

Contract NAS1-00135 (Modifications)

The following information has been determined to be exempt from disclosure and has been deleted:

- Schedule of Rates for Task Orders
- Subcontracting Plan

The deleted material is exempt from disclosure under 14 C.F.R. 1206.300 (b)(4) that covers trade secrets and commercial or financial information obtained from a person and privileged or confidential. It has been held that commercial or financial matter is "confidential" for purposes of this exemption if its disclosure would be likely to have either of the following effects: (1) impair the Government's ability to obtain necessary information in the future; or (2) cause substantial harm to the competitive position of the person from whom the information was obtained, National Parks and Conservation v. Morton, 498 F2d 765 (D.C. Cir. 1974).

If NASA should release the negotiated financial information, which is considered to be company "confidential," the result could be that contractors would refuse to negotiate such agreements on the basis that the firm's pricing structure and sub-elements of cost would be made available to its competitors. Furthermore, disclosure would discourage other companies from participating in the negotiation of similar advance agreements.

Disclosure of information in the Subcontracting Plan would discourage future submission of detailed data concerning the company's implementation of their Subcontracting Plan and would impair the Government's ability to obtain necessary information in the future as well as cause substantial harm to the competitive position of the company.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 1	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Attachment 1	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	<input checked="" type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Attachment 1

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input checked="" type="checkbox"/>	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 data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
<input checked="" type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)
The purpose of this modification is to: 1) add incremental funding to the contract; 2) revise the funding data provided at contract award to reflect a breakout of cost and fee for each task order; 3) add a list of Government Furnished Equipment (GFE) as Exhibit H to the contract; 4) add FAR Clause 52.245-5 and NASA FAR Supplement Clauses 1852.245-70, 1852.245-71, and 1852.245-77; 5) modify G.13, Schedule of Rates for Task Orders (Langley); 6) modify Exhibit G of the contract; 7) revise the SOW to correct a typographical error; 8) delete Alternate IV of Section I Clause 52.227-14; and 9) change the reference of NASA FAR Supplement Clause 1852.223-73 contained in Paragraph J of Exhibit B. Accordingly, the following changes are made to the Contract Schedule:

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) Arthur Leaderman Chief Procurement Officer	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 12/21/00
16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 12/21/00

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- A. Paragraphs (a) and (b) of Section B, B.4 CONTRACT FUNDING, are deleted in their entirety and the following paragraphs are substituted in lieu thereof:

“(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 this contract is \$5,995,867. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in Task Orders authorized by the Contracting Officer.

(b) An additional amount of \$415,124 is obligated under this contract for payment of fee”.

- B. Attachment 2 to this modification contains a breakout of cost and fee for each task order funded at contract award.
- C. A complete list of Government Furnished Equipment (GFE) is hereby added to the contract as Exhibit H for a period of 3 months from January 1, 2001 through March 31, 2001. The list of GFE is contained as Attachment 3 to this modification.
- D. FAR Clause 52.245-5, Government Property (Cost-Reimbursement, Time-and-Material, or Labor-Hour Contracts) (JAN 1986), is hereby added to Section I of the contract.
- E. NASA FAR Supplement Clauses 1852.245-70, Contractor Requests for Government Owned Equipment (JULY 1997); 1852.245-71, Installation-Accountable Government Property (JUNE 1998); and 1852.245-77, List of Installation-Accountable Property and Services (JULY 1997) [Insert “Exhibit H” into paragraph (b)(1) and “None” into paragraph (f)] are hereby added to Section I of the contract.
- F. The tables for contract years 1 through 5 of G.13, Schedule of Rates for Task Orders (Langley), are hereby deleted in their entirety. The tables contained in Attachment 4 to this modification are substituted in lieu thereof.
- G. Exhibit G, Direct Labor Classifications, is hereby deleted in its entirety. The Direct Labor Classifications contained in Attachment 5 to this modification are substituted in lieu thereof.
- H. The reference to Sections 4.0, 5.0, and 6.0 contained in Section 3.4, Multidisciplinary Design Optimization (MDO), of the Statement of Work are revised to read “Sections 5.0, 6.0, and 7.0”.
- I. Alternate IV of Section I Clause 52.227-14, Rights in Data- General (JUN 1987) is deleted in its entirety.
- J. The reference to NASA FAR Supplement Clause 1852.223-73 contained in Paragraph J of Exhibit B is revised to read “1852.223-70”.

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Total	\$5,995,867	\$415,124	\$6,410,991

Task No.	Current Funding		Increase/Decrease		Revised Funding		Revised Funding Total
	Cost	Fee	Cost	Fee	Cost	Fee	
20RFM	\$0	\$0	\$4,675	\$325	\$4,675	\$325	\$5,000
14RDD	\$0	\$0	\$163,625	\$11,375	\$163,625	\$11,375	\$175,000
15RBD	\$31,042	\$2,158	-\$31,042	-\$2,158	\$0	\$0	\$0
19RFM	\$0	\$0	\$6,545	\$455	\$6,545	\$455	\$7,000
07RCG	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
05RBG	\$0	\$0	\$4,675	\$325	\$4,675	\$325	\$5,000
09RBL	\$0	\$0	\$100,894	\$7,014	\$100,894	\$7,014	\$107,908
09RCE	\$0	\$0	\$102,850	\$7,150	\$102,850	\$7,150	\$110,000
13RFL	\$0	\$0	\$42,075	\$2,925	\$42,075	\$2,925	\$45,000
20RBE	\$0	\$0	\$311,635	\$21,665	\$311,635	\$21,665	\$333,300
32RBJ	\$0	\$0	\$46,750	\$3,250	\$46,750	\$3,250	\$50,000
17RDI	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
02OJ	\$0	\$0	\$23,375	\$1,625	\$23,375	\$1,625	\$25,000
05RCC	\$0	\$0	\$28,050	\$1,950	\$28,050	\$1,950	\$30,000
10RAA	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
19RDP	\$0	\$0	\$168,300	\$11,700	\$168,300	\$11,700	\$180,000
03RCF	\$0	\$0	\$374,000	\$26,000	\$374,000	\$26,000	\$400,000
02RFF	\$0	\$0	\$76,670	\$5,330	\$76,670	\$5,330	\$82,000
02RDI	\$0	\$0	\$56,100	\$3,900	\$56,100	\$3,900	\$60,000
08RDB	\$0	\$0	\$42,075	\$2,925	\$42,075	\$2,925	\$45,000
09RDB	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
03RFF	\$0	\$0	\$44,880	\$3,120	\$44,880	\$3,120	\$48,000
02RBF	\$9,350	\$650	\$56,100	\$3,900	\$65,450	\$4,550	\$70,000
16RAB	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
27RBG	\$0	\$0	\$101,541	\$7,059	\$101,541	\$7,059	\$108,600
06RDM	\$0	\$0	\$23,375	\$1,625	\$23,375	\$1,625	\$25,000
05RDM	\$0	\$0	\$28,050	\$1,950	\$28,050	\$1,950	\$30,000
04RDM	\$0	\$0	\$32,725	\$2,275	\$32,725	\$2,275	\$35,000
28RBG	\$0	\$0	\$56,100	\$3,900	\$56,100	\$3,900	\$60,000
01OJ	\$10,752	\$748	\$121,923	\$8,477	\$132,675	\$9,225	\$141,900
11RAD	\$0	\$0	\$39,270	\$2,730	\$39,270	\$2,730	\$42,000
26RBE	\$0	\$0	\$252,450	\$17,550	\$252,450	\$17,550	\$270,000
01RCA	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
10RBH	\$0	\$0	\$132,396	\$9,204	\$132,396	\$9,204	\$141,600
06RCD	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
29RBG	\$0	\$0	\$56,100	\$3,900	\$56,100	\$3,900	\$60,000
04OCB	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
24RBE	\$0	\$0	\$55,567	\$3,863	\$55,567	\$3,863	\$59,430
04RAA	\$0	\$0	\$32,725	\$2,275	\$32,725	\$2,275	\$35,000
20RDA	\$0	\$0	\$48,867	\$3,397	\$48,867	\$3,397	\$52,264
31RBJ	\$0	\$0	\$23,375	\$1,625	\$23,375	\$1,625	\$25,000
15RFH	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000

Attachment 1 to Mod. 1
(NAS1-00135)

21RFF	\$0	\$0	\$8,415	\$585	\$8,415	\$585	\$9,000
23RFF	\$0	\$0	\$74,800	\$5,200	\$74,800	\$5,200	\$80,000
18RDI	\$0	\$0	\$46,750	\$3,250	\$46,750	\$3,250	\$50,000
01RDH	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
13RDF	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
14RFH	\$0	\$0	\$28,050	\$1,950	\$28,050	\$1,950	\$30,000
04RFK	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
02RCB	\$0	\$0	\$46,750	\$3,250	\$46,750	\$3,250	\$50,000
18RBG	\$0	\$0	\$46,750	\$3,250	\$46,750	\$3,250	\$50,000
23RAA	\$0	\$0	\$11,220	\$780	\$11,220	\$780	\$12,000
06RFM	\$28,050	\$1,950	\$56,100	\$3,900	\$84,150	\$5,850	\$90,000
15RDE	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
10RDE	\$0	\$0	\$28,050	\$1,950	\$28,050	\$1,950	\$30,000
13RBF	\$0	\$0	\$84,150	\$5,850	\$84,150	\$5,850	\$90,000
07RAC	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
06RAC	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
07RDE	\$0	\$0	\$85,085	\$5,915	\$85,085	\$5,915	\$91,000
05RAC	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
33RBI	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
25RDC	\$0	\$0	\$32,725	\$2,275	\$32,725	\$2,275	\$35,000
27RDC	\$0	\$0	\$65,450	\$4,550	\$65,450	\$4,550	\$70,000
16RDC	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
18RFH	\$0	\$0	\$5,984	\$416	\$5,984	\$416	\$6,400
08RCE	\$0	\$0	\$201,025	\$13,975	\$201,025	\$13,975	\$215,000
04RCE	\$0	\$0	\$185,130	\$12,870	\$185,130	\$12,870	\$198,000
03RAA	\$0	\$0	\$18,700	\$1,300	\$18,700	\$1,300	\$20,000
35RBG	\$0	\$0	\$28,050	\$1,950	\$28,050	\$1,950	\$30,000
04RAA	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
18RAC	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
19RAC	\$0	\$0	\$70,125	\$4,875	\$70,125	\$4,875	\$75,000
22RAE	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
24RDG	\$0	\$0	\$60,279	\$4,190	\$60,279	\$4,190	\$64,469
23RDG	\$0	\$0	\$80,962	\$5,628	\$80,962	\$5,628	\$86,590
22RDG	\$0	\$0	\$122,046	\$8,484	\$122,046	\$8,484	\$130,530
24RAA	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
25RAA	\$0	\$0	\$187,000	\$13,000	\$187,000	\$13,000	\$200,000
			\$5,626,167	\$391,124	\$5,705,361	\$396,630	\$6,101,991

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RFM.1035	01	R26914	71405201100	\$5,000	20RFM	COMPLETE
RDD.1081	01	R26777	72860100200	\$175,000	14RDD	PARTIAL
RBD.1082	01	R27064	70631110200	-\$33,200	15RBD	COMPLETE
RFM.1034	01	R24386	32327000100	\$7,000	19RFM	COMPLETE
RCG.1098	01	R26918	72850100100	\$100,000	07RCG	COMPLETE
RBG.1106	01	M4082	99235121600	\$5,000	05RBG	COMPLETE
RBL.1164	01	R26753	70617810100	\$67,908	09RBL	COMPLETE
RCE.1175	01	R26898	70663610100	\$40,000	09RCE	COMPLETE
	01	R26904	70661110200	\$20,000	09RCE	COMPLETE
	01	R26997	70685300100	\$15,000	09RCE	COMPLETE
	01	R26994	70685200200	\$35,000	09RCE	COMPLETE
RCG.1097	01	R27295	70661110100	\$45,000	13RFL	COMPLETE
RBE.1113	01	R27108	70631510100	\$35,000	20RBE	COMPLETE
RBJ.1178	01	M4248	99220083100	\$50,000	32RBJ	COMPLETE
RDI.1048	01	R26726	70624210100	\$10,000	17RDI	COMPLETE
OJ.1037	01	R26992	70685100300	\$9,000	02OJ	COMPLETE
	01	R24389	89610000500	\$8,000	02OJ	COMPLETE
	01	R26930	70651711000	\$8,000	02OJ	COMPLETE
RCC.1060	01	R27144	75505000100	\$30,000	05RCC	COMPLETE
RA.1476	01	R26710	72510110400	\$10,000	10RAA	COMPLETE
RDP.1131	01	M4278	99230110400	\$80,000	19RDP	COMPLETE
	01	M4279	99230110400	\$100,000	19RDP	COMPLETE
RCF.1108	01	R22229	32378010400	\$45,000	03RCF	COMPLETE
	01	R26903	70661110100	\$220,000	03RCF	COMPLETE
	01	R27297	70661110100	\$75,000	03RCF	COMPLETE
	01	R26908	70663510200	\$30,000	03RCF	COMPLETE
RCE.1172	01	R26915	71820010300	\$50,000	02RFF	COMPLETE
RD.1125	01	R26740	70662110100	\$60,000	02RDI	COMPLETE
RDB.1046	01	R26725	70617710300	\$45,000	08RDB	COMPLETE
RDB.1047	01	R26742	70662210100	\$75,000	09RDB	COMPLETE
RFF.1069	01	R27143	75506000600	\$48,000	03RFF	COMPLETE
RBF.1111	01	M4189	99220087100	\$50,000	02RBF	COMPLETE
	01	R27088	78130140100	\$10,000	02RBF	COMPLETE
RA.1475	01	R26717	70687110100	\$100,000	16RAB	COMPLETE
RBG.1101	01	R27359	70420211000	\$50,000	27RBG	COMPLETE
	01	R27368	70420211300	\$18,600	27RBG	COMPLETE
RD.1121	01	M4287	99262100400	\$25,000	06RDM	COMPLETE
RD.1122	01	M4288	99262100400	\$30,000	05RDM	COMPLETE
RD.1123	01	M4289	99262100400	\$35,000	04RDM	COMPLETE
RBG.1098	01	R26793	25130075800	\$30,000	28RBG	COMPLETE
	01	R26794	25130075900	\$30,000	28RBG	COMPLETE
OA.1173	01	R26531	25130079900	\$6,900	01OJ	COMPLETE
RA.1428	01	R26700	70624110600	\$42,000	11RAD	COMPLETE
OBAF.1017	01	R26305	25830000200	\$20,000	01OJ	COMPLETE

RBG.1091	01	M4239	99220087100	\$40,000	27RBG	COMPLETE
RBE.1097	01	R27091	78120120100	\$270,000	26RBE	COMPLETE
RCA.1138	01	R26989	70632510100	\$15,000	01RCA	COMPLETE
RBH.1089	01	R27304	71380000100	\$129,800	10RBH	COMPLETE
RBE.1095	01	M4189	99220087100	\$180,000	20RBE	COMPLETE
	01	R26691	71220210200	\$20,000	20RBE	COMPLETE
OI.1079	01	R26951	70520110200	\$69,000	01OI	COMPLETE
RBH.1088	01	R27304	71380000100	\$11,800	10RBH	COMPLETE
OCB.1056	01	R26922	70651211000	\$34,500	01OI	COMPLETE
RBL.1158	01	R26719	70624110800	\$40,000	09RBL	COMPLETE
RCD.1145	01	R26899	70663710100	\$100,000	06RCD	COMPLETE
RBG.1090	01	R26908	70663510200	\$60,000	29RBG	COMPLETE
OCB.1057	01	R26922	70651211000	\$75,000	04OCB	COMPLETE
RBE.1096	01	R26809	72703141000	\$59,430	24RBE	COMPLETE
RBE.1106	01	R26808	72703151000	\$50,000	20RBE	COMPLETE
	01	R27094	78110120100	\$43,300	20RBE	COMPLETE
RA.1479	01	R26709	72510110500	\$35,000	04RAA	COMPLETE
RD.1129	01	R26618	52225215600	\$52,264	20RDA	COMPLETE
RCF.1112	01	R27223	70617810300	\$30,000	03RCF	COMPLETE
RBJ.1179	01	M4235	99220087100	\$15,000	31RBJ	COMPLETE
	01	R27106	70631314000	\$10,000	31RBJ	COMPLETE
OBAC.1052	01	R26010	49540000200	\$100,000	15RFH	COMPLETE
RF.1070	01	R26254	49421110200	\$9,000	21RFF	COMPLETE
RF.1071	01	R26786	72880400200	\$80,000	23RFF	COMPLETE
RD.1051	01	R26734	70631410100	\$50,000	18RDI	COMPLETE
RDH.1085	01	R26765	72840100100	\$20,000	01RDH	COMPLETE
	01	R26771	72840300200	\$80,000	01RDH	COMPLETE
RDF.1076	01	R26660	70450510200	\$100,000	13RDF	COMPLETE
OBAF.1019	01	R26316	25830000300	\$30,000	14RFH	COMPLETE
RFK.1115	01	R26921	622433315300	\$15,000	04RFK	COMPLETE
RCB.1091	01	R26895	70631410200	\$50,000	02RCB	COMPLETE
RBG.1103	01	R26684	71210110200	\$20,000	18RBG	COMPLETE
	01	R27363	70420211100	\$30,000	18RBG	COMPLETE
RBE.1115	01	R27335	78130149800	\$5,000	20RBE	COMPLETE
RA.1484	01	R27408	70550114500	\$12,000	23RAA	COMPLETE
OBAB.1031	01	R22475	22612131000	\$60,000	06RFM	COMPLETE
RDE.1096	01	R26694	71141320100	\$15,000	15RDE	COMPLETE
RDE.1095	01	R26743	70662210200	\$15,000	10RDE	COMPLETE
	01	R26776	72860100100	\$15,000	10RDE	COMPLETE
RB.1115	01	R27025	706811440100	\$60,000	13RBF	COMPLETE
	01	R27095	70631510100	\$30,000	13RBF	COMPLETE
RA.1487	01	R27345	71070212000	\$75,000	07RAC	COMPLETE
RA.1486	01	R27345	71070212000	\$75,000	06RAC	COMPLETE
RDE.1097	01	R26780	72860200100	\$61,000	07RDE	COMPLETE
	01	R26780	72860200100	\$15,000	07RDE	COMPLETE
	01	R26780	72860200100	\$15,000	07RDE	COMPLETE
RA.1485	01	R27345	71070212000	\$75,000	05RAC	COMPLETE
RB.1090	01	R27182	71310600300	\$100,000	33RBI	COMPLETE
RD.1134	01	R27150	70685400400	\$35,000	25RDC	COMPLETE

Attachment 1 to Mod. 1 (NAS1-001)

RD.1137	01	R26739	70632410300	\$70,000	27RDC	COMPLETE
RDC.1039	01	R26738	70632410200	\$10,000	16RDC	COMPLETE
RFH.1103	01	R26548	25890000100	\$6,400	18RFH	COMPLETE
RCE.1174	01	R26898	70663610100	\$70,000	08RCE	COMPLETE
	01	R26995	70685200300	\$50,000	08RCE	COMPLETE
	01	R27110	70632310300	\$40,000	08RCE	COMPLETE
	01	R26997	70685300100	\$10,000	08RCE	COMPLETE
	01	R26994	70685200200	\$25,000	08RCE	COMPLETE
	01	R26904	70661110200	\$20,000	08RCE	COMPLETE
RCE.1171	01	R26990	70685100100	\$12,000	04RCE	COMPLETE
	01	R26994	70685200200	\$12,000	04RCE	COMPLETE
	01	R26996	70685200400	\$48,000	04RCE	COMPLETE
	01	R26998	70685300200	\$6,000	04RCE	COMPLETE
	01	R26915	71820010300	\$30,000	04RCE	COMPLETE
	01	R26904	70661110200	\$60,000	04RCE	COMPLETE
	01	R26898	70663610100	\$12,000	04RCE	COMPLETE
	01	R27292	70632310300	\$18,000	04RCE	COMPLETE
RA.1491	01	R26721	70687210100	\$20,000	03RAA	COMPLETE
RBG.1107	01	M4082	99235121600	\$22,000	35RBG	COMPLETE
	01	R26908	70663510200	\$8,000	35RBG	COMPLETE
RCG.1102	01	R27300	70632310400	\$32,000	02RFF	COMPLETE
RA.1483	01	R26645	75930000200	\$70,000	04RAA	COMPLETE
	01	R26949	71381700200	\$30,000	04RAA	COMPLETE
RA.1488	01	R27345	71070212000	\$75,000	18RAC	COMPLETE
RA.1489	01	R27345	71070212000	\$75,000	19RAC	COMPLETE
RA.1490	01	R27270	70530123300	\$100,000	22RAE	COMPLETE
RDG.1068	01	R26761	72830100300	\$64,469	24RDG	COMPLETE
RDG.1067	01	R26761	72830100300	\$86,590	23RDG	COMPLETE
RDG.1066	01	R26759	72830100100	\$130,530	22RDG	COMPLETE
RA.1505	01	R26947	70872500200	\$100,000	24RAA	COMPLETE
RA.1506	01	R26948	71310600200	\$200,000	25RAA	COMPLETE

\$6,017,291

Attachment 2
Funding Breakout
Cost and Fee

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
05RFM	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
06RFM	\$0	\$0	\$28,050	\$1,950	\$28,050	\$1,950	\$30,000
01AH	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
01RFB	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
02OCB	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
01OCB	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
03OCB	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
12RBA	\$0	\$0	\$18,700	\$1,300	\$18,700	\$1,300	\$20,000
15RBD	\$0	\$0	\$31,042	\$2,158	\$31,042	\$2,158	\$33,200
08RFL	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
09RFL	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
11RBJ	\$0	\$0	\$11,687	\$813	\$11,687	\$813	\$12,500
03RBJ	\$0	\$0	\$11,687	\$813	\$11,687	\$813	\$12,500
17RBJ	\$0	\$0	\$11,688	\$812	\$11,688	\$812	\$12,500
16RBJ	\$0	\$0	\$11,688	\$812	\$11,688	\$812	\$12,500
02RBF	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
07RFM	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
01OJ	\$0	\$0	\$10,752	\$748	\$10,752	\$748	\$11,500
03RDH	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
11RDH	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
01RFH	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
04RBB	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
02RAD	\$0	\$0	\$39,270	\$2,730	\$39,270	\$2,730	\$42,000
14RBG	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
07RBL	\$0	\$0	\$50,211	\$1,789	\$50,211	\$1,789	\$52,000
	\$0	\$0	\$369,700	\$24,000	\$369,700	\$24,000	\$393,700

Exhibit H

ECN number	Location	Description
1880704	1237T/100	Apple computer M4405
1085193	1237T/100	HP printer 33449A
1160185 1424135 1881108	1232/265	NCD Display, NCD terminal, Gateway mini tower
1885074	1244/209	EPSON P120A printer
1885090	1244/209	HP C4172A printer
1885070	1224T/800	Gateway mini tower
1263418	1224T/800	HP C4172A printer
1885073	1225/202d	HP C4170A printer
2009029	1244/124	NEC display
1431292	1298/143	Gateway ATX tower
1092802	1244/801	HP Laser Jet III
1877600	1299/110	Interlink computer
1880503	1236/211A	Micron display
1880484	1236/211A	Micron computer
1090768	1168/120A	Toshiba disk drive
1877826	1168/120A	Toshiba Disk drive
1877824	1168/120A	Silicom graphics computer
1156393	1168/120A	CITA disk drive
1741168	1168/119	Gateway ATX tower
0848332	1168/119	Apple printer M6000
1739724	1168/118	Mitsubishi display
1739723	1168/118	Mitsubishi display
1739722	1168/118	Mitsubishi display
1739721	1168/119	Mitsubishi display
1256595	1208A/111	DEC disk drive
1160046	1208A/111	Sony display
1160045	1208A/111	DEC computer
1159510	1208A/111	Total TEC disk drive
0846119	1208A/111	DEC display
0849138	1224T/9	HP 7475A plotter
0061857	1224t/10	AST 286 computer
0849049	1224T/10	HP 7956A plotter
1091153 1091154	1224T/10	Market West computer GP486/33; tatung display
1259441	1247B/117F	Peripheral land disk drive unit
1256168	1247B/117F	IBM computer
1255042	1247B/117F	Sony display
1158595	1247B/117F	Infinity photo optical disk drive

1093231 1092725 1092323 1092322	1247B/117F	Next printer, disk drive unit, computer , display
1881889	1247B/117	Dell computer
1254977 1424004	Home	Sony display, Gateway computer baby AT
1882419	1230/264C	Dell display
1876307	1230/264C	Dell computer
1741294	1230/264C	Radius display
1262044	1230/264C	Apple printer M5890
1262623	1224T/803	HP C2001A printer
1885071	1224T/800	Epson P120A printer
1262493 1092720	1298/BALC/14 3	Sony display, NEC display
1256179	1237T/207	Apple computer M1206
1256124	1237T/211	sony display
1156702	1237T/211	Pinnacle disk drive unit
115628	1237T/211	Apple computer M5920
1256178	1237T/207	Sony display
0058080 1430858 1430854	1224T/100	Apple printer Powermac G3, display, Apple computer
1430854		Apple computer
1885558	1232/mezzn	Interlink computer
1422577	1208/117A	Viewsonic display
0549630	1192E/105B	DEC terminal
1431941	1237T/307	Princeton graphics display
1262959	1237T/307	Gateway Baby AT
1260442 1260441	1237T/307	Gateway display, gateway computer
1084133	1237T/307	Gateway 486/25
0848486	1237T/307	Apple printer M6000
1261309 0846230	1224T/810	486/66 coomputer; Brother HL8E printer; gateway monitor (no tag)
1741153	1237T/304	Gateway ATX tower
0461799	1237T/304	HP printer 82143A
0142504	1237T/219	Bay technical multiport printer buffer
0056040	1237T/216	HP printer 33440A
1740264	1244/160	Gateway ATX tower
1885022	1244C/160	Dell portable computer
1875209	1148/104	Sony display
1263713	1148/104	DEC computer
1262839	1230B/193B	Gateway 4DX2-66
1741651	1230B/189	NASA Larc computer
1428596	1230/193B	Compu-link computer
1882616	1230/131F	Toshiba laption
1876939	1230/131F	Apple laptop
1874061	1230/131F	Atipa computer

1428605	1230/131F	Appl computer M2391
1878863	1230B/193B	Compaq armada 7710MT
1423257	1224T/812	HP C2005A printer
1611008		lomega Zip 100, external
1739508 1739507	1298/BALC	Gateway display unit, Gateway computer
1739506	1298/137	HP C3941A printer
1258706 1258702	1224T/10	Apple M1205; rasterops display 1649
1613416	Home	NEC computer
1430775 1263125	1298/145	Gateway computer, Zeos computer
1879139	1148/202	NCD display
1879138	1148/202	NCD display
1879137	1148/202	NCD display
1879106	1148/202	NCD computer
1876555	1148/202	Dell computer MMS
1156716	1148/202	HP printer 33481A
1430853 1430860	1224T/100	Apple M3979; display M2935
1428680 1424154	1232T/108	Apple M3409, NEC display
G074394		Disk Drive Unit, Mass Microsystems Inc
G074393		Apple Computer M5780
1876725	1244T/100	HP C4120A printer
18789107	1148/202	NCD computer
1742764	1237T/103	NEC display
1430977	1237T/103	Apple computer M3409
0056345	1237T/103	Apple printer M6000
1610942	1230B/193C	lomega disk drive
1877469	1230B/193	DTK computer
1873302	1230B/193	Peninsula computer
1884712	1220/240A	Dell computer MMS
1884710	1220/240A	Hitachi display
1429909	1220/240	Apple computer M3979
1873926	1220/209	Apple display
1085825	1237T/306	Gateway 486/25C
1885594	1208A/101	liyama display
1879172	1208A/101	3d gaming & computing computer
1875211	1208/117A	KDS display
1263719	1237T/100	Gateway baby AT
1424562	1237T/100	AMS computer
1085718 1885868	1200/212/215	HP Printer (33449A); compaq computer
0060742	1230B/293	Sony display
1431219	1230/133C	Apple computer M3979
1424193	1230/133C	Sony display
1874883	1230/131C	Dell computer M8

1254906	1230/131C	Sony display
1254905	1230/131C	Sun computer 144
1092020	1230/131C	Apple computer M4200
0848899	1230/131C	Apple disk drive
1741268	1244/209	HP C3982A printer; dell ultra scan monitor (no tag)
1264164	1230B/192	Apple computer M1688
1091557	1230B/192	Radius display
1742563	645A/200	Gateway computer
1885023	1244C/160	Fieldworks portable computer
1885021	1244C/160	Dell portable computer
1884842	1244C/160	3 Fieldworks portable computer
1884841		
1884841		
1743152	1244C/160	Toshiba computer
0060748	1244/132	Grid systems computer
1431775	1244/757	fieldworks computer
1431774		
1092602	1244/124	Grid systems computer
1159738	1244/124	QMS printer
1155682	1268D/2404	Seagate disk drive unit
1256743	1224/810	HP Laserjet 4
	1224/810	Dell Ultra Scan monitor
1885071	1224/810	Epson 900 printer
188072	1224/810	HP Laserjet 2100 TN
no tag		Nano monitor
1254804	1224/801	TI printer
1429038	1224/?	BOG computer
1431567	1224T/810	Gateway computer
1086787	1236/241	Gateway 385/33 DXC
1429489	1224T/T10	HP C3198A plotter
1263697	1224T/812	HP C2959B plotter
1086634	1224T/812	Gateway 386/33DXc
0038200		Apple message pad digitizer
1160176	1232T/011	NCD88K computer, NCD display
1160164		
1880782	1232/122A/12	Silicon graphics display, mini computer
1880781	2B	
1433142	1237T/216	AC tech computer 486
1431729	1237T/216	Gateway MTX tower
1882234	1244/132	Gateway computer
1882963	1244/132	Sony computer
2075714	1244/132	Cubix computer server
2076227	1244/132	Cisco router 2621
2076306	1244/132	True solutions flat panel display
0139829	1244/138	Dell computer AT 114/286
1261983	1244/138	Mitsubishi display
1429773	1244/138	NEC computer
1524074	1244/138	NEC display

