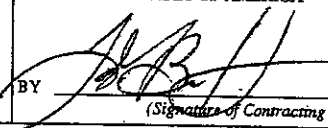


<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE <b>W-19800</b>		PAGE OF PAGE <b>1 4</b>													
2. AMENDMENT/MODIFICATION NO. <b>57</b>		3. EFFECTIVE DATE <b>See Block 16</b>		4. REQUISITION/PURCHASE REQ. NO. <b>see following page</b>		5. PROJECT NO. (If applicable) <b>-</b>													
6. ISSUED BY <b>NASA/GSFC/Headquarters Procurement Office</b> <b>Mail code 210.H, Attn: John Brett</b> <b>Greenbelt, MD 20771-0001</b>		CODE <b>210.H</b>		7. ADMINISTERED BY (If other than Item 6) <b>-</b>		CODE <b>-</b>													
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) <b>Science Applications International Corporation</b> <b>7980 Science Applications Court</b> <b>CV-48</b> <b>Vienna, VA 22183</b>				(✓) 9A. AMENDMENT OF SOLICITATION NO. <b>-</b>		9B. DATED (SEE ITEM 11) <b>-</b>													
				10A. MODIFICATION OF CONTRACT/ORDER NO. <b>W-19800</b>		10B. DATED (SEE ITEM 13) <b>May 3, 2000</b>													
				CODE <b>52302</b>		FACILITY CODE <b>-</b>													
<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 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 is received prior to the opening hour and data specified.																			
12. ACCOUNTING AND APPROPRIATION DATA (If required) <b>See following page.</b>																			
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>																			
<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:5%; text-align: center;">(✓)</td> <td style="width:5%;">A.</td> <td>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.</td> <td>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.</td> <td>THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:</td> </tr> <tr> <td style="text-align: center;">X</td> <td>D.</td> <td>OTHER Specify type of modification and authority) <b>52.232-22 Limitation of Funds (April 1984);</b></td> </tr> </table>								(✓)	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>52.232-22 Limitation of Funds (April 1984);</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>52.232-22 Limitation of Funds (April 1984);</b>																	
E. IMPORTANT: Contractor <u>X</u> is not, <u>  </u> is required to sign this document and return <u>2</u> copies to the issuing office.																			
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) <b>This modification corrects the Award Fee Payment Schedule, corrects accounting and appropriation data and adds funding for continued performance</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)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)															
				<b>John Brett, Contracting Officer</b>															
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)		<b>August 16, 2002</b>													

## Modification 57.

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	\$ 868,467.00	\$783,357.00
Option Two				
5	June 1, 2002	November 30, 2002	\$ 844,129.50	
6	December 1, 2002	May 31, 2003	\$ 844,129.50	
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**

1. The estimated cost of subtask 00201AC(CORE) is \$29,975,841.42. The maximum available award fee is \$1,607,904.71. Total estimated cost and maximum award fee is \$31,583,745.48

	<u>From</u>	<u>By</u>	<u>To</u>
Estimated Cost	\$29,975,841.42	\$0.00	\$29,975,841.42
Earned Award Fee Period 1-3	\$798,999.14	\$0.00	\$798,999.14
Unevaluated Award Fee/Earned Award Fee - Period 4	\$294,798.86	(\$28,890.29)	\$265,908.57
Unevaluated Award Fee Period 5 & 6	\$542,997.00	\$0.00	<u>\$542,997.00</u>
Maximum Available Award Fee			\$1,607,904.71
Total Estimated Cost Plus Award Fee			\$31,583,746.13

2. The estimated cost of all 10.0 subtasks (00201AC-AC through 00201AC-BV) is \$50,177,433.07. The maximum available award fee is \$2,813,979.86. Total estimated cost and maximum award fee is \$52,991,412.93. 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 0201AC-AA (Core) is \$26,751,379.42.
- (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 \$37,265,838.54. 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 \$3,773,510.48 is obligated under this contract (CLIN 0201AC-AB) for payment of fee.

