

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was decreased by \$991,510.00 from \$1,814,614,507.00 to \$1,813,622,997.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has decreased by \$ [redacted] from [redacted] to \$ [redacted]

The target profit/fee has decreased by [redacted] from \$ [redacted] to [redacted]

The total cost of this line item has decreased by \$991,510.00 from \$1,576,866,060.00 to \$1,575,874,550.00.

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

This includes a decrease in target cost of [redacted], consisting of a [redacted] decrease in cost and a [redacted] decrease in facilities capital cost of money, and a decrease in target fee of [redacted] which is [redacted] target cost less facilities capital cost of money.

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

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]  
Target Fee [redacted]

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

Incentive Arrangement: Maximum Fee: [redacted]  
Minimum Fee: [redacted]

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

(Share Ratio: Government/Contractor)

Underrun: [redacted] 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)(4)

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

002001

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: **\$1,575,874,550** (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 \$8,573.00 from \$1,463,984,091.81 to \$1,463,992,664.81.

**SUBCLIN 0017AA:**

MD: 21 0 2040 5L 5L68 P172419E555L 255Y 4M0J732000 S01021 4M0J732000/04MJLE/4M5 was increased by \$8,573.00 from \$0.00 to \$8,573.00

The contract ACRN MD has been added.

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] facilities capital cost of money) and an increase in target incentive fee of [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	<b>\$8,573</b>

(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:	\$1,576,866,060	(\$991,510)	\$ 1,575,874,550
(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:	\$ 1,244,905,834	\$ 8,573	\$1,244,914,407
(5) Net Amount Required for Full Funding	\$ 331,960,226	(\$1,000,083)	\$ 330,960,143

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

002002

\* 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 changed as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraphs a. and b., 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 contract price amount of \$1,575,874,550 includes a target cost of [REDACTED] (which includes \$ [REDACTED] of cost and \$ [REDACTED] 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] the target cost less facilities capital cost of money [REDACTED] an amount equal to [REDACTED]

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

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

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

(3) The minimum fee payable under SubCLIN 0017AA is [REDACTED] 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)

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

(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.

(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, dated 5 March 2007 from [REDACTED]

(b)(6)

(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]

(b)(4)

(b)(6)

002003

(2) An additional performance incentive fee pool of [REDACTED] (maximum) is established and will be awarded to the contractor for meeting performance incentives associated with System Capability Reviews (SCRs) and the Developmental Test (DT)/Limited User Test (LUT) according to the schedule below:

(b)(4)

(a) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-1.

(b)(4)

(b) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-2.

(b)(4)

(c) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-3.

(b)(4)

(d) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by LUT.

(b)(4)

(e) The specific criteria/evidence and associated percentages related to successful completion of (a) through (d) above are defined in the Section J attachment entitled "Performance Incentive Fee Criteria/Evidence."

(f) Following completion of each milestone in (a) through (d) above, the government will determine the amount of performance incentive fee earned. If it is determined that performance incentive fee is earned, the additional contract value will be added to the total value of the contract at the time the incentive is earned.

(3) For Earned Value and cost reporting purposes, the target 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 P00217 showing a summary of funding by ACRN through Modification P00218:

<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

002004

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	7,898,834.79
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

002005

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	\$262,714,555.00
LZ	\$1,751,384.00
MA	\$2,982,442.00
MB	\$375,000.00
MC	\$2,283,481.00
MD	\$8,573.00

6. The following is an update to Modification P00217 showing a summary of funding by CLIN by ACRN through Modification P00218:

<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>

002006

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	7,898,834.79	
			<u>38,676,834.79</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	

002007

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	\$262,714,555.00	
CLIN 0017AA	MB	\$375,000.00	
CLIN 0017AA	MC	\$2,283,481.00	
CLIN 0017AA	<b>MD</b>	<b>\$8,573.00</b>	
			<b>1,244,914,407.00</b>
CLIN 0017AB	KL	118,250.00	
			<b>118,250.00</b>
CLIN 0017AC	BZ	190,000.00	
			<b>190,000.00</b>
CLIN 0017AD	KN	0.00	
CLIN 0017AD	KS	0.00	
			<b>0.00</b>
CLIN 0017AE	LL	173,798.00	
			<b>173,798.00</b>
CLIN 0017AH	KT	173,798.00	
			<b>173,798.00</b>

002008

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	
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>

002009

CLIN 0028	LM	329,972.00	<hr/>
CLIN 0028	MA	2,982,442.00	<hr/>
			<hr/>
			<u>3,312,414.00</u>

7. In consideration of the modification agreed to herein as complete equitable adjustment for the actual costs incurred, submitted via Raytheon letter JLENS-23414-10-095, in support of the preparation of a proposal in response to Modification P00199 prior to it being rescinded, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the proposal for adjustment.  
(End of Summary of Changes)

002010

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES	
				V	1	2
AMENDMENT/MODIFICATION NO. J219		3. EFFECTIVE DATE 05-Oct-2010	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO.(if applicable)	
6. ISSUED BY USASMD/ARSTRAT SMDC-RDC PO BOX 1600 HUNTSVILLE AL 35807-3801		CODE W9113M	7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE MAS T2FR2 TEMPKSURRY 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. 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) <b>See Schedule</b>						
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) FAR 52.232-22 Limitation of Funds						
E. IMPORTANT: Contractor <input 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] Raytheon - JLENS  This modification provides incremental funds in the amount of \$23,000,000.00 for CLIN 0017AA, ACRN ME. See Summary of Changes.						
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)			
			TEL [REDACTED] EMAIL [REDACTED]			
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
(Signature of person authorized to sign)				BY [REDACTED]		06-Oct-2010
				(Signature of Contracting Officer)		

002011

**SUMMARY OF CHANGES**

**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 \$23,000,000.00 from \$1,423,388,769.02 to \$1,446,388,769.02.

**SUBCLIN 0017AA:**

ME: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 was increased by \$23,000,000.00 from \$0.00 to \$23,000,000.00

The contract ACRN ME has been added.

(End of Summary of Changes)

002012

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1 CONTRACT ID CODE V	PAGE OF PAGES 1   8
2 AMENDMENT/MODIFICATION NO. 220	3 EFFECTIVE DATE 14-Oct-2010	4 REQUISITION/PURCHASE REQ. NO.		5 PROJECT NO (If applicable)
ISSUED BY USASMDC/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801	CODE W9113M	7 ADMINISTERED BY (If other than item 6) DCM RAYTHEON 50 APPLE HILL DRIVE M/ST2FR2 TEWKSBURY MA 01876		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. 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. 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) <b>See Schedule</b>				
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) UNLATERAL: 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] To increase incremental funding for SubCLIN 0017AA in the amount of \$40,000,000; to move funds in the amount of \$23,000,000 obligated in Modification F00219 from ACRN ME to ACRN MF in order to correct an error in the accounting classification; and to correct an error in the total funded amount shown in Modification F00219. (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)	
[REDACTED]			[REDACTED] (b)(6)	
15B. CONTRACTOR/OFFEROR			16B. UNITED STATES OF AMERICA	
[REDACTED] (Signature of person authorized to sign)			[REDACTED] (Signature of Contracting Officer)	
15C. DATE SIGNED		16C. DATE SIGNED		
[REDACTED]		14-Oct-2010		

002013

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. 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 \$40,000,000.00 from \$1,486,992,664.81 to \$1,526,992,664.81.

SUBCLIN 0017AA:

ME: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 was decreased by \$23,000,000.00 from \$23,000,000.00 to \$0.00

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$63,000,000.00 from \$0.00 to \$63,000,000.00\*

The contract ACRN MF has been added.

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 incentive fee of [redacted] which is [redacted] % of target cost less facilities capital cost of money.

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

Target Cost	[redacted]
Target Fee	[redacted]
Total	\$63,000,000*

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:	\$1,575,874,550	\$ 0	\$ 1,575,874,550
(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:	\$ 1,244,914,407	\$63,000,000*	\$ 1,307,914,407
(5) Net Amount Required for Full Funding	\$ 330,960,143	( \$63,000,000)	\$ 267,960,143

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

\*NOTE: This \$63,000,000 increase includes \$23,000,000 that was obligated in Modification P00219 but is moved via this modification from ACRN ME to ACRN MF in order to correct an error in the accounting classification. The increase in the total funded amount via Modification P00220 is \$40,000.

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

2. The following is an update to Modification P00218 showing a summary of funding by ACRN through Modification P00220:

002014

<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	7,898,834.79
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

002015

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	\$262,714,555.00
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	\$63,000,000.00

3. The following is an update to Modification P00218 showing a summary of funding by CLIN by ACRN through Modification P00220:

<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

002016

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	

002017

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	7,898,834.79	
			<u>38,676,834.79</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	\$262,714,555.00	
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	\$63,000,000.00	
			<u>1,307,914,407.00</u>

002018

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>

002019

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	
			<u>3,312,414.00</u>

(End of Summary of Changes)

002020

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE V	PAGE OF PAGES 1   9
2. AMENDMENT/MODIFICATION NO. 00221	3. EFFECTIVE DATE 22-Oct-2010	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (if applicable)
ISSUED BY USASMDC/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801	CODE WB113M	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) <b>See Schedule</b>				
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, "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] (b)(6) To increase incremental funding for CLIN 0028 in the amount of \$6,262,095 and to correct an administrative error in a note of page 2 of Modification F00220. (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)	
			TEL: [REDACTED] EMAIL: [REDACTED] (b)(6)(b)(6)	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
(Signature of person authorized to sign)		BY [REDACTED] (Signature of Contracting Officer)		(b)(6) 22-Oct-2010

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

002021

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

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 002803 is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
002803	Funding for CLIN 0028 CPIF FOB: Destination				
				TARGET COST	[REDACTED]
				TARGET FEE	[REDACTED]
				TOTAL TGT COST + FEE	\$6,262,095.00

ACRN MG \$6,262,095.00  
CIN: 00000000000000000000000000000000

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 \$6,262,095.00 from \$1,526,992,664.81 to \$1,533,254,759.81.

SUBCLIN 002803:  
Funding on SUBCLIN 002803 is initiated as follows:

ACRN: MG

CIN: 00000000000000000000000000000000

Acctng Data: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730200 S01021 4M1J730200/14MJLE/4M5

Increase: \$6,262,095.00

Total: \$6,262,095.00

Target Cost, Target Fee, and Total for the above increase of \$6,262,095 is distributed as follows and includes a

002022

target cost of [redacted] of cost and [redacted] of facilities capital cost of money) and a target incentive fee of [redacted] which is [redacted] target cost less facilities capital cost of money. (b)(4)

Target Cost	[redacted]
Target Fee	[redacted]
Total	\$6,262,095

(b)(4)

CLIN 0028 :

	<u>PRIOR</u>	<u>THIS</u> <u>MODIFICATION</u>	<u>CUMULATIVE</u> <u>TOTAL</u>
Amount Required for Full Funding, Including			
(1) Fee:	\$17,439,008	\$ 0	\$17,439,008
Amount Allotted Under the LOF Clause for			
(2) Payment of Costs:	[redacted]	[redacted]	[redacted] (b)(4)
Amount Separately Obligated for Payment of			
(3) Fee:	[redacted]	[redacted]	[redacted] (b)(4)
(4) Total Amount Allotted and Obligated:	\$ 3,312,414	\$6,262,095	\$ 9,574,509
(5) Net Amount Required for Full Funding	\$14,126,594	(\$6,262,095)	\$ 7,864,499

The note on page 2 of Modification P00220 is corrected as follows (changes are shown in bold):

\*NOTE: This \$63,000,000 increase includes \$23,000,000 that was obligated in Modification P00219 but is moved via this modification from ACRN ME to ACRN MF in order to correct an error in the accounting classification. The increase in the total funded amount via Modification P00220 is **\$40,000,000**.

3. The following is an update to Modification P00220 showing a summary of funding by ACRN through Modification P00221:

<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

002023

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	7,898,834.79
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

002024

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	\$262,714,555.00
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	\$63,000,000.00
MG	\$6,262,095.00

4. The following is an update to Modification P00220 showing a summary of funding by CLIN by ACRN through Modification P00221:

<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	
CLIN 0003	AW	100,000.00	
CLIN 0003	AY	550,000.00	

002025

		<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
CLIN 0013	AZ	19,412,000.00
CLIN 0013	BJ	7,898,834.79
		<u>38,676,834.79</u>
CLIN 0017	BW	0.00
CLIN 0017	KM	0.00
		<u>0.00</u>

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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	\$262,714,555.00	
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	\$63,000,000.00	
			<u>1,307,914,407.00</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	

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			173,798.00
CLIN 0017AH	KT	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>
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	
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>

002028

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	
			<u>9,574,509.00</u>

(End of Summary of Changes)

002029

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES	
				V	1	8
2. AMENDMENT/MODIFICATION NO. 0222	3. EFFECTIVE DATE 25-Oct-2010	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)		
ISSUED BY USASMDC/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801	CODE WV9113M	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. 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.						
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 <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] To increase incremental funding for SubCLIN0017AA in the amount of \$8,000,000. (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.						
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)		
				TEL: [REDACTED] EMAIL: [REDACTED] (b)(6)		
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY [REDACTED] (Signature of Contracting Officer)		16C. DATE SIGNED 25-Oct-2010		

RECEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

002030

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

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. 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 \$8,000,000.00 from \$1,533,254,759.81 to \$1,541,254,759.81.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$8,000,000.00 from \$63,000,000.00 to \$71,000,000.00

Target Cost, Target Fee, and Total for the above increase of \$8,000,000 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 incentive fee of [REDACTED] which [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$8,000,000

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:	\$1,575,874,550	\$ 0	\$ 1,575,874,550
(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:	\$ 1,307,914,407	\$8,000,000	\$ 1,315,914,407
(5) Net Amount Required for Full Funding	\$ 267,960,143	( \$8,000,000)	\$ 259,960,143

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

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

2. The following is an update to Modification P00221 showing a summary of funding by ACRN through Modification P00222:

ACRN	FUNDING
AA	440,100.00
AB	2,298,235.00

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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	7,898,834.79
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

002032

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	\$262,714,555.00
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	\$71,000,000.00
MG	\$6,262,095.00

3. The following is an update to Modification P00221 showing a summary of funding by CLIN by ACRN through Modification P00222:

<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	

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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	
CLIN 0013	AX	3,396,000.00	

002034

CLIN 0013	AY	0.00	
CLIN 0013	AZ	19,412,000.00	
CLIN 0013	BJ	7,898,834.79	
			<u>38,676,834.79</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	\$262,714,555.00	
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	\$71,000,000.00	
			<u>1,315,914,407.00</u>
CLIN 0017AB	KL	118,250.00	
			<u>118,250.00</u>

002035

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	

002036



**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. CONTRACT ID CODE  
V

PAGE OF PAGES  
1 | 11

2. AMENDMENT/MODIFICATION NO.  
P00223

3. EFFECTIVE DATE  
19-Nov-2010

4. REQUISITION/PURCHASE REQ. NO.

5. PROJECT NO. (If applicable)

6. ISSUED BY  
USASMDC/ARSTRAT  
SMDC-PDC  
PO BOX 1800  
HUNTSVILLE AL 35807-3801

CODE  
WS9113M

7. ADMINISTERED BY (If other than item 6)  
DCMA RAYTHEON  
80 APPLE HILL DRIVE  
MS T2FR2  
TENNISBURY 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.  
DASG60-88-C-0001

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

CODE 05716 FACILITY CODE

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

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 CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 52.232-22, "Limitation of Funds" and 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 increase and fund SubCLIN 0017AA in the amount of \$213,390 as settlement of the equitable adjustment proposal submitted by the contractor in response to the government technical directive (TD), dated 12 May 2010. A subsequent technical directive, dated 21 September 2010, supersedes the 12 May 2010 TD and should be utilized to determine the required PF backup capabilities for the [REDACTED] components FTS frequency and tones configuration for [REDACTED]. The changes outlined in the 21 September 2010 TD have no cost impact on the proposal submitted by the contractor. Additional incremental funding in the amount of \$9,000,000, unrelated to the settlement of this equitable adjustment, is also provided via this modification.

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)

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

15A. NAME AND TITLE OF SIGNER (Type or print)  
[REDACTED]

15B. DATE SIGNED  
19 NOV 2010

15C. AUTHORIZED TO SIGN  
[REDACTED] (person authorized to sign)

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)  
[REDACTED]

16B. DATE SIGNED  
22 Nov 10

16C. AUTHORIZED TO SIGN  
[REDACTED] (Signature of Contracting Officer)

(b)(6)

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 \$213,390.00 from \$1,813,662,997.00 to \$1,813,876,387.00.

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2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by \$ [redacted] on \$ [redacted] 0 to \$ [redacted]

The target profit/fee has increased by [redacted] 00 from \$ [redacted] 00 to [redacted]

The total cost of this line item has increased by \$213,390.00 from \$1,575,874,550.00 to \$1,576,087,940.00.

(b)(4)

(b)(4)

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] which [redacted] of target cost less facilities capital cost of money.

(b)(4)

(b)(4)

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]  
Target Fee [redacted]

(b)(4)

(b)(4)

Incentive Arrangement: Maximum Fee: [redacted]  
Minimum Fee: [redacted]

(b)(4)

(b)(4)

(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] 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)(4)

(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)

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- 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: \$1,576,087,940

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 \$9,213,390.00 from \$1,541,254,759.81 to \$1,550,468,149.81.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$9,000,000.00 from \$71,000,000.00 to \$80,000,000.00

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

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$9,000,000

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

MH: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J731000 S01021 4M1J731000/14MJLE/4M5 was increased by \$213,390.00 from \$0.00 to \$213,390.00  
The contract ACRN MH has been added.

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

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$213,390

(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 :

	PRIOR	THIS MODIFICATION	CUMULATIVE TOTAL*
(1) Amount Required for Full Funding,			

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Including Fee:	\$1,575,874,550	\$ 213,390	\$ 1,576,087,940
(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:	\$ 1,315,914,407	\$9,213,390	\$ 1,325,127,797
(5) Net Amount Required for Full Funding	\$ 259,960,143	(\$9,000,000)	\$ 250,960,143

\* 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 changed as follows:

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraphs a. and b., 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 contract price amount of \$1,576,087,940 includes a target cost [REDACTED] which includes \$ [REDACTED] cost and [REDACTED] facilities capital cost of money) and a target incentive fee of [REDACTED] which is [REDACTED] 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)

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

(b)(4)

(3) The minimum fee payable under SubCLIN 0017AA [REDACTED] the target cost less facilities capital cost of money [REDACTED] 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)

(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.

(b)(4)

[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)(4)

(b)(4)

(b)(6)

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(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]

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

(2) An additional performance incentive fee pool of [redacted] (maximum) is established and will be awarded to the contractor for meeting performance incentives associated with System Capability Reviews (SCRs) and the Developmental Test (DT)/Limited User Test (LUT) according to the schedule below:

(b)(4)

(a) [redacted] (maximum) earned based on successful conduct of technical performance defined by SCR-1.

(b)(4)

(b) [redacted] (maximum) earned based on successful conduct of technical performance defined by SCR-2.

(b)(4)

(c) [redacted] (maximum) earned based on successful conduct of technical performance defined by SCR-3.

(b)(4)

(d) [redacted] (maximum) earned based on successful conduct of technical performance defined by LUT.

(b)(4)

(e) The specific criteria/evidence and associated percentages related to successful completion of (a) through (d) above are defined in the Section J attachment entitled "Performance Incentive Fee Criteria/Evidence."

(f) Following completion of each milestone in (a) through (d) above, the government will determine the amount of performance incentive fee earned. If it is determined that performance incentive fee is earned, the additional contract value will be added to the total value of the contract at the time the incentive is earned.

(3) For Earned Value and cost reporting purposes, the target cost value of \$1,446,946,473 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 P00222 showing a summary of funding by ACRN through Modification P00223:

<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

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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	7,898,834.79
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

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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	\$262,714,555.00
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	\$80,000,000.00
MG	\$6,262,095.00
MH	\$213,390.00

6. The following is an update to Modification P00222 showing a summary of funding by CLIN by ACRN through Modification P00223:

<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	

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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	
CLIN 0013	AZ	19,412,000.00	
CLIN 0013	BJ	7,898,834.79	
			<u>38,676,834.79</u>

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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	\$262,714,555.00	
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	\$80,000,000.00	
CLIN 0017AA	MH	\$213,390.00	
			<u>1,325,127,797.00</u>
CLIN 0017AB	KL	118,250.00	
			<u>118,250.00</u>
CLIN 0017AC	BZ	190,000.00	
			<u>190,000.00</u>

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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	
CLIN 0024	LP	83,200.00	
			<u>203,708.00</u>

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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	
			<u>9,574,509.00</u>

7. In consideration of the modification agreed to herein as complete equitable adjustment for the Modifying [REDACTED] Frequencies proposal submitted via Raytheon letter JLENS-23414-10-124, dated 21 September 2010, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the proposal for adjustment.

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

(End of Summary of Changes)

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<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE <b>V</b>	PAGE OF PAGES 1   8
AMENDMENT/MODIFICATION NO. <b>1224</b>		3. EFFECTIVE DATE <b>09-Dec-2010</b>	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 <b>W9113M</b>	7. ADMINISTERED BY (If other than item 6) DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876		CODE <b>S2205A</b>
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. <b>DASG60-98-C-0001</b>		
			X 10B. DATED (SEE ITEM 13) <b>30-Jan-1998</b>		
CODE <b>05716</b>		FACILITY CODE			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>					
<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.					
<b>12. ACCOUNTING AND APPROPRIATION DATA (If required)</b> <b>See Schedule</b>					
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>					
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) <b>UNILATERAL: FAR 52.232-22, "Limitation of Funds"</b>					
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.					
<b>14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)</b> Modification Control Number: <span style="background-color: black; color: black;">[REDACTED]</span> To increase incremental funding for SubCLIN 0017AA in the amount of \$52,500,000. <span style="float: right;">(b)(6)</span>					
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.					
15A. NAME AND TITLE OF SIGNER (Type or print)			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)		
15B. CONTRACTOR/OFFEROR			16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
(Signature of person authorized to sign)			(Signature of Contracting Officer)		09-Dec-2010

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

002049

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

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

**SUMMARY OF CHANGES**

**I. 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 \$52,500,000.00 from \$1,550,468,149.81 to \$1,602,968,149.81.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$52,500,000.00 from \$80,000,000.00 to \$132,500,000.00

Target Cost, Target Fee, and Total for the above increase of \$52,500,000 is distributed as follows and includes an increase in target cost of [REDACTED] cost and [REDACTED] of facilities capital cost of money) and an increase in target incentive fee [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$52,500,000

**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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(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:	\$ 1,325,127,797	\$52,500,000	\$ 1,377,627,797
(5) Net Amount Required for Full Funding	\$ 250,960,143	( \$52,500,000)	\$ 198,460,143

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

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

2. The following is an update to Modification P00223 showing a summary of funding by ACRN through Modification P00224:

<u>ACRN</u>	<u>FUNDING</u>
AA	440,100.00
AB	2,298,235.00
AC	17,832,987.00

002050

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	7,898,834.79
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

002051

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	\$262,714,555.00
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	\$132,500,000.00
MG	\$6,262,095.00
MH	\$213,390.00

3. The following is an update to Modification P00223 showing a summary of funding by CLIN by ACRN through Modification P00224:

<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	

002052

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	
CLIN 0013	AX	3,396,000.00	

002053

CLIN 0013	AY	0.00	
CLIN 0013	AZ	19,412,000.00	
CLIN 0013	BJ	7,898,834.79	
			<u>38,676,834.79</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	\$262,714,555.00	
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	\$132,500,000.00	
CLIN 0017AA	MH	\$213,390.00	
			<u>1,377,627,797.00</u>
CLIN 0017AB	KL	118,250.00	

002054

			<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>
CLIN 0024	LA	13,508.00	
CLIN 0024	LG	62,000.00	
CLIN 0024	KZ	25,000.00	

002055

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	
			<u>9,574,509.00</u>

(End of Summary of Changes)

002056

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE <b>V</b>	PAGE OF PAGES <b>1   8</b>
2. AMENDMENT/MODIFICATION NO <b>10225</b>		3. EFFECTIVE DATE <b>04-Jan-2011</b>	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO (If applicable)
ISSUED BY <b>USASMDG/ARSTRAT SMDC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801</b>		CODE <b>WB113M</b>	7. ADMINISTERED BY (If other than item 6) <b>DCMARAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876</b>		CODE <b>S2205A</b>
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) <b>RAYTHEON COMPANY 350 LOWELL ST ANDOVER MA 01810-4400</b>				9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				X 10A. MOD. OF CONTRACT/ORDER NO. <b>DASC60-98-C-0001</b>	
				X 10B. DATED (SEE ITEM 13) <b>30-Jan-1998</b>	
CODE <b>05716</b>		FACILITY CODE			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>					
<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.					
<b>12. ACCOUNTING AND APPROPRIATION DATA (If required)</b> <b>See Schedule</b>					
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>					
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) <b>UNILATERAL: FAR 52.232-22, "Limitation of Funds"</b>					
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: <b>[REDACTED]</b> To increase incremental funding for SubCLIN 0017AA in the amount of \$25,390,000. <span style="float: right;">(b)(6)</span>					
<small>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.</small>					
15A. NAME AND TITLE OF SIGNER (Type or print)			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)		
[REDACTED]			[REDACTED]		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
[REDACTED]		[REDACTED]	[REDACTED]		04-Jan-2011
(Signature of person authorized to sign)			(Signature of Contracting Officer)		

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04  
**002057**

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 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 \$25,390,000.00 from \$1,602,968,149.81 to \$1,628,358,149.81.

SUBCLIN 0017AA:

LY: 21 0 2040 5L 5L68 P172419E555L 255Y 4M0J730000 S01021 4M0J730000/04MJLE/4M5 was increased by \$390,000.00 from \$262,714,555.00 to \$263,104,555.00

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$25,000,000.00 from \$132,500,000.00 to \$157,500,000.00

Target Cost, Target Fee, and Total for the above increase of \$25,390,000 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 incentive fee of [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$25,390,000

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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(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:	\$ 1,377,627,797	\$25,390,000	\$ 1,403,017,797
(5) Net Amount Required for Full Funding	\$ 198,460,143	(\$25,390,000)	\$ 173,070,143

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

2. The following is an update to Modification P00224 showing a summary of funding by ACRN through Modification P00225:

ACRN      FUNDING

002058

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	7,898,834.79
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

002059

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	\$263,104,555.00
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	\$157,500,000.00
MG	\$6,262,095.00
MH	\$213,390.00

3. The following is an update to Modification P00224 showing a summary of funding by CLIN by ACRN through Modification P00225:

<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	

002060

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>

002061

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	7,898,834.79	
			<u>38,676,834.79</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	\$263,104,555.00	
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	\$157,500,000.00	
CLIN 0017AA	MH	\$213,390.00	
			<u>1,403,017,797.00</u>

002062

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>

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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	
			<u>9,574,509.00</u>

(End of Summary of Changes)

002064

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE V	PAGE OF PAGES 1   8
2. AMENDMENT/MODIFICATION NO. 00226		3. EFFECTIVE DATE 13-Jan-2011	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 MS T2FR2 TEWKSURY 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. 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) <b>See Schedule</b>					
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) UNLATERAL: 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] (b)(6) To increase incremental funding for SubCLIN 0017AA in the amount of \$37,271,952.					
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)		
[REDACTED]			[REDACTED] (b)(6)		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
_____ (Signature of person authorized to sign)			_____ (Signature of Contracting Officer)		13-Jan-2011

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04  
002065

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

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

**SUMMARY OF CHANGES**

1. 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 \$37,271,952.00 from \$1,628,358,149.81 to \$1,665,630,101.81.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$37,271,952.00 from \$157,500,000.00 to \$194,771,952.00

Target Cost, Target Fee, and Total for the above increase of \$37,271,952 is distributed as follows and includes an increase in target cost of [REDACTED] (\$ [REDACTED] of cost and [REDACTED] 18 of facilities capital cost of money) and an increase in target incentive fee of [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$37,271,952

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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(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:	\$ 1,403,017,797	\$37,271,952	\$ 1,440,289,749
(5) Net Amount Required for Full Funding	\$ 173,070,143	(\$37,271,952)	\$ 135,798,191

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

2. The following is an update to Modification P00225 showing a summary of funding by ACRN through Modification P00226:

<u>ACRN</u>	<u>FUNDING</u>
AA	440,100.00
AB	2,298,235.00
AC	17,832,987.00
AD	0.00

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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	7,898,834.79
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

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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	\$263,104,555.00
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	\$194,771,952.00
MG	\$6,262,095.00
MH	\$213,390.00

3. The following is an update to Modification P00225 showing a summary of funding by CLIN by ACRN through Modification P00226:

<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	

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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

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CLIN 0013	AZ	19,412,000.00	
CLIN 0013	BJ	7,898,834.79	
			<u>38,676,834.79</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	\$263,104,555.00	
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	\$194,771,952.00	
CLIN 0017AA	MH	\$213,390.00	
			<u>1,440,289,749.00</u>
CLIN 0017AB	KL	118,250.00	
			<u>118,250.00</u>

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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	

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**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. CONTRACT ID CODE  
V

PAGE OF PAGES  
1 | 6

2. AMENDMENT/MODIFICATION NO. **P00227**

3. EFFECTIVE DATE **27 JAN 11**

4. REQUISITION/PURCHASE REQ. NO.

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  
MIS 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

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)**

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

A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 43.103(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 revise Section H, "Incentive Fee Structure and Payment for CLIN 0017, System Development and Demonstration (SDD)," to document a fee penalty [REDACTED] due to a schedule delay for System Capability Review (SCR) 1 and to revise Section J, "Performance Incentive Fee Criteria/Evidence," to reflect the penalty.

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

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  
[REDACTED]

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)  
[REDACTED]

15B. CONTRACTING OFFICER  
[REDACTED]

15C. DATE SIGNED  
26 JAN 2011

16B. SIGNATURE OF CONTRACTING OFFICER  
[REDACTED]

16C. DATE SIGNED  
27 Jan 11

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

1. 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 (2), 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 \$1,576,087,940 includes a target cost of [REDACTED] which includes [REDACTED] of cost and [REDACTED] 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)

(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 [REDACTED] of the target cost less facilities capital cost of money [REDACTED] 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 [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.

(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, dated 5 March 2007 from [REDACTED]

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

(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]

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

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(2) An additional performance incentive fee pool of [REDACTED] (maximum) is established and will be awarded to the contractor for meeting performance incentives associated with System Capability Reviews (SCRs) and the Developmental Test (DT)/Limited User Test (LUT) according to the schedule below:

(b)(4)

(a) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-1.

(b)(4)

(b) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-2.

(b)(4)

(c) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-3.

(b)(4)

(d) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by LUT.

(b)(4)

(e) The specific criteria/evidence and associated percentages related to successful completion of (a) through (d) above are defined in the Section J attachment entitled "Performance Incentive Fee Criteria/Evidence."

(f) Following completion of each milestone in (a) through (d) above, the government will determine the amount of performance incentive fee earned. If it is determined that performance incentive fee is earned, the additional contract value will be added to the total value of the contract at the time the incentive is earned.

(3) For Earned Value and cost reporting purposes, the target cost value of \$1,446,946,473 will be used.

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

The following have been modified:

<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
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

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JLENS System Development and Demonstration (SDD) Program Statement of Work, Revision 2 (Added per Modification P00207)	Revised 09 Mar 10	36
(b) (3) (A)	March 08	1
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
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

\*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. (b)(4)



(b)(3(A))

002076

(b)(3)  
(A)



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
Gov't Technical POC: [REDACTED]		(b)(6)
Ship to address:		



(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
<b>Performance Incentive Fee Criteria/Evidence (Revised per Modification P00227)</b>	<b>Undated</b>	<b>8</b>
<u>CLINs 0023 and 00024</u> JLENS Simulation Support SOW dated 28 January 2008 [REDACTED] Simulation Support Tasks (Added per Mod P00160)	28 January 2008	2 pages
(b)(3)(A)		
<u>CLIN 0025</u> 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	30 Mar 10	26

002077

(Added per Modification P00211)

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
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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)	Undated	6
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Revision to System Integration Lab (SIL) Equipment List (Added per Modification P00217)	02 Aug 10	6
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(End of Summary of Changes)

002078

# Performance Incentive Fee Criteria/Evidence

	%	Criteria	Evidence
		SQT/FVTs tied to VSRs ....	VIS, VSR, Capability Matrix, Scenario results, Contractor SIL results, Analysis results
		SCR Held on Schedule. Delivery of presentation material, meeting minutes, action items and attendees	CDRL B001 and B014
		4 Scenarios successfully run in CMDS SIL and matched to contractor SIL results	Successful scenario results
		SQT/FVTs tied to VSRs ....	VIS, VSR, Capability Matrix, Scenario results, Contractor SIL results, Analysis results
		SCR Held on Schedule. Delivery of presentation material, meeting minutes, action items and attendees	CDRL B001 and B014
		4 Scenarios successfully run in CMDS SIL and matched to contractor SIL results	Successful scenario results
		SQT/FVTs tied to VSRs ....	VIS, VSR, Capability Matrix, Scenario results, Contractor SIL results, Analysis results
		SCR Held on Schedule. Delivery of presentation material, meeting minutes, action items and attendees	CDRL B001 and B014
		4 Scenarios successfully run in CMDS SIL and matched to contractor SIL results	Successful scenario results
	100%	Training material complete and issues resolved prior to start of LUT	Training certificates, hard copies, functional check

002079 (b)(4)

# System Capability 1 [REDACTED]

002080 (b)(4)

<p style="background-color: black; color: black;">[REDACTED]</p>	<p style="background-color: black; color: black;">[REDACTED]</p>	<p>1. Applicable Verification Information Sheets (VIS) and Verification Summary Reports (VSRs) for the System and each Prime Item are complete. (5%)</p> <p>2. Validate through analysis, test or demonstration applicable Orbit-level integrated functionality. (10%)</p> <p>3. Applicable SW builds are integrated and functional in the contractor System Integration Lab (SIL) and approved scenarios have been successfully run in the contractor SIL.(80%)</p> <p>4. Supporting analysis which predicts successful test</p>	<p>1. Applicable VISs* and completed VSRs are received by the JPO NLT 30 days prior to the upcoming SCR. In cases where a completed VSR is not available, the test artifacts will be received by the JPO NLT 30 days prior to the upcoming SCR.</p> <p>2. Capability Matrix Documented showing which requirements are to be demonstrate during the review or test.</p> <p>3a. Scenario results demonstrate the successful implementation of applicable functionality and key requirements related to the upcoming SCR.</p> <p>3b. SIL results received by the JPO.</p> <p>4. Analysis results are complete and received by</p>
<p style="background-color: black; color: black;">[REDACTED]</p>	<p style="background-color: black; color: black;">[REDACTED]</p>	<p>1. SCR is held NLT the contract IMS date IAW CDRL B001 and B014.</p>	<p>SCR presentation material, meeting minutes, action items and attendees.</p>
<p style="background-color: black; color: black;">[REDACTED]</p>	<p style="background-color: black; color: black;">[REDACTED]</p>	<p>1. 4 Scenarios are run the the CMDS SIL and have been successfully matched to scenarios that have been run the the contractor SIL.</p>	<p>1. Scenario results deomnstrate the successful implementation of the simulation scenarios in the CMDS SIL with comparable results to the contractor SIL.</p>

# System Capability 2 [REDACTED]

002081 (b)(4)

[REDACTED]	%	Criteria	Evidence
[REDACTED]	[REDACTED]	<p>1. Applicable Verification Information Sheets (VIS) and Verification Summary Reports (VSRs) for the System and each Prime Item are complete. (5%)</p> <p>2. Validate through analysis, test or demonstration applicable Orbit-level integrated functionality. (10%)</p> <p>3. Applicable SW builds are integrated and functional in the contractor System Integration Lab (SIL) and approved scenarios have been successfully run in the contractor SIL. (80%)</p> <p>4. Supporting analysis which predicts successful test execution complete. (5%)</p>	<p>1. Applicable VISs* and completed VSRs are received by the JPO NLT 30 days prior to the upcoming SCR. In cases where a completed VSR is not available, the test artifacts will be received by the JPO NLT 30 days prior to the upcoming SCR.</p> <p>2. Capability Matrix Documented showing which requirements are to be demonstrate during the review or test.</p> <p>3a. Scenario results demonstrate the successful implementation of applicable functionality and key requirements related to the upcoming SCR.</p> <p>3b. SIL results received by the JPO.</p> <p>4. Analysis results are complete and received by the JPO NLT 15 days prior to the SCR.</p>
[REDACTED]	[REDACTED]	<p>1. SCR is held NLT the contract IMS date IAW CDRL B001 and B014.</p>	<p>SCR presentation material, meeting minutes, action items and attendees.</p>
[REDACTED]	[REDACTED]	<p>1. 4 Scenarios are run the the CMDS SIL and have been successfully matched to scenarios that have been run the the contractor SIL.</p>	<p>1. Scenario results deomnstrate the successful implementation of the simulation scenarios in the CMDS SIL with comparable results to the contractor SIL.</p>

# System Capability 3 [REDACTED]

002082 (b)(4)

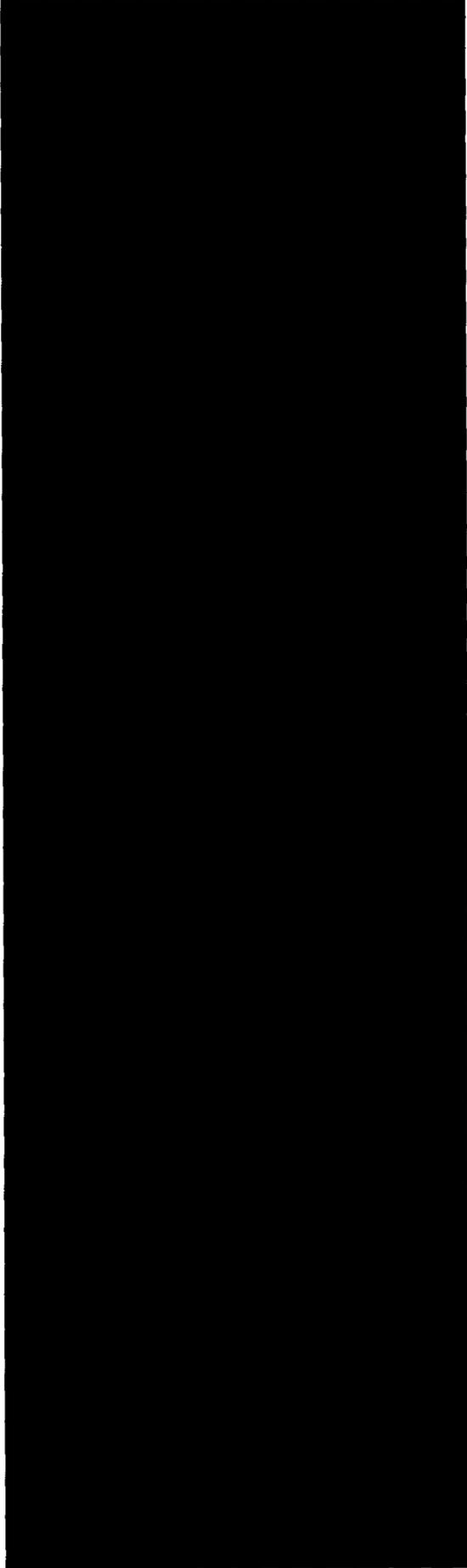
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	<p>1. Applicable Verification Information Sheets (VIS) and Verification Summary Reports (VSRs) for the System and each Prime Item are complete. (5%)</p> <p>2. Validate through analysis, test or demonstration applicable Orbit-level integrated functionality. (10%)</p> <p>3. Applicable SW builds are integrated and functional in the contractor System Integration Lab (SIL) and approved scenarios have been successfully run in the contractor SIL. (80%)</p> <p>4. Supporting analysis which predicts successful test execution complete. (5%)</p>	<p>1. Applicable VISs* and completed VSRs are received by the JPO NLT 30 days prior to the upcoming SCR. In cases where a completed VSR is not available, the test artifacts will be received by the JPO NLT 30 days prior to the upcoming SCR.</p> <p>2. Capability Matrix Documented showing which requirements are to be demonstrate during the review or test.</p> <p>3a. Scenario results demonstrate the successful implementation of applicable functionality and key requirements related to the upcoming SCR.</p> <p>3b. SIL results received by the JPO.</p> <p>4. Analysis results are complete and received by the JPO NLT 15 days prior to the SCR.</p>
[REDACTED]	[REDACTED]	1. SCR is held NLT the contract IMS date IAW CDRL B001 and B014.	SCR presentation material, meeting minutes, action items and attendees.
[REDACTED]	[REDACTED]	1. 4 Scenarios are run the the CMDS SIL and have been successfully matched to scenarios that have been run the the contractor SIL.	1. Scenario results deomnstrate the successful implementation of the simulation scenarios in the CMDS SIL with comparable results to the contractor SIL.

