

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 0013	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO. N/A		5. PROJECT NO. (If applicable)	
6. ISSUED BY USDOT/RSPA/Volpe National Transportation Systems Center 55 Broadway, Kendall Square Cambridge, MA 02142		CODE DTS-852	7. ADMINISTERED BY (If other than Item 6)		CODE
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) W.T. Chen & Company, Inc. Bay Colony Corporate Center 1000 Winter Street, Suite 2150 Waltham, MA 02154				(✓)	9A. AMENDMENT OF SOLICITATION NO.
					9B. DATED (SEE ITEM 11)
				√	10A. MODIFICATION OF CONTRACT/ORDER NO. DTRS57-97-C-00107
					10B. DATED (SEE ITEM 13) 10/29/97
CODE		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 Offers is extended, is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning one (1) copy 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 DATA 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 data specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

N/A

**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: Mutual Agreement of Both Parties
	D. OTHER Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return 3 copies to the issuing office.

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

See continuation sheets.

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) Carol A. Ferrante Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
_____ (Signature of person authorized to sign)		BY _____ (Signature of Contracting Officer)	

The following changes are incorporated in contract DTRS57-97-C-00107.

1. The total amount allocated to year two of this contract is unchanged at \$4,911,163.39. However, the allocation of the allocated funds is changed as follows:

	Basic Period - Year 2		
	<u>From</u>	<u>By</u>	<u>To</u>
Total Estimated Cost	"Redacted"	"Redacted"	"Redacted"
Award Fee Available	"Redacted"	"Redacted"	"Redacted"
Total	"Redacted"	"Redacted"	"Redacted"

2. Section A, the face value of the contract is changed as follows:

	<u>From</u>	<u>By</u>	<u>To</u>
Total CPAF (Contract Year 1 and Year 2)	"Redacted"	"Redacted"	"Redacted"

3. Section B, Paragraph B.3, "Total Estimated Costs and Award Fee" Contract Year 2 is changed as follows:

	From	By	To
Estimated Cost	"Redacted"	"Redacted"	"Redacted"
Award Fee	"Redacted"	"Redacted"	"Redacted"
Total CPAF	"Redacted"	"Redacted"	"Redacted"

4. Award Fee Available. Effective from Basic Period - Year 2 through the out years, the "Award Fee Available" will be determined using the following fee percentages on the identified cost elements.

<u>Cost Element</u>	<u>Fee Percentage</u>
Direct Labor, Labor Overhead, VAR, and G&A	
Consultants, Subcontract Services, and Travel/Training	
G&A Growth, H/W & S/W Purchases and H/W & S/W Maintenance	

This determination of "Award Fee Available" in no way guarantees that the full award fee will be earned.

5. Section H.10 "Ceilings", "Indirect Cost Ceiling Table" is changed as follows: CATEGORY RATE

Labor Burden (Composite) "Redacted"