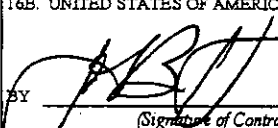


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE W-19800	PAGE 1 OF 3
AMENDMENT/MODIFICATION NO. 7	3. EFFECTIVE DATE See Block 16	4. REQUISITION/PURCHASE REQ. NO. see following page	5. PROJECT NO. (If applicable) -
ISSUED BY ISA/GSFC/Headquarters Procurement Office Mail code 210.H, Attn: John Brett Greenbelt, MD 20771-0001		7. ADMINISTERED BY (If other than Item 6) CODE	
NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP Code) Science Applications International Corporation 980 Science Applications Court V-48 Vienna, VA 22183		(4)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
			10A. MODIFICATION OF CONTRACT/ORDER NO. W-19800
			10B. DATED (SEE ITEM 13) May 3, 2000
CODE 52302	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 Offers <input type="checkbox"/> is extended, <input type="checkbox"/> 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 received prior to the opening hour and data specified.			
1. ACCOUNTING AND APPROPRIATION DATA (If required) see following page.			
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.			
(4)	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) 52.232-22 Limitation of Funds (April 1984);		
1. IMPORTANT: Contractor <u>X</u> is not, <u> </u> is required to sign this document and return 2 copies to the issuing office.			
4. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) This modification establishes \$711,475 in earned award fee for the third evaluation period 06/01/01 through 1/30/01, revises the Award Fee Payment Schedule, and adds funding for continued performance			
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.			
5A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) John Brett, Contracting Officer	
5B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED February 1, 2002
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	

W-19800

Modification 47

1. The Award Fee payment schedule in the Performance Evaluation Plan is revised as follows:

ATTACHMENT III-A TO PEP FOR
Task Order No. W-19800 with SAIC

**EVALUATION PERIODS AND MAXIMUM
AVAILABLE AWARD FEE FOR EACH PERIOD**

<u>Period Number</u>	<u>Start Date</u>	<u>End Date</u>	<u>Maximum Available Award Fee</u>	<u>Earned Award Fee</u>
1	May 30, 2000	November 30, 2000	\$ 687,564.50	\$566,553.00
2	December 1, 2000	May 31, 2001	\$ 778,056.00	\$672,240.00
Option One				
3	June 1, 2001	November 30, 2001	\$ 790,528.00	\$711,475.00
4	December 1, 2001	May 31, 2002	\$ 294,798.14	
Option Two				
5	June 1, 2002	November 30, 2002	\$ 271,498.20	
6	December 1, 2002	May 31, 2003	\$ 271,498.20	
Option Three				
7	June 1, 2003	November 30, 2003	\$ 258,430.65	
8	December 1, 2003	May 31, 2004	\$ 258,430.65	
Option Four				
9	June 1, 2004	November 30, 2004	\$ 234,215.83	
10	December 1, 2004	May 31, 2005	\$ 234,215.83	

B.4 ESTIMATED COST AND AWARD FEE, paragraph 2 is deleted. Inserted in its place is as follows:

B.4 ESTIMATED COST AND AWARD FEE

1. The estimated cost of subtask 00201AB(CORE) is \$21,334,944.19. The maximum available award fee is \$1,123,276.99. Total estimated cost and maximum award fee is \$21,334,944.19.

	<u>From</u>	<u>By</u>	<u>To</u>
Estimated Cost	\$20,054,338.20		\$20,054,338.20
<i>Provisional Increase to Estimated Cost</i>			
	\$ 0.00	\$157,329.00	\$157,329.00
Earned Award Fee Period 1, 2 and 3	\$828,478.85		
Unevaluated Award Fee Period 4	\$294,798.14		
Maximum Available Award Fee	\$1,123,276.99		\$1,123,276.99
Total Estimated Cost Plus Award Fee	\$21,177,615.19	\$157,329.00	\$21,334,944.19

This provisional increase allows the vendor to submit costs for performance under this Task Order Line Item for the period 5/25/01 through 5/31/01 until SAIC Core Cost proposal, dated January 25, 2002 is negotiated and the contract subsequently modified to reflect the results of said negotiations. The vendor estimates that this provisional increase will allow completion of performance through May 31, 2001.

2. The estimated cost of all 10.0 subtasks (00201AB-AC through 00201AB-BT) is \$32,928,601.17. The maximum available award fee is \$1,664,642.01. Total estimated cost and maximum award fee is \$ 34,593,243.18. Specific estimated costs by task are as follows in Table 1.

B.5, CONTRACT FUNDING, is revised as follows:

- (a). For purposes of payment of cost, exclusive of fee, in accordance with the Limitation of Funds clause, the total amount allotted by the Government to subtask 0201AB-AA (Core) is \$19,439,544.19.

This allotment covers the following estimated period of performance 30 May 2000-TBD.

(b). For purposes of payment of cost, exclusive of fee, in accordance with the Limitation of Funds clause, the total amount allotted by the Government to subtasks 0201AB-AC through 0201AB-BS is \$26,606,217.28. This allotment covers the following estimated period of performance 30 May 2000-(see Table A estimated date at which allotment expires)

(c) An additional amount of \$2,590,631.05 is obligated under this contract (CLIN 0201AB-AB) for payment of fee.

