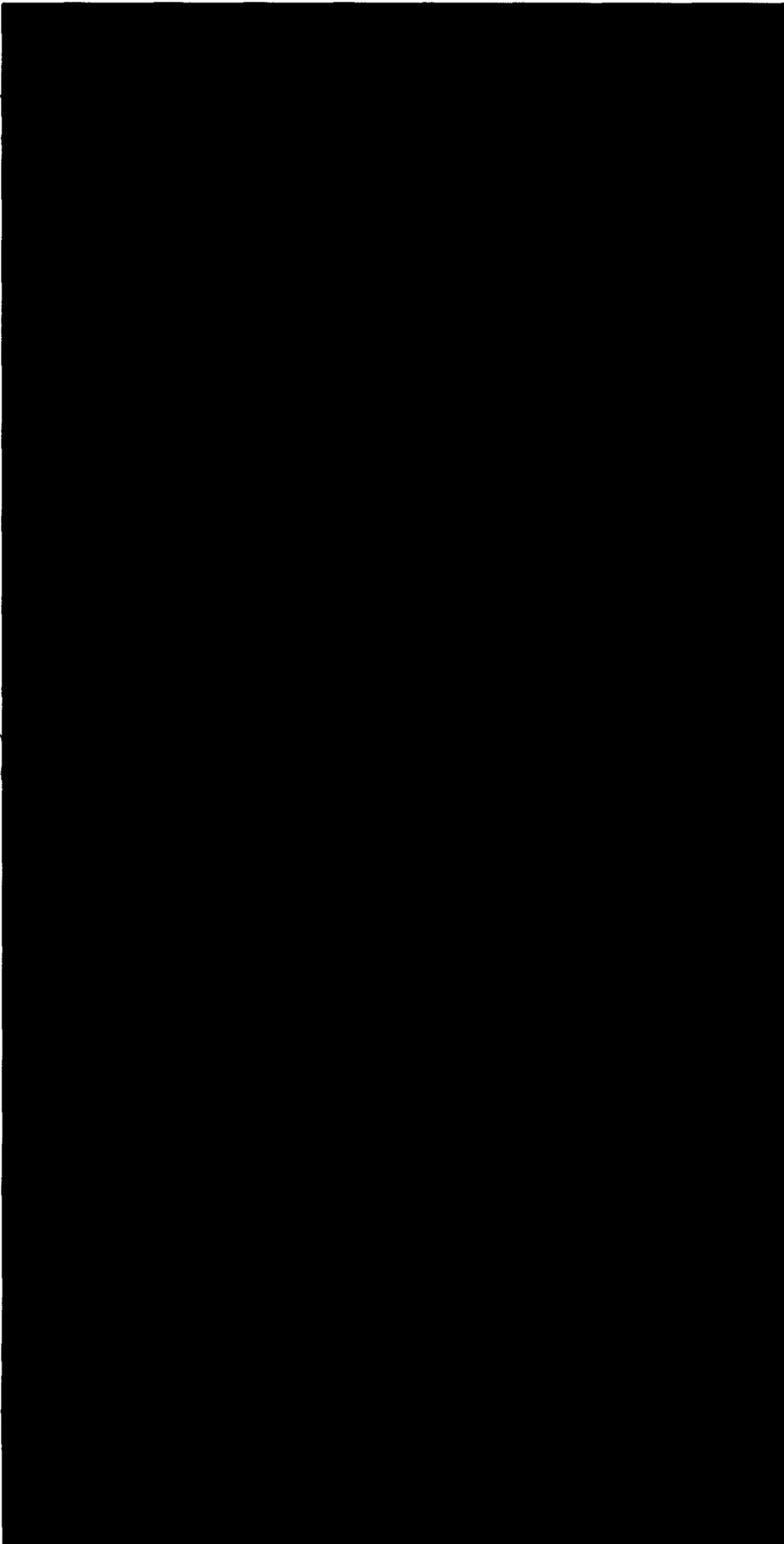
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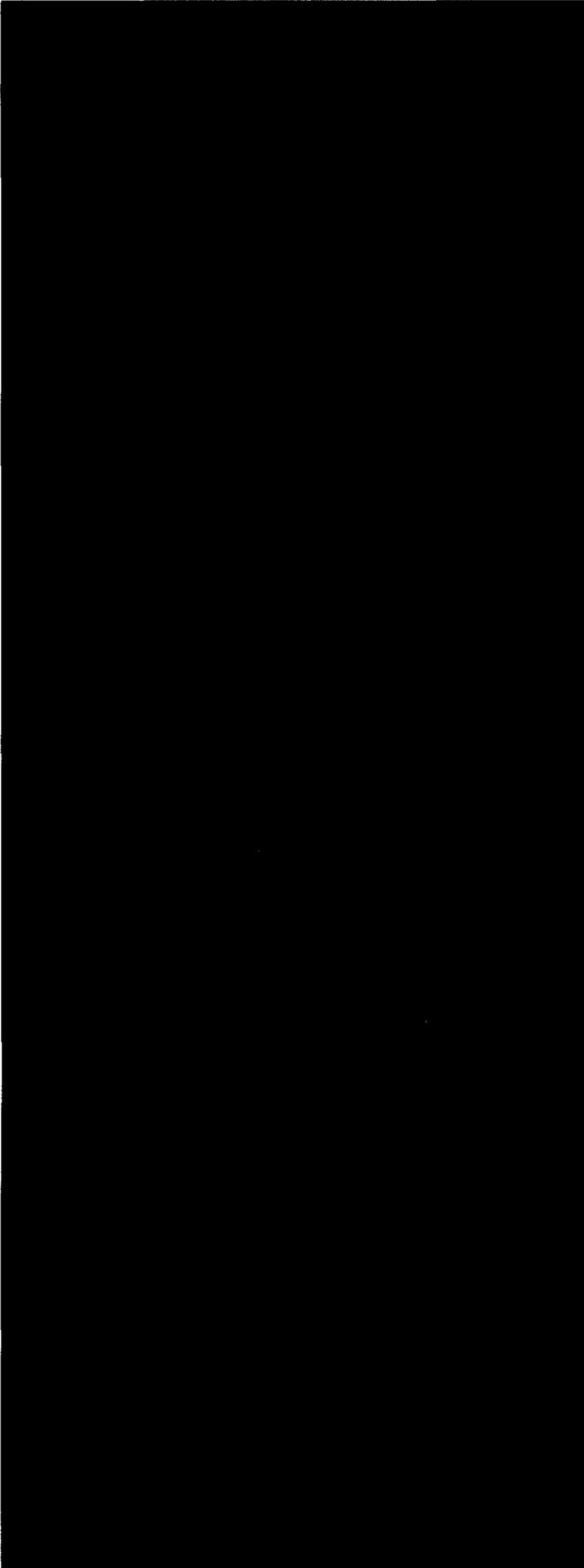
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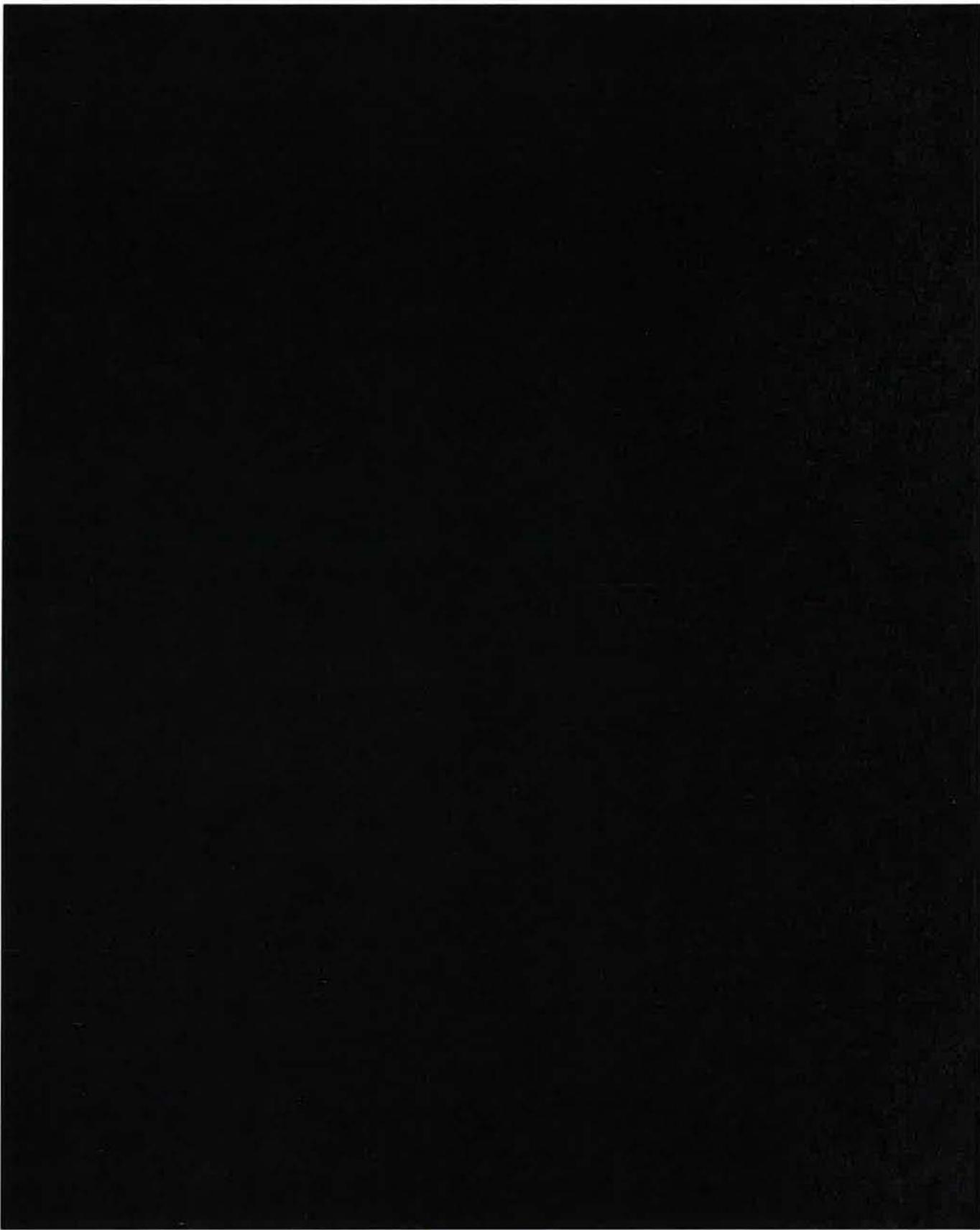