**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:

1. The following amounts are reallocated from Costs to Award Fee

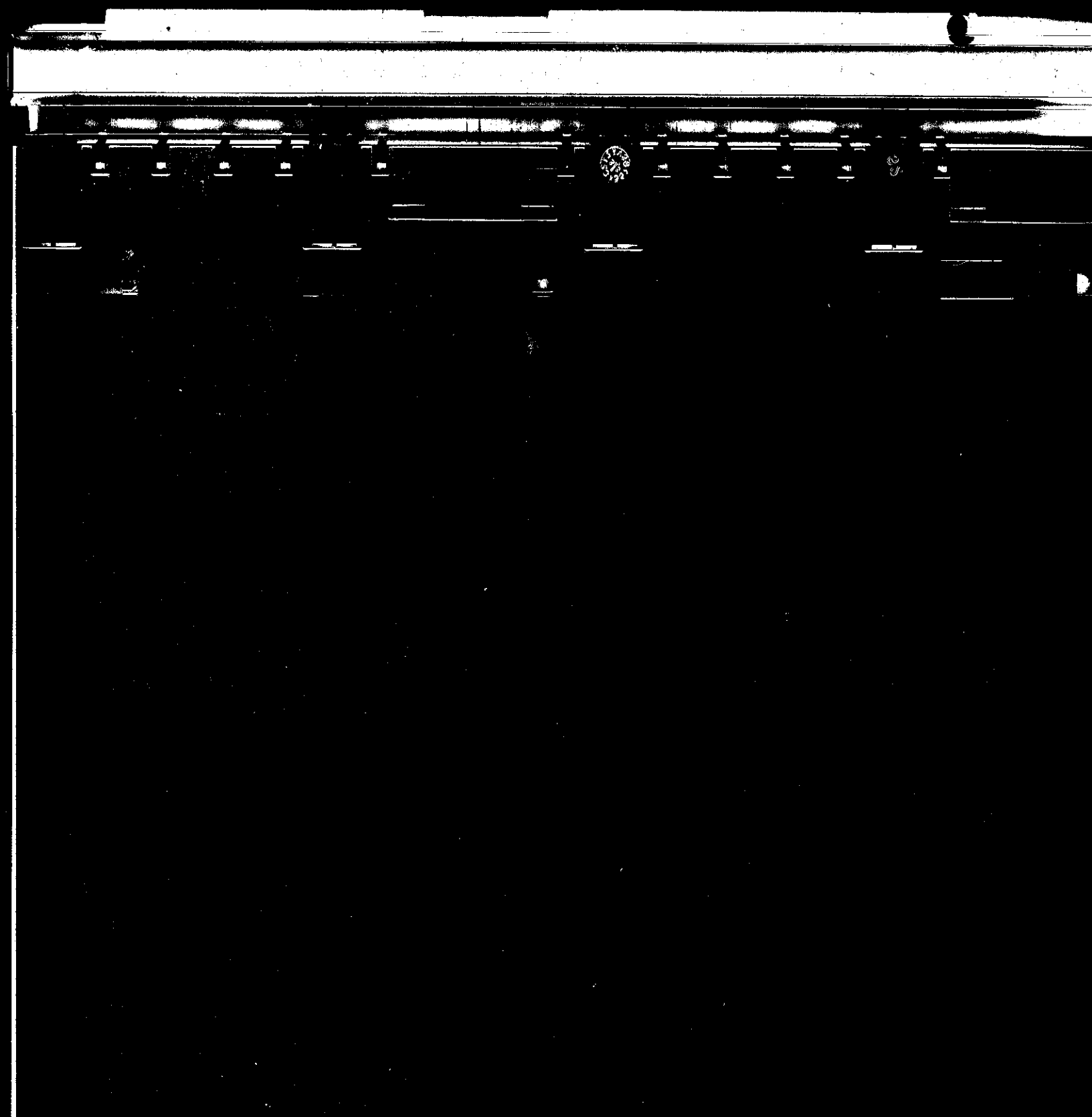
Line Item	Task Order	Procurement Request	Fund Source	Appropriation Symbol	Object Class	UPN/HPN	Office/Fin Code	IMS	Fee
0201AC-AA	10.00	10-07625	29	802/30110	2336	409-06-03	YAA00	40-00-00	\$433,567.00
0201AC-AA	10.00	10-08108	54	802/30111	2529	78910340.31	CIA00	30-02-04	\$2,172,619.00
0201AC-AA	10.00	10-08365	29	801/20110	2336	409-06-03	YAA00	40-00-00	\$198,946.00
0201AC-AE	10.08	10-08113	29	801/20110	2326	409-06-03	YAA00	40-00-00	\$430,000.00
0201AC-AL	10.46	10-08128	29	802/30110	2529	77110015.02	AOA00	30-02-04	\$96,000.00
0201AC-BT	10.81	10-08149	29	802/30110	2529	722-90-57	RMA00	30-02-04	\$242,000.00
0201AC-BG	10.89	10-08146	54	802/30111	2529	78910340.32	CIA00	30-02-04	\$248,000.00
0201AC-AZ	10.83	10-08281	29	802/30110	2529	77150068.01	IWA00	30-02-04	\$15,000.00
0201AC-AG	10.15	10-08311	54	80230111	2529	379-06-04	MAA00	300204	\$32,000.00
0201AC-BF	10.88	10-08336	54	802/30111	2529	78910340.32	CIA00	30-02-04	\$156,000.00
0201AB-BJ	10.92	10-08237	29	802/30110	2529	77110025.10	BFA00	10-01-07	(\$4,537.00)
Line Item	Task Order	Procurement Request	Fund Source	Appropriation Symbol	Object Class	UPN/HPN	Office/Fin Code	IMS	Fee
0201AC-AB	Award Fee	10-07625	29	802/30110	2336	409-06-03	YAA00	40-00-00	\$22,000.00 10.00
0201AC-AB	Award Fee	10-08108	54	802/30111	2529	78910340.31	CIA00	30-02-04	\$114,000.00 10.00
0201AC-AB	Award Fee	10-08365	29	801/20110	2336	409-06-03	YAA00	40-00-00	\$8,000.00 10.00
0201AC-AB	Award Fee	10-08113	29	801/20110	2326	409-06-03	YAA00	40-00-00	\$20,000.00 10.08
0201AC-AB	Award Fee	10-08128	29	802/30110	2529	77110015.02	AOA00	30-02-04	\$4,000.00 10.46
0201AC-AB	Award Fee	10-08149	29	802/30110	2529	722-90-57	RMA00	30-02-04	\$10,000.00 10.81
0201AC-AB	Award Fee	10-08146	54	802/30111	2529	78910340.32	CIA00	30-02-04	\$12,000.00 10.89
0201AC-AB	Award Fee	10-08281	29	802/30110	2529	77150068.01	IWA00	30-02-04	\$1,000.00 10.83
0201AC-AB	Award Fee	10-08311	54	80230111	2529	379-06-04	MAA00	300204	\$1,000.00 10.15
0201AC-AB	Award Fee	10-08336	54	802/30111	2529	78910340.32	CIA00	30-02-04	\$7,000.00 10.88