# LUT IFC [REDACTED]

[REDACTED]	%	Criteria	Evidence	Notes
[REDACTED]	[REDACTED]	All scheduled training classes have been conducted	Training certificates issued to Soldiers	
[REDACTED]	[REDACTED]	IETP is in place and operational on the system IAW schedule	Functional check	
[REDACTED]	[REDACTED]	Embedded Training scenario's are generated and the Soldiers have been trained for using them	Functional check	
[REDACTED]	[REDACTED]	An agreed upon list of LRU replacements is in place and the Soldiers have been trained on them	Hard copy of approved list	
[REDACTED]	[REDACTED]	All issues found in the proceeding Force Development Exercise (FDE) have been resolved	FDE After Action Review (AAR) and actions taken to address each issue	

002083 (b)(4)

# Applicable SCR VIS Steps

SCR1 Applicable VIS Steps	SCR2 Applicable VIS Steps	SCR3 Applicable VIS Steps
		

002084

(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)

# SIL Comparison

Scenario Name	Description	Status	Associated Mission Number	Associated Mission Name	FCR	SuR	CPG
[Redacted]							

(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)

002085

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE V	PAGE OF PAGES 1   8	
2. AMENDMENT/MODIFICATION NO. 1228		3. EFFECTIVE DATE 11-Feb-2011	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO.(If applicable)
6. ISSUED BY USASMDG/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. 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) <b>See Schedule</b>					
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, "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] To increase incremental funding for SubCLIN 0017AA in the amount of \$732,282.74. <span style="float: right;">(b)(2)</span>					
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)		
[REDACTED]			[REDACTED] <span style="float: right;">(b)(2)</span>		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
[REDACTED] (Signature of person authorized to sign)		[REDACTED]	BY [REDACTED] (Signature of Contracting Officer)		11-Feb-2011

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

002086

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 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 \$732,282.74 from \$1,665,630,101.81 to \$1,666,362,384.55.

SUBCLIN 0017AA:

LY: 21 0 2040 5L 5L68 P172419E555L 255Y 4M0J730000 S01021 4M0J730000/04MJLE/4M5 was increased by \$732,282.74 from \$263,104,555.00 to \$263,836,837.74

Target Cost, Target Fee, and Total for the above increase of \$732,282.74 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 incentive fee of [REDACTED] which [REDACTED] target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$732,282.74

(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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(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:	\$ 1,440,289,749	\$732,282.74	\$ 1,441,022,031.74
(5) Net Amount Required for Full Funding	\$ 135,798,191	(\$732,282.74)	\$ 135,065,908.26

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

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

2. The following is an update to Modification P00226 showing a summary of funding by ACRN through Modification P00228:

<u>ACRN</u>	<u>FUNDING</u>
AA	440,100.00
AB	2,298,235.00
AC	17,832,987.00

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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	7,898,834.79
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

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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	\$263,836,837.74
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	\$194,771,952.00
MG	\$6,262,095.00
MH	\$213,390.00

3. The following is an update to Modification P00226 showing a summary of funding by CLIN by ACRN through Modification P00228:

<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	

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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	
CLIN 0013	AX	3,396,000.00	

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CLIN 0013	AY	0.00	
CLIN 0013	AZ	19,412,000.00	
CLIN 0013	BJ	7,898,834.79	
			<u>38,676,834.79</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	\$263,836,837.74	
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	\$194,771,952.00	
CLIN 0017AA	MH	\$213,390.00	
			<u>1,441,022,031.74</u>
CLIN 0017AB	KL	118,250.00	

002091

			<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>
CLIN 0024	LA	13,508.00	
CLIN 0024	LG	62,000.00	
CLIN 0024	KZ	25,000.00	

002092

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	_____
			<u>9,574,509.00</u>

(End of Summary of Changes)

002093

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

I. CONTRACT ID CODE  
V

PAGE OF PAGES  
1 | 5

2. AMENDMENT/MODIFICATION NO. **P00229**

3. EFFECTIVE DATE **11 MAR 11**

4. REQUISITION/PURCHASE REQ. NO.

5. PROJECT NO. (If applicable)

6. ISSUED BY  
USASMOCIARSTRAT  
SMOC-RDC  
PO BOX 1500  
HUNTSVILLE AL 35807-3901

CODE **W9113M**

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

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)**

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

A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:  
FAR 43.103(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]

The purpose of this modification is to revise Section J, List of Documents, Exhibits and Other Attachments, to incorporate three (3) no cost Engineering Change Proposals (ECPs). The parties agree that incorporation of these ECPs will not result in a change to the contract terms and conditions or the total contract cost.

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]

15B. [REDACTED]

15C. DATE SIGNED  
**10 MAR 2011**

16B. [REDACTED]

16C. DATE SIGNED  
**11 Mar 11**

(Signature of Contracting Officer)

(b)(6)

(b)(6)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

<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	
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	
	March 08	1	(b)(3)(A)
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	
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	

002095

\*Added statement below to address weekends/Holidays:  
(In Mod P00143)

24 October 07

\*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 (b)(4) 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.



(b)(3)  
(A)

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

Gov't Technical POC: [redacted] (b)(6)

Ship to address:



(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	27 Jun 08	136
---	-----------	-----

(Added by reference per Modification P00168)

002096

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
Performance Incentive Fee Criteria/Evidence (Revised per Modification P00227)	Undated	8
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

CLINs 0023 and 00024

JLENS Simulation Support  
SOW dated 28 January 2008  


Simulation Support Tasks  
(Added per Mod P00160)

28 January 2008

2 pages

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

CLIN 0025

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

CLIN 0027

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

Undated

6

Revision to System Integration Lab (SIL)

02 Aug 10

6

002097

Equipment List  
(Added per Modification P00217)

(End of Summary of Changes)

002098

Raytheon Proprietary

CAGE Code 05716  
November 15, 2010  
ECP MI-N3893 Rev. R2



**Raytheon**

**JOINT LAND ATTACK CRUISE MISSILE  
DEFENSE ELEVATED NETTED SENSOR (JLENS)**

ECP MI-N3893  
CDRL B039-005  
Rev R2  
CAGE Code 05716  
November 15, 2010

In Accordance with:  
Contract No. DASG80-98-C-0001  
Contract Line Item Numbers 0017

Prepared by:  
Raytheon Company  
350 Lowell Street  
Andover, MA 01810

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Raytheon Proprietary

002099

CHANGE RECORD PAGE

Revision	Date	Affected Pages	Authorized By	Explanation of Change
-	8/21/2010	All	[REDACTED]	Original Document
R1	8/30/2010	All		Original Document
R2	11/15/2010	All		Original Document

(b)(6)

002100

[Redacted]

CAGE Code 05716  
November 15, 2010  
ECP MI-N3893 Rev. R2

Approval Signatures

[Redacted Signature]

[Redacted Name]

11/15/10

Name

Date

(b)(6)

[Redacted Signature]

[Redacted Name]

11/15/10

Name

Date

(b)(6)

[Redacted Signature]

[Redacted Name]

11/11/10

Name

Date

(b)(6)

[Redacted Signature]

[Redacted Name]

11/15/2010

Name

Date

(b)(6)

[Redacted Signature]

[Redacted Name]

11/16/10

Name

Date

(b)(6)

[Redacted]

002101

Table of Contents

PAGE	DESCRIPTION
1	ECP MI-N3893 Rev. R2 for H377785 CPG PIDS Rev. K

ENGINEERING CHANGE PROPOSAL (ECP), PAGE 1				1. DATE (YYMMDD) 100830		Form Approved OMB No. 0704-0182	
<p>Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and reviewing 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 this burden to 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 (0704-0182), Washington, DC 20503.</p> <p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THIS FORM.</b></p>						2. PROCUREMENT ACTIVITY NO.	
3. ODBAAC W0113M							
4. ORIGINATOR a. TYPED NAME (Print, include initials, Last)		b. ADDRESS (Street, City, State, Zip Code) 850 Lowell Street Andover, MA 01810		5. CLASS OF ECP Class 1		6. JUST. CODE E-Safety	
7. ECP DESIGNATION		8. SYSTEM DESCRIPTION		9. BASELINE AFFECTED		10. PRIORITY Urgent	
A. MODEL TYPE		B. CAGE CODE 05738		C. SYSTEM DESCRIPTION CPE PIDS		11. FUNCTIONAL ALLOCATED <input checked="" type="checkbox"/> PRODUCTION	
12. ECP NO. 05738		13. TYPE Formal		14. REV. R2		15. OTHER SYSTEM CONTROL ITEMS AFFECTED <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO	
16. SPECIFICATIONS AFFECTED				17. CAGE CODES AFFECTED			
CAGE Code		Specification/Document No.		REV.		SN	
D. SYSTEM		49858		H377785		K 1	
18. DEVELOPMENT							
19. PRODUCTION							
20. TITLE OF CHANGE CPE PIDS Rev. K Updates for Hazard Log Cross References and Build 38 FVT Traceability							
21. CONTRACT NO. AND LINE ITEM DAS009-09-C-0001 CLN-0016				22. PROCURING CONTRACTING OFFICER a. NAME (Last, Middle, First) Diana F. Yimble b. CODE W0113M			
23. COORDINATION ITEM NOMENCLATURE JLENS COMMUNICATION AND PROCESSING GROUP (CPE) PRIME ITEM DEVELOPMENT SPECIFICATION (PIDS)				24. TELEPHONE NO. 256-955-0556			
25. ALL COVER LEVELS ITEMS AFFECTED a. NOMENCLATURE Mission Operations SRS							
b. PART NO. R2_JLENS-180-SPEC.1		c. RSN					
26. DESCRIPTION OF CHANGE CPE PIDS Rev. K updates for Hazard Log Cross References and Build 38 FVT Traceability							
27. NEED FOR CHANGE Updates needed for Hazard Log Cross References and Build 38 FVT Traceability							
28. PRODUCTION EFFECTIVITY BY SERIAL NUMBER NA				29. EFFECT ON PRODUCTION DELIVERY SCHEDULE None			
30. RETROFIT				31. SHIPVEHICLE CLASS AFFECTED NA			
a. RECOMMENDED RETROFIT EFFECTIVITY NA		c. ESTIMATED RTV DELIVERY SCHEDULE NA		d. LOCATIONS OR SHIPVEHICLE NUMBERS AFFECTED NA		e. ESTIMATED RTV TOTAL COSTS/SAVINGS None	
32. ESTIMATED COST/SAVINGS UNDER CONTRACT None				33. ESTIMATED RTV TOTAL COSTS/SAVINGS None			
34. SUBMITTING AGENCY							
35. APPROVAL/REPROVAL							
a. CLASS I <input type="checkbox"/> APPROVAL, RECOMMENDED <input type="checkbox"/> DISAPPROVAL, RECOMMENDED		b. CLASS II <input type="checkbox"/> APPROVED <input type="checkbox"/> DISAPPROVED		c. CLASS III <input type="checkbox"/> CONSENT IN CLASSIFICATION OF CLASS <input type="checkbox"/> DO NOT CONSENT TO CLASSIFICATION OF CLASS		36. DATE SIGNED (YYMMDD)	
37. APPROVAL <input checked="" type="checkbox"/> APPROVED <input type="checkbox"/> DISAPPROVED		38. GOVERNMENT ACTIVITY CMDS Project Office		39. SIGNATURE		40. DATE SIGNED (YYMMDD) 10/2/17	

(b)(6)

(b)(6)

(b)(6)



002103

**ENGINEERING CHANGE PROPOSAL (ECP), PAGE 2**

Form Approved  
 OMB No. 0704-0188

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ECP NUMBER MI-N3893

**EFFECTS ON FUNCTIONAL/ALLOCATED CONFIGURATION DOCUMENTATION**

28. OTHER SYSTEMS AFFECTED

None

29. OTHER CONTRACTOR ACTIVITIES AFFECTED

None

30. CONFIGURATION ITEMS AFFECTED

CPC # 1000000000

31. EFFECTS ON PERFORMANCE ALLOCATIONS AND INTERFACES IN SYSTEM SPECIFICATION

None

32. EFFECTS ON EMPLOYMENT, INTEGRATED LOGISTICS SUPPORT, TRAINING, OPERATIONAL EFFECTIVENESS OR SOFTWARE

Impact on IETM to Training

33. EFFECTS ON CONFIGURATION ITEM SPECIFICATIONS

As Specified in HDR submitted with this ECP

34. DEVELOPMENTAL REQUIREMENTS AND STATUS

None

35. TRADE-OFFS AND ALTERNATE SOLUTIONS

None

36. DATE BY WHICH CONTRACTUAL AUTHORITY IS NEEDED (RYANAPC)

10/20/92

DD Form 1692/1, APR 92 (Computer Generated) Previous editions are obsolete.

002104

**ENGINEERING CHANGE PROPOSAL (ECP), PAGE 3 Not Applicable**

Form Approved  
 OMB No. 0704-0188

Public reporting burden for this collection of information is estimated to average 3 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and reviewing 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 this burden, to 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.

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ECP NUMBER MI-N3893

**EFFECTS ON PRODUCT CONFIGURATION DOCUMENTATION, LOGISTICS AND OPERATIONS**

(X)	FACTOR	ENCL.	PAR	(X)	FACTOR	ENCL.	PAR
	<b>37. EFFECTS ON PRODUCTION CONFIGURATION DOCUMENTATION OR CONTRACT</b>				<b>38. EFFECTS ON OPERATIONAL EMPLOYMENT</b>		
	a. PERFORMANCE				a. SAFETY		
	b. WEIGHT-BALANCE-STABILITY (Aircraft)				b. SURVIVABILITY		
	c. WEIGHT-MOVEMENT (Other equipment)				c. RELIABILITY		
	d. CDRL TECHNICAL DATA				d. MAINTAINABILITY		
	e. NOMENCLATURE				e. SERVICE LIFE		
	<b>38. EFFECT ON INTEGRATED LOGISTICS SUPPORT (ILS) ELEMENTS</b>				f. OPERATING PROCEDURES		
	a. ILS PLANS				g. ELECTROMAGNETIC INTERFERENCE		
	b. MAINTENANCE CONCEPT, PLANS AND PROCEDURES				h. ACTIVATION SCHEDULE		
	c. LOGISTICS SUPPORT ANALYSES				i. CRITICAL SINGLE POINT FAILURE ITEMS		
	d. INTERIM SUPPORT PROGRAMS				j. INTEROPERABILITY		
	e. SPARES AND REPAIR PARTS				<b>39. OTHER CONSIDERATIONS</b>		
	f. TECH MANUALS/PROGRAMMING TAPES				a. INTERFACE		
	g. FACILITIES				b. OTHER AFFECTED EQUIPMENT/GFEGFP		
	h. SUPPORT EQUIPMENT				c. PHYSICAL CONSTRAINTS		
	i. OPERATOR TRAINING				d. COMPUTER PROGRAMS AND RESOURCES		
	j. OPERATOR TRAINING EQUIPMENT				e. REMOVAL OF OTHER EQUIPMENT		
	k. MAINTENANCE TRAINING				f. SYSTEM TEST PROCEDURES		
	l. MAINTENANCE TRAINING EQUIPMENT				g. WARRANTY/GUARANTEE		
	m. CONTRACT MAINTENANCE				h. PARTS CONTROL		
	n. PACKAGING, HANDLING, STORAGE TRANSPORTABILITY				i. LIFE CYCLE COSTS		

41. ALTERNATE SOLUTIONS

42. DEVELOPMENTAL STATUS

43. RECOMMENDATIONS FOR RETROFIT

44. WORK-HOURS PER UNIT TO INSTALL RETROFIT KIT				45. WORK-HOURS TO CONDUCT SYSTEM TESTS AFTER RETROFIT	
a. ORGANIZATION NA	b. INTERMEDIATE NA	c. DEPOT NA	d. OTHER NA	NA	
46. THIS CHANGE MUST BE ACCOMPLISHED				47. IS CONTRACTOR FIELD SERVICE ENGINEERING REQUIRED?	
<input type="checkbox"/> BEFORE NA	<input type="checkbox"/> WITH NA	<input type="checkbox"/> AFTER THE FOLLOWING CHANGES #A		<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
48. EFFECT OF THIS ECP AND PREVIOUSLY APPROVED ECP'S ON RDT				49. DATE CONTRACTUAL AUTHORITY NEEDED FOR (Y/M/DD)	
NA				a. PRODUCTION NA	
				b. RETROFIT NA	

002105

**ENGINEERING CHANGE PROPOSAL (ECP), PAGE 4 Not Applicable**

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 OMB No. 0704-0185

Public reporting burden for this collection of information is estimated to average 7 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 this burden to 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 (0704-0185), Washington DC 20503

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ECP NUMBER MI-N3893

**64. ESTIMATED NET TOTAL COST IMPACT (Use parentheses for savings)**

FACTOR	Non-Recurring (a)	COST/SAVINGS UNDER CONTRACT			Total (e)	Other Costs/Savings to the Government (f)
		Unit (b)	Quantity (c)	Total (amount) (d)		
<b>a. PRODUCTION COST/SAVINGS</b>						
(1) CONFIGURATION ITEM/CCTI						
(2) FACTORY TEST EQUIPMENT						
(3) SPECIAL FACTORY TOOLING						
(4) SCRAP						
(5) ENGINEERING, ENGINEERING DATA						
<b>REVISION</b>						
(6) REVISION OF TEST PROCEDURES						
(7) QUALIFICATION OF NEW ITEMS						
(8) SUBTOTAL OF PROD COST/SAVINGS						
<b>b. RETROFIT COSTS</b>						
(1) ENGINEERING DATA REVISION						
(2) PROTOTYPE TESTING						
(3) KIT PROOF TESTING						
(4) RETROFIT KITS FOR OPERATIONAL SYSTEMS						
(5) PREP OF BUDGET/QUALITY						
(6) SPECIAL TOOLING FOR RETROFIT						
(7) INSTALLATION - CONTRACTOR PERSONNEL						
(8) INSTALLATION - GOVERNMENT PERSONNEL						
(9) TESTING AFTER RETROFIT						
(10) MODIFICATION OF GROUND						
(11) QUALIFICATION OF GROUND						
(12) SUBTOTAL OF RETROFIT COST/SAVINGS						
<b>c. INTEGRATED LOGISTICS SUPPORT COST/SAVINGS</b>						
(1) SPARE/REPAIR PARTS NETWORK						
(2) NEW SPARES AND REPAIR PARTS						
(3) SUPPLY/PROVISIONING DATA						
(4) SUPPORT EQUIPMENT						
(5) RETROFIT KITS FOR SPARES						
(6) OPERATOR TRAINING COURSES						
(7) MAINTENANCE TRAINING COURSES						
(8) REVISION OF TECHNICAL MANUALS						
(9) NEW TECHNICAL MANUALS						
(10) TRAINING TRAINERS						
(11) INTERIM SUPPORT						
(12) MAINTENANCE MANPOWER						
(13) COMPUTER PROGRAM DOCUMENTATION						
(14) SUBTOTAL OF ILS COST/SAVINGS						
<b>d. OTHER COST/SAVINGS</b>						
<b>e. SUBTOTAL COST/SAVINGS</b>						
(15) SUBTOTAL UNDER CONTRACT						
<b>f. COORDINATION OF CHANGES WITH OTHER CONTRACTORS</b>						
						None
<b>g. COORDINATION CHANGES BY GOVERNMENT</b>						
						None
<b>h. ESTIMATED NET TOTAL COST/SAVINGS</b>						
						None

DD Form 1682/3, APR 92 (Computer Generated) Previous editions are obsolete.

002106

ENGINEERING CHANGE PROPOSAL (ECP), PAGE 5 Not Applicable			Form Approved OMB No. 0704-0188		
<p>Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, reviewing existing data sources, collecting, reviewing, and reporting the data. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing the burden to 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.</p>			ECP NUMBER: 060393		
<p>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1692.</p>					
<p>52. ESTIMATED COSTS/SAVINGS SUMMARY, RELATED ECP'S (Use parentheses for savings)</p>					
	CASE CODE	ECP NUMBER	COSTS / SAVINGS UNDER CONTRACTS		OTHER COSTS / SAVINGS TO BE FUNDED BY
			13	14	
<p><b>a. PRODUCTION COSTS/SAVINGS</b> (Subtotal of Costs/Savings Elements from Page 4, Item 4.A, Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)</p>					
<p>(1) SUBTOTAL PRODUCTION COSTS / SAVINGS</p>					
<p><b>b. RETROFIT COSTS</b> (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)</p>					
<p>(1) SUBTOTAL RETROFIT COSTS</p>					
<p><b>c. INTEGRATED LOGISTICS SUPPORT COSTS / SAVINGS</b></p>					
<p>REVISED REQUIREMENTS</p>					
<p>(1) SYSTEM RETROFIT (if not covered under 3) (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)</p>					
<p>(2) ILS SUBTOTAL (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)</p>					
<p>(3) OPERATOR TRAINER (Net total cost / savings from each covering operator trainer)</p>					
<p>(4) MAINTENANCE TRAINER (Net total cost / savings from ECP covering maintenance trainer)</p>					
<p>(5) OTHER TRAINING EQUIPMENT</p>					
<p>(6) SUPPORT EQUIPMENT (Net total cost / savings from each on support equipment)</p>					
<p>(7) ILS PLANS</p>					
<p>(8) MAINTENANCE CONCEPT, PLANS, SYSTEM DOCUMENTS</p>					
<p>(9) INTERIM SUPPORT PLAN</p>					
NEW REQUIREMENTS	CASE CODE	NON-RECURRING COSTS	RECURRING COSTS		
			UNIT	CY Y	TOTAL
(10) PROVISIONING DOCUMENTATION					
(11) OPER TRN / TRNG DEVICES / EQUIP					
(12) MANUALS / SPARES, REPAIR PARTS					
(For (11))					
(13) MAINTENANCE TRAINING DEVICES / EQUIP					
(For (12))					
(14) MANUALS / SPARES, REPAIR PARTS					
(15) SUPPORT EQUIPMENT					
(16) MANUALS (For (15))					
(17) PROVISIONING DOCUMENTATION					
(For (16))					
(18) REPAIR PARTS (For (16))					
(19) SUBTOTAL ILS COSTS / SAVINGS (Sum of (1) through (19))					
<p><b>d. OTHER COSTS / SAVINGS</b> (Sum from Page 4, Item 4.C. of related ECP's)</p>					
<p>(1) TOTAL OTHER COSTS / SAVINGS</p>					
<p>(2) SUBTOTAL OF COLUMNS</p>					
<p>(3) SUBTOTAL UNDER CONTRACT</p>					
<p><b>e. ESTIMATED NET TOTAL COSTS / SAVINGS</b> (a + b + c + d)</p>					

002107

ENGINEERING CHANGE PROPOSAL (ECP) (HARDWARE), PAGE 8 Not Applicable												Form Approved OIRA No. 8704-0188		
<p>Public reporting burden for this collection of information is estimated to average 3 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and reviewing 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 this burden to 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 (0700-0188), Washington, DC 20503.</p> <p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1082.</b></p>												ECP NUMBER		
												43. CAGE CODE		
54. CONFIGURATION ITEM NOMENCLATURE						56. TITLE OF CHANGE								
55. DATE AUTHORIZATION TO PROCEED														
RECEIVED BY CONTRACTOR (YYMMDD) →						S START DELIVERY		C COMPLETE DELIVERY		PROGRESS POINT				
NO. OF MONTHS						13   14   15   16   17   18   19   20   21   22		23   24   25   26   27   28   29   30   31		32   33   34   35   36				
C O N F I G U R A T I O N I T E M	(1) Production													
	(2) Tech Manuals													
	(3) Rebuild													
	(4) MANUFACTURE/ASSEMBLY													
	(5) Spares / Repair Parts													
D I S P O S I T I O N I T E M	(1) Production													
	(2) Tech Manuals / Prog. Tapes													
	(3) Rebuild													
	(4) MANUFACTURE/ASSEMBLY													
	(5) Repair Parts													
E X E C U T I O N I T E M	(1) Operator													
	(2) Maintenance													
NO. OF MONTHS						13   14   15   16   17   18   19   20   21   22		23   24   25   26   27   28   29   30   31		32   33   34   35   36				

DD Form 1082/5, APR 82

(Computer Generated)

Previous editions are obsolete.

002108

ENGINEERING CHANGE PROPOSAL (ECP) (SOFTWARE), PAGE 7 Not Applicable										Form Approved DD Form No. 1394- 0188						
<p>Active Reporting Burden for the collection of information is estimated to average 3 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 this burden to the Director, Paperwork Reduction Project (0704-0188), Washington DC 20503.</p> <p>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1394.</p>										ECP NUMBER NR-10103						
										67. CAGE CODE						
56. COMPUTER SOFTWARE ITEM NOMENCLATURE					59. TITLE OF CHANGE											
60. DATE AUTHORIZATION TO PROCEED																
RECEIVED BY CONTRACTOR (YYMMDD) →																
										START DELIVERY		COMPLETE DELIVERY		PROGRESS POINT		
NO. OF MONTHS										13   14   15   16   17   18   19   20   21   22		23   24   25   26   27   28   29   30   31		32   33   34   35   36		
C O N T R A C T I T E M	(1) Software Engineering															
	(2) Software Documentation															
	(3) Software Integration															
	(4) Software Operation															
S U B T Y P E	(1) Software Engineering Environment Upgrade															
	(2) Software Test Environment Upgrade															
C O N T R A C T I T E M	(1) Operator															
	(2) Maintenance															
NO. OF MONTHS										13   14   15   16   17   18   19   20   21   22		23   24   25   26   27   28   29   30   31		32   33   34   35   36		

DD Form 1394/16, APR 92

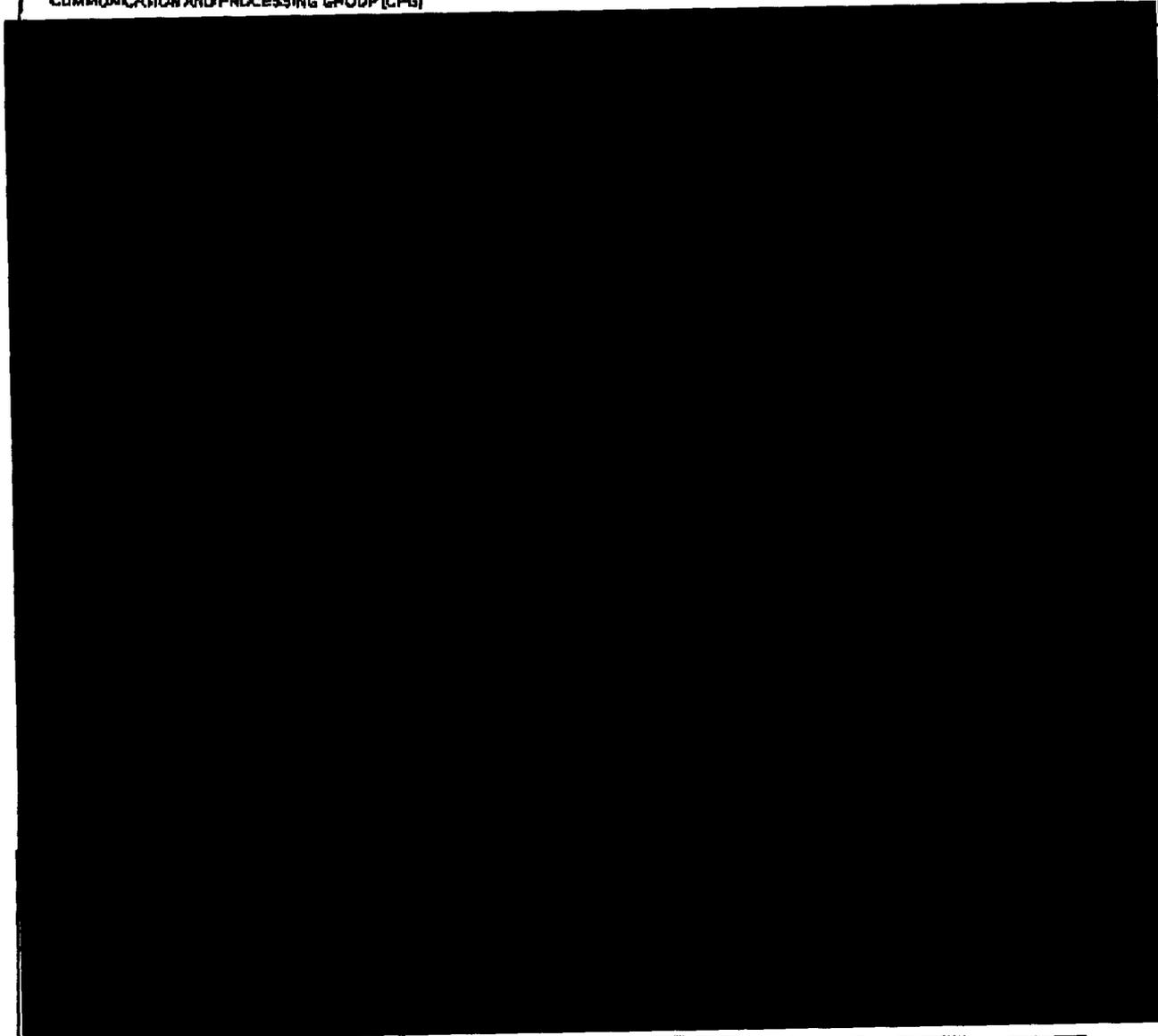
(Computer Generated)

002109

Notice of Revision (NOR)

Sheet 1 of 1

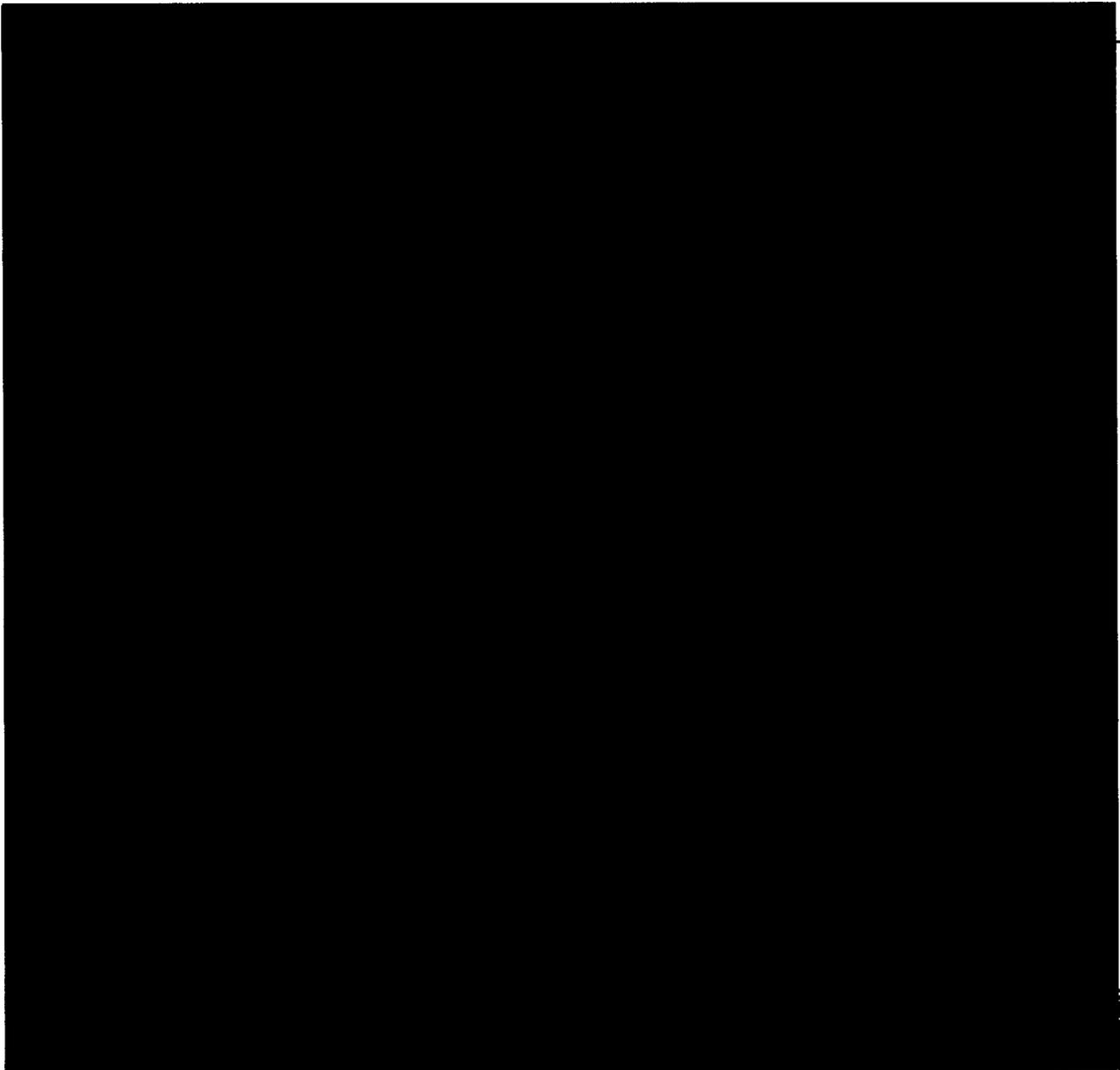
Notice of Revision (NOR) THIS REVISION DESCRIBED BELOW HAS BEEN AUTHORIZED FOR THE DOCUMENT LISTED		1. DATE (MM/DD/YY) 10/11/15	Form Approved GMB No. 0704-0100
Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, 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 this burden, to Washington, DC 20503.		2. PROCURING ACTIVITY NO. 3 DODAAC W9113M	
4. ORIGINATOR a. TYPED NAME (First, Middle, Last) [REDACTED]		b. ADDRESS (Street, City, State, Zip Code) 250 Lowell Street Andover, MA 01810	5. CASE CODE 0571B 7. CASE CODE 0571B
6. TITLE OF DOCUMENT JLENS COMMUNICATION AND PROCESSING GROUP (CPG) PRIME ITEM DEVELOPMENT SPECIFICATION (MDS)		10. REVISION LETTER a. CURRENT K	b. NOR NO 1 8. DOCUMENT NO. H877785 11. ECP HQ AN-00882
12. CONFIGURATION ITEM (OR SYSTEM) TO WHICH ECP APPLIES COMMUNICATION AND PROCESSING GROUP (CPG)			



(b)(6)

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

002110



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

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

IK.....  
PRDD. EFF. ....  
MIB .....  
MAT'L DISP .....

002111

<b>14. THIS SECTION FOR GOVERNMENT USE ONLY</b>		
a. (X ONE)	<input type="checkbox"/>	(1) Existing document supplemented by this NOR
	<input type="checkbox"/>	(2) Revised document must be received before manufacturer may incorporate this change
		(3) Custodian of master document shall make above revision and furnish revised document.
b. ACTIVITY AUTHORIZED TO APPROVE CHANGE FOR GOVERNMENT		c. TYPED NAME (First, Middle Initial, Last)
d. TITLE	e. SIGNATURE	f. DATE SIGNED (YYMMDD)
15. a. ACTIVITY ACCOMPLISHING REVISION	b. REVISION COMPLETED (Signature)	c. DATE SIGNED (YYMMDD)

DD Form 1486, APR 92

Previous editions are obsolete.

FORM

002112

Title of Document JLENS COMMUNICATION AND PROCESSING GROUP (CPG) PRIME ITEM DEVELOPMENT SPECIFICATION (PDS)	NOR No. 1
	Document No H377785

002113



**Raytheon**

**JOINT LAND ATTACK CRUISE MISSILE  
DEFENSE ELEVATED NETTED SENSOR (JLENS)**

**ECP MI-N3894  
CDRL B039-006  
Rev -  
CAGE Code 05716  
August 18, 2010**

In Accordance with:  
Contract No. DASG60-98-C-0001  
Contract Line Item Numbers 0017

Prepared by:  
Raytheon Company  
350 Lowell Street  
Andover, MA 01810

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Raytheon Proprietary

002114

sac 2

1

**CHANGE RECORD PAGE**

Revision	Date	Affected Pages	Authorized By	Explanation of Change
-	8/18/2010	All	[REDACTED]	Original Document

(b)(6)

Approval Signatures

[Redacted]

[Redacted]

8/18/10

Name

Date

(b)(6)

Table of Contents

PAGE	DESCRIPTION
1	ECP MI-N3894 for H377785 CPG PIDS Rev. K

002117

ENGINEERING CHANGE PROPOSAL (ECP), PAGE 1				1. DATE (YYMMDD)		Form Approved OMB No. 0704-0188	
Public reporting burden for this collection of information is estimated to average 3 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 this burden to 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.						2. PROCURING ACTIVITY NO.	
PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THIS FORM.						3. DODAAC WP112M	
4. ORIGINATOR			5. ADDRESS (Street, City, State, Zip Code)			6. CLASS OF ECP Class I	
a. TYPED NAME (First, Middle Initial)			350 Lowell Street			7. JUST. CODE C	
[REDACTED]			Andover, MA 01810			8. PRIORITY U	
9. ECP DESIGNATION				10. BASELINE AFFECTED			
A. MODELTYPE		B. CAGE CODE		C. SYSTEM DESIGNATION		X FUNCTIONAL <input type="checkbox"/> PRODUCTION	
		05716		CPG PIDS		ALLOTTED	
11. ECP NO.				12. REV		13. OTHER SYS/CONF. ITEMS AFFECTED	
[REDACTED]				F		YES <input checked="" type="checkbox"/> NO	
14. SPECIFICATIONS AFFECTED				15. DRAWINGS AFFECTED			
CAGE Code		Specification/Document No.		CAGE Code		NUMBER	
A. SYSTEM		49956		H377783		REV. MOD	
B. DEVELOPMENT							
C. PRODUCTION							
16. MATERIALS ITEM REFERENCE NUMBER DASG00-55-C-0001 CLIN-001B				17. PROCURING CONTRACTING OFFICER			
				a. NAME (First, Middle, Last) Dianne F. Trimble			
				b. CODE [REDACTED]			
				c. TELEPHONE NO. 256-298-4056			
18. CONFIGURATION ITEM NOMENCLATURE						19. IN PRODUCTION	
H37785 JLENS-COMMUNICATION AND PROCESSING GROUP (JCG) PRIME ITEM DEVELOPMENT SPECIFICATION (PDS)						YES <input type="checkbox"/> NO <input checked="" type="checkbox"/>	
20. ALL LOWER LEVEL ITEMS AFFECTED None							
21. NOMENCLATURE				22. PART NO.		23. ITEM	
CPG Mission Operations CSC1				RS JLENS-IBNSPEC.1			
24. DESCRIPTION OF CHANGE							
CPG PIDS Rev. K updates for IFC Demo							
25. REASON FOR CHANGE							
Updates to satisfy IFC Demonstration requirements as directed IAW with CLIN 28 Statement of Work.							
26. PRODUCTION EFFECTIVITY BY SERIAL NUMBER NA				27. EFFECT ON PRODUCTION DELIVERY SCHEDULE			
				None			
28. RETROFIT							
29. RECOMMENDED RETROFIT EFFECTIVITY NA				30. SUBVEHICLE CLASS AFFECTED NA			
31. ESTIMATED NET DELIVERY SCHEDULE NA				32. LOCATIONS OR SUBVEHICLE NUMBERS AFFECTED NA			
33. ESTIMATED COST/SAVINGS UNDER CONTRACT None				34. ESTIMATED NET TOTAL COSTS/SAVINGS None			
[REDACTED]				35. TITLE			
[REDACTED]				CPG IPT Lead			
36. CLASS I		37. CLASS II		38. CLASS III		39. CLASS IV	
<input type="checkbox"/> APPROVAL RECOMMENDED		<input type="checkbox"/> DISAPPROVAL RECOMMENDED		<input type="checkbox"/> APPROVED		<input type="checkbox"/> DISAPPROVED	
<input checked="" type="checkbox"/> APPROVAL		<input type="checkbox"/> DISAPPROVAL		<input type="checkbox"/> CONCUR IN CLASSIFICATION OF CHANGE		<input type="checkbox"/> DO NOT CONCERN IN CLASSIFICATION OF CHANGE	
40. GOVERNMENT ACTIVITY				41. SIGNATURE		42. DATE SIGNED (YYMMDD)	
43. APPROVAL				[REDACTED]		44. DATE SIGNED (YYMMDD)	
<input checked="" type="checkbox"/> APPROVED						10/2/17	
<input type="checkbox"/> DISAPPROVED							

(b)(6)

(b)(6)

(b)(6)

002118

<b>ENGINEERING CHANGE PROPOSAL (ECP), PAGE 2</b>		<i>Form Approved</i> <b>GMB No. 0704-0108</b>
<p>Public reporting burden for this collection of information is estimated to average 2 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 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.</p> <p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1892.</b></p>		
<b>EFFECTS ON FUNCTIONAL ALLOCATED CONFIGURATION DOCUMENTATION</b>		ECP NUMBER MI-N3894
<p><b>28. OTHER SYSTEMS AFFECTED</b> None</p>	<p><b>29. OTHER CONTRACTOR/ACTIVITIES AFFECTED</b> None</p>	
<p><b>30. CONFIGURATION ITEMS AFFECTED</b> CPG Prime Item</p>		
<p><b>31. EFFECTS ON PERFORMANCE ALLOCATIONS AND INTERFACES IN SYSTEM SPECIFICATION</b> H381766-Vol.2 System External IAS Rev. F updated according to results of JLENS CPG meeting August 5, 2010</p>		
<p><b>32. EFFECTS ON EMPLOYMENT, INTEGRATED LOGISTICS SUPPORT, TRAINING, OPERATIONAL EFFECTIVENESS OR SOFTWARE</b> None</p>		
<p><b>33. EFFECTS ON CONFIGURATION ITEM SPECIFICATIONS</b> As Specified in NOR submitted with the ECP</p>		
<p><b>34. DEVELOPMENTAL REQUIREMENTS AND STATUS</b> Updates to be incorporated in Build 6 of CPG Mission Operations CSCL as directed IAW with CLIN 28 Statement of Work</p>		
<p><b>35. TRADE-OFFS AND ALTERNATE SOLUTIONS</b> None</p>		
<p><b>36. DATE BY WHICH CONTRACTUAL AUTHORITY IS NEEDED (YYMMDD)</b></p>		

DD Form 1892M, APR 92 (Computer Generated) Previous editions are obsolete.