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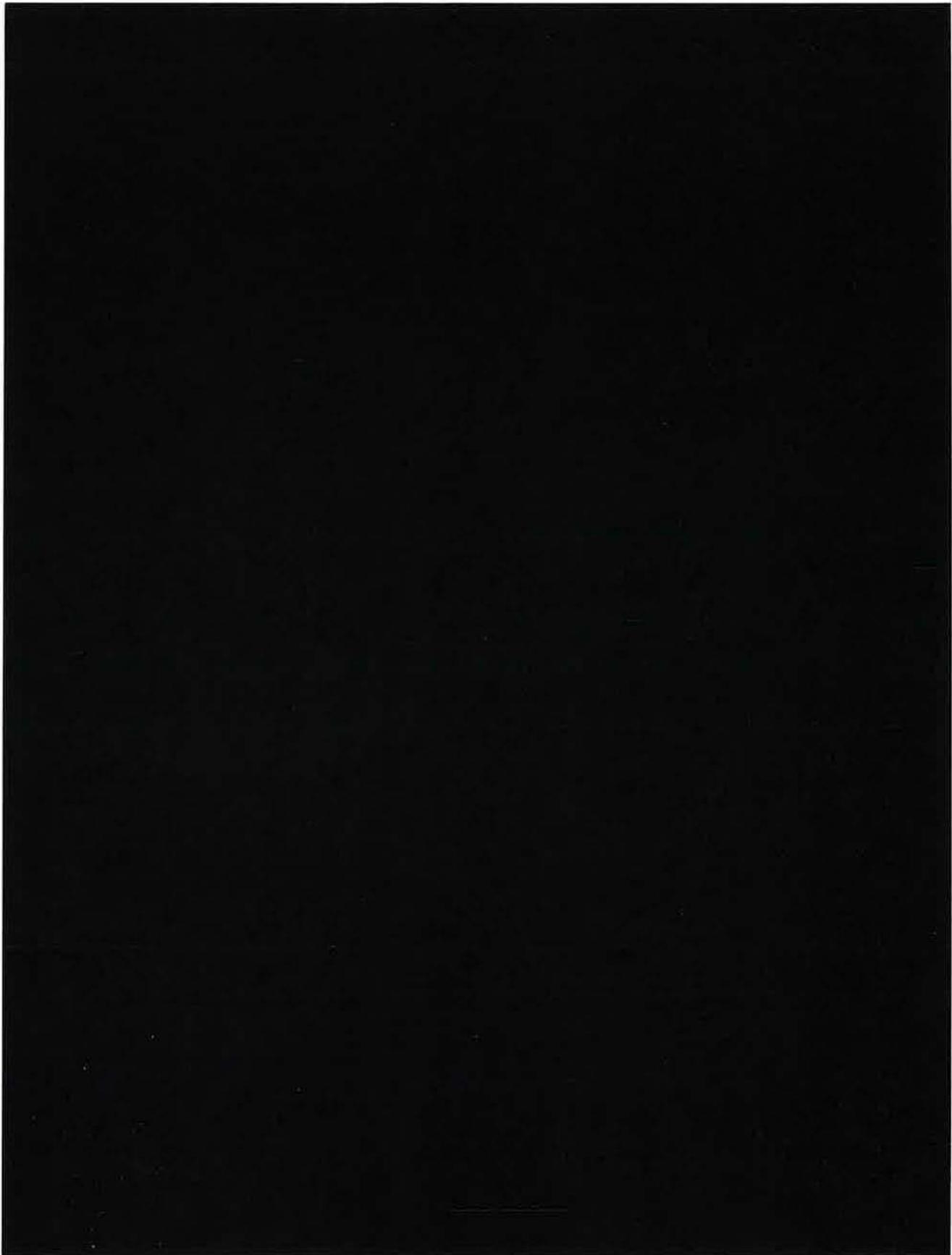
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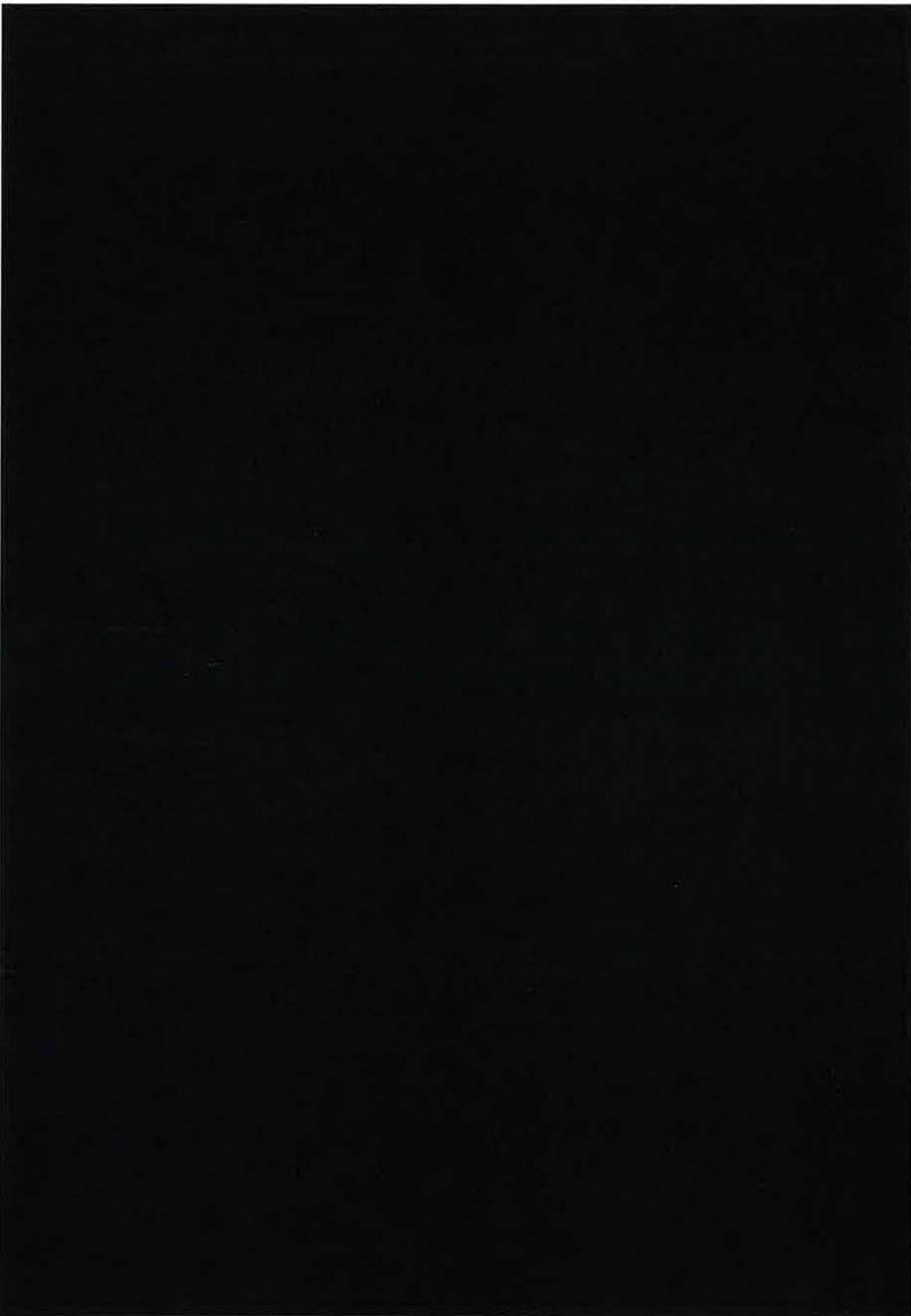
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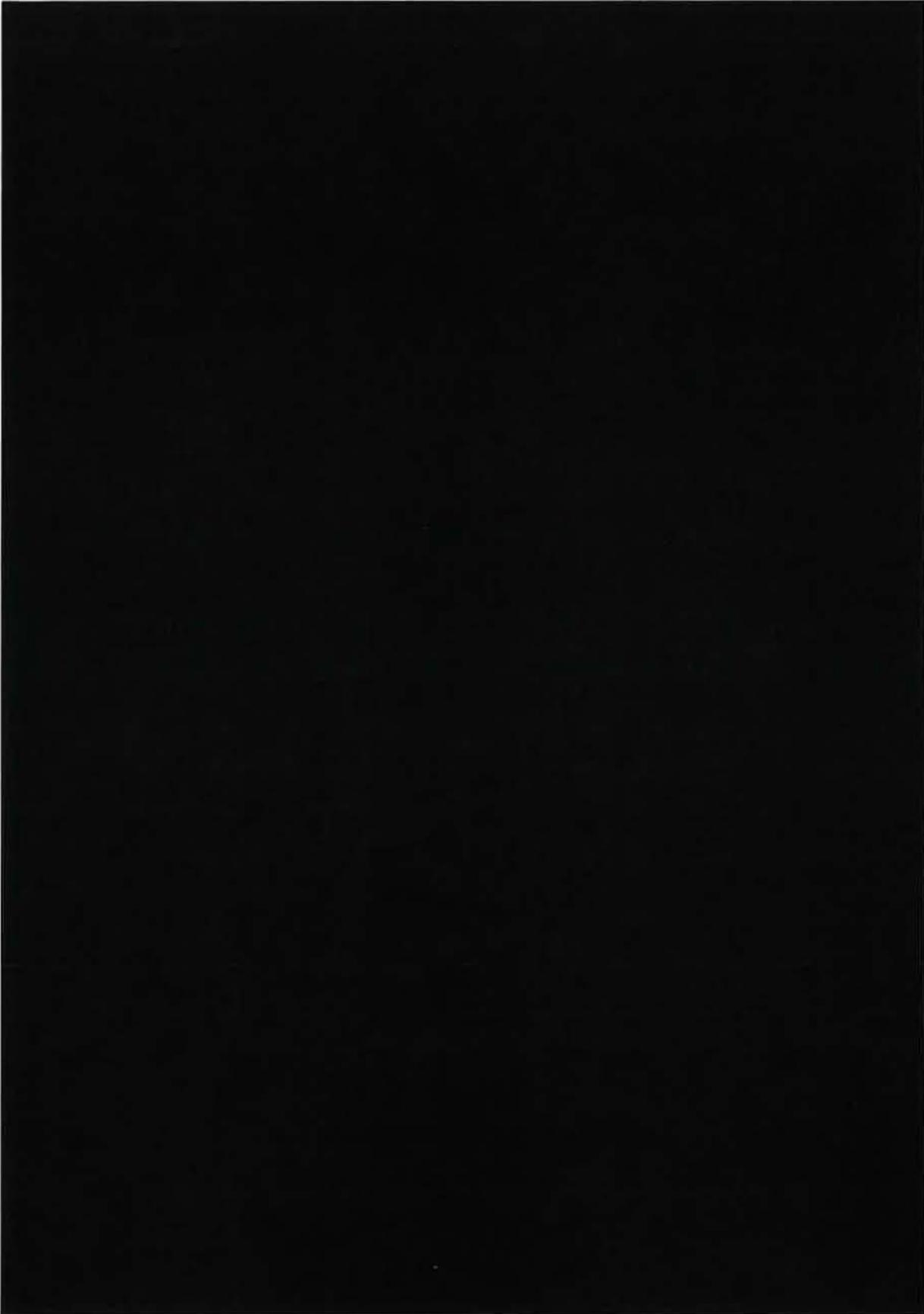
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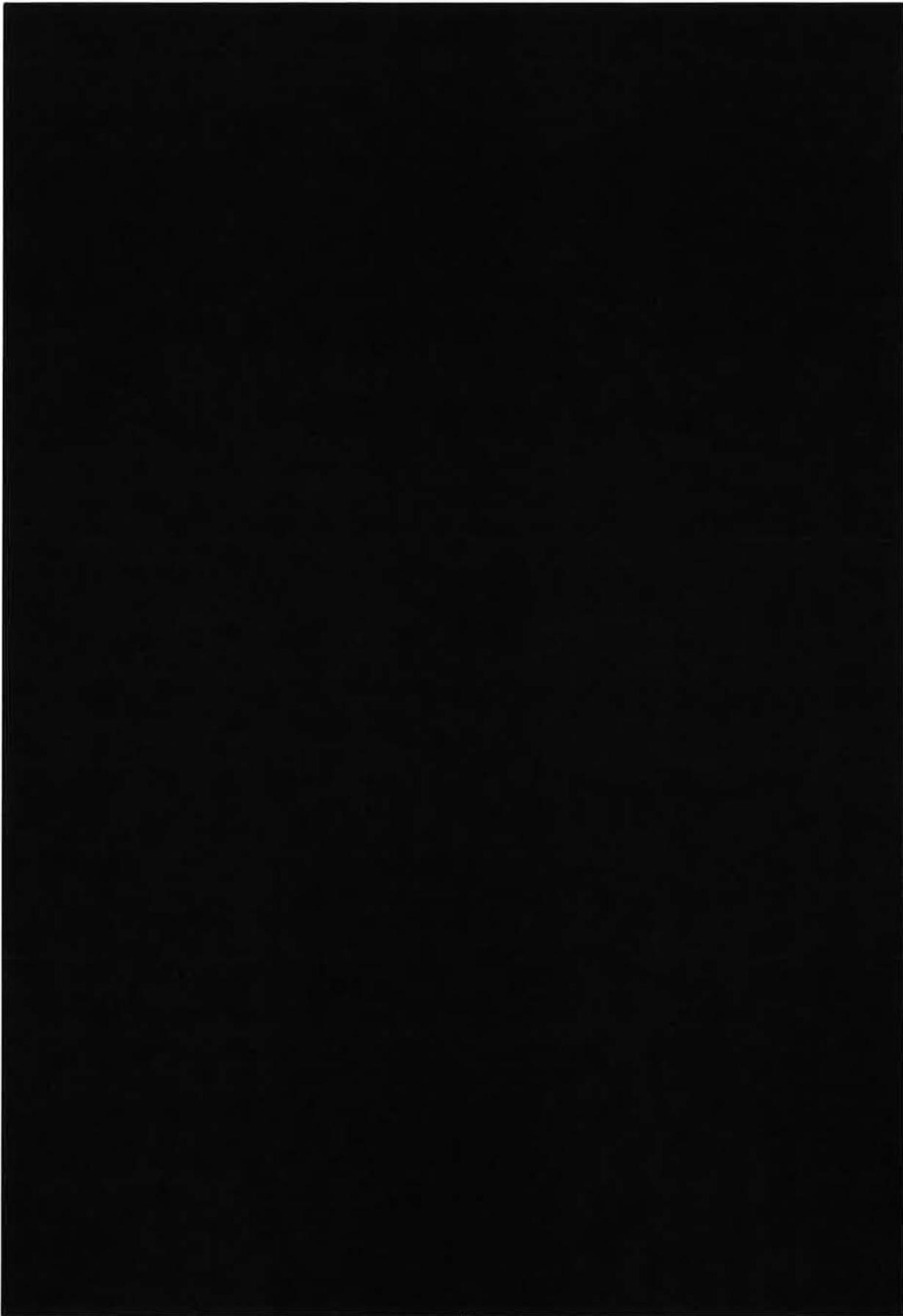
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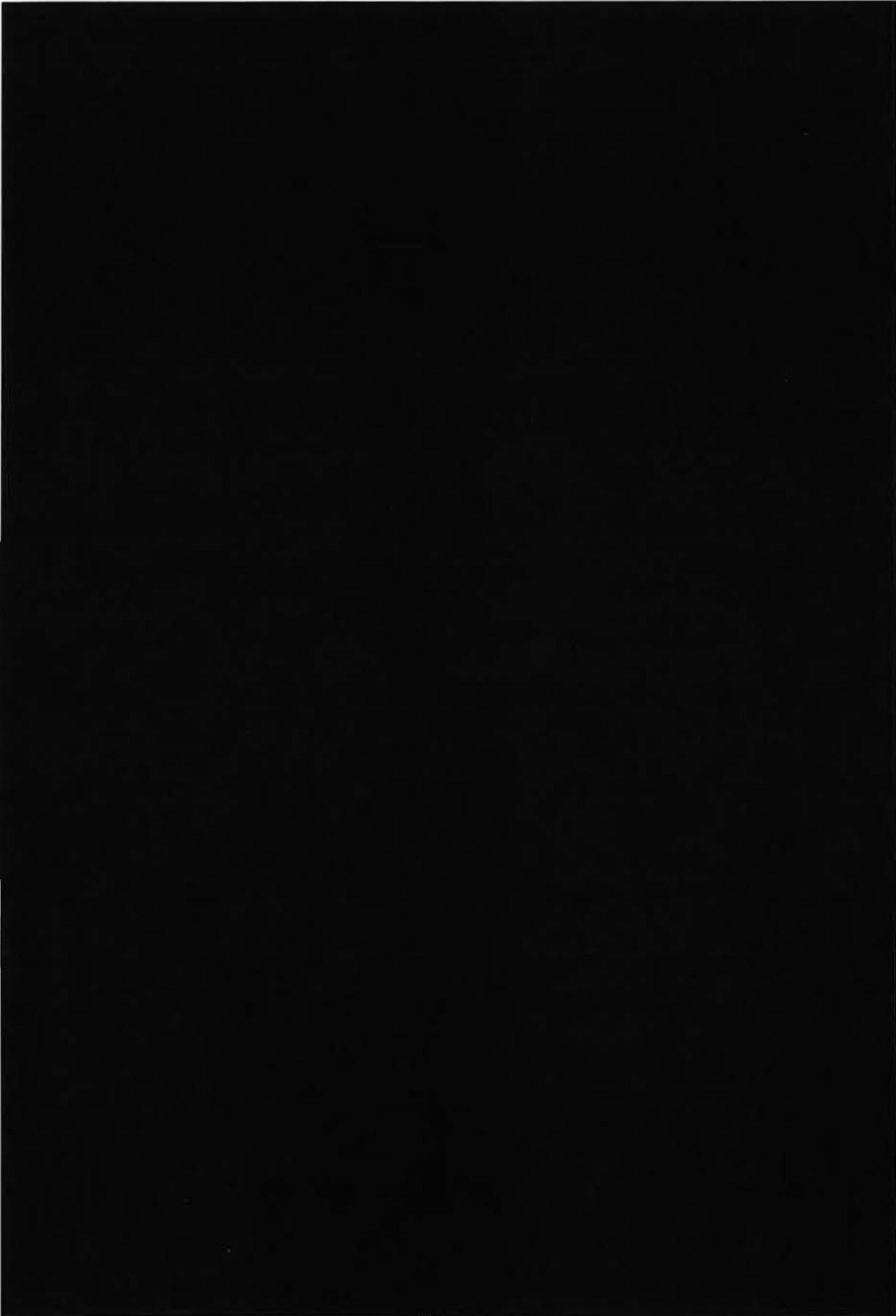
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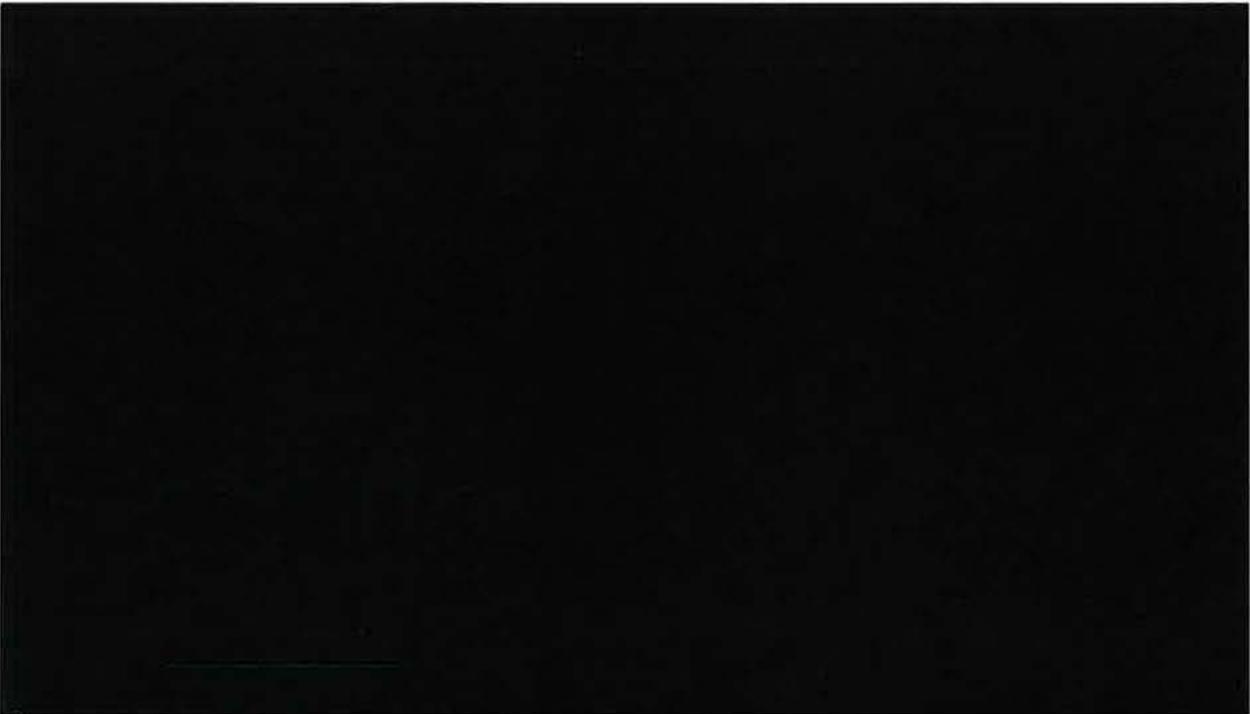
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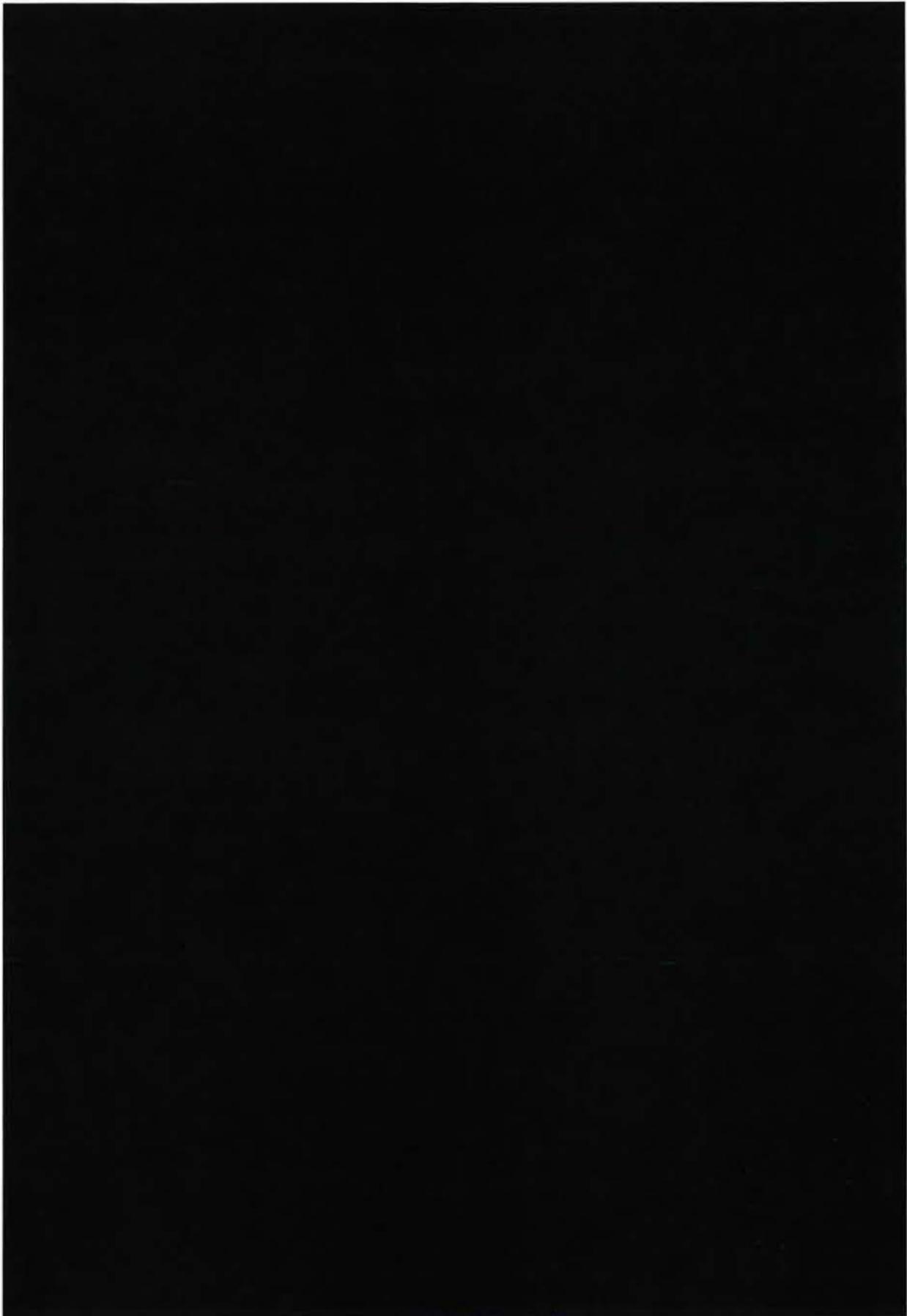
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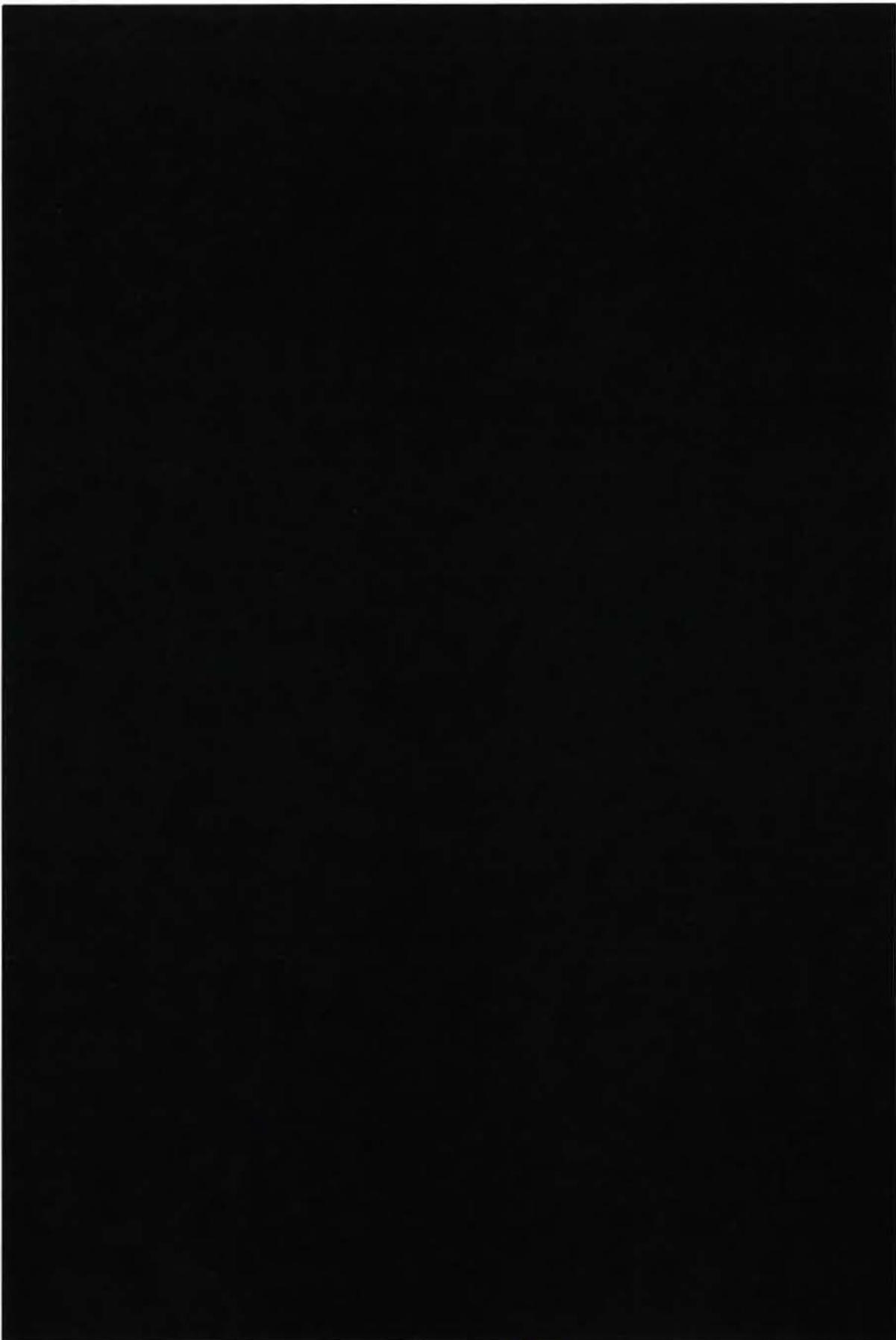
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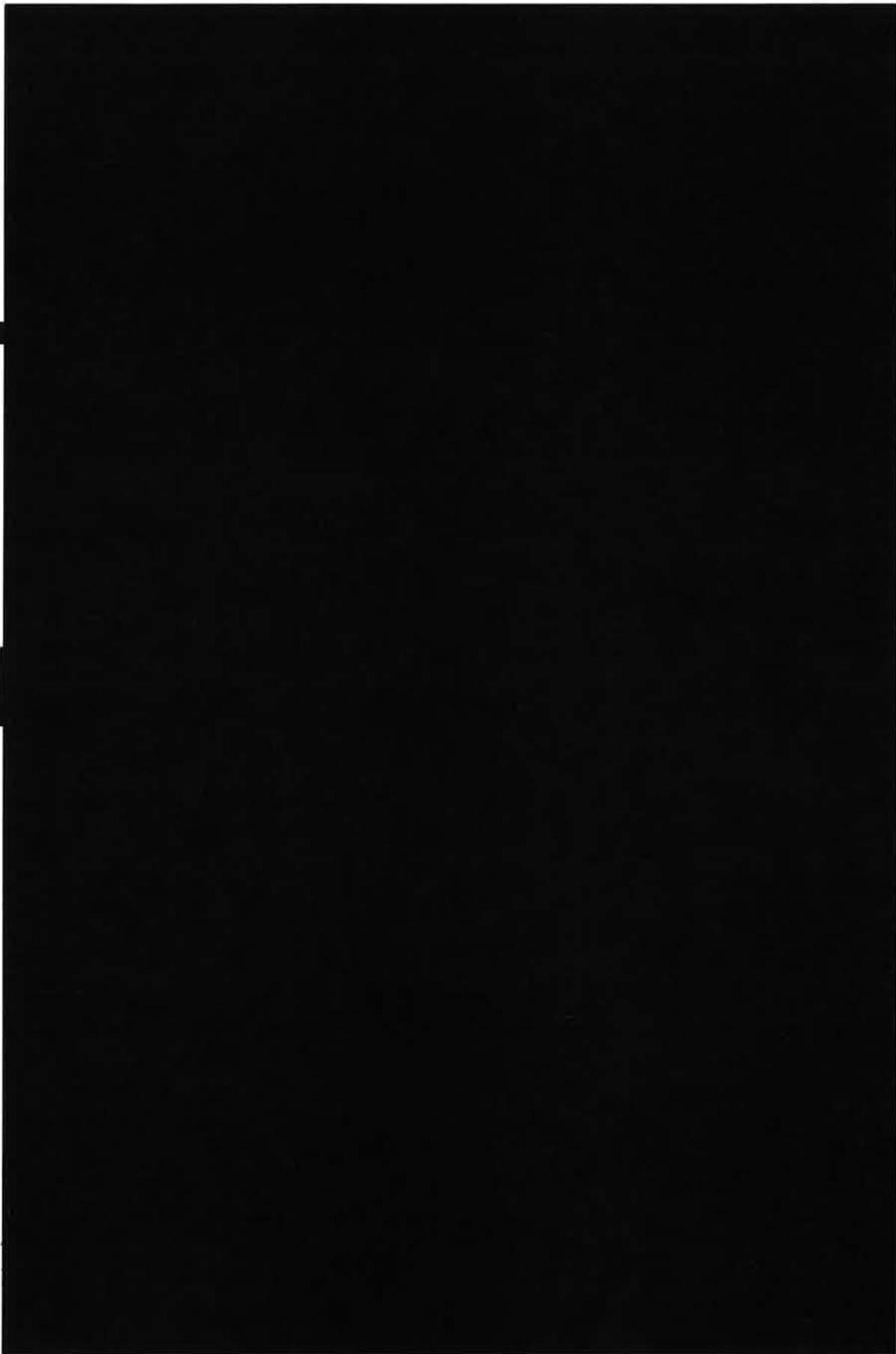
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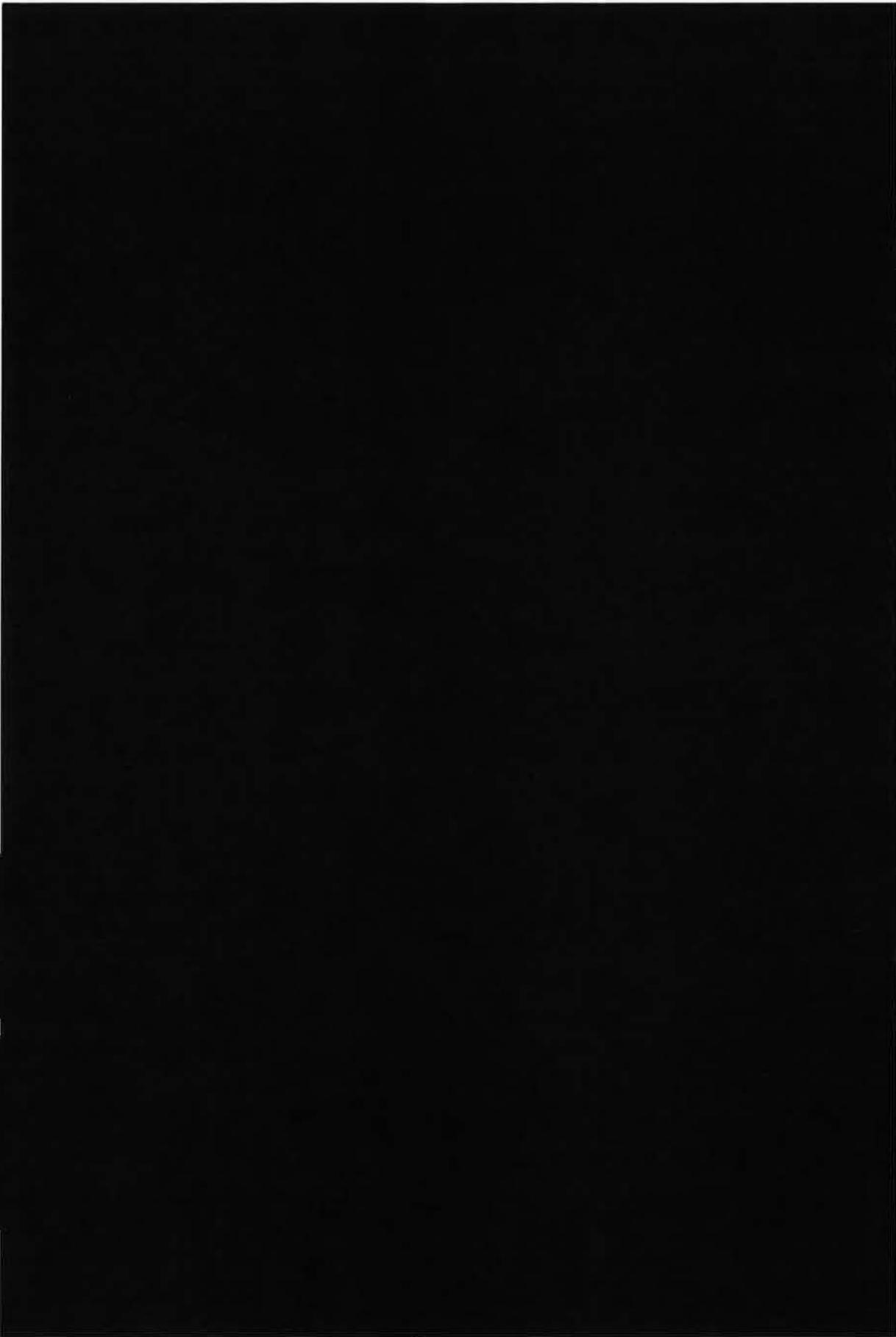
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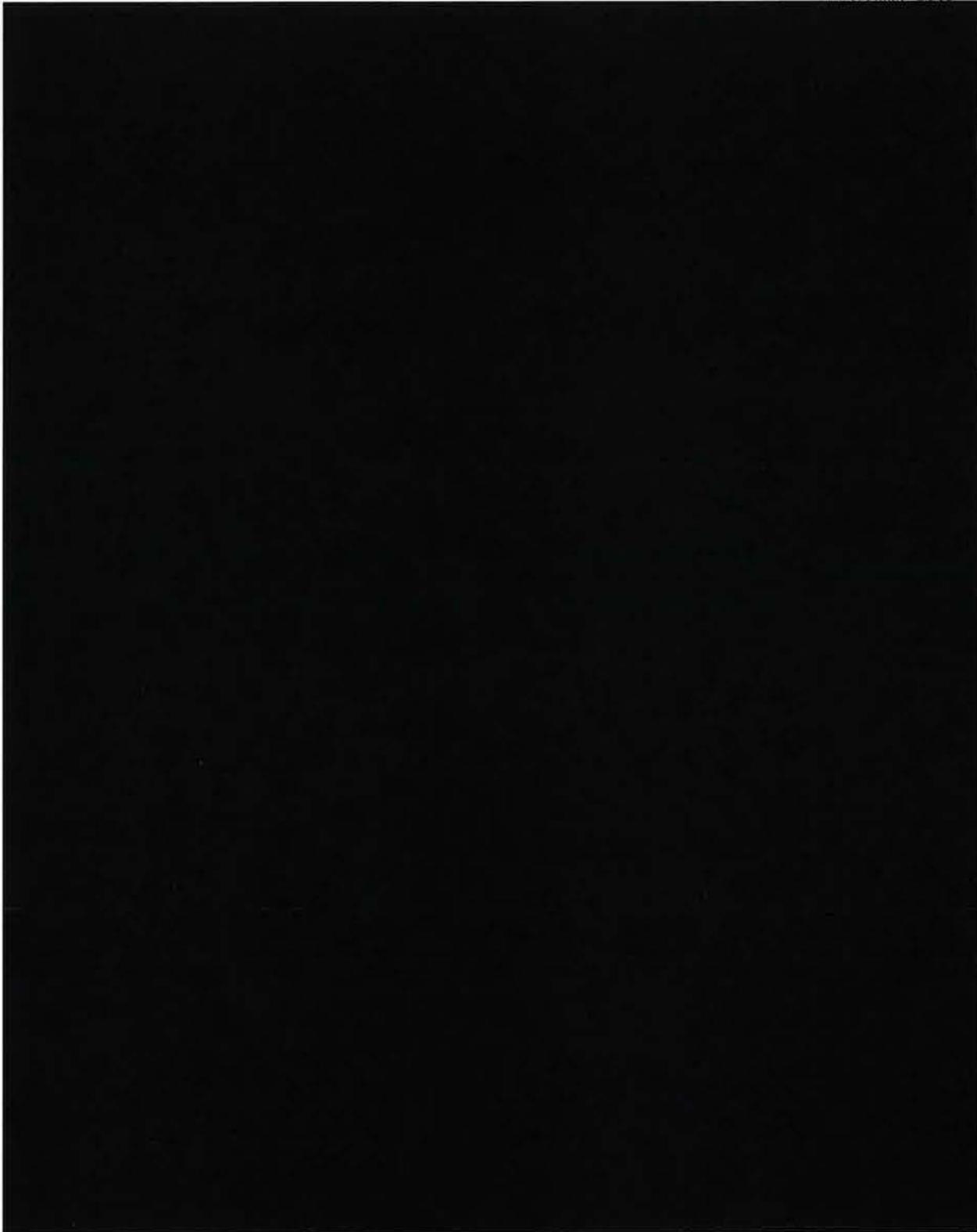
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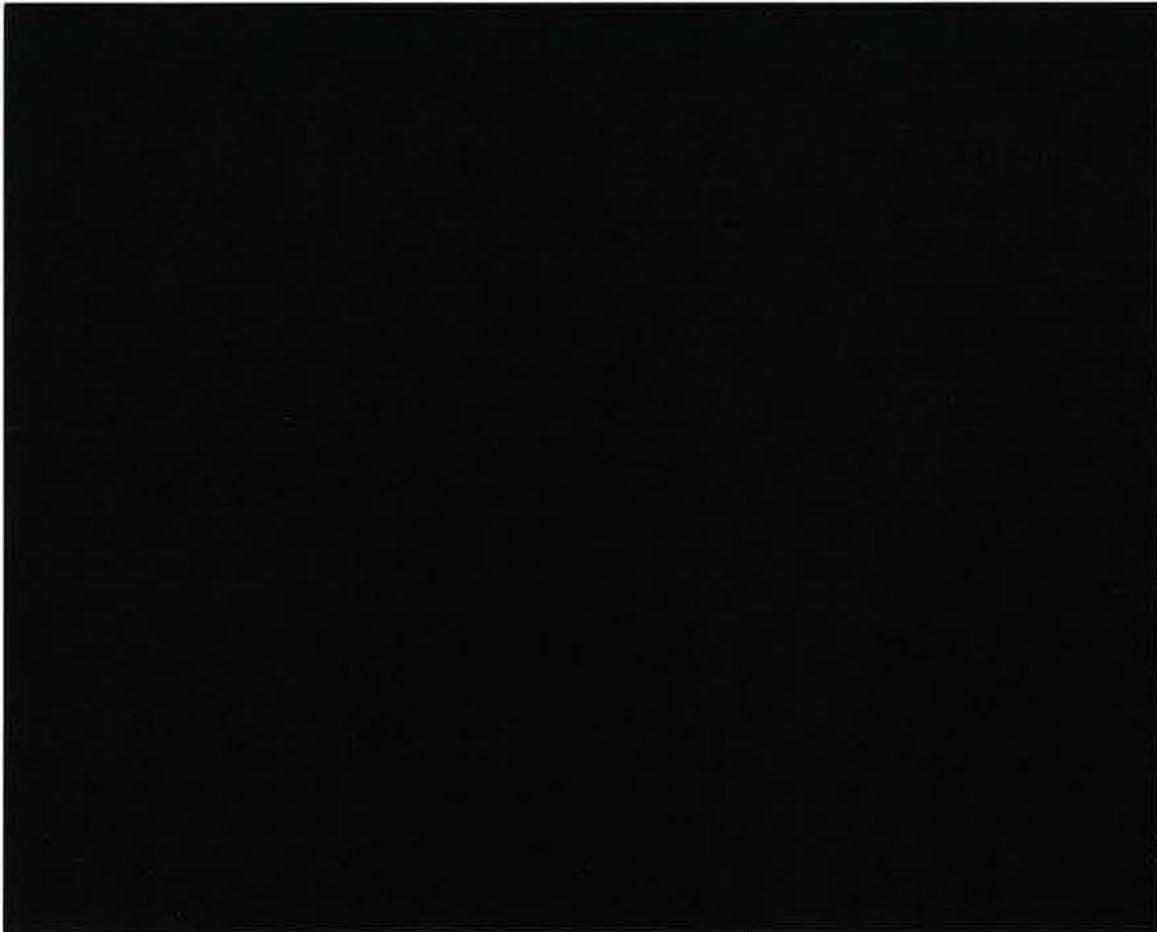
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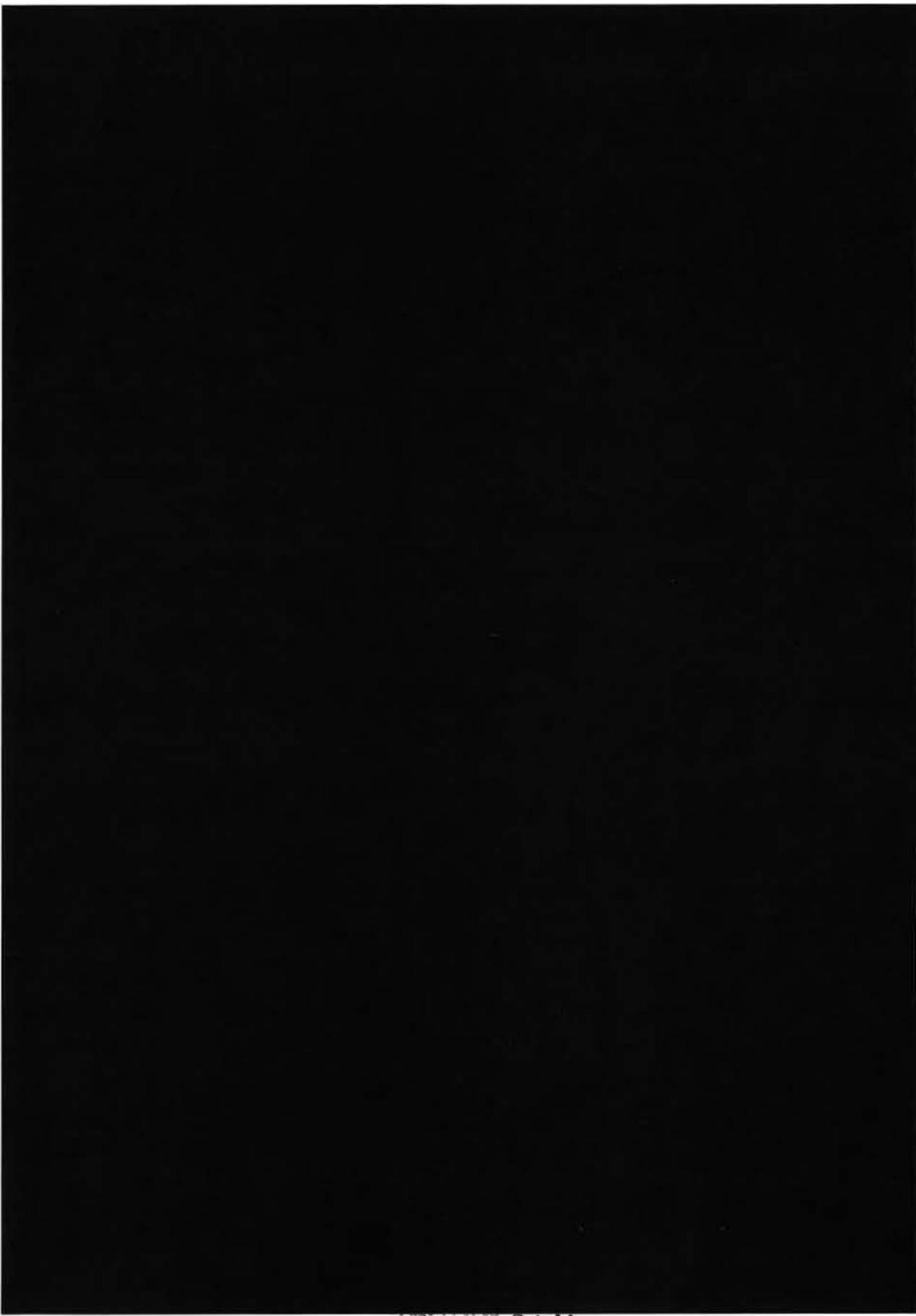


