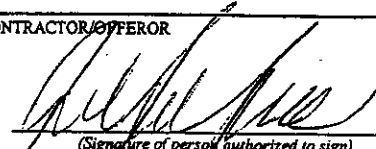
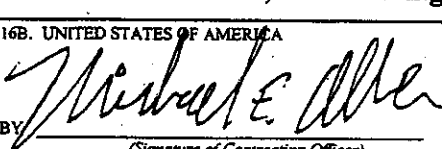


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE W-19800		PAGE 1		PAGES 6	
2. AMENDMENT/MODIFICATION NO. 62		3. EFFECTIVE DATE See Block 16		4. REQUISITION/PURCHASE REQ. NO. See following page(s)		5. PROJECT NO. (If applicable)			
6. ISSUED BY NASA/GSFC/Headquarters Procurement Office Mail Code 210.H, Attn: Michael Allen Greenbelt, MD 20771		CODE 210.H		7. ADMINISTERED BY (If other than Item 6)		CODE			
8. NAME AND ADDRESS OF CONTRACTOR (No. Street, county, State and ZIP: Code) Science Applications International Corporation 7980 Science Applications Court CV-48 Vienna, VA 22183				(C)		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 is received prior to the opening hour and data specified.									
12. ACCOUNTING AND APPROPRIATION DATA (If required) See following page(s)									
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS; IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.									
(C) 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: D. OTHER Specify type of modification and authority) X 52.212-4 (c) Contract Terms and Conditions - Commercial Items and 52.232-22 Limitation of Funds (April 1984)									
E. IMPORTANT: Contractor ___ is not, X 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.) The purpose of this modification is to incorporate a revised Subtask Order Statement of Work at no-additional cost, provides additional funding for continued performance and adjusts funded Cost & Fee to cover insufficient award fee obligated for payment. Accordingly,									
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) Jennifer Kupec, Senior Contracts Manager					16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Michael E. Allen, Contracting Officer				
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)			15C. DATE SIGNED 1-06-03		16B. UNITED STATES OF AMERICA  BY (Signature of Contracting Officer)			16C. DATE SIGNED 1-07-03	

1. 10.0 SPECIAL REQUIREMENTS FOR HEADQUARTERS OFFICES

Pursuant to SOW Section 10.2 *Tasking Process*, NASA issues revised subtask as follows:

a) 10.17 (CLIN 0201AC-BV) At no additional cost, the revised 10.17 Statement of Work is hereby incorporated as Attachment A.

The period of performance for those subtask identified above continues from the effective date of this modification through May 31, 2003.

2. B.4 ESTIMATED COST AND AWARD FEE paragraph(2) is revised as follows

(2) The estimated cost of all 10.0 subtasks (00201AC-AC through 00201AC-BV) is \$49,191,434.99. The maximum available award fee is \$2,782,555.14. Total estimated cost and maximum award fee is \$51,973,990.13. Specific estimated costs by task are as follows in Table 1.

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

1 (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 \$31,112,644.42

(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 \$42,073,937.12. This allotment covers the following estimated period of performance 30 May 2000 - (see Table A for estimated date at which allotment expires).

(c) An additional amount of \$4,559,518.48 is obligated under this contract (CLIN 0201AC-AB) for payment of fee.