002119

ENGINEERING CHANGE PROPOSAL (ECP), PAGE 3						Form Approved OMB No. 0704-0188	
Public reporting burden for this collection of information is estimated to average 2 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 this burden to 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 COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1692.						ECP NUMBER MI-N3894	
EFFECTS ON PRODUCT CONFIGURATION DOCUMENTATION, LOGISTICS AND OPERATIONS Not Applicable							
(X)	FACTOR	ENCL.	PAR.	(X)	FACTOR	ENCL.	PAR.
	37. EFFECTS ON PRODUCTION CONFIGURATION DOCUMENTATION OR CONTRACT				38. EFFECTS ON OPERATIONAL EMPLOYMENT		
	a. PERFORMANCE				a. SAFETY		
	b. WEIGHT-BALANCE-STABILITY (A/W/S/D)				b. SURVIVABILITY		
	c. WEIGHT-MOVEMENT (Other coefficient)				c. RELIABILITY		
	d. CDRL TECHNICAL DATA				d. MAINTAINABILITY		
	e. NOMENCLATURE				e. SERVICE LIFE		
					f. OPERATING PROCEDURES		
	38. EFFECT ON INTEGRATED LOGISTICS SUPPORT (ILS) ELEMENTS				g. ELECTROMAGNETIC INTERFERENCE		
	a. ILS PLANS				h. ACTIVATION SCHEDULE		
	b. MAINTENANCE CONCEPT, PLANS AND PROCEDURES				i. CRITICAL SINGLE POINT FAILURE ITEMS		
	c. LOGISTICS SUPPORT ANALYSES				j. INTEROPERABILITY		
	d. INTERIM SUPPORT PROGRAMS						
	e. SPARES AND REPAIR PARTS				40. OTHER CONSIDERATIONS		
	f. TECH MANUALS/PROGRAMMING TAPES				a. INTERFACE		
	g. FACILITIES				b. OTHER AFFECTED EQUIPMENT/GFEAGFP		
	h. SUPPORT EQUIPMENT				c. PHYSICAL CONSTRAINTS		
	i. OPERATOR TRAINING				d. COMPUTER PROGRAMS AND RESOURCES		
	j. OPERATOR TRAINING EQUIPMENT				e. NETWORK OF OTHER EQUIPMENT		
	k. MAINTENANCE TRAINING				f. SYSTEM TEST PROCEDURES		
	l. MAINTENANCE TRAINING EQUIPMENT				g. WARRANTY/GUARANTEE		
	m. CONTRACT MAINTENANCE				h. PARTS CONTROL		
	n. PACKAGING, HANDLING, STORAGE TRANSPORTABILITY				i. LIFE CYCLE COSTS		
41. ALTERNATE SOLUTIONS							
NA							
42. DEVELOPMENTAL STATUS							
NA							
43. RECOMMENDATIONS FOR RETROFIT							
NA							
44. WORK-HOURS PER UNIT TO INSTALL RETROFIT KIT				45. WORK-HOURS TO CONDUCT SYSTEM TESTS AFTER RETROFIT			
a. ORGANIZATION	b. INTERMEDIATE	c. DEPOT	d. OTHER	NA			
NA	NA	NA	NA				
46. THIS CHANGE MUST BE ACCOMPLISHED				47. IS CONTRACTOR FIELD SERVICE ENGINEERING REQUIRED?		48. OUT OF SERVICE TIME	
<input type="checkbox"/> BEFORE	<input type="checkbox"/> WITH	<input type="checkbox"/> AFTER THE FOLLOWING CHANGES		<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO	NA	
NA	NA	NA					
49. EFFECT OF THIS ECP AND PREVIOUSLY APPROVED ECP'S ON ITEM				50. DATE CONTRACTUAL AUTHORITY NEEDED FOR (Y/M/D/D)			
NA				a. PRODUCTION NA			
				b. RETROFIT NA			

DD Form 1692/2, APR 92 (Computer Generated) Previous editions are obsolete.

002/20

**ENGINEERING CHANGE PROPOSAL (ECP), PAGE 4 Not Applicable** Form Approved  
OMB No. 0704-0180

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ECP NUMBER MI-N3894

**51. ESTIMATED NET TOTAL COST IMPACT (Use parentheses for savings)**

FACTOR	Non- Recurring (a)	COST/SAVINGS UNDER CONTRACT			Total (e)	Other Costs/ Savings to the Government (f)
		Unit (b)	Quantity (c)	Total (Recurring) (d)		
<b>a. PRODUCTION COST/SAVINGS</b>						
(1) CONFIGURATION REM/CSG						
(2) FACTORY TEST EQUIPMENT						
(3) SPECIAL FACTORY TOOLING						
(4) BORAP						
(5) ENGINEERING, ENGINEERING DATA						
<b>REVISION</b>						
(6) REVISION OF TEST PROCEDURES						
(7) QUALIFICATION OF NEW ITEMS						
(8) SUBTOTAL OF PROD COST/SAVINGS						
<b>b. RETROFIT COSTS</b>						
(1) ENGINEERING DATA REVISION						
(2) PROTOTYPE TESTING						
(3) KIT #PROOF TESTING						
(4) RETROFIT KITS FOR OPERATIONAL						
<b>SYSTEMS</b>						
(5) PREP. OF MINORITY/SPECIALTY						
(6) SPECIAL TOOLING FOR RETROFIT						
(7) INSTALLATION - CONTRACTOR						
<b>PERSONNEL</b>						
(8) INSTALLATION - GOVERNMENT						
<b>PERSONNEL</b>						
(9) TESTING AFTER RETROFIT						
(10) MODIFICATION OF GSE/GFP						
(11) QUALIFICATION OF GSE/GFP						
(12) SUBTOTAL OF RETROFIT						
<b>COST/SAVINGS</b>						
<b>c. INTEGRATED LOGISTICS SUPPORT</b>						
<b>COST/SAVINGS</b>						
(1) SPARE/REPAIR PARTS RESERV						
(2) NEW SPARE AND REPAIR PARTS						
(3) SUPPLY/PROVISIONING DATA						
(4) SUPPORT EQUIPMENT						
(5) RETROFIT KITS FOR SPARES						
(6) OPERATOR TRAINING COURSES						
(7) MAINTENANCE TRAINING COURSES						
(8) REVISION OF TECHNICAL MANUALS						
(9) NEW TECHNICAL MANUALS						
(10) TRAINING TRAINERS						
(11) INTERIM SUPPORT						
(12) MAINTENANCE MANPOWER						
(13) COMPUTER						
<b>PROGRAM/DOCUMENTATION</b>						
(14) SUBTOTAL OF ILS COST/SAVINGS						
<b>d. OTHER COSTS/SAVINGS</b>						
<b>e. SUBTOTAL COSTS/SAVINGS</b>						
(15) SUBTOTAL UNDER CONTRACT						
<b>f. COORDINATION OF CHANGES WITH OTHER CONTRACTORS</b>						None
<b>g. COORDINATION CHANGES BY GOVERNMENT</b>						None
<b>h. ESTIMATED NET TOTAL COSTS/SAVINGS</b>						None

DD Form 1592/3, APR 92 (Computer Generated) Previous editions are obsolete.

**ENGINEERING CHANGE PROPOSAL (ECP), PAGE 5 Not Applicable** Form Approved  
OMB No. 0704-0188

Public reporting burden for this collection of information is estimated to average 2 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 this burden to Washington Headquarters Services, Directorate for Information Operations and Reports, 1216 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 COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1892.**

ECP NUMBER MI-60103

**52. ESTIMATED COSTS/SAVINGS SUMMARY, RELATED ECPs (Use parentheses for savings)**

	CAGE CODE	ECP NUMBER	COSTS / SAVINGS UNDER CONTRACT		OTHER COSTS / SAVINGS TO GOVERNMENT
	(II)	(I)	(A)	(B)	(C)
<b>a. PRODUCTION COSTS/SAVINGS</b> (Subtotal of Costs/Savings Elements from Page 4, Item 4.a., applicable to aircraft, ship, tank, vehicle, missile or its subsystem)					
(1) SUBTOTAL PRODUCTION COSTS / SAVINGS					
<b>b. RETROFIT COSTS</b> (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)					
(2) SUBTOTAL RETROFIT COSTS					
<b>c. INTEGRATED LOGISTICS SUPPORT COSTS / SAVINGS</b>					
<b>REVISED REQUIREMENTS</b>					
(1) ITEM RETROFIT (Not covered under "b") (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)					
(2) ILS SUBTOTAL (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)					
(3) OPERATOR TRAINER (Net total cost / saving from each training occasion)					
(4) MAINTENANCE TRAINER (Net to net cost saving from ECP covering maintenance training)					
(5) OTHER TRAINING EQUIPMENT					
(6) SUPPORT EQUIPMENT (Net total cost / saving from each support equipment)					
<b>(7) ILS PLANS</b>					
<b>(8) MAINTENANCE CONCEPT, PLANS, SYSTEM DOCUMENTS</b>					
<b>(9) INTERIM SUPPORT PLAN</b>					
<b>NEW REQUIREMENTS</b>	CAGE CODE	RECURRENCE COSTS	RECURRING COSTS		
			UNIT	QTY	TOTAL
(10) PROVISIONING DOCUMENTATION					
(11) OPER TANK / TROOP DEVICES / EQUIP					
(12) MANUALS / SPARES, REPAIR PARTS (For (11))					
(13) MAINTENANCE TRAINING DEVICES/EQUIP					
(14) MANUALS/SPARES, REPAIR PARTS (For (13))					
(15) SUPPORT EQUIPMENT					
(16) MANUALS (For (15))					
(17) PROVISIONING DOCUMENTATION (For (16))					
(18) REPAIR PARTS (For (16))					
(19) SUBTOTAL ILS COSTS / SAVINGS (Sum of (10) through (18))					
<b>d. OTHER COSTS / SAVINGS</b> Total from Page 4, Item 4.c, or related ECP's					
(1) TOTAL OTHER COSTS / SAVINGS					
(2) SUBTOTAL OF COLUMNS					
(3) SUBTOTAL UNDER CONTRACT					
<b>e. ESTIMATED NET TOTAL COSTS / SAVINGS</b> (2 - 3 + c + d)					

DD Form 1892A, APR 92 (Computer Generated) Previous editions are obsolete.

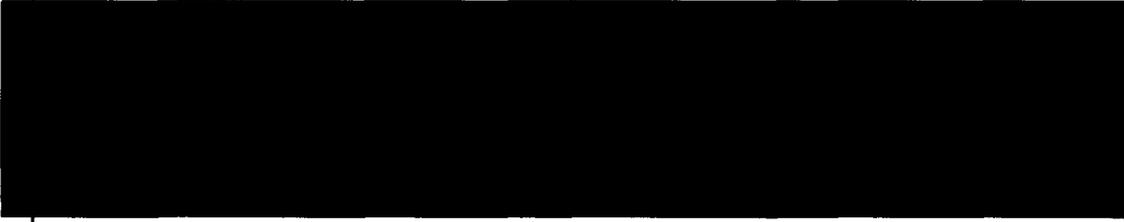
ENGINEERING CHANGE PROPOSAL (ECP) (HARDWARE), PAGE 6 Not Applicable										Form Approved OMB No. 0704-0188	
Public reporting burden for this collection of information is estimated to average 3 hours per response, including the time for reviewing instructions, searching existing data sources, gathering 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 this burden to 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.										ECP NUMBER	
										13. CAGE CODE	
PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES. RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1692.											
54. CONFIGURATION ITEM NO/ENCL/CATURE					55. TITLE OF CHANGE						
56. DATE AUTHORIZATION TO PROCEED											
RECEIVED BY CONTRACTOR (YYMMDD) →											
										A	
										B	
										C	
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ENGINEERING CHANGE PROPOSAL (ECP) (SOFTWARE), PAGE 7 Not Applicable											Form Approved OMB No. 0704-0188			
<p>Public Reporting Burden for this collection of information is estimated to average 2 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 this burden to 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</p> <p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1592.</b></p>											ECP NUMBER MI-N3894			
											17. CAGE CODE			
56. COMPUTER SOFTWARE ITEM NOMENCLATURE						59. TITLE OF CHANGE								
60. DATE AUTHORIZATION TO PROCEED											RECEIVED BY CONTRACTOR (SYMMOCY) →			
											<input type="checkbox"/> START DELIVERY <input type="checkbox"/> COMPLETE DELIVERY <input type="checkbox"/> PROGRESS POINT			
NO OF MONTHS											13   14   15   16   17   18   19   20   21   22		25   26   27   28   29   30   31	
											9   10   11   12		32   33   34   35   36	
COMPLIATION	(1) Software Engineering													
	(2) Software Documentation													
	(3) Software Replication													
	(4) Software Distribution													
SUPPORT EQUIPMENT	(1) Software Engineering Environment Upgrade													
	(2) Software Test Environment Upgrade													
OPERATION	(1) Operator													
	(2) Maintenance													
NO OF MONTHS											13   14   15   16   17   18   19   20   21   22		25   26   27   28   29   30   31	
											9   10   11   12		32   33   34   35   36	

DD Form 1592/6, APR 92

(Computer Generated)

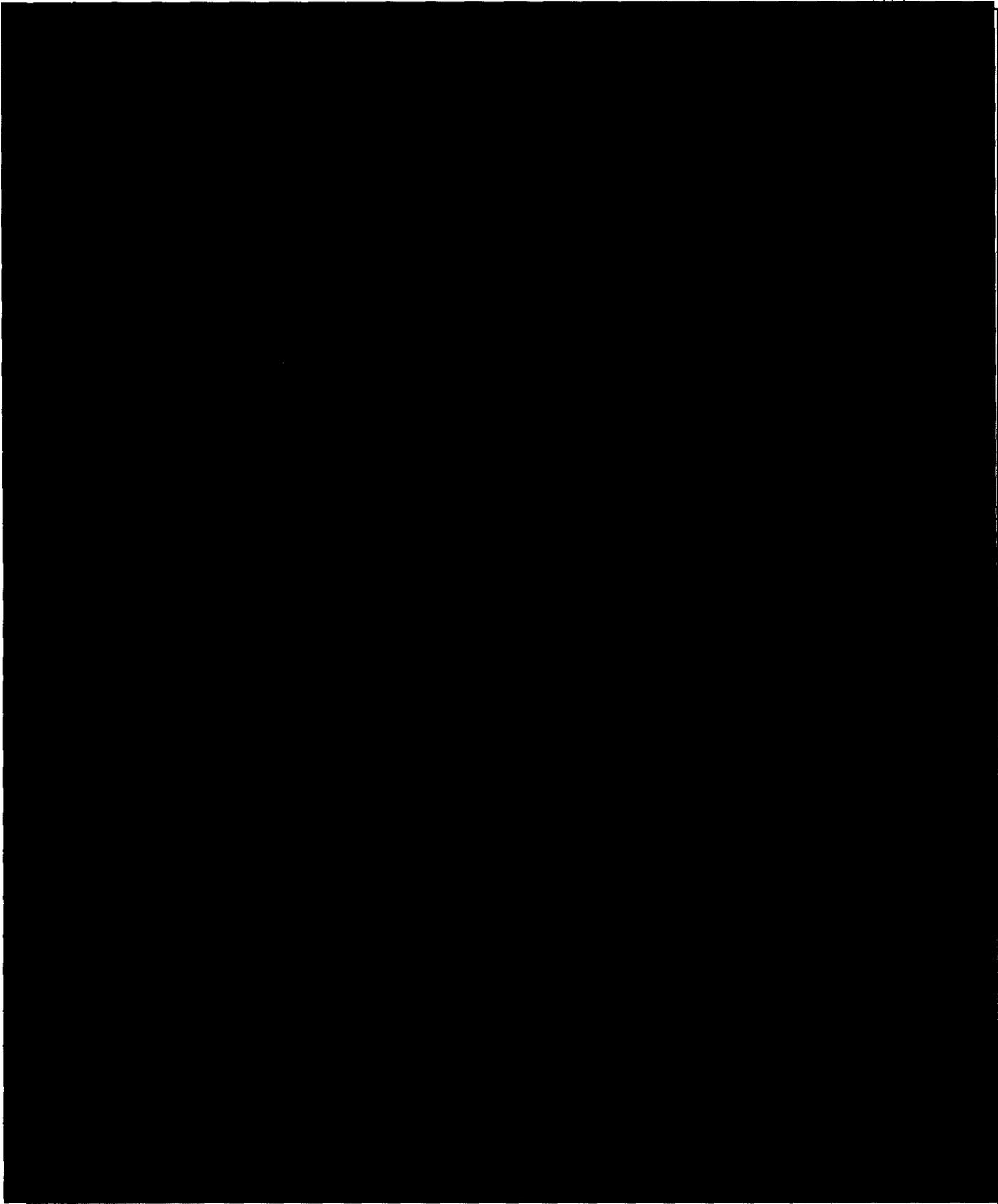
<b>Notice of Revision (NOR)</b> THIS REVISION DESCRIBED BELOW HAS BEEN AUTHORIZED FOR THE DOCUMENT LISTED		1. DATE (YYMMDD) 100818	Form Approved OMB No. 0704-0188
Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing 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 this burden, to Washington, DC 20503.		2. PROCURING ACTIVITY NO.	
Office 1204, Arlington VA 22202-4302, and to the Office of Management and Budget, Paperwork Reduction Project (0704-0188), Washington, DC 20503.		3. OGDAC WB113M	
PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES. RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT/PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THIS FORM.			
4. ORIGINATOR a. TYPED NAME (First, Middle, Last)		b. ADDRESS (Street, City, State, Zip Code)	5. CAGE CODE 05718
		350 Lowell Street Andover, MA 01810	7. CAGE CODE 05718
9. TITLE OF DOCUMENT JLENS COMMUNICATION AND PROCESSING GROUP (CPG) PRIME ITEM DEVELOPMENT SPECIFICATION (PDS)		10. REVISION LETTER a. CURRENT K	
		b. NEW L	
		11. ECP NO. MLN8884	
12. CONFIGURATION ITEM (OR SYSTEM) TO WHICH ECP APPLIES COMMUNICATION AND PROCESSING GROUP (CPG)			



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

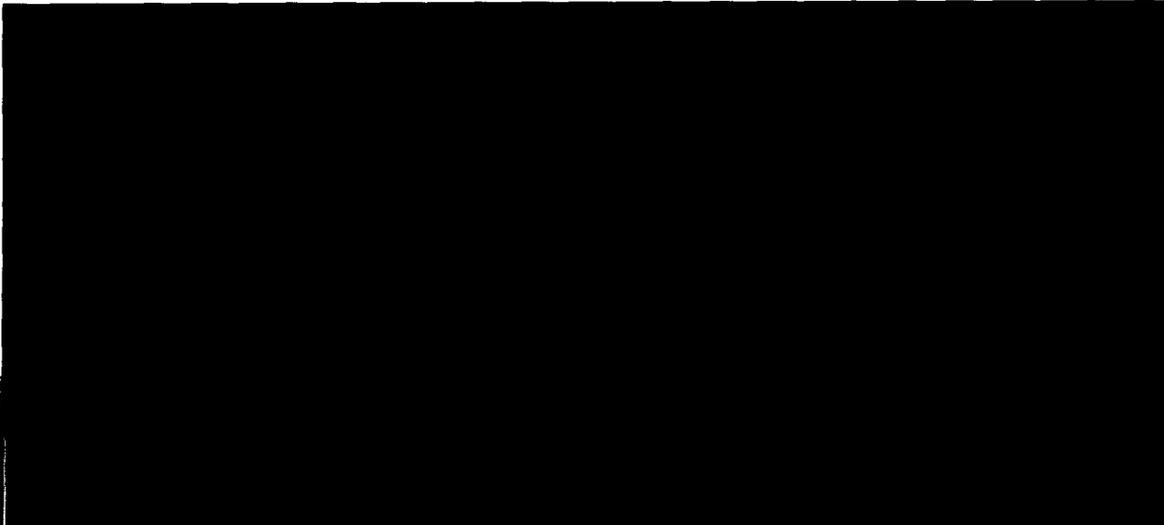
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(A)  
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itle 10  
Sec  
130  
(a)(b)

002126



(b)(3)(A)(i)&(ii)  
10 Sec 130 (a)(1)

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MAT'L DISP

002127

<b>14. THIS SECTION FOR GOVERNMENT USE ONLY</b>		
a. (X ONE)	<input type="checkbox"/>	(1) Existing document supplemented by this NOR
	<input type="checkbox"/>	(2) Revised document must be received before manufacturer may incorporate this change.
	<input type="checkbox"/>	(3) Custodian of master document shall make above revision and furnish revised document.
b. ACTIVITY AUTHORIZED TO APPROVE CHANGE FOR GOVERNMENT		c. TYPED NAME (First, Middle Initial, Last)
d. TITLE	e. SIGNATURE	f. DATE SIGNED (YYMMDD)
15. a. ACTIVITY ACCOMPLISHING REVISION	b. REVISION COMPLETED (Signature)	c. DATE SIGNED (YYMMDD)

DD Form 1685, APR 92

Previous editions are obsolete

41P/100

002128

Title of Document	NOR No
JLENS COMMUNICATION AND PROCESSING GROUP (CPG) PRIME ITEM DEVELOPMENT SPECIFICATION (PIDS)	2
	Document No. H377785

002129



**Raytheon**

**JOINT LAND ATTACK CRUISE MISSILE  
DEFENSE ELEVATED NETTED SENSOR (JLENS)**

**ECP MI-N3895  
CDRL B039-007  
Rev -  
CAGE Code 05716  
September 28, 2010**

In Accordance with:  
Contract No. DASG60-98-C-0001  
Contract Line Item Numbers 0017

Prepared by:  
Raytheon Company  
350 Lowell Street  
Andover, MA 01810

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Raytheon Proprietary

002130

CHANGE RECORD PAGE

Revision	Date	Affected Pages	Authorized By	Explanation of Change
-	9/28/2010	All	[REDACTED]	Original Document

(b)(6)

Approval Signatures

	 Name _____	<u>9/23/10</u> Date _____	(b)(6)
	 Name _____	<u>9/24/10</u> Date _____	(b)(6)
	 Name _____	<u>9/23/10</u> Date _____	(b)(6)
	 Name _____	<u>9/27/10</u> Date _____	(b)(6)

Table of Contents

PAGE	DESCRIPTION
1	ECP MI-N3895 for H377785 CPG PIDS Rev. K.

ENGINEERING CHANGE PROPOSAL (ECP), PAGE 1				I. DATE (YYMMDD) 199508		Form Approved OMB No. 0704-0188	
<p>Public Issuing Office for the collection of information is required to report 2 (hour) per response, including the time for preparing information, including all the data search, gathering and organizing the data needed, and analyzing and reviewing the collection of information. Save documents regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to 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.</p> <p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THIS FORM.</b></p>						<p>2. PROCURING ACTIVITY NO.</p>	
<p>4. ORIGINATOR</p> <p>a. TYPED NAME (Print, Middle Initial, Last)</p> <p>[Redacted]</p>			<p>b. ADDRESS (Street, City, State, Zip Code)</p> <p>350 Lowell Street Andover, MA 01810</p>		<p>5. CLASS OF ECP</p> <p>Class 1</p>		<p>7. PROBABLY</p> <p>U</p>
<p>6. ECP INFORMATION</p> <p>a. MODEL/TYPE</p> <p>1995B</p>			<p>d. SYSTEM DESIGNATION</p> <p>CPG PIDS</p>		<p>e. JUST. CODE</p> <p>C</p>		
<p>11. SPECIFICATIONS AFFECTED</p>			<p>12. DRAWINGS AFFECTED</p>		<p>9. BASELINE AFFECTED</p> <p>X FUNCTIONAL ALLOCATED</p> <p>PRODUCTION <input type="checkbox"/></p>		
<p>13. TITLE OF CHANGE</p> <p>Updates for CPG Build 3 FVT</p>			<p>14. CONTRACT NO. AND LINE ITEM</p> <p>DAS0389-C-0001 CLM-0016</p>		<p>15. PROCURING CONTRACTING OFFICER</p> <p>a. NAME (Print, Middle Initial, Surname, F. Thistle)</p> <p>b. CODE 0011200</p>		<p>17. IN PRODUCTION</p> <p>YES <input type="checkbox"/> NO <input checked="" type="checkbox"/></p>
<p>16. CONFIGURATION ITEM IDENTIFICATION</p> <p>18. ALL LOWER LEVEL ITEMS AFFECTED HERE</p> <p>a. NAME/CLAYING</p> <p>CPG Mission Operations CSCI CPG Mission Support CSCI CPG Mission Management CSCI CPG Embedded Training CSCI CPG Display and Process Manager CSCI</p>			<p>b. PART NO.</p> <p>18. JENSEN-IMP-001 18C-0000-000 1800-0000-000-020 1801700 1801701</p>		<p>c. ASN</p>		
<p>19. DESCRIPTION OF CHANGE</p> <p>CPG PIDS Rev. K updates for FVT</p>							
<p>20. NEED FOR CHANGE</p> <p>Updates to satisfy FVT requirements</p>							
<p>21. PRODUCTION EFFECTIVITY BY SERIAL NUMBER NA</p>				<p>22. EFFECT ON PRODUCTION DELIVERY SCHEDULE</p> <p>None</p>			
<p>23. RETROFIT</p>				<p>24. ESTIMATED NET DELIVERY SCHEDULE NA</p>			
<p>25. ESTIMATED COST SAVINGS UNDER CONTRACT None</p>				<p>26. ESTIMATED NET TOTAL COST SAVINGS None</p>			
<p>27. SUBMITTING ACTIVITY</p> <p>a. AUTHORIZED SIGNATURE</p> <p>[Redacted]</p>				<p>b. TITLE</p> <p>CPG SPT Lead</p>			
<p>28. APPROVAL</p> <p>APPROVED <input checked="" type="checkbox"/> DISAPPROVED <input type="checkbox"/></p>		<p>29. SIGNATURE</p> <p>[Redacted]</p>		<p>30. DATE SIGNED (YYMMDD)</p> <p>10/11/10</p>		<p>31. DATE SIGNED (YYMMDD)</p> <p>10/11/10</p>	

(b)(6)

(b)(6)

(b)(6)

<b>ENGINEERING CHANGE PROPOSAL (ECP), PAGE 2</b>		Form Approved OMB No. 0704-0188
<small>Public reporting burden for this collection of information is estimated to average 2 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 this burden to 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.</small>		
<b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1582.</b>		ECP NUMBER MI-N3896
<b>EFFECTS ON FUNCTIONAL/ALLOCATED CONFIGURATION DOCUMENTATION</b>		
<b>2A. OTHER SYSTEMS AFFECTED</b> None	<b>2B. OTHER CONTRACTORS/ACTIVITIES AFFECTED</b> <div style="background-color: black; width: 100%; height: 40px; margin-bottom: 5px;"></div> (b)(4)	
<b>3A. CONFIGURATION ITEMS AFFECTED</b> CPG Prime Item		
<b>31. EFFECTS ON PERFORMANCE ALLOCATIONS AND INTERFACES IN SYSTEM SPECIFICATION</b>  H381705-Vo1.2 System External IRG Rev. F updated according to results of JLENS CPG meeting September 16, 2010 H422133 CPG IRG will be updated according to the results of this meeting.		
<b>32. EFFECTS ON EMPLOYMENT, INTEGRATED LOGISTICS SUPPORT, TRAINING, OPERATIONAL EFFECTIVENESS OR SOFTWARE</b>  Training and ITEM will reflect selected user GUI and functional updates.		
<b>33. EFFECTS ON CONFIGURATION ITEM SPECIFICATIONS</b>  As Specified in MOR submitted with this ECP		
<b>34. DEVELOPMENTAL REQUIREMENTS AND STATUS</b>  As specified in MOR to CPG Software builds.		
<b>35. TRADE-OFFS AND ALTERNATE SOLUTIONS</b>  None		
<b>38. DATE BY WHICH CONTRACTUAL AUTHORITY IS NEEDED (YYMMDD)</b> 101928		

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ENGINEERING CHANGE PROPOSAL (ECP), PAGE 3					Form Approved OMB No. 0704-0188		
<p>Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and reviewing 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 this burden to 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</p>							
<p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1592.</b></p>							<p>ECP NUMBER MI-N3895</p>
<b>EFFECTS ON PRODUCT CONFIGURATION DOCUMENTATION, LOGISTICS AND OPERATIONS Not Applicable</b>							
(X)	FACTOR	ENCL	PAR.	(X)	FACTOR	ENCL	PAR.
	<b>27. EFFECTS ON PRODUCTION CONFIGURATION DOCUMENTATION OR CONTRACT</b>				<b>39. EFFECTS ON OPERATIONAL EMPLOYMENT</b>		
	a. PERFORMANCE				a. SAFETY		
	b. WEIGHT-BALANCE-STABILITY (Aircraft)				b. SURVIVABILITY		
	c. WEIGHT AND VOLUME (Other equipment)				c. RELIABILITY		
	d. COREL TECHNICAL DATA				d. MAINTAINABILITY		
	e. NOMENCLATURE				e. SERVICE LIFE		
	<b>38. EFFECT ON INTEGRATED LOGISTICS SUPPORT (ILS) ELEMENTS</b>				f. OPERATING PROCEDURES		
	a. ILS PLANS				g. ELECTROMAGNETIC INTERFERENCE		
	b. MAINTENANCE CONCEPT, PLANS AND PROCEDURES				h. ACFTATION SCHEDULE		
	c. LOGISTICS SUPPORT ANALYSES				i. CRITICAL SINGLE POINT FAILURE ITEMS		
	d. INTERIM SUPPORT PROGRAMS				j. INTEROPERABILITY		
	e. SPARES AND REPAIR PARTS				<b>40. OTHER CONSIDERATIONS</b>		
	f. TECH MANUALS/PROGRAMMING TAPES				a. INTERFACE		
	g. FACILITIES				b. OTHER AFFECTED EQUIPMENT/GE/SEP		
	h. SUPPORT EQUIPMENT				c. PHYSICAL CONSTRAINTS		
	i. OPERATOR TRAINING				d. COMPUTER PROGRAMS AND RESOURCES		
	j. OPERATOR TRAINING EQUIPMENT				e. REWORK OF OTHER EQUIPMENT		
	k. MAINTENANCE TRAINING				f. SYSTEM TEST PROCEDURES		
	l. MAINTENANCE TRAINING EQUIPMENT				g. WARRANTY/GUARANTEE		
	m. CONTRACT MAINTENANCE				h. PARTS CONTROL		
	n. PACKAGING, HANDLING, STORAGE TRANSPORTABILITY				i. LIFE CYCLE COSTS		
<b>41. ALTERNATE SOLUTIONS</b>							
NA							
<b>42. DEVELOPMENTAL STATUS</b>							
NA							
<b>43. RECOMMENDATIONS FOR RETROFIT</b>							
NA							
<b>44. WORK-HOURS PER UNIT TO INSTALL RETROFIT KITS</b>				<b>45. WORK-HOURS TO CONDUCT SYSTEM TESTS AFTER RETROFIT</b>			
a. ORGANIZATION	b. INTERMEDIATE	c. DEPOT	d. OTHER	NA			
NA	NA	NA	NA				
<b>46. THIS CHANGE MUST BE ACCOMPLISHED</b>				<b>47. IS CONTRACTOR FIELD SERVICE ENGINEERING REQUIRED?</b>		<b>48. OUT OF SERVICE TIME</b>	
<input type="checkbox"/> BEFORE	<input type="checkbox"/> WITH	<input type="checkbox"/> AFTER THE FOLLOWING CHANGES		<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO	NA	
NA	NA	NA					
<b>49. EFFECT OF THIS ECP AND PREVIOUSLY APPROVED ECP'S ON ITEM</b>				<b>50. DATE CONTRACTUAL AUTHORITY NEEDED FOR (Y2K/MD)</b>			
NA				a. PRODUCTION NA			
				b. RETROFIT NA			

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ENGINEERING CHANGE PROPOSAL (ECP), PAGE 4 Not Applicable						Form Approved OMB No. 0704-0188
<p>Public reporting burden for this collection of information is estimated to average 2 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 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</p> <p><b>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROGRAMING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1592.</b></p>						ECP NUMBER: <b>MI-N3895</b>
51. ESTIMATED NET TOTAL COST IMPACT (Use parentheses for savings)						
FACTOR	Non-Recurring (a)	COST/SAVINGS UNDER CONTRACT			Total (e)	Other Costs/Savings to the Government (f)
		Unit (b)	Quantity (c)	Total (Amount) (d)		
<b>a. PRODUCTION COST/SAVINGS</b>						
(1) CONFIGURATION ITEM/COI						
(2) FACTORY TEST EQUIPMENT						
(3) SPECIAL FACTORY TOOLING						
(4) SCRAP						
(5) ENGINEERING, ENGINEERING DATA						
<b>REVISION</b>						
(6) REVISION OF TEST PROCEDURES						
(7) QUALIFICATION OF NEW ITEMS						
(8) SUBTOTAL OF PROD COST/SAVINGS						
<b>b. RETROFIT COSTS</b>						
(1) ENGINEERING DATA REVISION						
(2) PROTOTYPE TESTING						
(3) NET PRODF TESTING						
(4) RETROFIT RISE FOR OPERATIONAL						
<b>SYSTEMS</b>						
(5) PREP. OF MWOTG/DOMALI/ID						
(6) SPECIAL TOOLING FOR RETROFIT						
(7) INSTALLATION - CONTRACTOR						
<b>PERSONNEL</b>						
(8) INSTALLATION - GOVERNMENT						
(9) TESTING AFTER RETROFIT						
(10) MODIFICATION OF SPEC/PP						
(11) QUALIFICATION OF SPEC/PP						
(12) SUBTOTAL OF RETROFIT						
<b>COST/SAVINGS</b>						
<b>c. INTEGRATED LOGISTICS SUPPORT COST/SAVINGS</b>						
(1) SPARE/REPAIR PARTS NETWORK						
(2) NEW SPARES AND REPAIR PARTS						
(3) SUPPLY/PROVISIONING DATA						
(4) SUPPORT EQUIPMENT						
(5) RETROFIT RISES FOR SPARES						
(6) OPERATOR TRAINING COURSES						
(7) MAINTENANCE TRAINING COURSES						
(8) REVISION OF TECHNICAL MANUALS						
(9) NEW TECHNICAL MANUALS						
(10) TRAINING/TRAINERS						
(11) INTERIM SUPPORT						
(12) MAINTENANCE MANPOWER						
(13) COMPUTER						
<b>PROGRAM/DOCUMENTATION</b>						
(14) SUBTOTAL OF ILS COST/SAVINGS						
<b>d. OTHER COST/SAVINGS</b>						
<b>e. SUBTOTAL COST/SAVINGS</b>						
(15) SUBTOTAL UNDER CONTRACT						
<b>f. COORDINATION OF CHANGES WITH OTHER CONTRACTORS</b>						None
<b>g. COORDINATION CHANGES BY GOVERNMENT</b>						None
<b>h. ESTIMATED NET TOTAL COST/SAVINGS</b>						None

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ENGINEERING CHANGE PROPOSAL (ECP), PAGE 5 Not Applicable			Form Approved ONS No. 0704-0138	
<p>Please reporting burden for this collection of information is estimated to average 2 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 this burden to 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 (0704-0138), Washington DC 20503</p> <p>PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1592.</p>				
52. ESTIMATED COSTS/SAVINGS SUMMARY RELATED ECP'S (Use parentheses for savings)			ECP NUMBER MI-N3895	
DESCRIPTION	OF BE CODE	ECP NUMBER	COSTS / SAVINGS UNDER CONTRACTS	OTHER COSTS / SAVINGS TO GOVERNMENT
	(A)			
<b>a. PRODUCTION COSTS/SAVINGS (Subset of Costs/Savings Elements from Page 4, Item 4.c., applicable to aircraft, ship, tank, vehicle, missile or its subsystem)</b>				
(1) SUBTOTAL PRODUCTION COSTS / SAVINGS				
<b>b. RETROFIT COSTS (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)</b>				
(1) SUBTOTAL RETROFIT COSTS				
<b>c. INTEGRATED LOGISTICS SUPPORT COSTS / SAVINGS</b>				
<b>REVISED REQUIREMENTS</b>				
(1) ITEM RETROFIT (If not covered under "a") (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)				
(2) ILS MATERIAL (Applicable to aircraft, ship, tank, vehicle, missile or its subsystem)				
(3) OPERATOR TRAINER (Net total cost / savings from each covering operator trainer)				
(4) MAINTENANCE TRAINER (Net total cost / savings from each covering maintenance trainer)				
(5) OTHER TRAINING EQUIPMENT				
(6) SUPPORT EQUIPMENT (Net total cost / savings from each on support equipment)				
(7) ILS PLANS				
(8) MAINTENANCE CONCEPT, PLANS, SYSTEM DOCUMENTS				
(9) INTERIM SUPPORT PLAN				
<b>NEW REQUIREMENTS</b>		<b>CAGE CODE</b>	<b>RECURRING COSTS</b>	
			<b>UNIT</b>	<b>QTY</b>
			<b>TOTAL</b>	
(10) PROVISIONING DOCUMENTATION				
(11) OPERATOR / TRAINING SERVICES / EQUIP				
(12) MANUALS / SPARES, REPAIR PARTS				
(For (12))				
(13) MAINTENANCE TRAINING DEVICES/EQUIP				
(14) MANUALS/SPARES, REPAIR PARTS				
(For (14))				
(15) SUPPORT EQUIPMENT				
(16) MANUALS (For (16))				
(17) PROVISIONING DOCUMENTATION				
(For (17))				
(18) REPAIR PARTS (For (18))				
(19) SUBTOTAL ILS COSTS / SAVINGS (Sum of (1) through (18))				
<b>d. OTHER COSTS / SAVINGS</b>		<b>CAGE CODE</b>	<b>ECP NUMBER</b>	
Total from Page 4, Item 4.d., or related ECP's				
(1) TOTAL OTHER COSTS / SAVINGS				
(2) SUBTOTAL OF COLUMNS				
(3) SUBTOTAL UNDER CONTRACT				
<b>e. ESTIMATED NET TOTAL COSTS / SAVINGS (a + b + c + d)</b>				

DD Form 1592/4, APR 92 (Computer Generated) Previous editions are obsolete.