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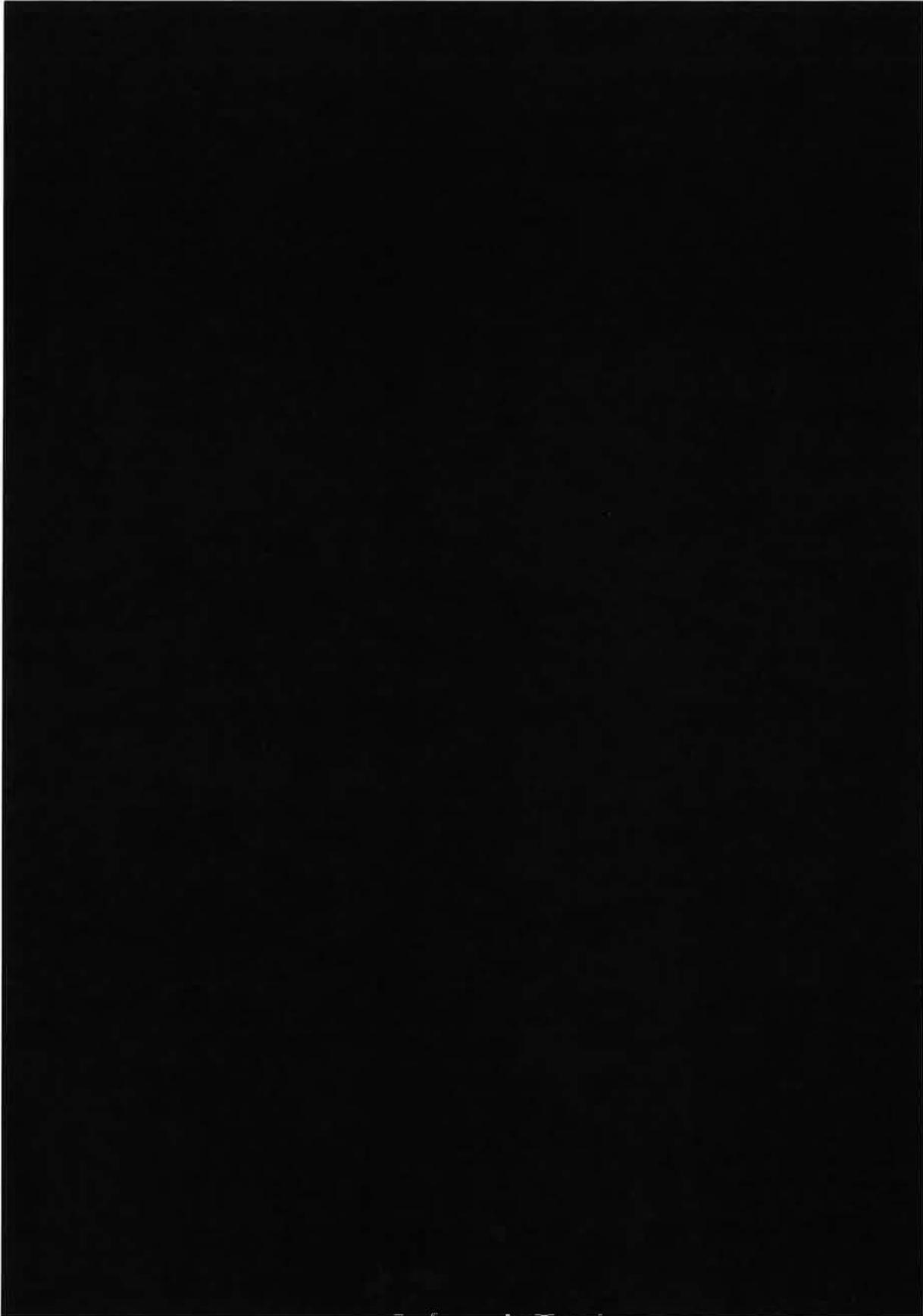
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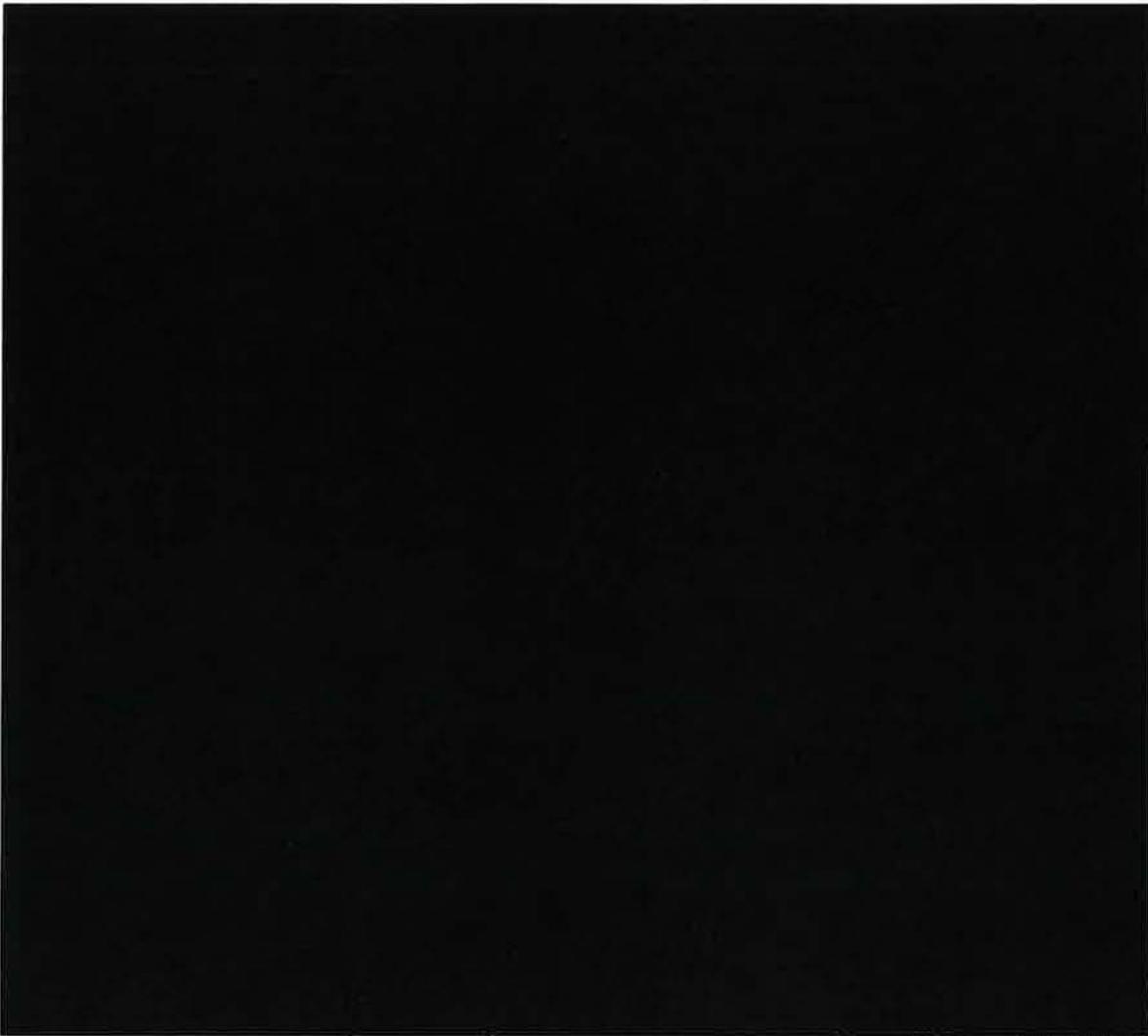
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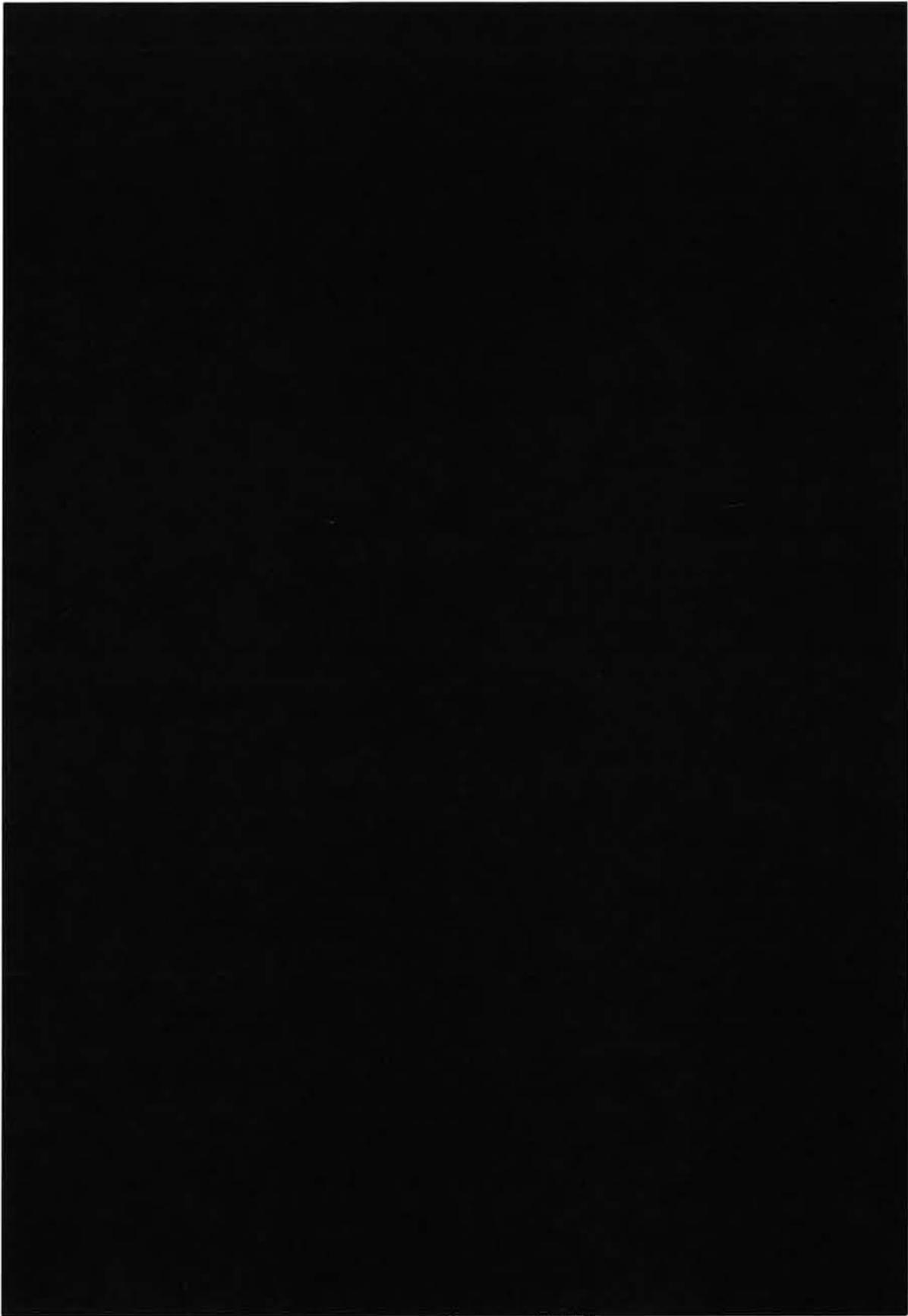
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(6)

(b)(3)(A)(i)&Title 10 Sec
130 (a)(b)

(b)(4)


002706



(b)(6)

(b)(6)

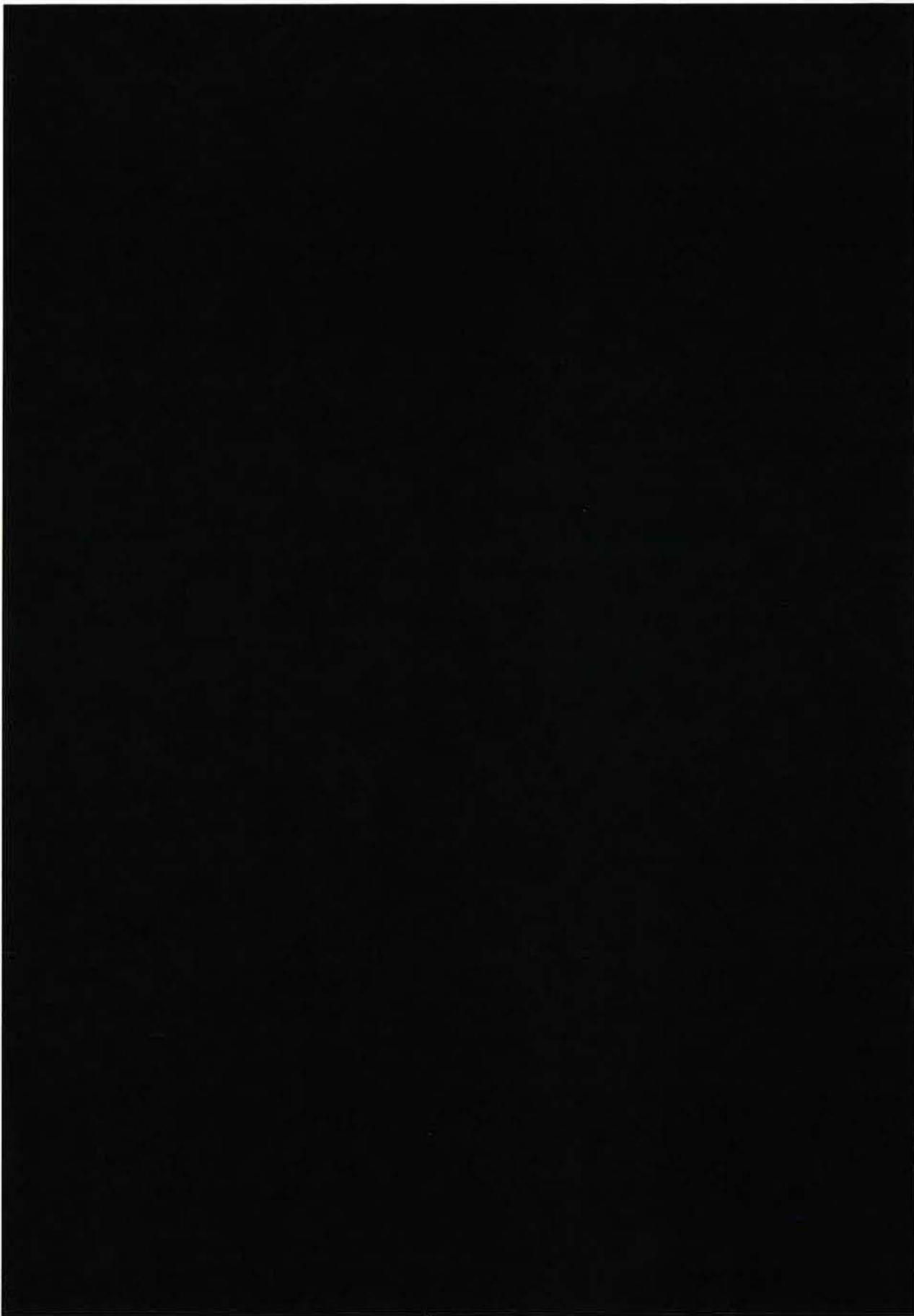
(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(6)

b)(3)(A)
i)&Title 10 Sec
30 (a)(b)

(b)(4)

002707



(b)(4)

002708



(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)



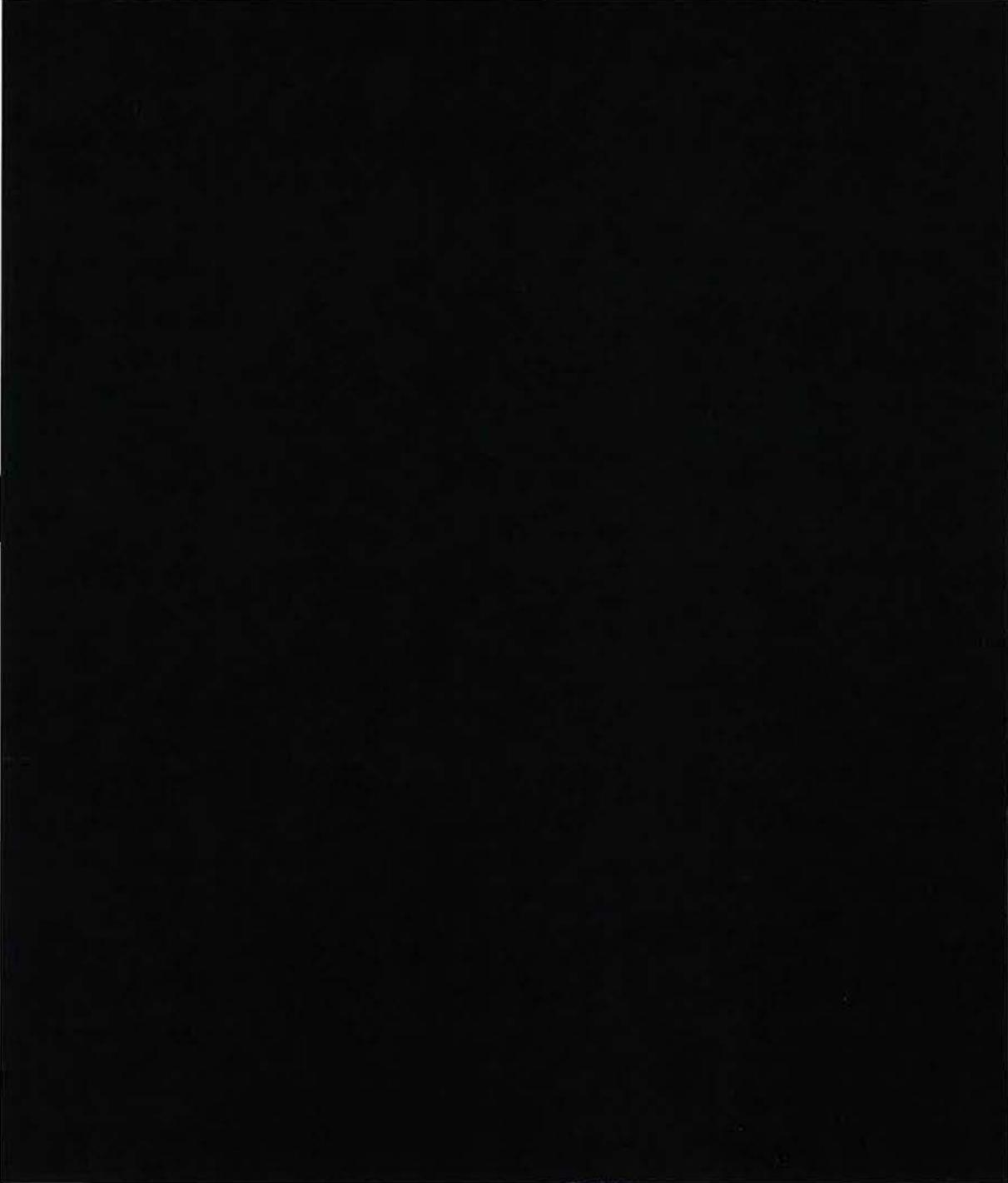
(b)(3)(A)
(i)&Title 10
Sec 139 (a)(b)

(b)(4)

002709



(b)(3)(A)
(i)&Title 10 Sec
130 (a)(b)



(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

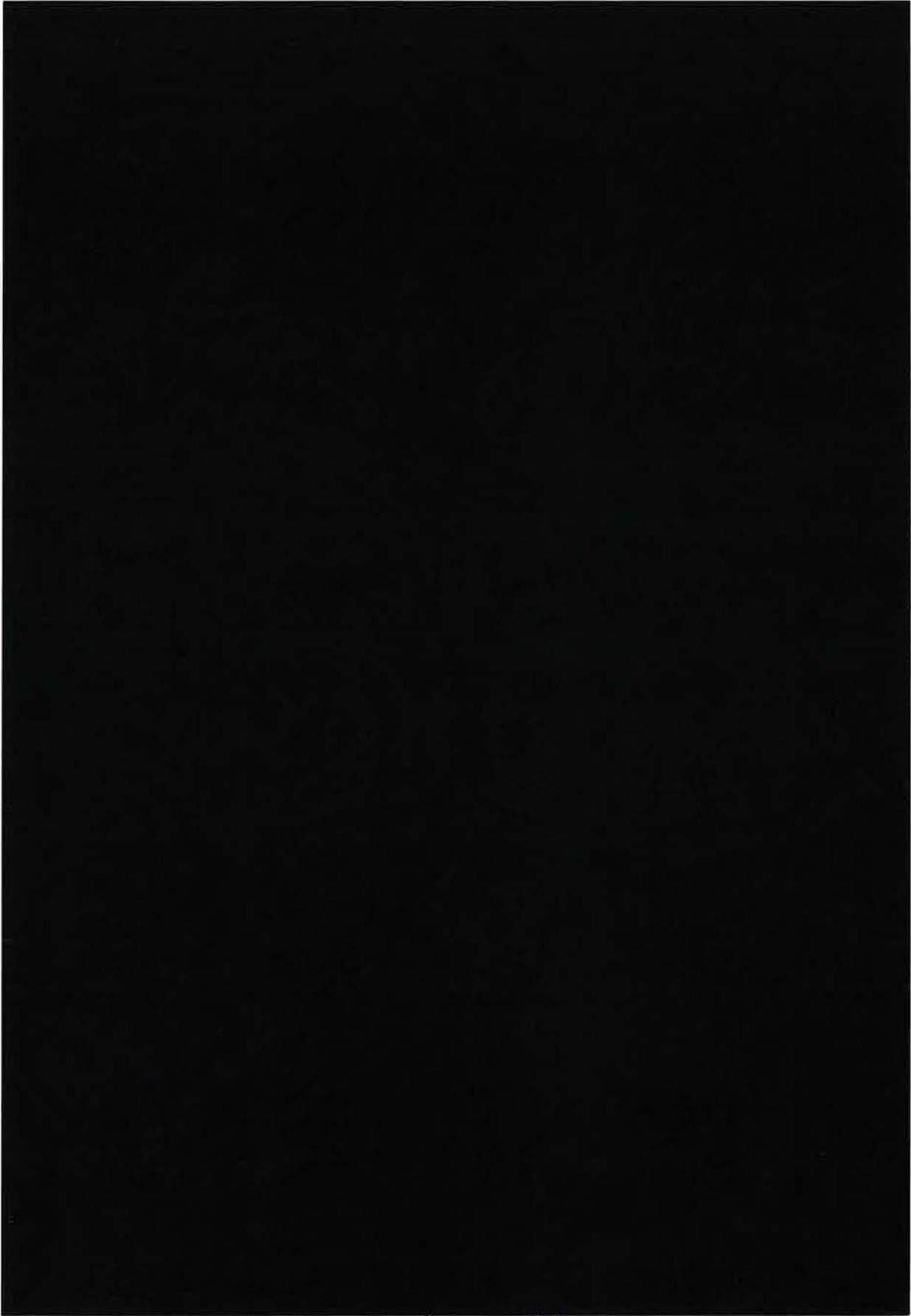
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)