The following corrects a discrepancy between the funding data and authorized contractual ceiling for 10.17

0201AC-BV	10.17	10-07835	29	802/30110	2529	7711054303	FPP00	10-01-03	-\$1,167.00
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# 1. Funding Changes by Subtask

	From	By	To
10.00	\$23,946,247.42	\$2,805,132.00	\$26,751,379.42
10.00A	\$3,574,510.48	\$199,000.00	\$3,773,510.48
10.08	\$2,411,222.51	\$430,000.00	\$2,841,222.51
10.15	\$1,822,545.58	\$32,000.00	\$1,854,545.58
10.46	\$751,710.45	\$96,000.00	\$847,710.45
10.81	\$880,621.00	\$242,000.00	\$1,122,621.00
10.83	\$543,812.25	\$15,000.00	\$558,812.25
10.88	\$348,030.00	\$156,000.00	\$504,030.00
10.89	\$669,000.00	\$248,000.00	\$917,000.00
10.92	\$625,142.00	(\$4,537.00)	\$620,605.00



# 1. Funding Changes by Subtask

	From	By	To
10.00	\$23,946,247.42	\$2,805,132.00	\$26,751,379.42
10.00A	\$3,574,510.48	\$199,000.00	\$3,773,510.48
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10.83	\$543,812.25	\$15,000.00	\$558,812.25
10.88	\$348,030.00	\$156,000.00	\$504,030.00
10.89	\$669,000.00	\$248,000.00	\$917,000.00
10.92	\$625,142.00	(\$4,537.00)	\$620,605.00

ISEM Task Order, W-19800  
Modification 57  
Table A

Estimated Cost and Award Fee; Current Funding

Subtask CLIN	Task	From	By	To	From	By	To	Current Funding	Est End Date of Funding
0201AC-BD	10.86			\$1,177,269.00			\$34,188.17	\$1,016,475.00	13-Mar-03
0201AC-BE	10.87			\$1,240,346.88			\$58,559.90	\$866,932.50	19-Sep-02
0201AC-BF	10.88			\$1,030,792.58			\$61,991.40	\$504,030.00	TBD
0201AC-BG	10.89			\$1,720,116.00			\$102,830.80	\$917,000.00	TBD
0201AB-BH	10.90			\$51,492.00			\$3,146.80	\$38,281.00	1-May-02
0201AA-BI	10.91			\$3,250,904.00			\$132,034.70	\$1,236,000.00	Closed
0201AB-BJ	10.92			\$625,142.00			\$39,943.58	\$620,605.00	Closed
0201AC-BK	10.93			\$139,069.00			\$9,356.50	\$116,307.00	20-Dec-02
0201AC-BL	10.94			\$252,754.00			\$18,085.00	\$195,800.00	15-Feb-02
0201AC-BN	10.96			\$4,577,397.00			\$320,180.70	\$2,223,214.07	20-Sep-02
0201AB-BO	10.97			\$150,042.00			\$9,152.30	\$150,042.00	Closed
0201AC-BP	10.98			\$121,494.00			\$8,215.35	\$112,241.00	1-May-03
0201AC-BQ	10.99			\$587,011.00			\$35,936.00	\$422,770.00	2-Aug-02