002138

ENGINEERING CHANGE PROPOSAL (ECP) (HARDWARE), PAGE 6 Not Applicable		Form Approved OMB No. 0704-0187	
Public reporting burden for this collection of information is estimated to average 3 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 this burden to 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 (0704-0187), Washington, DC 20503		ECP NUMBER MI-N3895	
PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THE COMPLETED DD FORM 1492.		SA, CAGE CODE 05718	
54. CONFIGURATION ITEM NOMENCLATURE		55. TITLE OF CHANGE	
58. DATE AUTHORIZATION TO PROCEED		START DELIVERY COMPLETE DELIVERY PROGRESS POINT	
RECEIVED BY CONTRACTOR (Y/M/D) →		A B C	
NO. OF MONTHS		NO. OF MONTHS	
1   2   3   4   5   6   7   8   9   10   11   12		13   14   15   16   17   18   19   20   21   22   23   24   25   26   27   28   29   30   31   32   33   34   35   36	
SCHEDULE ITEM	(1) Production		
	(2) Tech Manuals		
	(3) Refurb		
	(4) MWO/CTO/SOIAL/TD		
	(5) Spares / Repair Parts		
SCHEDULE ITEM	(1) Production		
	(2) Tech Manuals / Prog. Tapes		
	(3) Refurb		
	(4) MWO/CTO/SOIAL/TD		
	(5) Repair Parts		
SCHEDULE ITEM	(1) Operator		
	(2) Maintenance		
NO. OF MONTHS		NO. OF MONTHS	
1   2   3   4   5   6   7   8   9   10   11   12		13   14   15   16   17   18   19   20   21   22   23   24   25   26   27   28   29   30   31   32   33   34   35   36	

DD Form 1492/6, APR 92

(Computer Generated)

Previous editions are obsolete.

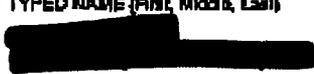
ENGINEERING CHANGE PROPOSAL (ECP) (SOFTWARE), PAGE 7 Not Applicable												Form Approved OMB No. 0704-0188		
Public reporting burden for this collection of information is estimated to average 7 hours per response, including the time for reviewing instructions, searching existing data sources, gathering 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 Washington Headquarters Services, Directorate for Information Operations and Reports, 1216 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												ECP NUMBER MI-N3895		
PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES. RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT / PROCURING ACTIVITY NUMBER LISTED IN ITEM 3 OF THE COMPLETED DD FORM 1692.												CAGE CODE 05718		
59. COMPUTER SOFTWARE ITEM NOMENCLATURE						OR TITLE OF CHANGE								
60. DATE AUTHORIZATION TO PROCEED						START DELIVERY		COMPLETE DELIVERY		PROGRESS POINT				
RECEIVED BY CONTRACTOR (YYMMDD) →						START DELIVERY		COMPLETE DELIVERY		PROGRESS POINT				
NO. OF MONTHS						13   14   15   16   17   18   19   20   21   22		25   26   27   28   29   30   31						
						1   2   3   4   5   6   7   8		9   10   11   12						
C O N F I D E N T I A L I T E M	(1) Software Engineering													
	(2) Software Documentation													
	(3) Software Replication													
	(4) Software Distribution													
S U P P O R T E Q U I P M E N T	(1) Software Engineering Environment Upgrade													
	(2) Software Test Environment Upgrade													
A T T A C H M E N T	(1) Operator													
	(2) Maintenance													
NO. OF MONTHS						13   14   15   16   17   18   19   20   21   22		25   26   27   28   29   30   31						
						1   2   3   4   5   6   7   8		9   10   11   12						

DD Form 1692/6, APR 92

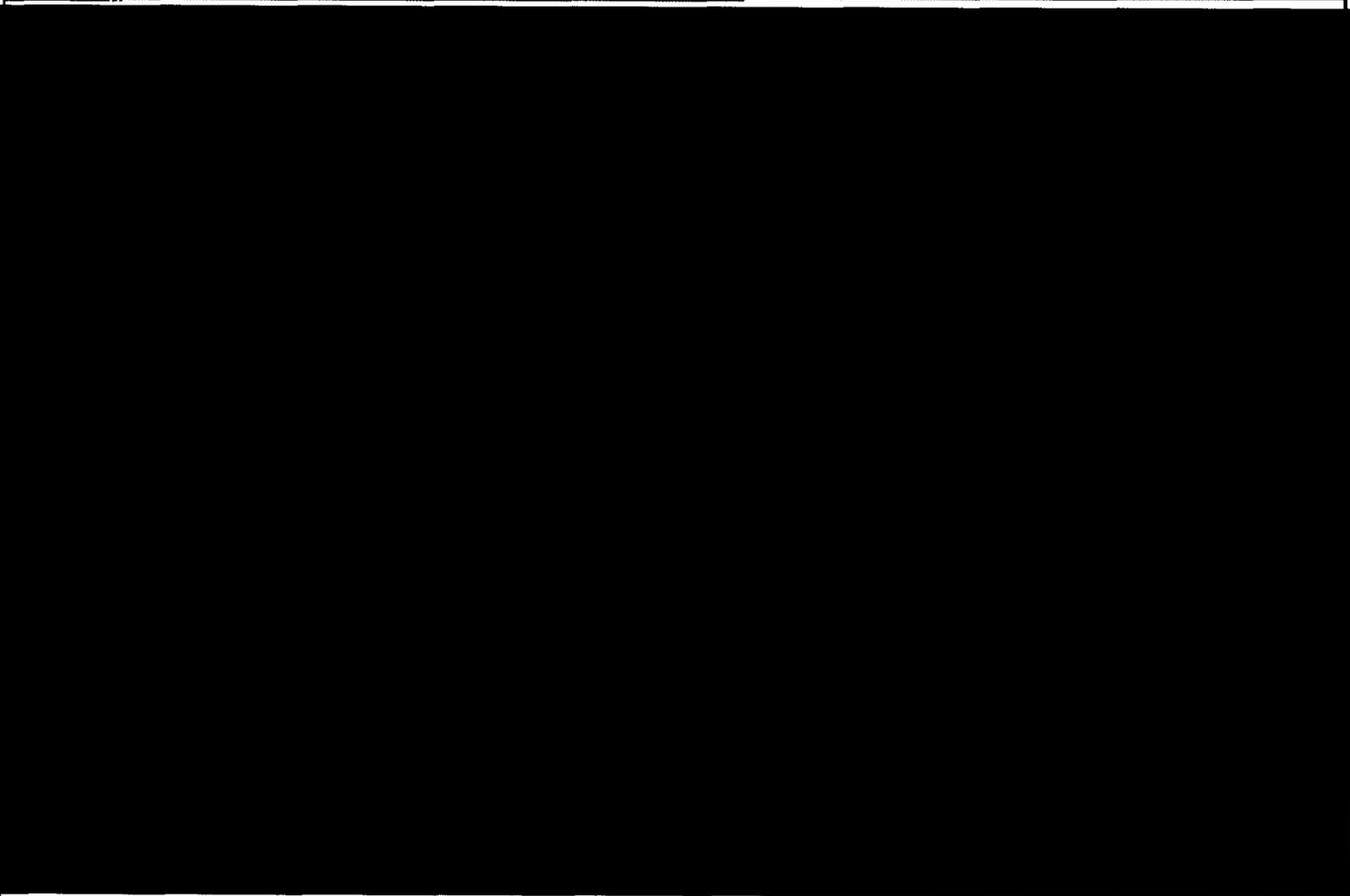
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Raytheon Proprietary

002140

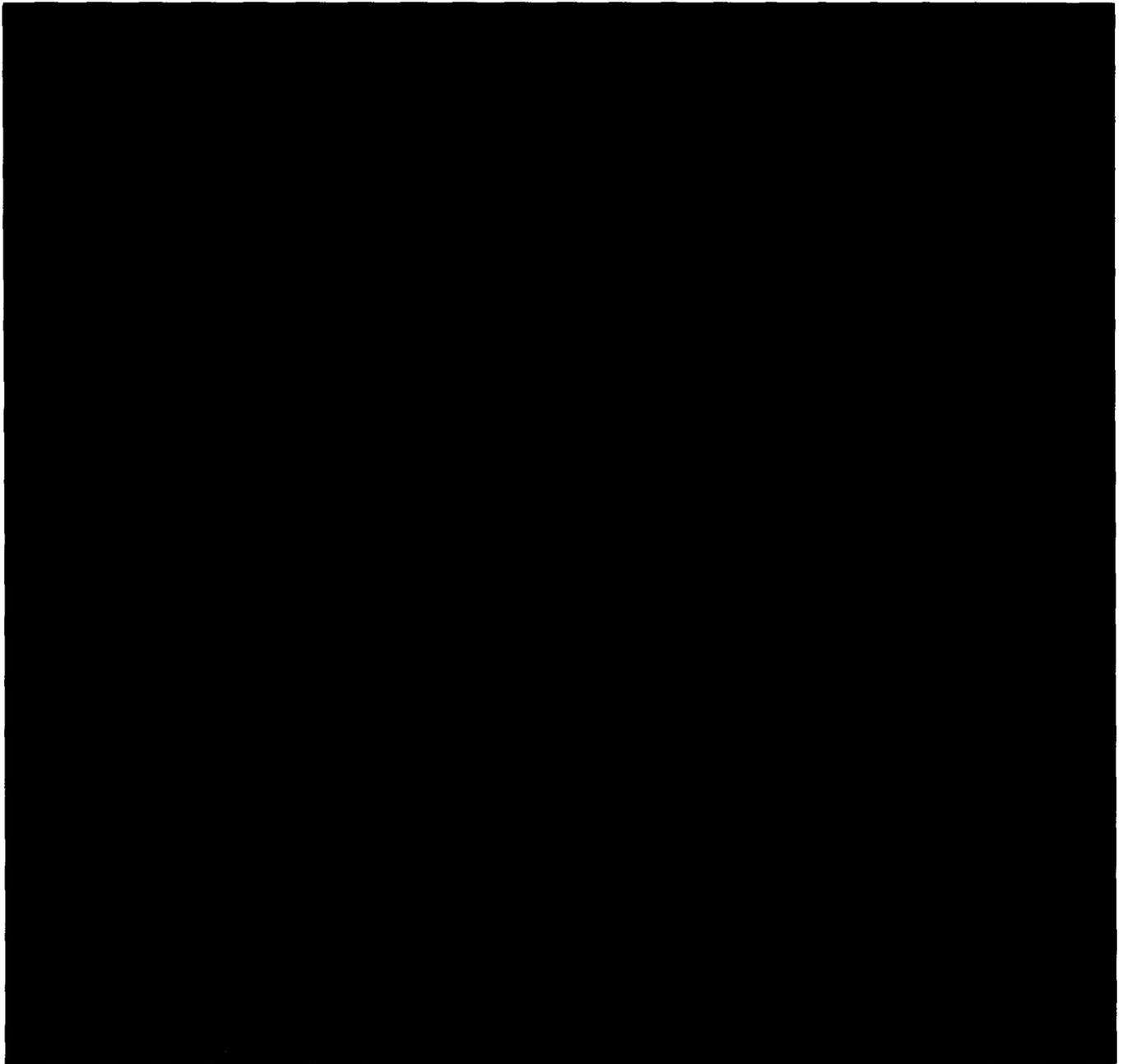
<b>Notice of Revision (NOR)</b> THIS REVISION DESCRIBED BELOW HAS BEEN AUTHORIZED FOR THE DOCUMENT LISTED		1. DATE (YYMMDD) 100928	Form Approved OMB No. 0704-0188
Public reporting burden for this collection of information is estimated to average 2 hours per response, including the time for reviewing 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 this burden, to Washington Headquarters Office of Management and Budget, Paperwork Reduction Project (0704-0188), Washington, DC 20503. PLEASE DO NOT RETURN YOUR COMPLETED FORM TO EITHER OF THESE ADDRESSES, RETURN COMPLETED FORM TO THE GOVERNMENT ISSUING CONTRACTING OFFICER FOR THE CONTRACT/PROCURING ACTIVITY NUMBER LISTED IN ITEM 2 OF THIS FORM.		2. PROCURING ACTIVITY NO.  3. DODAAC W8112M	
4. ORIGINATOR a. TYPED NAME (First, Middle, Last) 	b. ADDRESS (Street, City, State, Zip Code)  390 Lowell Street Andover, MA 01010	5. CAGE CODE 05718	8. NOR NO. 3
		7. CAGE CODE 05718	6. DOCUMENT NO. H37785
1. TITLE OF DOCUMENT JLENS COMMUNICATION AND PROCESSING GROUP (CPG) PRIME ITEM DEVELOPMENT SPECIFICATION (PIDS)		10. REVISION LETTER a. CURRENT K	11. ECP NO. MI-N3985
12. CONFIGURATION ITEM (OR SYSTEM) TO WHICH ECP APPLIES COMMUNICATION AND PROCESSING GROUP (CPG)		b. NEW L	

(b)(3)



Additional Changes below.

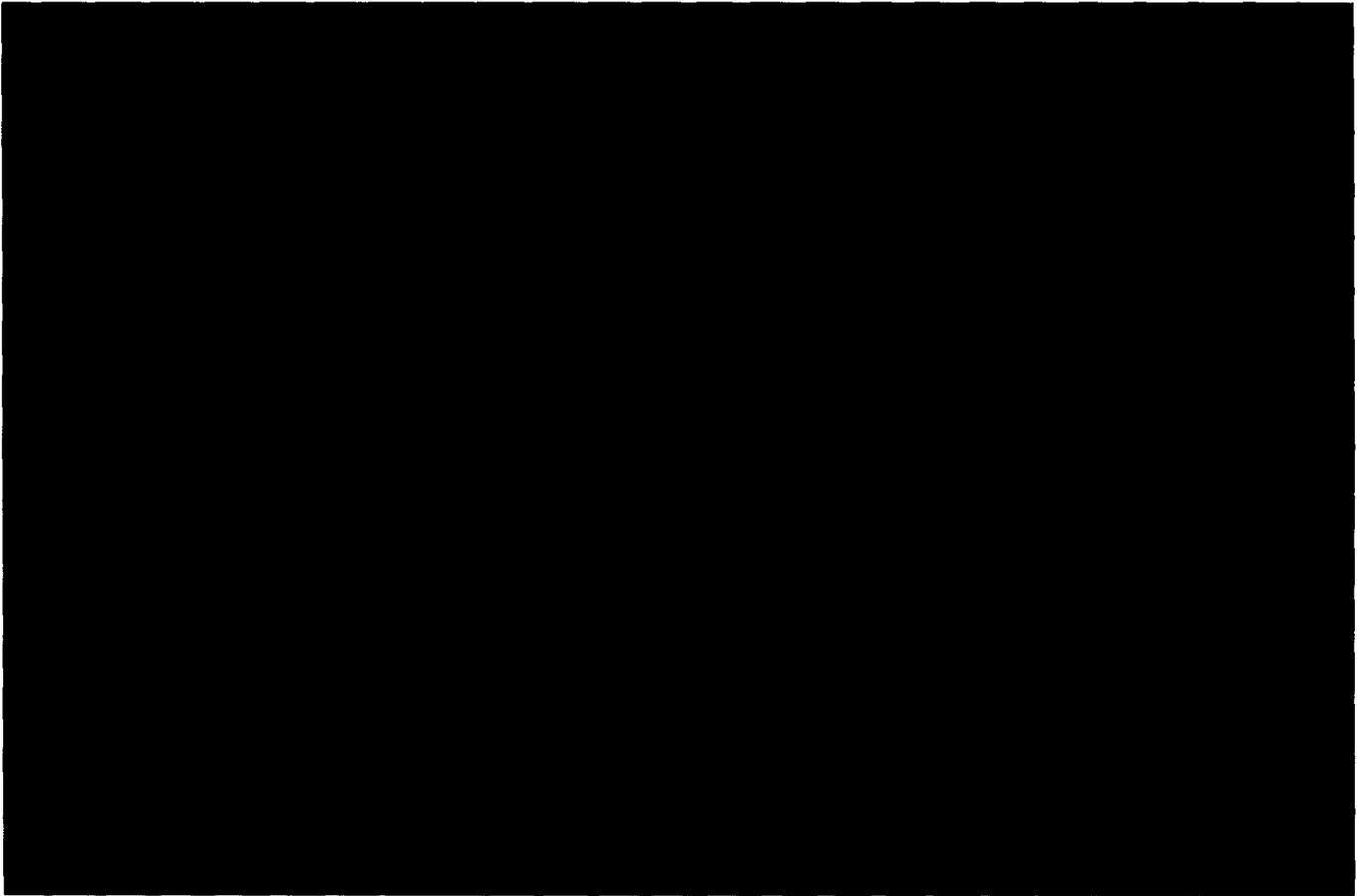
(b)(3)(A)(i)&Title 10  
 Sec 130 (a)(b)



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

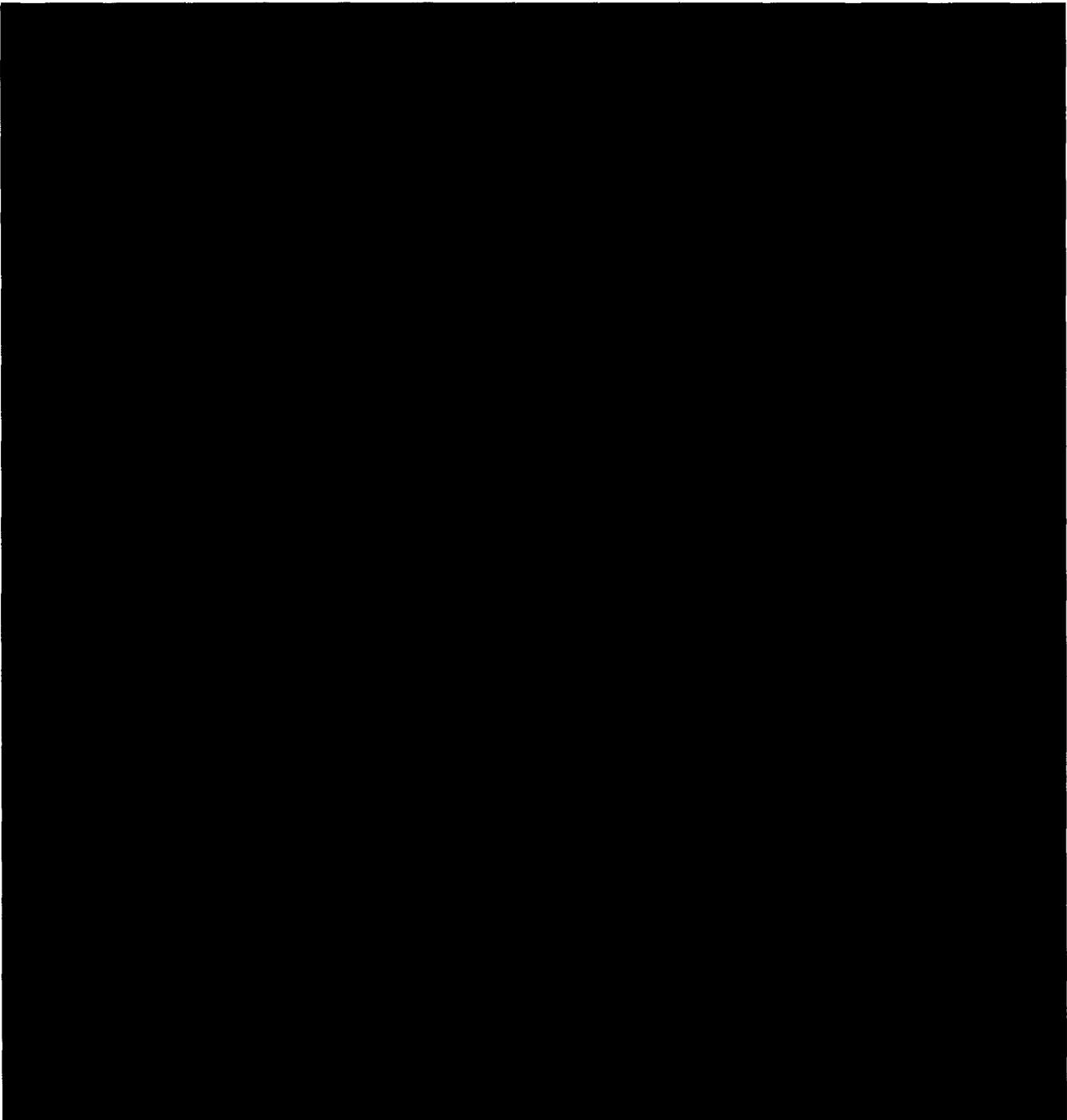
002142

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



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

002143

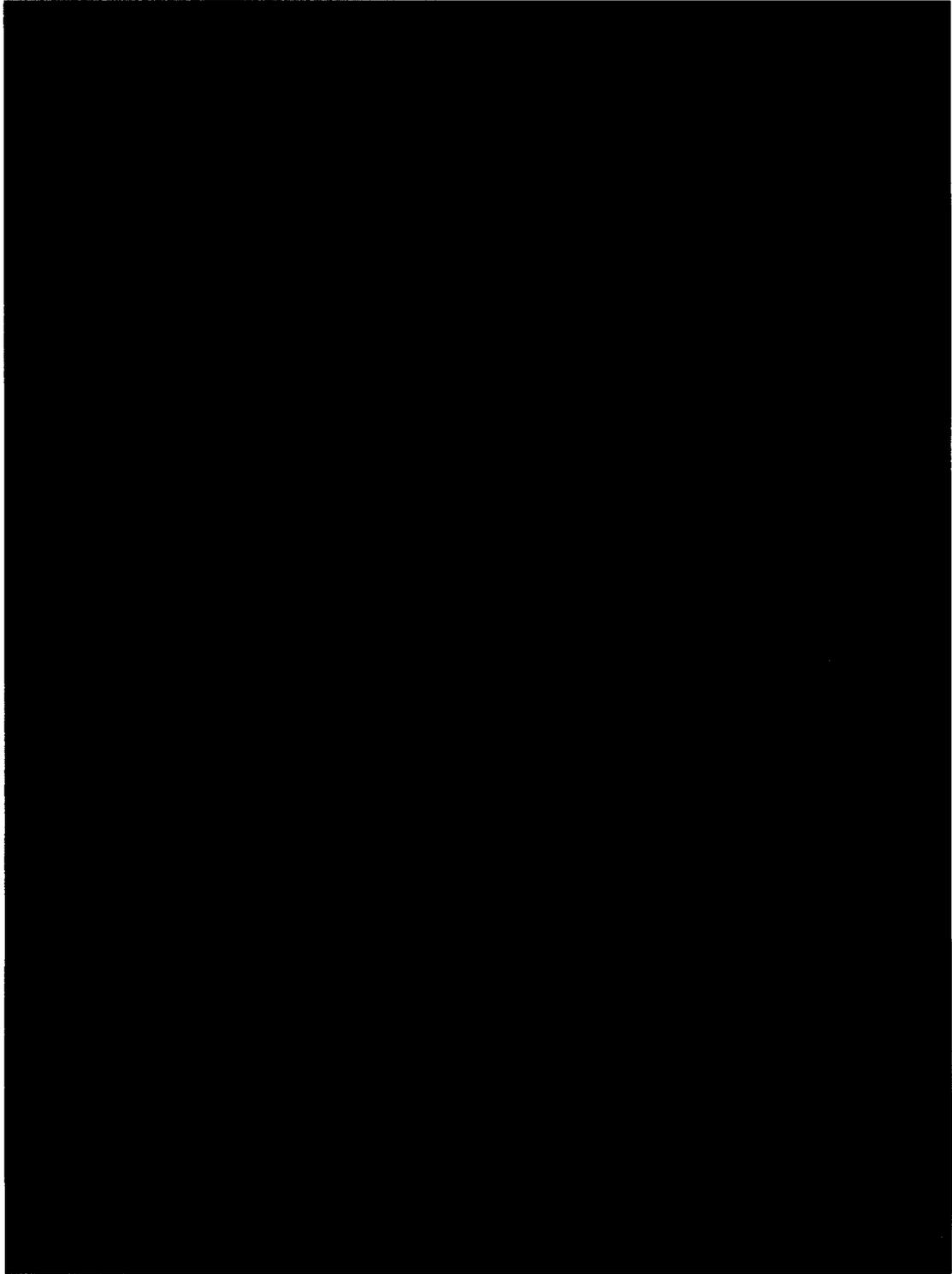


(b)(3)  
(A)  
(i)&Title  
10 Sec  
130 (a)  
(b)

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

002144

Change Build Allocation according to table below.



(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)

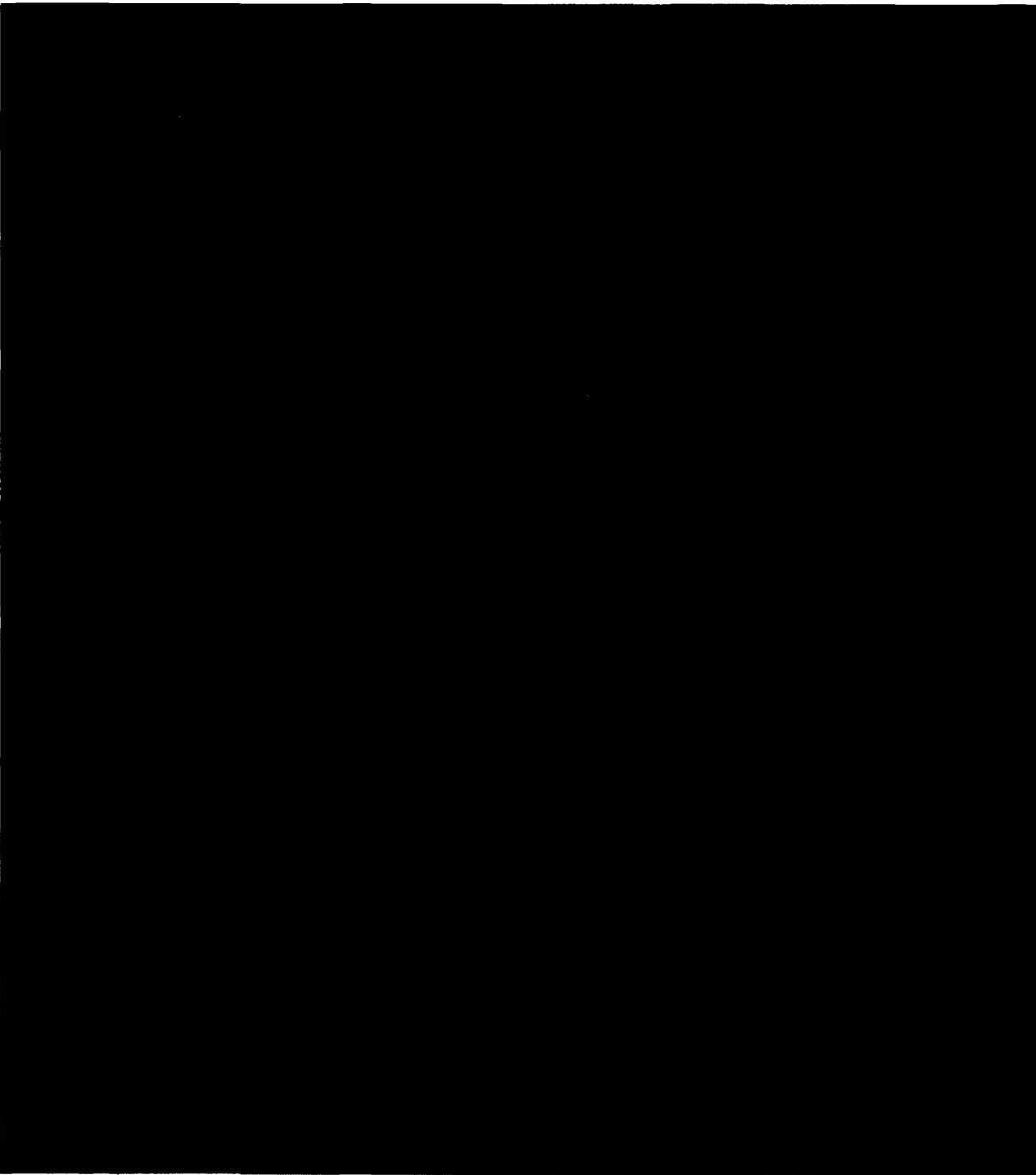
002145

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

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

Sheet 6 of 39

Notice of Revision (NOR) continued



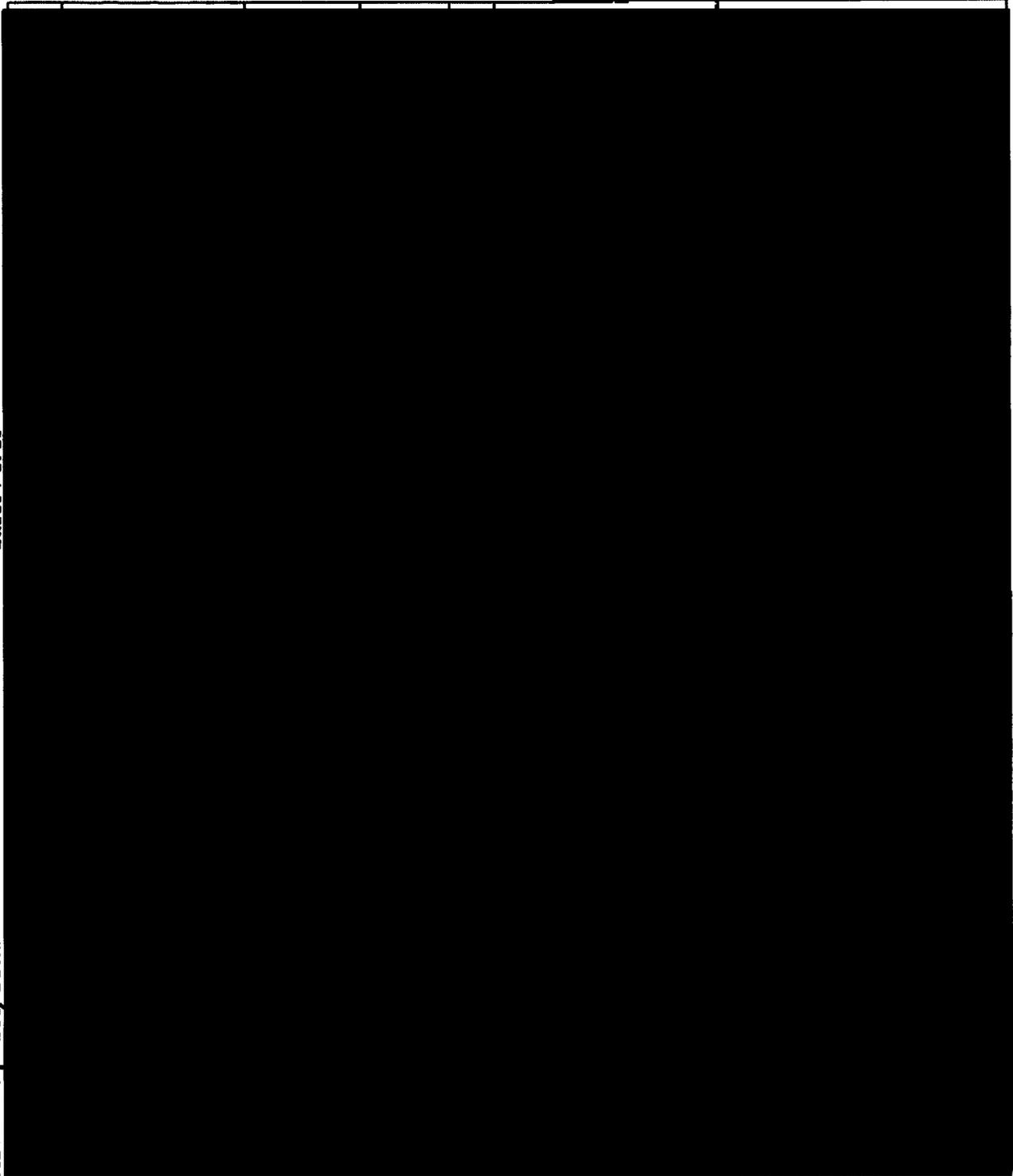
002146

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

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

Sheet 7 of 39

Notice of Revision (NOR) continued



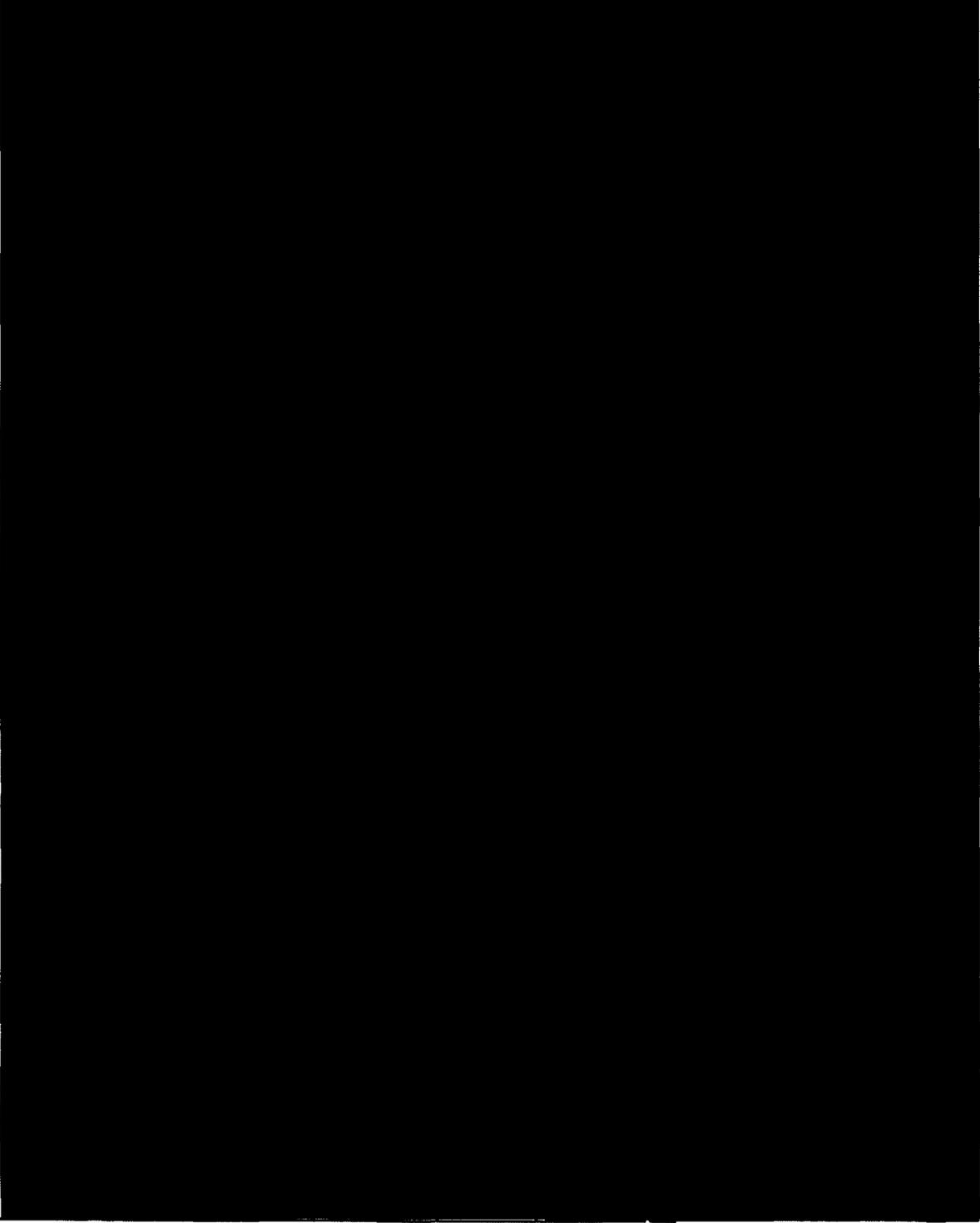
002147

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

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

Sheet 8 of 38

Notice of Revision (NOR) continued



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

002148

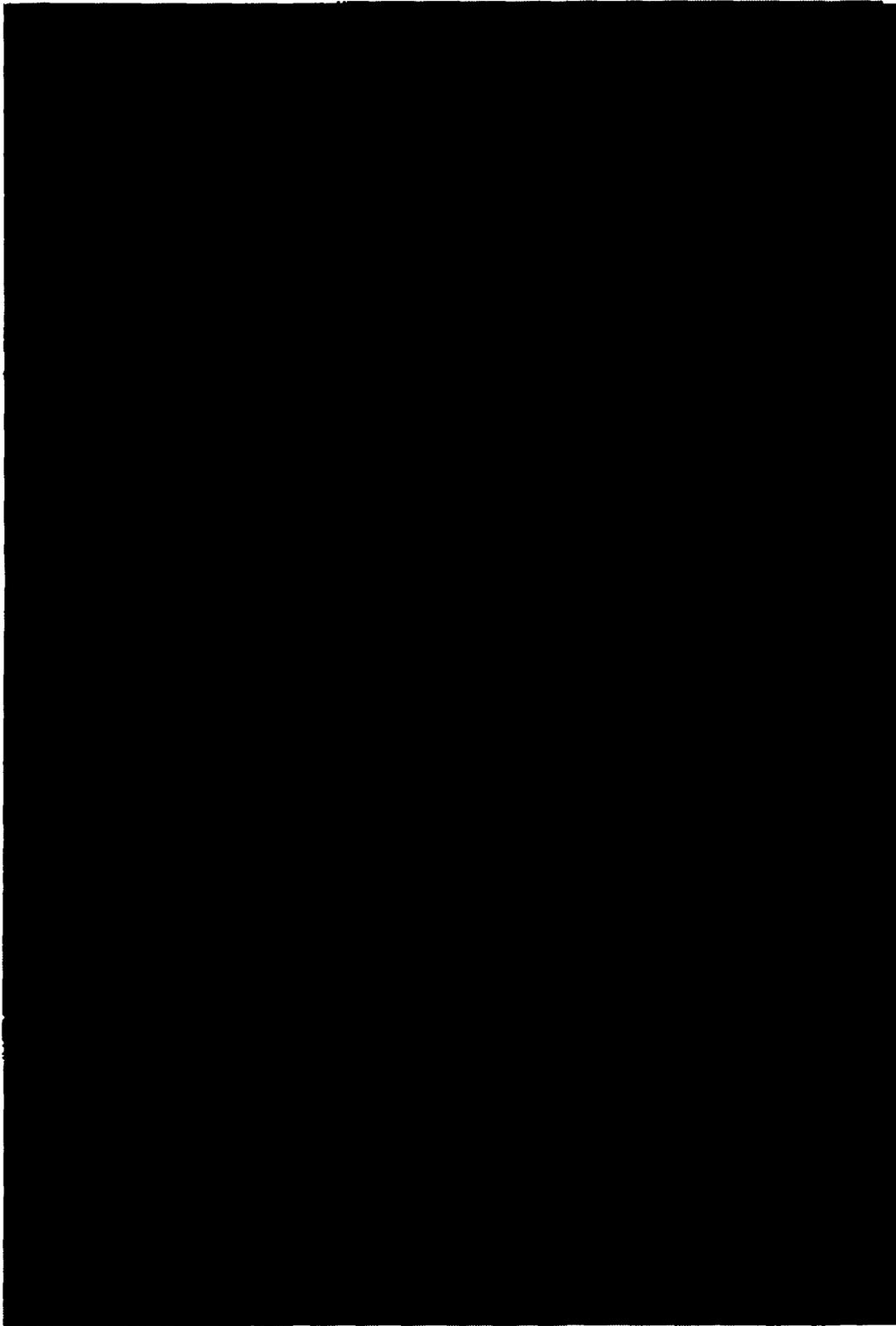
(b)(3)(A)(i)&Title 10 Sec 130  
(a)(b)

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

Sheet 9 of 39

Notice of Revision (NOR) continued

Update MOV according to following table.