002710



(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

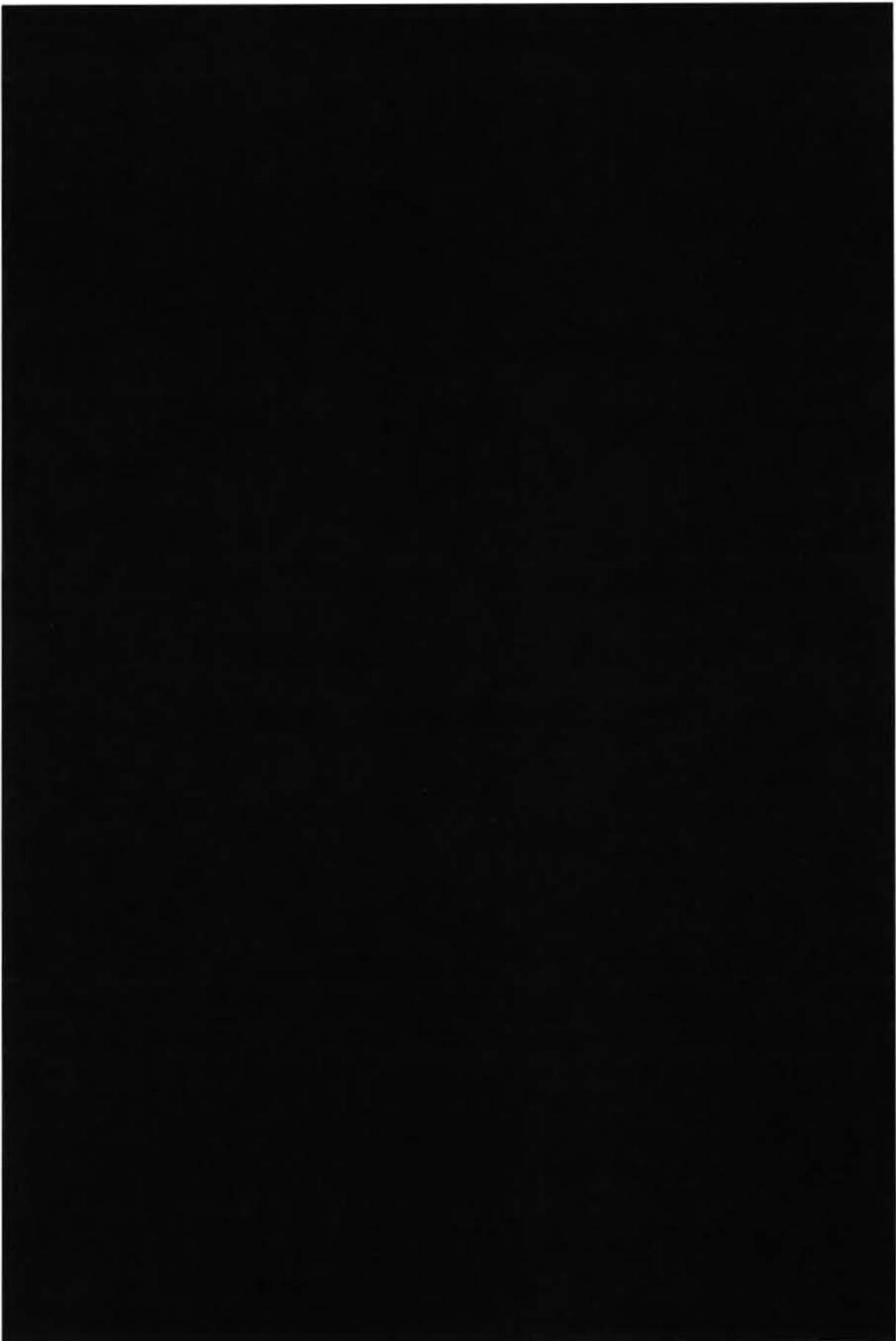
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)

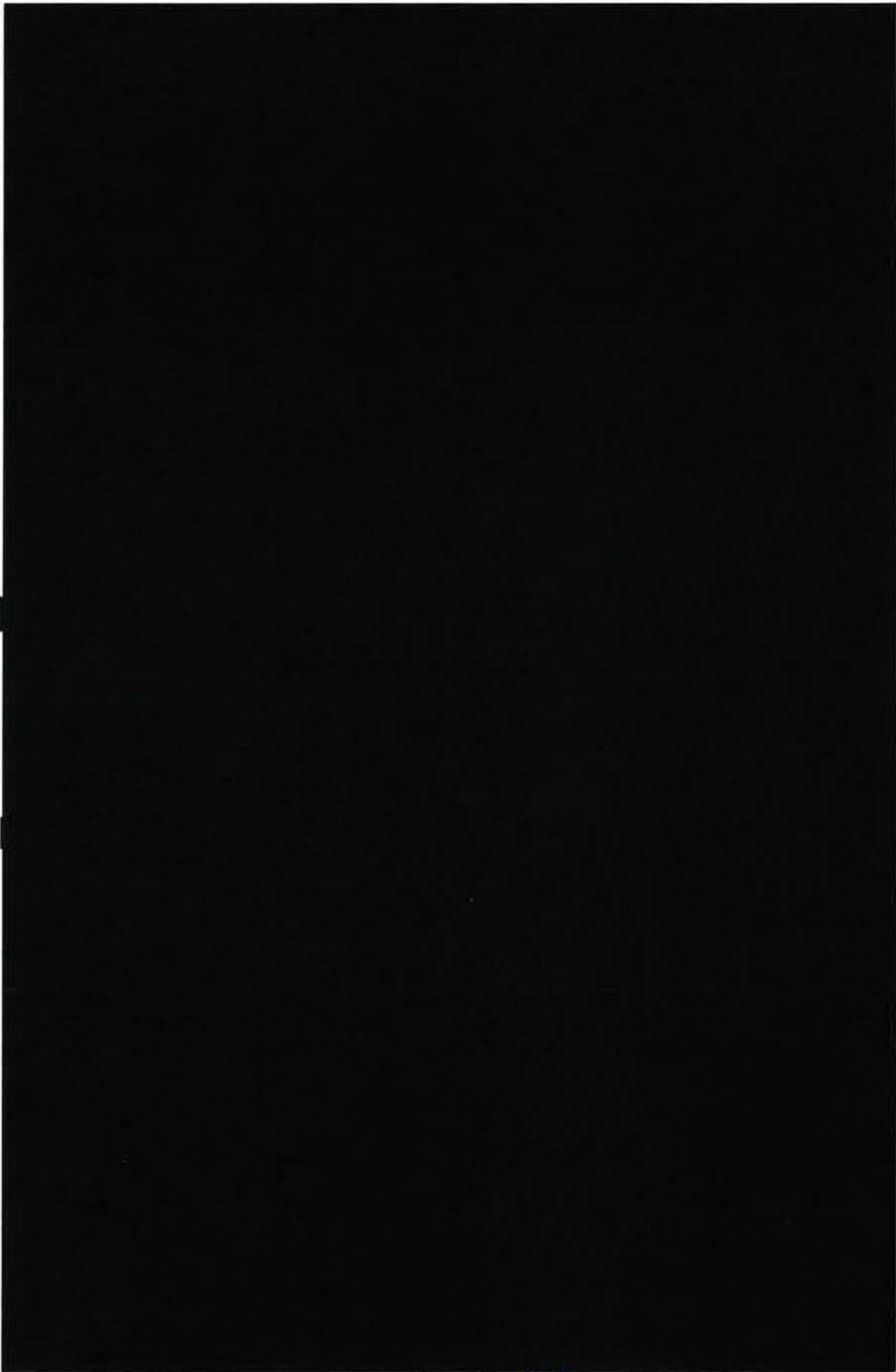
002711



(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(4)

002712

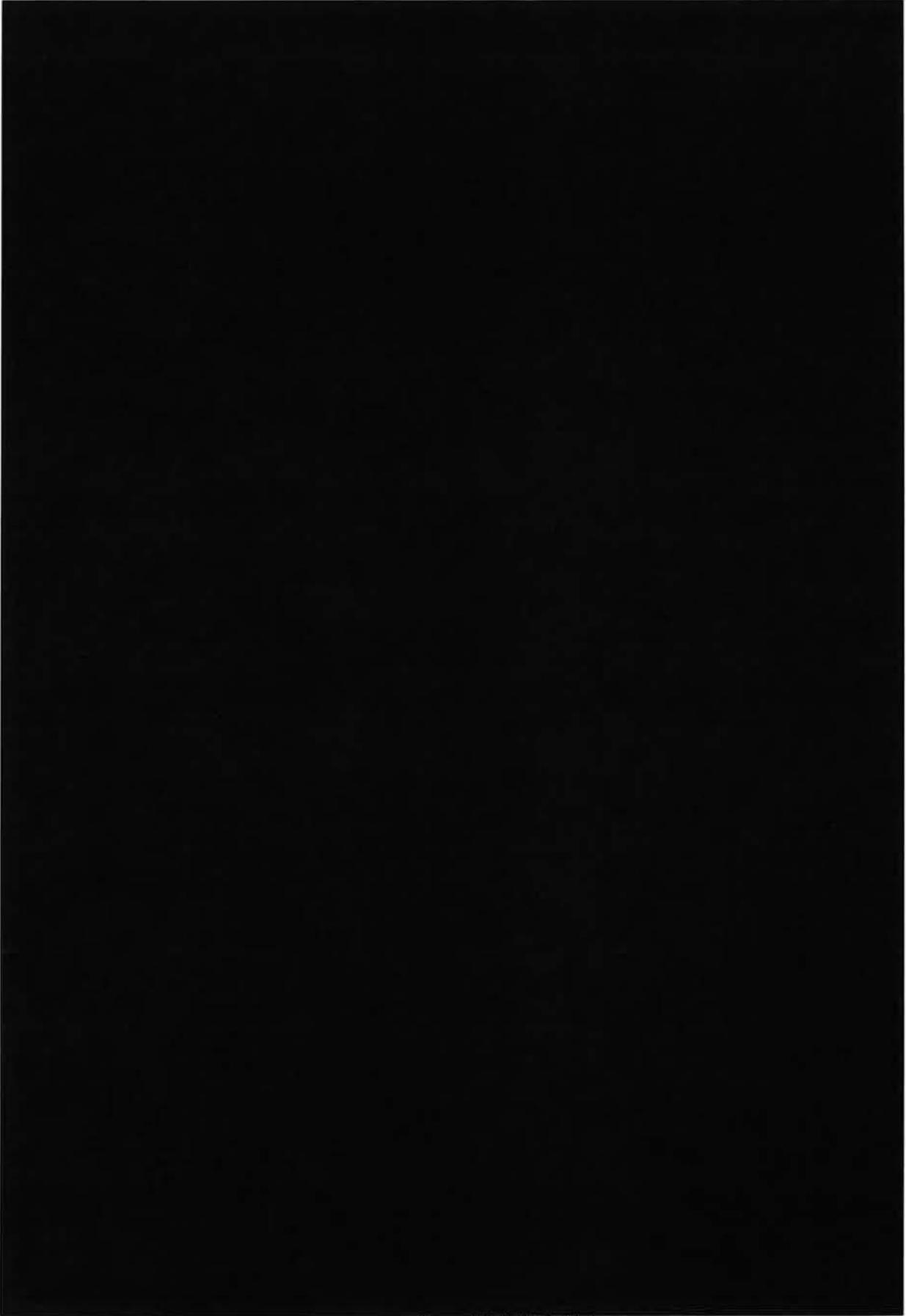


(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(4)

002713



(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

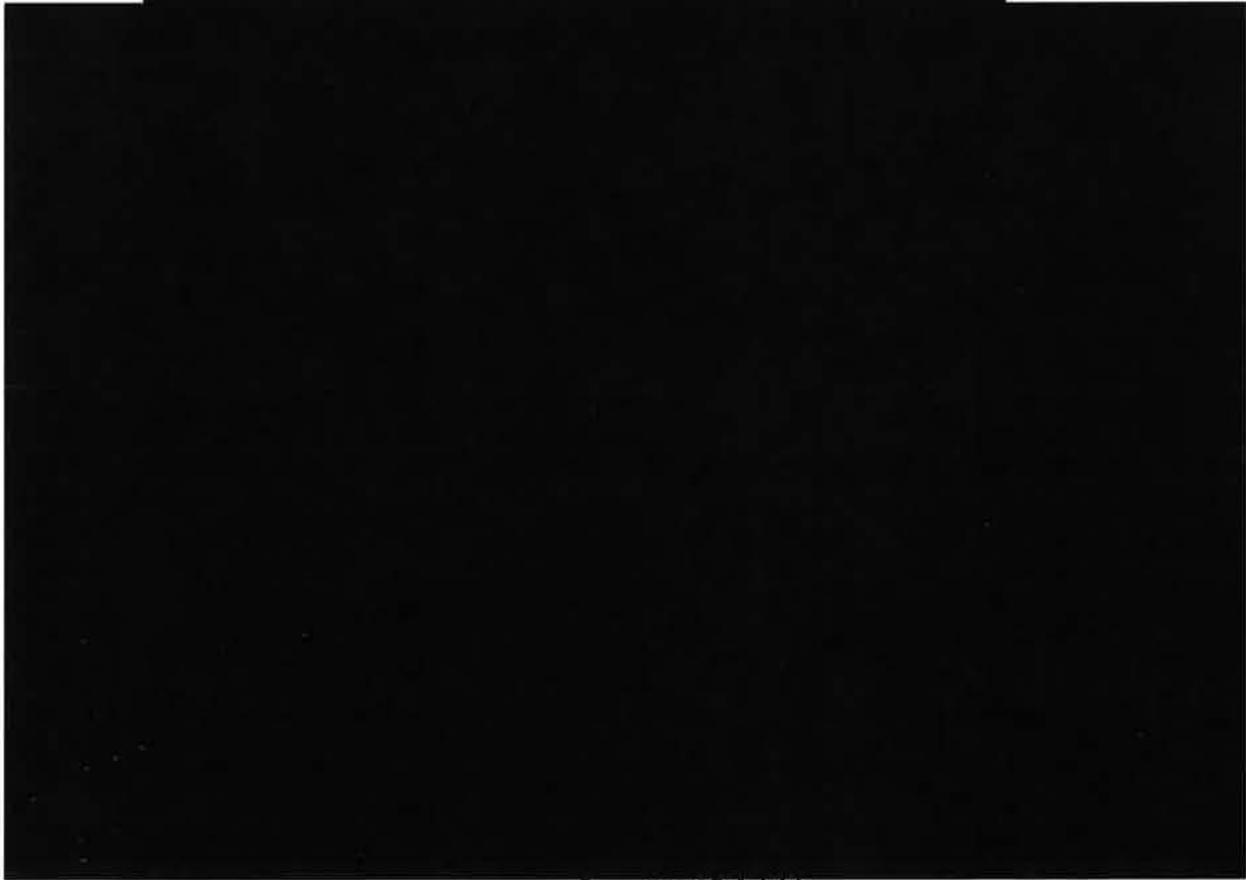
(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(4)

002714



(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)



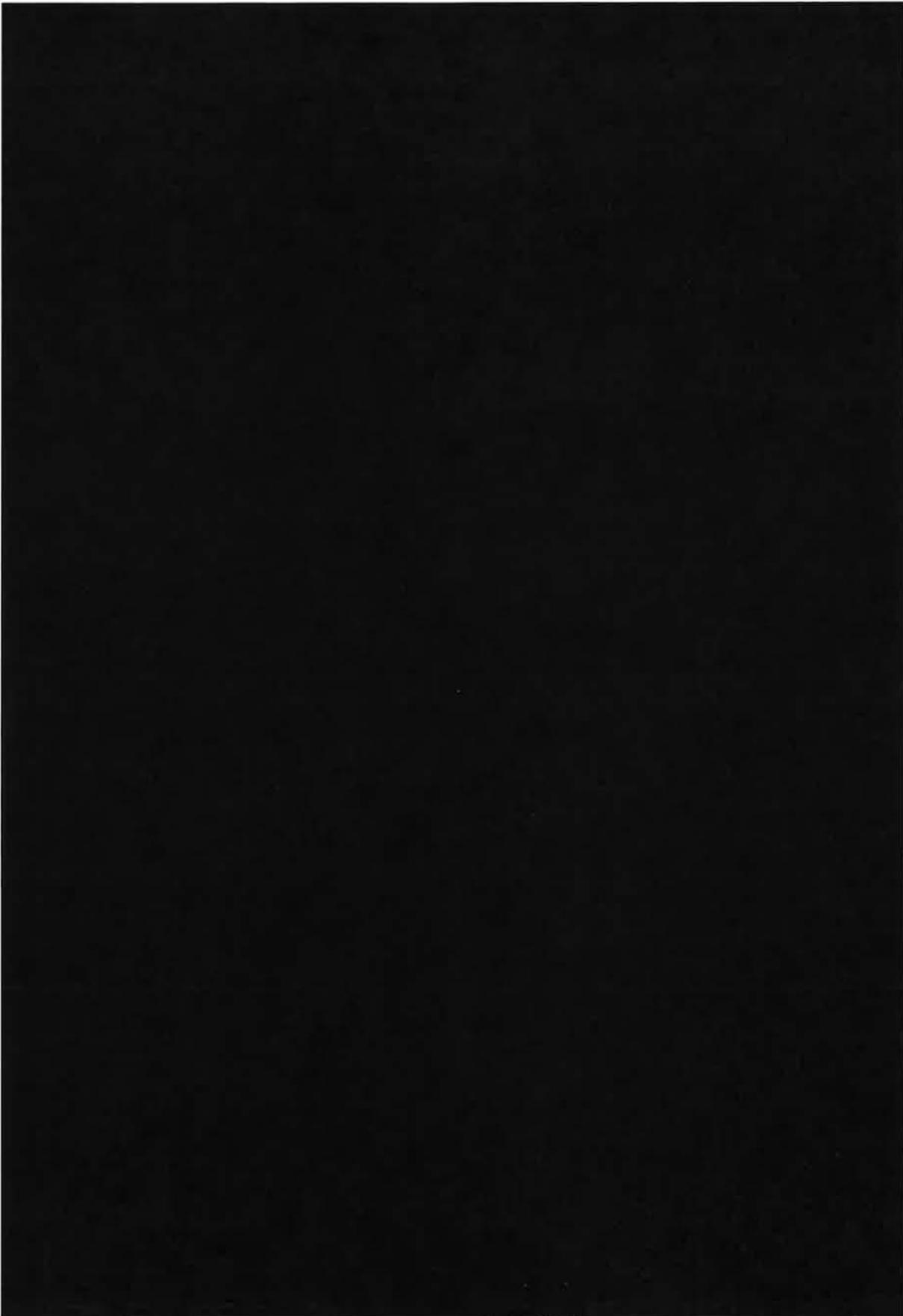
(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

002715

(b)
(4)



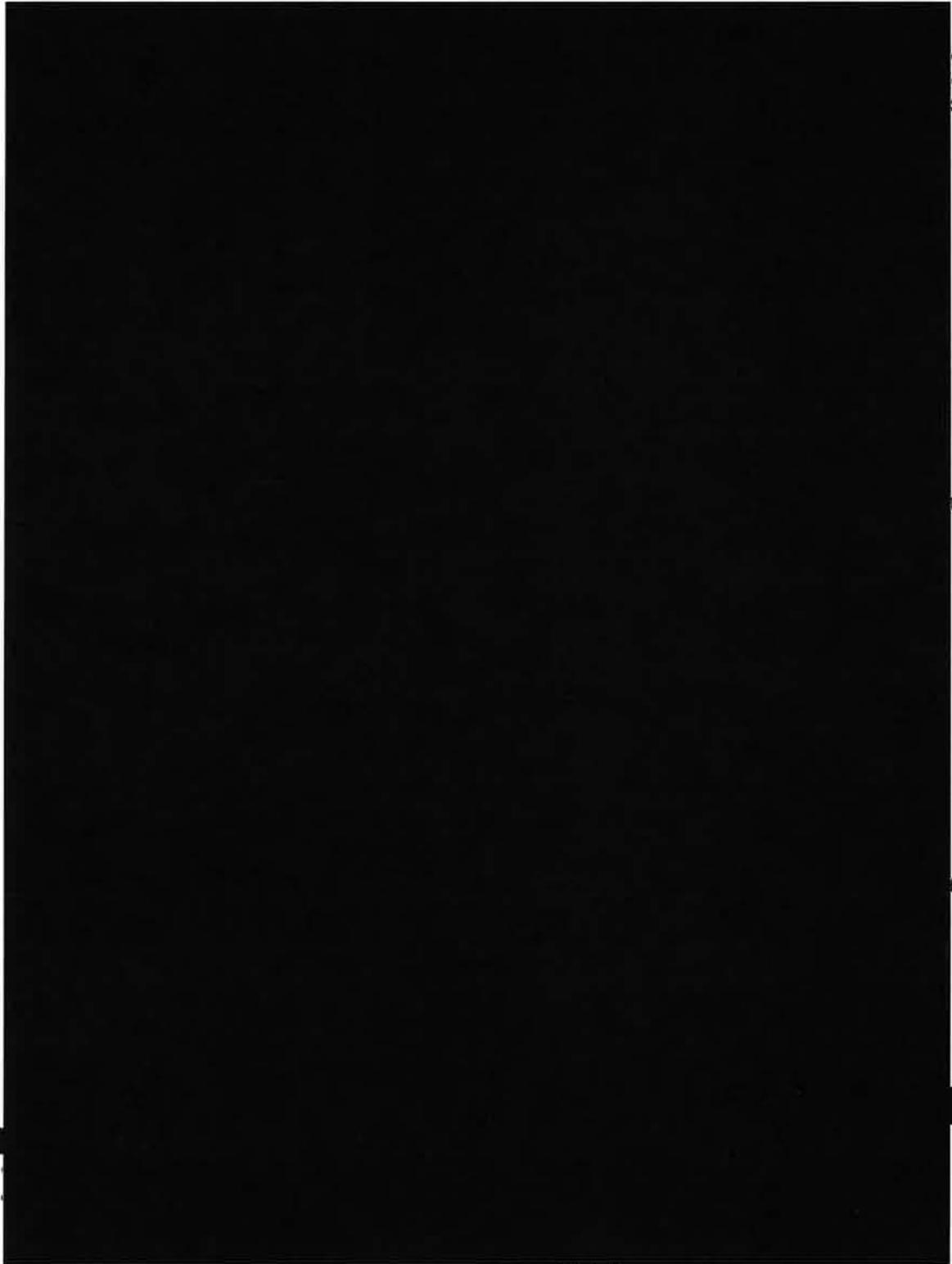
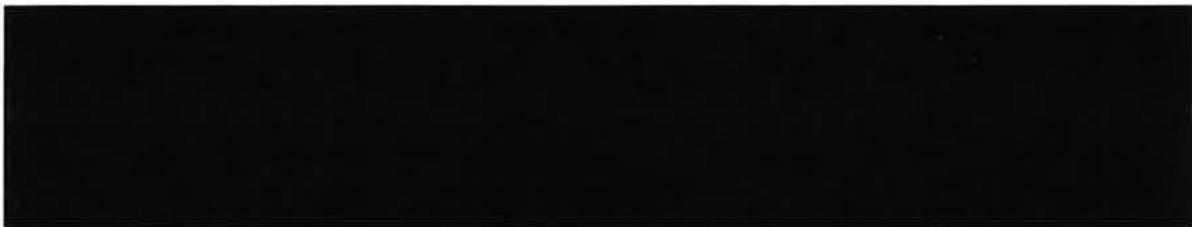
(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

002716

(b)(4)



(b)(3)(A)
(i)&Title 10
Sec 130 (a)(b)

(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

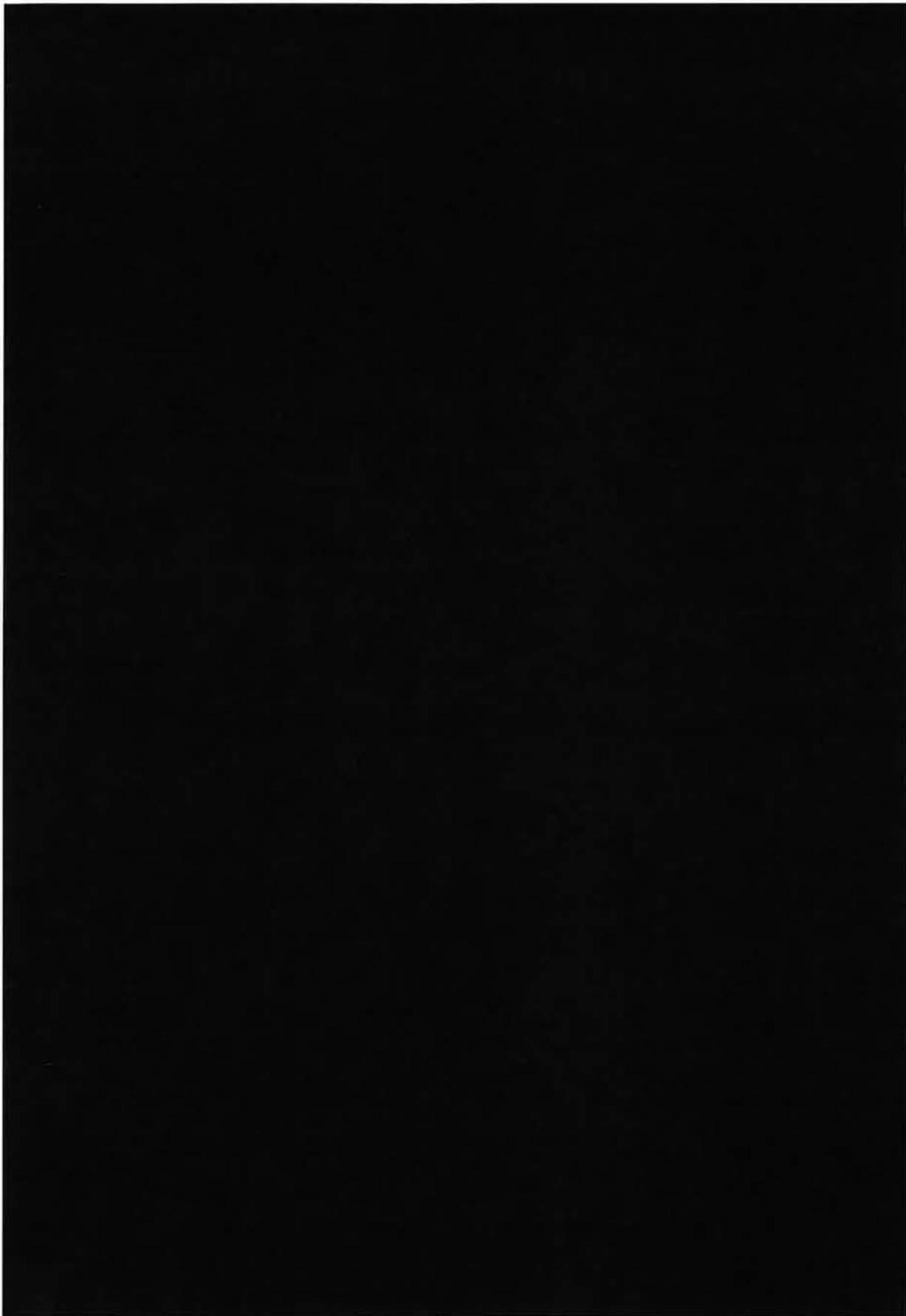
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(4)

002717



(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(4)