ACCOUNTING AND APPROPRIATION DATA

1. The funds added by this modification also update Block 21 of the SOLICITATION, OFFER AND AWARD, SF33. The accounting and appropriations and funding data for this modification, by subCLIN, is as follows:

Line Item	Task Order	Procurement Request	Fund Source	Appropriation Symbol	Object Class	UPN/HPN	Office/Fin Code	IMS	Costs
0201AB-AE	10.08	10-06978	29	801/20110	2529	409-06-03	YAA00	30-02-03	\$289,908.25
0201AB-AJ	10.34	10-06978	29	801/20110	2529	409-06-03	YAA00	30-02-03	\$59,345.43
0201AB-AK	10.41	10-06978	29	801/20110	2529	409-06-03	YAA00	30-02-03	\$168,618.57
0201AB-BA	10.84	10-06970	54	80230111	2529	379-06-04	MAA00	300204	\$40,000.00
0201AB-AD	10.06	10-06749	29	802/30110	2529	721-99	RMA00	30-02-04	\$18,659.00
0201AB-AZ	10.83	10-07105	29	802/30110	25290	77155065.01	IWA00	30-02-04	\$42,532.00
0201AB-BE	10.87	10-07205	54	802/30111	2529	78910483060	COA10	30-02-04	\$194,000.00
0201AB-AA	10.00	10-06917	29	802/30110	2529	405-20-01	SPA00	30-02-01	\$582,000.00
Award Fee Accting Data									
0201AB-AB	10.00A	10-06978	29	801/20110	2529	409-06-03	YAA00	30-02-03	\$91.75
0201AB-AB	10.00A	10-06978	29	801/20110	2529	409-06-03	YAA00	30-02-03	\$654.57
0201AB-AB	10.00A	10-06978	29	801/20110	2529	409-06-03	YAA00	30-02-03	\$1,381.43
0201AB-AB	10.00A	10-06970	54	80230111	2529	379-06-04	MAA00	300204	\$10,000.00
0201AB-AB	10.00A	10-06749	29	802/30110	2529	721-99	RMA00	30-02-04	\$3,145.00
0201AB-AB	10.00A	10-07105	29	802/30110	25290	77155065.01	IWA00	30-02-04	\$9,968.00
0201AB-AB	10.00A	10-07205	54	802/30111	2529	78910483060	COA10	30-02-04	\$6,000.00
0201AB-AB	10.00A	10-06917	29	802/30110	2529	405-20-01	SPA00	30-02-01	\$18,000.00

2. Funding Changes by Subtask

	From	By	To
10.00 (Core)	\$ 18,857,544.19	\$ 582,000.00	\$ 19,439,544.19
10.00A (Award Fee)	\$ 2,541,390.30 ⁴³	\$ 49,240.75	\$ 2,590,631.05 ¹⁸
10.06	\$ 60,387.01	\$ 18,659.00	\$ 79,046.01
10.08	\$ 1,593,314.26	\$ 289,908.25	\$ 1,883,222.51
10.34	\$ 459,584.10	\$ 59,345.43	\$ 518,929.53
10.41	\$ 651,196.56	\$ 168,618.57	\$ 819,815.13
10.83	\$ 380,280.25	\$ 42,532.00	\$ 422,812.25
10.84	\$ 577,937.43	\$ 40,000.00	\$ 617,937.43
10.87	\$ 434,932.50	\$ 194,000.00	\$ 628,932.50