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1159232	1244/139	Gateway computer
1345267 1345270	1201/112	AT&T terminal DDM plus
1426975 1426973 1426974	1244/132	3 Micromax computer
1087098 1087099	1244/115	Gateway 386/25; NEC display
1088916	1244/132	NEC display
1254698 1254699	1244/132	Gateway desktop; Nanao display
1255911 1255912	1244/132	Silicon graphics mini computer; mitsubishi display
1739360	1244/132	Gateway computer
1873719	1244/132	Gateway mini tower
0061147	1244/243A	NEC display
1257696	1237T/107	Apple computer M9020
0404801	1244/121A	GE printer
1085412	1237T/100	gateway 386
1093488 1093484 1159072	1224T/10	Gateway 486/33; Nanao display, Sony Display
1263716	1224T/10	Apple M5780
1084302	1224T/10	HP 33449A printer
1883260	1146/129	Apple computer M5183
1741959	1146/129	Hitachi display
1741942	1146/129	Power computing PC 604/150
1158153	1232T/007	SGI, IRIS
G079236 1739707 1090568	1232T/001	HP 33449A III printer; NEC display, Gateway 486/33
1884788	1244/128	Gateway display
1883164	1244/128	Gateway mini tower
1424019	1224T/801	Dell Inspiron 7000
060472	1224/806	HP laser jet IID
1085203	1224T/812	Gateway 386/25
1258014	1244/209	Hitachi display
1263419	1244/209	Apple M1688 computer
no tag	1244/209	Dell Monitor
1085522	1244/209	Gateway 386
060470	1244/209	HP laserjet lid
1885074	1244/209	Epson 900
L-715	1244/209	IBM laptop
1258219	1221B/116S	Sony display
1258220	1221A/208	Sun computer 861
1091527	1221A/100	DEC mini computer
1885760	1221/241	Dell computer
1885759	1221/241	Dell computer
1885758	1221/241	Dell computer

GFE_Query

1431778	1244/757	fieldworks computers
1739708	3594.00	Power Mac
1259451	1212C/202	HP disk drive
1256008	1212C/202	HP computer HP9000/433
1083708	1212C/301	HP display
G078243	1212C/201	Mountaingate disk drive
1086964	1212C/108A	Andarco disk drive
1086963	1212C/108A	Mountaingate disk drive
1084142	1212C/108	Mountain gate disk drive
1084141	1212C/108A	Mountaingate disk drive
1084140	1212C/108A	Mountaingate disk drive
1084107	1212C/108A	Mountaingate disk drive
1083702	1212C/108A	Mountaingate disk drive
G078244	1212C/108A	Mountaingate disk drive
2008234	1212/210	Dell display P1110
2008233	1212/210	Dell computer MMS
1873485	1212/210	Compaq deskpro2000
1612822	1212/210	Smart&friendly disk drive
1087472	1212/202	Mountaingate disk drive
1087471	1212/202	Mountaingate disk drive
1086962	1212/202	Mountaingate disk drive
1084145	1212/202	Mountaingate disk drive
1084144	1212/202	Mountaingate disk drive
1084143	1212/202	Mountaingate disk drive
1084109	1212/202	Mountaingate disk drive
1084108	1212/202	Mountaingate disk drive
1083704	1212/202	Mountaingate disk drive
1083703	1212/202	Mountaingate disk drive
G078242	1212/202	Mountaingate disk drive
0053437	1212C/202	HP printer 2564B
1885916	1299/138	NASA computer
1881401	1212/102	Dell Inspiron 7000
no tag	1212/207	Gateway monitor
1881476	1212/102	Polaroid project display, computer
1092688	1212/210A	HP printer, 33449A III
1741616	1202/204	2 NEC XP21 displays
1741617		
1879796	1202/204	Dell computer
1876537	1202/213	CTX computer
0846487	1244T/100	Gateway Display
1259495	1244/118/119	Industrial computer source computer
1259497		
1427757	1244/119	TI computer
1085006	1244/124	Sony Display
1158930		Sun Display unit, Silicon Graphics O2
1885570	1232/306	sony multiscan E400, Macintosh G4, 128
1885569		MB,super disk drive, USB
1160169	1232T/TR3	NCD display, NCD computer NCD88K
1160154		

GFE_Query

1879104	1148/202	NCD computer
1264242 1875633	1298/124/116	Apple M2391 computer; sony display
0060926 1429677 1429013	1299/237	Computer, 386, Join Data Technology, Viewsonic 208sGs, Computer (unknown make)
0060917	1299/142	NEC display
1742912	1237T/305	Pinnacle disk drive unit
1262448	1237T/305	Gateway computer
1255754	1237T/305	DEC mini computer
1156195	1237T/305	US Disk drive unit
G075612	1237T/305	Trimm disk/tape subsystem
1087000	1237T/108	Supermac display
1424692	1237T/100	Apple computer M1688
1424183	1237T/100	Apple computer M1688
1264407	1237T/100	Apple computer M1688
1264367	1237T/100	Apple computer M1688
1262490	1237T/100	Apple computer M1688
1260565	1237T/100	Apple computer M9020
1258685	1237T/100	Apple computer M9020
1256581	1237T/100	Apple computer M1206
1884143	1200/109	Interlink computer
1263298	1200/109	Gateway display
1263297	1200/106	Gateway baby AT
1259321	1192C/158	Gateway tower
1259320	646/203	Nanao display
1159017 1159016	1244/116	Silicon graphics display, SGI computer
1882813	1220/239	Micron computer
1882813	1220/239	Viewsonic display
1884656	1236/204	Dell, 733, 128 Mb, 19.0 Gb, Dell P1110 21"
1884698		NEC Video projector
1742175	1236/248	Apple computer M3571
1878774 1878773	1236/232	Micron Computer, Hitachi display
1742177	1236/232	Apple M3571
1092831	1192D/123	JMR disk drive
1262233	1244/232	Gateway tower
1424018	1244/232	Dell display
1158065	1244/232A	HP laserjetIII
1885073	1225/202D	HP laserjet 2100
1262988	1225/202D	Dell monitor
1739656	1265/113	AMS printer
1431392	1265/113	Micron computer P166
1431144	1265/113	Micron computer P166
1425262	1265/113	Micron computer P90
1089051	1265/113	brother printer
1090900	1265/112	brother printer

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1873025	1265/104	Hitachi display
1873024	1265/104	Micron computer P200
1089050	1265/104	Brother printer
1741423		HP ADP printer
125077	1298/140	Gateway 2000 4DX2-66
0849136	1224T/9	Epson FX85 printer
1157783	1224T/9	HP printer 33471A
1159277	1224T/9	Nanao display; Gateway 486
1159278		
1263849	1232T/210	Gateway computer
1877292	1232T/T2	Apple computer M3379
0143261	1232T/T2	Apple printer M0188
1264399	1237T/101	Apple display
1881851	1192C/142	Apple computer M5183
1264398	1237T/104	Apple display
1256155	1237T/306	DEC mini computer
1159065	1237T/108	Apple computer M4300
1156057	1237T/106	Seagate disk drive
0142703	1237T/106	DEC expansion box
0062115	1237T/106	DEC computer
G073541	1237T/106	Emulex network server
G073531	1237T/106	Genicom printer 4470
1158448	1237T/105	Apple computer 2NT
1879799	1237T/104	DEC display
1879798	1237T/104	DEC computer
1264435	1237T/104	Apple printer M2100
1881404	1146/130	Dell computer
1263418	1224T/801	Dell inspiron 7000, PII
1885091	1244/209	Gateway mini desktop
1086596	1224/T8	HP laserjet III
1885090	1244/209	HP laserjet 2100
1262438	1212/210A	Gateway tower computer
1262263	1232T/007	Dell OP566, NCD display, NCD 88K
1160183		computer
1160160		
1873234	1237T/219	Smart&friendly disk drive unit
1742540	1237T/219	Gateway ATX computer
1257468	1224T/805	Macintosh G4-dual 500 Mhz, 256 MB, 40
1257313		Gb, 21" nokia
1256457		
1090606		
1422517		Macintosh 8100/80, 36 mb, 1 gb, 21"
1264454		Intellicolor
1430556	1244/219	Gateway computer
1083711	1224/805	Mass datapack storage system
1087516	1224T/803	Tektronix printer 4684
0848665	1224T/805	Apple scanner
1881402	1251/248	Dell portable computer
1876952	1237T/403	Apple computer M3979

1264434	1237T/403	Apple printer M2100
1264431	1237T/403	Apple display M1823
1093483	1237T/403	Nanao display
1093487	1237T/403	Gateway 486/33C
1877922	1192E/109A	Sony display
1262007	1192E/109A	Kingston disk drive
1259394	1192E/109A	Silicon graphics computer
1424172	1230/133B	Apple computer M2391
025992	1230/133B	HP display
1257432	1237T/209	Radius display
1255067	1237T/209	apple computer M1206
1255020	1237T/209	Silicon graphics mini computer
1158826	1237T/209	Silicon graphics display
1084394	1237T/209	Trimarchi disk drive unit
1878153	1237T/208	Sony display
1878151	1237T/208	Dell computer
1158443	1237T/206	Xerox copier 2510
0398671	1237T/206	HP plotter
1427618	1230B/192	Sony display
1424563	1230B/192	Pinnacle disk drive
1266389	1230B/192	2001A
1265822	1230B/192	Dynamic computer
1873992	1230/192	Apple portable computer M3571
0848037	1244T/400	Sun computer 147
1876401	1230B/193A	Apple computer M5433
1876493	1230/133G	Apple printer M2450
1876402	1230/131F	Apple display
1636380	Home	Dell Computer
1612274		Kodak, Digital camera
1877806	1202/123	Gateway mini-desktop; Gateway display
1877807		
1880105	1202/123	Micron computer
0037678	1202/123	NEC computer
1261988	1221B/149	Sony display
1088700	1221B/149	Sun computer 47
1875830	1221/220A	Silicon graphics display
1882725	1208A/105	Lynnhaven computer
1423423	1265/113	DEC server
1423422	1265/113	DEC display
1258136	1265/113	Hitachi display
1885190	1265/104	sony display
1885189	1265/104	Micron computer
1093066	1237T/306	NEC display
1742913	1208A/107	Pinnacle disk drive
1260520	1208A/107	Radius display
1254963	1237T/304	Sun disk drive unit
1092335	1237T/304	Sun mini computer
1430138	1237T/206	Power computing computer
1428209	1237T/206	Sony display

GFE_Query

1093196	1237T/206	Apple computer display
1088908	1237T/206	Silicom graphics computer
G078325	1237T/105	Apple printer M6000
1884578	1299/226	Disk Drive unit
1883029	1299/226	Dell computer
1156470	1300/214	Computer, Micro DX2-50, IBS Research
1255829 1422956	1202/150	Dell, 90 Mhz pentium, 64 mb, 6 gb, 17"
G075547 1255332	1202/150	HP 7550A plotter; HPC2001A printer
1424748	1244/115C	HPC2003A printer
1158459	1237T/100	Apple printer
1157802	1237T/100	Murata fax
1157795	1237T/100	HP printer 33471A
0057294	1224T/10	Apple M5000 computer
0847459	1224T/10	HP 2277A printer
1254733	1224T/10	Gateway 486Dx2/50
1741620	1224T/1001	HP Laser jet 4 +
1093179	1224T/T10	Gateway 486/33C
1884915	1244/128	Dell computer MMS
1884894	1244/128	Dell computer MMS
1874076	1293C/148	Umax scanner
1741446	1293C/148	Apple computer
1873087	1293C/148	Sony display
1429333	1293C/148	Apple printer
1425415	1293C/148	Apple printer
1259208	1293C/148	pinnacle disk drive unit
1087162	129C/118B	Lacie scanner
0058091	1230/133D	Apple computer M5000
1879435	1148/210	Apple computer M3979
1427684	1221C/123E	Quality 486 tower
1427357	1221C/123	Gateway tower
1427098	1221C/123	Nortech pentium
1429668	1221/123E	AMTAK computer
1427686	1221/123E	Gateway 486/33
1422993	1221/123E	Apple computer M1688
2008280	1244/126	Gateway GP7-667
1263431 1427415		Gateway PS-90
1087170	1244T/100	QMS printer
1880013	1232T/T-2	Viewsonic display P810-3m
1263431 1741619	1202/114	Gateway tower computer; HP laserjet 4 +

Attachment 4 to Mod1 (NAS1-00135)

CONTRACT YEAR - 1										
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]

Note:

[REDACTED]

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Attachment 4 to Mod1 (NAS1-00135)

CONTRACT YEAR - 2										
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]

Note:

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Attachment 4 to Mod1 (NAS1-00135)

CONTRACT YEAR - 3										
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]

Note:

[REDACTED]

Attachment 4 to Mod1 (NAS1-00135)

CONTRACT YEAR - 4										
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Note: [REDACTED]										

Attachment 4 to Mod1 (NAS1-00135)

CONTRACT YEAR - 5										
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Note: [REDACTED]										

Attachment 5 to Modification No. 1(NAS1-00135)

Exhibit G
Direct Labor Classification Descriptions

Technical Professionals	BS	MS	PhD
Category I	Entry Level		
Category IA	1-2		
Category II	3-4	<3	
Category IIA	5-6	3-4	
Category III	7-8	5-6	<3
Category IIIA	9-10	7-8	3-4
Category IV	11-13	9-10	5-6
Category IVA	14-16	11-13	7-8
Category IVB	17-20	14-15	9-10
Category V	>20	>15	>10

Support Personnel	Experience	BA	MA
Category I	High School		
Category IA	5-9		
Category II	10-12	Entry	
Category IIA	13-14	2-4	
Category III	15-17	5-6	Entry
Category IIIA	18-19	7-9	2-4
Category IV	20-21	10-12	5-7
Category IVA	22-23	13-15	8-10
Category IVB	24-25	16-19	11-14
Category V	25+	20+	15+

Technicians	Experience	AA
Category I	High School	
Category IA	2-4	
Category II	5-7	Entry
Category IIA	8-9	2-4
Category III	10-14	5-6
Category IIIA	15-19	7-9
Category IV	20-23	10-12
Category IVA	24-26	13-15
Category IVB	27-29	16-19
Category V	30+	20+

Technical Professional:

Computer Scientist - Resolves a variety of difficult operation problems (e.g., making unusual equipment connections and rarely used equipment and channel configurations to direct processing through or around problems in equipment, circuits, or channels or reviewing test run requirements and developing unusual system configurations that will allow test programs to process without interfering with ongoing job requirements). May spend considerable time providing technical assistance to lower level operators and assisting programmers, systems analysts, and subject matter specialists in resolving problems.

Programmer – Develops and implements computer codes to accomplish research objectives. Modifies existing codes to meet new requirements. Troubleshoots problems as needed.

Systems Analyst – Monitors and maintains computer system resources. Troubleshoots and corrects hardware problems.

Operation Aircraft Pilot – Provides pilot capabilities for aircraft or simulated aircraft. Assists with project activities that benefit from pilot expertise.

Engineer – Develops engineering specifications based on research requirements; develops designs, performs supporting analyses, documents findings.

Project Manager – Responsible for overall project implementation. Tracks progress and resources (cost & manpower). Documents and reports progress and deficiencies. Recommends and implements strategies for solving problems.

Engineer Supervisor – Provides line management for engineering and technical personnel. Ensures appropriate utilization of resources and reports individual performance.

Research Scientist – Senior-level engineering or research personnel providing direct research support. Duties include basic research, design and development of tests, supervision and performance of tests as well as professional level documentation such as journal articles.

Senior Scientist – Nationally or worldwide recognized scientific expert in a specific discipline. Performs highly specialized, one-of-a-kind research tasks in direct support of mission requirements. Capable of extending state-of-the-art to a significant degree.

Support Personnel:

Administrative Associate - Performs specialized administrative support tasks of non-routine and non-repetitive nature to assist technical, and/or administrative personnel. Performs professional level tasks requiring independent judgment, initiative and tact.

Project Planner – Coordinates and organizes projects, develops Work Breakdown Structures and logic diagrams. Supports Project Manager in information management for the project.

Programmer – Performs administrative data entry tasks such as schedule and resource database updates. Collates and collects data for Projects

Documentarian – Serves as focal point for development of Project Libraries; including information management and tracking. Develops document trees and procedures governing project activities.

Scheduler/Cost Analyst – Develops and maintains project level budgets and schedules. Tracks and updates project progress through use of computer-based COTS software.

Air Traffic Controller – Supports research by providing air traffic control expertise based on experience with air traffic flow and management requirements, and relevant National Aerospace System Components.

Technician:

Electronic Technician - Applies technical knowledge of electronics principles in determining equipment malfunctions, and applies skill in restoring equipment operations.

Test Assistant - conducts routine tests or experiments; records and evaluates data and reports findings. At higher levels, may plan approach and conduct various experiments; may arrange for fabrication of support equipment; may determine test procedures and design of special test equipment.

Designer – Performs layouts, drafting and “light” independent design in support of engineering personnel. At higher levels, may specify equipment and perform supporting calculations.

Mechanical Technician - Applies methods outlined by others to limited segments of research and development projects; assembles experimental or prototype models and hardware to meet engineering requirements.

Test Conductor - Conducts tests or experiments requiring selection and adaptation or modification of test equipment and test procedures; sets up and may operate equipment; records data, measures and records problems that require resolution. Analyzes data and prepares test reports. At higher levels, may advise equipment users on redesign or solve unique operational deficiencies.

Engineering Associate - Applies conventional engineering practices to develop, prepare, or recommend schematics, designs, specifications, electrical drawings and parts lists. Examples of designs include: detailed circuit diagrams; hardware fittings or test equipment involving a variety of mechanisms; conventional piping systems; and building site layouts.

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 2		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		5. PROJECT NO. (If applicable)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)
The purpose of this modification is to increase the incremental funding by \$1,400,843 (\$1,309,788 for cost and \$91,055 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefor:
- "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$7,305,655. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$506,179 is obligated under this contract for payment of fee".

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) ANDREW SROITOWSKI SAMS PROGRAM MANAGER		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 11/4/01	16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 11/4/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Total	\$7,305,655	\$506,179	\$7,811,834

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
08RAA	\$0	\$0	\$42,723	\$2,970	\$42,723	\$2,970	\$45,693
13RAB	\$0	\$0	\$112,200	\$7,800	\$112,200	\$7,800	\$120,000
15RAA	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
21RAB	\$0	\$0	\$495,550	\$34,450	\$495,550	\$34,450	\$530,000
12RDA	\$0	\$0	\$4,675	\$325	\$4,675	\$325	\$5,000
34RBM	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
28RDD	\$0	\$0	\$126,225	\$8,775	\$126,225	\$8,775	\$135,000
36RBG	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
26RDC	\$0	\$0	\$229,075	\$15,925	\$229,075	\$15,925	\$245,000
12RFL	\$0	\$0	\$50,490	\$3,510	\$50,490	\$3,510	\$54,000
14RFH	\$28,050	\$1,950	\$28,050	\$1,950	\$56,100	\$3,900	\$60,000
17RFI	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
22RFJ	\$0	\$0	\$37,400	\$2,600	\$37,400	\$2,600	\$40,000
15RBK	\$0	\$0	\$4,675	\$325	\$4,675	\$325	\$5,000
24RFI	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
06RBG	\$0	\$0	\$56,100	\$3,900	\$56,100	\$3,900	\$60,000
29RBG	\$56,100	\$3,900	\$46,750	\$3,250	\$102,850	\$7,150	\$110,000
14RBG	\$9,350	\$650	\$47,825	\$3,325	\$57,175	\$3,975	\$61,150
07RDE	\$85,085	\$5,915	-\$28,050	-\$1,950	\$57,035	\$3,965	\$61,000
02RFF	\$76,670	\$5,330	-\$29,920	-\$2,080	\$46,750	\$3,250	\$50,000
16RFF	\$0	\$0	\$29,920	\$2,080	\$29,920	\$2,080	\$32,000
	\$178,585	\$12,415	\$1,309,788	\$91,055	\$1,488,373	\$103,470	\$1,591,843

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>	
RA.1503	01	R27408	70550114500	\$45,693	08RAA	COMPLETE	
RA.1510	01	R26717	70687110100	\$120,000	13RAB	COMPLETE	
RA.1502	01	R26645	75930000200	\$15,000	15RAA	COMPLETE	
RA.1499	01	R27405	70550114400	\$430,000	21RAB	COMPLETE	
	01	R27249	70550124200	\$100,000	21RAB	COMPLETE	
RD.1138	01	M4284	99262100600	\$5,000	12RDA	COMPLETE	
RBM.1068	01	M4235	99220087100	\$15,000	34RBM	COMPLETE	
RDE.1100	01	R26806	72701260100	\$120,000	28RDD	COMPLETE	
	01	R26806	72701260100	\$15,000	28RDD	COMPLETE	
RBG.1110	01	R26669	71405200100	\$10,000	36RBG	COMPLETE	
RD.1133	01	R26762	72830300100	\$245,000	26RDC	COMPLETE	
RFH.1100	01	R26771	72840300200	\$54,000	12RFL	COMPLETE	
RFH.1101	01	R27391	29760200400	\$30,000	14RFH	COMPLETE	
RFI.1071	01	R26771	72840300200	\$10,000	17RFI	COMPLETE	
RFJ.1133	01	R25021	27400002300	\$40,000	22RFJ	COMPLETE	
RBK.1225	01	M4119	99235121500	\$5,000	15RBK	COMPLETE	
RFI.1070	01	R23366	25130070700	\$10,000	24RFI	COMPLETE	
RBG.1104	01	R26662	71405100100	\$30,000	06RBG	COMPLETE	
RBG.1104	01	R26908	70663510200	\$30,000	06RBG	COMPLETE	
RBG.1111	01	R27334	70872400400	\$50,000	29RBG	COMPLETE	
RBG.1112	01	R27294	70661110100	\$51,150	14RBG	COMPLETE	
* Correction	RCG.1102	01	R27300	70632310400	\$32,000	16RFF	COMPLETE
* Correction	RCG.1102	01	R27300	70632310400	-\$32,000	02RFF	COMPLETE
** Correction	RDE.1097	01	R26780	72860200100	-\$15,000	07RDE	COMPLETE
** Correction	RDE.1097	01	R26780	72860200100	-\$15,000	07RDE	COMPLETE
				\$1,400,843			

* This correction simply changes the task number that is applicable to PR: RCG.1102 from 02RFF to 16RFF.

** PR RDE.1097 contained \$30,000 in Futures which were erroneously obligated via Modification No. 1. This correction deobligates the \$30,000.

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 3		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE	7. ADMINISTERED BY (If other than Item 6) CODE		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)
The purposes of this modification are to increase the incremental funding by \$949,418 (\$887,707 for cost and \$61,711 for fee), and to incorporate the Safety and Health Plan as Exhibit F to the contract. Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefor:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$8,193,362. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$567,890 is obligated under this contract for payment of fee".

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) ANDREW SIRCHOWSKI SAMS PROGRAM MANAGER		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR [Signature]	15C. DATE SIGNED 11/12/01	16B. UNITED STATES OF AMERICA BY [Signature] (Signature of Contracting Officer)	16C. DATE SIGNED 11/12/01

FILE COPY

B. The attached Safety and Health Plan is hereby added as Exhibit F to the contract.

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Total	\$8,193,362	\$567,890	\$8,761,252

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
17RFI	\$9,350	\$650	\$46,750	\$3,250	\$56,100	\$3,900	\$60,000
15RAA	\$14,025	\$975	\$22,440	\$1,560	\$36,465	\$2,535	\$39,000
09RBL	\$100,894	\$7,014	\$56,100	\$3,900	\$156,994	\$10,914	\$167,908
18RFH	\$5,984	\$416	\$3,740	\$260	\$9,724	\$676	\$10,400
20RAB	\$0	\$0	\$4,675	\$325	\$4,675	\$325	\$5,000
11RFJ	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
10RFQ	\$0	\$0	\$27,115	\$1,885	\$27,115	\$1,885	\$29,000
21RDE	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
31RBJ	\$23,375	\$1,625	\$93,500	\$6,500	\$116,875	\$8,125	\$125,000
20RDA	\$48,867	\$3,397	\$155,321	\$10,797	\$204,188	\$14,194	\$218,382
08RBJ	\$0	\$0	\$168,300	\$11,700	\$168,300	\$11,700	\$180,000
27RAE	\$0	\$0	\$46,750	\$3,250	\$46,750	\$3,250	\$50,000
13RDF	\$93,500	\$6,500	\$93,500	\$6,500	\$187,000	\$13,000	\$200,000
05OCB	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
17RDI	\$9,350	\$650	\$154,275	\$10,725	\$163,625	\$11,375	\$175,000
03RCF	\$374,000	\$26,000	\$1,216	\$84	\$375,216	\$26,084	\$401,300
28RDD	\$126,225	\$8,775	-\$14,025	-\$975	\$112,200	\$7,800	\$120,000
	\$805,570	\$56,002	\$887,707	\$61,711	\$1,693,277	\$117,713	\$1,810,990

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RFI.1073	01	R22512	62263147000	\$50,000	17RFI	COMPLETE
RA.1520	01	R26645	75930000200	\$24,000	15RAA	COMPLETE
RBL.1166	01	M4235	99220087100	\$60,000	09RBL	COMPLETE
RDA.1077	01	R26732	70625410400	\$4,000	18RFH	COMPLETE
RA.1511	01	R23925	25870211500	\$5,000	20RAB	COMPLETE
RFJ.1134	01	M2082	99235150600	\$10,000	11RFJ	COMPLETE
RFQ.1025	01	R27139	75506000100	\$4,000	10RFQ	COMPLETE
	01	R27448	70625010400	\$25,000	10RFQ	COMPLETE
RDE.1099	01	R26780	72860200100	\$10,000	21RDE	COMPLETE
RBJ.1184	01	M4235	99220087100	\$100,000	31RBJ	COMPLETE
RDA.1078	01	M4236	99220087100	\$41,296	20RDA	COMPLETE
	01	M4238	99220087100	\$124,822	20RDA	COMPLETE
RBJ.1185	01	R27106	70631318000	\$180,000	08RBJ	COMPLETE
RA.1512	01	R26735	70631410300	\$50,000	27RAE	COMPLETE
RDF.1073	01	R26781	72860300100	\$100,000	13RDF	COMPLETE
OCB.1062	01	R26922	70651211000	\$10,000	05OCB	COMPLETE
RDI.1053	01	R26726	70624210100	\$165,000	17RDI	COMPLETE
RCF.1125	01	R22229	32378010400	\$1,300	03RCF	COMPLETE
RDE.1100	1	R26806	72701260100	-\$15,000	28RDD	COMPLETE

\$949,418

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
4		See Block 16C	See Page 3	

6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 increase the incremental funding by \$2,990,599 (\$2,796,215 for cost and \$194,384 for fee). Accordingly, the following changes are made to the Contract Schedule:_____

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$10,989,577. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$762,274 is obligated under this contract for payment of fee".
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) C. Tom Weih Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY ORIGINAL SIGNED [Signature]	16C. DATE SIGNED MAY 26 2001
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Total	\$10,989,577	\$762,274	\$11,751,851

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
08RFL	\$9,350	\$650	\$155,211	\$10,789	\$164,561	\$11,439	\$176,000
09RFL	\$9,350	\$650	\$46,750	\$3,250	\$56,100	\$3,900	\$60,000
14RBG	\$57,175	\$3,965	\$30,388	\$2,112	\$87,563	\$6,077	\$93,640
21RDE	\$9,350	\$650	\$95,370	\$6,630	\$104,720	\$7,280	\$112,000
07RFM	\$14,025	\$975	\$93,500	\$6,500	\$107,525	\$7,475	\$115,000
32RBJ	\$46,750	\$3,250	\$149,600	\$10,400	\$196,350	\$13,650	\$210,000
01RCA	\$14,025	\$975	\$116,875	\$8,125	\$130,900	\$9,100	\$140,000
18RFH	\$9,724	\$676	\$34,782	\$2,418	\$44,506	\$3,094	\$47,600
010J	\$132,675	\$9,225	\$98,221	\$6,827	\$230,896	\$16,052	\$246,948
16RDC	\$9,350	\$650	\$39,088	\$2,717	\$48,438	\$3,367	\$51,805
06RFM	\$84,150	\$5,850	\$374,000	\$26,000	\$458,150	\$31,850	\$490,000
01AH	\$9,350	\$650	\$41,140	\$2,860	\$50,490	\$3,510	\$54,000
05RFM	\$9,350	\$650	\$14,025	\$975	\$23,375	\$1,625	\$25,000
12RBA	\$18,700	\$1,300	\$65,450	\$4,550	\$84,150	\$5,850	\$90,000
11RBJ	11687	813	\$201,493	\$14,007	\$213,180	\$14,820	\$228,000
04RBB	9350	650	\$98,175	\$6,825	\$107,525	\$7,475	\$115,000
16RBJ	\$11,688	\$812	\$77,138	\$5,362	\$88,826	\$6,174	\$95,000
17RBJ	\$11,688	\$812	\$79,943	\$5,557	\$91,631	\$6,369	\$98,000
26RAE	\$0	\$0	\$37,400	\$2,600	\$37,400	\$2,600	\$40,000
18RFH	\$44,506	\$3,094	\$3,740	\$260	\$48,246	\$3,354	\$51,600
05RBG	\$4,675	\$325	\$27,219	\$1,892	\$31,894	\$2,217	\$34,111
01OCB	\$9,350	\$650	\$561,000	\$39,000	\$570,350	\$39,650	\$610,000
03OCB	\$9,350	\$650	\$65,450	\$4,550	\$74,800	\$5,200	\$80,000
34RBM	\$14,025	\$975	\$64,922	\$4,513	\$78,947	\$5,488	\$84,435
11RAD	\$39,270	\$2,730	\$103,785	\$7,215	\$143,055	\$9,945	\$153,000
02RAD	\$39,270	\$2,730	\$61,710	\$4,290	\$100,980	\$7,020	\$108,000
11RDH	\$9,350	\$650	\$39,270	\$2,730	\$48,620	\$3,380	\$52,000
25RFL	\$0	\$0	\$20,570	\$1,430	\$20,570	\$1,430	\$22,000
			\$2,796,215	\$194,384			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RD.1147	01	R27303	72860400100	\$955	08RFL	COMPLETE
	01	M4284	99262100600	\$382	08RFL	COMPLETE
	01	R26781	72860300100	\$9,987	08RFL	COMPLETE
	01	R26776	72860100100	\$4,395	08RFL	COMPLETE
RD.1149	01	M4282	99262100600	\$50,000	09RFL	COMPLETE
RD.1148	01	M4282	99262100600	\$150,281	08RFL	COMPLETE
RBG.1117	01	R27093	78110130100	\$32,500	14RBG	COMPLETE
RDE.1101	01	R26780	72860200100	\$102,000	21RDE	COMPLETE
OBAB.1034	01	R19501	22512021000	\$100,000	07RFM	COMPLETE
RBJ.1187	01	M4248	99220083100	\$160,000	32RBJ	COMPLETE
RCA.1167	01	R26901	70632210100	\$10,000	01RCA	COMPLETE
	01	R26989	70632510100	\$45,000	01RCA	COMPLETE
	01	R27139	75506000100	\$25,000	01RCA	COMPLETE
	01	R26993	70685200100	\$45,000	01RCA	COMPLETE
RFH.1110	01	R27372	29760100200	\$37,200	18RFH	COMPLETE
RD.1154	01	M4283	99262100600	\$58,548	010J	COMPLETE
RD.1146	01	R26659	70450110100	\$5,040	16RDC	COMPLETE
	01	R26765	72840100100	\$6,665	16RDC	COMPLETE
	01	R27078	70632110100	\$10,500	16RDC	COMPLETE
	01	R27306	70631310300	\$11,200	16RDC	COMPLETE
	01	R26806	72701260100	\$8,400	16RDC	COMPLETE
OBAB.1035	01	R19501	22512021000	\$400,000	06RFM	COMPLETE
AH.1096	01	R26722	29780000100	\$44,000	01AH	COMPLETE
OBAB.1036	01	R22475	22612131000	\$15,000	05RFM	COMPLETE
RFF.1075	01	R26751	70617110400	\$25,000	010J	COMPLETE
RBA.1055	01	R26683	71210110100	\$70,000	12RBA	COMPLETE
OBAF.1025	01	R26305	25830000200	\$21,500	010J	COMPLETE
RBJ.1191	01	M4189	99220087100	\$170,500	11RBJ	COMPLETE
	01	M4248	99220083100	\$45,000	11RBJ	COMPLETE
RBB.1044	01	R26557	52225316500	\$10,000	04RBB	COMPLETE
	01	R26674	71405300100	\$15,000	04RBB	COMPLETE
	01	R27042	70617810300	\$10,000	04RBB	COMPLETE
	01	R27306	70631310300	\$60,000	04RBB	COMPLETE
	01	R27312	70625310500	\$10,000	04RBB	COMPLETE
RBJ.1192	01	M4189	99220087100	\$82,500	16RBJ	COMPLETE
RBJ.1193	01	M4189	99220087100	\$85,500	17RBJ	COMPLETE
RA.1534	01	R27599	72110100300	\$40,000	26RAE	COMPLETE
RFH.1108	01	M1878	99235150400	\$4,000	18RFH	COMPLETE
RBG.1116	01	R27106	70631318000	\$29,111	05RBG	COMPLETE
OCB.1065	01	R26922	70651211000	\$600,000	01.OCB-00	COMPLETE
OCB.1066	01	R26922	70651211000	\$70,000	03.OCB-00	COMPLETE
RBM.1076	01	M4235	99220087100	\$69,435	34RBM	COMPLETE
RA.1544	01	R26700	70624140600	\$111,000	11RAD	COMPLETE
RA.1542	01	R26700	70624110500	\$66,000	02RAD	COMPLETE
RDH.1090	01	R26539	25870220800	\$15,500	11RDH	COMPLETE
	01	R26540	25870220900	14000	11RDH	COMPLETE
	01	R27585	75509000500	\$12,500	11RDH	COMPLETE
RFL.1045	01	R26751	70617110400	\$22,000	25RFL	COMPLETE

\$2,990,599

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 5	3. EFFECTIVE DATE Sec Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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 changes 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.