4. 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 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
01AC-AA	10.00	10-08681	54	803/40111	2529	379-06-03	MAA04	30-02-04	\$358,150.00
01AC-AA	10.00	10-08866	29	803/40110	2529	721-99	MAA00	30-02-04	\$1,001,807.00
01AC-AA	10.00	10-09055	29	803/40110	2529	405-20-01	SPA00	30-02-01	\$237,500.00
01AC-AE	10.08	10-08900	29	802/30110	2330	409-06-03	YAA00	40-00-00	\$266,000.00
01AC-AG	10.15	10-08683	54	803/40111	2529	379-06-04	MAA00	30-02-04	\$553,850.00
01AC-AJ	10.34	10-08943	29	802/30110	2330	409-06-03	YAA00	40-00-00	\$166,250.00
01AC-AK	10.41	10-08990	29	802/30110	2330	409-06-03	YAA00	40-00-00	\$161,500.00
01AC-AL	10.46	10-08872	54	803/40111	2529	78941340.40	CIA00	30-02-04	\$190,000.00
01AC-AN	10.48	10-08973	40	803/50110	2529	9789	JXA00	N/A	\$31,376.00
0201AC-AU	10.62	10-08934	29	802/30110	2529	410-20-01	UPA00	30-02-04	\$104,756.00
0201AC-BC	10.82	10-08930	29	803/40110	2529	77180591.62	JAA00	30-02-04	\$11,400.00
0201AC-BD	10.86	10-08939	29	803/40110	2529	77176246.11	IAA00	30-02-04	\$47,500.00
0201AC-BE	10.87	10-09067	54	803/40111	2529	78953483060	COA10	30-02-04	\$104,500.00
0201AC-BE	10.87	10-08888	54	803/40111	2529	78953483060	COA10	30-02-04	\$114,000.00
0201AC-BK	10.93	10-08868	29	803/40110	2529	77180591.13	JAA00	30-02-04	\$23,127.00
0201AC-BL	10.94	10-08840	29	803/40110	2529	77180591.33	JAA00	30-02-04	\$71,250.00
Award Fee									FEE
0201AC-AB	10.00A	10-08681	54	803/40111	2529	379-06-03	MAA04	30-02-04	\$18,850.00
0201AC-AB	10.00A	10-08866	29	803/40110	2529	721-99	MAA00	30-02-04	\$52,727.00
0201AC-AA	10.00A	10-09055	29	803/40110	2529	405-20-01	SPA00	30-02-01	\$12,500.00
0201AC-AE	10.08A	10-08900	29	802/30110	2330	409-06-03	YAA00	40-00-00	\$14,000.00
0201AC-AG	10.15A	10-08683	54	803/40111	2529	379-06-04	MAA00	30-02-04	\$29,150.00
0201AC-AJ	10.34A	10-08943	29	802/30110	2330	409-06-03	YAA00	40-00-00	\$8,750.00
0201AC-AK	10.41A	10-08990	29	802/30110	2330	409-06-03	YAA00	40-00-00	\$8,500.00
0201AC-AL	10.46A	10-08872	54	803/40111	2529	78941340.40	CIA00	30-02-04	\$10,000.00
0201AC-AN	10.48A	10-08973	40	803/50110	2529	9789	JXA00	N/A	\$1,651.00
0201AC-AU	10.62A	10-08934	29	802/30110	2529	410-20-01	UPA00	30-02-04	\$5,513.00
0201AC-BC	10.82A	10-08930	29	803/40110	2529	77180591.62	JAA00	30-02-04	\$600.00
0201AC-BD	10.86A	10-08939	29	803/40110	2529	77176246.11	IAA00	30-02-04	\$2,500.00
0201AC-BE	10.87A	10-09067	54	803/40111	2529	78953483060	COA10	30-02-04	\$5,500.00
0201AC-BE	10.87A	10-08888	54	803/40111	2529	78953483060	COA10	30-02-04	\$6,000.00
0201AC-BK	10.93A	10-08868	29	803/40110	2529	77180591.13	JAA00	30-02-04	\$1,217.00
0201AC-BL	10.94A	10-08840	29	803/40110	2529	77180591.33	JAA00	30-02-04	\$3,750.0

The following funds are moved FROM Cost TO Fee to correct insufficient award fee funds obligated as follows"

Line Item	Task Order	Procurement Request	Fund Source	Appropriation Symbol	Object Class	UPN/HPN	Office/Fin Code	IMS	Costs
0201AC-AF	10.12	10-07805 [originally obligated Mod # 53]	54	802/30111	2332	323-29	QAA-00	30-06-00	(\$2,400.00)
0201AC-AF	10.12A	10-07805]	54	802/30111	2332	323-29	QAA-00	30-06-00	\$2,400.00
0201AC-AP	10.52	10-07782 [originally obligated Mod # 55]	41	8020110	2527	603.04	CPA20	10-01-03	(\$5,500.00)
0201AC-AP	10.52A	10-07782	41	8020110	2527	603.04	CPA20	10-01-03	\$5,500.00
0201AC-BG	10.89	10-08186 [originally obligated on Mod # 57]	54	802/30111	2529	78910340.32	CIA00	30-02-04	(\$10,000.00)
0201AC-BG	10.89A	10-08186	54	802/30111	2529	78910340.32	CIA00	30-02-04	\$10,000.00
0201AC-BN	10.96	10-08467 [originally obligated on Mod # 58]	29	802/30110	2529	749-30	CAA00	30-02-0	(\$120,000.00)
0201AC-BN	10.96A	10-08467	29	802/30110	2529	749-30	CAA00	30-02-0	\$120,000.00
0201AC-BQ	10.99	10-07135 [originally obligated on Mod # 48]	29	802/30110	2529	77110018.03	AOA00	30-02-04	(\$500.00)
0201AC-BQ	10.99A	10-07135	29	802/30110	2529	77110018.03	AOA00	30-02-04	\$500.00

