


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE W-19800		PAGE 1 OF 3									
AMENDMENT/MODIFICATION NO. 65		3. EFFECTIVE DATE See Block 16		4. REQUISITION/PURCHASE REQ. NO. See following page		5. PROJECT NO. (If applicable)									
ISSUED BY ASA/GSFC/Headquarters Procurement Office Mail code 210.H, Attn: Michael E. Allen Greenbelt, MD 20771-0001		CODE 210.H		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 80 Science Applications Court Ft. Belvoir, VA 22183 E 52302				(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											
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 <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. You 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 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.															
ACCOUNTING AND APPROPRIATION DATA (If required)															
following page.															
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.															
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:5%;">(4)</td> <td style="width:95%;"> 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. </td> </tr> <tr> <td></td> <td> 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). </td> </tr> <tr> <td></td> <td> C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: </td> </tr> <tr> <td style="text-align: center;">X</td> <td> D. OTHER Specify type of modification and authority) 52.232-22 Limitation of Funds (April 1984); </td> </tr> </table>								(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);
(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.														
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X	D. OTHER Specify type of modification and authority) 52.232-22 Limitation of Funds (April 1984);														
IMPORTANT: Contractor X is not required to sign this document and return 2 copies to the issuing office. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) This modification provisionally increases the estimated cost of the contract, increases funding for continued performance and makes an administrative correction to previous modification # 64. Accordingly,															
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.															
NAME AND TITLE OF SIGNER (Type or print) Jennifer Kupec, Senior Contracts Manager				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Christopher D. Whyte, Contracting Officer											
CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA		16C. DATE SIGNED									
(Signature of person authorized to sign)				BY 		April 29, 2003									
				(Signature of Contracting Officer)											

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STANDARD FORM 30 (REV. 10-83)
 FAR (48 CFR) 53.243

1) **B.4, ESTIMATED COST AND AWARD FEE**, paragraph 1 is deleted and replaced as follows:

1. Estimated Cost, is provisionally increased for this modification subject to definitization as described herein:

	<u>From</u>	<u>By</u>	<u>To</u>
CORE Estimated Cost	\$27,533,411.97		\$ 27,533,411.97
<i>Provisional Increase to Estimated Cost</i>	2,442,429.45	\$1,500,975.00	\$3,943,404.45
Earned Award Fee Period 1, 2, 3 and 4	\$1,315,501.29		
Unevaluated Award Fee Period 5	\$271,499.00		
Maximum Available Award Fee	\$1,587,000.29		\$1,587,000.29
Total Estimated Cost Plus Award Fee	\$31,562,841.71	\$1,500,975.00	\$33,063,816.71

2. The estimated cost of all 10.0 subtasks (0201AC-AC through 0201AC-BV) is \$49,659,318.03. The maximum available award fee is \$2,767,583.37. Total estimated cost and maximum award fee is \$52,426,901.40. Specific estimated costs are attached in Table A.

2) **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 0201AC-AA (Core) is \$31,872,644.42.

(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 0201AC-AC through 0201AC-BV is \$ 44,222,301.75. This allotment covers the following estimated period of performance 31 May 2003- (see Table A estimated date at which allotment expires)

(c) An additional amount of \$4,611,484.32 is obligated under this contract (CLIN 0201AC-AB) for payment of fee.

Current allotment of CORE funds are sufficient for performance through May 31, 2003 in accordance with the contractor's correspondence dated March 28, 2003, which is hereby incorporated by reference.

3.) **ACCOUNTING AND APPROPRIATION DATA**

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:

A.

PR	TASK	PLI	ALI	G/L Acct	Commit Item	BA	WBS	Internal Order	Cost Ctr	Fund Ctr	Fund	Amount
4200009381		20	10	6100.2538	2530	10	10-777-10-00	FC300204	10BAA10	10-777	SAT292003D	\$100,035
4200009381		20	10	6100.2538	2530	10	10-777-10-00	FC300204	10BAA10	10-777	SAT292003D	\$5,265
4200009446	10.18	21	10	6100.2529	2520	10	10-372-30-30	FC300204	10MAA00	10-372	HSF542003D	\$320,345
4200009446	10.18A	21	10	6100.2529	2520	10	10-372-30-30	FC300204	10MAA00	10-372	HSF542003D	\$21,008
4200009843	10.82	22	10	6100.2529	2520	10	10-771-80-00	FC300204	10JAA00	10-771	SAT292003D	\$25,595
4200009843	10.82A	22	10	6100.2529	2520	10	10-771-80-00	FC300204	10JAA00	10-771	SAT292003D	\$1,347

4.) **ADMINISTRATIVE CHANGE:** Paragraph "A" of the ACCOUNTING AND APPROPRIATION DATA and funding data from Modification No. 64, dated April 9, 2003, is **CORRECTED and REVISED** as highlighted below:

PR	Task	PLI	ALI	G/L Acct	Commit Item	BA	WBS	Internal Order	Cost Ctr	Fund Ctr	Fund	Amount
4200006381	10.94			6100.2529	2520	10	10-771-80-00	FC300204	10JAA00	10-771	SAT292003D	\$15,000
4200006339	10.12			6100.2330	2330	10	10-323-96-00	FC300600	10QAA00	10-323	HSF542003D	\$39,119
4200006786	10.68			6100.2529	2520	10	10-771-80-00	FC100101	10JAA00	10-771	SAT292003D	\$65,569
4200008182	10.96			6100.2529	2520	10	10-789-40-00	FC300204	10CAA30	10-789	HSF542003D	\$136,191
4200008182	10.96			6100.2529	2520	10	10-789-40-00	FC300204	10CAA30	10-789	HSF542003D	\$57,272
4200008572	10.53			6100.2529	2520	10	10-789-30-00	FC300204	10CFA20	10-789	HSF542003D	\$465,586
4200008572	10.53A			6100.2529	2520	10	10-789-30-00	FC300204	10CFA20	10-789	HSF542003D	\$33,666
4200009084	10.15			6100.2529	2520	10	10-575-83-00	FC300204	10MAA01	10-575	HSF522002D	\$28,832
4200009084	10.19			6100.2529	2520	10	10-575-83-00	FC300204	10MAA01	10-575	HSF522002D	\$129,743
420000	10.86			6100.2520	2520	10	10-771-76-00	FC300204	10MAA01	10-771	SAT292003D	\$237,500
420000	10.86A			6100.2520	2520	10	10-771-76-00	FC300204	10MAA01	10-771	SAT292003D	\$12,500