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.

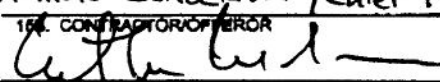
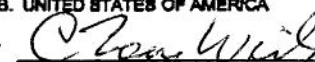
(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

The purposes of this modification are to incorporate NASA FAR Supplement Clause 1852.223-75, Major Breach of Safety or Security, as part of Section I to the contract and to revise the Award Fee Plan to include performance criteria associated risk management and technical safety. As a result, the following changes are hereby made to the contract:

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) ARTHUR LEADERMAN / Chief Procurement Officer		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR OFFICER  (Signature of person authorized to sign)	15C. DATE SIGNED 1/26/01	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 1/26/01

NSN 7540-01-182-8070
PREVIOUS EDITION UNUSABLE

-105

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

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I. The following NASA FAR Supplement Clause 1852.223-75, Major Breach of Safety or Security, is hereby added to section I of the contract:

MAJOR BREACH OF SAFETY OR SECURITY (NOVEMBER 2000)

(a) Safety is the freedom from those conditions that can cause death, injury, occupational illness, damage to or loss of equipment or property, or damage to the environment. Safety is essential to NASA and is a material part of this contract. A major breach of safety may constitute a breach of contract that entitles the Government to exercise any of its rights and remedies applicable to material parts of this contract, including termination for default. A major breach of safety must be related directly to the work on the contract. A major breach of safety is an act or omission of the Contractor that consists of an accident, incident, or exposure resulting in a fatality or mission failure; or in damage to equipment or property equal to or greater than \$1 million; or in any "willful" or "repeat" violation cited by the Occupational Health and Safety Administration (OSHA) or by a state agency operating under an OSHA approved plan.

(b) Security is the condition of safeguarding against espionage, sabotage, crime (including computer crime), or attack. A major breach of security may constitute a breach of contract that entitles the Government to exercise any of its rights and remedies applicable to material parts of this contract, including termination for default. A major breach of security may occur on or off Government installations, but must be related directly to the work on the contract. A major breach of security may arise from any of the following: compromise of classified information; illegal technology transfer; workplace violence resulting in criminal conviction; sabotage; compromise or denial of information technology services; damage or loss greater than \$250,000 to the Government; or theft.

(c) In the event of a major breach of safety or security, the Contractor shall report the breach to the Contracting Officer. If directed by the Contracting Officer, the Contractor shall conduct its own investigation and report the results to the Government. The Contractor shall cooperate with the Government investigation, if conducted.

II. Paragraph B of Part III, Evaluation Factors and Considerations, of Exhibit B, Award Fee Evaluation Plan is hereby deleted in its entirety and the following is substituted in lieu thereof:

"B. Management and Safety - This factor is evaluated at the contract level, and carries a weight of 25% of the total available fee for each Award Fee Period. The effectiveness of the Contractor's overall technical and business management will be evaluated. Consideration will be given to:

- Management effectiveness
- Response to emergency and other urgent tasks
- Recognition, resolution and prevention of problems
- Quality and timeliness of required documentation
- Communications/cooperation/working relationships with Government
- Effective staffing of the contract (including training)
- Soundness of management systems (e.g., purchasing and subcontracting, time and attendance, control of Government property, work scheduling and control)
- Adequacy of equipment and other tools to perform the contract
- Trends or recurring problems
- *Ability to assess and manage risk, (including mission success, safety, security, health, export control, and damage to the environment, as appropriate), respond to crisis situations, and management of Government facilities and property.

* An overall fee determination of zero will be assessed for any interim evaluation period in which there is a major breach of safety or security as defined in NASA FAR Supplement 1852.223-75 (November 2000).

The Contractor's safety and health program and record will also be evaluated as part of this Factor. Areas to be considered are the company's emphasis on safety, the effectiveness of the safety organization, safety training, actions taken to prevent accidents or safety violations, recognition of safety hazards/violations and remedial actions, and the timeliness and adequacy of required safety documentation. An analysis will be made of lost-time and other accidents, the number, types, duration of lost time, and reasons for the accidents. An assessment will be made as to whether accidents represent isolated instances or are symptomatic of a contractor safety program deficiency. The technical and business coordinators will consider any other actions that significantly contribute to or detract from effective management. "

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT. T ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 6	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

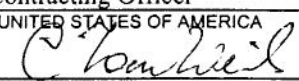
The purpose of this modification is to increase the incremental funding by \$515,983 (\$482,444 for cost and \$33,539 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$11,472,021. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$795,813 is obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED 2/2/01
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Total	\$11,472,021	\$795,813	\$12,267,834

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
14RDD	\$163,625	\$11,375	\$32,725	\$2,275	\$196,350	\$13,650	\$210,000
12RDA	\$4,675	\$325	\$14,025	\$975	\$18,700	\$1,300	\$20,000
05RCC	\$28,050	\$1,950	\$18,700	\$1,300	\$46,750	\$3,250	\$50,000
03RDH	\$9,350	\$650	\$39,270	\$2,730	\$48,620	\$3,380	\$52,000
15RDE	\$14,025	\$975	\$37,400	\$2,600	\$51,425	\$3,575	\$55,000
08RCE	\$201,025	\$13,975	\$4,675	\$325	\$205,700	\$14,300	\$220,000
01RFH	\$9,350	\$650	\$9,350	\$650	\$18,700	\$1,300	\$20,000
01OJ	\$230,896	\$16,052	\$41,330	\$2,873	\$272,226	\$18,925	\$291,151
18RBG	\$46,750	\$3,250	\$113,397	\$7,883	\$160,147	\$11,133	\$171,280
24RFI	\$9,350	\$650	\$9,350	\$650	\$18,700	\$1,300	\$20,000
20RFM	\$4,675	\$325	\$14,025	\$975	\$18,700	\$1,300	\$20,000
03RBJ	\$11,687	\$813	\$92,097	\$6,403	\$103,784	\$7,216	\$111,000
13RBF	\$84,150	\$5,850	\$56,100	\$3,900	\$140,250	\$9,750	\$150,000
			\$482,444	\$33,539			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RDD.1086	01	R26777	72860100200	\$5,000	14RDD	COMPLETE
	01	R26778	72860100300	\$30,000	14RDD	COMPLETE
RDA.1083	01	R26729	70625310100	\$15,000	12RDA	COMPLETE
RCC.1072	01	R27144	75505000100	\$20,000	05RCC	COMPLETE
RDH.1091	01	R26539	25870220800	\$15,232	03RDH	COMPLETE
	01	R26540	25870220900	\$3,150		COMPLETE
	01	R27169	70617210600	\$11,117		COMPLETE
	01	R27585	75509000500	\$12,500		COMPLETE
RDE.1105	01	R26743	70662210200	\$40,000	15RDE	COMPLETE
RCE.1186	01	R27440	72120410500	\$5,000	08RCE	COMPLETE
OBAA.1031	01	R24234	25940044100	\$10,000	01RFH	COMPLETE
OBAA.1030	01	R24192	25940022000	\$40,000	01OJ	COMPLETE
RBG.1121	01	R27332	70872450100	\$121,280	18RBG	COMPLETE
RFI.1072	01	R23366	25130070700	\$10,000	24RFI	COMPLETE
RFM.1038	01	R26914	71405201100	\$15,000	20RFM	COMPLETE
RBJ.1190	01	M4189	99220087100	\$8,500	03RBJ	COMPLETE
	01	R27106	70631318000	\$90,000		COMPLETE
OH.1038	01	R27017	70420219900	\$4,203	01OJ	COMPLETE
RBF.1126	01	R27263	70530111300	\$40,000	13RBF	COMPLETE
	01	R27496	70540133300	\$20,000		COMPLETE
				\$515,983		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE PAGE OF PAGES
1 4

2. AMENDMENT/MODIFICATION NO. 7
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 4
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO. X NAS1-00135
10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 4

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
X 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)

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

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

The purposes of this modification are to increase the incremental funding by \$1,584,608 (\$1,481,609 for cost and \$102,999 for fee), revise the DD254-Contract Security Classification Specification, and incorporate the final Award Fee Evaluation Plan. Accordingly, the following changes are made to the Contract Schedule:

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>C. Tom Weih</i> (Signature of Contracting Officer)	16C. DATE SIGNED 2/22/01
(Signature of person authorized to sign)			

FILE COPY

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$12,953,630. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

(b) An additional amount of \$795,813 is obligated under this contract for payment of fee.”

B. The DD254, Contract Security Classification Specification, contained as Exhibit A is hereby deleted in its entirety, and the DD254 contained as Attachment 1 to this modification is substituted in lieu thereof.

C. The Award Fee Evaluation Plan contained as Exhibit E is hereby deleted in its entirety, and the Award Fee Evaluation Plan contained as Attachment 2 to this modification is substituted in lieu thereof.

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Total	\$12,953,630	\$898,812	\$13,852,442

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
03RDH	\$48,620	\$3,380	\$31,790	\$2,210	\$80,410	\$5,590	\$86,000
01AH	\$50,490	\$3,510	\$60,775	\$4,225	\$111,265	\$7,735	\$119,000
27RBG	\$101,541	\$7,059	\$30,855	\$2,145	\$132,396	\$9,204	\$141,600
11RFJ	\$9,350	\$650	\$74,800	\$5,200	\$84,150	\$5,850	\$90,000
30RDA	\$0	\$0	\$14,025	\$975	\$14,025	\$975	\$15,000
02RDI	\$56,100	\$3,900	\$93,500	\$6,500	\$149,600	\$10,400	\$160,000
28RBG	\$56,100	\$3,900	\$18,700	\$1,300	\$74,800	\$5,200	\$80,000
09RCE	\$102,850	\$7,150	\$97,240	\$6,760	\$200,090	\$13,910	\$214,000
07RBL	\$50,211	\$1,789	\$75,922	\$5,278	\$126,133	\$7,067	\$133,200
29RBG	\$102,850	\$7,150	\$37,400	\$2,600	\$140,250	\$9,750	\$150,000
04RCE	\$185,130	\$12,870	\$258,060	\$17,940	\$443,190	\$30,810	\$474,000
24RBE	\$55,567	\$3,863	\$79,475	\$5,525	\$135,042	\$9,388	\$144,430
05RCC	\$46,750	\$3,250	\$317,900	\$22,100	\$364,650	\$25,350	\$390,000
19RDP	\$168,300	\$11,700	\$12,043	\$837	\$180,343	\$12,537	\$192,880
13RDF	\$187,000	\$13,000	\$93,500	\$6,500	\$280,500	\$19,500	\$300,000
08RCE	\$205,700	\$14,300	\$161,755	\$11,245	\$367,455	\$25,545	\$393,000
20RDA	\$204,188	\$14,194	\$23,869	\$1,659	\$228,057	\$15,853	\$243,910

\$1,481,609 \$102,999

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RFH.1117	01	R27388	29760100400	\$25,000	03RDH	COMPLETE
AH.1100	01	R26722	29780000100	\$15,000	01AH	COMPLETE
RBG.1127	01	R27359	70420211000	\$13,000	27RBG	COMPLETE
	01	R27457	70625011200	\$20,000		COMPLETE
RFJ.1138	01	M2082	99235150600	\$10,000	11RFJ	COMPLETE
	01	R27639	75509000300	\$50,000		COMPLETE
RDA.1082	01	R23336	32308010400	\$15,000	30RDA	COMPLETE
RD.1156	01	R26740	70662110100	\$100,000	02RDI	COMPLETE
RFJ.1140	01	R27638	25880210700	\$20,000	11RFJ	COMPLETE
RBG.1125	01	R26793	25130075800	\$5,000	28RBG	COMPLETE
	01	R26794	25130075900	\$5,000		COMPLETE
	01	R27459	27400010300	\$10,000		COMPLETE
RCE.1196	01	R26898	70663610100	\$80,000	09RCE	COMPLETE
	01	R27489	27400011000	\$24,000		COMPLETE
RFF.1077	01	R26751	70617110400	\$38,000	07RBL	COMPLETE
RBG.1126	01	R27459	27400010300	\$40,000	29RBG	COMPLETE
RCE.1195	01	R26898	70663610100	\$12,000	04RCE	COMPLETE
	01	R27292	70632310300	\$18,000		COMPLETE
	01	R26996	70685200400	\$48,000		COMPLETE
	01	R27465	70625012600	\$24,000		COMPLETE
	01	R26904	70661110200	\$60,000		COMPLETE
	01	R26915	71820010300	\$30,000		COMPLETE
	01	R26990	70685100100	\$12,000		COMPLETE
	01	R26994	70685200200	\$12,000		COMPLETE
RCE.1194	01	R26898	70663610100	\$90,000	08RCE	COMPLETE
	01	R26995	70685200300	\$43,000		COMPLETE
	01	R27292	70632310300	\$25,000		COMPLETE
	01	R27491	27400011200	\$5,000		COMPLETE
		R26997	70685300100	\$10,000		COMPLETE
RCE.1193	01	R26717	70687110100	\$60,000	04RCE	COMPLETE
RBE.1135	01	R27018	71220210300	\$85,000	24RBE	COMPLETE
RCC.1075	01	R26896	70631610300	\$60,000	05RCC	COMPLETE
	01	R26917	72510110300	\$30,000		COMPLETE
	01	R26990	70685100100	\$35,000		COMPLETE
	01	R26991	70685100200	\$50,000		COMPLETE
	01	R27144	75505000100	\$60,000		COMPLETE
	01	R27261	70530111100	\$105,000		COMPLETE
AH.1104	01	R26722	29780000100	\$50,000	01AH	COMPLETE
RDP.1145	01	M4284	99262100600	\$515	19RDP	COMPLETE
	01	R26776	72860100100	\$5,925		COMPLETE
	01	R26781	72860300100	\$5,152		COMPLETE
	01	R27303	72860400100	\$1,288		COMPLETE
RDF.1079	01	R26758	72810100100	\$100,000	13RDF	COMPLETE
RDA.1085	01	M4238	99220087100	\$13,743	20RDA	COMPLETE
	01	M4236	99220087100	\$11,785		COMPLETE
RFF.1078	01	R24982	52935211000	\$43,200	07RBL	COMPLETE
RFK.1140	01	R27525	70625014400	\$9,000	03RDH	COMPLETE
				\$1,584,608		

Mod 7
Attach. 1

DEPARTMENT OF DEFENSE CONTRACT SECURITY CLASSIFICATION SPECIFICATION <i>(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort.)</i>		1. CLEARANCE AND SAFEGUARDING a. FACILITY CLEARANCE REQUIRED TOP SECRET b. LEVEL OF SAFEGUARDING REQUIRED NONE			
2. THIS SPECIFICATION IS FOR: <i>(X and complete as applicable)</i>		3. THIS SPECIFICATION IS: <i>(X and complete as applicable)</i>			
a. PRIME CONTRACT NUMBER NAS1-00135	<input checked="" type="checkbox"/>	a. ORIGINAL <i>(Complete date in all cases)</i> 00/10/16	Date (YYMMDD)		
b. SUBCONTRACT NUMBER	<input checked="" type="checkbox"/>	b. REVISED <i>(Supersedes all previous specs)</i> Revision No. #2	Date (YYMMDD) 01/02/08		
c. SOLICITATION OR OTHER NUMBER		c. FINAL <i>(Complete Item 5 in all cases)</i>	Date (YYMMDD)		
Due Date (YYMMDD)					
4. IS THIS A FOLLOW-ON CONTRACT? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> If Yes, complete the following: Classified material received or generated under _____ <i>(Preceding Contract Number)</i> is transferred to the follow-on contract.					
5. IS THIS A FINAL DD FORM 254? YES <input type="checkbox"/> NO <input checked="" type="checkbox"/> If Yes, complete the following: In response to the contractor's request dated _____, retention of the identified classified material is authorized for the period of _____.					
6. CONTRACTOR <i>(Include Commercial and Government Entity (CAGE) Code)</i>					
a. NAME, ADDRESS, AND ZIP CODE Swales & Associates Inc. 5050 Powder Mill Rd. Beltsville Md. 20705	b. CAGE CODE 8V543	c. COGNIZANT SECURITY OFFICE <i>(Name, Address, and Zip Code)</i> DEFENSE INVESTIGATIVE SERVICES 1235 Jefferson Davis Hwy. Arlington Va. 22202 703-768-4440			
7. SUBCONTRACTOR					
a. NAME, ADDRESS, AND ZIP CODE SEE BLOCK 13 FOR LIST	b. CAGE CODE	c. COGNIZANT SECURITY OFFICE <i>(Name, Address, and Zip Code)</i> DEFENSE SECURITY SERVICES PEMBROKE 5 SUITE 5250 VIRGINIA BEACH VA. 23462 -5460			
8. ACTUAL PERFORMANCE					
a. LOCATION NASA LANGLEY RESEARCH CENTER	b. CAGE CODE	c. COGNIZANT SECURITY OFFICE <i>(Name, Address, and Zip Code)</i>			
9. GENERAL IDENTIFICATION OF THIS PROCUREMENT SYSTEMS ANALYSIS AND MISSION SUPPORT (SAM's)					
10. THIS CONTRACT WILL REQUIRE ACCESS TO:		11. IN PERFORMING THIS CONTRACT, THE CONTRACTOR WILL:			
a. COMMUNICATIONS SECURITY (COMSEC) INFORMATION	YES	NO	a. HAVE ACCESS TO CLASSIFIED INFORMATION ONLY AT ANOTHER CONTRACTOR'S FACILITY OR A GOVERNMENT ACTIVITY	YES	
b. RESTRICTED DATA		<input checked="" type="checkbox"/>	b. RECEIVE CLASSIFIED DOCUMENTS ONLY		<input checked="" type="checkbox"/>
c. CRITICAL NUCLEAR WEAPON DESIGN INFORMATION		<input checked="" type="checkbox"/>	c. RECEIVE AND GENERATE CLASSIFIED MATERIAL		<input checked="" type="checkbox"/>
d. FORMERLY RESTRICTED DATA		<input checked="" type="checkbox"/>	d. FABRICATE, MODIFY, OR STORE CLASSIFIED HARDWARE		<input checked="" type="checkbox"/>
e. INTELLIGENCE INFORMATION			e. PERFORM SERVICES ONLY		<input checked="" type="checkbox"/>
(1) Sensitive Compartmented Information (SCI)		<input checked="" type="checkbox"/>	f. HAVE ACCESS TO U.S. CLASSIFIED INFORMATION OUTSIDE THE U.S. PUERTO RICO, U.S. POSSESSIONS AND TRUST TERRITORIES		<input checked="" type="checkbox"/>
(2) Non-SCI		<input checked="" type="checkbox"/>	g. BE AUTHORIZED TO USE THE SERVICES OF DEFENSE TECHNICAL INFORMATION CENTER (DTIC) OR OTHER SECONDARY DISTRIBUTION CENTER		<input checked="" type="checkbox"/>
f. SPECIAL ACCESS INFORMATION		<input checked="" type="checkbox"/>	h. REQUIRE A COMSEC ACCOUNT		<input checked="" type="checkbox"/>
g. NATO INFORMATION		<input checked="" type="checkbox"/>	i. HAVE TEMPEST REQUIREMENTS		<input checked="" type="checkbox"/>
h. FOREIGN GOVERNMENT INFORMATION		<input checked="" type="checkbox"/>	j. HAVE OPERATIONS SECURITY (OPSEC) REQUIREMENTS		<input checked="" type="checkbox"/>
i. LIMITED DISSEMINATION INFORMATION		<input checked="" type="checkbox"/>	k. BE AUTHORIZED TO USE THE DEFENSE COURIER SERVICE		<input checked="" type="checkbox"/>
l. FOR OFFICIAL USE ONLY INFORMATION		<input checked="" type="checkbox"/>	l. OTHER <i>(Specify)</i>		
k. OTHER <i>(Specify)</i>					
N/A					

12. PUBLIC RELEASE. Any information (classified or unclassified) pertaining to this contract shall not be released for public dissemination except as provided by the Industrial Security Manual or unless it has been approved for public release by appropriate U. S. Government authority. Proposed public release shall be submitted for approval.

Direct Through (Specify):

"NASA LANGLEY RESEARCH CENTER, M/S 126, HAMPTON VA. 23681-0001" ATTENTION: TOM WEIH, CO.

to the Directorate for Freedom of Information and Security Review, Office of the Assistant Secretary of Defense (Public Affairs)* for review.
*In the case of non-DOD User Agencies, requests for disclosure shall be submitted by that agency.

13. SECURITY GUIDANCE. The security classification guidance needed for the classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes; to challenge the guidance of the classification assigned to any information or material furnished or generated under this contract; and to submit any questions for interpretation of this guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. (Fill in as appropriate for the classified effort. Attach or forward under separate correspondence, any documents/guides/extracts referenced herein. Add additional pages as needed to provide complete guidance.)

NAS1-00135

THE MAJORITY OF THE WORK ON THIS CONTRACT WILL BE PERFORMED AT GOVERNMENT FACILITIES, CLASSIFICATION GUIDANCE WILL BE PROVIDED AS NECESSARY. WORK UNDER THIS CONTRACT WILL BE PERFORMED AT SITES APPROVED BY THE APPROPRIATE NASA CENTER.

THE CONTRACTOR MAY BE PROVIDING SUPPORT PERSONNEL FOR ONGOING RESEARCH AND DEVELOPMENT PROGRAMS THAT WILL REQUIRE INDIVIDUALS, DESIGNATED BY THE GOVERNMENT TO HAVE A TOP SECRET SECURITY CLEARANCE.

ANY DD254'S ISSUED TO SUBCONTRACTORS WORKING UNDER THIS CONTRACT MUST BE FORWARDED TO THE ADDRESS SHOWN BELOW IN BOX 16 FOR APPROVAL AND ISSUANCE. FACILITY CLEARANCE REQUIREMENTS FOR SUBCONTRACTORS (BLOCK 1a.) PERFORMING ON THIS CONTRACT IS "SECRET"

7.a cont:

LOCKHEED MARTIN SPACE OPERATIONS OJA89
c/o NASA LANGLEY RESEARCH CENTER
MAIL STOP: 371
HAMPTON, VA. 23681-2199

VIGYAN INC. 4U753
30 RESEARCH DRIVE
HAMPTON VA. 23666

14. ADDITIONAL SECURITY REQUIREMENTS. Requirements, in addition to ISM requirements, are established for this contract. (If yes, identify the pertinent contractual clauses in the contract document itself, or provide an appropriate statement which identifies additional requirements. Provide a copy of the requirements to the cognizant security office. Use item 13 if additional space is needed.)

YES

15. INSPECTIONS. Elements of this contract are outside the inspection responsibility of the cognizant security office. (If Yes, explain and identify specific areas or elements carved out and the activity responsible for inspections. Use item 13 if additional space is needed.)

YES

NASA LANGLEY RESEARCH CENTER
M/S 411
HAMPTON VA. 23681-0001
ATT: SAM A. HARVEY

16. CERTIFICATION AND SIGNATURE. Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

a. TYPED NAME OF CERTIFYING OFFICIAL

Sam A. Harvey

b. TITLE

Program Security Officer

c. TELEPHONE (Include Area Code)

757-864-6507

d. ADDRESS (Include Zip Code)

NASA LANGLEY RESEARCH CENTER
M/S 411, ATT: SAM A. HARVEY
HAMPTON VA. 23681-2199

17. REQUIRED DISTRIBUTION

a. CONTRACTOR

b. SUBCONTRACTOR

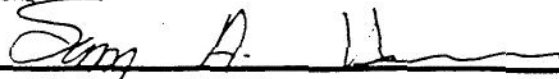
c. COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR

d. U. S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION

e. ADMINISTRATIVE CONTRACTING OFFICER

f. OTHERS AS NECESSARY PSM

e. SIGNATURE



AWARD FEE EVALUATION PLAN

NASA CONTRACT NAS1-00135

SYSTEMS ANALYSIS AND MISSION SUPPORT (SAMS) CONTRACT

CONTENTS

PART I	AWARD FEE EVALUATION BOARD CHARTER AND MEMBERS
PART II	EVALUATION PROCESS
PART III	EVALUATION FACTORS AND CONSIDERATIONS
PART IV	CHANGES TO EVALUATION PLAN
EXHIBIT A	EVALUATION PROCESS FLOW CHART
EXHIBIT B	SCORING GUIDELINES

PART I - AWARD FEE EVALUATION BOARD CHARTER AND MEMBERS

A. General

The Award Fee Evaluation Board (AFEB) derives its authority from Langley Research Center memorandum signed by the Center Director dated February 12, 2001.

The Charter of the AFEB is to maintain an organization and establish a method of operation which will ensure acquisition of data necessary to permit a valid semi-annual assessment of the Contractor's performance in the following three (3) areas: Technical Performance, Management and Safety, and Cost. The AFEB is to develop an evaluation plan, evaluate the Contractor's overall performance concerning the contract work, discuss such evaluations with the Contractor, and submit to the Fee Determination Official (FDO) a fee recommendation for each evaluation period with applicable results and findings.

B. Award Fee Evaluation Board

The AFEB Membership consists of those individuals appointed in the memorandum dated February 12, 2001 signed by the Center Director. Changes in the AFEB Chairman, other Voting members, secretary, and coordinators will be approved by the FDO. Changes in monitors will be approved by the AFEB Chairperson. Any changes in the FDO will be made by the Center Director. The Contractor will be provided with copies of any such changes.