5. Total Funding Changes by Subtask

FROM	BY	TO
------	----	----

10.00	\$29,515,187.42	\$1,597,457.00	\$31,112,644.42	miss \$5500
10.00A	4,239,910.48	314,108.00	4,554,018.48	(Should be 4,559,518.48)
10.08	2,841,222.51	266,000.00	3,107,222.51	
10.12	1,501,357.41	(2,400.00)	1,498,957.41	
10.15	2,142,882.16	553,850.00	2,696,732.16	
10.34	628,429.53	166,250.00	794,679.53	
10.41	1,001,815.13	161,500.00	1,163,315.13	
10.46	847,710.45	190,000.00	1,037,710.45	
10.48	488,545.00	31,376.00	519,921.00	
10.52	658,380.60	(5,500.00)	652,880.60	
10.62	547,572.43	104,756.00	652,328.43	
10.82	205,458.00	11,400.00	216,858.00	
10.86	1,016,475.00	47,500.00	1,063,975.00	
10.87	874,552.50	218,500.00	1,093,052.50	
10.89	1,107,000.00	(10,000.00)	1,097,000.00	
10.93	116,307.00	23,127.00	139,434.00	
10.94	195,800.00	71,250.00	267,050.00	
10.96	3,506,406.07	(120,000.00)	3,386,406.07	
10.99	422,770.00	(500.00)	422,270.00	

6. All other terms and conditions remain unchanged.
(END OF MODIFICATION 62)

Contract No. DTTS59-99-D-00444 / W-19800
Task No. 10.17
Office of Human Resources & Education (OHRE)
Personnel Division
Personnel Policy Branch
National Recruitment Initiative (NRI)

10.17 General

The Vendor shall design develop, deploy, maintain and evaluate information technology, multimedia, electronic and business process products and services in support of NRI responsibilities, objectives and projects. Where feasible, the Vendor shall integrate information technology, electronic commerce methods and business/program management processes to develop and implement recruitment strategies and tools to attract and hire a highly technical and diverse Science & Engineering workforce in response to the findings of the National Recruitment Team. The Vendor will work with the National Recruitment Initiative (NRI) project manager and in coordination with personnel (as designated by the project manager) in NASA and external organizations.

10.17.1 Requirements

- A. The Vendor shall create a Spanish and English version of a CDROM business card with content provided by the National Recruitment Initiative (NRI) project manager to be used in the student recruitment efforts in support of the OHRE National Recruitment Initiative.
- B. The Vendor shall create a Spanish and English recruitment video highlighting NASA work at various Centers with input provided by the NRI project manager. This video will be used at job fairs and professional conferences to show prospective candidates NASA mission and work. The video should have captioning to accommodate the hearing impaired.
 - The Vendor shall create a pre-production plan and schedule to be mutually agreed upon by both parties (NASA and Vendor) prior to development of the recruitment video.
 - The Vendor will be required to travel to up to six NASA centers to record video content.
- C. The vendor shall create a series of web-based articles highlighting NASA employees at various Centers and the work that they do. These web articles will update and/or replace information on the NASAJobs website entitled "What Our Employees Do".
- D. The vendor shall make available photographs and still shots to be incorporated into other paper-based recruitment materials.

- E. The Vendor shall provide documentation, demonstrations and training to enable the effective utilization and performance of the developed products and services.

10.17.2 Deliverables

The CD Rom Recruitment card will be developed and delivered within two months of task order award.

Create a pre-production plan and schedule for the recruitment video within 60 days of task order award.

The recruitment video will be developed within six months of task order award.

The web-based articles on NASA employees shall be completed by May 31, 2003.

10.17.3 Parameters

- The NRI PM will provide CDROM content to the Vendor at task order award.
- The NRI PM will provide input to the design and development of the recruitment video.
- The NRI PM will provide names of NASA employees to be included in the web-based articles.
- The NRI PM will keep the Vendor abreast of appropriate NASA personnel to coordinate with inside NASA and outside external organizations.

10.17.4 Metrics

The performance standards specified in paragraph 10.3.1 and 10.3.2 are applicable to this task order.