-- End of Modification --

Subtask CLIN	Task	Contract Value Cost		Contract Value Fee		Current Funding	Current Funding	Est End Date of Funding
		From	To	From	To			
0201AB-B5	10.02		\$79,578.00	\$4,249.00	\$0.00	\$4,249.00	\$79,578.00	closed
0201AB-B6	10.03		\$59,571.00	\$3,826.00	\$0.00	\$3,826.00	\$59,571.00	closed
0201AB-B7	10.04		\$49,604.41	\$2,988.85	\$0.00	\$2,988.85	\$49,604.41	closed
0201AB-B8	10.06		\$123,018.53	\$7,914.95	\$0.00	\$7,914.95	\$123,018.53	closed
0201AB-B9	10.08		\$2,841,792.51	\$176,517.30	(\$2,881.11)	\$173,636.19	\$3,107,222.51	April 25, 2003
0201AB-BA	10.12		\$1,585,087.00	\$96,111.90	(\$1,292.29)	\$94,819.61	\$1,538,076.41	May 31, 2003
0201AB-BB	10.15		\$2,805,045.38	\$181,499.26	(\$3,119.71)	\$178,379.55	\$2,875,664.16	May 31, 2003
0201AB-BC	10.16		\$311,228.00	\$17,324.00	(\$666.97)	\$16,657.03	\$120,800.00	no date
0201AB-BD	10.17		\$149,833.00	\$8,958.00	(\$344.86)	\$8,614.04	\$149,833.00	May 31, 2003
0201AB-BE	10.18							
0201AB-BF	10.19		\$148,191.00	\$0.00	\$10,384.00	\$10,384.00	\$129,743.00	May 31, 2003
0201AB-BG	10.20		\$3,307,189.00	\$181,250.80	(\$1,959.80)	\$179,291.00	\$2,978,155.00	May 31, 2003
0201AB-BH	10.21		\$1,021,430.20	\$24,382.00	\$0.00	\$24,382.00	\$243,385.76	May 31, 2003
0201AB-BI	10.22		\$799,589.53	\$45,982.55	(\$747.90)	\$45,234.65	\$794,679.53	closed
0201AB-BJ	10.23		\$1,328,148.13	\$84,121.55	(\$1,391.85)	\$82,728.70	\$1,163,315.13	May 31, 2003
0201AB-BK	10.24		\$1,073,582.45	\$67,895.00	(\$1,217.60)	\$66,477.40	\$1,037,710.45	May 31, 2003
0201AB-BL	10.25		\$2,001,403.06	\$120,801.00	(\$2,083.86)	\$118,707.14	\$1,687,012.71	May 31, 2003
0201AB-BM	10.26		\$531,795.49	\$34,573.75	(\$517.29)	\$34,056.46	\$519,921.00	March 28, 2003
0201AB-BN	10.27		\$74,422.00	\$2,978.04	\$0.00	\$2,978.04	\$74,422.00	May 31, 2003
0201AB-BO	10.28		\$677,842.60	\$41,741.00	(\$852.88)	\$41,088.12	\$682,880.80	May 31, 2003
0201AB-BP	10.29		\$5,579,277.16	\$289,778.95	(\$3,023.59)	\$330,802.54	\$5,319,883.16	May 31, 2003
0201AB-BQ	10.30		\$1,393,107.56	\$85,954.65	(\$1,082.16)	\$84,872.49	\$1,192,547.20	March 28, 2003
0201AB-BA	10.31		\$83,285.93	\$5,050.20	\$0.00	\$5,050.20	\$83,285.93	no date
0201AB-AB	10.32							
0201AB-AC	10.33		\$712,942.77	\$41,783.07	(\$1,055.05)	\$40,728.02	\$652,328.43	May 31, 2003
0201AB-AD	10.34		\$146,239.77	\$9,139.65	(\$121.74)	\$9,017.91	\$123,307.77	May 31, 2003
0201AB-AE	10.35		\$369,738.04	\$22,441.25	\$64.40	\$23,082.65	\$308,984.11	May 31, 2003
0201AB-AF	10.36		\$365,281.85	\$21,736.10	\$0.00	\$21,736.10	\$207,677.36	May 31, 2003
0201AB-AG	10.37		\$1,856,701.43	\$51,185.00	\$0.00	\$51,185.00	\$1,639,285.00	closed
0201AB-AH	10.38		\$1,570,000.00	\$74,357.00	(\$2,415.64)	\$71,941.36	\$1,528,621.00	closed
0201AB-AI	10.39							
0201AB-AJ	10.40		\$664,771.26	\$40,704.85	(\$622.83)	\$40,081.92	\$668,062.25	December 6, 2002
0201AB-AB	10.41		\$686,757.52	\$33,852.80	\$0.00	\$33,852.80	\$667,604.43	no date
0201AB-AC	10.42		\$808,907.87	\$47,081.90	(\$423.81)	\$46,658.09	\$534,048.49	May 31, 2003
0201AB-AD	10.43		\$1,177,269.00	\$34,188.17	(\$328.94)	\$33,859.23	\$1,301,475.00	April 25, 2003
0201AB-AE	10.44		\$1,240,346.88	\$56,559.90	(\$1,511.88)	\$55,048.01	\$1,083,052.50	April 25, 2003
0201AB-AF	10.45		\$1,030,792.58	\$61,991.40	(\$821.36)	\$61,170.04	\$504,030.00	February 28, 2003
0201AB-AG	10.46		\$1,791,436.20	\$107,324.80	(\$2,196.04)	\$105,128.76	\$1,087,000.00	April 25, 2003
0201AB-AH	10.47		\$51,482.00	\$3,146.80	\$0.00	\$3,146.80	\$3,281.00	no date
0201AB-AI	10.48		\$1,954,935.92	\$79,220.98	\$0.00	\$79,220.98	\$1,236,000.00	no date
0201AB-AJ	10.49		\$625,142.00	\$39,943.58	\$0.00	\$39,943.58	\$625,142.00	no date
0201AB-AK	10.50		\$139,089.00	\$9,356.50	(\$162.01)	\$9,194.49	\$139,434.00	May 31, 2003
0201AB-AL	10.51		\$293,880.00	\$18,085.00	\$2,266.69	\$20,370.69	\$282,050.00	May 31, 2003
0201AB-AM	10.52		\$10,581.00	\$659.00	\$0.00	\$659.00	\$2,971.00	closed
0201AB-AN	10.53		\$3,995,566.00	\$257,271.70	\$12,283.99	\$269,555.69	\$3,642,596.70	February 28, 2003
0201AB-AO	10.54		\$150,042.00	\$9,152.30	\$0.00	\$9,152.30	\$150,042.00	no date
0201AB-AP	10.55		\$121,494.00	\$8,215.35	(\$203.13)	\$8,012.22	\$112,241.00	May 31, 2003
0201AB-AQ	10.56		\$515,229.00	\$28,306.00	(\$464.77)	\$28,841.23	\$422,270.00	May 31, 2003
0201AB-AR	10.57							
0201AB-AS	10.58		\$49,659,318.03	\$2,771,012.55	\$28,562.82	\$2,767,583.37	\$44,222,301.75	May 31, 2003
0201AB-AT	10.59							
0201AB-AU	10.60							
0201AB-AV	10.61							
0201AB-AW	10.62							
0201AB-AX	10.63							
0201AB-AY	10.64							
0201AB-AZ	10.65							
0201AB-BA	10.66							
0201AB-BB	10.67							
0201AB-BC	10.68							
0201AB-BD	10.69							
0201AB-BE	10.70							
0201AB-BF	10.71							
0201AB-BG	10.72							
0201AB-BH	10.73							
0201AB-BI	10.74							
0201AB-BJ	10.75							
0201AB-BK	10.76							
0201AB-BL	10.77							
0201AB-BM	10.78							
0201AB-BN	10.79							
0201AB-BO	10.80							
0201AB-BP	10.81							
0201AB-BQ	10.82							
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0201AB-BR	10.95							
0201AB-BR	10.96							
0201AB-BR	10.97							
0201AB-BR	10.98							
0201AB-BR	10.99							
0201AB-BR	10.00							

(See NOTE 1)

NOTE 1:

10.61	Cost		Fee	MOD 65 accepts the new SOW with the associated cost & fee
	Old Contract Value			
	Revised SOW Pricing			
	New Contract Value			
	\$0.00		\$0.00	