ISEM Task Order, W-19800
Modification 46

Table A

Estimated Cost and Award Fee; Current Funding

Subtask CLIN Task	From	By	To	From	By	To	Current Funding - Obligated Costs	Est End Date of Funding
0201AB-BS	10.02		\$53,952.00	\$3,845.00		\$3,845.00	\$53,000.00	TBD
0201AB-BS	10.03		\$37,724.00	\$2,699.00	\$0.00	\$2,699.00	\$37,724.00	31-May-02
0201AB-AC	10.04		\$49,604.41	\$3,184.00	(\$98.65)	\$3,085.35	\$49,604.41	31-May-02
0201AB-AD	10.06		\$79,046.53	\$5,052.00	(\$141.55)	\$4,910.45	\$79,046.01	1-Feb-02
0201AB-AE	10.08		\$1,883,222.51	\$107,227.00	(\$2,799.70)	\$104,427.30	\$1,883,222.51	1-Feb-02
0201AB-AF	10.12		\$1,034,913.00	\$60,523.00	(\$1,774.10)	\$58,748.90	\$1,034,913.41	TBD
0201AB-AG	10.15		\$1,409,865.58	\$88,530.00	(\$3,290.65)	\$85,239.35	\$1,004,800.00	1-Feb-02
0201AB-AH	10.30		\$2,576,208.00	\$137,016.00	(\$3,368.20)	\$133,647.80	\$2,576,208.00	31-May-02
0201AA-AI	10.33		\$1,021,430.20	\$24,382.00	0	\$24,382.00	\$234,401.76	31-May-01
0201AB-AJ	10.34		\$518,929.53	\$28,224.00	(\$841.95)	\$27,382.05	\$518,929.53	15-Mar-02
0201AB-AK	10.41		\$819,815.13	\$51,148.00	(\$1,604.95)	\$49,543.05	\$819,815.13	3/1/2002
0201AB-AL	10.46		\$694,812.45	\$43,481.00	(\$1,212.00)	\$42,269.00	\$569,210.45	4/26/2002
0201AB-AM	10.47		\$1,199,922.06	\$70,397.00	(\$2,011.00)	\$68,386.00	\$900,423.71	15-Mar-02
0201AB-AN	10.48		\$307,339.49	\$19,562.00	(\$483.75)	\$19,078.25	\$307,339.49	24-May-02
0201AB-AO	10.51		\$74,422.00	\$3,246.00	(\$114.01)	\$3,131.99	\$74,422.00	31-May-02
0201AB-AP	10.52		\$433,380.60	\$26,308.00	(\$770.00)	\$25,538.00	\$433,380.60	31-May-02
0201AB-AQ	10.53		\$4,584,743.16	\$245,324.00	(\$5,849.55)	\$239,474.45	\$4,039,114.16	TBD
0201AB-AR	10.57		\$987,547.56	\$61,146.00	(\$1,665.85)	\$59,480.15	\$987,547.20	31-May-02
0201AB-AS	10.58		\$83,285.93	\$5,345.00	(\$148.80)	\$5,196.20	\$83,285.93	31-May-02
0201AB-AT	10.61		\$1,845,630.00	\$98,296.00	(\$2,742.90)	\$95,553.10	\$1,777,550.74	26-Apr-02
0201AB-AU	10.62		\$285,572.77	\$15,490.00	(\$400.79)	\$15,089.21	\$285,572.43	31-May-02
0201AB-AV	10.66		\$101,607.77	\$6,347.00	(\$185.85)	\$6,161.15	\$101,607.77	31-May-02
0201AB-AW	10.68		\$219,662.04	\$13,334.00	(\$261.25)	\$13,072.75	\$173,415.11	3/20/2002
0201AB-AX	10.69		\$151,717.81	\$8,871.00	(\$72.90)	\$8,798.10	\$65,177.36	31-May-02
0201AA-AY	10.78		\$1,856,701.43	\$51,185.00	\$0.00	\$51,185.00	\$1,639,285.00	31-May-01
0201AB-BC	10.82		\$112,543.10	\$6,907.00	(\$205.40)	\$6,701.60	\$115,260.68	31-May-02
0201AB-AZ	10.83		\$422,812.26	\$25,882.00	(\$685.65)	\$25,196.35	\$422,812.25	29-Mar-02
0201AB-BA	10.84		\$686,757.52	\$36,249.00	(\$1,210.20)	\$35,038.80	\$617,937.43	29-Mar-02
0201AB-BB	10.85		\$651,215.87	\$37,794.00	(\$868.10)	\$36,925.90	\$464,048.49	31-May-02
0201AB-BD	10.86		\$778,475.00	\$27,608.00	(\$838.13)	\$26,769.87	\$651,222.15	1-Mar-02

ISEM Task Order, W-19800
Modification 46
Table A
Estimated Cost and Award Fee; Current Funding

Subtask CLIN Task	From	By	To	From	By	To	Current Funding - Obligated Costs	Est End Date of Funding
0201AB-BE	10.87		\$689,305.88	\$20,400.00	(\$560.10)	\$19,839.90	\$628,932.50	1-Mar-02
0201AB-BF	10.88		\$671,237.58	\$43,831.00	(\$1,602.60)	\$42,228.40	\$290,655.00	29-Mar-02
0201AB-BG	10.89		\$839,932.00	\$48,728.00	(\$1,483.20)	\$47,244.80	\$380,000.00	18-Jan-02
0201AB-BH	10.90		\$51,492.00	\$3,329.00	(\$92.20)	\$3,236.80	\$38,281.00	1-May-02
0201AA-BI	10.91		\$3,250,904.00	\$143,509.00	(\$5,795.30)	\$137,713.70	\$1,236,000.00	8-Feb-02
0201AB-BI	10.92		\$625,142.00	\$43,672.00	(\$1,774.06)	\$41,897.94	\$625,142.00	31-May-02
0201AB-BK	10.93		\$81,307.00	\$5,620.00	(\$237.50)	\$5,382.50	\$81,307.00	31-May-02
0201AB-BM	10.95		\$10,591.00	\$659.00	\$0.00	\$659.00	\$10,591.00	31-May-01
0201AB-BN	10.96		\$1,126,777.00	\$76,446.00	(\$3,822.30)	\$72,623.70	\$904,998.07	1-Mar-02
0201AB-BO	10.97		\$150,042.00	\$10,156.00	(\$396.70)	\$9,759.30	\$150,042.00	31-May-02
0201AB-BP	10.98		\$46,241.00	\$3,263.00	(\$163.15)	\$3,099.85	\$46,241.00	31-May-02
0201AB-BQ	10.99		\$422,770.00			TBN	\$213,750.00	29-Mar-02