002718

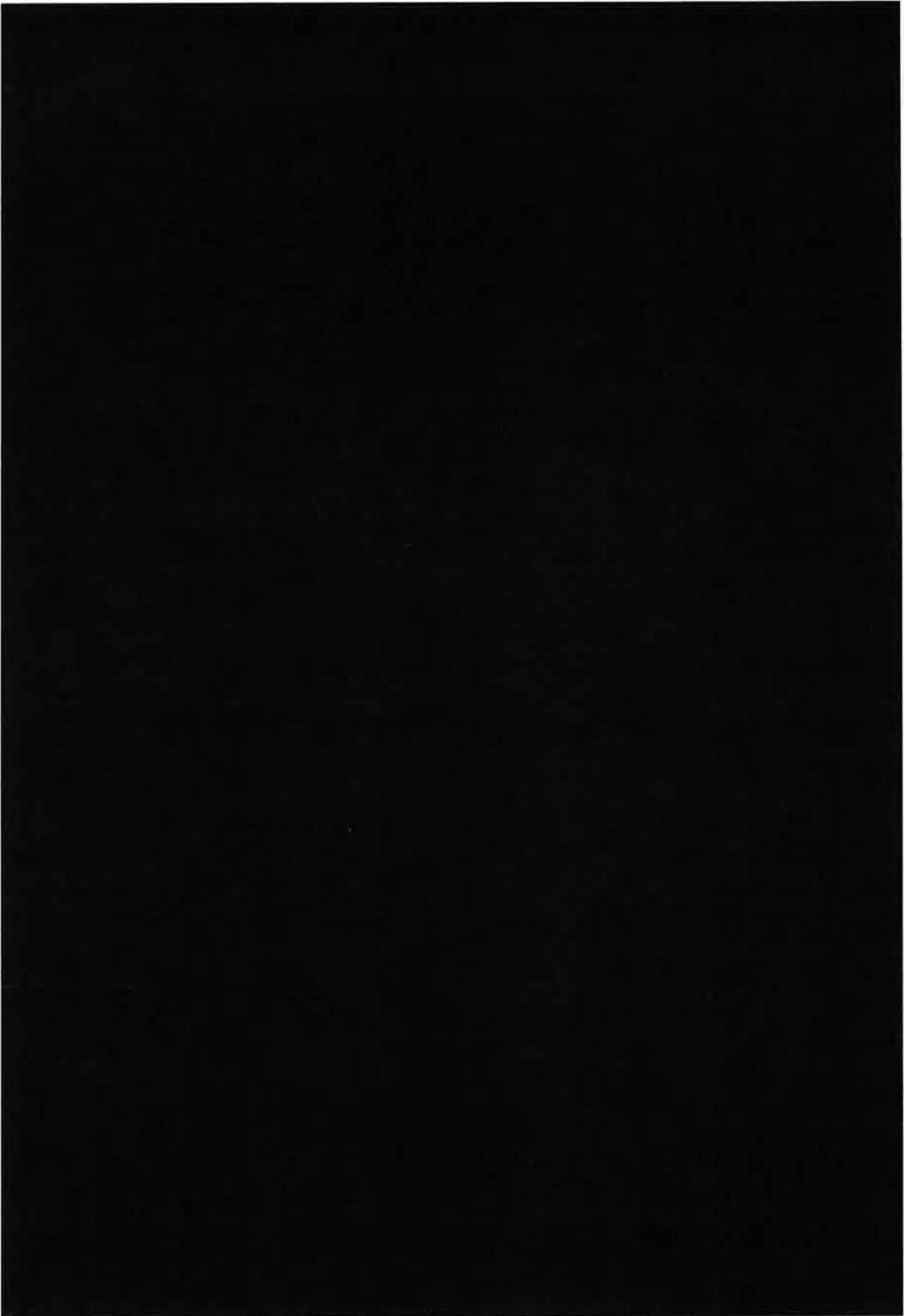
(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)

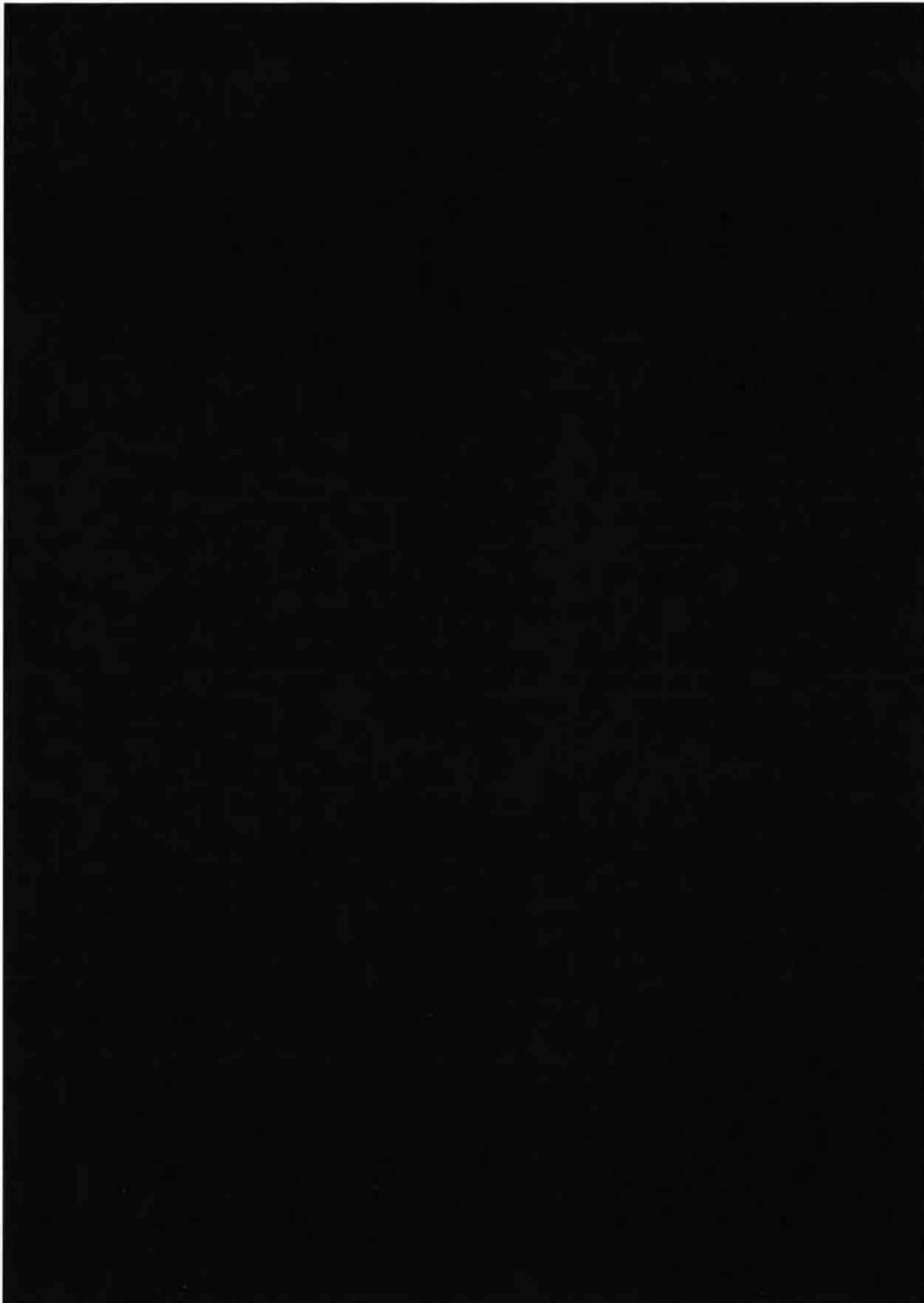
002719

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)



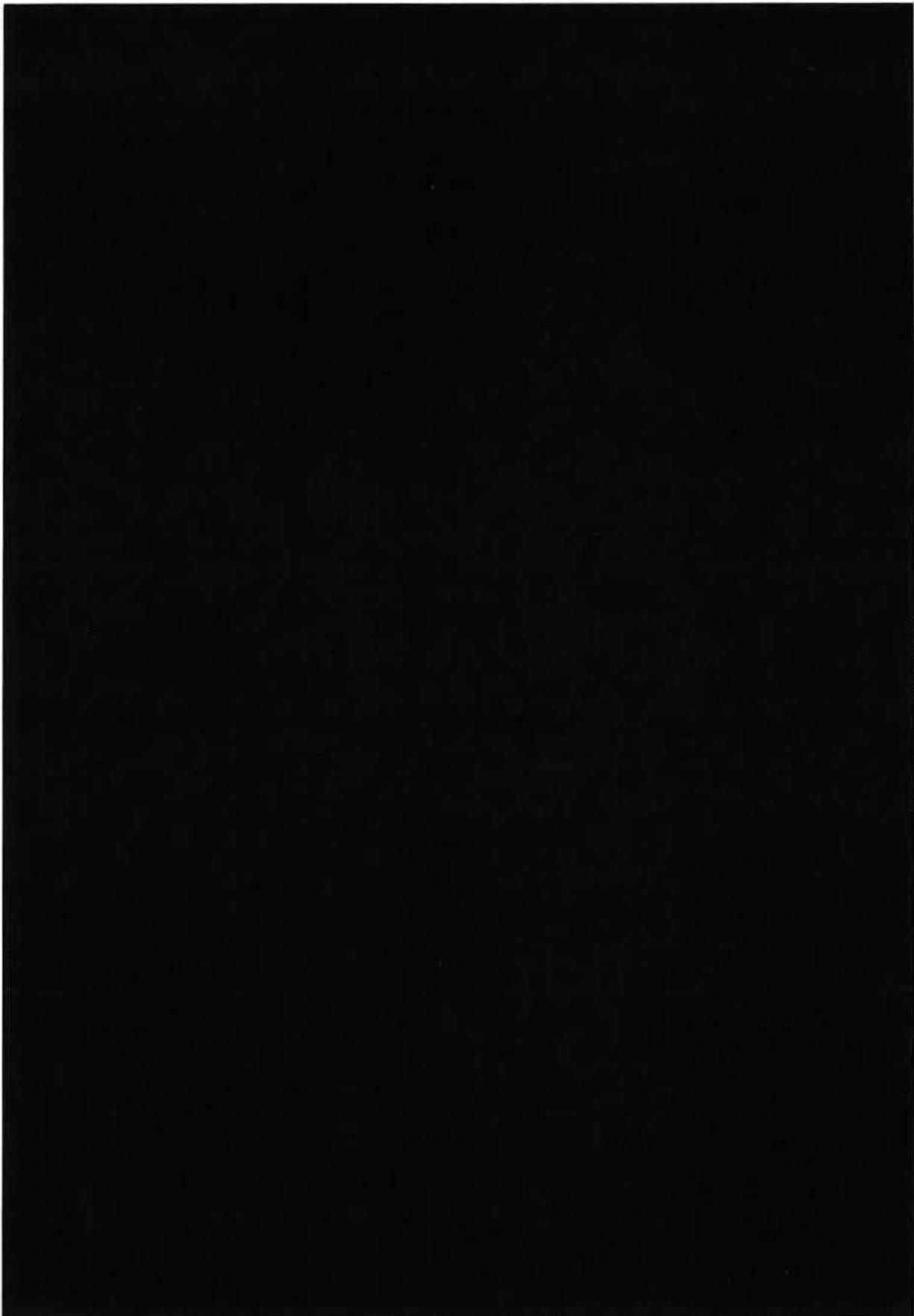
(b)(4)

002720



(b)
(4)

002721

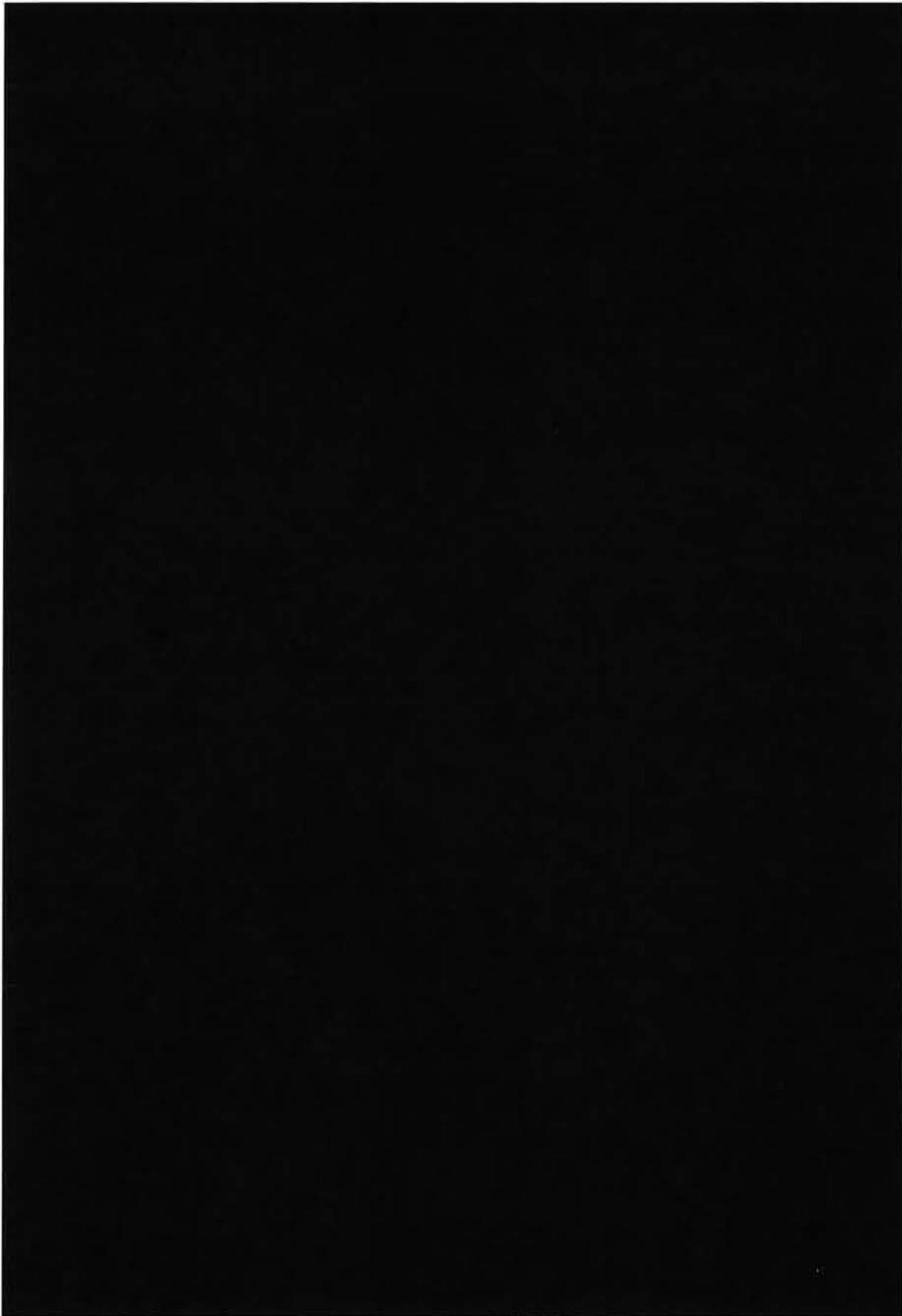


(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)

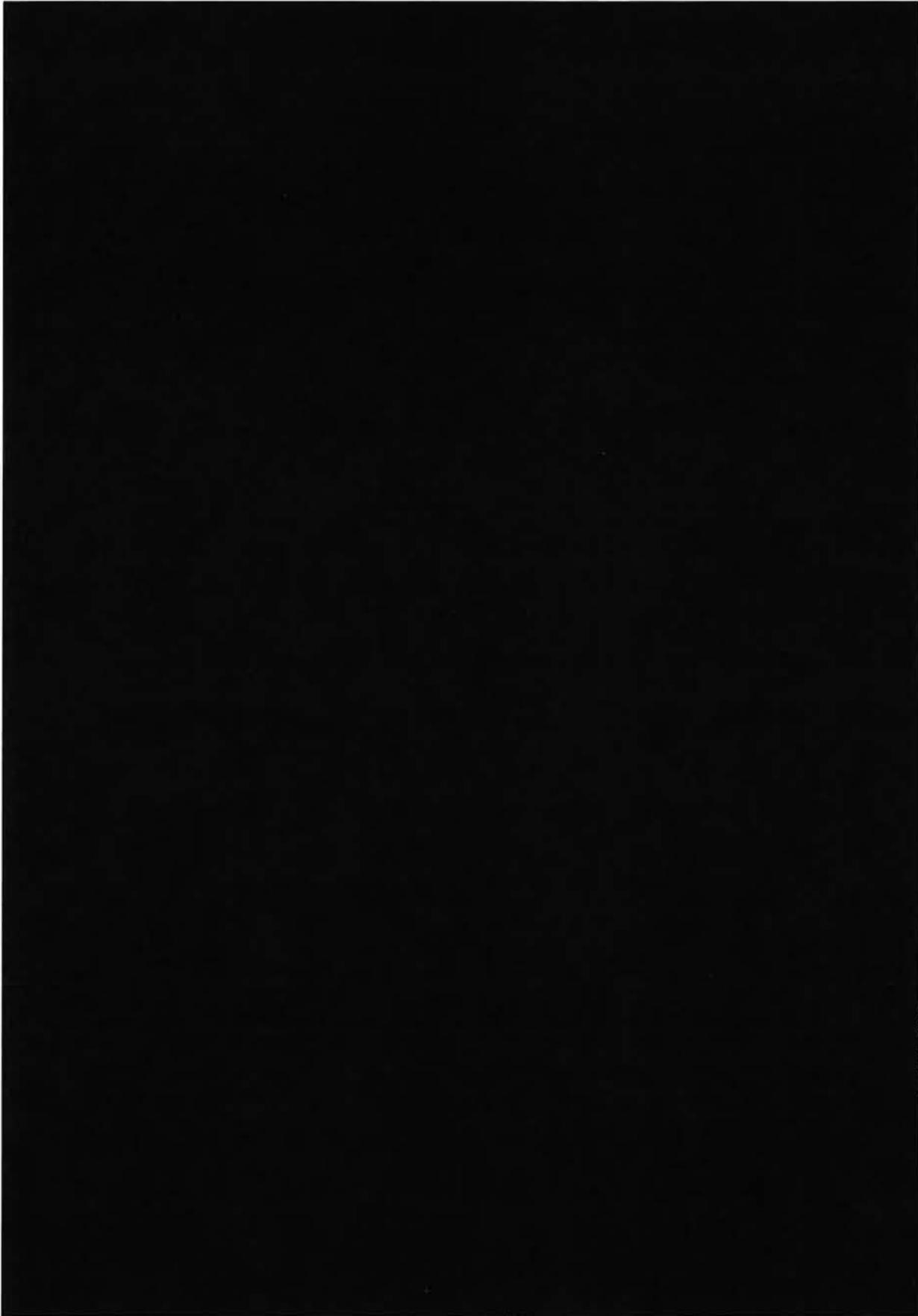
002722



(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

002723

(b)(4)

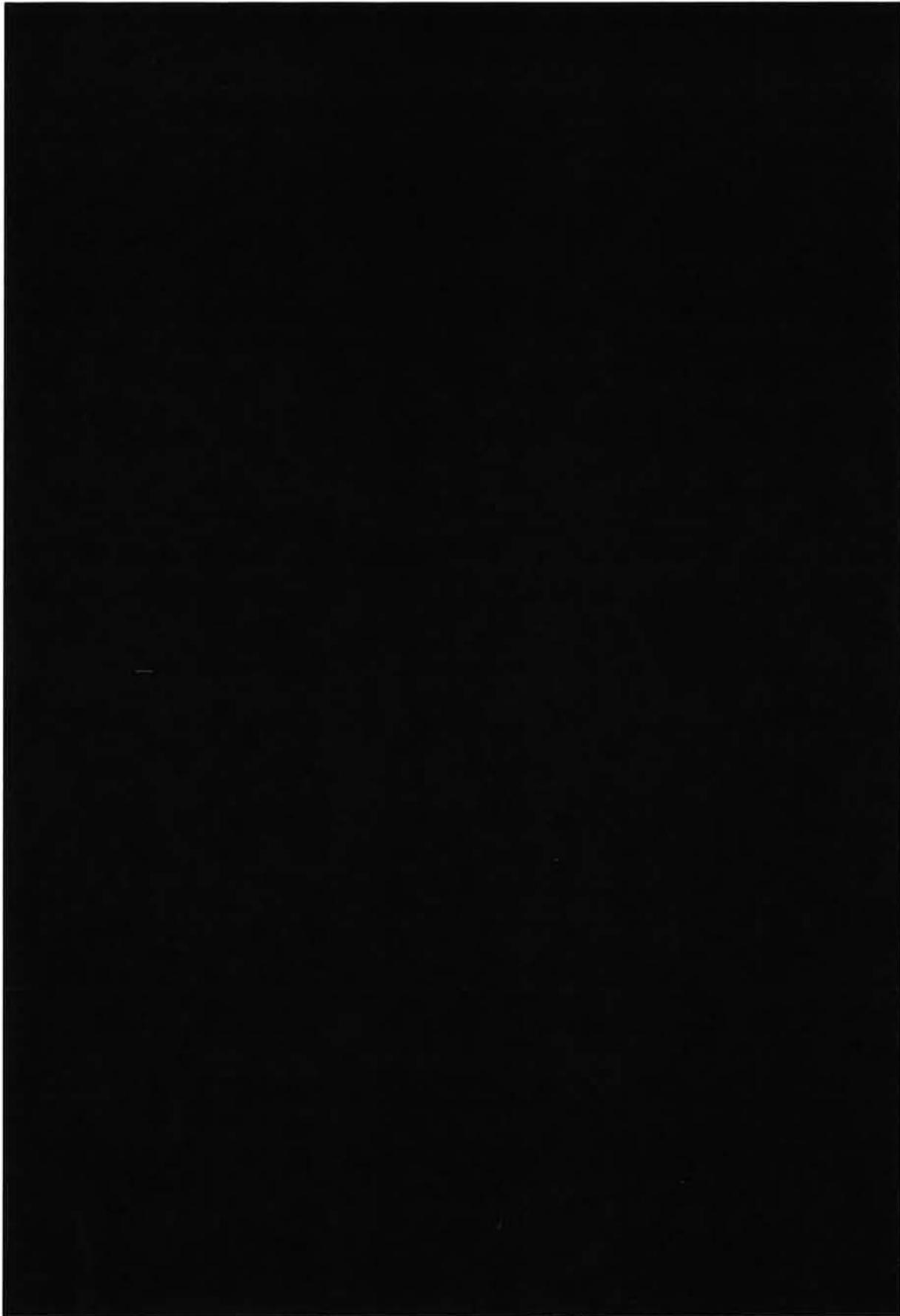


(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

002724

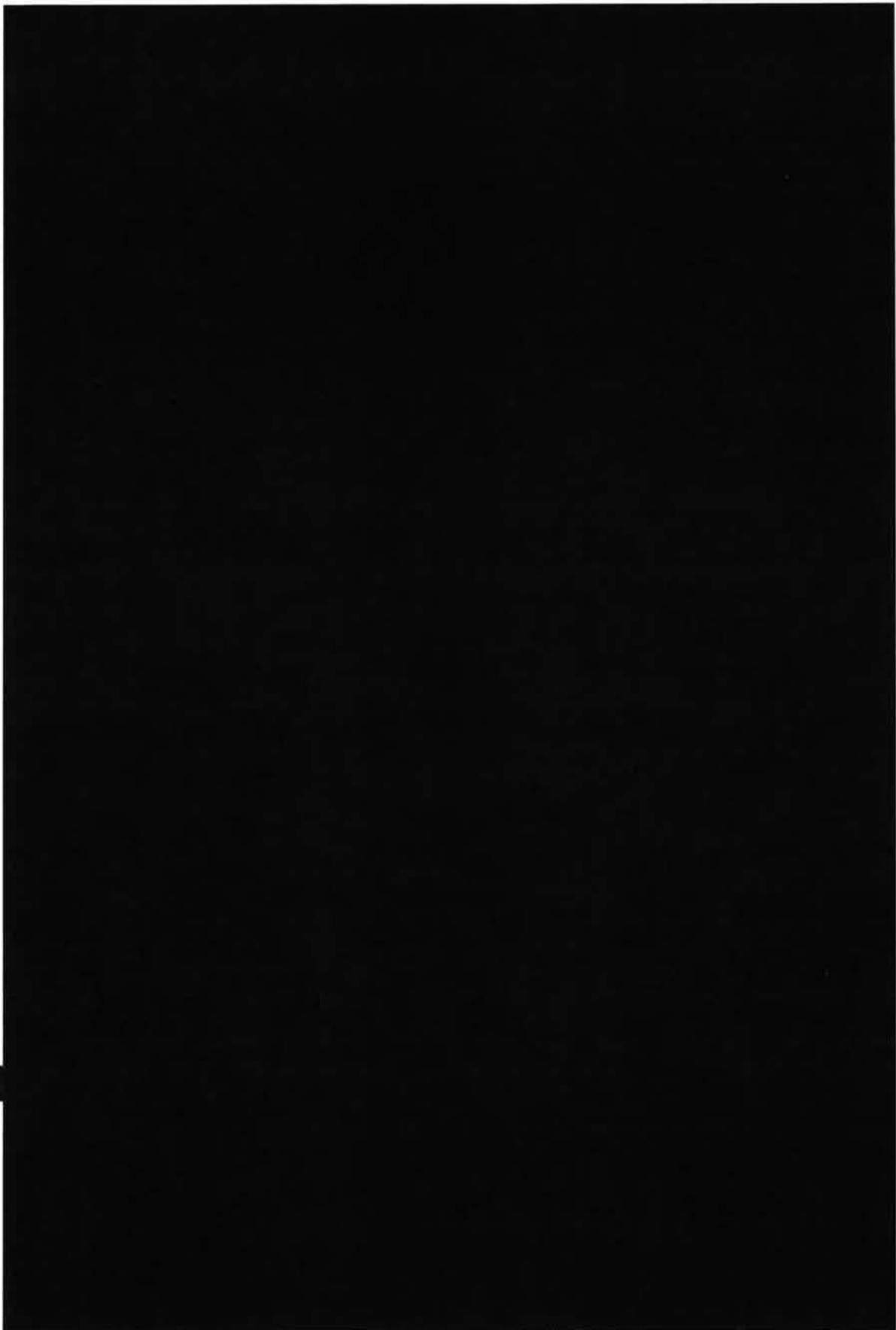
(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(4)