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

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

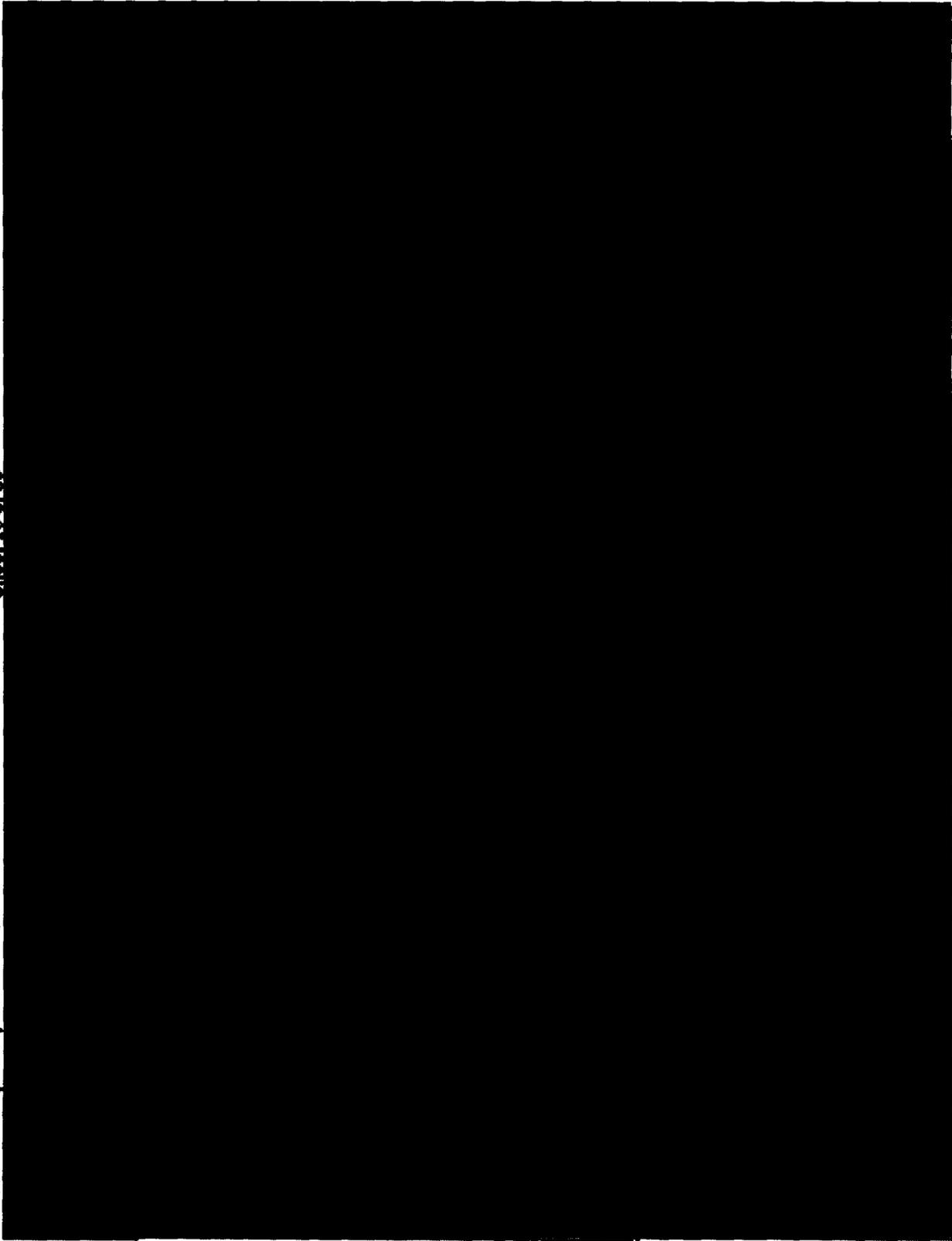
002149

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

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

Sheet 10 of 39

Notice of Revision (NOR) continued



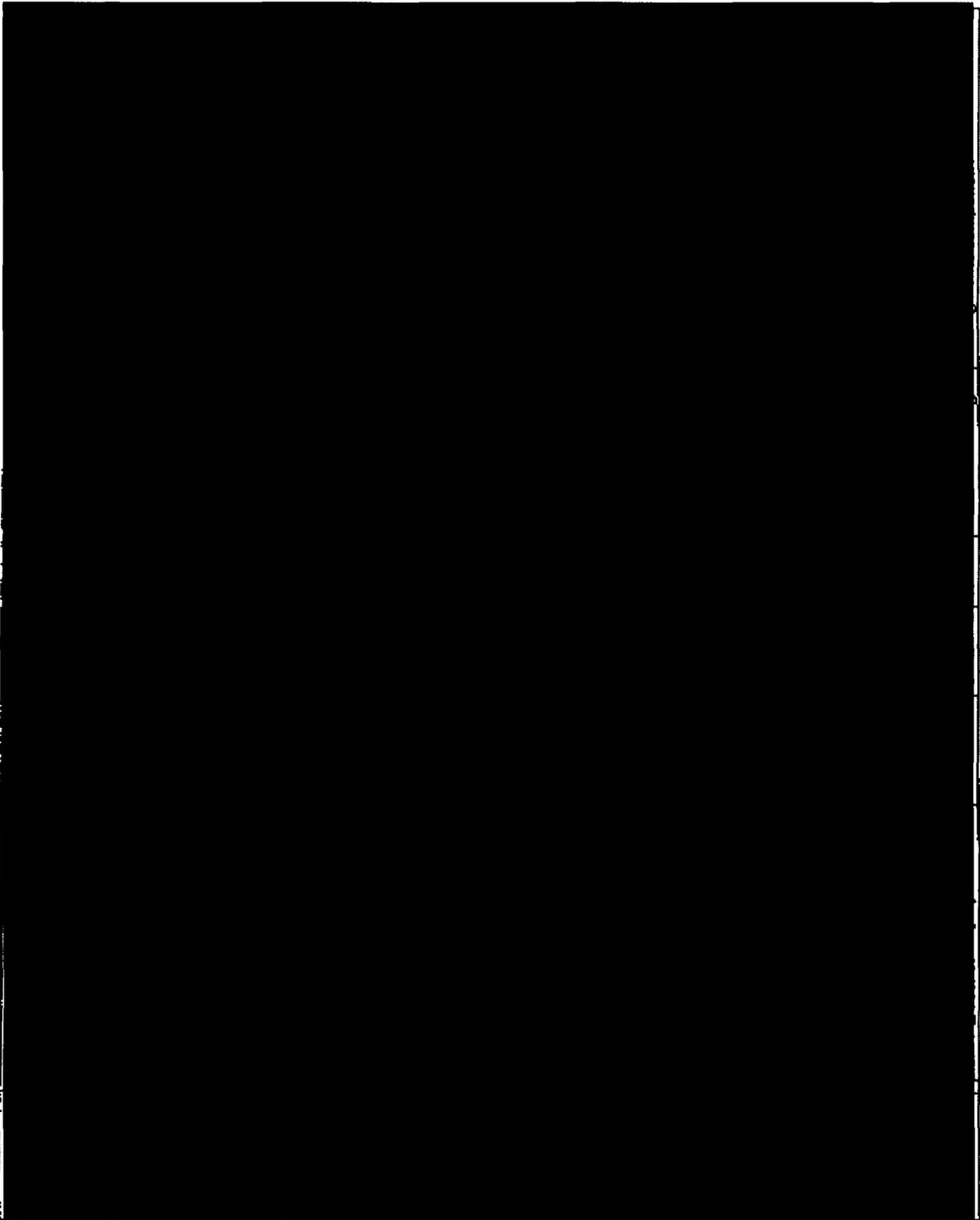
(b)(3)(A)  
(i)&Title  
10 Sec  
130 (a)  
(b)

002150

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

Sheet 11 of 39

Notice of Revision (NOR) continued

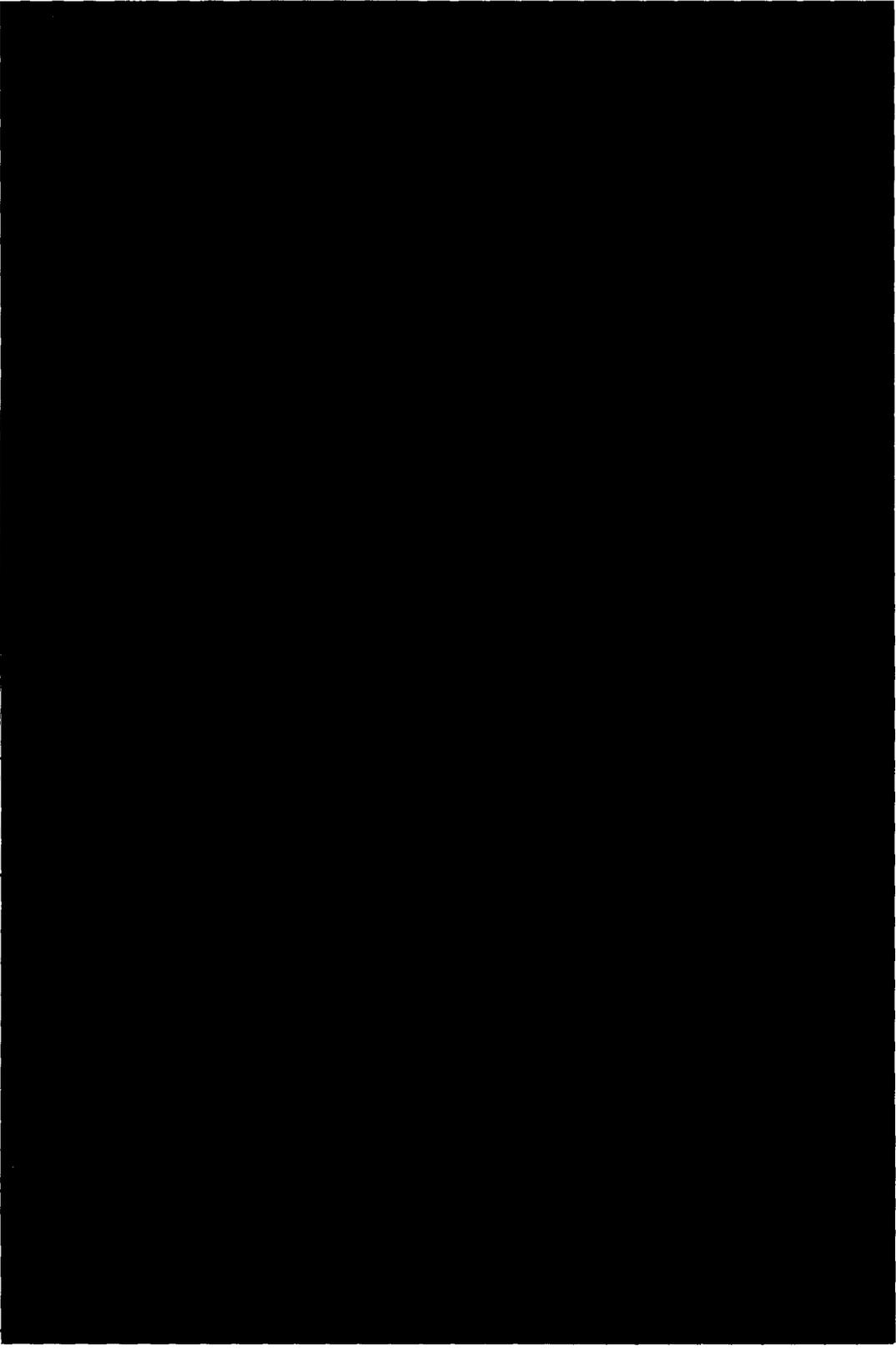


002151

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

Sheet 12 of 39

Notice of Revision (NOR) continued



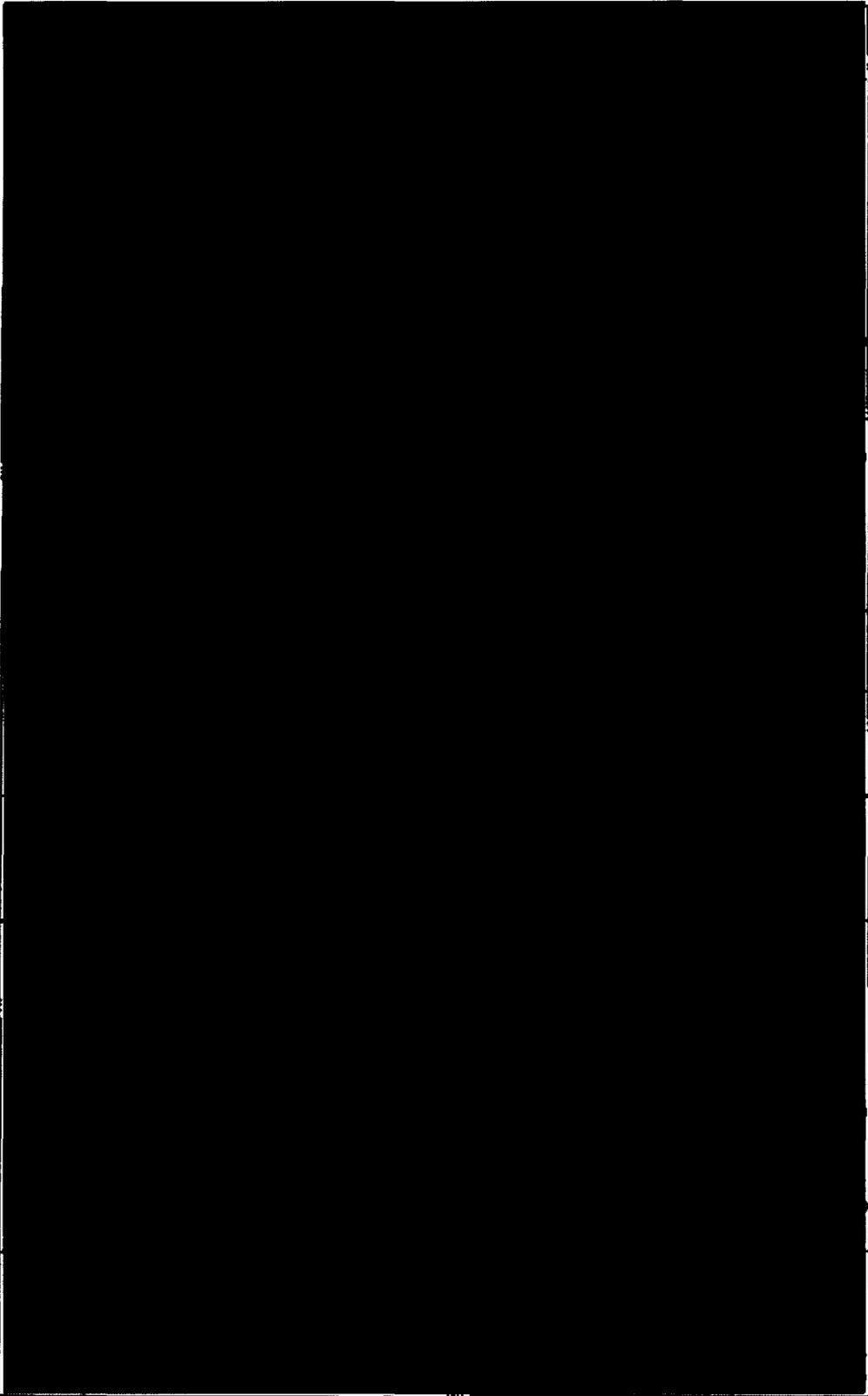
002152

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

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

Sheet 13 of 39

Office of Revision (NOR) continued



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

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

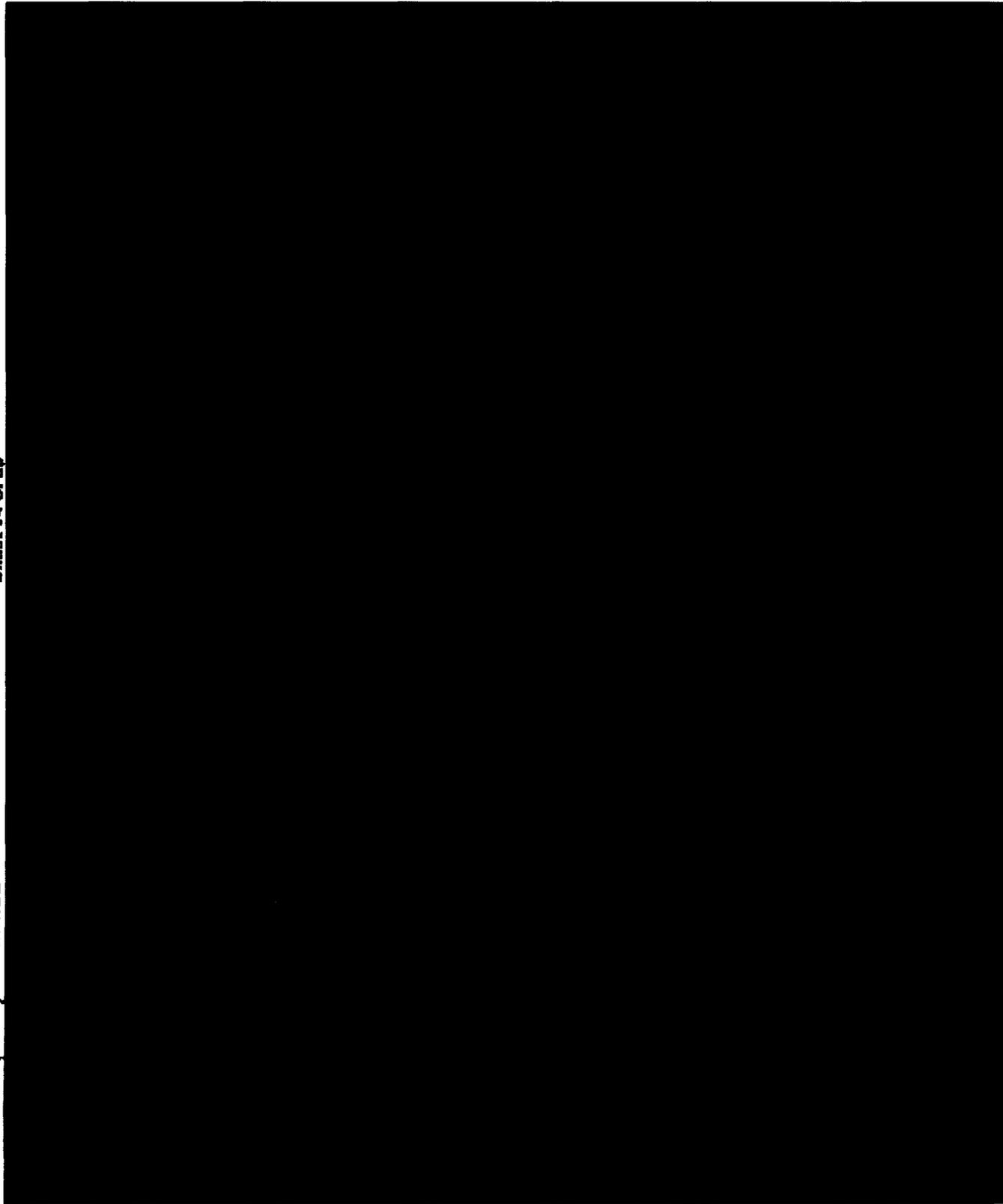
002153

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

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

Sheet 14 of 39

Notice of Revision (NOR) continued



002154

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

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

Sheet 15 of 39

Office of Revision (NOR) continued

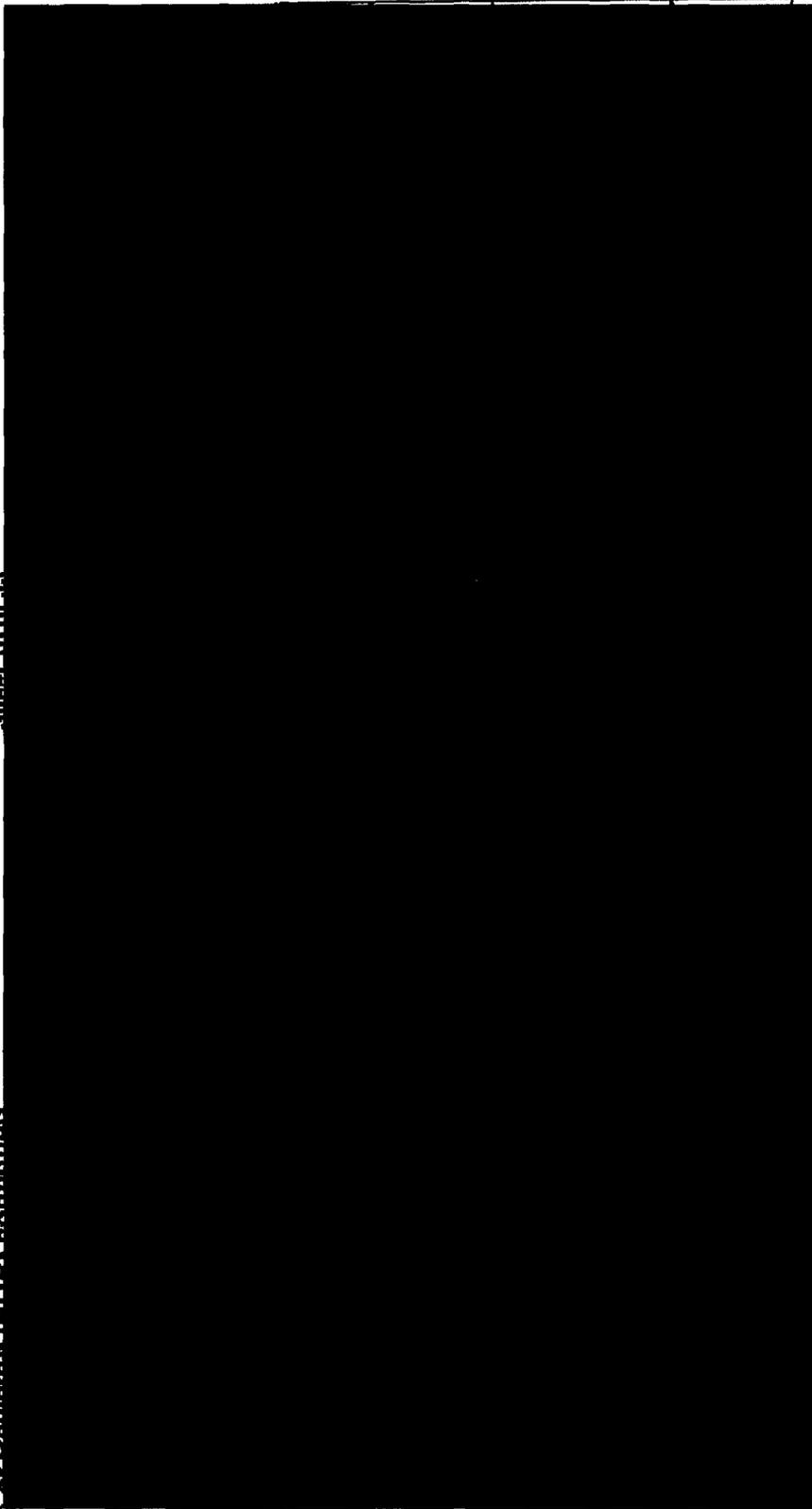
(b)(3)  
(A)  
(i)&Title  
10 Sec  
130 (a)  
(b)

002155

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

Sheet 16 of 39

Notice of Requirement (NOR) continued



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

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

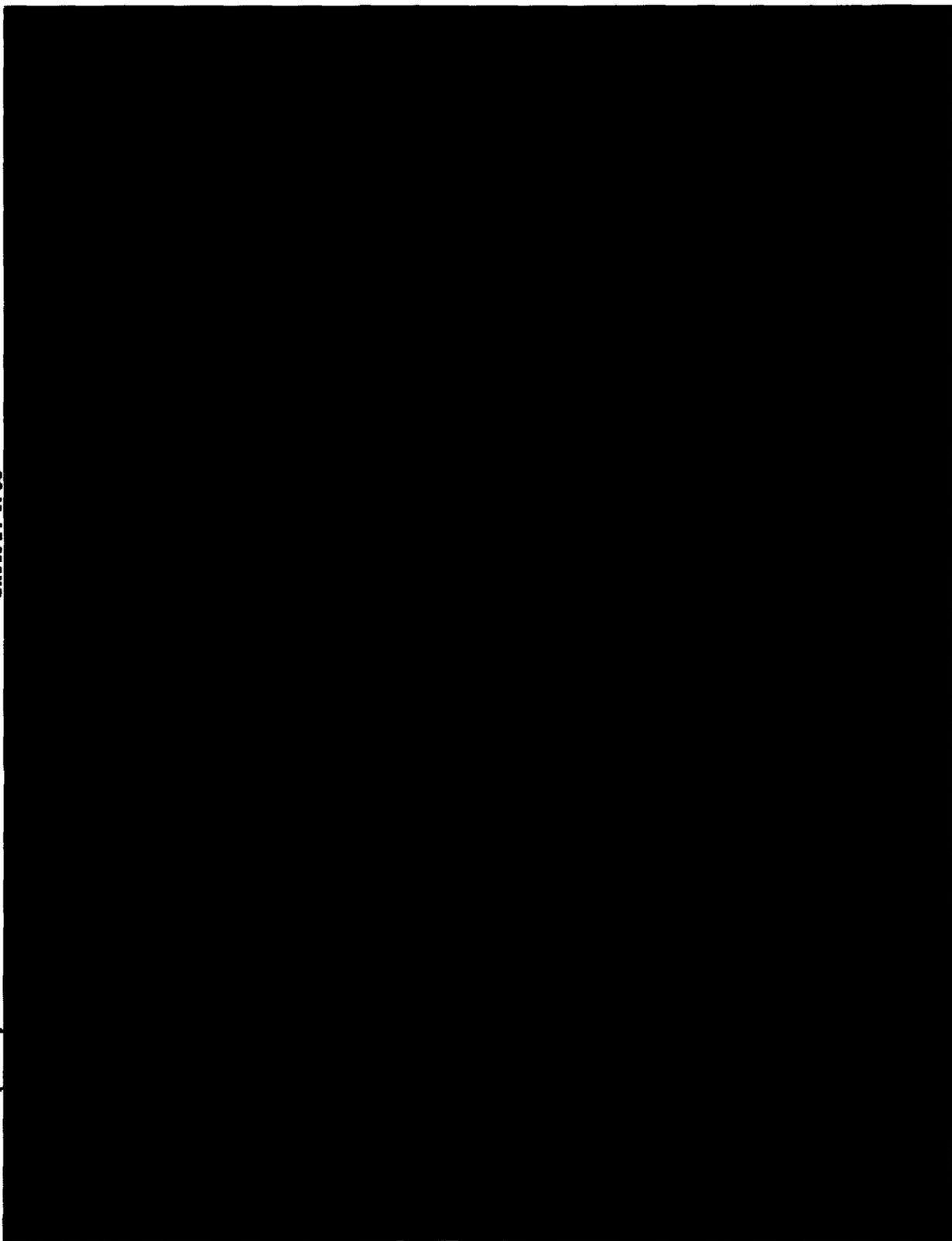
002156

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

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

Sheet 17 of 39

Notice of Revision (NDR) continued

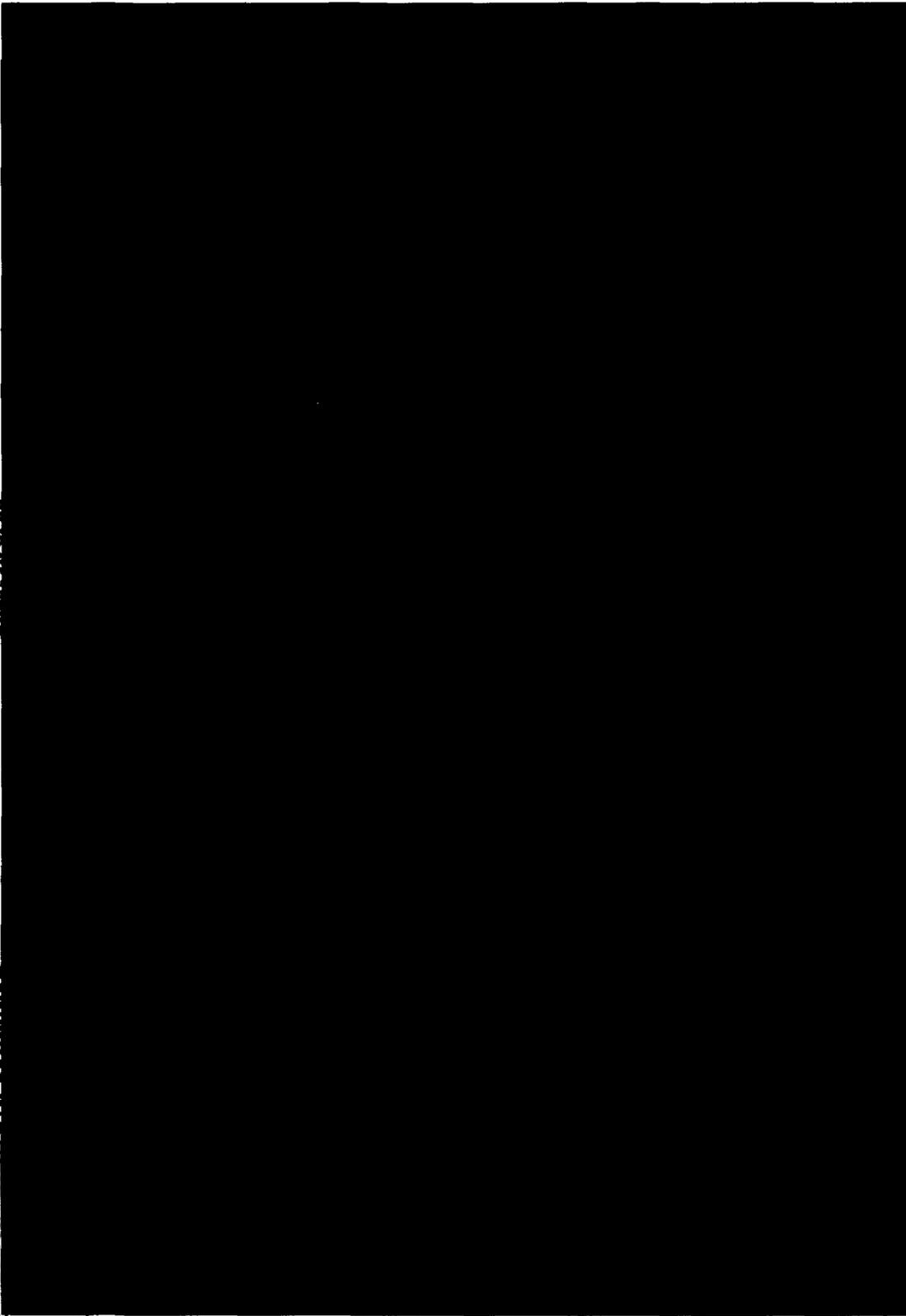


002157

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

Notice of Revision (NOR) continued

Sheet 18 of 38



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

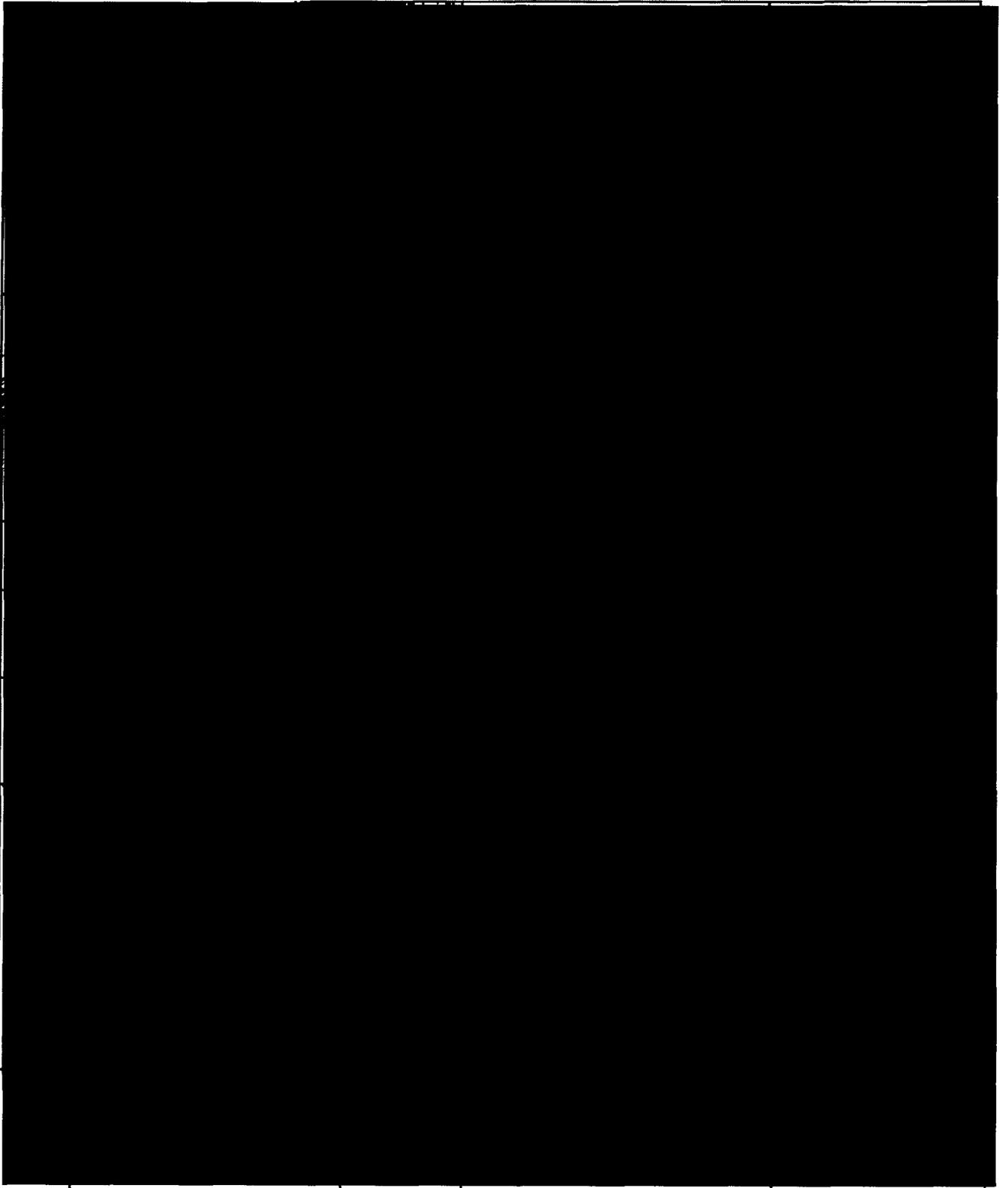
(b)(3)(A)  
(i)&Title 10 Sec  
130 (a)(b)

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

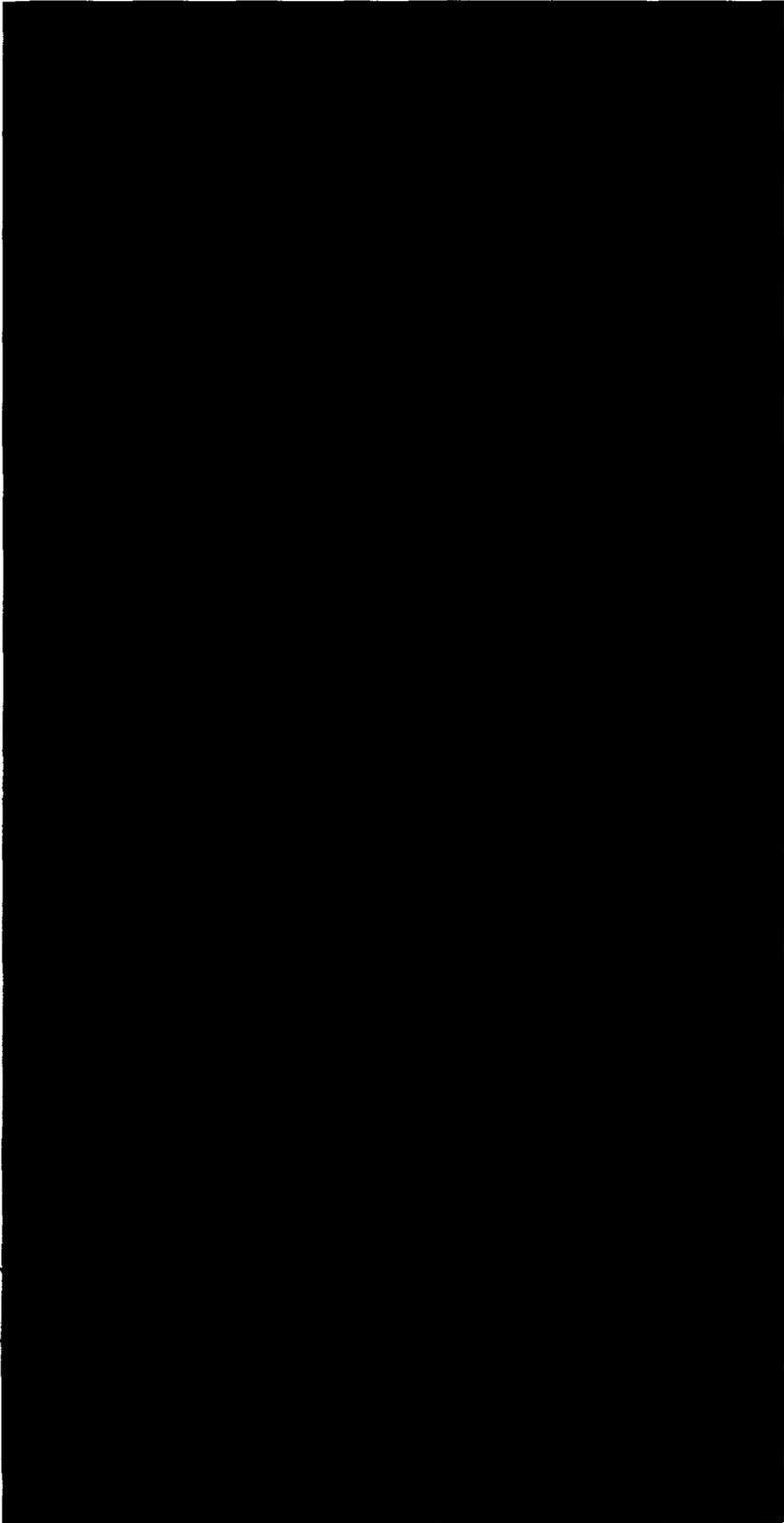
002158

Sheet 19 of 39

Office of Revision (NOR) continued



002159



(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)