PART II - EVALUATION PROCESS

The participants in the award fee process and the process itself are described below:

- A. AFEB Meeting - The meetings will be scheduled so that the evaluation process can be completed and the Determination and Findings presented to the FDO for action within 45 days following completion of the evaluation period. At least four voting AFEB members shall be present in order to conduct the meeting.
- B. AFEB Chairperson - A NASA Langley employee designated to lead the award fee evaluation process. The Chair is responsible for leading the preparation of the award fee plan and for all meetings of the Board. The Chair shall schedule all meetings so that the evaluation process can be completed within the time allotted. If the AFEB Chair is unavailable to schedule and conduct the meeting, the FDO shall appoint one of the other voting members to serve as Chairperson for the award fee evaluation period.
- C. AFEB Secretary - A NASA Langley employee responsible for the documentation of the activities of the Board. The Secretary is responsible for the minutes of meetings or other documentation that summarizes the information reviewed, including any additional information provided by the contractor, and the consideration given to all such information. Announcements, documentation and files are important to support the meetings and recommendations of the Board.
- D. Monitor - A NASA Langley employee designated to observe, assess, and report the performance by the Contractor on a specified Task Order. Monitors are identified on the Task Orders. The monitor will complete a semi-annual Task Order performance report using the standards/metrics specified in the Task Orders as the basis for evaluation. The monitor will assign an overall adjective and numerical rating to Task Orders, with consideration given to quality and timeliness, using the definitions set forth in Exhibit B. In addition, the technical monitor shall indicate any major strengths or weaknesses that need to be brought to the AFEB's attention.
- E. Contractor - The Contractor shall submit a 5-page (or less) self-assessment report including the 2 cost analysis reports (not included in the 5-page limitation) to the technical and business coordinators within 25 days from the end of each 6-month evaluation period. The report shall

contain any pertinent information that is considered critical to the evaluation process. This report will be used by the technical and business coordinators in assessing the Contractor's performance for the period. Furthermore, the Contractor will have the opportunity to provide a 30 minute presentation to the AFEB on the day of the meeting following each evaluation period.

- F. Coordinators - NASA Langley employees designated to receive, validate, and assess the monitors' reports and present performance information to the AFEB. Coordinators have been appointed as set forth in Part I above by the Center Director.

There are two coordinators for this contract. The technical coordinator is responsible for documenting and presenting the evaluation of the Contractor's Technical Performance, and Management and Safety. The business coordinator will address Cost and support the technical coordinator in addressing Management and Safety.

The technical coordinator will review and consolidate the monitors' semi-annual evaluation reports and input their adjective and numerical ratings into a database, which will average the total numerical score. The technical coordinator will make an independent assessment of the performance rendered by the Contractor and may modify monitor input if circumstances warrant doing so. The technical coordinator will present the final score along with any significant strengths/weaknesses and input from the Contractor to the AFEB. The technical coordinator will then perform and document strengths and weaknesses of the Contractor's performance under Management and Safety (with input from the business coordinator), and assign an adjective rating.

The business coordinator will evaluate Cost and assign an adjective rating as described in Exhibit B. The business coordinator will also review the cost analysis as defined below and present the findings to the AFEB. Under Management and Safety, the business coordinator will take into account the effectiveness of the Contractor in recognizing and resolving business problems. The business coordinator will document strong and weak points in reference to business management along with the results of the Cost analysis and report the findings to the AFEB.

The coordinators' reports will be forwarded to the AFEB at least 2 days prior to the scheduled AFEB meeting. The coordinators will present an oral briefing of their evaluation results to the AFEB at the evaluation meetings.

- G. AFEB - A team of NASA Langley employees who perform a review of all aspects of Contractor performance and recommend an appropriate performance rating and fee amount to the FDO. All changes to the voting member appointments will be approved by the FDO.

The AFEB will develop an evaluation plan for evaluating the Contractor's performance and will periodically review the plan to determine if it is still current and whether any changes are necessary. The AFEB will convene on a schedule that ensures completion of the total award fee process within 60 days according to Exhibit A.

The AFEB will receive written and oral evaluation reports from the coordinators. Using the approved evaluation plan and giving due consideration to all known performance data, the Board will assess the Contractor's overall performance. The Board will develop an adjective rating as set forth in Exhibit B for each of the evaluation factors: Technical Performance, Management and Safety and Cost. The adjective ratings will then be converted to a numerical rating.

The Board will then weigh each of the factor numerical ratings by the Factor weights as follows:

Technical Performance	50%
Management and Safety	25%
Cost	25%

The Board will then sum the weighted scores to derive a recommended award fee rating. The Board will review the rating to ensure that it reflects the consensus regarding the Contractor's total overall performance for the period. The Board will then derive a recommended fee amount.

The AFEB will provide the Contractor with a briefing of the evaluation findings. The Board will consider any further performance data offered by the Contractor, and if necessary, will revise evaluation findings, adjective ratings, and recommend a fee rating to reflect this additional information. The Board will document its evaluation results and recommend a fee amount for transmittal to the FDO. If the FDO's final determination of award fee is different from that recommended by the Board, the FDO will document the rationale for the Board's file. The business coordinator will prepare a "Notice of Award Fee" for transmittal by the Contracting Officer to the Contractor.

The Office of Procurement will maintain the official award fee evaluation files containing: the AFEB Establishment Memorandum and revisions, evaluation plan and revisions, minutes of meetings, coordinators' and monitors' reports, contractor submittals, general correspondence, memoranda to the FDO, determinations of award fee, notices of award fee, and other documents of significance.

- H. Fee Determination Official - A member of Langley Research Center's management designated to review the semi-annual recommendation of the AFEB in order to make a final determination of award fee.

PART III - EVALUATION FACTORS AND CONSIDERATIONS

The following is a description of evaluation factors to be considered. The Contractor's performance levels will be assessed for each factor using the adjective ratings described in Exhibit B. The evaluation process will encompass actual performance and the conditions under which it was achieved. For example, performance will be considered in light of the priorities and workload existing during the evaluation period, taking into consideration factors beyond the Contractor's control, which either enhanced or detracted from performance.

A. Technical Performance - The effectiveness of the Contractor's overall technical performance will be evaluated. Consideration will be given to quality and timeliness. The primary basis of the evaluation will be the specific standards/metrics listed in individual Task Orders.

B. Management and Safety - This factor is evaluated at the contract level, and carries a weight of 25% of the total available fee for each Award Fee Period. The effectiveness of the Contractor's overall technical and business management will be evaluated. Consideration will be given to:

- Management effectiveness
- Response to emergency and other urgent tasks
- Recognition, resolution and prevention of problems
- Quality and timeliness of required documentation
- Communications/cooperation/working relationships with Government
- Effective staffing of the contract (including training)
- Soundness of management systems (e.g., purchasing and subcontracting, time and attendance, control of Government property, work scheduling and control)
- Adequacy of equipment and other tools to perform the contract
- Trends or recurring problems
- *Ability to assess and manage risk, (including mission success, safety, security, health, export control, and damage to the environment, as appropriate), respond to crisis situations, and management of Government facilities and property.

* An overall fee determination of zero will be assessed for any interim evaluation period in which there is a major breach of safety or security as defined in NASA FAR Supplement 1852.223-75 (November 2000).

The Contractor's safety and health program and record will also be evaluated as part of this Factor. Areas to be considered are the company's emphasis on safety, the effectiveness of the safety organization, safety training, actions taken to prevent accidents or safety violations, recognition of safety hazards/violations and remedial actions, and the timeliness and adequacy of required safety documentation. An analysis will be made of lost-time and other accidents, the number, types, duration of lost time, and reasons for the accidents. An assessment will be made as to whether accidents represent isolated instances or are symptomatic of a contractor safety program deficiency. The technical and business coordinators will consider any other actions that significantly contribute to or detract from effective management.

The technical and business coordinators will consider any other actions that significantly contribute to or detract from effective management.

C. Cost - The effectiveness of the Contractor's management of cost will be evaluated. The cost evaluation will be based on the Task Orders performed during the 6-month evaluation period and an overall assessment of the Contractor's indirect rates. The Contractor will be required to submit a task plan that basically describes the technical approach and a proposed cost for performing the work prior to issuing each Task Order. The proposed cost of each Task Order will be based on a schedule of rates (both direct and indirect) that will be contained in the Contract Schedule, Section G, G.13, Schedule of Rates for Task Orders. There will be two Task Order cost analyses applicable to the award fee process

Definitions:

- A. Task Order Planned Cost = The final negotiated cost of the individual Task Order applicable to the 6-month evaluation period
- B. Task Order Actual Cost = The final cumulative cost incurred in performing the Task Order for the 6-month evaluation period taken directly from the NASA Financial Management Report (533)
- C. Total Planned Cost = The sum of the planned cost for all Task Orders performed during the 6-month evaluation period
- D. Total Actual Cost = The sum of the actual cost for all Task Orders performed during the 6-month evaluation period

Cost Analysis No.1:

The Task Order Actual Cost will be compared to the Task Order Planned Cost for each Task Order performed during the 6-month evaluation period. The numerical score under Cost Analysis 1 will be based on the percentage of tasks that fall at or below 105% of the Task Order Planned Cost.

Cost Analysis No. 2:

The Total Planned Cost for all Task Orders performed during the 6-month evaluation period will be compared to the Total Actual Costs for the same Task Orders.

Cost Analysis Report – Appendix 1

The Contractor shall prepare and submit both Cost Analysis calculations using the definitions above and include them as Appendix 1 to the self-assessment report. The analysis shall include:

1. A listing of all Task Orders performed during the 6-month evaluation period.
2. The Task Order Planned Cost of all Task Orders performed during the 6-month evaluation period.
3. The Task Order Actual Cost of all Task Orders performed during the 6-month evaluation period.
4. The percentage of Task Orders where the Task Order Actual Cost falls at or below 105% of the Task Order Planned Cost.
5. The Total Planned Cost of all Task Orders performed during the 6-month evaluation period.
6. The Total Actual Cost of all Task Orders performed during the 6-month evaluation period.

The Government reserves the right to adjust both analysis listed above to correct errors in the Contractors calculations or to factor in other circumstances that occurred during the six-month evaluation period.

PART IV - CHANGES TO EVALUATION PLAN

Throughout the period of performance, both parties to the contract are encouraged to submit suggestions for improving management emphasis, motivating higher performance levels, or simplifying the evaluation process. Both the Government and the contractor should work to eliminate any unnecessary contractual, organizational, or conceptual barriers that impede a partnering relationship.

Any changes to this award fee evaluation plan will be made by the AFEB and will be approved by the AFEB Chairman. Changes will be made available to the Contractor, through the Contracting Officer, prior to the first evaluation period in which the change will be effective.

EXHIBIT A

ACTIONS AND SCHEDULES FOR AWARD FEE DETERMINATIONS

The following is a summary of the principal actions involved in determining the award fee for the evaluation periods.

<u>Action</u>	<u>Schedule (Calendar Days)</u>
1. AFEB Chair and members appointed	Prior to contract award.
2. AFEB considers reports and other requested performance information.	On-going
3. Technical Monitors submit evaluation reports	NLT 14 days after end of each award fee period.
4. Contractor submits self assessment report.	NLT 25 days after end of each award fee period.
5. AFEB meets and summarizes preliminary findings.	NLT 39 days after end of each award fee period.
6. AFEB meets with the Contractor to discuss preliminary findings.	NLT 39 days after end of each award fee period.
7. AFEB establishes findings and recommendations for the Award Fee Evaluation Report (AFER).	NLT 39 days after end of each award fee period.
8. AFEB chair submits AFER to the FDO.	NLT 40 days after end of each award fee period.
9. FDO considers the AFER and discusses it with AFEB, as appropriate.	NLT 44 days after end of each award fee period.
10. FDO signs award fee determination letter. Office of Procurement sends notification of Award Fee to the Contractor.	NLT 45 days after end of each award fee period.
11. Payment made to Contractor.	NLT 60 days after end of period.

EXHIBIT B- AWARD FEE PLAN

SCORING GUIDELINES

Each evaluation factor is scored based on these guidelines. The determining percentage for each factor is weighted to derive a recommended award fee rating.

<u>Adjective</u>	<u>Description</u>	<u>Percentage of Award Fee</u>
Excellent	Of exceptional merit; exemplary performance in a timely, efficient, and economical manner; very minor (if any) deficiencies with no adverse effect on overall performance.	91-100
Very Good	Very effective performance, fully responsive to contract requirements accomplished in a timely, efficient, and economical manner for the most part. Only minor deficiencies.	81-90
Good	Effective performance; fully responsive to contract requirements; reportable deficiencies, but with little identifiable effect on overall performance.	71-80
Satisfactory	Meets or slightly exceeds minimum acceptable standards; adequate results. Reportable deficiencies with identifiable, but not substantial, effects on overall performance.	61-70
Poor/ Unsatisfactory	Does not meet minimum acceptable standards in one or more areas; remedial action required in one or more areas; deficiencies in one or more areas which adversely affect overall performance	60 and Below*

Any factor receiving a grade of "Poor/Unsatisfactory" (less than 61) will be assigned zero performance points for purposes of calculating the award fee amount. The Contractor will not be paid any award fee when the total award fee score is "Poor/Unsatisfactory" (less than 61).

2. AMENDMENT/MODIFICATION NO. 8
 3. EFFECTIVE DATE See Block 16C
 4. REQUISITION/PURCHASE REQ. NO. See Page 3
 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
 National Aeronautics and Space Administration
 Langley Research Center
 Hampton, VA 23681-0001
 7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
 Swales and Associates, Inc.
 5050 Powder Mill Road
 Beltsville, MD 20705
 9A. AMENDMENT OF SOLICITATION NO. (x)
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. X NAS1-00135
 10B. DATED (SEE ITEM 13) 11/3/00
 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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
 See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
 X 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)

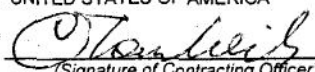
E. IMPORTANT: Contractor is not, is required to sign this document and return ____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 The purposes of this modification are to increase the incremental funding by \$620,435 (\$583,910 for cost and \$36,525 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefor:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$13,537,540. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$935,337 is obligated under this contract for payment of fee".

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)
 15B. CONTRACTOR/OFFEROR
 15C. DATE SIGNED
 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
 C. Tom Weih
 Contracting Officer
 16B. UNITED STATES OF AMERICA
 BY  (Signature of Contracting Officer)
 16C. DATE SIGNED
 2/26/01

FILE COPY

Contract Funding Tabulation

	Funding Cost	Funding Fee	Total Funding
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Total	\$13,537,540	\$935,337	\$14,472,877

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
02RCB	\$46,750	\$3,250	\$84,385	\$5,274	\$131,135	\$8,524	\$139,659
03RAA	\$18,700	\$1,300	\$93,900	\$6,100	\$112,600	\$7,400	\$120,000
08RAA	\$42,723	\$2,970	\$113,700	\$6,300	\$156,423	\$9,270	\$165,693
09RAC	\$0	\$0	\$74,393	\$4,836	\$74,393	\$4,836	\$79,229
10RAA	\$9,350	\$650	\$9,350	\$650	\$18,700	\$1,300	\$20,000
10RFQ	\$27,115	\$1,885	\$1,870	\$130	\$28,985	\$2,015	\$31,000
15RAA	\$36,465	\$2,535	\$101,400	\$6,600	\$137,865	\$9,135	\$147,000
17RAD	\$0	\$0	\$37,500	\$2,500	\$37,500	\$2,500	\$40,000
21RAB	\$495,550	\$34,450	\$31,900	\$2,100	\$527,450	\$36,550	\$564,000
22RFJ	\$37,400	\$2,600	\$30,000	\$1,706	\$67,400	\$4,306	\$71,706
23RAA	\$11,220	\$780	\$5,512	\$329	\$16,732	\$1,109	\$17,841
			\$583,910	\$36,525			
			\$1,167,820	\$73,050			

Accounting and Appropriation Data

PR	PY	J.O.	RTB	Amount	Task	Partial/Complete
RCB,1099	01	R26895	70631410200	\$2,659	02RCB	COMPLETE
RCB,1099	01	R26909	71010110100	\$63,000	02RCB	COMPLETE
RCB,1099	01	R27236	70632319200	\$24,000	02RCB	COMPLETE
RA,1568	01	R26717	70687110100	\$100,000	03RAA	COMPLETE
RA,1576	01	R26645	75930000200	\$60,000	08RAA	COMPLETE
RA,1576	01	R26717	70687110100	\$60,000	08RAA	COMPLETE
RA,1577	01	R26721	70687210100	\$79,229	09RAC	COMPLETE
RA,1571	01	R27408	70550114500	\$10,000	10RAA	COMPLETE
RFWB,1008	01	R26752	70617110500	\$2,000	10RFQ	COMPLETE
RA,1569	01	R26645	75930000200	\$27,000	15RAA	COMPLETE
RA,1569	01	R27595	90526000100	\$27,000	15RAA	COMPLETE
RA,1569	01	R27709	89630000500	\$27,000	15RAA	COMPLETE
RA,1569	01	R27715	89630000300	\$27,000	15RAA	COMPLETE
RA,1561	01	R27532	70624110500	\$40,000	17RAD	COMPLETE
RA,1574	01	R27405	70550114400	\$34,000	21RAB	COMPLETE
RFJ,1142	01	R22315	25870211300	\$23,897	22RFJ	COMPLETE
RFJ,1142	01	R22919	25870210200	\$7,809	22RFJ	COMPLETE
RA,1578	01	R27711	72110110100	\$5,841	23RAA	COMPLETE

\$620,435

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 9		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/ BASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)
The purpose of this modification is to provide a net increase to the contract funding by \$1,672,582 (\$1,564,125 for cost and \$108,457 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 (a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$15,101,665. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,043,794 is obligated under this contract for payment of fee.

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) ANDREW SKUTSCH SAMS PROGRAM MANAGER		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 3/9/01	16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 3/9/01
<i>(Signature of person authorized to sign)</i>		<i>(Signature of Contracting Officer)</i>	

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Total	\$15,101,665	\$1,043,794	\$16,145,459

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RDH	\$93,500	\$6,500	\$37,400	\$2,600	\$130,900	\$9,100	\$140,000
01RFH	\$18,700	\$1,300	\$9,350	\$650	\$28,050	\$1,950	\$30,000
02OJ	\$23,375	\$1,625	\$49,555	\$3,445	\$72,930	\$5,070	\$78,000
03RCF	\$375,216	\$26,084	\$205,700	\$14,300	\$580,916	\$40,384	\$621,300
04RAA	\$126,225	\$8,775	\$14,025	\$975	\$140,250	\$9,750	\$150,000
05OCB	\$9,350	\$650	\$60,805	\$4,227	\$70,155	\$4,877	\$75,032
05RCC	\$364,650	\$25,350	\$16,830	\$1,170	\$381,480	\$26,520	\$408,000
06RCD	\$93,500	\$6,500	\$663,850	\$46,150	\$757,350	\$52,650	\$810,000
12RAB	\$0	\$0	\$489,184	\$34,007	\$489,184	\$34,007	\$523,191
12RDA	\$18,700	\$1,300	\$2,431	\$169	\$21,131	\$1,469	\$22,600
17RAD	\$37,500	\$2,500	\$3,229	\$147	\$40,729	\$2,647	\$43,376
17RDI	\$163,625	\$11,375	\$28,050	\$1,950	\$191,675	\$13,325	\$205,000
24RFI	\$18,700	\$1,300	\$9,350	\$650	\$28,050	\$1,950	\$30,000
18RAC	\$70,125	\$4,875	-\$25,634	-\$1,983	\$44,491	\$2,892	\$47,383
			\$1,564,125	\$108,457			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RFH.1121	01	R24234	25940044100	\$10,000	01RFH	COMPLETE
RCF.1136	01	R26903	70661110100	\$220,000	03RCF	COMPLETE
RA.1581	01	R27187	73250000100	\$15,000	04RAA	COMPLETE
RCC.1083	01	R27144	75505000100	\$18,000	05RCC	COMPLETE
RCD.1189	01	R26897	70663510300	\$50,000	06RCD	COMPLETE
	01	R26905	70661110300	\$100,000	06RCD	COMPLETE
	01	R26913	71405200300	\$40,000	06RCD	COMPLETE
	01	R26990	70685100100	\$50,000	06RCD	COMPLETE
	01	R26992	70685100300	\$100,000	06RCD	COMPLETE
	01	R26995	70685200300	\$26,940	06RCD	COMPLETE
	01	R27439	72120410400	\$75,000	06RCD	COMPLETE
	01	R27500	70663718200	\$150,000	06RCD	COMPLETE
	01	R27503	70625115600	\$10,000	06RCD	COMPLETE
	01	R27687	70632318300	\$95,010	06RCD	COMPLETE
	01	R26503	25030155000	\$13,050	06RCD	COMPLETE
RA.1600	01	R26717	70687110100	\$448,191	12RAB	COMPLETE
	01	R27597	90510000100	\$75,000	12RAB	COMPLETE
RDA.1088	01	R26400	24236100200	\$2,600	12RDA	COMPLETE
RA.1586	01	R27532	70624110500	\$3,376	17RAD	COMPLETE
RDI.1059	01	R26727	70624210200	\$30,000	17RDI	COMPLETE
RFI.1076	01	R23366	25130070700	\$10,000	24RFI	COMPLETE
RDH.1085	01	R27303	72860400100	\$40,000	01RDH	COMPLETE
OJ.1042	01	R22413	85310000100	\$4,000	02OJ	COMPLETE
	01	R23639	86010000100	\$4,000	02OJ	COMPLETE
	01	R24389	89610000500	\$13,300	02OJ	COMPLETE
	01	R26391	89610000600	\$4,200	02OJ	COMPLETE
	01	R26992	70685100300	\$12,300	02OJ	COMPLETE
	01	R26930	70651711000	\$10,400	02OJ	COMPLETE
	01	R23499	21010000100	\$4,800	02OJ	COMPLETE
OCB.1071	01	R26922	70651211000	\$65,032	05OCB	COMPLETE
RA.1485	01	R27345	71070212000	-\$27,617	18RAC	DEOBLIGATE
				\$1,672,582		

AMENDMENT OF SOLICITATION

MODIFICATION OF CONTRACT

CONTRACT ID CODE

PAGE OF PAGES

2. AMENDMENT/MODIFICATION NO.

3. EFFECTIVE DATE

4. REQUISITION/PURCHASE REQ. NO.

5. PROJECT NO. (if applicable)

10

See Block 16C

See Page 3

6. ISSUED BY

CODE

7. ADMINISTERED BY (If other than Item 6)

CODE

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)

Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705

(x)

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

X

10A. MODIFICATION OF CONTRACT/ORDER NO.

NAS1-00135

10B. DATED (SEE ITEM 13)

11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.

X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase to the contract funding by \$1,198,786 (\$1,120,866 for cost and \$77,920 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$16,222,531. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,121,714 is obligated under this contract for payment of fee".

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)

C. Tom Weih
Contracting Officer

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

16B. UNITED STATES OF AMERICA

16C. DATE SIGNED

(Signature of person authorized to sign)

BY *C. Tom Weih*
(Signature of Contracting Officer)

3/23/01

"COPY"

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Total	\$16,222,531	\$1,121,714	\$17,344,245

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
01OCB	\$570,350	\$39,650	\$18,700	\$1,300	\$589,050	\$40,950	\$630,000
01RBF	\$9,350	\$650	\$9,350	\$650	\$18,700	\$1,300	\$20,000
03RCF	\$580,916	\$40,384	\$258,589	\$17,977	\$839,505	\$58,361	\$897,866
04RBB	\$107,525	\$7,475	\$10,285	\$715	\$117,810	\$8,190	\$126,000
05RAC	\$70,125	\$4,875	\$57,257	\$3,980	\$127,382	\$8,855	\$136,237
06RAC	\$70,125	\$4,875	\$53,721	\$3,735	\$123,846	\$8,610	\$132,456
07RAC	\$70,125	\$4,875	\$90,185	\$6,270	\$160,310	\$11,145	\$171,455
10RDE	\$28,050	\$1,950	\$13,558	\$942	\$41,608	\$2,892	\$44,500
10RFQ	\$28,985	\$2,015	\$9,350	\$650	\$38,335	\$2,665	\$41,000
13RDF	\$280,500	\$19,500	\$28,050	\$1,950	\$308,550	\$21,450	\$330,000
14RFH	\$56,100	\$3,900	\$18,700	\$1,300	\$74,800	\$5,200	\$80,000
15RDE	\$51,425	\$3,575	\$14,025	\$975	\$65,450	\$4,550	\$70,000
18RDI	\$46,750	\$3,250	\$65,450	\$4,550	\$112,200	\$7,800	\$120,000
18RFH	\$48,246	\$3,354	\$18,700	\$1,300	\$66,946	\$4,654	\$71,600
19RAC	\$70,125	\$4,875	\$80,010	\$5,562	\$150,135	\$10,437	\$160,572
20RBE	\$311,635	\$21,665	\$128,095	\$8,905	\$439,730	\$30,570	\$470,300
23RFF	\$74,800	\$5,200	\$13,464	\$936	\$88,264	\$6,136	\$94,400
25RDC	\$32,725	\$2,275	\$93,500	\$6,500	\$126,225	\$8,775	\$135,000
26RAE	\$37,400	\$2,600	\$34,689	\$2,411	\$72,089	\$5,011	\$77,100
27RDC	\$65,450	\$4,550	\$60,775	\$4,225	\$126,225	\$8,775	\$135,000
27RFF	\$0	\$0	\$2,338	\$162	\$2,338	\$162	\$2,500
36RBB	\$9,350	\$650	\$42,075	\$2,925	\$51,425	\$3,575	\$55,000

\$1,120,866 \$77,920

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1069	01	R27546	71310600600	\$20,000	01OCB	COMPLETE
OH.1049	01	R26799	71210113000	\$10,000	01RBF	COMPLETE
RCF.1141	01	R23326	25130071100	\$38,966	03RCF	COMPLETE
	01	R26791	25130075600	\$100,000	03RCF	COMPLETE
	01	R26797	25130076300	\$32,600	03RCF	COMPLETE
RCF.1142	01	R26889	70624110300	\$105,000	03RCF	COMPLETE
RBB.1049	01	R26922	70651211000	\$11,000	04RBB	COMPLETE
RA.1607	01	R26755	70617610100	\$61,238	05RAC	COMPLETE
RA.1609	01	R26755	70617610100	\$57,456	06RAC	COMPLETE
RA.1610	01	R26717	70687110100	\$78,667	07RAC	COMPLETE
	01	R26721	70687210100	\$17,787	07RAC	COMPLETE
RDE.1109	01	R26694	71141320100	\$10,000	10RDE	COMPLETE
	01	R26743	70662210200	\$4,500	10RDE	COMPLETE
RFQ.1029	01	R27048	71405100400	\$10,000	10RFQ	COMPLETE
RDF.1084	01	R26658	70431610100	\$30,000	13RDF	COMPLETE
RFH.1128	01	M1821	99235150100	\$10,000	14RFH	COMPLETE
RFH.1129	01	R26737	70632410100	\$10,000	14RFH	COMPLETE
RDE.1110	01	R26694	71141320100	\$15,000	15RDE	COMPLETE
RDI.1065	01	R26734	70631410100	\$70,000	18RDI	COMPLETE
RFH.1126	01	M1821	99235150100	\$10,000	18RFH	COMPLETE
	01	M1878	99235150400	\$10,000	18RFH	COMPLETE
RA.1608	01	R26717	70687110100	\$85,572	19RAC	COMPLETE
RBE.1136	01	R27263	70530111300	\$9,000	20RBE	COMPLETE
	01	R27496	70540133300	\$63,000	20RBE	COMPLETE
	01	R27114	70681129200	\$5,000	20RBE	COMPLETE
	01	R27178	70632110200	\$20,000	20RBE	COMPLETE
	01	R27339	78110110100	\$40,000	20RBE	COMPLETE
RFF.1080	01	R26786	72880400200	\$14,400	23RFF	COMPLETE
RDC.1051	01	R26739	70632410300	\$50,000	25RDC	COMPLETE
	01	R26742	70662210100	\$50,000	25RDC	COMPLETE
RA.1619	01	R27599	72110100300	\$37,100	26RAE	COMPLETE
RDC.1050	01	R27150	70685400400	\$40,000	27RDC	COMPLETE
	01	R27322	71820010100	\$25,000	27RDC	COMPLETE
OBAC.1056	01	R26012	49540000200	\$2,500	27RFF	COMPLETE
RBG.1135	01	R26669	71405200100	\$45,000	36RBG	COMPLETE

\$1,198,786

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. 11		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135	
			10B. DATED (SEE ITEM 13) 11/3/00	
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 ____ copies 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 ACKNOWLEDGEMENT 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.

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.

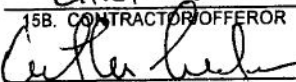
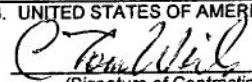
(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.227-14 Rights in Data – General (JUN 1987)(Alt. II) as modified by NASA FAR Supplement 1852.227-14
	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.)

The purposes of this modification are to address several copyright and software dissemination issues related to Task Orders 24RBE and 26RBE, extend the use of Government Furnished Equipment by 2 weeks, and to add FAR Clause 52.251-1, Government Supply Sources, to the contract. As a result, the following changes are hereby made to the contract:

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) ARTHUR LEADERMAN CHIEF PROCUREMENT OFFICE		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 4/03/01	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 4/5/01

I. The Government desires to obtain copyright in computer software first produced in the performance of Task Orders 24RBE and 26RBE and will direct the Contractor to assert, or authorize the assertion of claim to copyright in such data and shall assign, or obtain the assignment of, such copyright to the Government or its designated assignee upon development of the software.

The Contractor hereby concurs that current and future software developed under Task Orders 24RBE and 26RBE will be provided to the Government with unlimited rights. Swales and Associates will not characterize this software as either limited rights data or restricted rights software as defined by FAR 52.227-14. Accordingly, NASA fully intends to freely distribute the software created under these tasks to the U.S. aeronautics industry.

II. The Government hereby extends ~~the use of~~ Government Furnished Equipment contained in Exhibit H of the contract by 2 weeks from March 31, 2001 to April 16, 2001.