002725

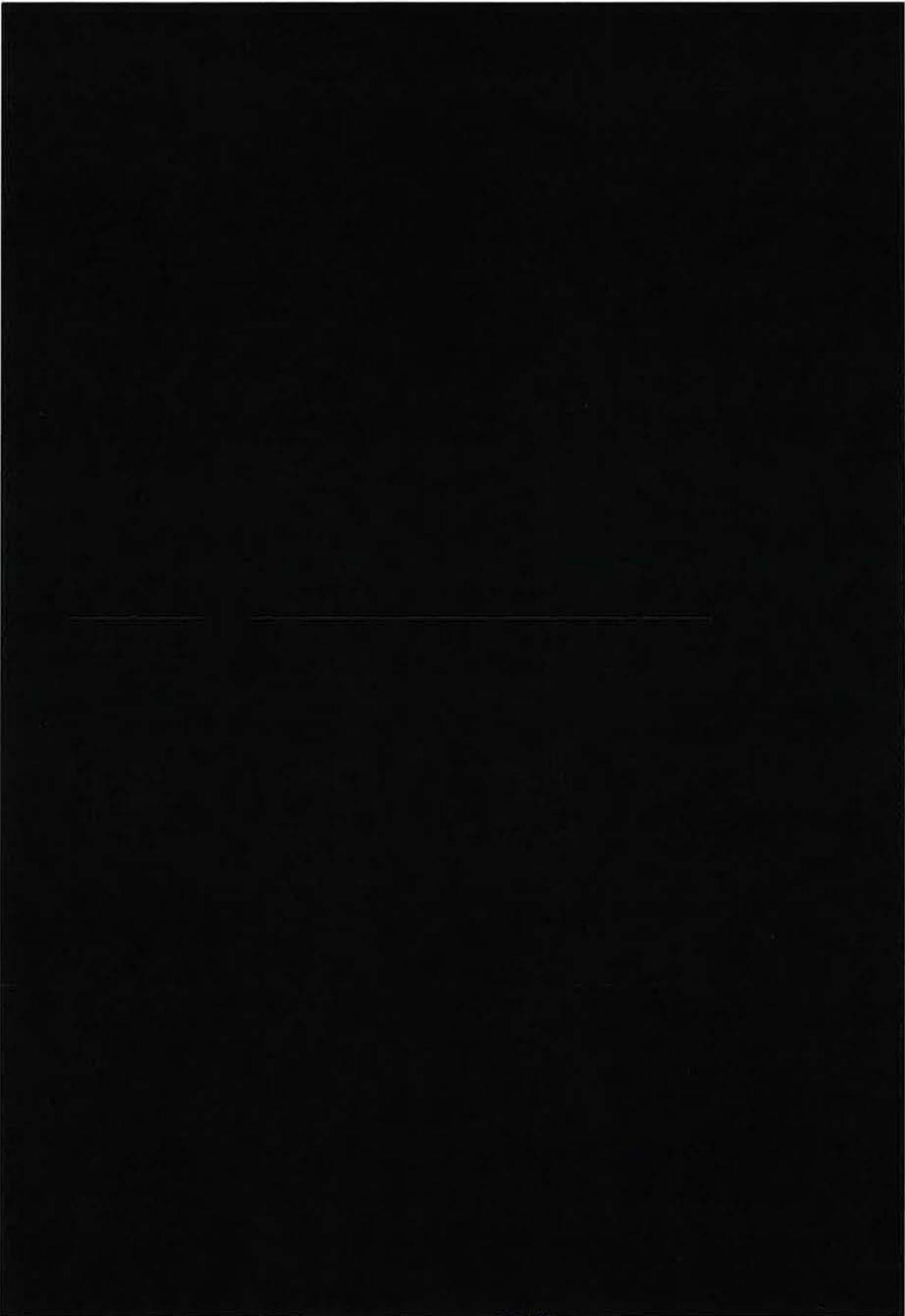


(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

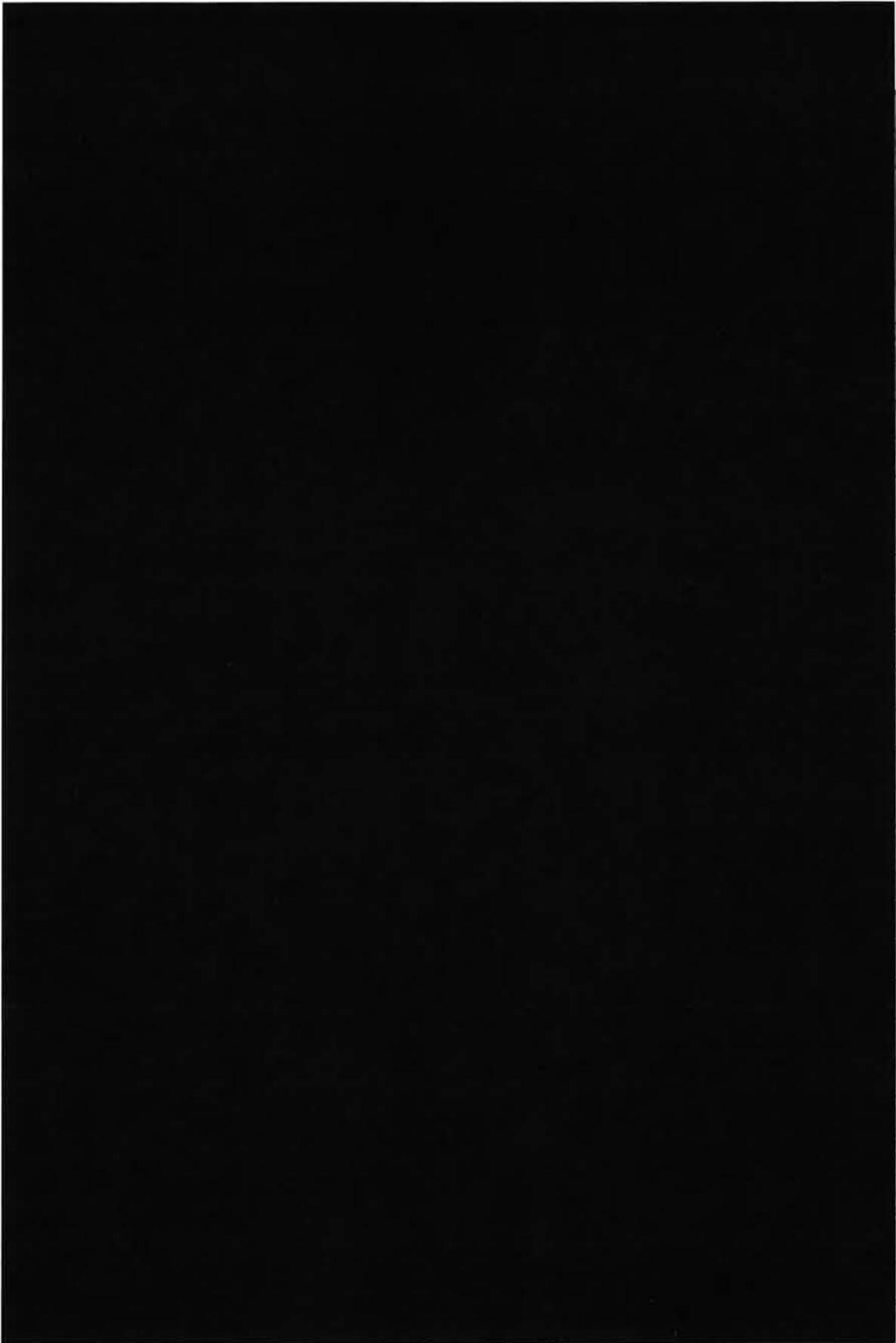
(b)(4)

002726



(b)(4)

002727

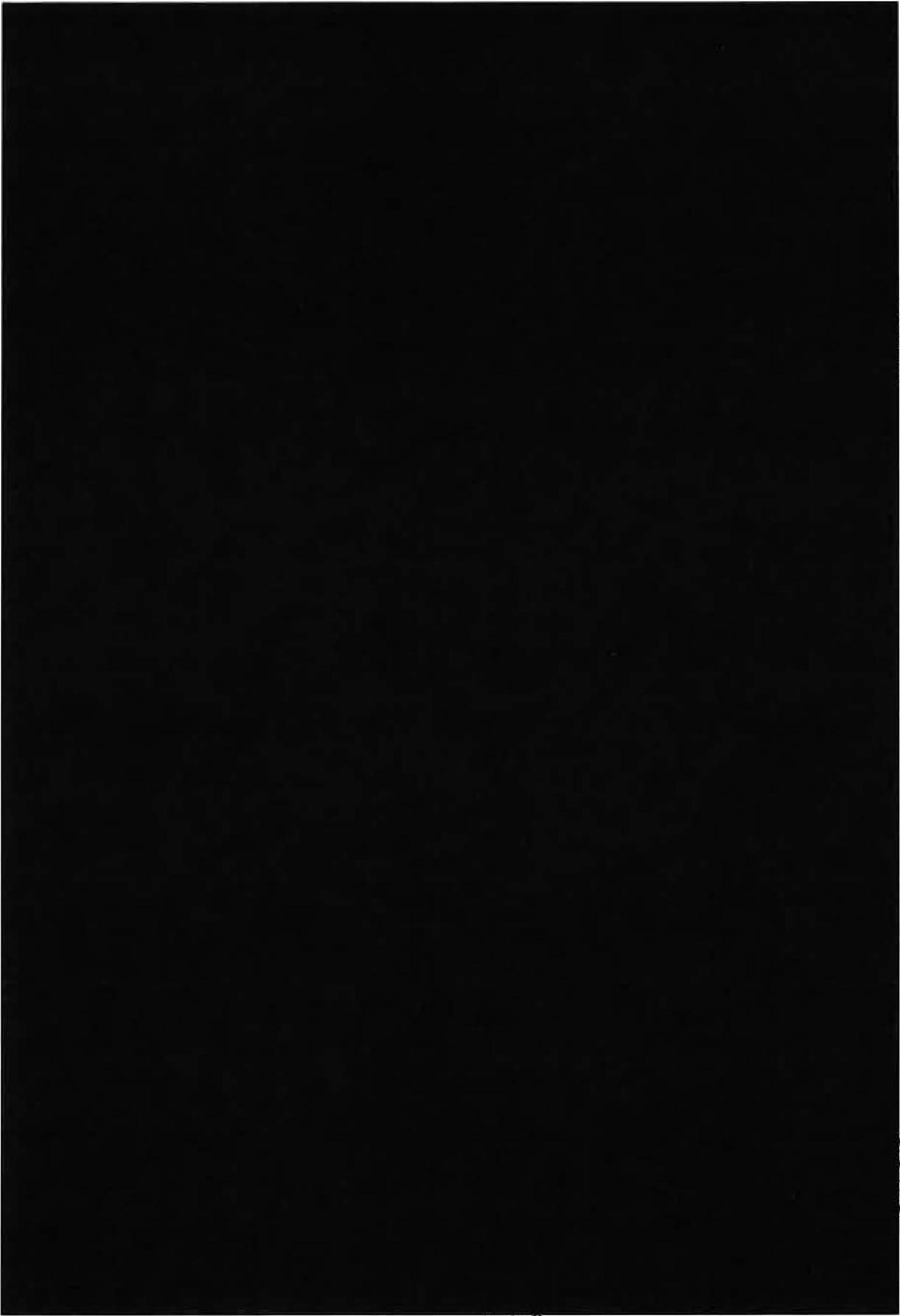


(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(4)

002728

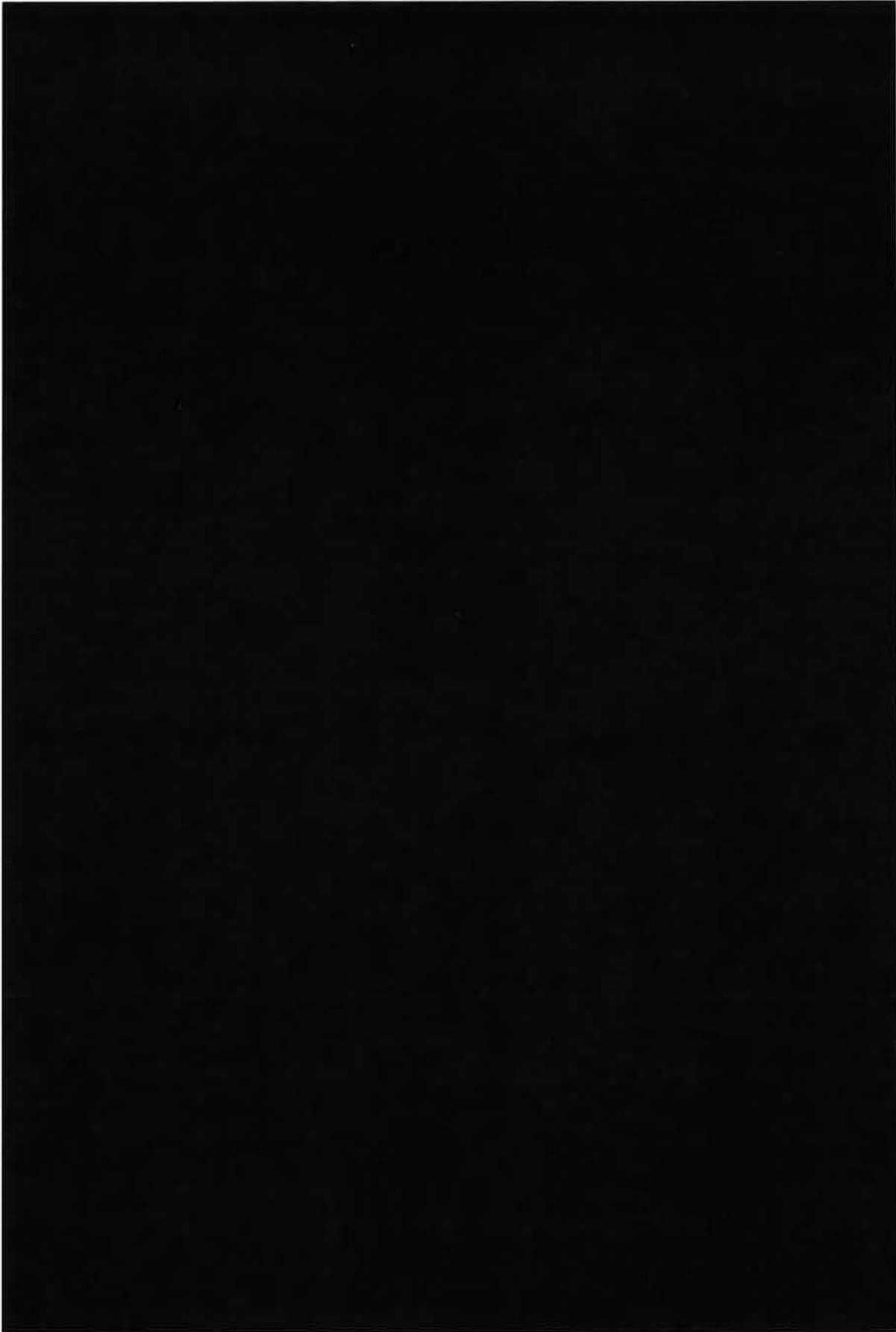


(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)

002729



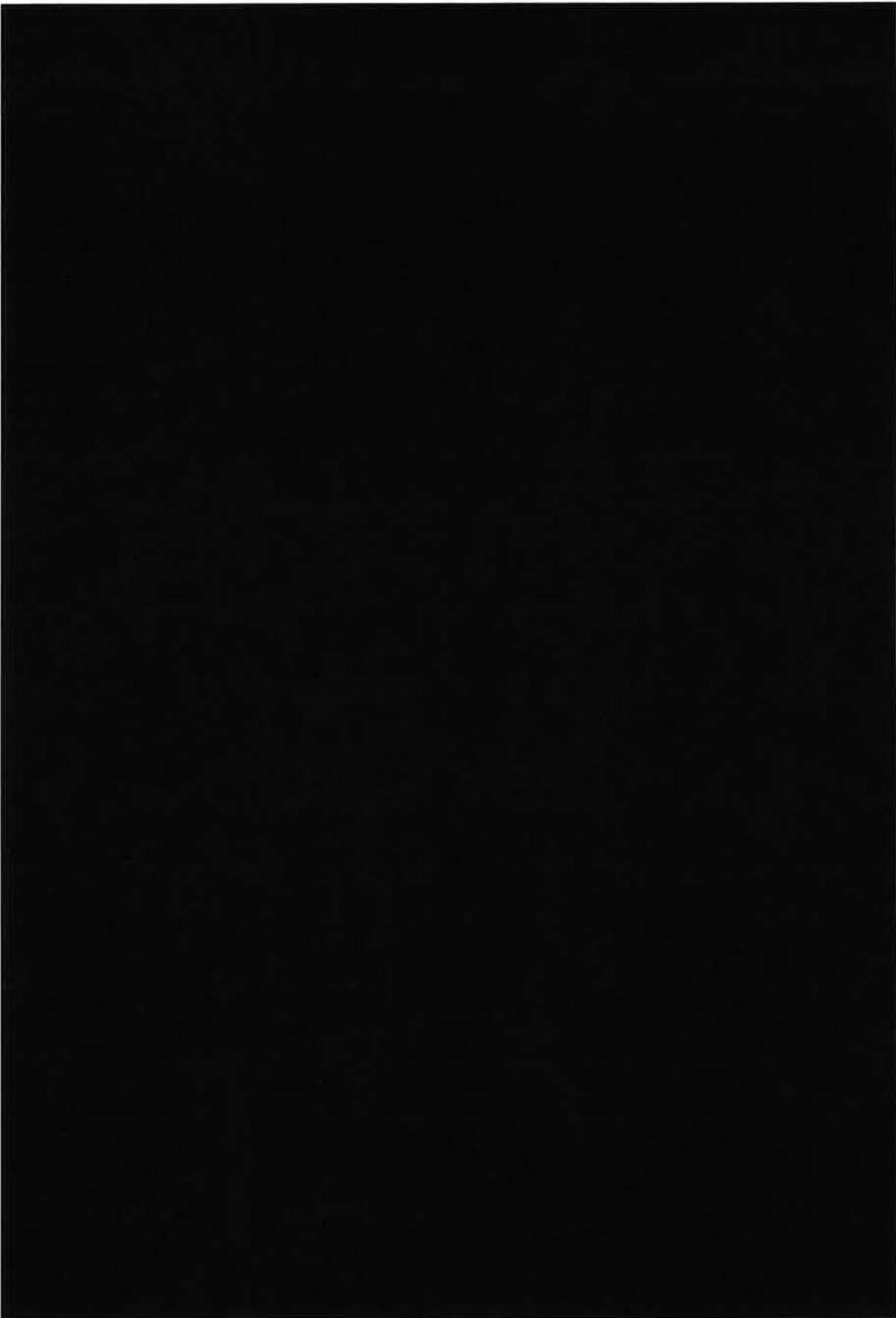
(b)(7)(E)

(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(4)

002730



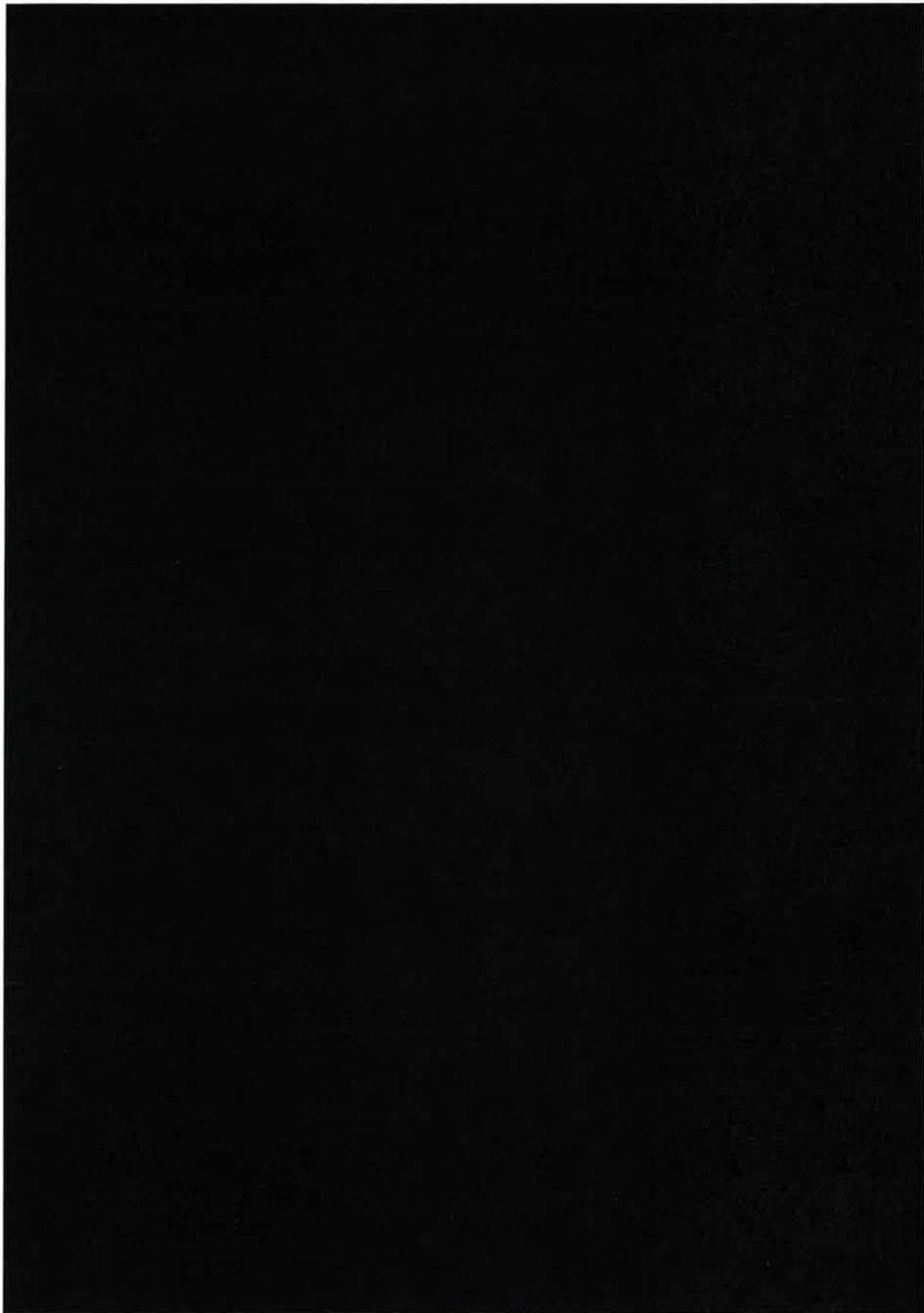
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

002731

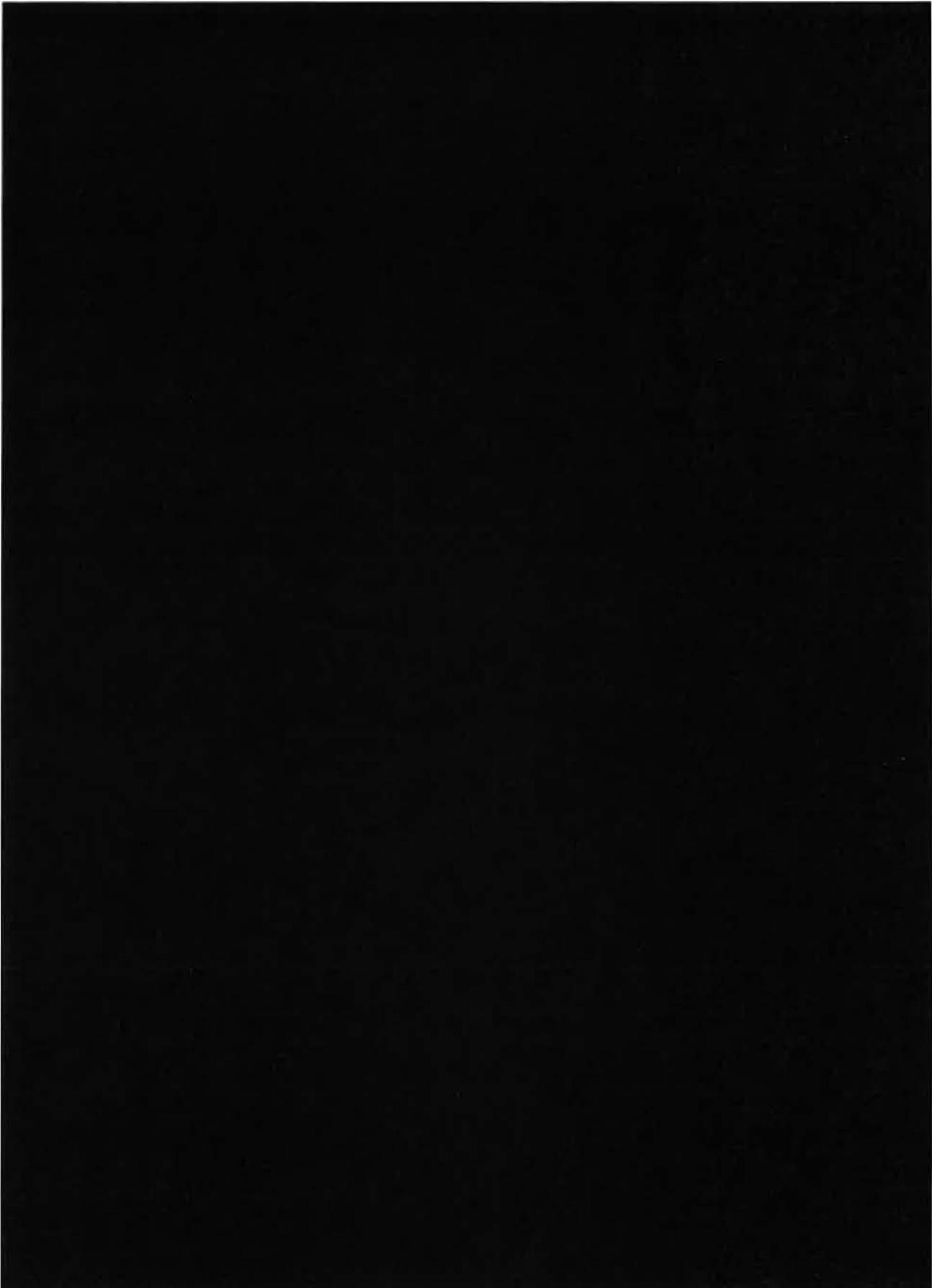
(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

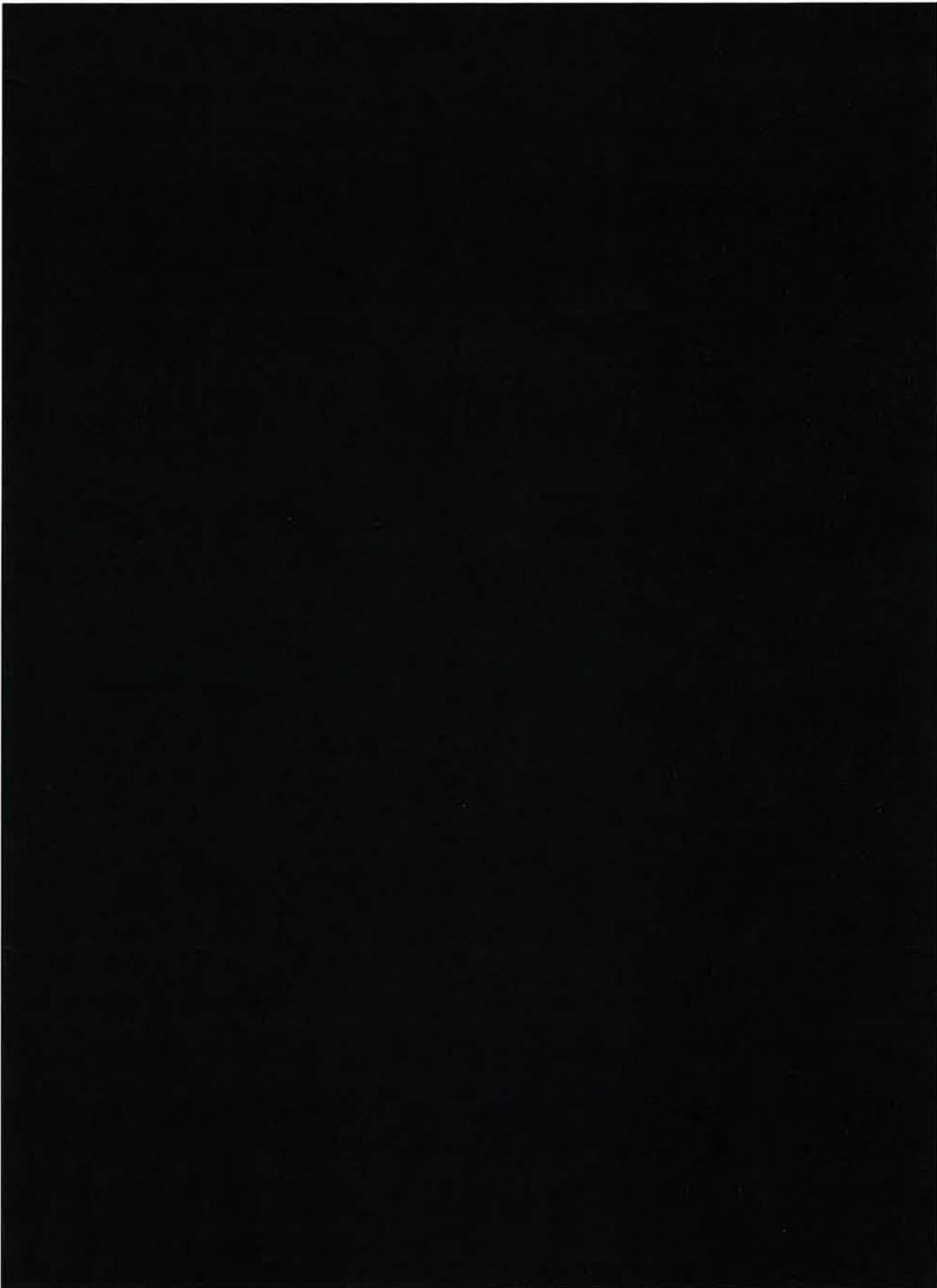
002732

(b)
(4)