002160

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

Sheet 21 of 39

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

Notice of Revision (NOR) continued

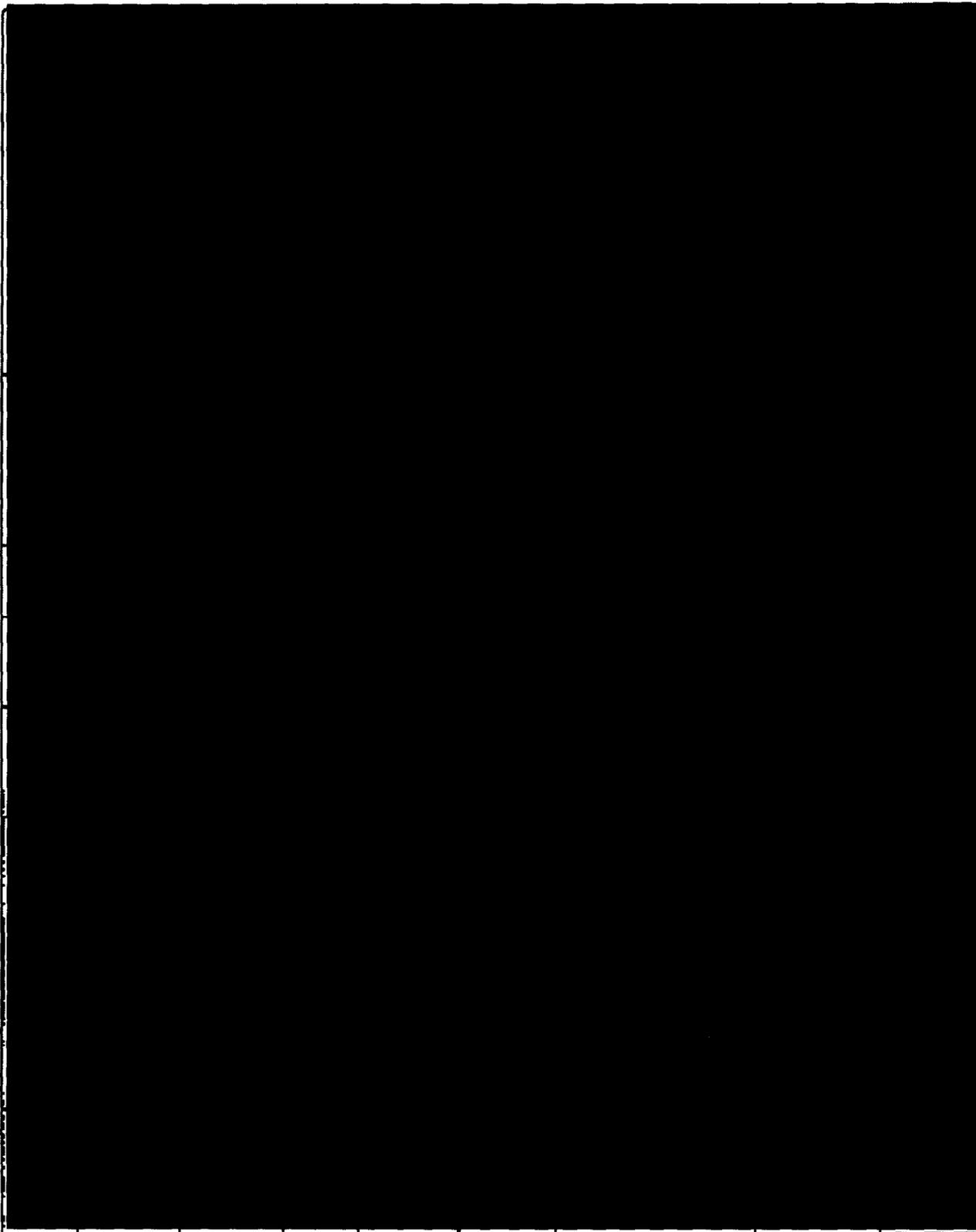
002161

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

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

Sheet 22 of 38

Notice of Revision (NOR) continued

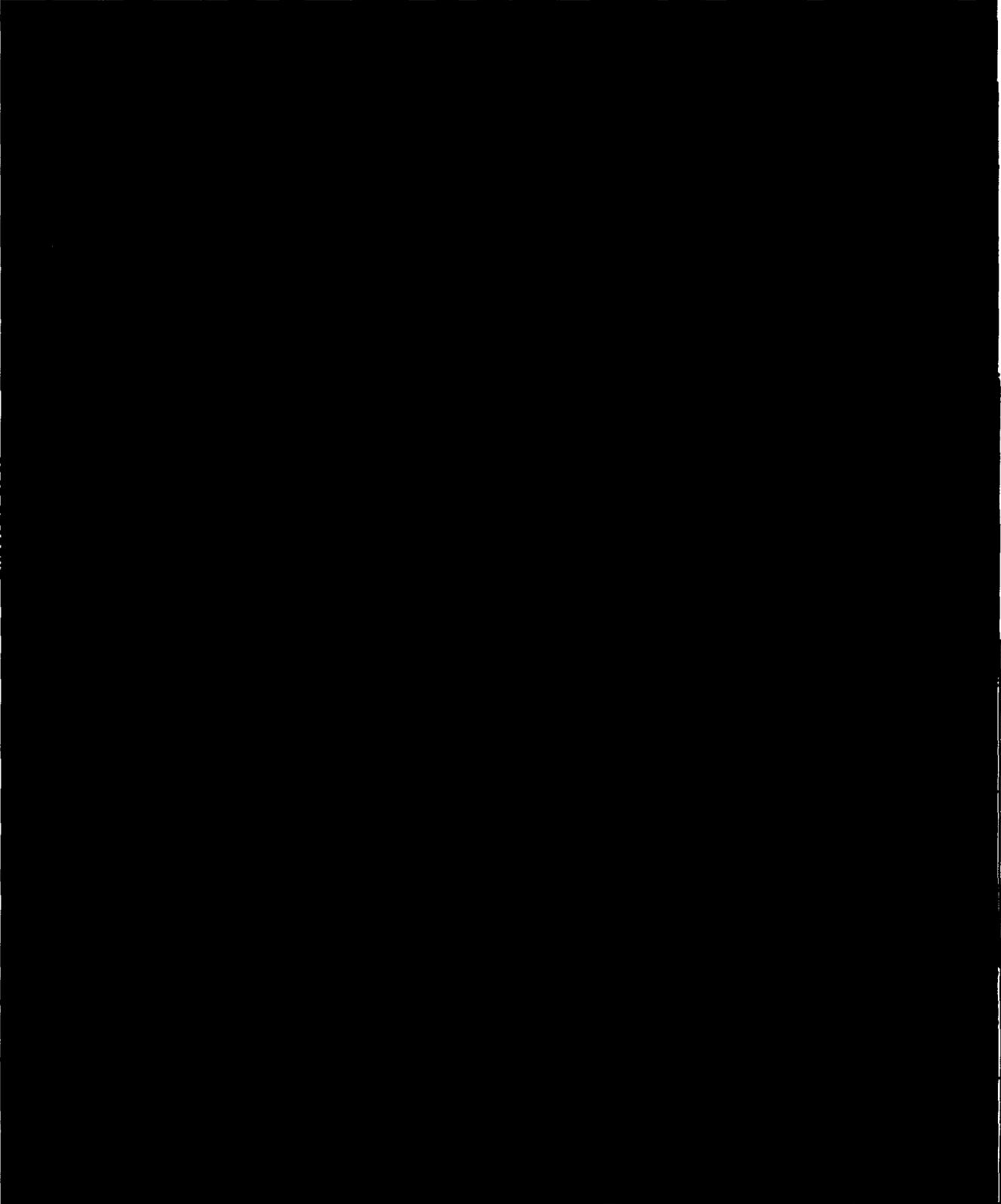


002162

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

Sheet 23 of 39

Notice of Revision (NOR) continued

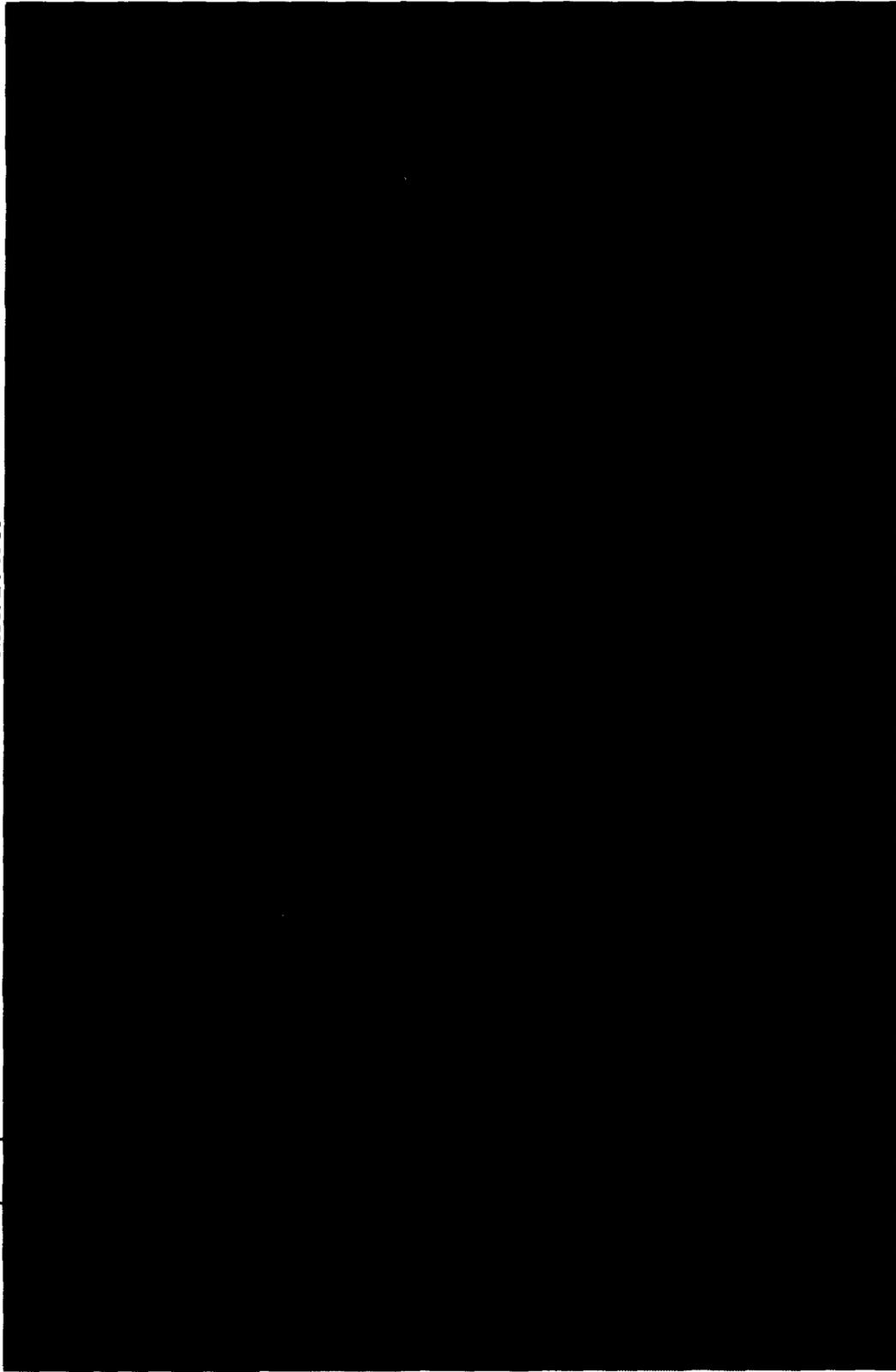


002163.

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

Sheet 24 of 38

Notice of Revision (NOR) continued



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

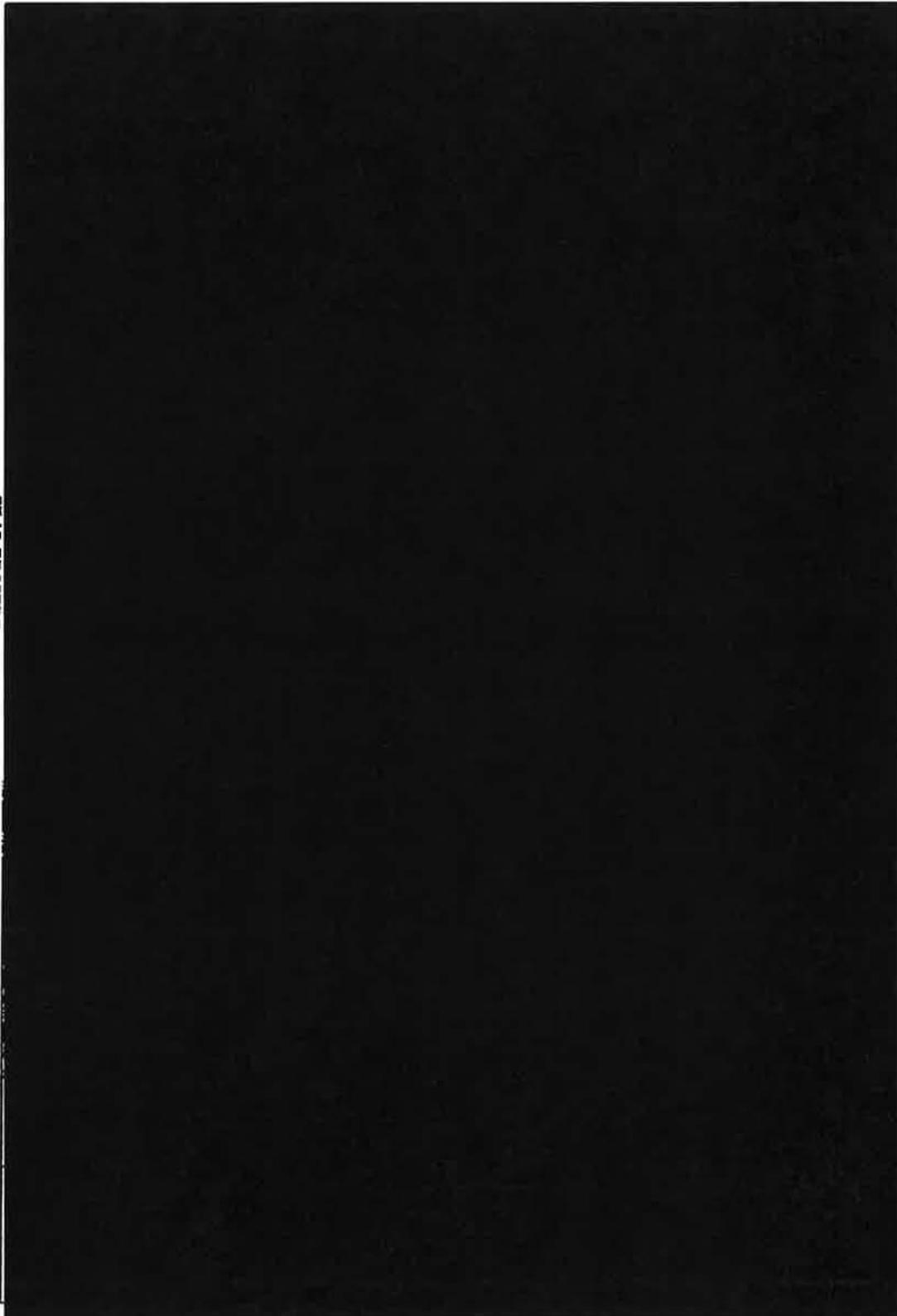
(b)(3)(A)(i)&Title  
10 Sec 130 (a)(b)

002164

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

Sheet 25 of 39

Notice of Revision (NOR) continued

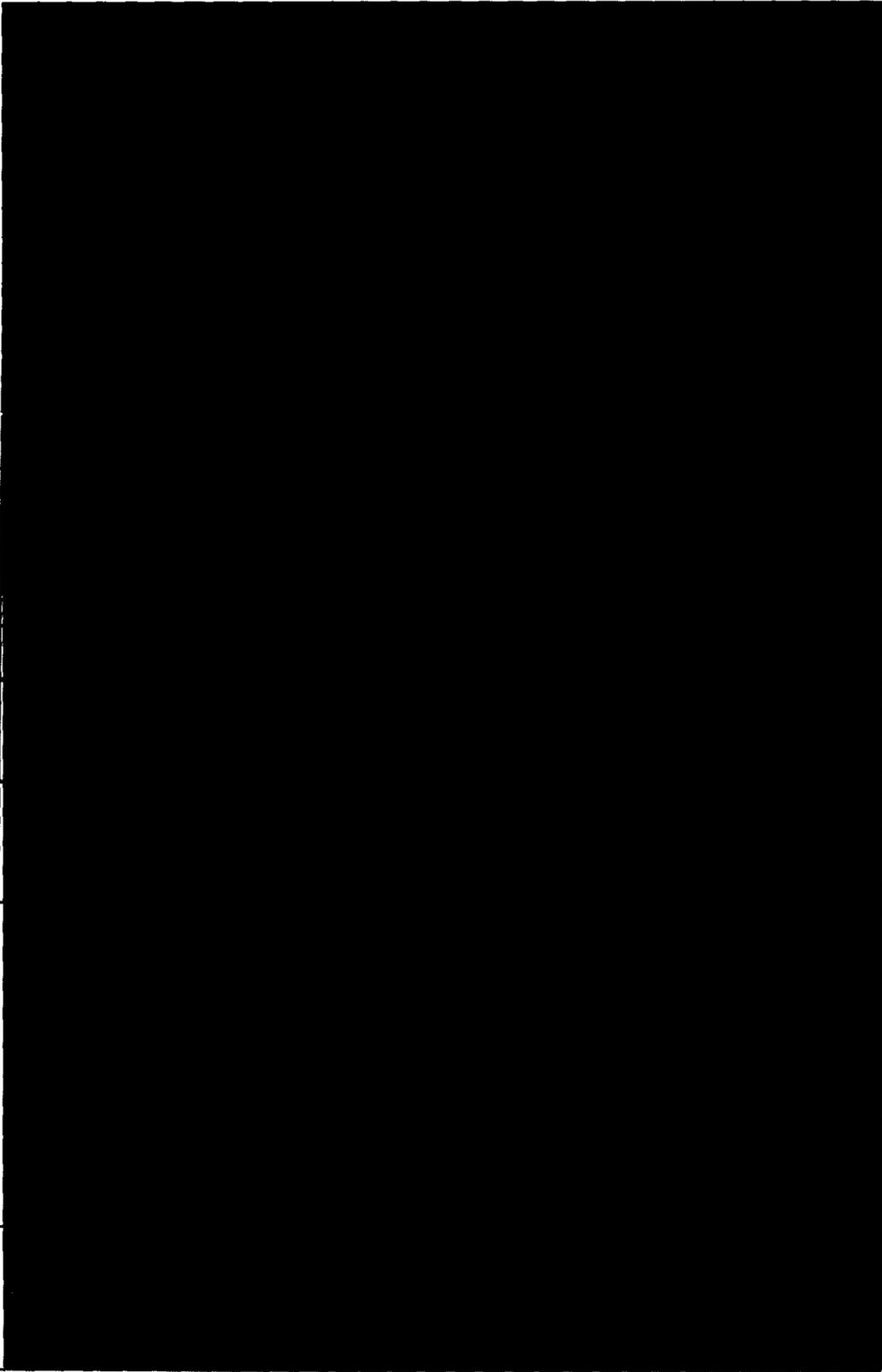


(b)(3)(A)  
(i)&Title 10  
Sec 130 (a)  
(b)

002165

Sheet 26 of 39

Notice of Revision (NOR) continued

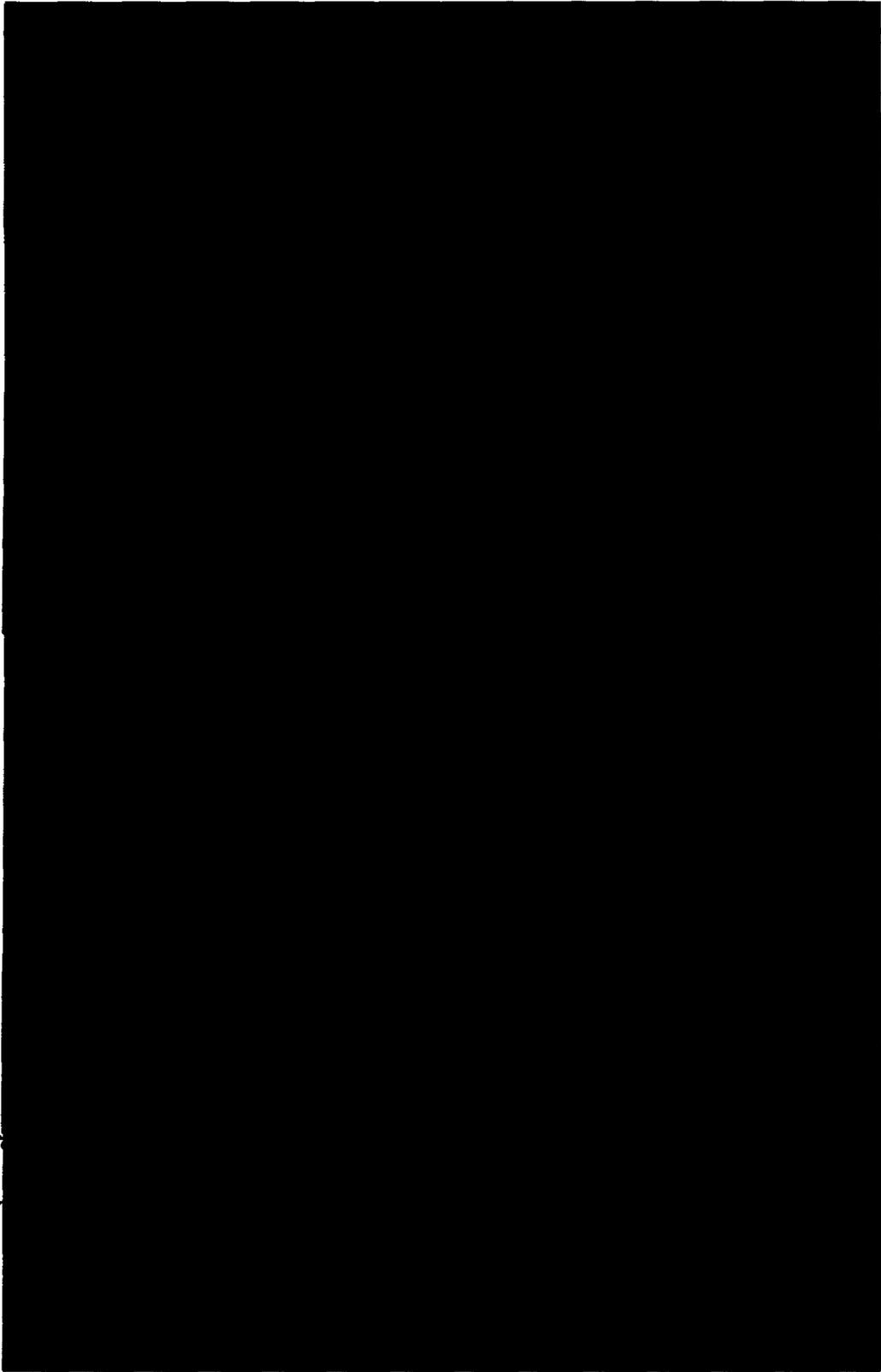


(b)(3)(A)(i)&Title 10  
Sec 130 (a)(b)

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

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

002166



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

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

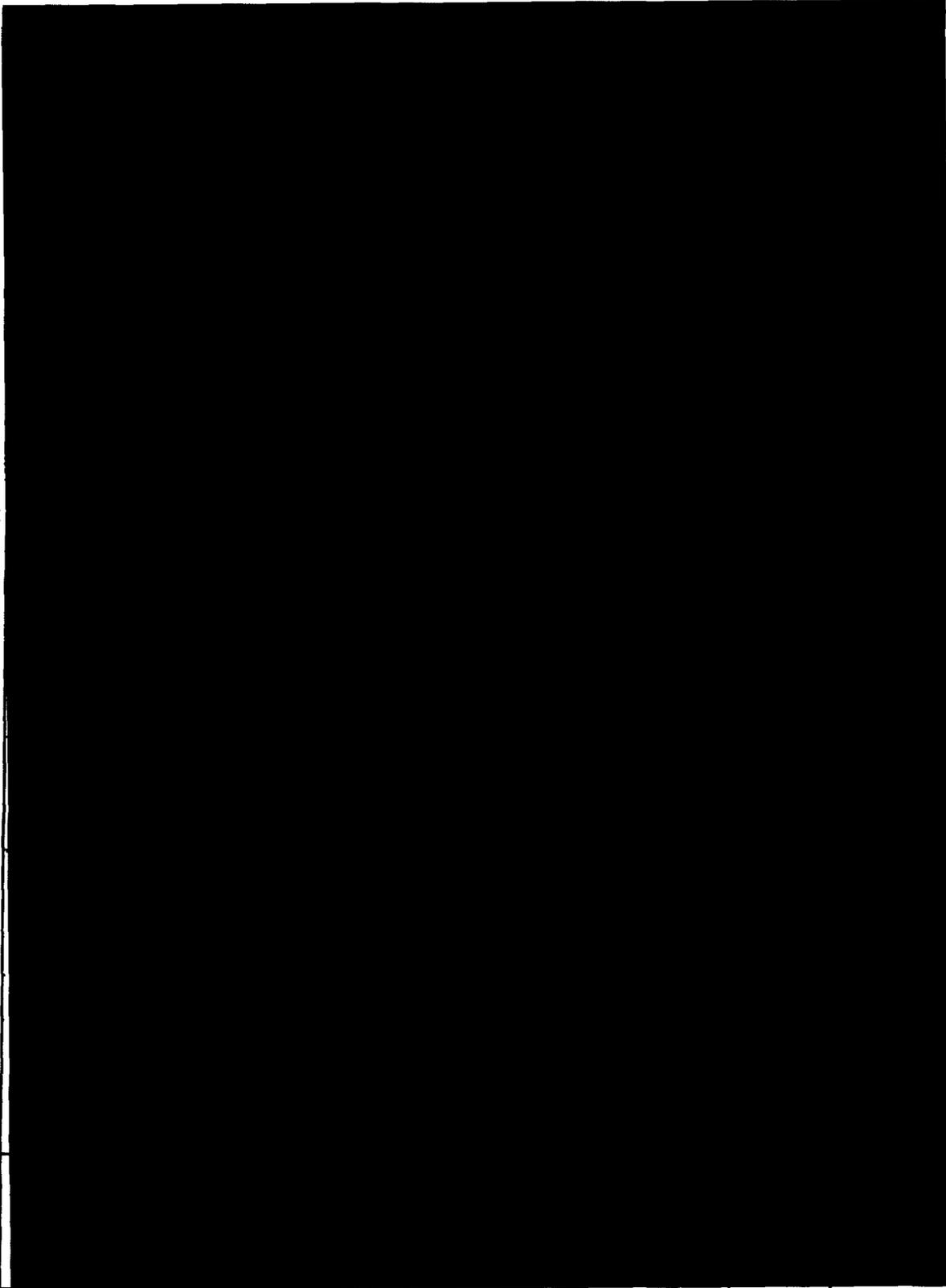
(b)(3)(A)  
(i)&Title 10  
Sec 130 (a)(b)

002167

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

Sheet 28 of 39

Notice of Revision (NOR) continued



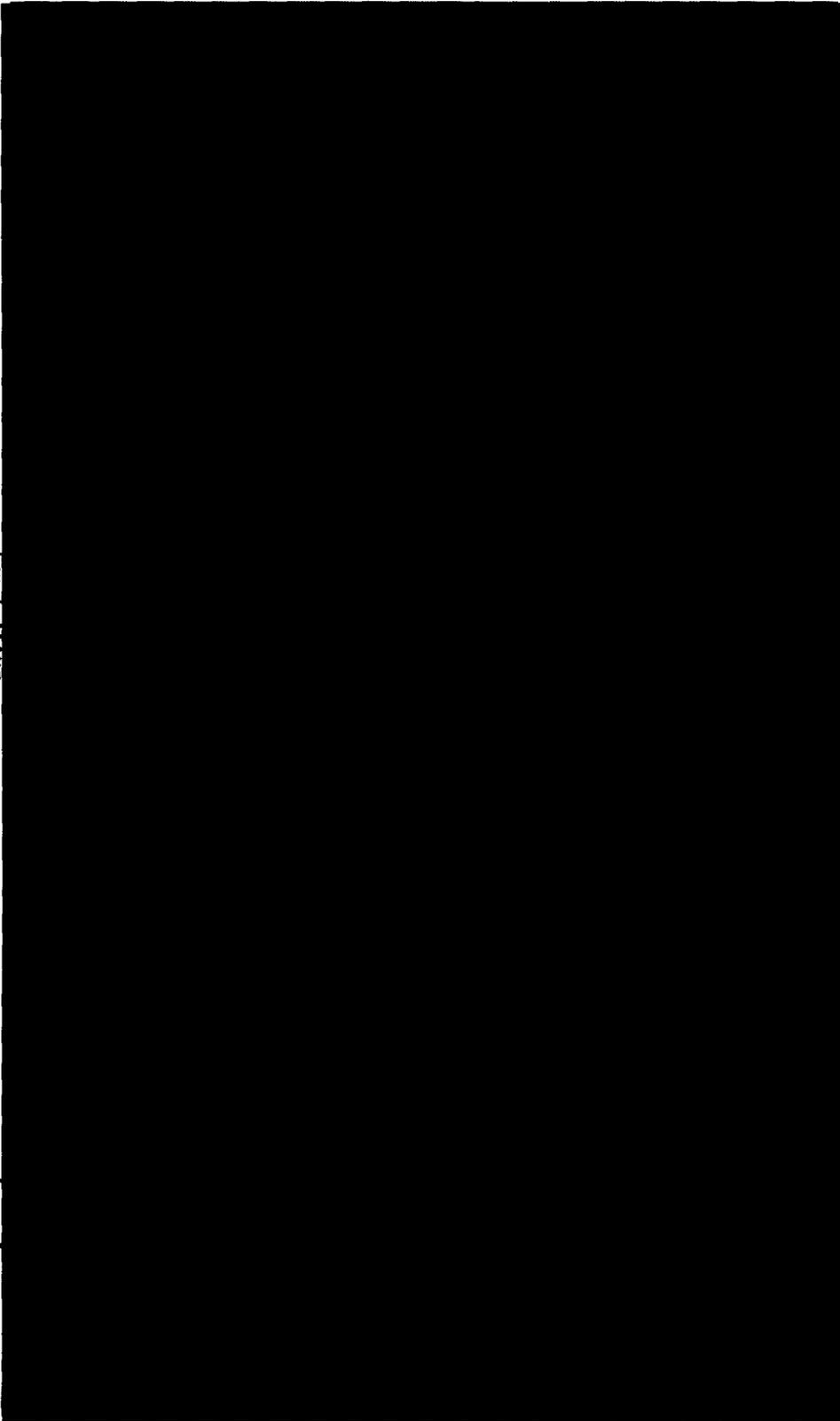
CPG-755	Reference [12].	I	1	N	Track Management	Add Demo component.
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002168

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

Sheet 29 of 38

Notice of Revision (NOR) continued



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

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

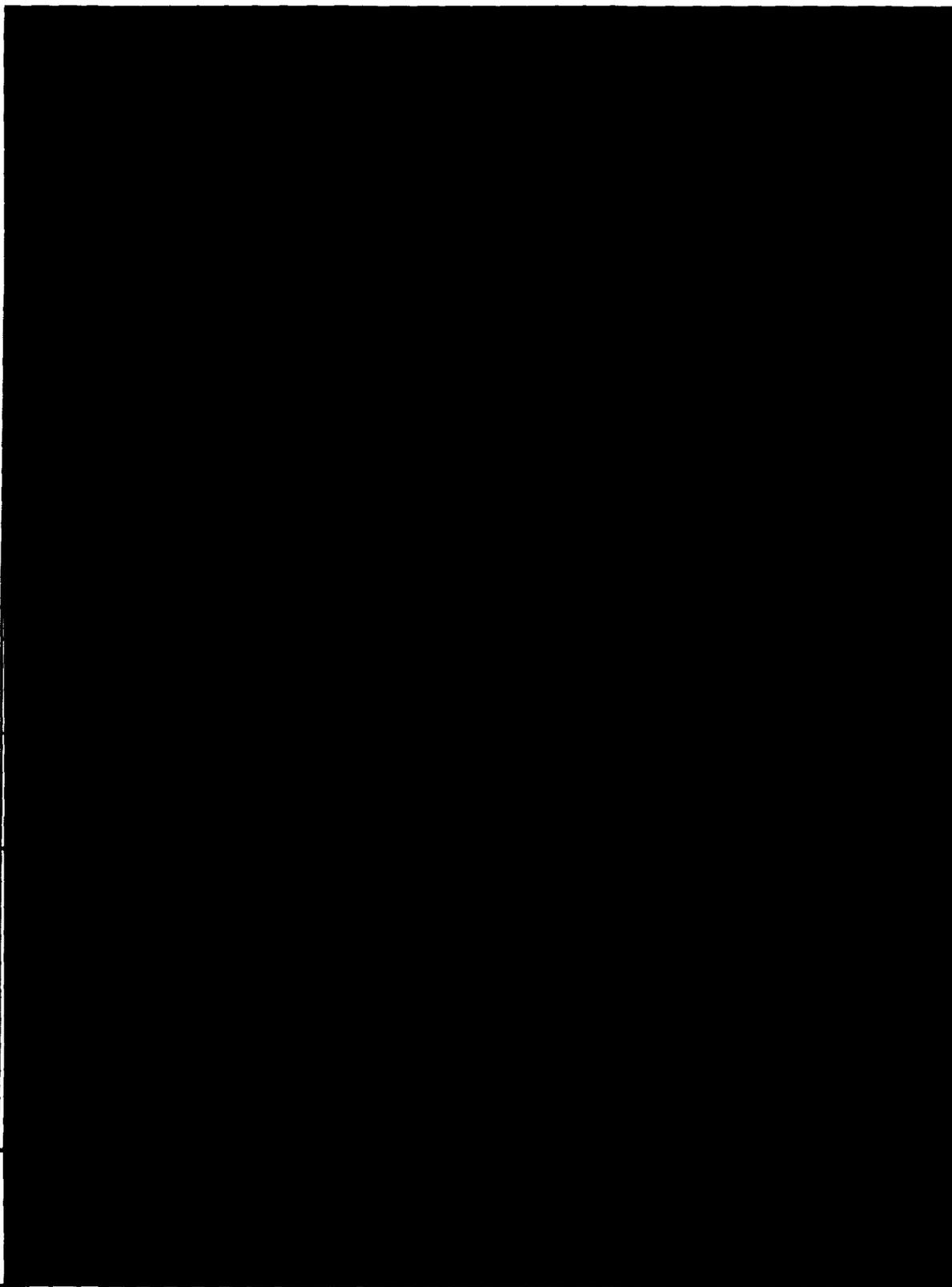
(b)(3)(A)(i)&Title 10 Sec  
130 (a)(b)

002169

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

Sheet 30 of 39

Notice of Revision (NOR) continued



002170

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

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

Sheet 31 of 39

Notice of Revision (NOR) continued

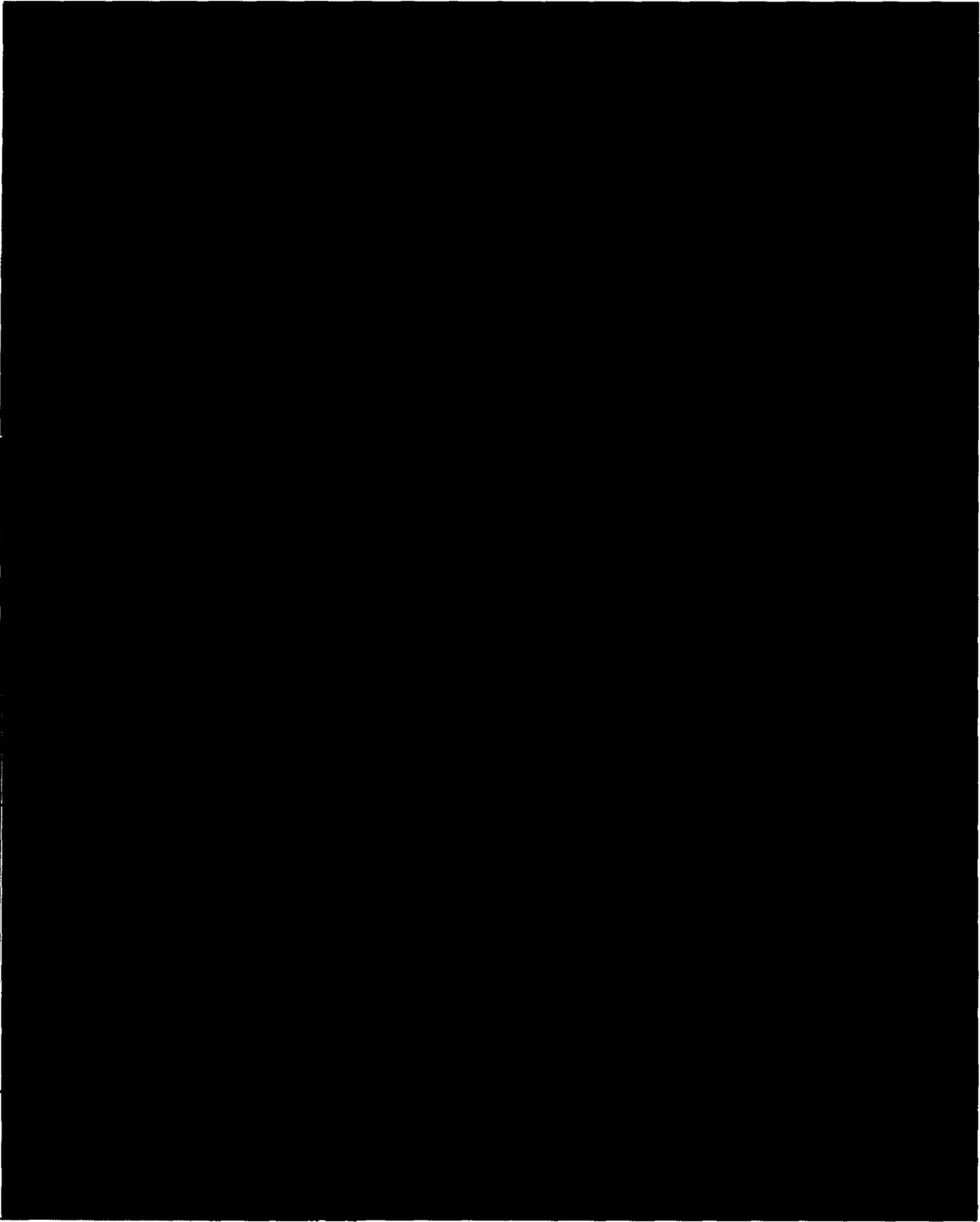
(b)(3)(A)  
(i)&Title  
10 Sec 130  
(a)(b)

002171

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

Sheet 32 of 39

Notice of Revision (NDR) continued



002172

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



Sheet 33 of 38

Notice of Revision (NOR) continued

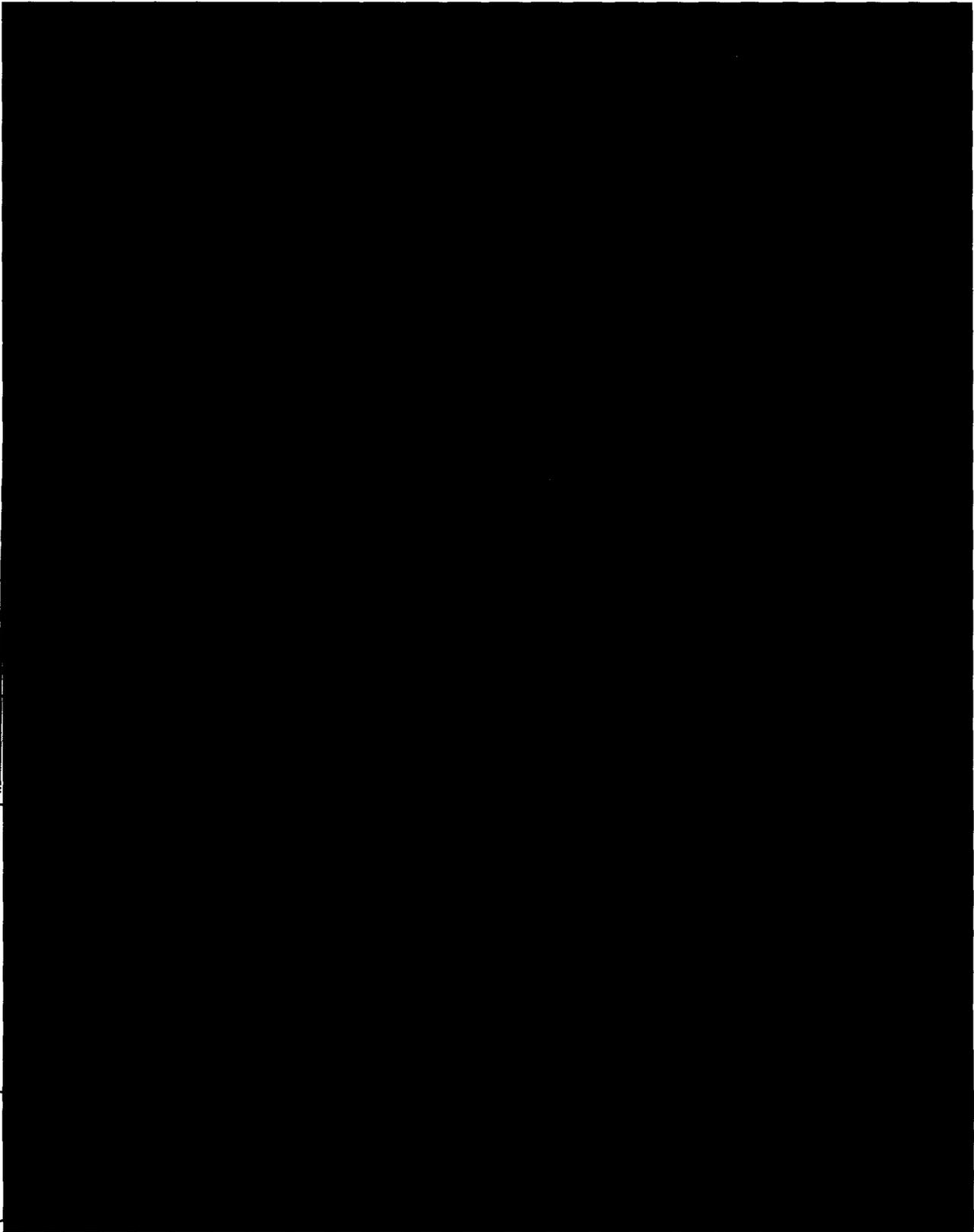
(b)(3)(A)  
(i)&Title 10  
Sec 130 (a)(b)