III. FAR Clause 52.251-1, Government Supply Sources (April 1984), is hereby added to Section I of the contract.

AMENDMENT OF SOLICITATION/		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 12		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705			(x)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
			X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135	
				10B. DATED (SEE ITEM 13) 11/3/00	
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 ____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 provide a net increase to the contract funding by \$1,253,248 (\$1,171,809 for cost and \$81,439 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$17,394,340. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,203,153 is obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>C. Tom Weih</i> (Signature of Contracting Officer)	16C. DATE SIGNED 4/6/01
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Total	\$17,394,340	\$1,203,153	\$18,597,493

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RAC	\$0	\$0	\$93,500	\$6,500	\$93,500	\$6,500	\$100,000
O10J	\$272,226	\$18,925	\$1,402	\$98	\$273,628	\$19,023	\$292,651
O20J	\$72,930	\$5,070	\$65,450	\$4,550	\$138,380	\$9,620	\$148,000
03RAA	\$112,600	\$7,400	\$36,465	\$2,535	\$149,065	\$9,935	\$159,000
04RCE	\$443,190	\$30,810	\$49,087	\$3,413	\$492,277	\$34,223	\$526,500
06RCD	\$757,350	\$52,650	\$196,350	\$13,650	\$953,700	\$66,300	\$1,020,000
07RCG	\$93,500	\$6,500	\$55,888	\$3,885	\$149,388	\$10,385	\$159,773
09RCE	\$200,090	\$13,910	\$99,110	\$6,890	\$299,200	\$20,800	\$320,000
13RAB	\$112,200	\$7,800	\$280,500	\$19,475	\$392,700	\$27,275	\$419,975
24RBE	\$135,042	\$9,388	\$28,050	\$1,950	\$163,092	\$11,338	\$174,430
24RFI	\$28,050	\$1,950	\$9,350	\$650	\$37,400	\$2,600	\$40,000
26RFH	\$0	\$0	\$24,310	\$1,690	\$24,310	\$1,690	\$26,000
33RBI	\$93,500	\$6,500	\$181,857	\$12,643	\$275,357	\$19,143	\$294,500
10RDE	\$41,608	\$2,892	\$50,490	\$3,510	\$92,098	\$6,402	\$98,500
			\$1,171,809	\$81,439			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA.1625	01	R27096	70686110100	\$100,000	01RAC	COMPLETE
OA.1251	01	R26531	25130079900	\$1,500	O10J	COMPLETE
OJ.1047	01	R27198	70663513000	\$50,000	O20J	COMPLETE
	01	R27207	70661113000	\$20,000		COMPLETE
RA.1617	01	R27408	70550114500	\$39,000	03RAA	COMPLETE
RCE.1222	01	R23428	24250025000	\$4,500	04RCE	COMPLETE
	01	R26916	71820010440	\$18,000		COMPLETE
	01	R27428	72120410300	\$30,000		COMPLETE
RCD.1203	01	R27643	70621310100	\$75,000	06RCD	COMPLETE
	01	R27645	70621210200	\$60,000		COMPLETE
	01	R27646	70621210100	\$75,000		COMPLETE
RCG.1130	01	R26918	72850100100	\$59,773	07RCG	COMPLETE
RCE.1223	01	R26898	70663610100	\$48,000	09RCE	COMPLETE
	01	R26994	70685200200	\$37,000		COMPLETE
	01	R26997	70685300100	\$21,000		COMPLETE
RA.1621	01	R27718	60301000200	\$11,475	13RAB	COMPLETE
	01	R27710	68917125200	\$125,000		COMPLETE
	01	R27714	85310000200	\$100,000		COMPLETE
	01	R27719	25910000200	\$50,000		COMPLETE
	01	R27718	60301000200	\$13,500		COMPLETE
RBE.1138	01	R27094	78110120100	\$30,000	24RBE	COMPLETE
RFI.1079	01	R23366	25130070700	\$10,000	24RFI	COMPLETE
RFH.1133	01	R27450	27400010200	\$26,000	26RFH	COMPLETE
RBI.1106	01	M4189	99220087100	\$43,000	33RBI	COMPLETE
	01	M4220	99220084100	\$14,500		COMPLETE
	01	M4221	99220084100	\$14,500		COMPLETE
	01	M4222	99220084100	\$14,500		COMPLETE
	01	R26923	70651311000	\$8,000		COMPLETE
	01	R27545	71310600500	\$50,000		COMPLETE
	01	R27546	71310600600	\$50,000		COMPLETE
RDE.1109	01	R26743	70662210200	\$54,000	10RDE	COMPLETE

\$1,253,248

AMENDMENT OF SOLICITATION	MODIFICATION OF CONTRACT	1. CONTRACT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. 13	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
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6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

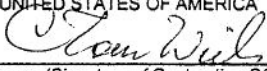
E. IMPORTANT: Contractor is not, is required to sign this document and return _____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase to the contract funding by \$241,556 (\$226,571 for cost and \$14,985 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$17,620,911. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,218,138 is obligated under this contract for payment of fee”.
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) C. Tom Weih Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 4/12/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Total	\$17,620,911	\$1,218,138	\$18,839,049

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$273,628	\$19,023	\$19,635	\$1,365	\$293,263	\$20,388	\$313,651
03RDH	\$80,410	\$5,590	\$13,090	\$910	\$93,500	\$6,500	\$100,000
03RFF	\$44,880	\$3,120	\$37,400	\$2,600	\$82,280	\$5,720	\$88,000
07RBL	\$126,133	\$7,067	\$21,090	\$1,466	\$147,223	\$8,533	\$155,756
08RCE	\$367,455	\$25,545	\$56,100	\$3,900	\$423,555	\$29,445	\$453,000
10RCG	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
11RDH	\$48,620	\$3,380	\$35,311	\$1,689	\$83,931	\$5,069	\$89,000
12RDA	\$21,131	\$1,469	\$15,895	\$1,105	\$37,026	\$2,574	\$39,600
20RBE	\$439,730	\$30,570	\$18,700	\$1,300	\$458,430	\$31,870	\$490,300
			\$226,571	\$14,985			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OKE.1002	01	R26751	70617110400	\$21,000	01OJ	COMPLETE
RDH.1112	01	R27169	70617210600	\$14,000	03RDH	COMPLETE
RCD.1226	01	R27143	75506000600	\$40,000	03RFF	COMPLETE
OKE.1001	01	R26751	70617110400	\$22,556	07RBL	COMPLETE
RCE.1224	01	R23428	24250025000	\$20,000	08RCE	COMPLETE
	01	R26994	70685200200	\$25,000		COMPLETE
	01	R27491	27400011200	\$15,000		COMPLETE
RCG.1135	01	R27748	62960000100	\$10,000	10RCG	COMPLETE
RDH.1111	01	R27169	70617210600	\$37,000	11RDH	COMPLETE
RD.1173	01	R26967	72130000100	\$7,000	12RDA	COMPLETE
RDA.1091	01	R27600	72110100200	\$10,000	12RDA	COMPLETE
RBE.1141	01	R26691	71220210200	\$20,000	20RBE	COMPLETE

\$241,556

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 14		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE		7. ADMINISTERED BY (If other than Item 6)		CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

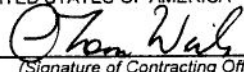
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase to the contract funding by \$611,920 (\$583,000 for cost and \$28,920 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$18,203,911. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,247,058 is obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
15B. CONTRACTOR/OFFEROR		16B. UNITED STATES OF AMERICA	
15C. DATE SIGNED		16C. DATE SIGNED	
(Signature of person authorized to sign)		BY  (Signature of Contracting Officer)	

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Total	\$18,203,911	\$1,247,058	\$19,450,969

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
O10J	\$293,263	\$20,388	\$65,450	\$4,550	\$358,713	\$24,938	\$383,651
09RBL	\$156,994	\$10,914	\$37,400	\$2,600	\$194,394	\$13,514	\$207,908
06RCD	\$953,700	\$66,300	\$70,000	\$0	\$1,023,700	\$66,300	\$1,090,000
10RDE	\$92,098	\$6,402	\$32,912	\$2,288	\$125,010	\$8,690	\$133,700
12RAB	\$489,184	\$34,007	\$67,000	\$0	\$556,184	\$34,007	\$590,191
13RDF	\$308,550	\$21,450	\$28,050	\$1,950	\$336,600	\$23,400	\$360,000
17RDI	\$191,675	\$13,325	\$30,000	\$0	\$221,675	\$13,325	\$235,000
19RDP	\$180,343	\$12,537	\$140,250	\$9,750	\$320,593	\$22,287	\$342,880
20RDA	\$228,057	\$15,853	\$52,360	\$3,640	\$280,417	\$19,493	\$299,910
21RBJ	\$0	\$0	\$43,945	\$3,055	\$43,945	\$3,055	\$47,000
35RBG	\$28,050	\$1,950	\$15,633	\$1,087	\$43,683	\$3,037	\$46,720
			\$583,000	\$28,920			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OD.1163	01	R27009	70682220100	\$40,000	O10J	COMPLETE
	01	R27343	78680300100	\$30,000		COMPLETE
RBL.1212	01	R27699	71070210200	\$40,000	09RBL	COMPLETE
RCD.1234	01	R27123	70632310100	\$70,000	06RCD	COMPLETE
RDD.1097	01	R26777	72860100200	\$35,200	10RDE	COMPLETE
RA.1648	01	R27597	90510000100	\$12,500	12RAB	COMPLETE
	01	R27725	73250000200	\$54,500		COMPLETE
RDF.1089	01	R26744	70662210300	\$30,000	13RDF	COMPLETE
RDI.1071	01	R26734	70631410100	\$5,200	17RDI	COMPLETE
	01	R27663	25880210600	\$5,000		COMPLETE
	01	R27153	75506000700	\$19,800		COMPLETE
RDP.1173	01	M4278	99230110400	\$56,500	19RDP	COMPLETE
	01	M4279	99230110400	\$93,500		COMPLETE
RDA.1092	01	R26723	70617710100	\$40,000	20RDA	COMPLETE
	01	R26731	70625410300	\$16,000		COMPLETE
RBJ.1213	01	R27314	70617210500	\$40,000	21RBJ	COMPLETE
	01	R27589	71405109000	\$3,500		COMPLETE
	01	R27852	78110119800	\$3,500		COMPLETE
RBG.1150	01	M4239	99220087100	\$16,720	35RBG	COMPLETE

\$611,920

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 15		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		5. PROJECT NO. (If applicable)	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)		9A. AMENDMENT OF SOLICITATION NO.	
CODE		FACILITY CODE		9B. DATED (SEE ITEM 11)	
		X		10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135	
				10B. DATED (SEE ITEM 13) 11/3/00	

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 _____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase to the contract funding by \$559,567 (\$523,195 for cost and \$36,372 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$18,727,106. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,283,430 is obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <u>C. Tom Weih</u> (Signature of Contracting Officer)	16C. DATE SIGNED 5/4/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Total	\$18,727,106	\$1,283,430	\$20,010,536

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$358,713	\$24,938	\$172,040	\$11,960	\$530,753	\$36,898	\$567,651
01RFH	\$28,050	\$1,950	\$37,400	\$2,600	\$65,450	\$4,550	\$70,000
03RAA	\$149,065	\$2,535	\$9,350	\$650	\$158,415	\$3,185	\$161,600
04RAA	\$140,250	\$9,750	\$9,350	\$650	\$149,600	\$10,400	\$160,000
04RDM	\$32,725	\$2,275	\$23,375	\$1,625	\$56,100	\$3,900	\$60,000
05RDM	\$28,050	\$1,950	\$24,310	\$1,690	\$52,360	\$3,640	\$56,000
10RDE	\$125,010	\$8,690	\$56,100	\$3,900	\$181,110	\$12,590	\$193,700
12RAB	\$556,184	\$34,007	\$34,595	\$2,405	\$590,779	\$36,412	\$627,191
14RFH	\$74,800	\$5,200	\$11,220	\$780	\$86,020	\$5,980	\$92,000
16RFF	\$29,920	\$2,080	\$23,375	\$1,625	\$53,295	\$3,705	\$57,000
17RFI	\$56,100	\$3,900	\$56,100	\$3,900	\$112,200	\$7,800	\$120,000
20RDA	\$280,417	\$19,493	\$23,905	\$1,662	\$304,322	\$21,155	\$325,477
20RFM	\$18,700	\$1,300	\$23,375	\$1,625	\$42,075	\$2,925	\$45,000
22RBF	\$0	\$0	\$9,350	\$650	\$9,350	\$650	\$10,000
24RFI	\$37,400	\$2,600	\$9,350	\$650	\$46,750	\$3,250	\$50,000
			\$523,195	\$36,372			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OG.1078	01	R26788	72890100100	\$100,000	01OJ	COMPLETE
OBAC.1059	01	R26012	49540000200	\$84,000	01OJ	COMPLETE
OBAA.1034	01	R24234	25940044100	\$40,000	01RFH	COMPLETE
RA.1661	01	R27600	72110100200	\$10,000	03RAA	COMPLETE
RA.1652	01	R27187	73250000100	\$10,000	04RAA	COMPLETE
RD.1175	01	M4289	99262100400	\$25,000	04RDM	COMPLETE
RD.1174	01	M4288	99262100400	\$26,000	05RDM	COMPLETE
RDD.1099	01	R26806	72701260100	\$60,000	10RDE	COMPLETE
RA.1656	01	R26015	47846000200	\$37,000	12RAB	COMPLETE
RFH.1149	01	R27610	75509000300	\$12,000	14RFH	COMPLETE
RCG.1138	01	R27667	71378100100	\$25,000	16RFF	COMPLETE
RFI.1082	01	R22514	62263147000	\$60,000	17RFI	COMPLETE
RDA.1094	01	R27551	70632419200	\$11,672	20RDA	COMPLETE
	01	R27566	70617719400	\$13,895		COMPLETE
RFM.1044	01	R26914	71499201100	\$25,000	20RFM	COMPLETE
RBF.1135	01	R27111	70632310400	\$10,000	22RBF	COMPLETE
RFI.1081	01	R26792	25130075700	\$10,000	24RFI	COMPLETE
				\$559,567		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 16	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)
The purpose of this modification is to provide a net increase to the contract funding by \$66,260 (\$61,953 for cost and \$4,307 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$18,789,059 This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,287,737 is obligated under this contract for payment of fee".

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) ANDREW SREKOWSKI SPMS PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR [Signature]	16B. UNITED STATES OF AMERICA BY [Signature]
15C. DATE SIGNED 5/16/01	16C. DATE SIGNED 5/16/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Total	\$18,789,059	\$1,287,737	\$20,076,796

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
05RCC	\$381,480	\$26,520	\$46,750	\$3,250	\$428,230	\$29,770	\$458,000
10RDE	\$181,110	\$12,590	\$26,741	\$1,859	\$207,851	\$14,449	\$222,300
15RDE	\$65,450	\$4,550	\$46,750	\$3,250	\$112,200	\$7,800	\$120,000
21RDE	\$104,720	\$7,280	\$3,422	\$238	\$108,142	\$7,518	\$115,660
01OJ	\$530,753	\$36,898	-\$52,360	-\$3,640	\$478,393	\$33,258	\$511,651
22RBF	\$9,350	\$650	-\$9,350	-\$650	\$0	\$0	\$0
			\$61,953	\$4,307			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RDE.1119	01	R26766	72840100200	\$10,000	10RDE	COMPLETE
RDE.1120	01	R26766	72840100200	\$18,600	10RDE	COMPLETE
RDE.1121	01	R24485	57760200100	\$3,660	21RDE	COMPLETE
RCC.1102	01	R27144	75505000100	\$50,000	05RCC	COMPLETE
RDE.1110	01	R26743	70662210200	\$50,000	15RDE	COMPLETE
OI.1079	01	R26951	70520110200	-\$56,000	01OJ	COMPLETE
RBF.1135	01	R27111	70632310400	-\$10,000	22RBF	COMPLETE

\$66,260

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE
PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 17
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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).
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
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.)
The purpose of this modification is to provide a net increase to the contract funding by \$645,728 (\$604,148 for cost and \$41,580 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$19,393,207 This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,329,317 is obligated under this contract for payment of fee".

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) ANDREW SKUTOWSKI SAMS PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 5/29/01
16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 5/29/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Total	\$19,393,207	\$1,329,317	\$20,722,524

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
01OA	\$0	\$0	\$18,700	\$1,300	\$18,700	\$1,300	\$20,000
01OJ	\$478,393	\$33,258	\$18,700	\$1,300	\$497,093	\$34,558	\$531,651
02RDI	\$149,600	\$10,400	\$60,775	\$4,225	\$210,375	\$14,625	\$225,000
06RCD	\$1,023,700	\$66,300	\$48,600	\$3,400	\$1,072,300	\$69,700	\$1,142,000
06RFM	\$458,150	\$31,850	\$374,000	\$26,000	\$832,150	\$57,850	\$890,000
07RFM	\$107,525	\$7,475	\$28,000	\$2,000	\$135,525	\$9,475	\$145,000
10RAA	\$18,700	\$1,300	\$9,563	\$665	\$28,263	\$1,965	\$30,228
13RFL	\$42,075	\$2,925	\$21,500	\$1,000	\$63,575	\$3,925	\$67,500
15RFH	\$93,500	\$6,500	\$37,400	\$2,600	\$130,900	\$9,100	\$140,000
25RFL	\$ 20,570	\$ 1,430	\$18,700	\$1,300	\$39,270	\$2,730	\$42,000
19RAC	\$150,135	\$10,437	-\$31,790	-\$2,210	\$118,345	\$8,227	\$126,572

\$604,148 \$41,580

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OA.1255	01	R26566	74801010100	\$20,000	01OA	COMPLETE
RD.1178	01	R26648	72880400200	\$20,000	01OJ	COMPLETE
RD.1179	01	R26740	70662110100	\$65,000	02RDI	COMPLETE
RCD.1250	01	R27687	70632318300	\$52,000	06RCD	COMPLETE
OBAB.1038	01	R19503	22512021000	\$48,226	06RFM	COMPLETE
OBAB.1038	01	R19511	22612131000	\$351,774	06RFM	COMPLETE
OBAB.1039	01	R22475	22612131000	\$30,000	07RFM	COMPLETE
RA.1673	01	R26710	72510110400	\$1,772	10RAA	COMPLETE
RA.1673	01	R27408	70550114500	\$8,456	10RAA	COMPLETE
RCG.1144	01	R27295	70661110100	\$22,500	13RFL	COMPLETE
OBAC.1060	01	R22236	22792434000	\$20,000	15RFH	COMPLETE
OBAC.1060	01	R26010	49540000200	\$20,000	15RFH	COMPLETE
RFL.1047	01	R26751	70617110400	\$20,000	25RFL	COMPLETE
RA.1489	01	R27345	71070212000	-\$34,000	19RAC	DEOBLIGATION

\$645,728

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 18	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)


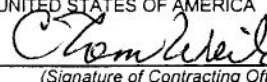
The purpose of this modification is to provide a net increase to the contract funding by \$486,233 (\$455,357 for cost and \$30,876 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$19,848,564. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,360,193 is obligated under this contract for payment of fee".

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) ANDREW SROTUWSTI SAMS PROGRAM MANAGER		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 6/14/01	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 6/14/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Total	\$19,848,564	\$1,360,193	\$21,208,757

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$497,093	\$34,558	\$123,061	\$8,555	\$620,154	\$43,113	\$663,267
02RBF	\$65,450	\$4,550	\$16,913	\$804	\$82,363	\$5,354	\$87,717
03RFF	\$82,280	\$5,720	\$7,961	\$146	\$90,241	\$5,866	\$96,107
06RBG	\$56,100	\$3,900	\$71,060	\$4,940	\$127,160	\$8,840	\$136,000
08RFL	\$164,561	\$11,439	\$51,425	\$3,575	\$215,986	\$15,014	\$231,000
15RAA	\$137,865	\$9,135	\$121,550	\$8,450	\$259,415	\$17,585	\$277,000
15RDE	\$112,200	\$7,800	\$49,792	\$3,461	\$161,992	\$11,261	\$173,253
19RBA	\$0	\$0	\$16,541	\$1,150	\$16,541	\$1,150	\$17,691
20RDA	\$304,322	\$21,155	\$92,424	\$6,425	\$396,746	\$27,580	\$424,326
31RBJ	\$116,875	\$8,125	\$32,725	\$2,275	\$149,600	\$10,400	\$160,000
12RAB	\$590,779	\$36,412	-\$34,595	-\$2,405	\$556,184	\$34,007	\$590,191
03RCF	\$839,505	\$58,361	-\$93,500	-\$6,500	\$746,005	\$51,861	\$797,866
			\$455,357	\$30,876			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAF.1036	01	R26305	25830000200	\$42,558	01OJ	COMPLETE
RFF.1084	01	R26254	49421110200	\$5,000	01OJ	COMPLETE
OCC.1036	01	R26966	72120000100	\$84,058	01OJ	COMPLETE
RBF.1145	01	R27088	78130140100	\$11,000	02RBF	COMPLETE
	01	R27335	78130149800	\$6,717		COMPLETE
RCD.1257	01	R27143	75506000600	\$8,107	03RFF	COMPLETE
RBG.1162	01	R27239	70632110400	\$25,000	06RBG	COMPLETE
	01	R26908	70663510200	\$6,000		COMPLETE
RBG.1155	01	R26662	71405100100	\$45,000	06RBG	COMPLETE
RFH.1162	01	M4282	99262100600	\$55,000	08RFL	COMPLETE
RA.1680	01	R26645	75930000200	\$130,000	15RAA	COMPLETE
RDE.1110	01	R26743	70662210200	\$53,253	15RDE	COMPLETE
RA.1686	01	R26645	75930000200	\$17,691	19RBA	COMPLETE
RDC.1062	01	R26744	70662210300	\$12,000	20RDA	COMPLETE
RDA.1096	01	R26735	70631410300	\$27,128		COMPLETE
	01	R27551	70632419200	\$28		COMPLETE
	01	R27554	70632219200	\$8,100		COMPLETE
	01	R27612	70661219200	\$24,193		COMPLETE
	01	R27560	70631419200	\$6,200		COMPLETE
	01	R27558	70632119200	\$21,200		COMPLETE
RBJ.1217	01	M4235	99220087100	\$35,000	31RBJ	COMPLETE
RA.1656	01	R26015	47846000200	-\$37,000	12RAB	DEOBLIGATION
RCF.1136	01	R26903	70661110100	-\$100,000	03RCF	DEOBLIGATION
				\$486,233		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE
PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 19
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
(x)
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
X
10A. MODIFICATION OF CONTRACT/ORDER NO.
NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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).
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
Mutual Agreement
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.)
The purpose of this modification is to provide a net increase to the contract funding by \$278,598 (\$264,148 for cost and \$14,450 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$20,112,712. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,374,643 obligated under this contract for payment of fee”.

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)
ANDREW SRUTOWSKI
SAMS PROGRAM MANAGER
15B. CONTRACTOR/OFFEROR
(Signature of person authorized to sign)
15C. DATE SIGNED
6/29/01
16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
C. Tom Weih
Contracting Officer
16B. UNITED STATES OF AMERICA
BY (Signature of Contracting Officer)
16C. DATE SIGNED
6/29/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Mod 19	\$264,148	\$14,450	\$278,598
Total	\$20,112,712	\$1,374,643	\$21,487,355

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$111,265	\$7,735	\$54,077	\$3,012	\$165,342	\$10,747	\$176,089
01OJ	\$620,154	\$43,113	\$32,725	\$2,275	\$652,879	\$45,388	\$698,267
02OJ	\$138,380	\$9,620	\$49,192	\$808	\$187,572	\$10,428	\$198,000
03RAA	\$158,415	\$10,585	\$39,270	\$2,730	\$197,685	\$13,315	\$211,000
04RDM	\$56,100	\$3,900	\$17,765	\$1,235	\$73,865	\$5,135	\$79,000
05RDM	\$52,360	\$3,640	\$16,923	\$1,177	\$69,283	\$4,817	\$74,100
06RDM	\$23,375	\$1,625	\$12,622	\$878	\$35,997	\$2,503	\$38,500
08RAA	\$156,423	\$9,270	\$76,670	\$5,330	\$233,093	\$14,600	\$247,693
12RDA	\$37,026	\$2,574	\$9,350	\$650	\$46,376	\$3,224	\$49,600
14RDD	\$196,350	\$13,650	\$7,012	\$488	\$203,362	\$14,138	\$217,500
15RAA	\$259,415	\$17,585	\$18,700	\$1,300	\$278,115	\$18,885	\$297,000
17RDI	\$221,675	\$13,325	\$23,375	\$1,625	\$245,050	\$14,950	\$260,000
18RBG	\$160,147	\$11,133	\$8,000	\$0	\$168,147	\$11,133	\$179,280
24RFI	\$46,750	\$3,250	\$11,594	\$806	\$58,344	\$4,056	\$62,400
25RDC	\$126,225	\$8,775	\$9,350	\$650	\$135,575	\$9,425	\$145,000
35RBG	\$43,683	\$3,037	\$14,025	\$975	\$57,708	\$4,012	\$61,720
25RAA	\$187,000	\$13,000	-\$89,752	-\$6,239	\$97,248	\$6,761	\$104,009
03RCF	\$746,005	\$51,861	-\$46,750	-\$3,250	\$699,255	\$48,611	\$747,866
			\$264,148	\$14,450			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1131	01	R26722	29780000100	\$57,089	01AH	COMPLETE
OBAA.1030	01	R24192	25940022000	\$35,000	01OJ	COMPLETE
OJ.1049	01	R26722	29780000100	\$50,000	02OJ	COMPLETE
RA.1728	01	R26114	86510030100	\$12,000	03RAA	COMPLETE
	01	R27709	89630000500	\$11,000		COMPLETE
	01	R27712	72110111000	\$19,000		COMPLETE
RD.1190	01	M4289	99262100400	\$19,000	04RDM	COMPLETE
RD.1191	01	M4288	99262100400	\$10,000	05RDM	COMPLETE
	01	R26930	70651711000	\$8,100		COMPLETE
RD.1192	01	M4287	99262100400	\$13,500	06RDM	COMPLETE
RA.1719	01	R26645	75930000200	\$30,000	08RAA	COMPLETE
	01	R27595	90526000100	\$20,000		COMPLETE
	01	R27709	89630000500	\$32,000		COMPLETE
RDA.1098	01	R27595	90526000100	\$10,000	12RDA	COMPLETE
RDD.1086	01	R26778	72860100300	\$7,500	14RDD	COMPLETE
RA.1708	01	R27712	72110111000	\$20,000	15RAA	COMPLETE
RDI.1075	01	R26899	70663718100	\$25,000	17RDI	COMPLETE
RBG.1168	01	R27469	27400011400	\$8,000	18RBG	COMPLETE
RFI.1094	01	R26749	25130076400	\$2,400	24RFI	COMPLETE
RFI.1089	01	R27801	25110015200	\$10,000	24RFI	COMPLETE
RDC.1065	01	R26738	70632410200	\$10,000	25RDC	COMPLETE
RBG.1171	01	M4239	99220087100	\$15,000	35RBG	COMPLETE
RA.1506	01	R26948	71310600200	-\$79,959	25RAA	DEOBLIGATION
	01	R26119	50590900100	-\$16,032		DEOBLIGATION
RCF.1136	01	R26903	70661110100	-\$50,000	03RCF	DEOBLIGATION
				\$278,598		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CC ACT ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 20	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	D. OTHER (Specify type of modification and authority)

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

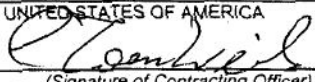
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase to the contract funding by \$318,140 (\$300,681 for cost and \$17,459 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$20,413,393. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,392,102 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 7/13/01
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Mod 19	\$264,148	\$14,450	\$278,598
Mod 20	\$300,681	\$17,459	\$318,140
Total	\$20,413,393	\$1,392,102	\$21,805,495

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
O10J	\$652,879	\$45,388	\$47,685	\$3,315	\$700,564	\$48,703	\$749,267
04RCE	\$492,277	\$34,223	\$29,659	\$0	\$521,936	\$34,223	\$556,159
04RFK	\$14,025	\$975	\$14,025	\$975	\$28,050	\$1,950	\$30,000
07RBL	\$147,223	\$8,533	\$113,135	\$7,865	\$260,358	\$16,398	\$276,756
07RDE	\$57,035	\$3,965	\$14,025	\$975	\$71,060	\$4,940	\$76,000
15RBK	\$4,675	\$325	\$25,352	\$1,648	\$30,027	\$1,973	\$32,000
21RDE	\$108,142	\$7,518	\$22,243	\$857	\$130,385	\$8,375	\$138,760
22RBA	\$0	\$0	\$8,057	\$524	\$8,057	\$524	\$8,581
24RFI	\$58,344	\$4,056	\$18,700	\$1,300	\$77,044	\$5,356	\$82,400
25RDC	\$135,575	\$9,425	\$7,800	\$0	\$143,375	\$9,425	\$152,800
			\$300,681	\$17,459			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA.1037	01	R24192	25940022000	\$41,000	O10J	COMPLETE
OKE.1005	01	R26751	70617110400	\$10,000	O10J	COMPLETE
RCE.1255	01	R27428	72120410300	\$29,659	04RCE	COMPLETE
RFK.1184	01	R26921	62243315300	\$15,000	04RFK	COMPLETE
OKE.1003	01	R26750	70617110300	\$40,000	07RBL	COMPLETE
OKE.1004	01	R26724	70617710200	\$81,000	07RBL	COMPLETE
RDE.1097	01	R26780	72860200100	\$15,000	07RDE	COMPLETE
RBJ.1226	01	M4234	99220087100	\$27,000	15RBK	COMPLETE
RDE.1101	01	R26780	72860200100	\$23,100	21RDE	COMPLETE
RBA.1081	01	R27464	70625012500	\$8,581	22RBA	COMPLETE
RFI.1097	01	R26749	25130076400	\$20,000	24RFI	COMPLETE
RDC.1067	01	R26736	70631610200	\$7,800	25RDC	COMPLETE
				\$318,140		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 21		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE		7. ADMINISTERED BY (If other than Item 6)		CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

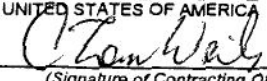
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase to the contract funding by \$1,183,466 (\$1,119,941 for cost and \$63,525 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,533,334. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,455,627 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 8/6/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Mod 19	\$264,148	\$14,450	\$278,598
Mod 20	\$300,681	\$17,459	\$318,140
Mod 21	\$1,119,941	\$63,525	\$1,183,466
Total	\$21,533,334	\$1,455,627	\$22,988,961