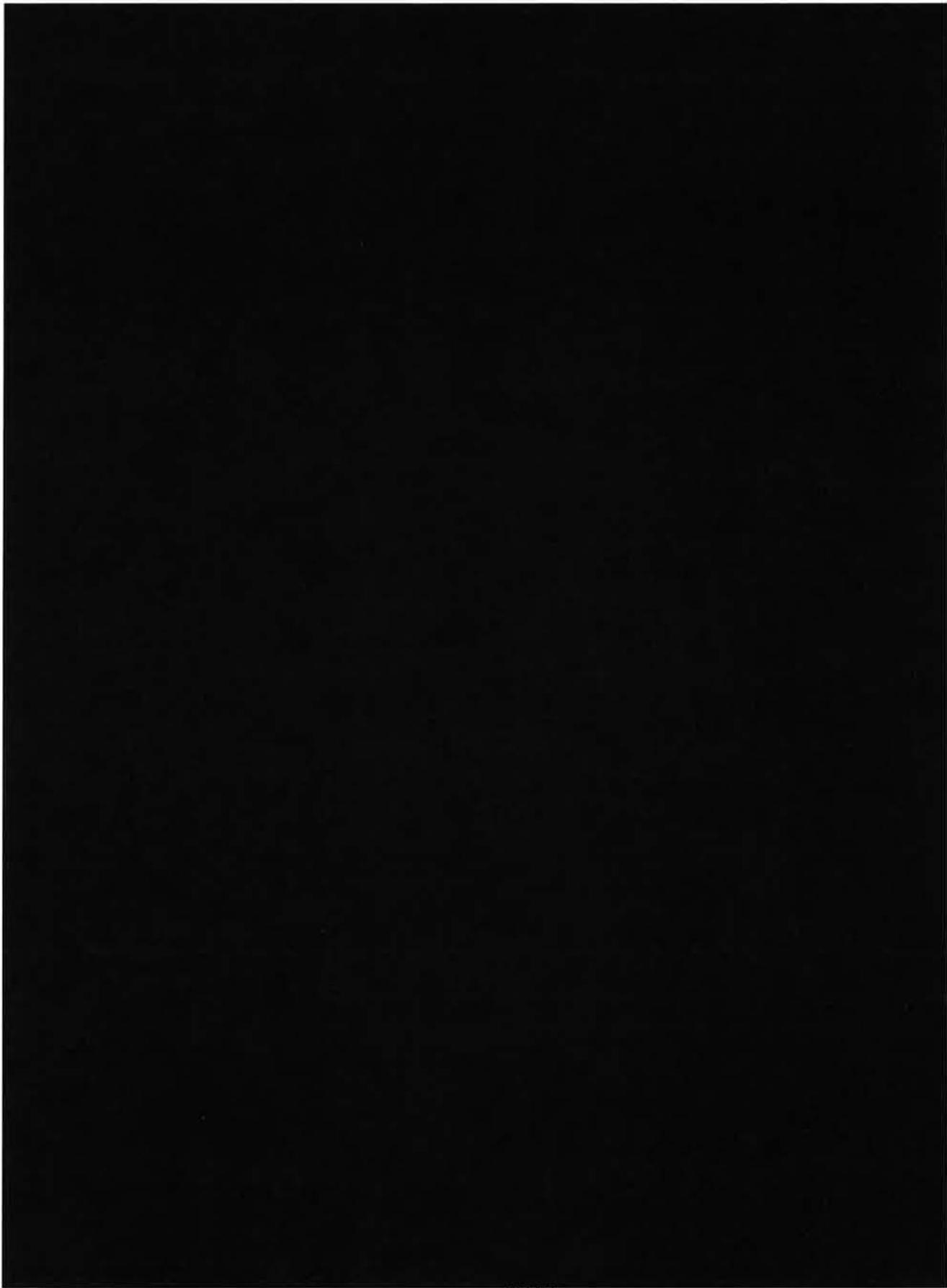


002733

(b)(4)

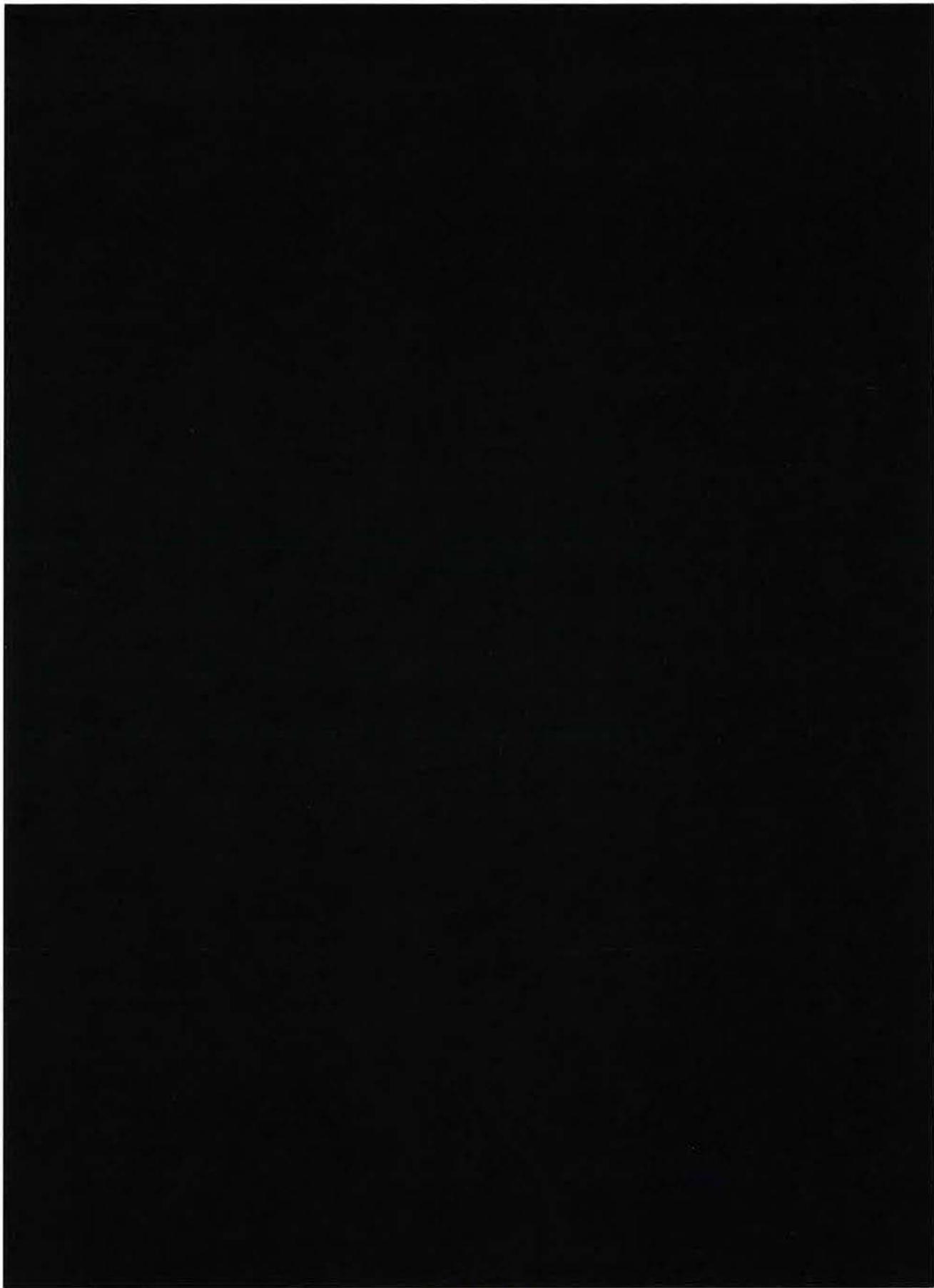


002734



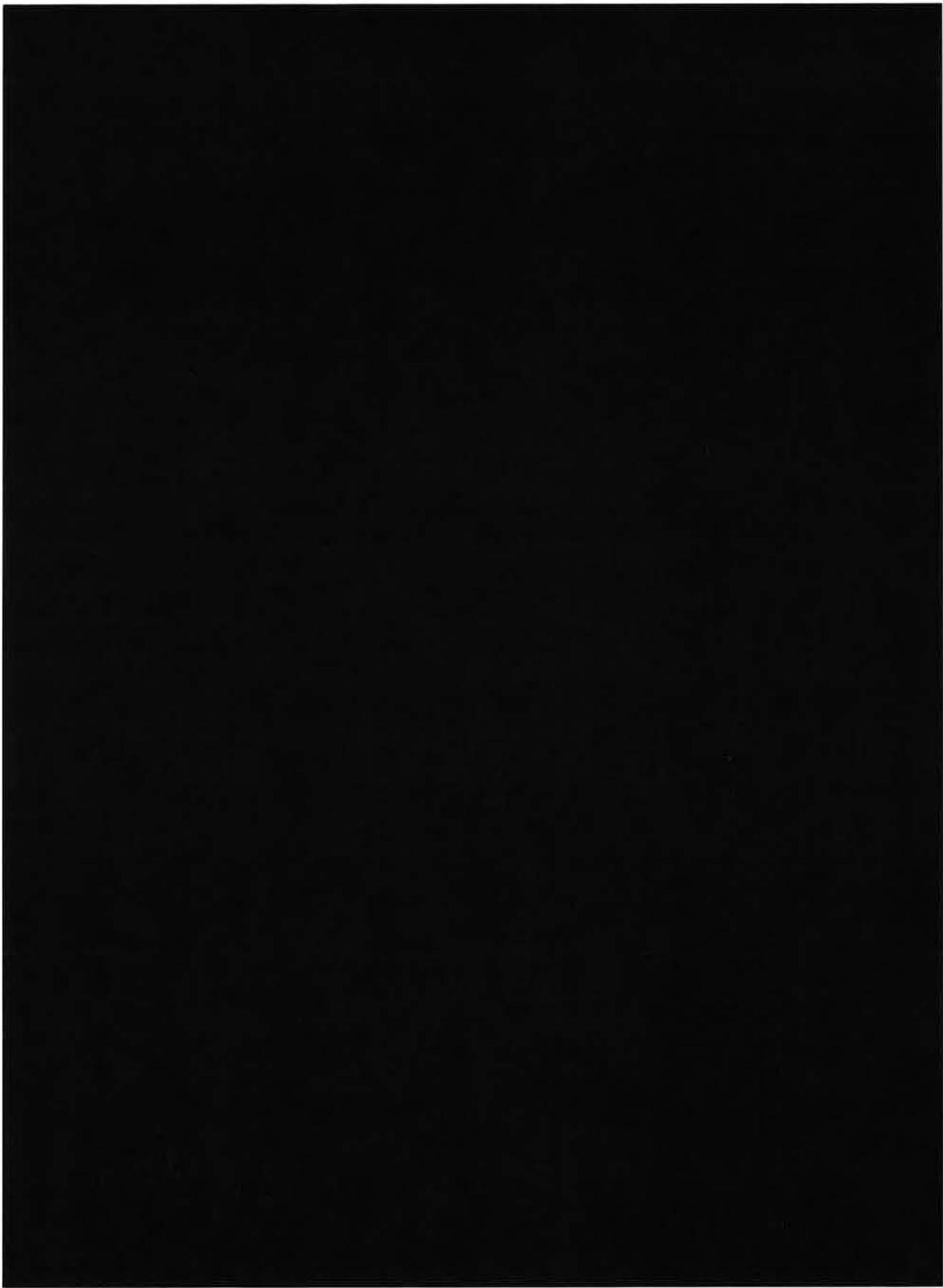
002735

(b)(4)



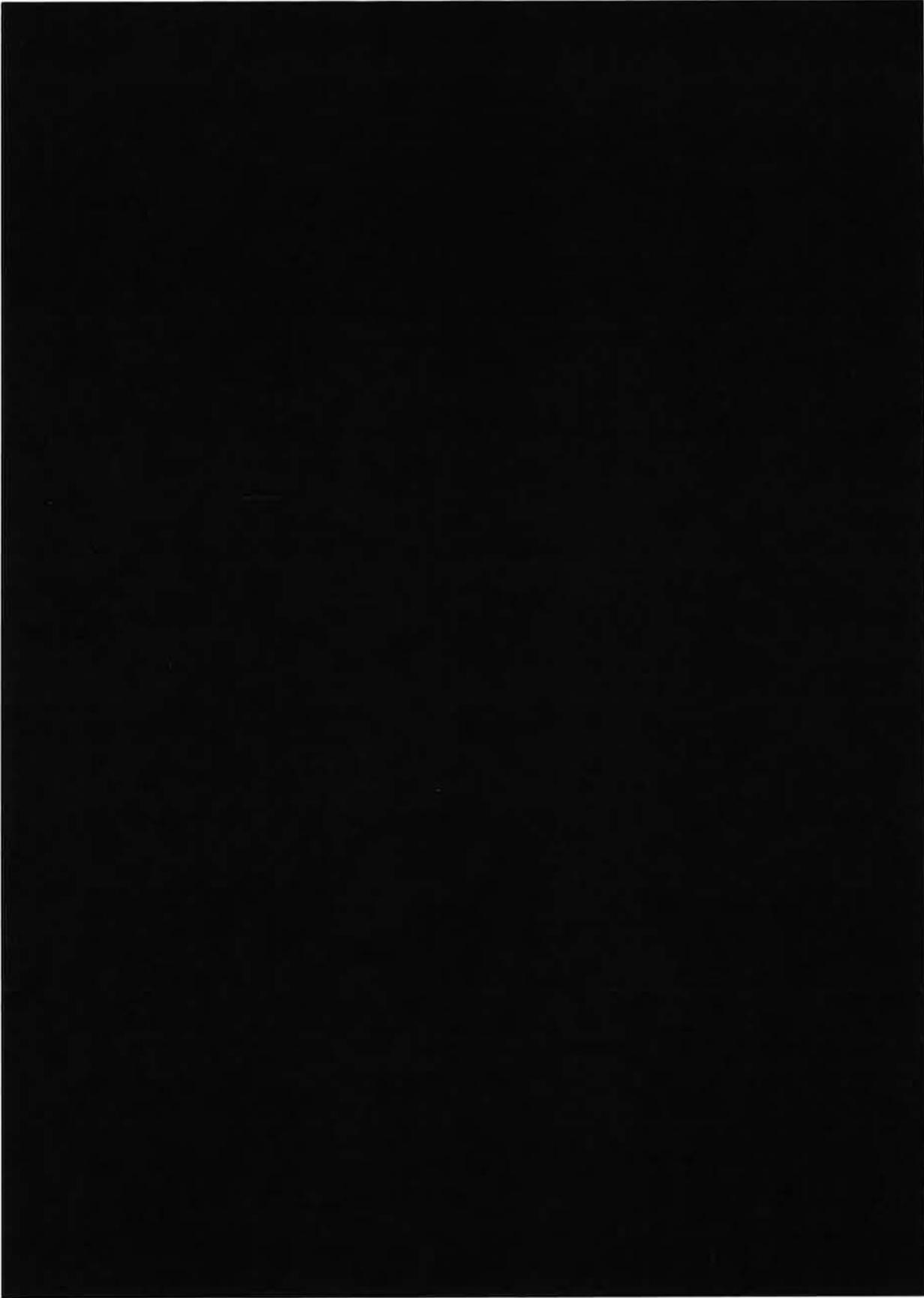
002736

(b)(4)



002737

(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

002738

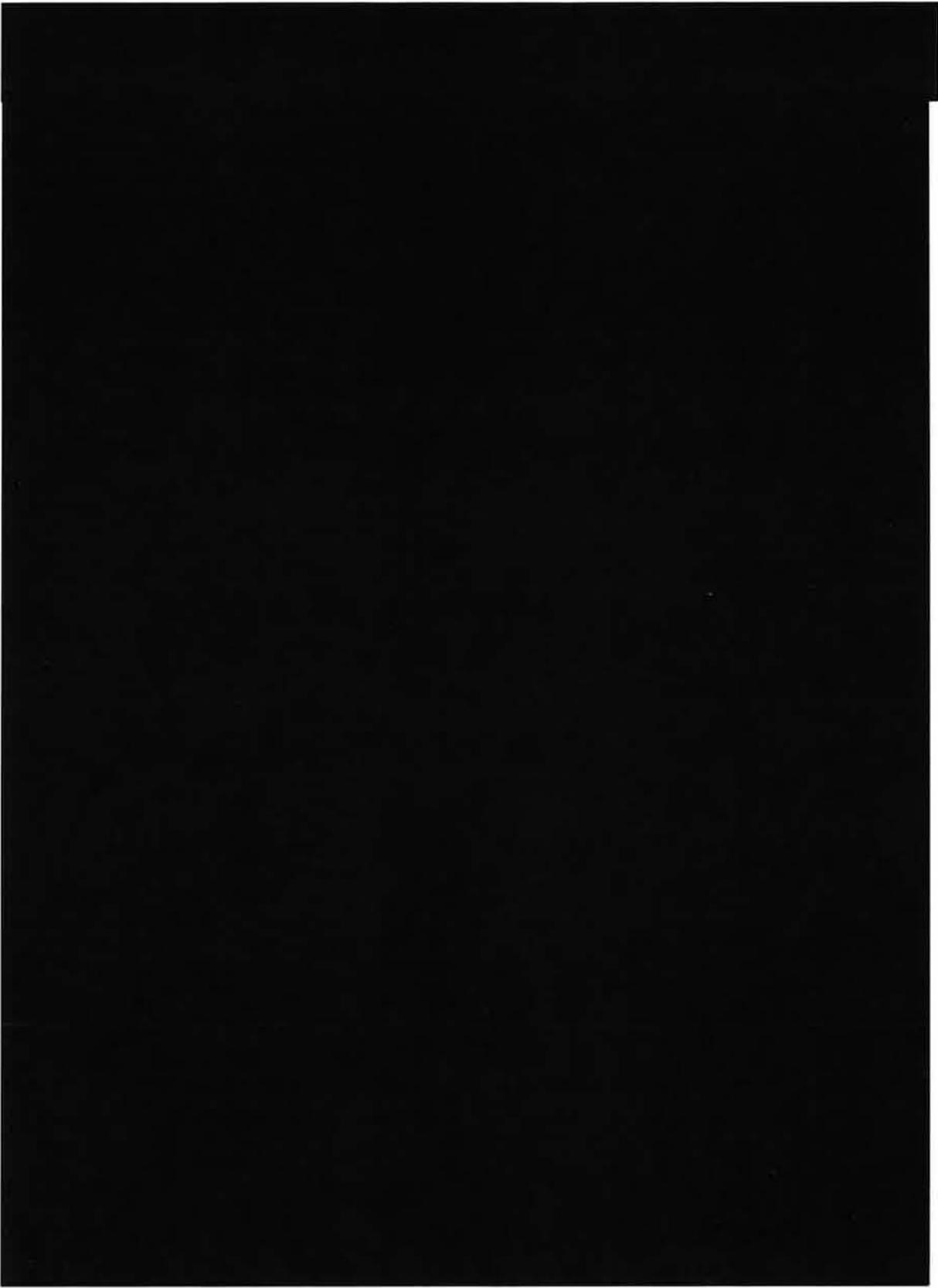
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(4)

002739



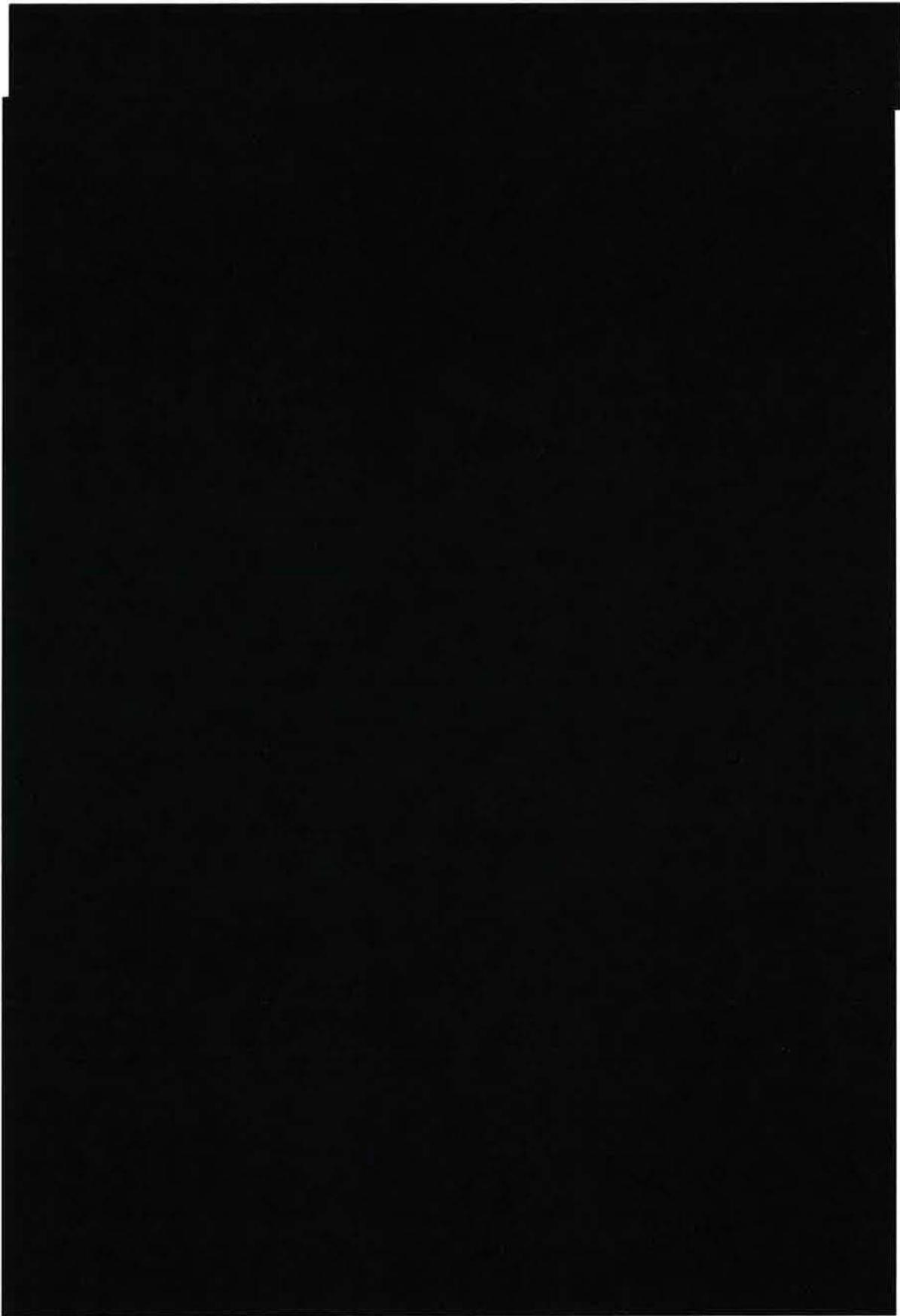
(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(4)


002740



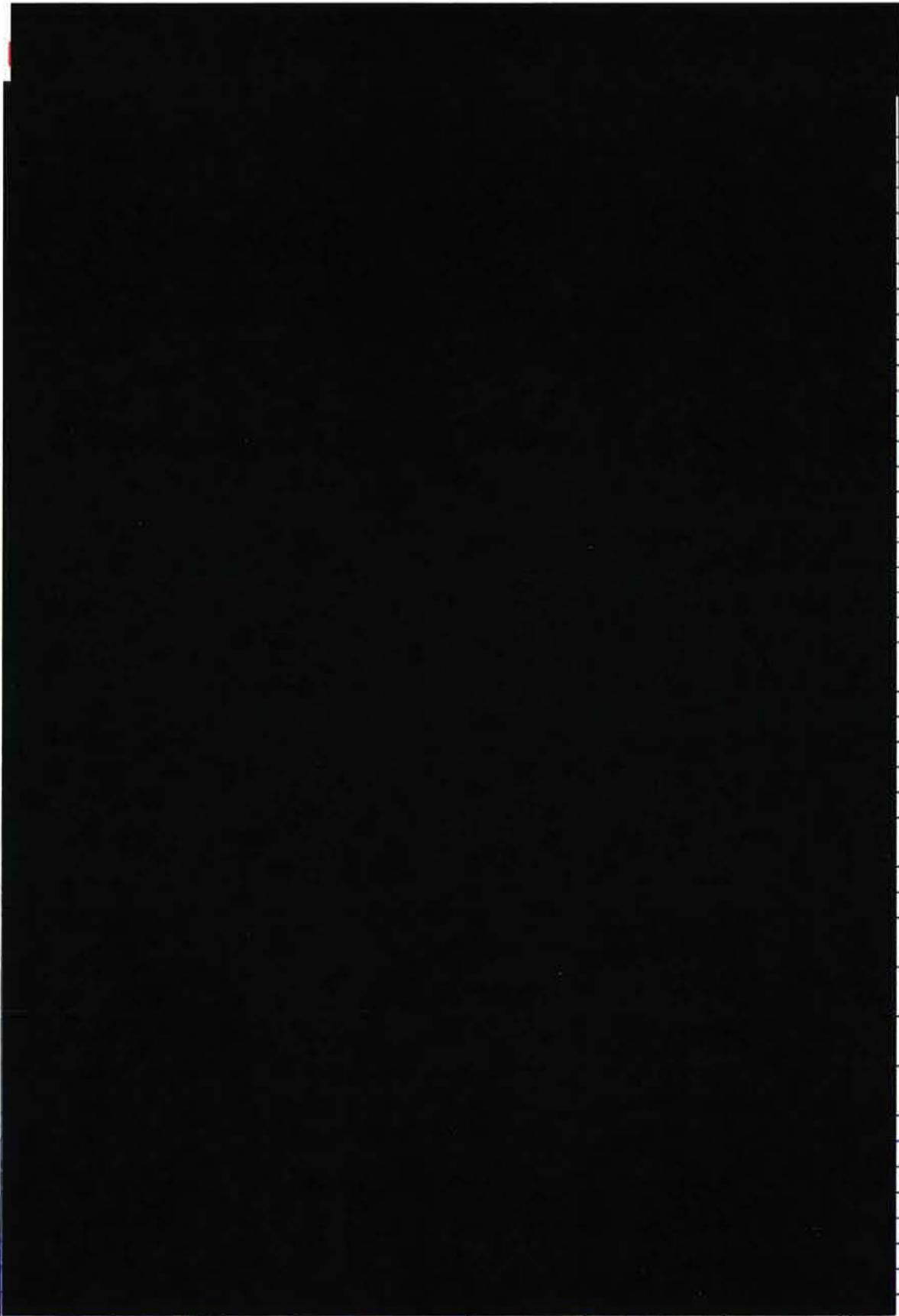
(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