Subtask CLIN		Task	From	Contract Value Cost		Contract Value Fee		Current Funding	Est End Date of Funding	
				By	To	From	By	To		
0201AB-BS	10.02				\$79,578.00			\$4,249.00	\$79,578.00	closed
0201AB-BR	10.03				\$59,571.00			\$3,826.00	\$59,571.00	closed
0201AB-AC	10.04				\$49,604.41			\$2,988.85	\$49,604.41	closed
0201AC-AD	10.06				\$123,018.53			\$7,914.95	\$123,018.53	closed
0201AC-AE	10.08				\$2,941,578.95			\$310,722.51	\$2,941,578.95	April 25, 2003
0201AC-AF	10.12				\$1,585,087.00			\$96,111.90	\$1,585,087.00	May 31, 2003
0201AC-AG	10.15				\$2,805,046.38			\$181,489.26	\$2,805,046.38	May 31, 2003
0201AC-BU	10.16				\$311,228.00			\$17,324.00	\$311,228.00	no date
0201AC-BV	10.17				\$3,307,199.00			\$181,250.80	\$3,307,199.00	May 31, 2003
0201AC-AH	10.33				\$1,021,430.20			\$24,382.00	\$1,021,430.20	May 31, 2003
0201AC-AL	10.34				\$3,296,569.53			\$241,248.33	\$3,296,569.53	closed
0201AC-AK	10.41				\$3,296,138.19			\$241,248.33	\$3,296,138.19	May 31, 2003
0201AC-AM	10.46				\$2,001,403.06			\$120,801.00	\$2,001,403.06	March 28, 2003
0201AC-AN	10.47				\$531,785,449.43			\$51,992,370.00	\$531,785,449.43	March 28, 2003
0201AB-AO	10.51				\$74,422.00			\$74,422.00	\$74,422.00	May 31, 2003
0201AC-AP	10.52				\$57,784,600.00			\$552,180,600.00	\$57,784,600.00	May 31, 2003
0201AC-AQ	10.53				\$5,113,691.16			\$4,914,297.16	\$5,113,691.16	May 31, 2003
0201AC-AR	10.57				\$1,393,107.56			\$1,192,547.20	\$1,393,107.56	March 28, 2003
0201AB-AS	10.58				\$83,285.93			\$83,285.93	\$83,285.93	no date
0201AB-AT	10.61				\$2,696,382.00			\$152,272.10	\$2,696,382.00	May 31, 2003
0201AC-AU	10.62				\$1,299,927.71			\$652,938.34	\$1,299,927.71	May 31, 2003
0201AC-AV	10.66				\$146,239.77			\$123,307.77	\$146,239.77	May 31, 2003
0201AC-AW	10.68				\$356,774.04			\$243,415.11	\$356,774.04	May 31, 2003
0201AB-AX	10.69				\$151,717.81			\$65,177.36	\$151,717.81	May 31, 2003
0201AC-BT	10.81				\$1,856,701.43			\$1,639,265.00	\$1,856,701.43	no date
0201AC-BG	10.82				\$1,570,000.00			\$1,560,621.00	\$1,570,000.00	May 31, 2003
0201AC-AZ	10.83				\$664,771.26			\$558,812.25	\$664,771.26	December 6, 2002
0201AB-BA	10.84				\$686,757.52			\$607,601.43	\$686,757.52	no date
0201AC-BB	10.86				\$806,907.87			\$534,048.49	\$806,907.87	May 31, 2003
0201AC-BE	10.86				\$1,177,268.00			\$1,063,975.00	\$1,177,268.00	May 31, 2003
0201AC-BF	10.87				\$1,240,134.88			\$1,093,092.50	\$1,240,134.88	April 25, 2003
0201AC-BG	10.88				\$1,030,792.58			\$504,030.00	\$1,030,792.58	February 28, 2003
0201AC-BH	10.89				\$1,030,792.58			\$38,281.00	\$1,030,792.58	no date
0201AB-BI	10.90				\$51,492.00			\$1,236,000.00	\$51,492.00	no date
0201AB-BJ	10.91				\$1,954,935.92			\$625,142.00	\$1,954,935.92	no date
0201AC-BK	10.93				\$1,390,069.00			\$139,234.00	\$1,390,069.00	no date
0201AC-BL	10.94				\$1,298,754.00			\$267,056.00	\$1,298,754.00	May 31, 2003
0201AC-BM	10.95				\$10,591.00			\$2,971.00	\$10,591.00	closed
0201AC-BN	10.96				\$457,397.00			\$3,860,060.00	\$457,397.00	February 28, 2003
0201AB-BO	10.97				\$150,042.00			\$150,042.00	\$150,042.00	no date
0201AC-BP	10.98				\$121,494.00			\$112,241.00	\$121,494.00	May 31, 2003
0201AC-BQ	10.99				\$567,011.00			\$542,222.00	\$567,011.00	May 31, 2003
Total Task Orders			\$0.00	\$0.00	\$49,191,434.99	\$0.00	\$0.00	\$2,782,554.55	\$49,191,434.99	

(See NOTE 2)

(See NOTE 2)

(See NOTE 2)

(See NOTE 2)

(See NOTE 1)

(See NOTE 2)

NOTE 1:

10.17	Old Contract Value Revised SOW Pricing New Contract Value	Cost		Fee		MOD 62 accepts the new SOW at NO additional cost or fee.
		\$149,833.00		\$8,959.00		
		\$0.00		\$0.00		
		\$149,833.00		\$8,959.00		