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$589,050	\$40,950	\$270,947	\$16,053	\$859,997	\$57,003	\$917,000
01OA	\$18,700	\$1,300	\$18,700	\$1,300	\$37,400	\$2,600	\$40,000
01OJ	\$700,564	\$48,703	\$4,675	\$325	\$705,239	\$49,028	\$754,267
02RCB	\$131,135	\$8,524	\$28,050	\$1,950	\$159,185	\$10,474	\$169,659
03OCB	\$74,800	\$5,200	\$23,375	\$1,625	\$98,175	\$6,825	\$105,000
04RBB	\$117,810	\$8,190	\$2,183	\$152	\$119,993	\$8,342	\$128,335
04RDM	\$73,865	\$5,135	\$14,025	\$975	\$87,890	\$6,110	\$94,000
05OCB	\$70,155	\$4,877	\$28,050	\$1,950	\$98,205	\$6,827	\$105,032
05RDM	\$69,283	\$4,817	\$18,700	\$1,300	\$87,983	\$6,117	\$94,100
06RDM	\$35,997	\$2,503	\$26,180	\$1,820	\$62,177	\$4,323	\$66,500
06RFM	\$832,150	\$57,850	\$245,618	\$12,913	\$1,077,768	\$70,763	\$1,148,531
12RFL	\$50,490	\$3,510	\$9,350	\$650	\$59,840	\$4,160	\$64,000
15RBK	\$30,027	\$1,973	\$5,890	\$410	\$35,917	\$2,383	\$38,300
19RDP	\$320,953	\$22,287	\$46,750	\$3,250	\$367,703	\$25,537	\$393,240
20RBE	\$458,430	\$31,870	\$18,700	\$1,300	\$477,130	\$33,170	\$510,300
20RDA	\$396,746	\$27,580	\$146,328	\$10,172	\$543,074	\$37,752	\$580,826
23RFF	\$88,264	\$6,136	\$15,895	\$1,105	\$104,159	\$7,241	\$111,400
28RDD	\$112,200	\$7,800	\$14,025	\$975	\$126,225	\$8,775	\$135,000
14RAC	\$0	\$0	\$38,000	\$2,000	\$38,000	\$2,000	\$40,000
13RBF	\$84,150	\$5,850	\$56,800	\$2,000	\$140,950	\$7,850	\$148,800
14RDD	\$203,362	\$14,138	\$37,000	\$0	\$240,362	\$14,138	\$254,500
15RDE	\$161,992	\$11,261	\$32,000	\$0	\$193,992	\$11,261	\$205,253
10RDE	\$207,851	\$14,449	\$18,700	\$1,300	\$226,551	\$15,749	\$242,300
			\$1,119,941	\$63,525			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OJ.1051	01	A7122	28210110100	\$5,000	01OJ	COMPLETE
OA.1272	01	R26566	7481010100	\$20,000	01OA	COMPLETE
OCB.1095	01	R26922	70651211000	\$287,000	01OCB	COMPLETE
OCB.1096	01	R26922	70651211000	\$25,000	03OCB	COMPLETE
OCB.1097	01	R26922	70651211000	\$30,000	05OCB	COMPLETE
RBB.1063	01	R27043	70617810100	\$2,335	04RBB	COMPLETE
RCB.1123	01	R26895	70631410200	\$30,000	02RCB	COMPLETE
RD.1200	01	M4289	99262100400	\$15,000	04RDM	COMPLETE
RD.1201	01	M4288	99262100400	\$20,000	05RDM	COMPLETE
RD.1202	01	M4287	99262100400	\$28,000	06RDM	COMPLETE
OBAB.1041	01	R19501	22512021000	\$58,531	06RFM	COMPLETE
	01	R22475	22612131000	\$200,000	06RFM	COMPLETE
RFH.1180	01	R26771	72840300200	\$10,000	12RFL	COMPLETE
RBJ.1230	01	M4234	99220087100	\$6,300	15RBK	COMPLETE
RDP.1202	01	M4278	99230110400	\$50,000	19RDP	COMPLETE
RBE.1158	01	R27344	78630800100	\$20,000	20RBE	COMPLETE
RDA.1099	01	R27771	70625115700	\$4,700	20RDA	COMPLETE
RDA.1100	01	R26729	70625310100	\$75,000	20RDA	COMPLETE
	01	R26735	70631410300	\$5,000	20RDA	COMPLETE
	01	R27764	70625115000	\$15,800	20RDA	COMPLETE
RDA.1101	01	R27961	72830300100	\$50,000	20RDA	COMPLETE
	01	R27962	72830300200	\$6,000	20RDA	COMPLETE
RFF.1087	01	M4023	99262100200	\$17,000	23RFF	COMPLETE
RDE.1100	01	R26806	72701260100	\$15,000	28RDD	COMPLETE
RA.1735	01	R27345	71070212000	\$40,000	14RAC	COMPLETE
RBE.1159	01	M4189	99220087100	\$41,500	13RBF	COMPLETE
RBE.1159	01	R27184	70663718100	\$3,800	13RBF	COMPLETE
RBE.1159	01	R27025	70681140100	\$13,500	13RBF	COMPLETE
RDD.1081	01	R26777	72860100200	\$37,000	14RDD	COMPLETE
RDE.1142	01	R26743	70662210200	\$32,000	10RDE	COMPLETE
RDE.1143	01	R26743	70662210200	\$20,000	15RDE	COMPLETE

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CC	ACT ID CODE	PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. 22		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE		7. ADMINISTERED BY (If other than Item 6)		CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

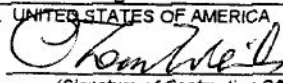
(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
X	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 correct erroneous data contained on Page 2 of Modification 21. Accordingly, the following changes are made to the Contract Schedule:

The Task Order funding data contained on Page 2 of Modification 21 is deleted in its entirety and the task order funding data contained on page 2 of this modification is hereby substituted in lieu thereof.

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 8/13/01
(Signature of person authorized to sign)			

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Mod 19	\$264,148	\$14,450	\$278,598
Mod 20	\$300,681	\$17,459	\$318,140
Mod 21	\$1,119,941	\$63,525	\$1,183,466
Total	\$21,533,334	\$1,455,627	\$22,988,961

Revised Task Order Funding Data

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$589,050	\$40,950	\$270,947	\$16,053	\$859,997	\$57,003	\$917,000
01OA	\$18,700	\$1,300	\$18,700	\$1,300	\$37,400	\$2,600	\$40,000
01OJ	\$700,564	\$48,703	\$4,675	\$325	\$705,239	\$49,028	\$754,267
02RCB	\$131,135	\$8,524	\$28,050	\$1,950	\$159,185	\$10,474	\$169,659
03OCB	\$74,800	\$5,200	\$23,375	\$1,625	\$98,175	\$6,825	\$105,000
04RBB	\$117,810	\$8,190	\$2,183	\$152	\$119,993	\$8,342	\$128,335
04RDM	\$73,865	\$5,135	\$14,025	\$975	\$87,890	\$6,110	\$94,000
05OCB	\$70,155	\$4,877	\$28,050	\$1,950	\$98,205	\$6,827	\$105,032
05RDM	\$69,283	\$4,817	\$18,700	\$1,300	\$87,983	\$6,117	\$94,100
06RDM	\$35,997	\$2,503	\$26,180	\$1,820	\$62,177	\$4,323	\$66,500
06RFM	\$832,150	\$57,850	\$245,618	\$12,913	\$1,077,768	\$70,763	\$1,148,531
12RFL	\$50,490	\$3,510	\$9,350	\$650	\$59,840	\$4,160	\$64,000
15RBK	\$30,027	\$1,973	\$5,890	\$410	\$35,917	\$2,383	\$38,300
19RDP	\$320,593	\$22,287	\$46,750	\$3,250	\$367,343	\$25,537	\$392,880
20RBE	\$458,430	\$31,870	\$18,700	\$1,300	\$477,130	\$33,170	\$510,300
20RDA	\$396,746	\$27,580	\$146,328	\$10,172	\$543,074	\$37,752	\$580,826
23RFF	\$88,264	\$6,136	\$15,895	\$1,105	\$104,159	\$7,241	\$111,400
28RDD	\$112,200	\$7,800	\$14,025	\$975	\$126,225	\$8,775	\$135,000
14RAC	\$0	\$0	\$38,000	\$2,000	\$38,000	\$2,000	\$40,000
13RBF	\$140,250	\$9,750	\$56,800	\$2,000	\$197,050	\$11,750	\$208,800
14RDD	\$203,362	\$14,138	\$37,000	\$0	\$240,362	\$14,138	\$254,500
15RDE	\$161,992	\$11,261	\$18,700	\$1,300	\$180,692	\$12,561	\$193,253
10RDE	\$207,851	\$14,449	\$32,000	\$0	\$239,851	\$14,449	\$254,300
			\$1,119,941	\$63,525			

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 23
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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).
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
Mutual Agreement
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.)
The purpose of this modification is to provide a net increase to the contract funding by \$507,124 (\$474,359 for cost and \$32,765 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,007,693. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,488,392 obligated under this contract for payment of fee".

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) ANDREW SROTHOWSKI PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 8/17/01
16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 8/17/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Mod 19	\$264,148	\$14,450	\$278,598
Mod 20	\$300,681	\$17,459	\$318,140
Mod 21	\$1,119,941	\$63,525	\$1,183,466
Mod 22	\$0	\$0	\$0
Mod 23	\$474,359	\$32,765	\$507,124
Total	\$22,007,693	\$1,488,392	\$23,496,085

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$165,342	\$10,747	\$74,800	\$5,200	\$240,142	\$15,947	\$256,089
01RDH	\$130,900	\$9,100	\$38,335	\$2,665	\$169,235	\$11,765	\$181,000
05RCC	\$428,230	\$29,770	-\$17,298	-\$1,202	\$410,932	\$28,568	\$439,500
06RCD	\$1,072,300	\$69,700	\$289,850	\$20,150	\$1,362,150	\$89,850	\$1,452,000
08RCE	\$423,555	\$29,445	\$106,590	\$7,410	\$530,145	\$36,855	\$567,000
09RAC	\$74,393	\$4,836	\$1,942	\$135	\$76,335	\$4,971	\$81,306
10RDE	\$239,851	\$14,449	\$3,740	\$260	\$243,591	\$14,709	\$258,300
11RFJ	\$84,150	\$5,850	\$28,050	\$1,950	\$112,200	\$7,800	\$120,000
12RBA	\$84,150	\$5,850	\$14,025	\$975	\$98,175	\$6,825	\$105,000
14RFH	\$86,020	\$5,980	\$27,320	\$1,687	\$113,340	\$7,667	\$121,007
15RAA	\$278,115	\$18,885	-\$140,250	-\$9,750	\$137,865	\$9,135	\$147,000
17RDI	\$245,050	\$14,950	\$18,700	\$1,300	\$263,750	\$16,250	\$280,000
20RFM	\$42,075	\$2,925	\$3,964	\$276	\$46,039	\$3,201	\$49,240
25RDC	\$143,375	\$9,425	\$9,350	\$650	\$152,725	\$10,075	\$162,800
28RFM	\$0	\$0	\$15,241	\$1,059	\$15,241	\$1,059	\$16,300
			\$474,359	\$32,765			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1138	01	R26722	29780000100	\$80,000	01AH	COMPLETE
RDH.1127	01	R26772	72840300400	\$20,500	01RDH	COMPLETE
	01	R26781	72860300100	\$20,500	01RDH	COMPLETE
RCC.1075	01	R26896	70631610300	-\$18,500	05RCC	DEOBLIGATE
RCD.1275	01	R27989	72120000100	\$60,000	06RCD	COMPLETE
	01	R28002	72120000100	\$165,000	06RCD	COMPLETE
	01	R28003	72120000100	\$50,000	06RCD	COMPLETE
	01	R28000	72120000100	\$35,000	06RCD	COMPLETE
RCE.1270	01	R27985	72120000100	\$22,000	08RCE	COMPLETE
	01	R27986	72120000100	\$33,000	08RCE	COMPLETE
	01	R28006	72120000100	\$39,000	08RCE	COMPLETE
	01	R27988	72120000100	\$20,000	08RCE	COMPLETE
RA.1757	01	R27345	71070212000	\$2,077	09RAC	COMPLETE
RDE.1149	01	R26780	72860200100	\$4,000	10RDE	COMPLETE
RFJ.1207	01	R26315	25830000300	\$30,000	11RFJ	COMPLETE
RBB.1067	01	R0024	72259875500	\$15,000	12RBA	COMPLETE
RFH.1184	01	R26316	25830000300	\$29,007	14RFH	COMPLETE
RA.1680	01	R26645	75930000200	-\$130,000	15RAA	DEOBLIGATE
RA1708	01	R27712	72110111000	-\$20,000	15RAA	DEOBLIGATE
RDI.1081	01	R27935	73230000500	\$20,000	17RDI	COMPLETE
RFM.1049	01	R26673	71499201100	4240	20RFM	COMPLETE
RDC.1071	01	R26762	72830300100	\$10,000	25RDC	COMPLETE
RFM.1047	01	M4487	99210010400	\$16,300	28RFM	COMPLETE

\$507,124

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 24	3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6) CODE
---	--

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)
The purpose of this modification is to provide a net increase to the contract funding by \$21,000 (\$19,835 for cost and \$1,165 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,027,528. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,489,557 obligated under this contract for payment of fee".
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) <i>Paul Bault</i>	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR <i>Paul Bault</i> (Signature of person authorized to sign)	15C. DATE SIGNED 8/23/01
16B. UNITED STATES OF AMERICA BY <i>C. Tom Weih</i> (Signature of Contracting Officer)	16C. DATE SIGNED 8/23/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Basic	\$369,700	\$24,000	\$393,700
Mod 1	\$5,626,167	\$391,124	\$6,017,291
Mod 2	\$1,309,788	\$91,055	\$1,400,843
Mod 3	\$887,707	\$61,711	\$949,418
Mod 4	\$2,796,215	\$194,384	\$2,990,599
Mod 5	\$0	\$0	\$0
Mod 6	\$482,444	\$33,539	\$515,983
Mod 7	\$1,481,609	\$102,999	\$1,584,608
Mod 8	\$583,910	\$36,525	\$620,435
Mod 9	\$1,564,125	\$108,457	\$1,672,582
Mod 10	\$1,120,866	\$77,920	\$1,198,786
Mod 11	\$0	\$0	\$0
Mod 12	\$1,171,809	\$81,439	\$1,253,248
Mod 13	\$226,571	\$14,985	\$241,556
Mod 14	\$583,000	\$28,920	\$611,920
Mod 15	\$523,195	\$36,372	\$559,567
Mod 16	\$61,953	\$4,307	\$66,260
Mod 17	\$604,148	\$41,580	\$645,728
Mod 18	\$455,357	\$30,876	\$486,233
Mod 19	\$264,148	\$14,450	\$278,598
Mod 20	\$300,681	\$17,459	\$318,140
Mod 21	\$1,119,941	\$63,525	\$1,183,466
Mod 22	\$0	\$0	\$0
Mod 23	\$474,359	\$32,765	\$507,124
Mod 24	\$19,835	\$1,165	\$21,000
Total	\$22,027,528	\$1,489,557	\$23,517,085

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
30RBJ	\$0	\$0	\$23,500	\$1,500	\$23,500	\$1,500	\$25,000
34RBM	\$78,947	\$5,488	-\$3,665	-\$335	\$75,282	\$5,153	\$80,435
			\$19,835	\$1,165			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RB.1273	01	M4248	99220083100	\$25,000	30RBJ	COMPLETE
RBM.1068	01	M4235	99220087100	-\$4,000	34RBM	DEOBLIGATE
				\$21,000		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE
PAGE OF PAGES
1 2

2. AMENDMENT/MODIFICATION NO. 25
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
(x)
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
X
10A. MODIFICATION OF CONTRACT/ORDER NO.
NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 2

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- (x) 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).
- X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
Mutual Agreement
- 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.)

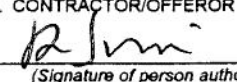
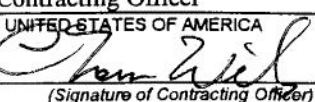
The purpose of this modification is to provide a net increase to the contract funding by \$137,800 (\$133,600 for cost and \$4,200 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,161,128. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,493,757 obligated under this contract for payment of fee".

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) Andrew Srokowski, Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 9/4/01	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/4/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Total	\$22,161,128	\$1,493,757	\$23,654,885

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
09RBL	\$194,394	\$13,514	\$14,000	\$0	\$208,394	\$13,514	\$14,000
09RFL	\$56,100	\$3,900	\$6,900	\$0	\$63,000	\$3,900	\$6,900
10RDE	\$243,591	\$14,709	\$4,000	\$0	\$247,591	\$14,709	\$4,000
12RDA	\$46,376	\$3,224	\$10,000	\$0	\$56,376	\$3,224	\$10,000
15RAA	\$137,865	\$9,135	\$2,000	\$0	\$139,865	\$9,135	\$2,000
15RFH	\$130,900	\$9,100	\$63,000	\$4,000	\$193,900	\$13,100	\$67,000
23RFF	\$104,159	\$7,241	\$15,000	\$0	\$119,159	\$7,241	\$15,000
30RBJ	\$23,500	\$1,500	\$14,900	\$0	\$38,400	\$1,500	\$14,900
29RAA	\$0	\$0	\$9,400	\$600	\$9,400	\$600	\$10,000
15RBK	\$35,917	\$2,383	(\$5,600)	(\$400)	\$30,317	\$1,983	-\$6,000
			\$133,600	\$4,200			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RBL.1252	01	R26719	70624110800	\$14,000	09RBL	COMPLETE
RD.1219	01	M4282	99262100600	\$6,900	09RFL	COMPLETE
RDE.1152	01	R26780	72860200100	\$4,000	10RDE	COMPLETE
RDA.1103	01	R26966	72120000100	\$10,000	12RDA	COMPLETE
RA.1763	01	R26645	75930000200	\$2,000	15RAA	COMPLETE
OBAC.1070	01	R26010	49540000200	\$67,000	15RFH	COMPLETE
RD.1218	01	M4148	99230110300	\$15,000	23RFF	COMPLETE
RBJ.1247	01	M4189	99220087100	\$3,700	30RBJ	COMPLETE
RBJ.1247	01	M4236	99220087100	\$10,000	30RBJ	COMPLETE
RBJ.1247	01	R27322	71820010100	\$1,200	30RBJ	COMPLETE
RA.1764	01	R27712	72110111000	\$10,000	29RAA	COMPLETE
RBJ.1226	01	M4234	99220087100	-\$6,000	15RBK	DEOBLIGATE

\$137,800

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)		1 3
26		See Block 16C	N/A			
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)		CODE		
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001						
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)			(x)	9A. AMENDMENT OF SOLICITATION NO.		
Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705				9B. DATED (SEE ITEM 11)		
			X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135		
				10B. DATED (SEE ITEM 13) 11/3/00		
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 ____ copies 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 ACKNOWLEDGEMENT 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.

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.

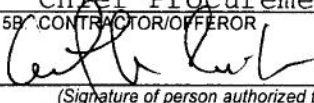
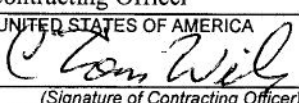
(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

The purpose of this modification is to allow for payment of provisional award fee in consideration for adding the requirement of a Monthly Accounting and Appropriation Spreadsheet as defined below. Accordingly, the following changes are made to the Contract Schedule:

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) Arthur Leaderman Chief Procurement Officer		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 9/6/01	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/7/01

- I. Section G, G.1 Award Fee For Service Contracts (FAR 1852.216-76) (MAR 1998), is hereby deleted in its entirety and the following is substituted in lieu thereof:

“G.1 AWARD FEE FOR SERVICE CONTRACTS (FAR 1852.216-76) (JUNE 2000)

(a) The contractor can earn award fee from a minimum of zero dollars to the maximum stated in Section B, B.3, Award Fee.

(b) Beginning 6 months after the effective date of this contract, the Government shall evaluate the Contractor's performance every 6 months to determine the amount of award fee earned by the contractor during the period. The Contractor may submit a self-evaluation of performance for each evaluation period under consideration. These self-evaluations will be considered by the Government in its evaluation. The Government's Fee Determination Official (FDO) will determine the award fee amounts based on the Contractor's performance in accordance with the Award Fee Plan contained as Exhibit E to this contract. The plan may be revised unilaterally by the Government prior to the beginning of any rating period to redirect emphasis.

(c) The Government will advise the Contractor in writing of the evaluation results. The LaRC Financial Management Division will make payment based on the submittal of an award fee invoice in an amount consistent with the FDO's written determination.

(d) After 85 percent of the potential award fee has been paid, the Contracting Officer may direct the withholding of further payment of award fee until a reserve is set aside in an amount that the Contracting Officer considers necessary to protect the Government's interest. This reserve shall not exceed 15 percent of the total potential award fee.

(e) The amount of award fee which can be awarded in each evaluation period is limited to the amounts set forth through the issuance of task orders in accordance with Section G, G.12 and the distribution of fee on those task orders in accordance with Section B, B.3. Award fee, which is not earned in an evaluation period cannot be reallocated to future evaluation periods.

(f) (1) Provisional award fee payments will be made under this contract pending the determination of the amount of fee earned for an evaluation period. If applicable, provisional award fee payments will be made to the Contractor on a monthly basis. The total amount of award fee available in an evaluation period that will be provisionally paid is the lesser of 75 percent or the prior period's evaluation score.

(2) Provisional award fee payments will be superseded by the final award fee evaluation for that period. If provisional payments exceed the final evaluation score, the Contractor will either credit the next payment voucher for the amount of such overpayment or refund the difference to the Government, as directed by the Contracting Officer.

(3) If the Contracting Officer determines that the Contractor will not achieve a level of performance commensurate with the provisional rate, payment of provisional award fee will be discontinued or reduced in such amounts as the Contracting Officer deems appropriate. The Contracting Officer will notify the Contractor in writing if it is determined that such discontinuance or reduction is appropriate.

(4) Provisional award fee payments will not be made prior to the first award fee determination by the Government.

(g) Award fee determinations are unilateral decisions made solely at the discretion of the Government.”

II. The following reporting requirement is hereby added to Exhibit B, Contract Documentation Requirements:

“N. Monthly Accounting and Appropriation Spreadsheet – The Contractor shall submit a monthly spreadsheet that contains accounting data (RTR number, Job Order number, PY, and the amount) for each Purchase Request obligated on the contract. This data shall be formatted by Task Order and be correlated to the following Monthly Financial Management Report (533M) data: 1)533 Monthly Actual Costs, 2) 533 Monthly Planned Cost, 3)533 Cumulative to Date Actual Costs, and 4) 533 Cumulative to Date Planned Costs. The spreadsheet shall be submitted in electronic format and is due no later than the 10th operating day following the close of the Contractor’s accounting period being reported.”

III. Paragraph C, Part II - Document Distribution Requirements, of Exhibit B is hereby revised to add the following report to the list of Documents:

<u>DOCUMENT</u>	<u>LETTER CODE AND DISTRIBUTION</u>
“Monthly Accounting and Appropriation Spreadsheet	E-1”

OMB Approval #: Z700-0042

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 27	3. EFFECTIVE DATE See Block 16C	4. REGISTRATION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (if applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23861-0001	CODE	7. ADMINISTERED BY (if other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(X)	9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11)
CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135	
FACILITY CODE		10B. DATED (SEE ITEM 13) 11/3/00	

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(X)	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 data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(a).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

The purpose of this modification is to deobligate the contract funding by \$974,403 (\$913,196 for cost and \$61,207 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,247,832. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,432,550 obligated under this contract for payment of fee".

Except as provided herein, all terms and conditions of the document referenced in Item 8A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Andrew Stokowski, Program Manager Arthur Leaderman <i>Arthur Leaderman</i>	15B. CONTRACTING OFFICER <i>Arthur Leaderman</i>	15C. DATE SIGNED 9/10/00	15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	15B. UNITED STATES OF AMERICA BY <i>C. Tom Weih</i>	15C. DATE SIGNED 9/11/00
(Signature of person authorized to sign)		(Signature of Contracting Officer)			

NSN 7540-01-182-8070
PREVIOUS EDITION UNUSABLE

-106

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Total	\$21,247,932	\$1,432,550	\$22,680,482

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
01RAC	\$93,500	\$6,500	(\$24,000)	(\$1,719)	\$69,500	\$4,781	-\$25,719
02RAD	\$100,980	\$7,020	(\$9,300)	(\$700)	\$91,680	\$6,320	-\$10,000
02RCB	\$159,185	\$10,474	(\$13,800)	(\$930)	\$145,385	\$9,544	-\$14,730
03RBJ	\$103,784	\$7,216	(\$4,700)	(\$300)	\$99,084	\$6,916	-\$5,000
03RCF	\$699,255	\$48,611	(\$81,000)	(\$5,365)	\$618,255	\$43,246	-\$86,365
04RCE	\$521,936	\$34,223	(\$47,000)	(\$3,000)	\$474,936	\$31,223	-\$50,000
05RAC	\$127,382	\$8,855	(\$20,600)	(\$1,400)	\$106,782	\$7,455	-\$22,000
05RBG	\$31,894	\$2,217	(\$4,196)	\$0	\$27,698	\$2,217	-\$4,196
05RCC	\$410,932	\$28,568	(\$11,500)	(\$745)	\$399,432	\$27,823	-\$12,245
06RAC	\$123,846	\$8,610	(\$36,600)	(\$2,398)	\$87,246	\$6,212	-\$38,998
06RBG	\$127,160	\$8,840	(\$18,800)	(\$1,200)	\$108,360	\$7,640	-\$20,000
06RCD	\$1,362,150	\$89,850	(\$211,000)	(\$14,125)	\$1,151,150	\$75,725	-\$225,125
07RAC	\$160,310	\$11,145	(\$11,800)	(\$800)	\$148,510	\$10,345	-\$12,600
08RCE	\$530,145	\$36,855	(\$16,900)	(\$1,100)	\$513,245	\$35,755	-\$18,000
08RDB	\$42,075	\$2,925	(\$2,500)	\$0	\$39,575	\$2,925	-\$2,500
09RCE	\$299,200	\$20,800	(\$28,000)	(\$2,000)	\$271,200	\$18,800	-\$30,000
10RDE	\$247,591	\$14,709	(\$28,000)	(\$2,000)	\$219,591	\$12,709	-\$30,000
12RAB	\$556,184	\$34,007	(\$75,000)	(\$5,000)	\$481,184	\$29,007	-\$80,000
11RAD	\$143,055	\$9,945	(\$28,000)	(\$2,000)	\$115,055	\$7,945	-\$30,000
13RDF	\$336,600	\$23,400	(\$11,200)	(\$800)	\$325,400	\$22,600	-\$12,000
14RAC	\$38,000	\$2,000	(\$21,500)	(\$1,500)	\$16,500	\$500	-\$23,000
14RFH	\$113,340	\$7,667	(\$3,300)	\$0	\$110,040	\$7,667	-\$3,300
15RDE	\$180,692	\$12,561	(\$36,600)	(\$2,400)	\$144,092	\$10,161	-\$39,000
16RAB	\$93,500	\$6,500	(\$12,700)	(\$800)	\$80,800	\$5,700	-\$13,500
17RAD	\$40,729	\$2,647	(\$15,100)	(\$1,025)	\$25,629	\$1,622	-\$16,125
17RDI	\$263,750	\$16,250	(\$14,000)	(\$1,000)	\$249,750	\$15,250	-\$15,000
18RDI	\$112,200	\$7,800	(\$28,000)	(\$2,000)	\$84,200	\$5,800	-\$30,000
19RAC	\$118,345	\$8,227	(\$18,800)	(\$1,200)	\$99,545	\$7,027	-\$20,000
20RDA	\$543,074	\$37,752	(\$40,000)	(\$3,000)	\$503,074	\$34,752	-\$43,000
25RAA	\$97,248	\$6,761	(\$14,000)	(\$1,000)	\$83,248	\$5,761	-\$15,000
25RDC	\$152,725	\$10,075	(\$18,800)	(\$1,200)	\$133,925	\$8,875	-\$20,000
27RAE	\$ 46,750	\$ 3,250	(\$6,500)	(\$500)	\$40,250	\$2,750	-\$7,000
			(\$913,196)	(\$61,207)			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA1625	01	R27096	706861101	-\$25,719	01RAC	DEOBLIGATE
RA1542	01	R26700	706241105	-\$10,000	02RAD	DEOBLIGATE
RCB1099	01	R27127	706323102	-\$14,730	02RCB	DEOBLIGATE
RBJ1190	01	R27106	706313180	-\$5,000	03RBJ	DEOBLIGATE
RCF1142	01	R26889	706241103	-\$40,000	03RCF	DEOBLIGATE
RCF1143	01	R27294	706611101	-\$40,000	03RCF	DEOBLIGATE
RCF1112	01	R27347	710702102	-\$6,365	03RCF	DEOBLIGATE
RCE1193	01	R26717	706871101	-\$29,000	04RCE	DEOBLIGATE
RCE1195	01	R26904	706611102	-\$21,000	04RCE	DEOBLIGATE
RA1607	01	R26755	706176101	-\$22,000	05RAC	DEOBLIGATE
RBG1116	01	R27671	706313180	-\$4,196	05RBG	DEOBLIGATE
RCC1075	01	R26896	706316103	-\$12,245	05RCC	DEOBLIGATE
RA1486	01	R27345	710702120	-\$11,680	06RAC	DEOBLIGATE
RA1609	01	R26755	706176101	-\$27,318	06RAC	DEOBLIGATE
RBG1162	01	R27239	706321104	-\$20,000	06RBG	DEOBLIGATE
RCD1203	01	R27643	706213101	-\$35,750	06RCD	DEOBLIGATE
RCD1203	01	R27646	706212101	-\$48,125	06RCD	DEOBLIGATE
RCD1203	01	R27645	706212102	-\$50,000	06RCD	DEOBLIGATE
RCD1234	01	R27123	706323101	-\$41,250	06RCD	DEOBLIGATE
RCD1250	01	R27687	706323183	-\$50,000	06RCD	DEOBLIGATE
RA1610	01	R26717	706871101	-\$12,600	07RAC	DEOBLIGATE
RCE1194	01	R27292	706323103	-\$18,000	08RCE	DEOBLIGATE
RDB1046	01	R26725	706177103	-\$2,500	08RDB	DEOBLIGATE
RCE1223	01	R26898	706636101	-\$15,000	09RCE	DEOBLIGATE
RCE1196	01	R26898	706636101	-\$15,000	09RCE	DEOBLIGATE
RDE1109	01	R26743	706622102	-\$30,000	10RDE	DEOBLIGATE
RA1600	01	R26717	706871101	-\$80,000	12RAB	DEOBLIGATE
RA1428	01	R26700	706241106	-\$20,000	11RAD	DEOBLIGATE
RA1544	01	R26700	706241406	-\$10,000	11RAD	DEOBLIGATE
RDF1089	01	R26744	706622103	-\$12,000	13RDF	DEOBLIGATE
RA1735	01	R27345	710702120	-\$23,000	14RCA	DEOBLIGATE
RFH1129	01	R26737	706324101	-\$3,300	14RFH	DEOBLIGATE
RDE1110	01	R26743	706622102	-\$39,000	15RDE	DEOBLIGATE
RA1475	01	R26717	706871101	-\$13,500	16RAB	DEOBLIGATE
RA1561	01	R27532	706241105	-\$16,125	17RAD	DEOBLIGATE
RDI1075	01	R26899	706637181	-\$15,000	17RDI	DEOBLIGATE
RDI1065	01	R26734	706314101	-\$30,000	18RDI	DEOBLIGATE
RA1608	01	R26717	706871101	-\$20,000	19RAC	DEOBLIGATE
RDA1100	01	R26729	706253101	-\$43,000	20RDA	DEOBLIGATE
RA1506	01	R26717	706871101	-\$15,000	25RAA	DEOBLIGATE
RDC1051	01	R26742	706622101	-\$20,000	26RDC	DEOBLIGATE
RA1512	01	R26735	706314103	-\$7,000	27RAE	DEOBLIGATE