002173

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

Sheet 34 of 39

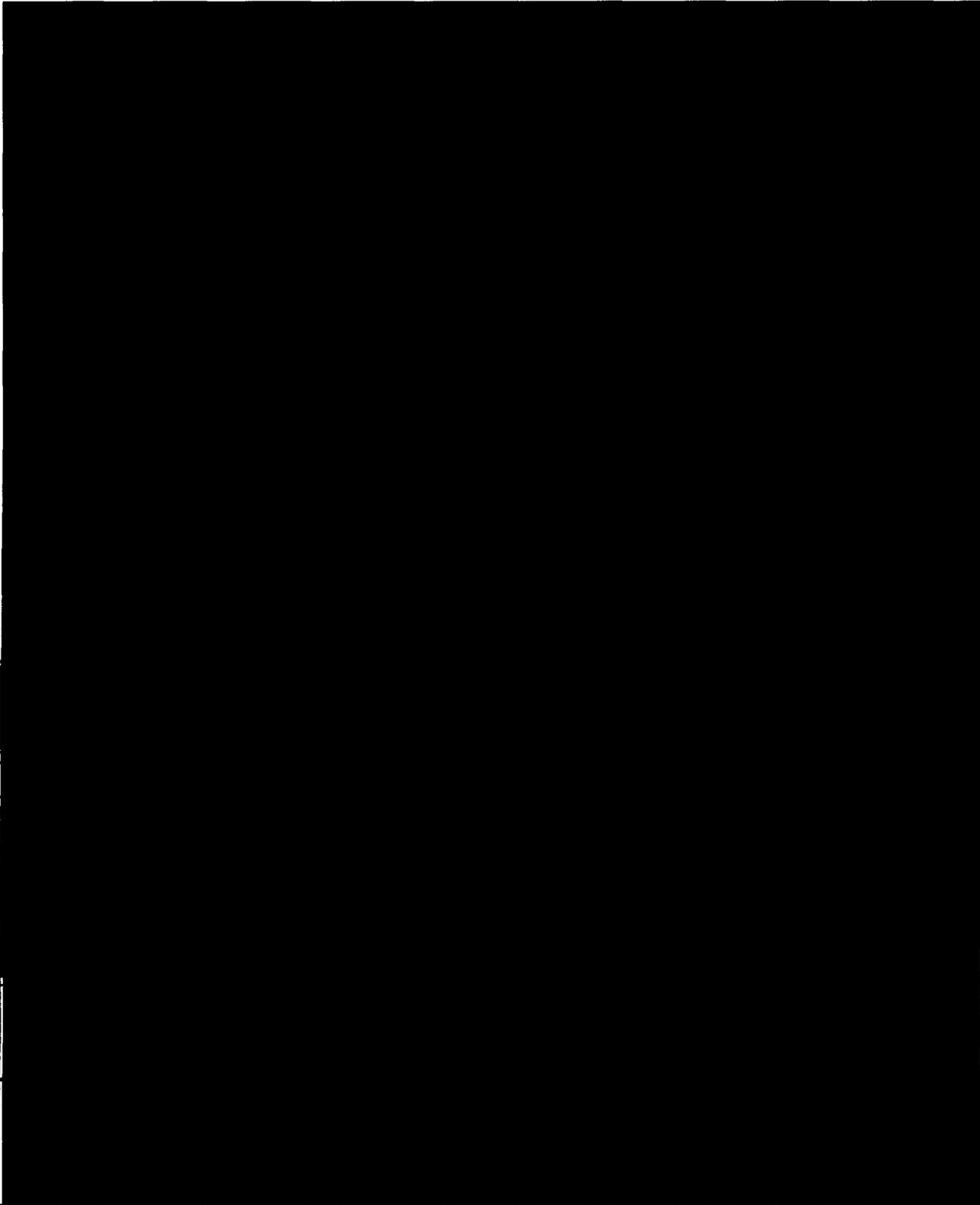
Notice of Revision (NOR) continued



002174

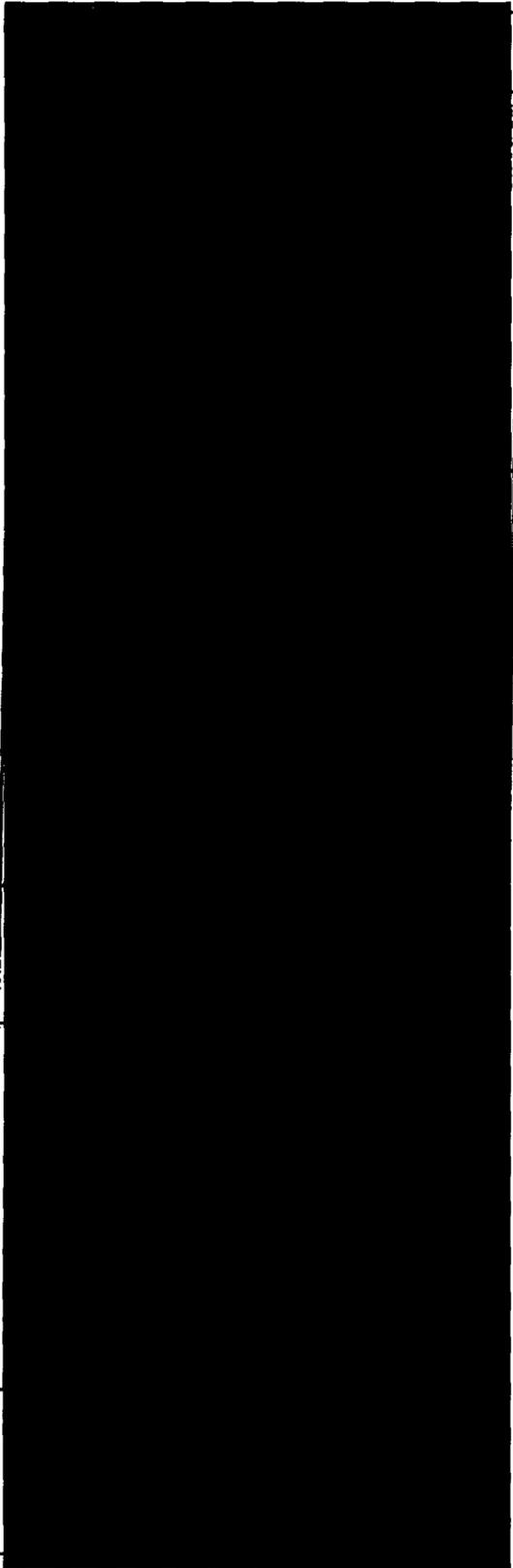
Sheet 35 of 39

Notice of Revision (NOR) continued



002175

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



Sheet 36 of 39

Notice of Revision (NOR) continued

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

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

002176

002177

TR.....  
PRON. PRF. ....  
M/B .....  
MAT'L DISP' .....

**Notice of Revision (NOR) continued**

<b>14. THIS SECTION FOR GOVERNMENT USE ONLY</b>		
<b>a. (X ONE)</b>	<input type="checkbox"/>	(1) Existing document supplemented by this NOR
	<input type="checkbox"/>	(2) Revised document must be received before manufacturer may incorporate this change.
	<input type="checkbox"/>	(3) Custodian of master document shall make above revision and furnish revised document.
<b>b. ACTIVITY AUTHORIZED TO APPROVE CHANGE FOR GOVERNMENT</b>		<b>c. TYPED NAME (First, Middle Initial, Last)</b>
<b>d. TITLE</b>	<b>e. SIGNATURE</b>	<b>f. DATE SIGNED (YYMMDD)</b>
<b>15. a. ACTIVITY ACCOMPLISHING REVISION</b>	<b>b. REVISION COMPLETED (Signature)</b>	<b>c. DATE SIGNED (YYMMDD)</b>

DD Form 1695, APR 92 Previous editions are obsolete

002178

Title of Document JLENS COMMUNICATION AND PROCESSING GROUP (CPG) PRIME ITEM DEVELOPMENT SPECIFICATION (PDS)	NOR No. 3
	Document No. H377786

002179

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1 CONTRACT ID CODE	PAGE OF PAGES
				V	1   8
2 AMENDMENT/MODIFICATION NO 0230	3 EFFECTIVE DATE 04-Apr-2011	4 REQUISITION/PURCHASE REQ NO		5 PROJECT NO (if applicable)	
ISSUED BY USASMD/ABSTRAT FO 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. 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.					
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 <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] To increase incremental funding for SubCLIN 0017AA in the amount of \$139,375.23.					
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)		
[REDACTED]			[REDACTED]		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
[REDACTED]			BY [REDACTED]		04-Apr-2011
(Signature of person authorized to sign)			(Signature of Contracting Officer)		

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

002180

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 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 \$139,375.23 from \$1,666,362,384.55 to \$1,666,501,759.78.

SUBCLIN 0017AA:

LY: 21 0 2040 5L 5L68 P172419E555L 255Y 4M0J730000 S01021 4M0J730000/04MJLE/4M5 was increased by \$139,375.23 from \$263,836,837.74 to \$263,976,212.97

Target Cost, Target Fee, and Total for the above increase of \$139,375.23 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 incentive fee of \$ [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$139,375.23

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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(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:	\$ 1,441,022,031.74	\$139,375.23	\$ 1,441,161,406.97
(5) Net Amount Required for Full Funding	\$ 135,065,908.26	( \$139,375.23)	\$ 134,926,533.03

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

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

2. The following is an update to Modification P00228 showing a summary of funding by ACRN through Modification P00230:

ACRN	FUNDING
AA	440,100.00
AB	2,298,235.00

002181

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	7,898,834.79
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

002182

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	\$263,976,212.97
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	\$194,771,952.00
MG	\$6,262,095.00
MH	\$213,390.00

3. The following is an update to Modification P00228 showing a summary of funding by CLIN by ACRN through Modification P00230:

<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	

002183

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>

002184

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	7,898,834.79	
			<u>38,676,834.79</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	<b>\$263,976,212.97</b>	
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	\$194,771,952.00	
CLIN 0017AA	MH	\$213,390.00	
			<u><u>1,441,161,406.97</u></u>

002185

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>
CLIN 0024	LA	13,508.00	

002186

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	
			<u>9,574,509.00</u>

(End of Summary of Changes)

002187

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

I. CONTRACT ID CODE: **V** PAGE OF PAGES: **1 | 9**

2. AMENDMENT/MODIFICATION NO. **P00231** 3. EFFECTIVE DATE **26 MAY 11** 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (if applicable)

ISSUED BY: **UBAS/DC/AR/STRAT** CODE: **WB113M** 7. ADMINISTERED BY (if other than item 6) CODE: **S2206A**

UBAS/DC/AR/STRAT  
PO BOX 1800  
HUNTSVILLE AL 35807-2801

DCMA RAYTHEON  
80 APPLE HILL DRIVE  
M/S 2292  
TEMPERBURY MA 01878 (b)(6)

8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code)  
RAYTHEON COMPANY  
390 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**  
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).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 43.103(a)(3), Mutual Agreement and FAR 62.232-22, "Limitation of Funds"

D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor  is not,  is required to sign this document and return \_\_\_\_\_ 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 revise Section F, Milestone Events and Performance Period; to decrease incremental funding for CLIN 0013 in the amount of \$2,161.45; and to increase incremental funding for CLIN 0017AA in the amount of \$26,880,287.29, including a transfer of funding in the amount of [REDACTED] from target fee to target cost.

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

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

15B. CONTRACTOR OFFICER [REDACTED] 15C. DATE SIGNED **26 MAY 2011** 16B. UNITED STATES OF AMERICA [REDACTED] 16C. DATE SIGNED **26 May 11**

(Signature of person authorized to sign) (Signature of Contracting Officer)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

**SUMMARY OF CHANGES**

1. SECTION F – DELIVERIES OR PERFORMANCE, paragraph F-5, Milestone Events and Performance Period, is revised as follows:

b. Paragraph F-5, MILESTONE EVENTS AND PERFORMANCE PERIOD:

<u>MILESTONE EVENT</u>	<u>TIME PERIOD</u>
<u>CLIN 0017</u>	
Orbit SRR	First Quarter FY07
Orbit SFRR	First Quarter FY07
Orbit SFR	Second Quarter FY07
Platform PDRR	Second Quarter FY07
FCR PDRR/CDRR	Third Quarter FY07
SuR PDRR	First Quarter FY08
Processing Station & CP PDRR	First Quarter FY08
Platform CDRR	Second Quarter FY08
Orbit PDR	Second Quarter FY08
SuR CDRR	Fourth Quarter FY08
Processing Station & CP CDRR	Fourth Quarter FY08
Orbit CDR	Second Quarter FY09
System Capability Review #1	First Quarter FY11
Fire Control System FVT2 TRR	First Quarter FY11
SuR System FVT2 TRR	First Quarter FY11
Production Readiness Review	First Quarter FY11
Orbit #1 Developmental Test #1 Complete (Primary Missions)	Third Quarter FY11
System Capability Review #2	Third Quarter FY11
DT-1 Test Report	Third Quarter FY11
Orbit #1 Developmental Test #2 Complete (Secondary Missions)	Fourth Quarter FY11
DT-2 Test Report	First Quarter FY12

002189

Limited User Test (LUT) TRR	First Quarter FY12
LUT Completion	First Quarter FY12
System Capability Review #3	Second Quarter FY12
Logistics Demo #1	Fourth Quarter FY12
Orbit #1 DD 250	Fourth Quarter FY12
Logistics Demo #2	Fourth Quarter FY12
Orbit #2 DD250	Fourth Quarter FY13

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 \$26,878,125.84 from \$1,666,501,759.78 to \$1,693,379,885.62.

CLIN 0013:

BJ: 215 2040 5Q 5Q17 P172419E55 255Y ER5D730100 S01021 ER5D730100/54KJLE/4K0000 was decreased by \$2,161.45 from \$7,898,834.79 to \$7,896,673.34

SUBCLIN 0017AA:

LY: 21 0 2040 5L 5L68 P172419E555L 255Y 4M0J730000 S01021 4M0J730000/04MJLE/4M5 was increased by \$159,720.29 from \$263,976,212.97 to \$264,135,933.26

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$26,720,567.00 from \$194,771,952.00 to \$221,492,519.00

Target Cost, Target Fee, and Total for the above increase of \$26,880,287.29 is distributed as follows and includes an increase in target cost of [REDACTED] of cost and [REDACTED] of facilities capital cost of money) and a decrease in target fee of [REDACTED]

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$26,880,287.29

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

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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(2) Amount Allotted Under the LOF Clause			

002190

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:	\$ 1,441,161,406.97	\$26,880,287.29	\$ 1,468,041,694.26	
(5) Net Amount Required for Full Funding	\$ 134,926,533.03	(26,880,287.29)	\$ 108,046,245.74	

\* 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 P00230 showing a summary of funding by ACRN through Modification P00231:

<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
<b>BJ</b>	<b>7,896,673.34</b>
BK	260,000.00
BL	0.00

002191

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	\$264,135,933.26
LZ	\$1,751,384.00
MA	\$2,982,442.00
MB	\$375,000.00
MC	\$2,283,481.00
MD	\$8,573.00

002192

ME	\$0.00
MF	\$221,492,519.00
MG	\$6,262,095.00
MH	\$213,390.00

4. The following is an update to Modification P00230 showing a summary of funding by CLIN by ACRN through Modification P00231:

<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	
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	

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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	
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	

002194

CLIN 0017AA	LV	\$1,957,265.00	
CLIN 0017AA	LW	\$255,567.00	
CLIN 0017AA	LX	\$68,000.00	
<b>CLIN 0017AA</b>	<b>LY</b>	<b>\$264,135,933.26</b>	
CLIN 0017AA	MB	\$375,000.00	
CLIN 0017AA	MC	\$2,283,481.00	
CLIN 0017AA	MD	\$8,573.00	
CLIN 0017AA	ME	\$0.00	
<b>CLIN 0017AA</b>	<b>MF</b>	<b>\$221,492,519.00</b>	
CLIN 0017AA	MH	\$213,390.00	
			<b>1,468,041,694.26</b>
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

002195

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	
			<u>9,574,509.00</u>

(End of Summary of Changes)

002196

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES
				V	1   8
2. AMENDMENT/MODIFICATION NO. J232	3. EFFECTIVE DATE 20-Jun-2011	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (if applicable)	
ISSUED BY USASMDCA/ARSTRAT MONTVILLE AL 35807-3901	CODE WB113M	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) <b>See Schedule</b>					
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 52.232022, "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] To increase incremental funding for SubCLIN 0017AA in the amount of \$40,000,000.					
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)		
			TELEPHONE [REDACTED] EMAIL [REDACTED]		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA	
(Signature of person authorized to sign)				BY [REDACTED] 20-Jun-2011	
				(Signature of Contracting Officer)	

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04  
002197

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

(b)(6)

(b)(6)

(b)(6)

(b)(6)

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

**SUMMARY OF CHANGES**

1. 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 \$40,000,000.00 from \$1,693,379,885.62 to \$1,733,379,885.62.

SUBCLIN 0017AA:

MF: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J730000 S01021 4M1J730000/14MJLE/4M5 was increased by \$40,000,000.00 from \$221,492,519.00 to \$261,492,519.00

Target Cost, Target Fee, and Total for the above increase of \$40,000,000 is distributed as follows and includes an increase in target cost of [REDACTED] of cost an [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	\$40,000,000

(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:	\$1,576,087,940	\$ 0	\$ 1,576,087,940
(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:	\$ 1,468,041,694.26	\$40,000,000	\$ 1,508,041,694.26
(5) Net Amount Required for Full Funding	\$ 108,046,245.74	(\$40,000,000)	\$ 68,046,245.74

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

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

2. The following is an update to Modification P00231 showing a summary of funding by ACRN through Modification P00232:

<u>ACRN</u>	<u>FUNDING</u>
AA	440,100.00
AB	2,298,235.00

002198

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
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

002199

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	\$264,135,933.26
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	\$261,492,519.00
MG	\$6,262,095.00
MH	\$213,390.00

3. The following is an update to Modification P00231 showing a summary of funding by CLIN by ACRN through Modification P00232:

<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	

002200

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>

002201

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	\$264,135,933.26	
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	\$261,492,519.00	
CLIN 0017AA	MH	\$213,390.00	
			<u>1,508,041,694.26</u>

002202

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>
CLIN 0024	LA	13,508.00	

002203

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	
			<u>9,574,509.00</u>

(End of Summary of Changes)

002204

2. AMENDMENT/MODIFICATION NO. **P00233** 3. EFFECTIVE DATE **21 JUN 11** 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (if applicable)

6. ISSUED BY CODE **W9113M** 7. ADMINISTERED BY (if other than item 6) CODE **S2205A**  
 USAS/DC/ABSTRAT  
 BOX 1307  
 HUNTSVILLE AL 35897-3801  
 DCMA RAYTHEON  
 50 APPLE HILL DRIVE  
 W/S T2FR2  
 TEMKSBURY MA 01876 (b)(6)

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. **DA S60-98-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 CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.  
 B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).  
 X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.232-22, "Limitation of Funds" and 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] (b)(6)  
 To increase and fund SubCLIN 0017AA in the amount of \$914,571 as settlement of the proposal submitted by the contractor in response to a Government request to replace [REDACTED] hardware with [REDACTED] hardware in the two (2) Orbits to be delivered under SubCLIN 0017AA and the Raytheon Systems Integration Lab (SIL). In addition, the contractor will provide [REDACTED] hardware that is required to replace the [REDACTED] hardware that is located in the JLENS Product Office (JPO) SILs. (b)(3)(A) (i)&Title 10 Sec 130 (a)(b)

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) (b)(6)  
 15B. [REDACTED] 15C. DATE SIGNED **15 JUN 2011** 16C. DATE SIGNED **21 Jun 11**  
 (Signature of Contracting Officer)

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 \$914,571.00 from \$1,813,836,387.00 to \$1,814,790,958.00.

750

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

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

The target profit/fee has increased by [redacted] from [redacted] to [redacted]

The total cost of this line item has increased by \$914,571.00 from [redacted] to \$1,577,002,511.00.

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

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 [redacted] of target cost less facilities capital cost of money.

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

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]  
Target Fee [redacted]

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

Incentive Arrangement: Maximum Fee: [redacted]  
Minimum Fee: [redacted]

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

(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)(4)  
(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)

002206

- a. Target cost: [REDACTED]
- b. Target fee: [REDACTED]
- c. Minimum incentive fee: [REDACTED]
- d. Maximum incentive fee: [REDACTED]
- e. Total target cost and target fee: **\$1,577,002,511**

(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 \$914,571.00 from \$1,733,379,885.62 to \$1,734,294,456.62.

SUBCLIN 0017AA:

MJ: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J741000 S01021 4M1J741000/14MJLE/4M5 was increased by \$858,495.00 from \$0.00 to \$858,495.00  
The contract ACRN MJ has been added.

MK: 21 1 2040 5L 5L68 P172419E555L 255Y 4M1J741100 S01021 4M1J741100/14MJLE/4M5 was increased by \$56,076.00 from \$0.00 to \$56,076.00  
The contract ACRN MK has been added.

Target Cost, Target Fee, and Total for the above increase of \$914,571 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 incentive fee of [REDACTED] which is [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$914,571

(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:	\$1,576,087,940	\$914,571	\$ 1,577,002,511
(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:	\$1,508,041,694.26	\$914,571	\$1,508,956,265.26
(5) Net Amount Required for Full Funding	\$ 68,046,245.74	\$ 0	\$ 68,046,245.74

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

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

002207

SubCLIN 17AH)

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

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraphs a. and b., 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 contract price amount of \$1,577,002,511 includes a target cost of [REDACTED] (which includes [REDACTED] of cost and \$12 [REDACTED] 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)

(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].

(4) Fee will be adjusted for actual cost that is less than or more than the target cost stated above using a share ratio [REDACTED] Government / [REDACTED] Contractor for actual costs less than the target cost, and a ratio [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.

(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, dated 5 March 2007 from [REDACTED]

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

[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]

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

(b)(6)

002208

(2) An additional performance incentive fee pool of [REDACTED] (maximum) is established and will be awarded to the contractor for meeting performance incentives associated with System Capability Reviews (SCRs) and the Developmental Test (DT)/Limited User Test (LUT) according to the schedule below:

(b)(4)

(a) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-1.

(b)(4)

(b) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-2.

(b)(4)

(c) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-3.

(b)(4)

(d) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by LUT.

(b)(4)

(e) The specific criteria/evidence and associated percentages related to successful completion of (a) through (d) above are defined in the Section J attachment entitled "Performance Incentive Fee Criteria/Evidence."

(f) Following completion of each milestone in (a) through (d) above, the government will determine the amount of performance incentive fee earned. If it is determined that performance incentive fee is earned, the additional contract value will be added to the total value of the contract at the time the incentive is earned.

(3) For Earned Value and cost reporting purposes, the target 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 P00231 showing a summary of funding by ACRN through Modification P00232:

<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

002209

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

002210

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	\$264,135,933.26
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	\$261,492,519.00
MG	\$6,262,095.00
MH	\$213,390.00
MJ	\$858,495.00
MK	\$56,076.00

6. The following is an update to Modification P00231 showing a summary of funding by CLIN by ACRN through Modification P00232:

<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	

002211

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	
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	

002212

		<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	\$264,135,933.26
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	\$261,492,519.00
CLIN 0017AA	MH	\$213,390.00
CLIN 0017AA	MJ	\$858,495.00
CLIN 0017AA	MK	\$56,076.00
		<u>1,508,956,265.26</u>
		<u>118,250.00</u>
CLIN 0017AB	KL	118,250.00
		<u>118,250.00</u>
CLIN 0017AC	BZ	190,000.00
		<u>190,000.00</u>

002213

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	
CLIN 0024	LP	83,200.00	
			<u>203,708.00</u>
CLIN 0025	LE	1,173,850.00	

002214

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	_____
			<u>9,574,509.00</u>

7. In consideration of the modification agreed to herein as complete equitable adjustment for the [REDACTED] Hardware Modification [REDACTED] proposal submitted via Raytheon letter JLENS-23414-10-140, dated 29 October 2010, the Contractor hereby releases the Government from any and all liability under this contract for further equitable adjustments attributable to such facts or circumstances giving rise to the proposal for adjustment.

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

(End of Summary of Changes)

002215

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. CONTRACT ID CODE: **V** PAGE OF PAGES: **1** | **11**

2. AMENDMENT/MODIFICATION NO.: **P00234** 3. EFFECTIVE DATE: **30 Jun 11** 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)

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

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)  
 X 10A. MOD. OF CONTRACT/ORDER NO.: **DASG80-98-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 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).

X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: **FAR 52.232-22, "Limitation of Funds" and 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]** (b)(6)  
 To increase and fund SubCLN 0017AA in the amount of \$116,044 as settlement of the proposal submitted by the contractor in response to a Government request to purchase **[REDACTED]**  
 (b)(3)(A)  
 (i) & Title 10 Sec  
 130 (a)(b)

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]** 15B. NAME AND TITLE OF CONTRACTING OFFICER (Type or print): **[REDACTED]** (b)(6)

15C. DATE SIGNED: **29 JUN 2011** 15D. DATE SIGNED: **30 Jun 11**

(Signature of person authorized to sign) (Signature of Contracting Officer)

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 \$116,044.00 from \$1,814,750,958.00 to \$1,814,867,002.00.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by [REDACTED]

The target profit/fee has increased by [REDACTED] to [REDACTED]

The total cost of this line item has increased by [REDACTED] from \$ [REDACTED] to [REDACTED]

(b)(4)

(b)(4) (b)

(b)

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] which is [REDACTED] of target cost less facilities capital cost of money.

(b)(4)

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

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]  
Target Fee [REDACTED]

(b)(4)

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

(b)(4)

(b)(4)

(b)(4)

(Share Ratio: Government/Contractor)

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

(b)(4)

Overrun [REDACTED] 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)(4)

(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)

002217

- a. Target cost: [REDACTED]
- b. Target fee: [REDACTED]
- c. Minimum incentive fee: [REDACTED]
- d. Maximum incentive fee: [REDACTED]
- e. Total target cost and target fee: **\$1,577,118,555**

(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 \$116,044.00 from \$1,734,294,456.62 to \$1,734,410,500.62.

SUBCLIN 0017AA:

ML: 21 I 2040 5L 5L68 P172419E555L 255Y 4M1J741200 S01021 4M1J741200/14MJLE/4M5 was increased by \$116,044.00 from \$0.00 to \$116,044.00  
The contract ACRN ML has been added.

Target Cost, Target Fee, and Total for the above increase of \$116,044 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 incentive fee of [REDACTED] which [REDACTED] of target cost less facilities capital cost of money.

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

Target Cost	[REDACTED]
Target Fee	[REDACTED]
Total	\$116,044

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:	\$1,577,002,511	\$116,044	\$ 1,577,118,555
(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:	\$1,508,956,265.26	\$116,044	\$1,509,072,309.26
(5) Net Amount Required for Full Funding	\$ 68,046,245.74	\$ 0	\$ 68,046,245.74

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

\* 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 changed as follows:

002218

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraphs a. and b., 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 contract price amount of **\$1,577,118,555** includes a target cost of [REDACTED] (which includes [REDACTED] of cost and [REDACTED] of facilities capital cost of money) and a target incentive fee [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)

(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 [REDACTED] of the target 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 target cost stated above using a share ratio [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.

(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, dated 5 March 2007 from [REDACTED]

(b)(6)

(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]

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

(2) An additional performance incentive fee pool of [REDACTED] (maximum) is established and will be awarded to the contractor for meeting performance incentives associated with System Capability Reviews (SCRs) and the Developmental Test (DT)/Limited User Test (LUT) according to the schedule below:

(b)(4)

(a) [REDACTED] (maximum) earned based on successful conduct of technical performance defined by SCR-1.

(b)(4)

002219

(b) ██████████ (maximum) earned based on successful conduct of technical performance defined by SCR-2. (b)(4)

(c) ██████████ (maximum) earned based on successful conduct of technical performance defined by SCR-3. (b)(4)

(d) ██████████ (maximum) earned based on successful conduct of technical performance defined by LUT. (b)(4)

(e) The specific criteria/evidence and associated percentages related to successful completion of (a) through (d) above are defined in the Section J attachment entitled "Performance Incentive Fee Criteria/Evidence."

(f) Following completion of each milestone in (a) through (d) above, the government will determine the amount of performance incentive fee earned. If it is determined that performance incentive fee is earned, the additional contract value will be added to the total value of the contract at the time the incentive is earned.

(3) For Earned Value and cost reporting purposes, the target cost value of \$1,447,892,193 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 P00233 showing a summary of funding by ACRN through Modification P00234:

<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

002220

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

002221

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	\$264,135,933.26
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	\$261,492,519.00
MG	\$6,262,095.00
MH	\$213,390.00
MJ	\$858,495.00
MK	\$56,076.00
ML	\$116,044.00

6. The following is an update to Modification P00231 showing a summary of funding by CLIN by ACRN through Modification P00232:

<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>

002222

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	

002223

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	\$264,135,933.26	
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	\$261,492,519.00	
CLIN 0017AA	MH	\$213,390.00	
CLIN 0017AA	MJ	\$858,495.00	
CLIN 0017AA	MK	\$56,076.00	
CLIN 0017AA	ML	\$116,044.00	
			<u>1,509,072,309.26</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>

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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	
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	

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			<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	
			<u>9,574,509.00</u>

7. In consideration of the modification agreed to herein as complete equitable adjustment for the [REDACTED] (b)(3)(A) [REDACTED] proposal submitted via Raytheon letter JLENS-23414-11-054, dated 09 June 2011, the Contractor hereby (i)&Title 10 releases the Government from any and all liability under this contract for further equitable adjustments attributable Sec 130 (a)(b) to such facts or circumstances giving rise to the proposal for adjustment.

(End of Summary of Changes)

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AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE V PAGE OF PAGES 1 5

2. AMENDMENT/MODIFICATION NO (b)(6) 3. EFFECTIVE DATE 18 JUL 11 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (if applicable)

6. IS... CODE W9113M 7. ADMINISTERED BY (If other than item 6) CODE S2205A DCMARAYTHEON 50 APPLE HILL DRIVE MS T2FR2 TEWKSURY MA 01876

8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) RAYTHEON COMPANY 380 LOWELL ST. ANDOVER MA 01810-400 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 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. B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B). X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 43.103(a)(3), Mutual Agreement D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, X 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: (b)(6) To revise the DD254, Contract Security Classification Specification at no additional cost to the Government.

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

15C. DATE SIGNED 15 JUL 2011 16B. UNITED STATES OF AMERICA BY (Signature of Contracting Officer) 18 Jul 11 (b)(6) 16C. DATE SIGNED

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

<u>TITLE</u>	<u>DATE</u>	<u># OF PAGES</u>	
<b>Contract Security Classification Specification (DD Form 254), Revision 13 (Added per Modification P00235)</b>	<b>14 Apr 11</b>	<b>13</b>	
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	
	March 08	1	(b)(3)(A)
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	
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	

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\*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 (b)(4) 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.



(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

Contract DASG60-00-C-0091, DD Form 1149 (attached)

Gov't Technical POC: [REDACTED] (b)(6)

Ship to address:



(b)(4)

20 Jun 03	1 List
25 Mar 07*	34 pages
(Revised 21 Nov 07)*	34 pages

\*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

27 Jun 08

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(Added by reference per Modification P00168)

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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	
Performance Incentive Fee Criteria/Evidence (Revised per Modification P00227)	Undated	8	
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	
<u>CLINs 0023 and 00024</u> JLENS Simulation Support SOW dated 28 January 2008 [REDACTED]	28 January 2008	2 pages	(b)(3)(A)(i)&Title 10 Sec 130 (a)(b)
Simulation Support Tasks (Added per Mod P00160)			
<u>CLIN 0025</u>			
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	
<u>CLIN 0027</u>			
JLENS System Integration Lab (SIL) Equipment List (Added per Modification P00196)	Undated	6	
Revision to System Integration Lab (SIL)	02 Aug 10	6	

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Equipment List  
(Added per Modification P00217)

(End of Summary of Changes)

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**DEPARTMENT OF DEFENSE  
CONTRACT SECURITY CLASSIFICATION SPECIFICATION**

*(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort.)*

**1. CLEARANCE AND SAFEGUARDING**

a. FACILITY CLEARANCE REQUIRED [REDACTED] (b)(7)(E)  
 b. LEVEL OF SAFEGUARDING REQUIRED [REDACTED] (b)(7)(E)

<b>2. THIS SPECIFICATION IS FOR:</b> (x and complete as applicable)		<b>3. THIS SPECIFICATION IS:</b> (x and complete as applicable)	
<input checked="" type="checkbox"/> a. PRIME CONTRACT NUMBER <b>DASG60-98-C-0001</b>	<input type="checkbox"/> b. SUBCONTRACT NUMBER	<input type="checkbox"/> a. ORIGINAL (Complete date in all cases)	DATE (YYMMDD) <b>19980113</b>
<input type="checkbox"/> c. SOLICITATION OR OTHER NUMBER	DUE DATE (YYMMDD)	<input checked="" type="checkbox"/> b. REVISION (Supersedes all previous specs) Revision No <b>13</b>	DATE (YYMMDD) <b>20110414</b>
		<input type="checkbox"/> c. FINAL (Complete Item 5 in all cases)	DATE (YYMMDD)

**4. THIS IS A FOLLOW-ON CONTRACT?**  YES  NO. If Yes, complete the following:  
 Classified material received or generated under — (Preceding Contract Number) is transferred to this follow-on contract.

**5. IS THIS A FINAL DD FORM 254?**  YES  NO. If Yes, complete the following:  
 In response to the contractor's request dated \_\_\_\_\_, retention of the identified classified material is authorized for the period of \_\_\_\_\_.

**6. CONTRACTOR** (Include Commercial and Government Entity (CAGE) Code)

a. NAME, ADDRESS, AND ZIP CODE Raytheon Company Integrated Defense Systems 350 Lowell Street Andover, MA 01810-4400	b. CAGE CODE 05716	c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code) Defense Security Service Andover Field Office 1 Tech Drive, Suite 330 Andover, MA 0810-2452
---	-----------------------	--

**7. SUBCONTRACTOR**

a. NAME, ADDRESS, AND ZIP CODE	b. CAGE CODE	c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)
--------------------------------	--------------	--

**8. ACTUAL PERFORMANCE**

a. LOCATION Same as Block 6a and secondary Test Sites as directed by the JLENS Product Office	b. CAGE CODE	c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)
--	--------------	--

**9. GENERAL IDENTIFICATION OF THIS PROCUREMENT**  
 System Development and Demonstration (SDD) for the Joint Land Attack Cruise Missile Defense Elevated Netted Sensor (JLENS) Systems Product Office.  
 (b)(7)(E) (b)(7)(E)

<b>10. THIS CONTRACT WILL REQUIRE ACCESS TO:</b>	<b>11. IN PERFORMING THIS CONTRACT, THE CONTRACTOR WILL:</b>
a. COMMUNICATIONS SECURITY (COMSEC) INFORMATION	a. HAVE ACCESS TO CLASSIFIED INFORMATION ONLY AT ANOTHER CONTRACTOR'S FACILITY OR A GOVERNMENT ACTIVITY
b. RESTRICTED DATA	b. RECEIVE CLASSIFIED DOCUMENTS ONLY
c. CRITICAL NUCLEAR WEAPON DESIGN INFORMATION	c. RECEIVE AND GENERATE CLASSIFIED MATERIAL
d. FORMERLY RESTRICTED DATA	d. FABRICATE, MODIFY, OR STORE CLASSIFIED HARDWARE
e. INTELLIGENCE INFORMATION: (1) Sensitive Compartmented Information (SCI) (2) Non-SCI	e. PERFORM SERVICES ONLY
f. SPECIAL ACCESS INFORMATION	f. HAVE ACCESS TO U.S. CLASSIFIED INFORMATION OUTSIDE THE U.S., PUERTO RICO, U.S. POSSESSIONS AND TRUST TERRITORIES
g. NATO INFORMATION	g. BE AUTHORIZED TO USE THE SERVICES OF DEFENSE TECHNICAL INFORMATION CENTER (DTIC) OR OTHER SECONDARY DISTRIBUTION CENTER
h. FOREIGN GOVERNMENT INFORMATION	h. REQUIRE A COMSEC ACCOUNT
i. RESTRICTED DISSEMINATION INFORMATION	i. HAVE TEMPEST REQUIREMENTS
j. OFFICIAL USE ONLY INFORMATION	j. HAVE OPERATIONS SECURITY (OPSEC) REQUIREMENTS
k. OTHER (Specify) SEE ITEM #13	k. BE AUTHORIZED TO USE THE DEFENSE COURIER SERVICE
	l. OTHER (Specify) Require classified computer processing

12. PUBLIC RELEASE. Any information classified or unclassified pertaining to this contract shall not be released for public dissemination except as provided by the NISPDM or unless it has been approved for public release by appropriate U.S. Government authority. Proposed public releases shall be submitted for approval prior to release.

Direct  Through (Specify):

(b)(7)(E)

to the Directorate for Freedom of Information and Security Review, Office of the Assistant Secretary of Defense (Public Affairs) for review. In the case of non-DoD User Agencies, requests for disclosure shall be submitted to that agency.

13. SECURITY GUIDANCE. The security classification guidance needed for the classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes, to challenge the guidance or the classification assigned to any information or material furnished or generated under this contract, and to submit any questions for interpretation of this guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. (FBI in as appropriate for the classified effort. Attach, or forward under separate correspondence, any documents/guides/instructions referenced herein. Add additional pages as needed to provide complete guidance.)

Technical POC is [redacted] end [redacted] (b)(6)

Estimated date of completion of the contract is 30 September 2013.

See continuation pages for additional security guidance.

10.k reference

(b)(7)(E)

11.i reference

11.j reference  
OPSEC

14. ADDITIONAL SECURITY REQUIREMENTS. Requirements, in addition to NISPDM requirements, are established for this contract. (If Yes, identify the pertinent contractual clauses in the contract document itself, or provide any appropriate statement which identifies the additional requirements. Provide a copy of the requirements to the cognizant security office. Use item 15.f of this form to provide a copy.)

Yes  No

(b)(7)(E)

15. INSPECTIONS. Elements of this contract are outside the inspection responsibility of the cognizant security office. (If Yes, explain and identify specific areas of concern and the mitigation measures to be instituted. Use item 15.f of this form to provide a copy.)