002791

(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

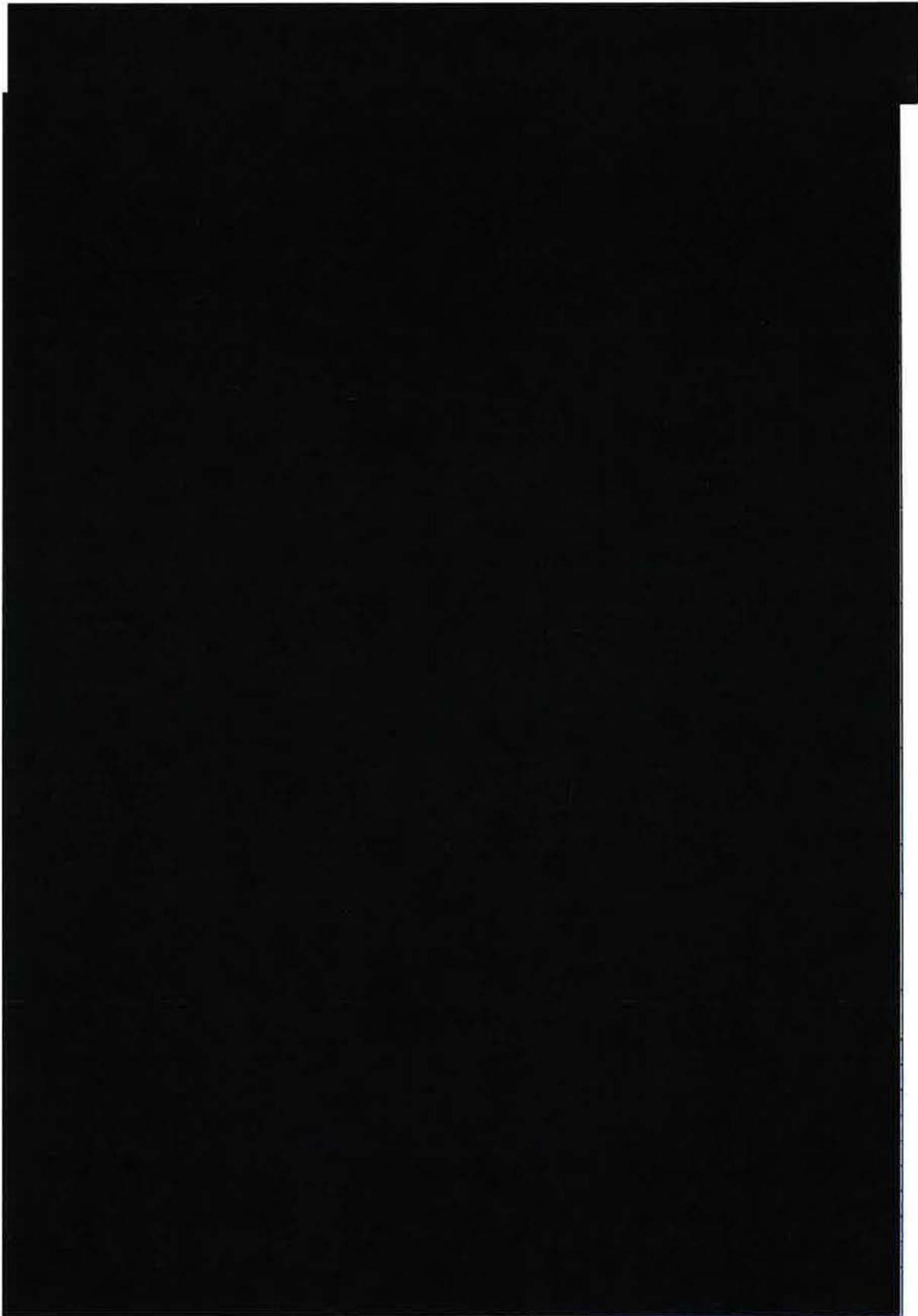
(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(4)



002742



(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

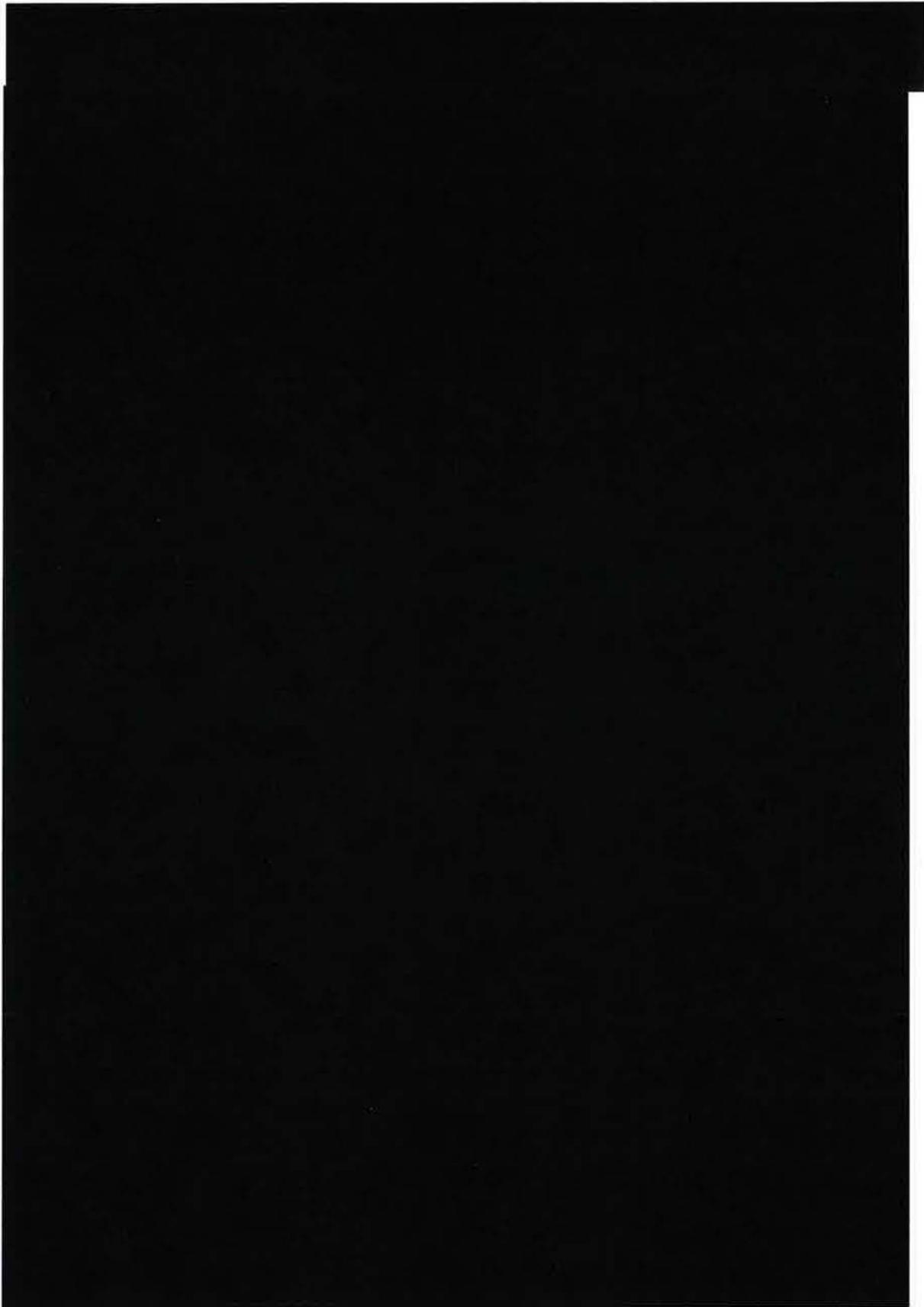
(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)
(A)
(i)&Titl
e 10 Sec
130 (a)
(b)

(b)(4)



002743



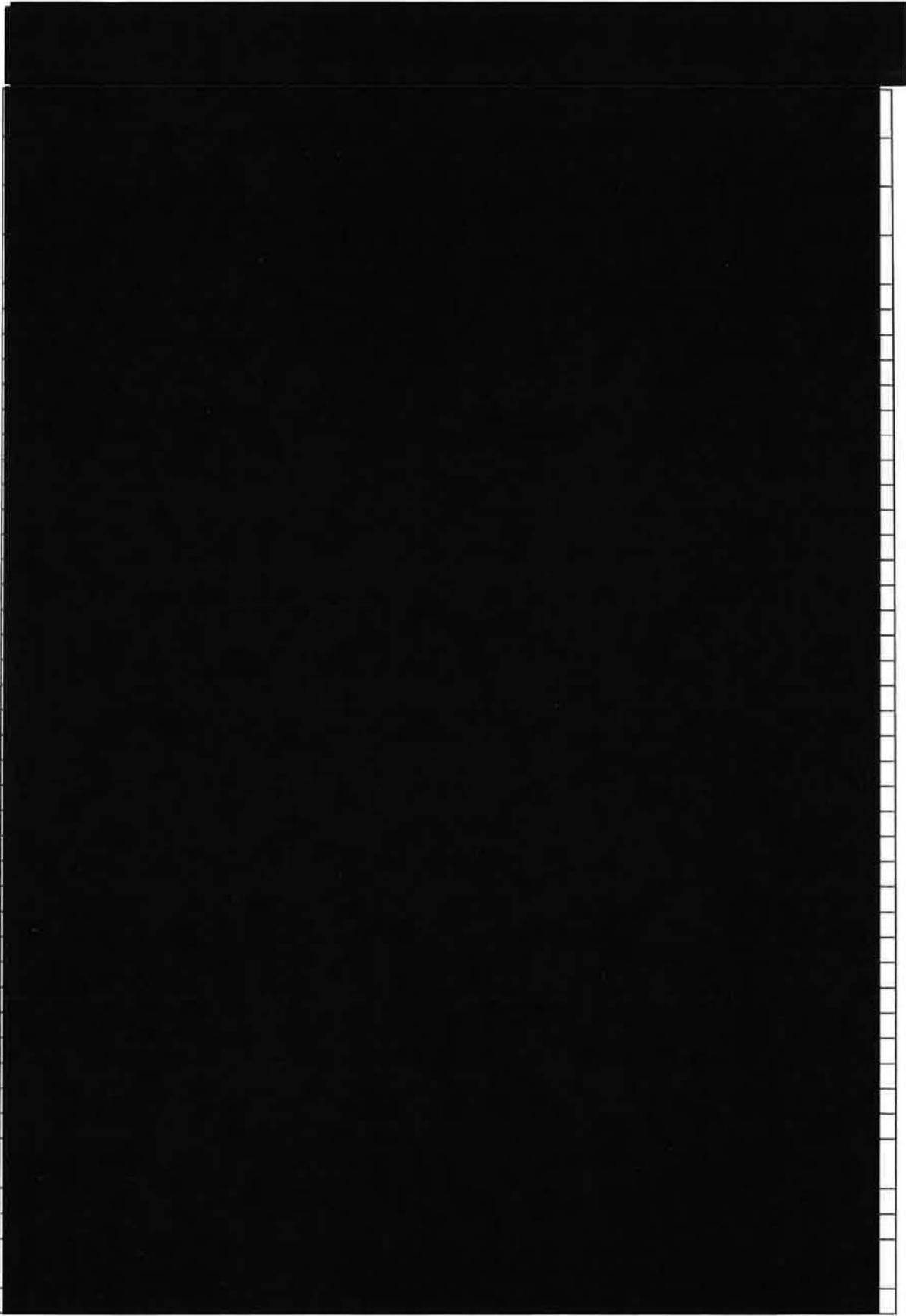
(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)



002744

(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec 130
(a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

002745

(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

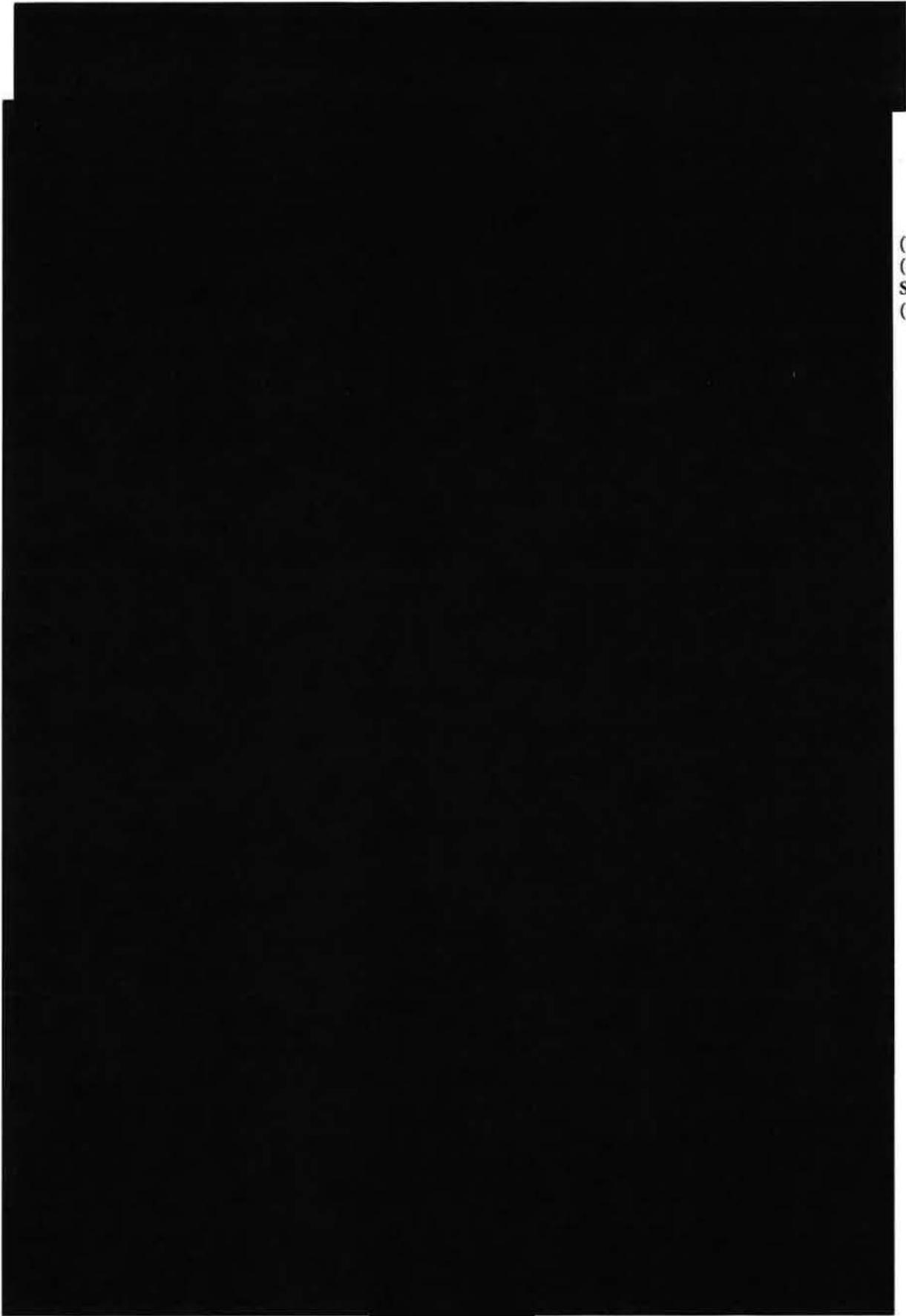
(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

[Redacted]

002746

(b)(4)



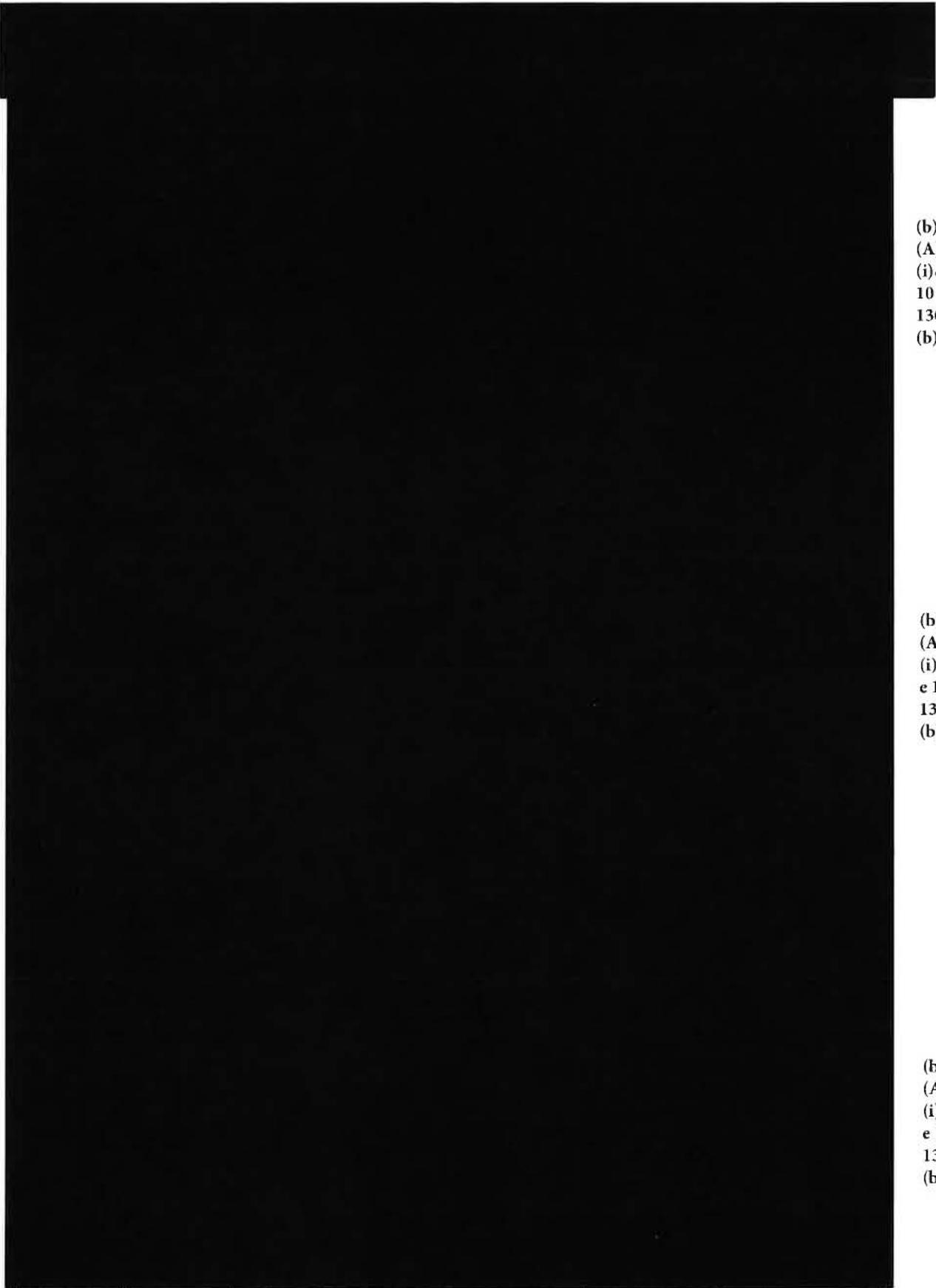
(b)(3)(A)
(i)&Title 10
Sec 130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)
(b)

002747

(b)(4)



(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

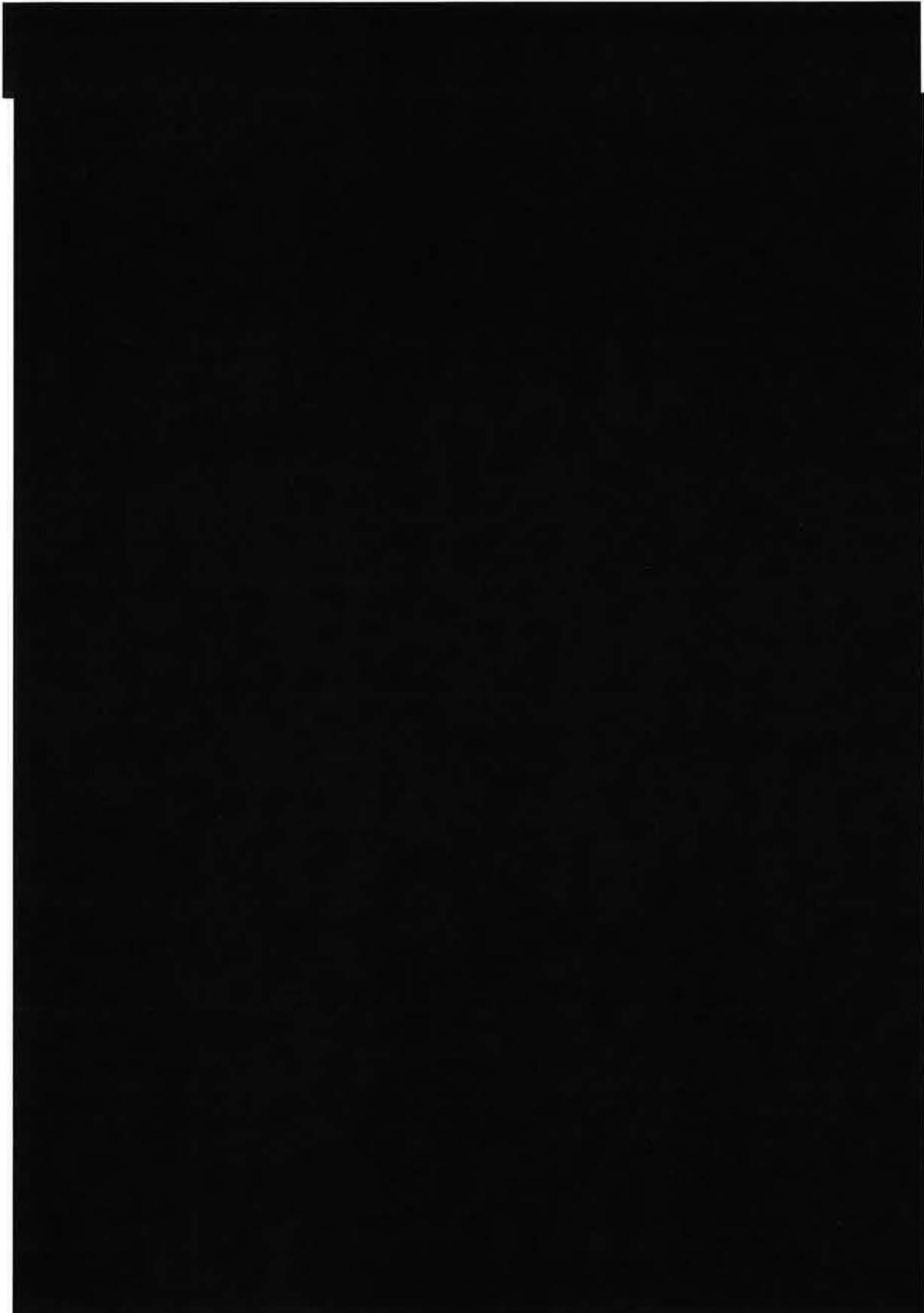
(b)(3)
(A)
(i)&Titl
e 10 Sec
130 (a)
(b)

(b)(3)
(A)
(i)&Titl
e 10 Sec
130 (a)
(b)

[Redacted]

002748

(b)(4)



(b)(3)
(A)
(i)&Title 10
Sec
130
(a)(b)

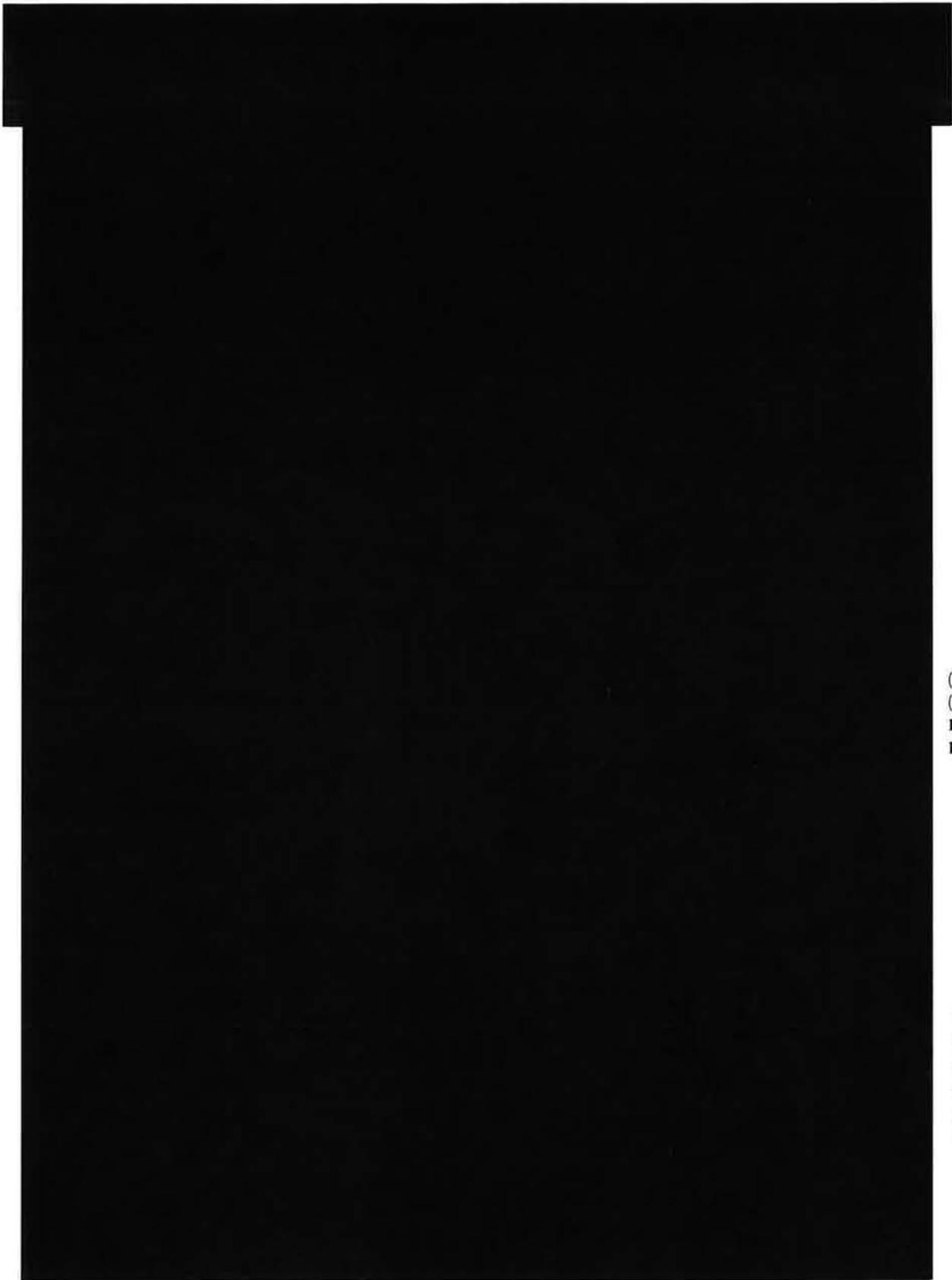
(b)(3)
(A)
(i)&Title 10
Sec
130 (a)
(b)

(b)(3)
(A)
(i)&Title 10
Sec
130 (a)
(b)

[Redacted]

002749

(b)(4)



(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)(A)
(i)&Title
10 Sec
130 (a)(b)

(b)(3)
(A)
(i)&Title
10 Sec
130 (a)
(b)

(b)(4)



002750