-\$974,403

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 28		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)		CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	D. OTHER (Specify type of modification and authority)

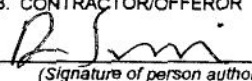
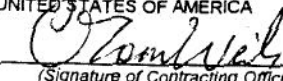
E. IMPORTANT: Contractor is not, is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$137,827 (\$130,200 for cost and \$7,627 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,378,132. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,440,177 obligated under this contract for payment of fee".
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) Andrew Srokowski, Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 9/14/01
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/14/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Total	\$21,378,132	\$1,440,177	\$22,818,309

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
03RAA	\$197,685	\$13,315	\$47,000	\$3,000	\$244,685	\$16,315	\$50,000
04RAA	\$149,600	\$10,400	\$47,000	\$3,000	\$196,600	\$13,400	\$50,000
05RCC	\$399,432	\$27,823	(\$41,000)	(\$2,673)	\$358,432	\$25,150	-\$43,673
08RAA	\$233,093	\$14,600	\$14,100	\$900	\$247,193	\$15,500	\$15,000
09RDB	\$70,125	\$4,875	\$11,300	\$700	\$81,425	\$5,575	\$12,000
10RAA	\$28,263	\$1,965	\$9,400	\$600	\$37,663	\$2,565	\$10,000
14RFH	\$110,040	\$7,667	\$23,500	\$1,500	\$133,540	\$9,167	\$25,000
23RDG	\$80,962	\$5,628	\$4,400	\$0	\$85,362	\$5,628	\$4,400
24RDG	\$60,279	\$4,190	\$5,100	\$0	\$65,379	\$4,190	\$5,100
29RFJ	\$0	\$0	\$9,400	\$600	\$9,400	\$600	\$10,000
			\$130,200	\$7,627			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA.1768	01	R27715	89630000300	\$50,000	03RAA	COMPLETE
RA.1769	01	R27715	89630000300	\$50,000	04RAA	COMPLETE
RCC.1083	01	R27144	75505000100	-\$18,000	05RCC	DEOBLIGATE
RCC1102	01	R27144	75505000100	-\$25,673	05RCC	DEOBLIGATE
RA.1770	01	R26645	75930000200	\$15,000	08RAA	COMPLETE
RDB.1068	01	R26751	70617110400	\$12,000	09RDB	COMPLETE
RA.1771	01	R26645	75930000200	\$10,000	10RAA	COMPLETE
RFH.1196	01	R24234	25940044100	\$25,000	14RFH	COMPLETE
RD.1224	01	R26759	72830100100	\$2,200	23RDG	COMPLETE
	01	R26761	72830100300	\$2,200	23RDG	COMPLETE
RD.1223	01	R26759	72830100100	\$5,100	24RDG	COMPLETE
RFJ.1209	01	R26315	25830000300	\$10,000	29RFJ	COMPLETE

\$137,827

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CI	FACT ID CODE	PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. 29		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			7. ADMINISTERED BY (If other than Item 6)			CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(X)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
RCF.1141; R26791 \$40,000 (Complete)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(X)	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.
X	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)

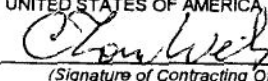
E. IMPORTANT: Contractor is not, is required to sign this document and return 3 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to reobligate \$40,000 in contract funding that was erroneously deobligated via Modification 27 to the contract. Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,415,632. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,442,677 obligated under this contract for payment of fee".
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) Andrew Srokowski, Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED 9/19/01
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Total	\$21,415,632	\$1,442,677	\$22,858,309

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
03RCF	\$618,255	\$43,246	\$37,500	\$2,500	\$655,755	\$45,746	\$40,000
			\$37,500	\$2,500			

AMENDMENT OF SOLICITATION MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 30	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

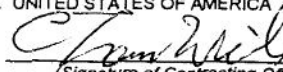
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$182,700 (\$171,600 for cost and \$11,100 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,587,232. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,453,777 obligated under this contract for payment of fee".

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) Andrew Srokowski, Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 9/21/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Total	\$21,587,232	\$1,453,777	\$23,041,009

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$705,239	\$49,028	\$69,200	\$4,500	\$774,439	\$53,528	\$73,700
07RFM	\$135,525	\$9,475	\$28,200	\$1,800	\$163,725	\$11,275	\$30,000
09RBL	\$208,394	\$13,514	\$40,400	\$2,600	\$248,794	\$16,114	\$43,000
15RAA	\$139,865	\$9,135	\$24,400	\$1,600	\$164,265	\$10,735	\$26,000
24RFI	\$77,044	\$5,356	\$9,400	\$600	\$86,444	\$5,956	\$10,000
			\$171,600	\$11,100			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OJ.1054	01	R22413	85310000100	\$48,000	01OJ	COMPLETE
OBAA.1043	01	R24234	25940044100	\$25,700	01OJ	COMPLETE
OBAB.1043	01	R22475	22612131000	\$30,000	07RFM	COMPLETE
RBL.1256	01	R27214	70625510100	\$17,000	09RBL	COMPLETE
OD.1194	01	R27224	70624112000	\$26,000	09RBL	COMPLETE
RA.1763	01	R26645	75930000200	\$6,000	15RAA	COMPLETE
RA.1773	01	R26645	75930000200	\$5,000	15RAA	COMPLETE
RA.1773	01	R27715	89630000300	\$15,000	15RAA	COMPLETE
RFI.1103	01	R26749	25130076400	\$10,000	24RFI	COMPLETE
				\$182,700		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 31		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE		7. ADMINISTERED BY (If other than Item 6)		CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

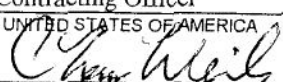
The purpose of this modification is to increase the contract funding by \$173,300 (\$166,602 for cost and \$6,698 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,753,834. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,460,475 obligated under this contract for payment of fee".

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) Andrew Srokowski, Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/25/01
(Signature of person authorized to sign)			

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Total	\$21,753,834	\$1,460,475	\$23,214,309

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
04RCE	\$474,936	\$31,223	\$94,688	\$2,612	\$569,624	\$33,835	\$97,300
08RCE	\$513,245	\$35,755	\$37,114	\$1,886	\$550,359	\$37,641	\$39,000
08RAA	\$247,193	\$15,500	\$23,500	\$1,500	\$270,693	\$17,000	\$25,000
12RFL	\$59,840	\$4,160	\$11,300	\$700	\$71,140	\$4,860	\$12,000
			\$166,602	\$6,698			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCE.1278	01	R26915	71820010300	\$46,900	04RCE	COMPLETE
RCE.1279	01	R27898	70625116000	\$11,400	04RCE	COMPLETE
RCE.1280	01	R28213	72126170100	\$39,000	04RCE	COMPLETE
RCE.1281	01	R28213	72126170100	\$39,000	08RCE	COMPLETE
RA.1774	01	R27712	72110111000	\$10,000	08RAA	COMPLETE
RA.1774	01	R27715	89630000300	\$15,000	08RAA	COMPLETE
RFH.1197	01	R26771	72840300200	\$12,000	12RFL	COMPLETE
				\$173,300		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 32	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
PR: RBJ.1249; R26668; 71405109000; \$5,927 (Complete)

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

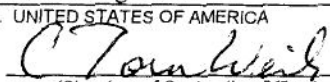
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$5,927 (\$5,927 for cost and \$0 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,759,761. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,460,475 obligated under this contract for payment of fee".

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) Andrew Srokowski, Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED
(Signature of person authorized to sign)	BY  9/27/01 (Signature of Contracting Officer)

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Total	\$21,759,761	\$1,460,475	\$23,220,236

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
30RBJ	\$38,400	\$1,500	\$5,927	\$0	\$44,327	\$1,500	\$5,927
			\$5,927	\$0			

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONT. ID CODE

PAGE OF PAGES

1 3

2. AMENDMENT/MODIFICATION NO.

3. EFFECTIVE DATE

4. REQUISITION/PURCHASE REQ. NO.

5. PROJECT NO. (If applicable)

33

See Block 16C

See Page 3

6. ISSUED BY

CODE

7. ADMINISTERED BY (If other than item 6)

CODE

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)

Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705

(x)

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

X

10A. MODIFICATION OF CONTRACT/ORDER NO.

NAS1-00135

10B. DATED (SEE ITEM 13)

11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.

X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 increase the contract funding by \$87,100 (\$85,500 for cost and \$1,600 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,845,261. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,462,075 obligated under this contract for payment of fee".

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)

C. Tom Weih
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)

9/28/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Total	\$21,845,261	\$1,462,075	\$23,307,336

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
20RBE	\$477,130	\$33,170	\$53,000	\$1,600	\$530,130	\$34,770	\$54,600
26RBE	\$252,450	\$17,550	\$32,500	\$0	\$284,950	\$17,550	\$32,500
			\$85,500	\$1,600			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RBE.1173	01	R27652	78130330100	\$8,100	20RBE	COMPLETE
RBE.1173	01	R28015	72290900100	\$46,500	20RBE	COMPLETE
RBE.1172	01	R27091	78120120100	\$32,500	26RBE	COMPLETE
				\$87,100		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CON ID CODE	PAGE OF PAGES 1 / 3
2. AMENDMENT/MODIFICATION NO. 34		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE	7. ADMINISTERED BY (If other than Item 6)		CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705			(x)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
			X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135	
				10B. DATED (SEE ITEM 13) 11/3/00	
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 ___ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

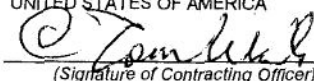
The purpose of this modification is to increase the contract funding by \$14,886 (\$14,000 for cost and \$886 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$21,859,261. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,462,961 obligated under this contract for payment of fee".

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)	
		C. Tom Weih 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)	10-12-01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Total	\$21,859,261	\$1,462,961	\$23,322,222

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
16RFF	\$53,295	\$3,705	\$14,000	\$886	\$67,295	\$4,591	\$14,886
16RBJ	\$88,826	\$6,174	(\$12,750)	(\$750)	\$76,076	\$5,424	-\$13,500
*30RBJ	\$44,327	\$1,500	\$12,750	\$750	\$57,077	\$2,250	\$13,500
			\$14,000	\$886			

* The requirements of 16RBJ have been transferred to Task 30RBJ. As a result, the funding from Task 16RBJ is transferred to 30RBJ.

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCG.1163	01	R27574	75701001600	\$12,240	16RFF	COMPLETE
RCG.1163	01	R27578	75701001100	\$2,646	16RFF	COMPLETE
RBJ.1192	01	M4189	99220087100	-\$13,500	16RBJ	COMPLETE
RBJ.1192	01	M4189	99220087100	\$13,500	30RBJ	COMPLETE
				\$14,886		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 35	3. EFFECTIVE DATE See Block I6C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 increase the contract funding by \$248,000 (\$235,100 for cost and \$12,900 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,094,361. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,475,861 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Tom Weih</i> (Signature of Contracting Officer)	16C. DATE SIGNED 10/19/01
(Signature of person authorized to sign)			

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Total	\$22,094,361	\$1,475,861	\$23,570,222

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
04RFK	\$28,050	\$1,950	\$12,200	\$800	\$40,250	\$2,750	\$13,000
09RAC	\$76,335	\$4,971	\$18,800	\$1,200	\$95,135	\$6,171	\$20,000
10RDE	\$219,591	\$12,709	\$74,000	\$4,000	\$293,591	\$16,709	\$78,000
13RFL	\$63,575	\$3,925	\$14,000	\$1,000	\$77,575	\$4,925	\$15,000
23RDG	\$85,362	\$5,628	\$11,300	\$700	\$96,662	\$6,328	\$12,000
24RDG	\$65,379	\$4,190	\$9,400	\$600	\$74,779	\$4,790	\$10,000
24RFI	\$86,444	\$5,956	\$10,000	\$0	\$96,444	\$5,956	\$10,000
30RAC	\$0	\$0	\$9,400	\$600	\$9,400	\$600	\$10,000
30RBJ	\$57,077	\$2,250	\$76,000	\$4,000	\$133,077	\$6,250	\$80,000
			\$235,100	\$12,900			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RFK.1198	02	R26921	62243315300	\$13,000	04RFK	COMPLETE
RA.1778	01	R26721	70687210100	\$20,000	09RAC	COMPLETE
RDE.1155	02	R28203	70621710200	\$78,000	10RDE	COMPLETE
RCG.1169	02	R26908	70663510200	\$15,000	13RFL	COMPLETE
RD.1230	02	R26761	72830100300	\$12,000	23RDG	COMPLETE
RD.1231	02	R26761	72830100300	\$10,000	24RDG	COMPLETE
RFI.1106	01	R26749	25130076400	\$10,000	24RFI	COMPLETE
RA.1777	01	R26721	70687210100	\$10,000	30RAC	COMPLETE
RBJ.1257	02	M4525	99220086100	\$80,000	30RBJ	COMPLETE
				\$248,000		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT. T. ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 36	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

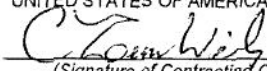
The purpose of this modification is to increase the contract funding by \$183,220 (\$174,820 for cost and \$8,400 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,269,181. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,484,261 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 10-29-01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Total	\$22,269,181	\$1,484,261	\$23,753,442

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
*010J	\$774,439	\$53,528	(\$24,200)	(\$1,500)	\$750,239	\$52,028	-\$25,700
*01RFH	\$65,450	\$4,550	\$24,200	\$1,500	\$89,650	\$6,050	\$25,700
04RCE	\$569,624	\$33,835	\$64,500	\$4,000	\$634,124	\$37,835	\$68,500
09RDB	\$81,425	\$5,575	\$10,400	\$600	\$91,825	\$6,175	\$11,000
09RFL	\$63,000	\$3,900	\$7,000	\$0	\$70,000	\$3,900	\$7,000
11RCB	\$0	\$0	\$7,600	\$400	\$7,600	\$400	\$8,000
15RFH	\$193,900	\$13,100	\$52,600	\$3,400	\$246,500	\$16,500	\$56,000
26RBE	\$284,950	\$17,550	\$5,720	\$0	\$290,670	\$17,550	\$5,720
33RBI	\$275,357	\$19,143	\$25,000	\$0	\$300,357	\$19,143	\$25,000
34RBM	\$75,282	\$5,153	\$2,000	\$0	\$77,282	\$5,153	\$2,000
			\$174,820	\$8,400			

* Mod 30 to this contract erroneously added \$25,700 to task 010J when it should have been added to task 01RFH. As a result, the funding for task 010J is decreased by \$25,700 and task 01RFH is increased by \$25,700.

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA.1043	01	R24234	25940044100	-\$25,700	01OJ	COMPLETE
OBAA.1043	01	R24234	25940044100	\$25,700	01RFH	COMPLETE
RCE.1274	01	R27982	72120000100	\$22,500	04RCE	COMPLETE
RCE.1274	01	R27988	72120000100	\$46,000	04RCE	COMPLETE
RDB.1078	02	R26751	70617110400	\$11,000	09RDB	COMPLETE
RD.1236	02	M4282	99262100600	\$7,000	09RFL	COMPLETE
RCB.1130	02	M4235	99220087100	\$8,000	11RCB	COMPLETE
OBAC.1072	01	R22236	22792434000	\$25,000	15RFH	COMPLETE
OBAC.1072	01	R26010	49540000200	\$31,000	15RFH	COMPLETE
RBE.1171	01	R27088	78130140100	\$2,520	26RBE	COMPLETE
RBE.1171	01	R27114	70681129200	\$3,200	26RBE	COMPLETE
RBI.1144	02	R26930	70651711000	\$25,000	33RBI	COMPLETE
RBM.1119	02	M4235	99220087100	\$2,000	34RBM	COMPLETE

\$183,220

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

1. CONT. ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 37
3. EFFECTIVE DATE See Block I6C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)

Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705

(x) 9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
X 10A. MODIFICATION OF CONTRACT/ORDER NO.
NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00

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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- (x) 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.
- X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 increase the contract funding by \$211,000 (\$201,575 for cost and \$9,425 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,470,756. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,493,686 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Tom Weih</i> (Signature of Contracting Officer)	16C. DATE SIGNED 11-2-01
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Mod 37	\$201,575	\$9,425	\$211,000
Total	\$22,470,756	\$1,493,686	\$23,964,442

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$130,900	\$9,100	\$16,500	\$500	\$147,400	\$9,600	\$17,000
02RDI	\$210,375	\$14,625	\$61,575	\$2,425	\$271,950	\$17,050	\$64,000
04RBB	\$119,993	\$8,342	\$18,800	\$1,200	\$138,793	\$9,542	\$20,000
21RDE	\$130,385	\$8,375	\$37,600	\$2,400	\$167,985	\$10,775	\$40,000
25RFL	\$39,270	\$2,730	\$6,700	\$300	\$45,970	\$3,030	\$7,000
30RBJ	\$133,077	\$6,250	\$62,000	\$3,000	\$195,077	\$9,250	\$65,000
31RBJ	\$149,600	\$10,400	\$7,800	\$200	\$157,400	\$10,600	\$8,000
11RAD	\$115,055	\$7,945	-\$9,400	-\$600	\$105,655	\$7,345	-\$10,000
			\$201,575	\$9,425			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCA.1280	02	R28189	70685220100	\$17,000	01RCA	COMPLETE
RD.1238	01	R27893	72264105300	\$64,000	02RDI	COMPLETE
RBB.1074	02	R28251	70631310300	\$20,000	04RBB	COMPLETE
RDE.1157	02	R26780	72860200100	\$40,000	21RDE	COMPLETE
OKE.1007	02	R26751	70617110400	\$7,000	25RFL	COMPLETE
RBJ.1261	02	M4524	99220086100	\$65,000	30RBJ	COMPLETE
RBJ.1263	02	M4524	99220086100	\$8,000	31RBJ	COMPLETE
RA.1544	01	R26700	70624110600	-\$10,000	11RAD	DEOBLIGATE
				\$211,000		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 38
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
NASI-00135
10B. DATED (SEE ITEM 13)
11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 increase the contract funding by \$285,225 (\$269,334 for cost and \$15,891 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,740,090. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,509,577 obligated under this contract for payment of fee".

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)
C. Tom Weih
Contracting Officer
15B. CONTRACTOR/OFFEROR
15C. DATE SIGNED
16B. UNITED STATES OF AMERICA
BY C Tom Weih
(Signature of Contracting Officer)
16C. DATE SIGNED
11-9-01

PHOTOCOPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Mod 37	\$201,575	\$9,425	\$211,000
Mod 38	\$269,334	\$15,891	\$285,225
Total	\$22,740,090	\$1,509,577	\$24,249,667

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$750,239	\$52,028	\$23,500	\$1,500	\$773,739	\$53,528	\$25,000
01RDH	\$169,235	\$11,765	\$33,000	\$2,000	\$202,235	\$13,765	\$35,000
02RAD	\$91,680	\$6,320	\$7,500	\$500	\$99,180	\$6,820	\$8,000
03RBJ	\$99,084	\$6,916	\$3,000	\$0	\$102,084	\$6,916	\$3,000
03RDH	\$93,500	\$6,500	\$7,500	\$500	\$101,000	\$7,000	\$8,000
05RAC	\$106,782	\$7,455	\$5,000	\$0	\$111,782	\$7,455	\$5,000
06RAC	\$87,246	\$6,212	\$5,000	\$0	\$92,246	\$6,212	\$5,000
07RDE	\$71,060	\$4,940	\$7,750	\$491	\$78,810	\$5,431	\$8,241
09RAC	\$95,135	\$6,171	\$9,400	\$600	\$104,535	\$6,771	\$10,000
12RAB	\$481,184	\$29,007	\$18,800	\$1,200	\$499,984	\$30,207	\$20,000
15RDE	\$144,092	\$10,161	\$18,800	\$1,200	\$162,892	\$11,361	\$20,000
16RAB	\$80,800	\$5,700	\$9,400	\$600	\$90,200	\$6,300	\$10,000
19RDP	\$367,343	\$25,537	\$33,000	\$2,000	\$400,343	\$27,537	\$35,000
20RFM	\$46,039	\$3,201	\$18,800	\$1,200	\$64,839	\$4,401	\$20,000
24RFI	\$96,444	\$5,956	\$3,301	\$0	\$99,745	\$5,956	\$3,301
26RBE	\$290,670	\$17,550	\$30,500	\$2,000	\$321,170	\$19,550	\$32,500
27RAE	\$40,250	\$2,750	\$9,400	\$600	\$49,650	\$3,350	\$10,000
28RDD	\$126,225	\$8,775	\$23,500	\$1,500	\$149,725	\$10,275	\$25,000
28RFM	\$15,241	\$1,059	\$2,183	\$0	\$17,424	\$1,059	\$2,183
			\$269,334	\$15,891			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA.1053	01	R24192	25940022000	\$25,000	01OJ	COMPLETE
RDH.1132	02	R26770	72840300100	\$25,000	01RDH	COMPLETE
RDH.1132	02	R26781	72860300100	\$10,000	01RDH	COMPLETE
RA.1794	01	R26700	70624110600	\$8,000	02RAD	COMPLETE
RBJ.1269	02	M4524	99220086100	\$3,000	03RBJ	COMPLETE
RDI.1082	01	R28208	25870222000	\$8,000	03RDH	COMPLETE
RA.1789	02	R28471	70688210200	\$5,000	05RAC	COMPLETE
RA.1792	01	R28471	70688210200	\$5,000	06RAC	COMPLETE
RDE.1097	01	R26780	72860200100	\$8,241	07RDE	COMPLETE
RA.1791	02	R28084	72704200100	\$10,000	09RAC	COMPLETE
RA.1775	02	R26717	70687110100	\$20,000	12RAB	COMPLETE
RDE.1159	02	R28203	70621710200	\$20,000	15RDE	COMPLETE
RA.1776	02	R26717	70687110100	\$10,000	16RAB	COMPLETE
RDP.1222	02	M4278	99230110400	\$35,000	19RDP	COMPLETE
OH.1058	02	R28052	71405302000	\$20,000	20RFM	COMPLETE
RFI.1107	01	R26749	25130076400	\$3,301	24RFI	COMPLETE
OD.1204	01	R27091	78120120100	\$32,500	26RBE	COMPLETE
RA.1784	02	R28365	70631210100	\$10,000	27RAE	COMPLETE
RDD.1121	02	R28057	72701260100	\$25,000	28RDD	COMPLETE
RFM.1050	01	R24386	32327000100	\$2,183	28RFM	COMPLETE
				\$285,225		

AMENDMENT OF SOLICITATION OR MODIFICATION OF CONTRACT

1. CONT. ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 39
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO. X NAS1-00135
10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- (x) 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.
- X 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)

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

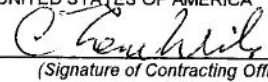
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$194,000 (\$183,727 for cost and \$10,273 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$22,923,817. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,519,850 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 11/16/01
(Signature of person authorized to sign)			

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Mod 37	\$201,575	\$9,425	\$211,000
Mod 38	\$269,334	\$15,891	\$285,225
Mod 39	\$183,727	\$10,273	\$194,000
Total	\$22,923,817	\$1,519,850	\$24,443,667

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$240,142	\$15,947	\$67,027	\$2,973	\$307,169	\$18,920	\$70,000
01RAC	\$69,500	\$4,781	\$9,400	\$600	\$78,900	\$5,381	\$10,000
03RAA	\$244,685	\$16,315	\$22,600	\$1,400	\$267,285	\$17,715	\$24,000
04RAA	\$196,600	\$13,400	\$28,200	\$1,800	\$224,800	\$15,200	\$30,000
15RAA	\$164,265	\$10,735	\$9,400	\$600	\$173,665	\$11,335	\$10,000
22RFJ	\$67,400	\$4,306	\$11,300	\$700	\$78,700	\$5,006	\$12,000
25RBD	\$0	\$0	\$14,100	\$900	\$14,100	\$900	\$15,000
26RFH	\$24,310	\$1,690	\$7,600	\$400	\$31,910	\$2,090	\$8,000
29RAA	\$9,400	\$600	\$14,100	\$900	\$23,500	\$1,500	\$15,000
			\$183,727	\$10,273			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1140	01	R26722	29780000100	\$70,000	01AH	COMPLETE
RA.1790	02	R28471	70688210200	\$10,000	01RAC	COMPLETE
RA.1800	01	R27715	89630000300	\$24,000	03RAA	COMPLETE
RA.1801	01	R27715	89630000300	\$30,000	04RAA	COMPLETE
RA.1802	01	R27715	89630000300	\$10,000	15RAA	COMPLETE
RFJ.1219	01	R22315	25870211300	\$12,000	22RFJ	COMPLETE
RBD.1162	01	R27064	70631118000	\$15,000	25RBD	COMPLETE
RFH.1208	02	M1878	99235150400	\$8,000	26RFH	COMPLETE
RA.1803	01	R27715	89630000300	\$15,000	29RAA	COMPLETE
				\$194,000		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 40
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO. X NASI-00135
10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required) See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- (x) 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.
- X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 increase the contract funding by \$593,416 (\$572,362 for cost and \$21,054 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$23,496,179. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,540,904 obligated under this contract for payment of fee”. 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) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR
15C. DATE SIGNED
16B. UNITED STATES OF AMERICA BY *C. Tom Weih* (Signature of Contracting Officer)
16C. DATE SIGNED 11/27/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Mod 37	\$201,575	\$9,425	\$211,000
Mod 38	\$269,334	\$15,891	\$285,225
Mod 39	\$183,727	\$10,273	\$194,000
Mod 40	\$572,362	\$21,054	\$593,416
Total	\$23,496,179	\$1,540,904	\$25,037,083