Yes  No

(b)(7)(E)

16. CERTIFICATION AND SIGNATURE. Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

a TYPED NAME OF CERTIFYING OFFICIAL

b TITLE

c TELEPHONE (Include Area Code)

d ADDRESS (Include Zip Code)

Missile Defense Systems Project Office  
MSLS-CMDS-JLN-SO  
J 5308, Room 8090

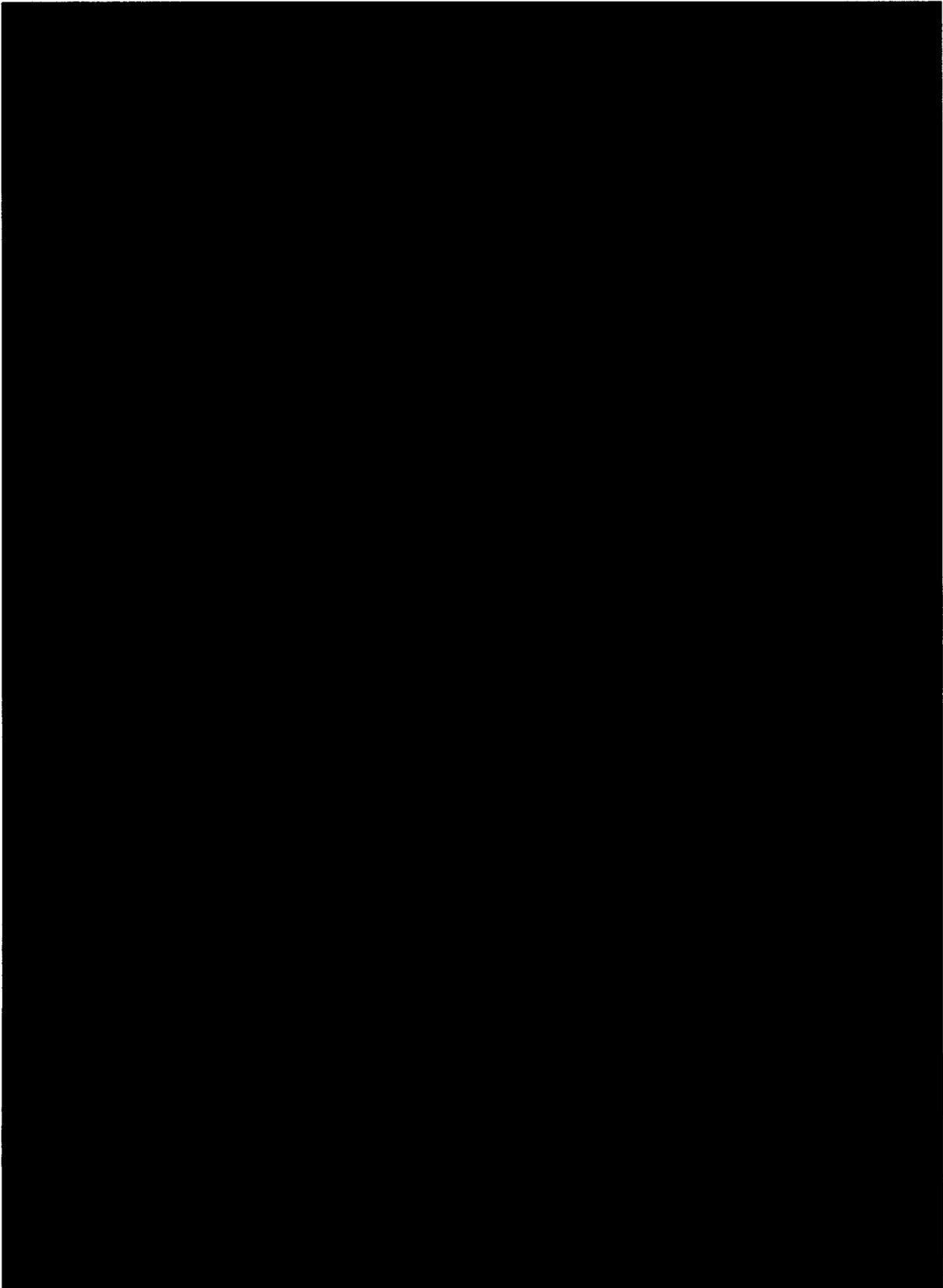
Redstone Arsenal, AL 35898-5000

(b)(6)

17. REQUIRED DISTRIBUTION

- a CONTRACTOR
- b SUBCONTRACTOR
- c COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR
- d U.S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION
- e ADMINISTRATIVE CONTRACTING OFFICER
- f OTHERS AS NECESSARY

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(b)(7)(E)

(b)(7)(E)

(b)(7)(E)

**FOR OFFICIAL USE ONLY**

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[REDACTED]

(b)(7)(E)

[REDACTED]

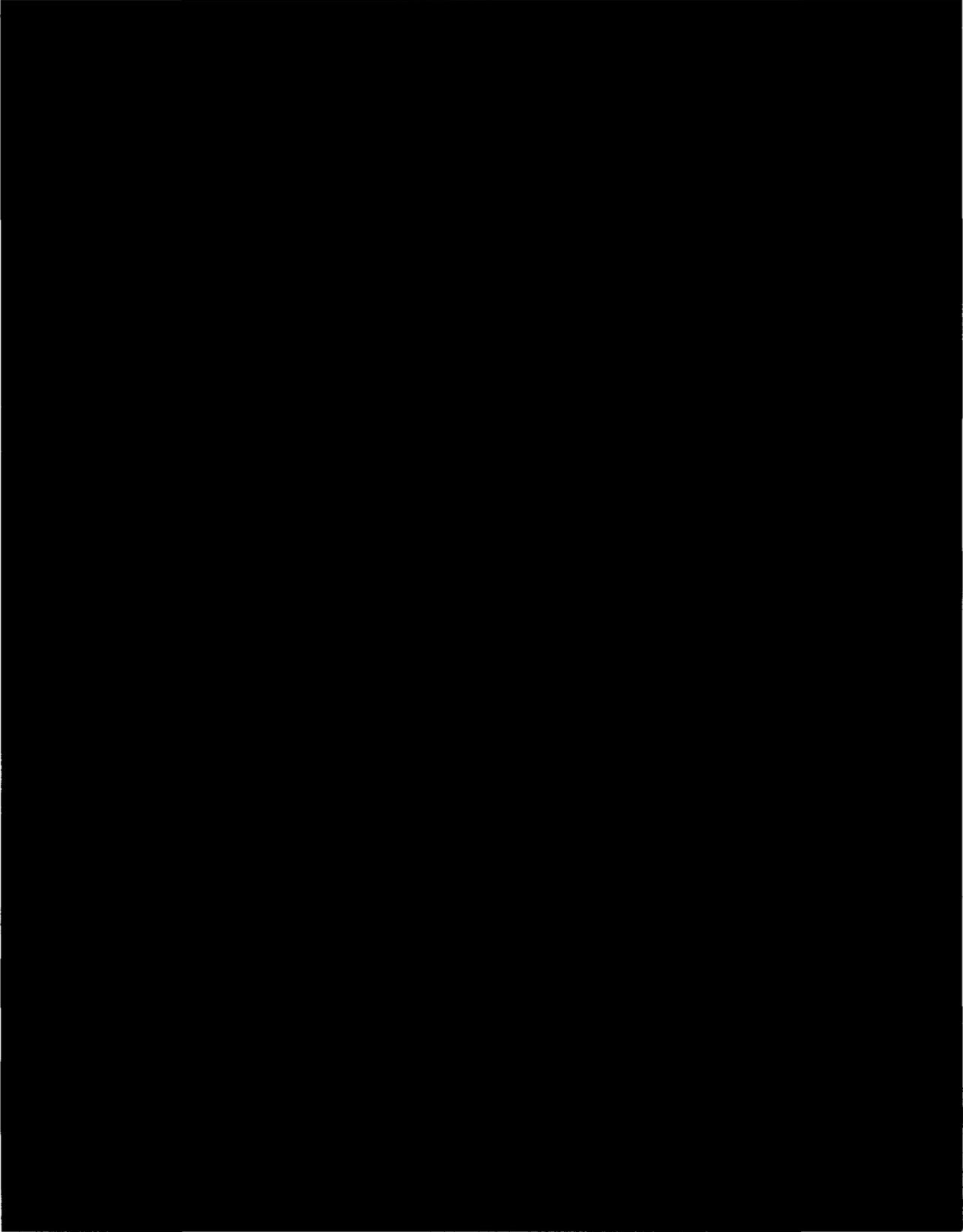
[REDACTED]

(b)(7)(E)

[REDACTED]

(b)(7)(E)

Attachment 1

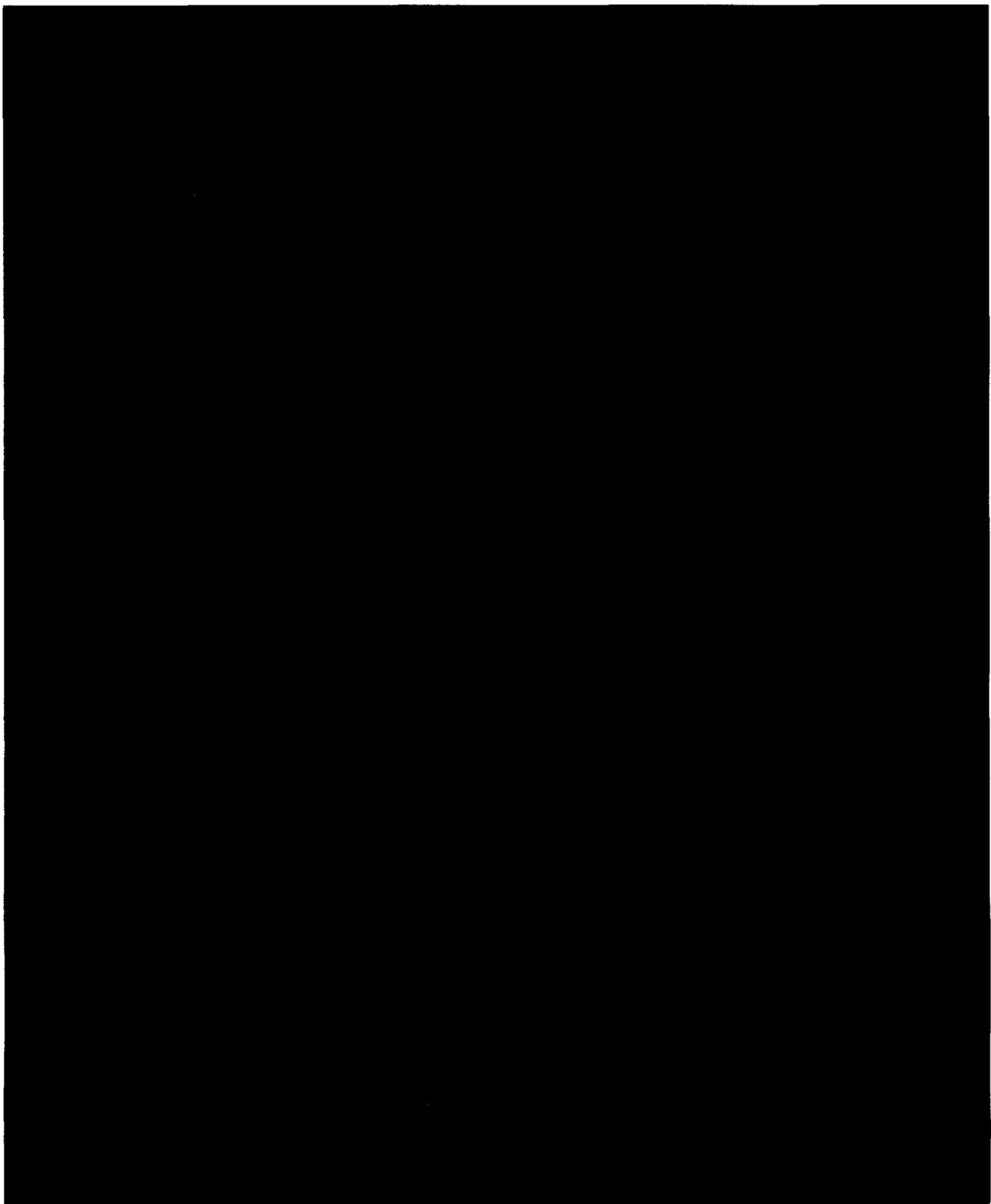


(b)(7)  
(E)

(b)(7)  
(E)

(b)(7)  
(E)

002236

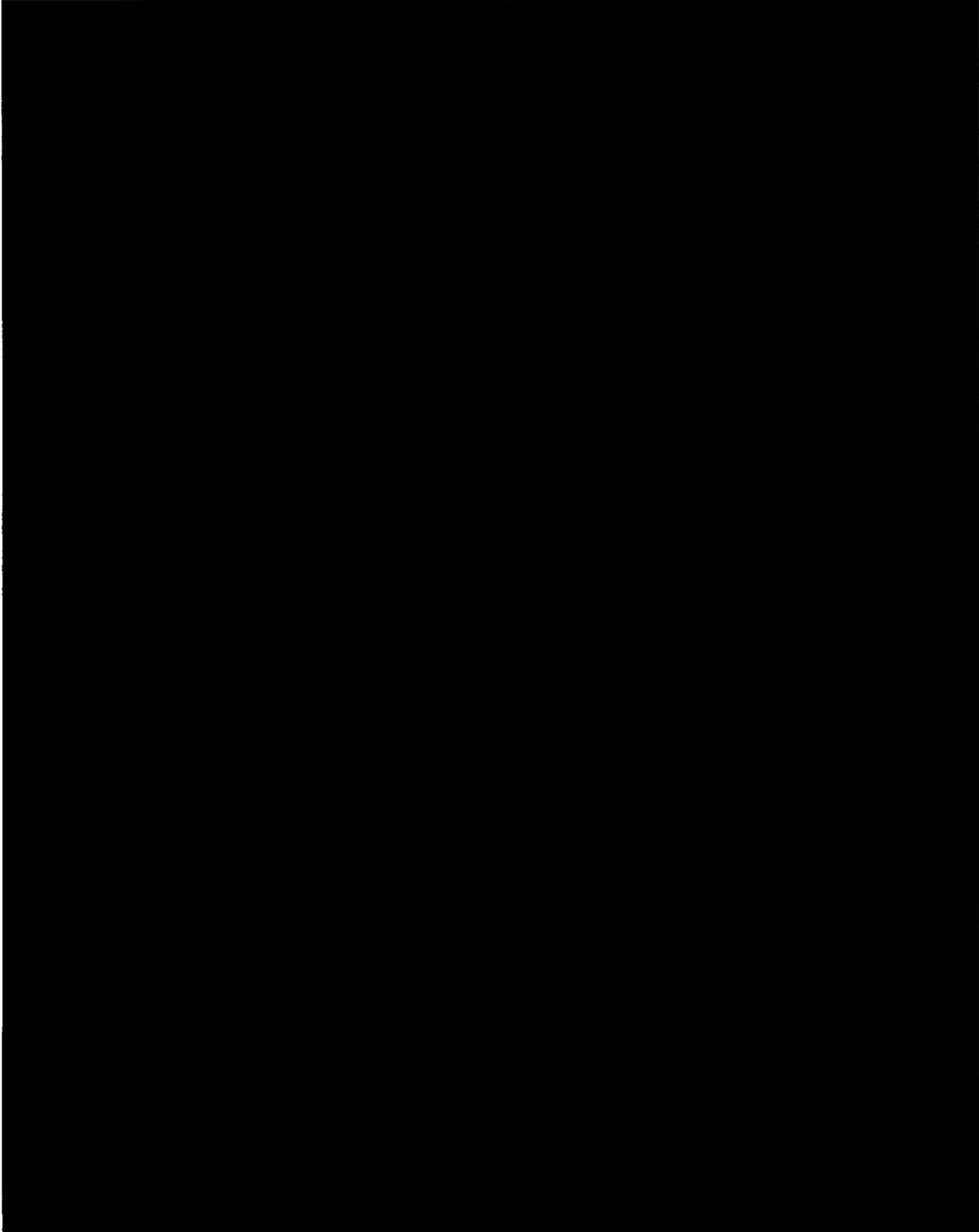


(b)(7)  
(E)

(b)(7)  
(E)

(b)(7)  
(E)

002237



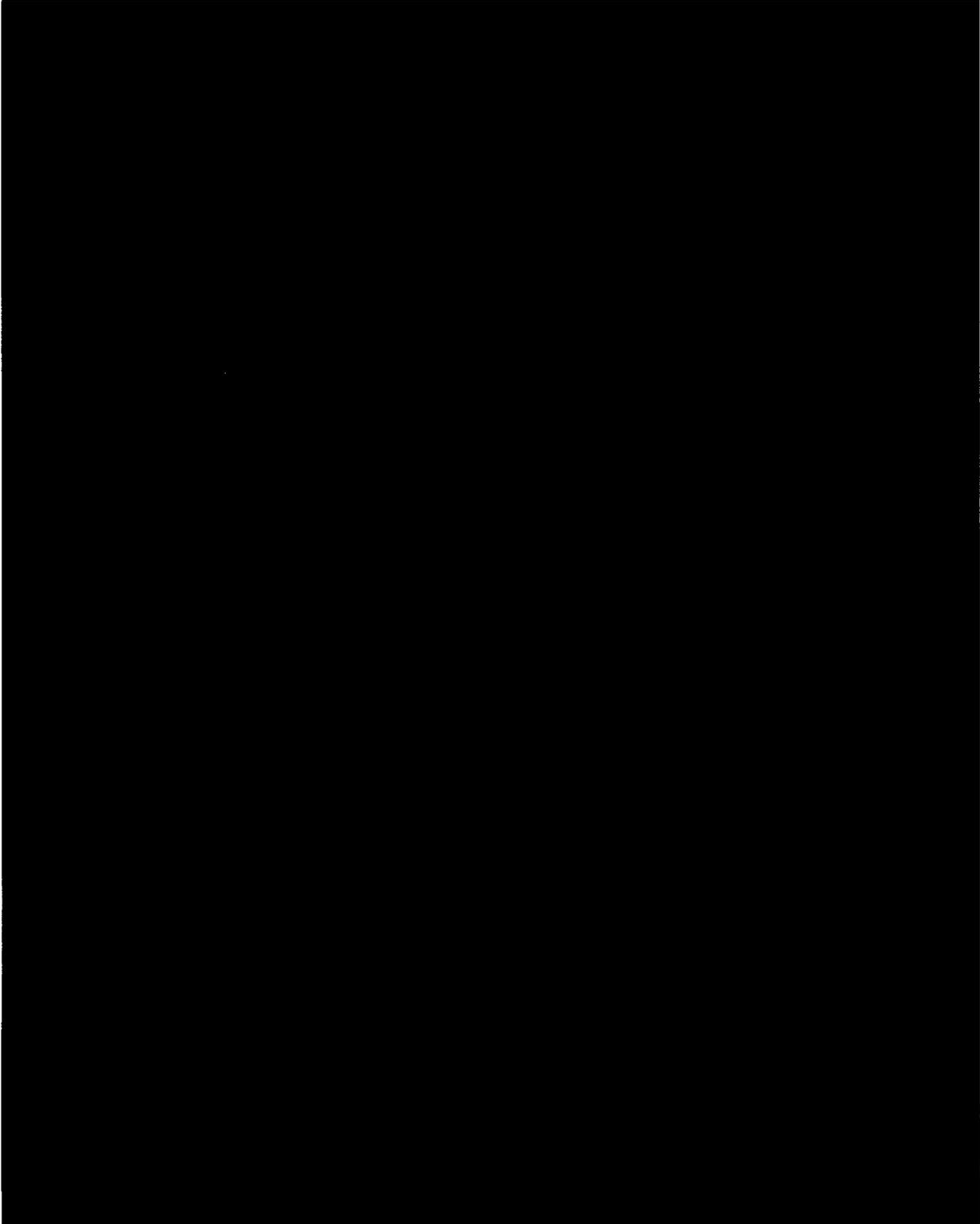
(b)(7)(E)

(b)(7)(E)

(b)(7)(E)

**FOR OFFICIAL USE ONLY**

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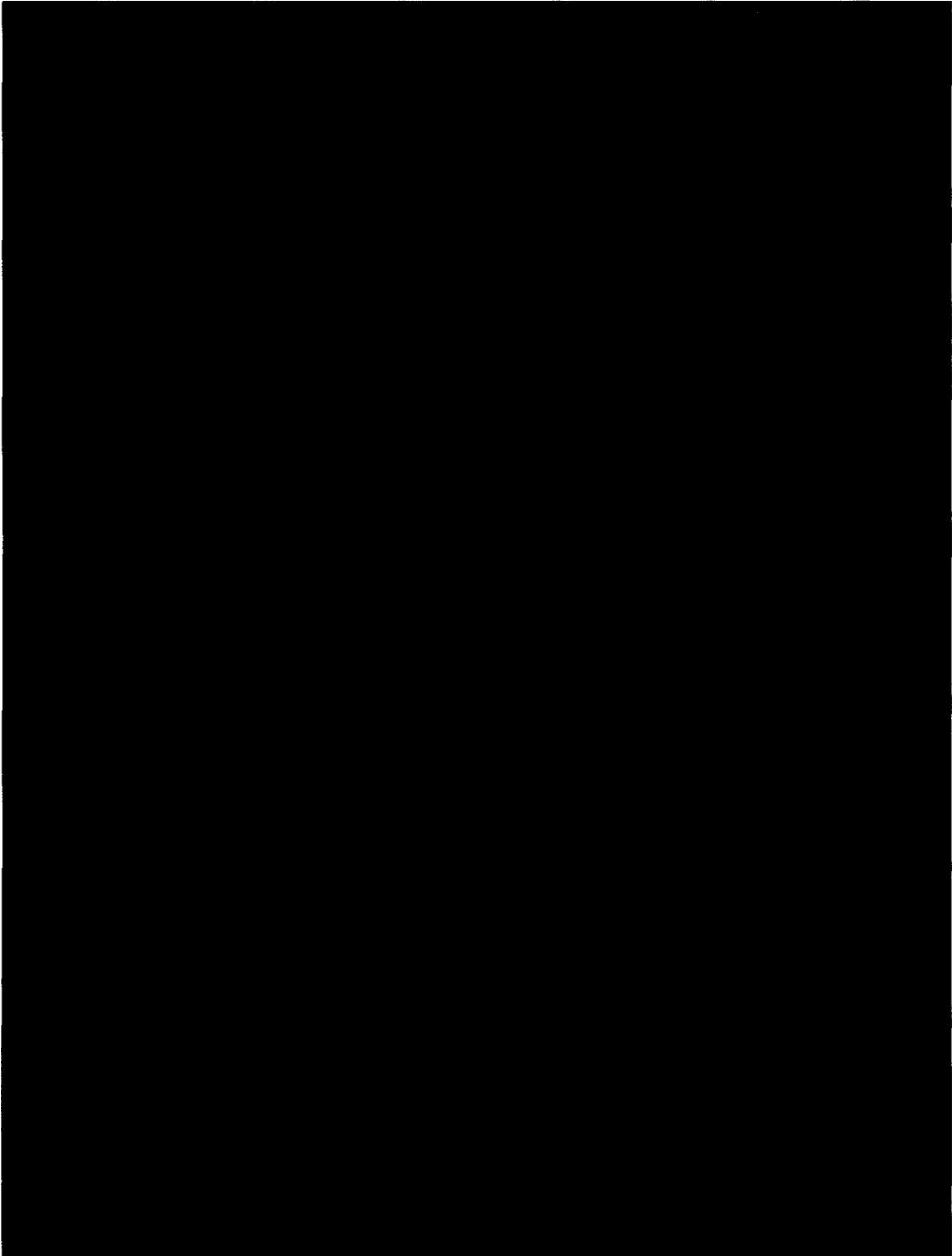
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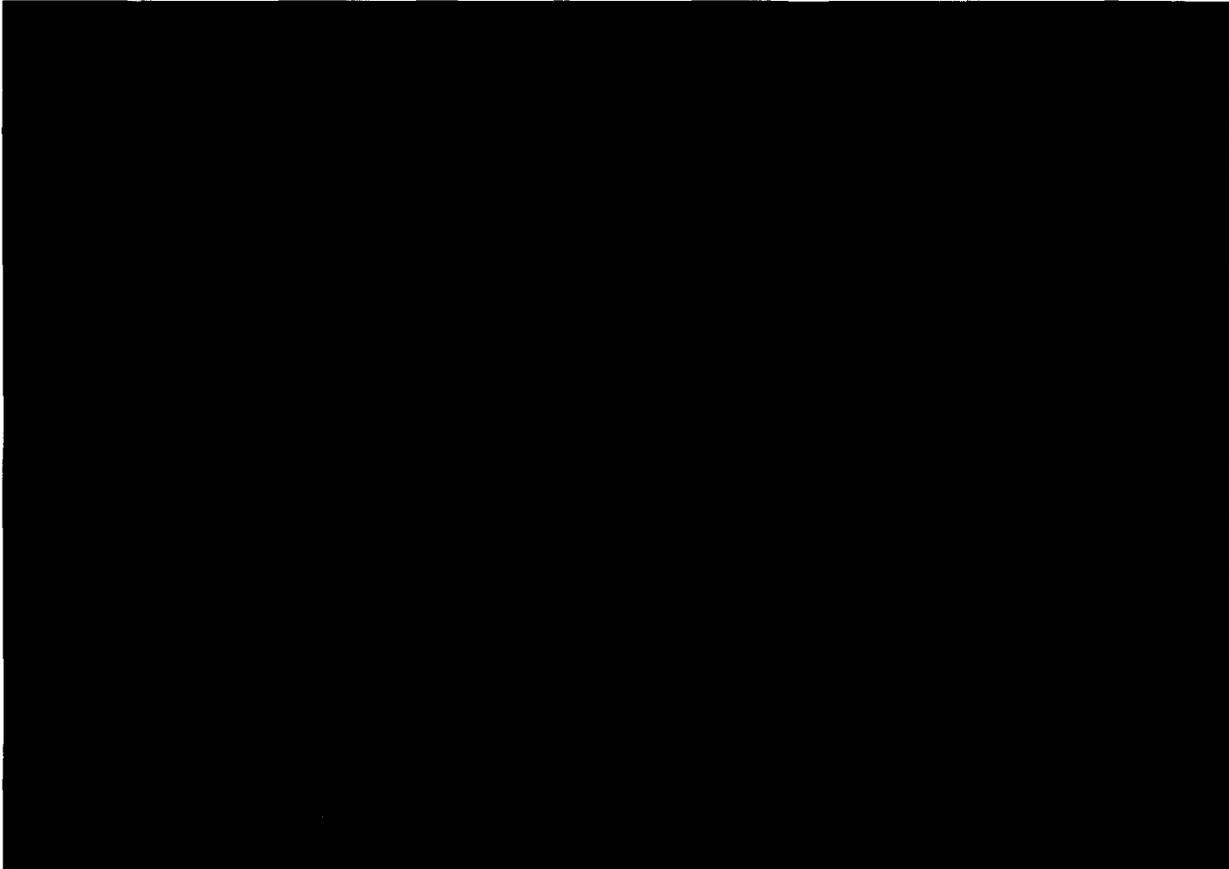
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(b)  
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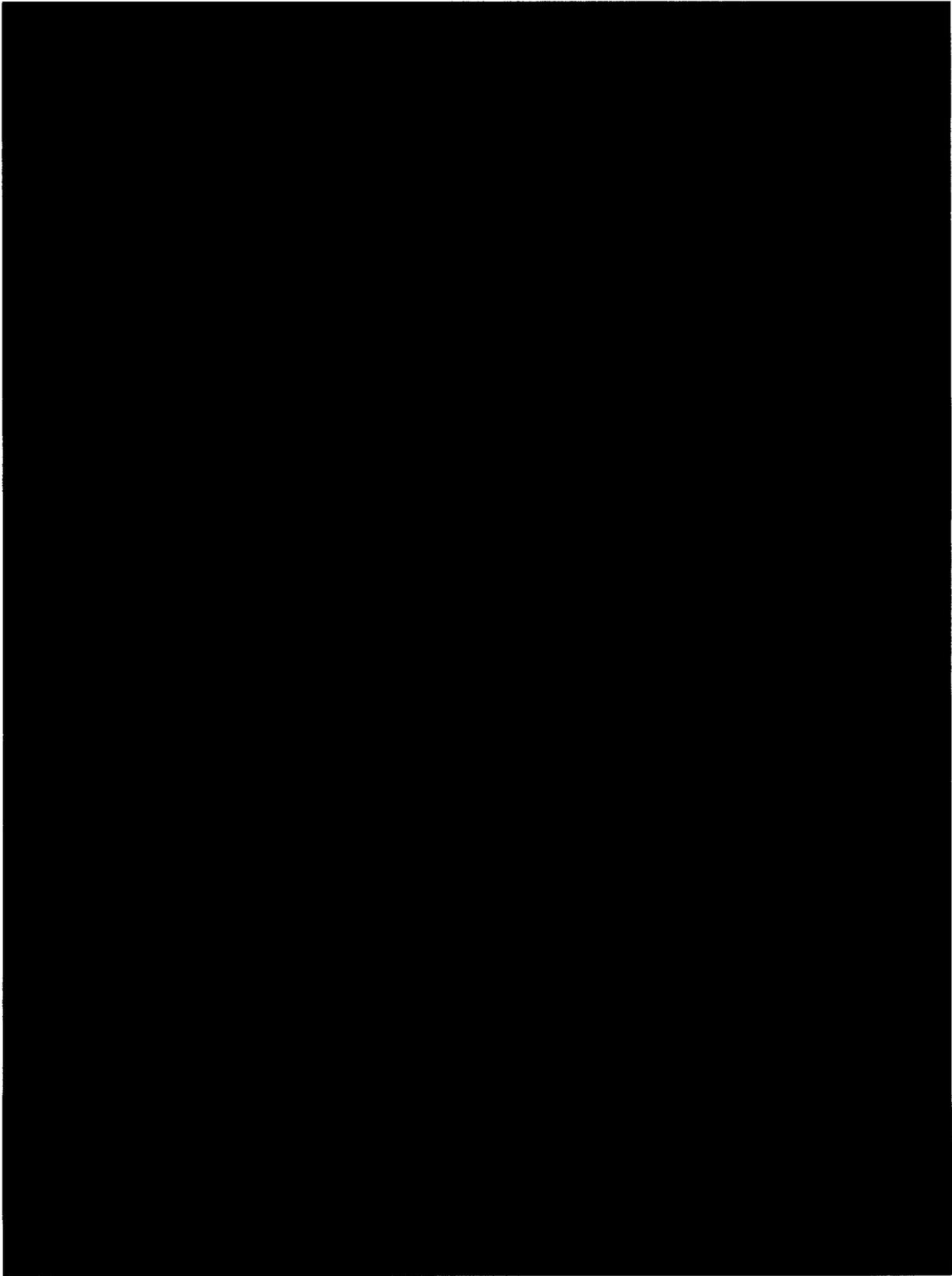
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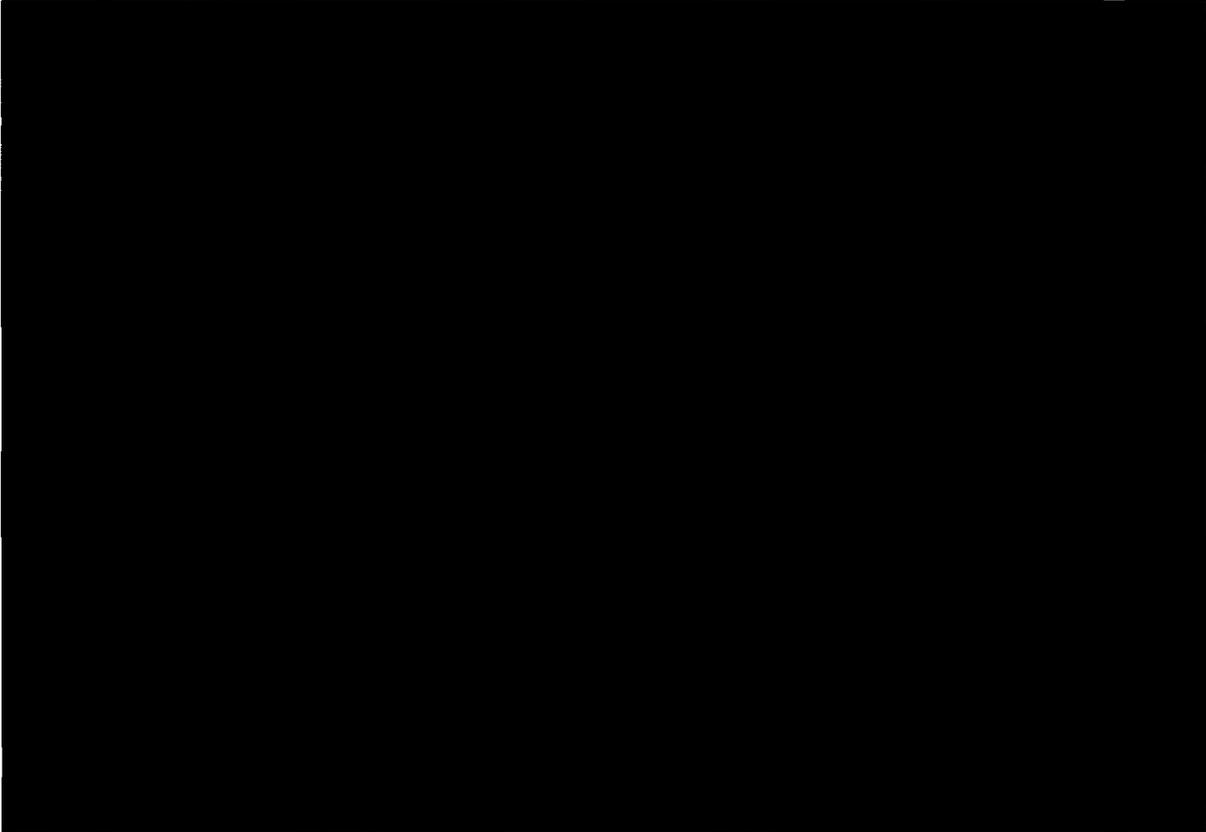
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FOR OFFICIAL USE ONLY

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(b)(7)(E)

(b)(7)  
(E)

(b)(7)  
(E)

**FOR OFFICIAL USE ONLY**

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AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES	
				V	1	5
AMENDMENT/MODIFICATION NO.		3 EFFECTIVE DATE	4 REQUISITION/PURCHASE REQ. NO.		5 PROJECT NO (If applicable)	
P00236		19-Jul-2011				
6 ISSUED BY CODE		W9113M	7. ADMINISTERED BY (If other than item 6) CODE		S2205A	
USASMD/ARSTRAT SMD/DC-RDC PO BOX 1500 HUNTSVILLE AL 35807-3801			DCMA RAYTHEON 50 APPLE HILL DRIVE M/S T2FR2 TEWKSBURY MA 01876			
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code)				9A. AMENDMENT OF SOLICITATION NO.		
RAYTHEON COMPANY 350 LOWELL ST ANDOVER MA 01810-4400						
				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						
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.						
12. ACCOUNTING AND APPROPRIATION DATA (If required)						
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.						
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.						
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).						
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						
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] To issue a change order in accordance with JLENS Statement of Work (SOW), dated 09 March 2010, paragraph 5.4, titled Systems Tests/Demonstrations, and JLENS System Performance Specification (MIS-PRF-55628), paragraph 3.14.5.2, titled Aerostat Retrieval Cycle, for initiation of effort related to demonstration of a persistent capability for the Surveillance System (SuS). (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)		
[REDACTED]				[REDACTED]		
B. CONTRACTOR/OFFEROR				15C. DATE SIGNED		16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)						16C. DATE SIGNED
				B. [REDACTED]		19-Jul-2011
				(Signature of Contracting Officer)		

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 \$1,618,600 from \$1,814,867,002.00 to \$1,816,485,602.00.

The following have been added by full text:

PURPOSE

To conduct a demonstration of a persistent capability for the Surveillance System (SuS) over a fourteen (14) day period (twenty-four (24) hours/day) not later than 30 September 2011.

The purpose of the demonstration is to gather data in support of meeting the Aerostat Retrieval Cycle requirement as shown in paragraph 4, Table 1, Requirement/ Verification Cross Reference Matrix, 3.14.5.2, of the JLENS System Performance Specification (MIS-PRF-55628).

The fourteen (14) day SuS Demonstration will include continuous operation of the Platform subsystem, the Radar subsystem, and the CPG subsystem in a near-tactical configuration. The SuS Demonstration will include conducting, documenting, and analyzing (1) platform flight operations, (2) radar radiation, detection, and tracking of primary mission targets, (3) control of the SuS via the CPG, and (4) communication of radar information [REDACTED]

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

SuS Demonstration objectives will be developed by Raytheon and submitted to the JLENS Product Office (JPO) for approval thirty (30) days prior to the event. SuS Demonstration "quick look" results will be submitted to the JPO every twenty-four (24) hours during the fourteen (14) day event. A final report will encapsulate results and analysis for the SuS Demonstration events and will be delivered to the JPO thirty (30) after the fourteen (14) day SuS Demonstration completes.

2. SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 0017AA

The target cost has increased by [REDACTED] from [REDACTED] to [REDACTED]  
The target profit/fee has increased by [REDACTED] from [REDACTED] 00 to [REDACTED]  
The total cost of this line item has increased by \$1,618,600.00 from \$1,577,118,555.00 to \$1,578,737,155.00.

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

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

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

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

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

002246

(Share Ratio: Government/Contractor)

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

Overrun: [REDACTED] 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. Target fee: [REDACTED]
- c. Minimum incentive fee: [REDACTED]
- d. Maximum incentive fee: [REDACTED]
- e. Total target cost and target fee: \$1,578,737,155

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

3. SECTION G - CONTRACT ADMINISTRATION DATA

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:	\$1,577,118,555	\$1,618,600	\$ 1,578,737,155
(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:	\$1,509,072,309.26	\$ 0	\$1,509,072,309.26
(5) Net Amount Required for Full Funding	\$ 68,046,245.74	\$1,618,600	\$ 69,664,845.74

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

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

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

Paragraph H-19, INCENTIVE FEE STRUCTURE AND PAYMENT FOR CLIN 0017, SYSTEM DEVELOPMENT AND DEMONSTRATION (SDD), subparagraphs a. and b., 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 contract price amount of \$1,578,737,155 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] target cost less facilities capital cost of money.

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

b. Cost Incentive.

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

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

(2) The maximum fee payable under SubCLIN 0017AA [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 [REDACTED] 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.

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

(a) [REDACTED] 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) [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]

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

(2) An additional performance incentive fee pool of [REDACTED] (maximum) is established and will be awarded to the contractor for meeting performance incentives associated with System Capability Reviews (SCRs) and the Developmental Test (DT)/Limited User Test (LUT) according to the schedule below:

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

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(a) [REDACTED] maximum) earned based on successful conduct of technical performance defined by SCR-1.

(b)(4)

(b) [REDACTED] maximum) earned based on successful conduct of technical performance defined by SCR-2.

(b)(4)

(c) [REDACTED] maximum) earned based on successful conduct of technical performance defined by SCR-3.

(b)(4)

(d) [REDACTED] maximum) earned based on successful conduct of technical performance defined by LUT.

(b)(4)

(e) The specific criteria/evidence and associated percentages related to successful completion of (a) through (d) above are defined in the Section J attachment entitled "Performance Incentive Fee Criteria/Evidence."

(f) Following completion of each milestone in (a) through (d) above, the government will determine the amount of performance incentive fee earned. If it is determined that performance incentive fee is earned, the additional contract value will be added to the total value of the contract at the time the incentive is earned.

(3) For Earned Value and cost reporting purposes, the target cost value of \$1,449,378,168 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.

(End of Summary of Changes)

002249

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES
			V	1   8
AMENDMENT/MODIFICATION NO. P00237	3 EFFECTIVE DATE 03-Aug-2011	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 60 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. 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 <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) To add the line of accounting for funds in the amount of \$1,818,600 that were inadvertently omitted from SubCLIN 0017AA in Modification P00236 and to incrementally fund SubCLIN 0017AA in the amount of \$2,087,000 for submission of an update to Contract Data Requirements List (CDRL) B017, Integrated Support Plan, Sub-Plan entitled Deployment Transition Plan, as outlined in Directorate B, Contract Operations Division 2 letter, JLENS-2011-036, dated 01 July 2011.				
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)		
		[REDACTED] (b)(6)		
3. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)				[REDACTED] (b)(6)
				16C. DATE SIGNED 03-Aug-2011

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

002250

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