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RBF	\$82,363	\$5,354	\$11,300	\$700	\$93,663	\$6,054	\$12,000
03RBJ	\$102,084	\$6,916	\$11,500	\$500	\$113,584	\$7,416	\$12,000
03RCF	\$655,755	\$45,746	\$45,000	\$0	\$700,755	\$45,746	\$45,000
04RDM	\$87,890	\$6,110	\$15,500	\$500	\$103,390	\$6,610	\$16,000
05OCB	\$98,205	\$6,827	\$15,930	\$513	\$114,135	\$7,340	\$16,443
05RDM	\$87,983	\$6,117	\$19,500	\$500	\$107,483	\$6,617	\$20,000
06RBG	\$108,360	\$7,640	\$5,000	\$0	\$113,360	\$7,640	\$5,000
06RDM	\$62,177	\$4,323	\$7,826	\$188	\$70,003	\$4,511	\$8,014
08RDB	\$39,575	\$2,925	\$4,800	\$0	\$44,375	\$2,925	\$4,800
11RBJ	\$213,180	\$14,820	\$20,000	\$0	\$233,180	\$14,820	\$20,000
12RAB	\$499,984	\$30,207	\$9,400	\$600	\$509,384	\$30,807	\$10,000
12RBA	\$98,175	\$6,825	\$22,855	\$0	\$121,030	\$6,825	\$22,855
14RAC	\$16,500	\$500	\$9,400	\$600	\$25,900	\$1,100	\$10,000
14RBG	\$87,563	\$6,087	\$11,688	\$312	\$99,251	\$6,399	\$12,000
15RFH	\$246,500	\$16,500	\$65,000	\$4,000	\$311,500	\$20,500	\$69,000
16RAB	\$90,200	\$6,300	\$1,835	\$0	\$92,035	\$6,300	\$1,835
16RDC	\$48,438	\$3,367	\$4,000	\$0	\$52,438	\$3,367	\$4,000
18RBG	\$168,147	\$11,133	\$11,500	\$500	\$179,647	\$11,633	\$12,000
20RBE	\$530,130	\$34,770	\$61,500	\$3,500	\$591,630	\$38,270	\$65,000
20RDA	\$503,074	\$34,752	\$48,500	\$1,500	\$551,574	\$36,252	\$50,000
22RDG	\$122,046	\$8,484	\$14,975	\$25	\$137,021	\$8,509	\$15,000
23RDG	\$96,662	\$6,328	\$17,308	\$692	\$113,970	\$7,020	\$18,000
24RDG	\$74,779	\$4,790	\$9,600	\$400	\$84,379	\$5,190	\$10,000
24RFI	\$99,745	\$5,956	\$2,335	\$0	\$102,080	\$5,956	\$2,335
26RBE	\$321,170	\$19,550	\$31,000	\$1,500	\$352,170	\$21,050	\$32,500
27RBG	\$132,396	\$9,204	\$13,500	\$500	\$145,896	\$9,704	\$14,000
30RBJ	\$195,077	\$9,250	\$47,000	\$3,000	\$242,077	\$12,250	\$50,000
30RFH	\$0	\$0	\$1,902	\$124	\$1,902	\$124	\$2,026
31RBJ	\$157,400	\$10,600	\$14,500	\$500	\$171,900	\$11,100	\$15,000
32RBJ	\$196,350	\$13,650	\$8,608	\$0	\$204,958	\$13,650	\$8,608
35RBG	\$57,708	\$4,012	\$9,600	\$400	\$67,308	\$4,412	\$10,000
			\$572,362	\$21,054			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RBF.1164	02	M4189	99220087100	\$12,000	02RBF	COMPLETE
RBJ.1275	02	M4524	99220086100	\$12,000	03RBJ	COMPLETE
RCF.1180	02	R28209	70662310100	\$30,000	03RCF	COMPLETE
RCF.1173	01	R28019	11140300100	\$15,000	03RCF	COMPLETE
RD.1246	02	M4289	99262100400	\$16,000	04RDM	COMPLETE
OCB.1104	02	R26930	70651711000	\$16,443	05OCB	COMPLETE
RD.1247	02	M4288	99262100400	\$20,000	05RDM	COMPLETE
RBG.1181	02	R28043	71405100100	\$5,000	06RBG	COMPLETE
RD.1248	02	M4287	99262100400	\$8,014	06RDM	COMPLETE
RDB.1079	02	R26725	70617710300	\$4,800	08RDB	COMPLETE
RBJ.1276	02	M4524	99220086100	\$20,000	11RBJ	COMPLETE
RA.1813	01	R26717	70687110100	\$10,000	12RAB	COMPLETE
RBB.1078	01	R0019	72259875200	\$245	12RBA	COMPLETE
RBB.1078	01	R0023	72259875400	\$1,273	12RBA	COMPLETE
RBB.1078	01	R0022	72259875300	\$994	12RBA	COMPLETE
RBB.1078	01	R0021	72259875100	\$20,343	12RBA	COMPLETE
RA.1807	02	R28471	70688210200	\$10,000	14RAC	COMPLETE
RBG.1182	02	R27093	78110130100	\$4,000	14RBG	COMPLETE
RB.1280	02	R27093	78110130100	\$8,000	14RBG	COMPLETE
OBAC.1073	01	R26010	49540000200	\$69,000	15RFH	COMPLETE
RA.1811	01	R26717	70687110100	\$1,835	16RAB	COMPLETE
RD.1240	01	R26762	72830300100	\$4,000	16RDC	COMPLETE
RBG.1183	02	M4235	99220087100	\$12,000	18RBG	COMPLETE
RBE.1178	02	R28107	78110119800	\$22,500	20RBE	COMPLETE
RBE.1178	02	R28106	78110129800	\$27,500	20RBE	COMPLETE
RBE.1175	02	R28100	70625020700	\$10,000	20RBE	COMPLETE
RBE.1175	02	R28107	78110119800	\$5,000	20RBE	COMPLETE
RD.1249	02	M4235	99220087100	\$50,000	20RDA	COMPLETE
RD.1242	02	R26761	72830100300	\$15,000	22RDG	COMPLETE
RD.1241	02	R26761	72830100300	\$18,000	23RDG	COMPLETE
RD.1243	02	R26761	72830100300	\$10,000	24RDG	COMPLETE
RFI.1108	02	R26749	25130076400	\$2,335	24RFI	COMPLETE
RBE.1176	02	R27091	78120120100	\$32,500	26RBE	COMPLETE
RBG.1184	02	M4235	99220087100	\$14,000	27RBG	COMPLETE
RBJ.1273	02	M4524	99220086100	\$50,000	30RBJ	COMPLETE
RCG.1184	02	R28514	70662310100	\$2,026	30RFH	COMPLETE
RBJ.1274	02	M4524	99220086100	\$15,000	31RBJ	COMPLETE
RBJ.1277	02	M4524	99220086100	\$8,608	32RBJ	COMPLETE
RBG.1185	02	M4235	99220087100	\$10,000	35RBG	COMPLETE

\$593,416

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

CONTRACT ID CODE

PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. **41** 3. EFFECTIVE DATE **See Block 16C** 4. REQUISITION/PURCHASE REQ. NO. **See Page 3** 5. PROJECT NO. (If applicable)

6. ISSUED BY **National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001** 7. ADMINISTERED BY (If other than item 6)

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
**Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705**

9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO. **NAS1-00135** 10B. DATED (SEE ITEM 13) **11/3/00**

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- (x) 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).
- X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: **Mutual Agreement**
- D. OTHER (Specify type of modification and authority)

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

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

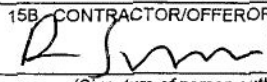
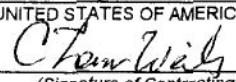
The purpose of this modification is to provide a net increase to the contract funding by \$415,201 (\$395,000 for cost and \$20,201 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$23,891,179. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,561,105 obligated under this contract for payment of fee".

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) ANDREW SROTHOWSKI SAMS PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 12/7/01

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Mod 37	\$201,575	\$9,425	\$211,000
Mod 38	\$269,334	\$15,891	\$285,225
Mod 39	\$183,727	\$10,273	\$194,000
Mod 40	\$572,362	\$21,054	\$593,416
Mod 41	\$395,000	\$20,201	\$415,201
Total	\$23,891,179	\$1,561,105	\$25,452,284

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OC	0	0	\$9,500	\$500	\$9,500	\$500	\$10,000
01RCA	\$147,400	\$9,600	\$14,700	\$300	\$162,100	\$9,900	\$15,000
03RDH	\$101,000	\$7,000	\$11,300	\$700	\$112,300	\$7,700	\$12,000
03RFF	\$90,241	\$5,866	\$33,000	\$2,000	\$123,241	\$7,866	\$35,000
05RAC	\$111,782	\$7,455	\$47,000	\$3,000	\$158,782	\$10,455	\$50,000
08RCE	\$550,359	\$37,641	\$2,500	\$0	\$552,859	\$37,641	\$2,500
09RBL	\$248,794	\$16,114	\$14,000	\$1	\$262,794	\$16,115	\$14,001
09RDB	\$91,825	\$6,175	\$56,000	\$3,400	\$147,825	\$9,575	\$59,400
10RFQ	\$38,335	\$2,665	\$4,000	\$0	\$42,335	\$2,665	\$4,000
12RBA	\$121,030	\$6,825	\$22,000	\$1,000	\$143,030	\$7,825	\$23,000
13RFL	\$77,575	\$4,925	\$71,500	\$3,500	\$149,075	\$8,425	\$75,000
14RDD	\$240,362	\$14,138	\$16,500	\$1,000	\$256,862	\$15,138	\$17,500
16RFF	\$67,295	\$4,591	\$17,000	\$1,000	\$84,295	\$5,591	\$18,000
18RFH	\$66,946	\$4,654	\$10,000	\$0	\$76,946	\$4,654	\$10,000
21RAB	\$527,450	\$36,550	\$1,800	\$0	\$529,250	\$36,550	\$1,800
25RBD	\$14,100	\$900	(\$14,100)	(\$900)	\$0	\$0	(\$15,000)
28RDD	\$149,725	\$10,275	\$19,100	\$900	\$168,825	\$11,175	\$20,000
30RAC	\$9,400	\$600	\$47,000	\$3,000	\$56,400	\$3,600	\$50,000
34RBM	\$77,282	\$5,153	\$12,200	\$800	\$89,482	\$5,953	\$13,000
			\$395,000	\$20,201			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OC.1006	02	R28503	70685540100	\$10,000	010C	COMPLETE
RCA.1303	02	R28189	70685220100	\$15,000	01RCA	COMPLETE
RD.1252	02	R28208	25870222000	\$2,000	03RDH	COMPLETE
	02	R28506	70625021600	\$10,000	03RDH	COMPLETE
RCD.1297	02	R28295	75506001000	\$35,000	03RFF	COMPLETE
RA.1825	02	R28523	70617610200	\$50,000	05RAC	COMPLETE
RCE.1277	01	R26750	70617110300	\$2,500	08RCE	COMPLETE
RBL.1271	02	M4235	99235121200	\$14,001	09RBL	COMPLETE
RDB.1084	02	R28851	70617120200	\$59,400	09RDB	COMPLETE
RFQ.1052	02	R26751	70617110400	\$2,000	10RFQ	COMPLETE
RFQ.1052	02	R28135	70625022700	\$2,000	10RFQ	COMPLETE
RBB.1083	01	R0022	72259875300	\$23,000	12RBA	COMPLETE
RCC.1185	02	R28514	70662310100	\$75,000	13RFL	COMPLETE
RDD.1086	02	R26778	72860100300	\$7,500	14RDD	COMPLETE
RDD.1081	02	R26778	72860100300	\$10,000	14RDD	COMPLETE
RCG.1179	02	R28335	70632310400	\$18,000	16RFF	COMPLETE
RFH.1212	02	M1878	99235150400	\$10,000	18RFH	COMPLETE
RA.1821	02	R26717	70687110100	\$1,800	21RAB	COMPLETE
RBD.1162	02	R27064	70631118000	-\$15,000	25RBD	DEOBLIGATE
RDD.1121	02	R28057	72701260100	\$20,000	28RDD	COMPLETE
RA.1831	02	R28523	70617610200	\$50,000	30RAC	COMPLETE
RBM.1121	02	M4235	99220087100	\$13,000	34RBM	COMPLETE
				\$415,201		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT	1. CONTRAC CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. 42	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
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6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6) CODE
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

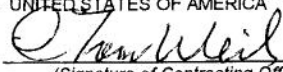
E. IMPORTANT: Contractor is not, is required to sign this document and return ____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purposes of this modification are to increase the contract funding by \$1,514,968 (\$1,432,756 for cost and \$82,212 for fee), and to update the Register of Wage Determinations and Fringe Benefits contained as Exhibit C to the contract. Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$25,323,935. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,643,317 obligated under this contract for payment of fee”.
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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
(Signature of person authorized to sign)		16C. DATE SIGNED 12/14/01

FILE COPY

B. The Register of Wage Determinations and Fringe Benefits (94-2544 – Revision No. 18) contained as Exhibit C to the contract are deleted in their entirety, and the Wage Determinations and Fringe Benefits (94-2544 – Revision No. 23) contained as Attachment 1 to this modification are hereby substituted in lieu thereof.

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 24	\$22,027,528	\$1,489,557	\$23,517,085
Mod 25	\$133,600	\$4,200	\$137,800
Mod 26	\$0	\$0	\$0
Mod 27	-\$913,196	-\$61,207	-\$974,403
Mod 28	\$130,200	\$7,627	\$137,827
Mod 29	\$37,500	\$2,500	\$40,000
Mod 30	\$171,600	\$11,100	\$182,700
Mod 31	\$166,602	\$6,698	\$173,300
Mod 32	\$5,927	\$0	\$5,927
Mod 33	\$85,500	\$1,600	\$87,100
Mod 34	\$14,000	\$886	\$14,886
Mod 35	\$235,100	\$12,900	\$248,000
Mod 36	\$174,820	\$8,400	\$183,220
Mod 37	\$201,575	\$9,425	\$211,000
Mod 38	\$269,334	\$15,891	\$285,225
Mod 39	\$183,727	\$10,273	\$194,000
Mod 40	\$572,362	\$21,054	\$593,416
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Total	\$25,323,935	\$1,643,317	\$26,967,252

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RAC	\$78,900	\$5,381	\$11,500	\$500	\$90,400	\$5,881	\$12,000
02RDI	\$271,950	\$17,050	\$128,000	\$8,000	\$399,950	\$25,050	\$136,000
02RBF	\$93,663	\$6,054	\$36,000	\$2,000	\$129,663	\$8,054	\$38,000
04RCE	\$634,124	\$37,835	\$47,000	\$3,000	\$681,124	\$40,835	\$50,000
06RAC	\$92,246	\$6,212	\$94,500	\$5,500	\$186,746	\$11,712	\$100,000
07RAC	\$148,510	\$10,345	\$118,000	\$7,000	\$266,510	\$17,345	\$125,000
08RCE	\$552,859	\$37,641	\$33,000	\$1,000	\$585,859	\$38,641	\$34,000
09RBL	\$262,794	\$16,115	\$43,200	\$2,799	\$305,994	\$18,914	\$45,999
09RCE	\$271,200	\$18,800	\$10,500	\$500	\$281,700	\$19,300	\$11,000
13RDF	\$325,400	\$22,600	\$190,000	\$10,000	\$515,400	\$32,600	\$200,000
14RAC	\$25,900	\$1,100	\$12,000	\$1,000	\$37,900	\$2,100	\$13,000
14RBG	\$99,251	\$6,399	\$84,842	\$5,486	\$184,093	\$11,885	\$90,328
17RDI	\$249,750	\$15,250	\$33,000	\$2,000	\$282,750	\$17,250	\$35,000
18RBG	\$179,647	\$11,633	\$28,500	\$1,500	\$208,147	\$13,133	\$30,000
18RDI	\$84,200	\$5,800	\$33,573	\$1,427	\$117,773	\$7,227	\$35,000
20RBE	\$591,630	\$38,270	\$641	\$0	\$592,271	\$38,270	\$641
26RBE	\$352,170	\$21,050	\$335,000	\$20,000	\$687,170	\$41,050	\$355,000
26RFH	\$31,910	\$2,090	\$38,500	\$1,500	\$70,410	\$3,590	\$40,000
33RBI	\$300,357	\$19,143	\$155,000	\$9,000	\$455,357	\$28,143	\$164,000
			\$1,432,756	\$82,212			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA.1824	02	R28571	70687110400	\$12,000	01RAC	COMPLETE
RBF.1173	02	M4189	99220087100	\$38,000	02RBF	COMPLETE
RD.1256	02	R28200	70621610300	\$136,000	02RDI	COMPLETE
RCE.1288	02	R28098	70625020100	\$50,000	04RCE	COMPLETE
RA.1827	02	R28312	70621510200	\$100,000	06RAC	COMPLETE
RA.1828	02	R28312	70621510200	\$20,000	07RAC	COMPLETE
	02	R28471	70688210200	\$105,000		COMPLETE
RCE.1291	02	R28190	70685240100	\$34,000	08RCE	COMPLETE
RBL.1276	02	M4235	99220087100	\$45,999	09RBL	COMPLETE
RCE.1292	02	R28190	70685240100	\$11,000	09RCE	COMPLETE
RDF.1099	02	R26781	72860300100	\$200,000	13RDF	COMPLETE
RA.1830	02	R28471	70688210200	\$13,000	14RAC	COMPLETE
RBG.1188	02	R28339	70625021300	\$20,000	14RBG	COMPLETE
	02	R28516	70662310100	\$51,150		COMPLETE
	02	R27093	78110130100	\$15,850		COMPLETE
	02	R28335	70632310400	\$3,328		COMPLETE
RDI.1084	02	R26734	70631410100	\$35,000	17RDI	COMPLETE
RBG.1191	01	R0023	72259875400	\$30,000	18RBG	COMPLETE
RDI.1088	02	R26734	70631410100	\$35,000	18RDI	COMPLETE
RBE.1182	02	R26808	72703151000	\$641	20RBE	COMPLETE
RBE.1184	02	R27091	78120121000	\$355,000	26RBE	COMPLETE
RDH.1136	02	R28505	27400021600	\$40,000	26RFH	COMPLETE
RBI.1152	02	R26923	70651311000	\$7,000	33RBI	COMPLETE
RBI.1152	02	R28387	71310230100	\$44,000	33RBI	COMPLETE
RBI.1152	02	R28381	71380120100	\$37,500	33RBI	COMPLETE
RBI.1152	02	R28382	71380120100	\$37,500	33RBI	COMPLETE
RBI.1152	02	R28502	70685530100	\$38,000	33RBI	COMPLETE
				\$1,514,968		COMPLETE

20135
Mod 42 WD

94-2544 VA, NORFOLK 05/22/01

FOR OFFICIAL USE ONLY BY FEDERAL AGENCIES PARTICIPATING IN MOU WITH DOL
WASHINGTON D.C. 20210

Wage Determination No.: 1994-2544
William W. Gross | Division of | Revision No.: 23
Director | Wage Determinations | Date Of Last Revision: 05/15/2001

States: North Carolina, Virginia

Area: North Carolina Counties of Camden, Chowan, Currituck, Gates, Pasquotank, Perquimans
Virginia Counties of Chesapeake, Gloucester, Hampton, Isle of Wight, James City, Mathews,
Newport News, Norfolk, Poquoson, Portsmouth, Southampton, Suffolk, Surry, Virginia Beach,
Williamsburg, York

Fringe Benefits Required Follow the Occupational Listing

OCCUPATION TITLE	MINIMUM WAGE RATE
Administrative Support and Clerical Occupations	
Accounting Clerk I	8.38
Accounting Clerk II	10.58
Accounting Clerk III	13.17
Accounting Clerk IV	14.28
Court Reporter	12.87
Dispatcher, Motor Vehicle	12.63
Document Preparation Clerk	9.71
Duplicating Machine Operator	9.71
Film/Tape Librarian	9.60
General Clerk I	7.91
General Clerk II	9.73
General Clerk III	12.10
General Clerk IV	13.53
Housing Referral Assistant	14.93
Key Entry Operator I	9.13
Key Entry Operator II	11.49
Messenger (Courier)	7.89
Order Clerk I	10.12
Order Clerk II	13.24
Personnel Assistant (Employment) I	10.43
Personnel Assistant (Employment) II	12.06
Personnel Assistant (Employment) III	12.74
Personnel Assistant (Employment) IV	14.59
Production Control Clerk	16.40
Rental Clerk	10.32
Scheduler, Maintenance	11.24
Secretary I	11.24
Secretary II	13.08
Secretary III	14.93
Secretary IV	17.50
Secretary V	18.37
Service Order Dispatcher	11.04

Stenographer I	10.45
Stenographer II	11.74
Supply Technician	15.74
Survey Worker (Interviewer)	11.18
Switchboard Operator-Receptionist	8.36
Test Examiner	13.08
Test Proctor	13.08
Travel Clerk I	9.02
Travel Clerk II	9.63
Travel Clerk III	10.27
Word Processor I	10.70
Word Processor II	12.05
Word Processor III	13.50
Automatic Data Processing Occupations	
Computer Data Librarian	8.55
Computer Operator I	10.35
Computer Operator II	11.97
Computer Operator III	14.82
Computer Operator IV	17.17
Computer Operator V	18.25
Computer Programmer I (1)	18.32
Computer Programmer II (1)	20.73
Computer Programmer III (1)	24.72
Computer Programmer IV (1)	27.62
Computer Systems Analyst I (1)	23.07
Computer Systems Analyst II (1)	26.57
Computer Systems Analyst III (1)	27.62
Peripheral Equipment Operator	10.93
Automotive Service Occupations	
Automotive Body Repairer, Fiberglass	16.79
Automotive Glass Installer	15.31
Automotive Worker	15.31
Electrician, Automotive	16.03
Mobile Equipment Servicer	13.84
Motor Equipment Metal Mechanic	16.79
Motor Equipment Metal Worker	15.31
Motor Vehicle Mechanic	16.79
Motor Vehicle Mechanic Helper	13.05
Motor Vehicle Upholstery Worker	14.56
Motor Vehicle Wrecker	15.31
Painter, Automotive	16.03
Radiator Repair Specialist	14.56
Tire Repairer	13.37
Transmission Repair Specialist	16.79
Food Preparation and Service Occupations	
Baker	8.98
Cook I	8.39
Cook II	9.28
Dishwasher	7.20
Food Service Worker	7.20
Meat Cutter	11.54
Waiter/Waitress	7.56
Furniture Maintenance and Repair Occupations	
Electrostatic Spray Painter	18.43
Furniture Handler	13.34
Furniture Refinisher	16.03

Furniture Refinisher Helper	13.05	
Furniture Repairer, Minor	14.56	
Upholsterer	16.03	
General Services and Support Occupations		
Cleaner, Vehicles	8.29	
Elevator Operator	7.20	
Gardener	10.19	
House Keeping Aid I	6.93	
House Keeping Aid II	8.88	
Janitor	8.28	
Laborer, Grounds Maintenance	8.65	
Maid or Houseman	6.46	
Pest Controller	8.74	
Refuse Collector	8.28	
Tractor Operator	9.71	
Window Cleaner	9.00	
Health Occupations		
Dental Assistant	11.11	
Emergency Medical Technician (EMT)/Paramedic/Ambulance Driver	12.21	12.21
Licensed Practical Nurse I	10.24	
Licensed Practical Nurse II	11.49	
Licensed Practical Nurse III	12.85	
Medical Assistant	9.79	
Medical Laboratory Technician	11.39	
Medical Record Clerk	10.90	
Medical Record Technician	13.15	
Nursing Assistant I	7.67	
Nursing Assistant II	8.63	
Nursing Assistant III	9.42	
Nursing Assistant IV	10.56	
Pharmacy Technician	11.84	
Phlebotomist	11.49	
Registered Nurse I	17.93	
Registered Nurse II	21.36	
Registered Nurse II, Specialist	21.29	
Registered Nurse III	25.76	
Registered Nurse III, Anesthetist	25.76	
Registered Nurse IV	30.87	
Information and Arts Occupations		
Audiovisual Librarian	14.23	
Exhibits Specialist I	15.55	
Exhibits Specialist II	18.89	
Exhibits Specialist III	20.98	
Illustrator I	16.39	
Illustrator II	19.91	
Illustrator III	22.11	
Librarian	18.81	
Library Technician	11.41	
Photographer I	11.73	
Photographer II	15.55	
Photographer III	18.89	
Photographer IV	20.98	
Photographer V	25.39	
Laundry, Dry Cleaning, Pressing and Related Occupations		
Assembler	6.95	
Counter Attendant	6.95	

Dry Cleaner	7.44
Finisher, Flatwork, Machine	6.95
Presser, Hand	6.95
Presser, Machine, Drycleaning	6.95
Presser, Machine, Shirts	6.95
Presser, Machine, Wearing Apparel, Laundry	6.95
Sewing Machine Operator	7.97
Tailor	9.68
Washer, Machine	7.49
Machine Tool Operation and Repair Occupations	
Machine-Tool Operator (Toolroom)	16.66
Tool and Die Maker	18.46
Material Handling and Packing Occupations	
Forklift Operator	12.33
Fuel Distribution System Operator	13.84
Material Coordinator	16.69
Material Expediter	16.69
Material Handling Laborer	8.86
Order Filler	8.94
Production Line Worker (Food Processing)	10.91
Shipping Packer	10.54
Shipping/Receiving Clerk	10.54
Stock Clerk (Shelf Stocker; Store Worker II)	11.42
Store Worker I	9.02
Tools and Parts Attendant	14.93
Warehouse Specialist	14.36
Mechanics and Maintenance and Repair Occupations	
Aircraft Mechanic	19.46
Aircraft Mechanic Helper	15.13
Aircraft Quality Control Inspector	20.32
Aircraft Servicer	16.87
Aircraft Worker	17.74
Appliance Mechanic	16.03
Bicycle Repairer	13.37
Cable Splicer	16.79
Carpenter, Maintenance	16.03
Carpet Layer	17.61
Electrician, Maintenance	16.79
Electronics Technician, Maintenance I	15.14
Electronics Technician, Maintenance II	15.48
Electronics Technician, Maintenance III	16.59
Fabric Worker	14.56
Fire Alarm System Mechanic	16.79
Fire Extinguisher Repairer	13.84
Fuel Distribution System Mechanic	16.79
General Maintenance Worker	15.31
Heating, Refrigeration and Air Conditioning Mechanic	16.79
Heavy Equipment Mechanic	16.79
Heavy Equipment Operator	16.79
Instrument Mechanic	16.79
Laborer	10.02
Locksmith	16.03
Machinery Maintenance Mechanic	16.75
Machinist, Maintenance	16.79
Maintenance Trades Helper	13.05
Millwright	20.58

Office Appliance Repairer	16.03
Painter, Aircraft	17.49
Painter, Maintenance	16.03
Pipefitter, Maintenance	16.79
Plumber, Maintenance	16.03
Pneudraulic Systems Mechanic	16.79
Rigger	16.79
Scale Mechanic	15.31
Sheet-Metal Worker, Maintenance	16.79
Small Engine Mechanic	15.31
Telecommunication Mechanic I	16.79
Telecommunication Mechanic II	20.16
Telephone Lineman	16.79
Welder, Combination, Maintenance	16.79
Well Driller	16.79
Woodcraft Worker	16.79
Woodworker	13.84
Miscellaneous Occupations	
Animal Caretaker	7.25
Carnival Equipment Operator	8.79
Carnival Equipment Repairer	9.22
Carnival Worker	6.26
Cashier	6.45
Desk Clerk	7.25
Embalmer	17.63
Lifeguard	7.34
Mortician	17.63
Park Attendant (Aide)	9.21
Photofinishing Worker (Photo Lab Tech., Darkroom Tech)	8.22
Recreation Specialist	13.50
Recycling Worker	10.14
Sales Clerk	7.34
School Crossing Guard (Crosswalk Attendant)	8.28
Sport Official	6.38
Survey Party Chief (Chief of Party)	11.30
Surveying Aide	7.05
Surveying Technician (Instr. Person/Surveyor Asst./Instr.)	10.27
Swimming Pool Operator	10.33
Vending Machine Attendant	10.14
Vending Machine Repairer	11.88
Vending Machine Repairer Helper	10.14
Personal Needs Occupations	
Child Care Attendant	6.63
Child Care Center Clerk	10.26
Chore Aid	6.46
Homemaker	10.45
Plant and System Operation Occupations	
Boiler Tender	16.79
Sewage Plant Operator	17.81
Stationary Engineer	16.79
Ventilation Equipment Tender	13.05
Water Treatment Plant Operator	17.81
Protective Service Occupations	
Alarm Monitor	9.87
Corrections Officer	12.33
Court Security Officer	13.19

Detention Officer	13.19	
Firefighter	13.65	
Guard I	7.67	
Guard II	9.18	
Police Officer	15.86	
Stevedoring/Longshoremen Occupations		
Blocker and Bracer	14.68	
Hatch Tender	12.76	
Line Handler	12.76	
Stevedore I	14.04	
Stevedore II	15.42	
Technical Occupations		
Air Traffic Control Specialist, Center (2)	27.37	
Air Traffic Control Specialist, Station (2)	18.88	
Air Traffic Control Specialist, Terminal (2)	20.78	
Archeological Technician I	11.83	
Archeological Technician II	13.30	
Archeological Technician III	16.43	
Cartographic Technician	17.17	
Civil Engineering Technician	18.89	
Computer Based Training (CBT) Specialist/ Instructor	20.97	
Drafter I	10.42	
Drafter II	11.73	
Drafter III	14.74	
Drafter IV	17.91	
Engineering Technician I	14.16	
Engineering Technician II	15.15	
Engineering Technician III	18.67	
Engineering Technician IV	22.61	
Engineering Technician V	26.41	
Engineering Technician VI	32.63	
Environmental Technician	16.43	
Flight Simulator/Instructor (Pilot)	24.14	
Graphic Artist	18.24	
Instructor	18.12	
Laboratory Technician	12.28	
Mathematical Technician	16.43	
Paralegal/Legal Assistant I	12.60	
Paralegal/Legal Assistant II	15.30	
Paralegal/Legal Assistant III	18.72	
Paralegal/Legal Assistant IV	22.65	
Photooptics Technician	18.89	
Technical Writer	17.88	
Unexploded (UXO) Safety Escort	17.16	
Unexploded (UXO) Sweep Personnel	17.16	
Unexploded Ordnance (UXO) Technician I	17.16	
Unexploded Ordnance (UXO) Technician II	20.76	
Unexploded Ordnance (UXO) Technician III	24.88	
Weather Observer, Combined Upper Air and Surface Programs (3)		14.08
Weather Observer, Senior (3)	15.24	
Weather Observer, Upper Air (3)	14.08	
Transportation/ Mobile Equipment Operation Occupations		
Bus Driver	9.75	
Parking and Lot Attendant	7.22	
Shuttle Bus Driver	9.33	
Taxi Driver	8.80	

Truckdriver, Heavy Truck	13.31
Truckdriver, Light Truck	9.33
Truckdriver, Medium Truck	9.75
Truckdriver, Tractor-Trailer	13.31

ALL OCCUPATIONS LISTED ABOVE RECEIVE THE FOLLOWING BENEFITS:

HEALTH & WELFARE: Life, accident, and health insurance plans, sick leave, pension plans, civic and personal leave, severance pay, and savings and thrift plans. Minimum employer contributions costing an average of \$2.56 per hour computed on the basis of all hours worked by service employees employed on the contract.

VACATION: 2 weeks paid vacation after 1 year of service with a contractor or successor; 3 weeks after 8 years, and 4 weeks after 15 years. Length of service includes the whole span of continuous service with the present contractor or successor, wherever employed, and with

the predecessor contractors in the performance of similar work at the same Federal facility. (Reg. 29 CFR 4.173)

HOLIDAYS: A minimum of ten paid holidays per year: New Year's Day, Martin Luther King Jr.'s Birthday, Washington's Birthday, Memorial Day, Independence Day, Labor Day, Columbus Day, Veterans' Day, Thanksgiving Day, and Christmas Day. (A contractor may substitute for any of the named holidays another day off with pay in accordance with a plan communicated to the employees involved.) (See 29 CFR 4.174)

THE OCCUPATIONS WHICH HAVE PARENTHESES AFTER THEM RECEIVE THE FOLLOWING BENEFITS (as numbered):

- 1) Does not apply to employees employed in a bona fide executive, administrative, or professional capacity as defined and delineated in 29 CFR 541. (See CFR 4.156)
- 2) **APPLICABLE TO AIR TRAFFIC CONTROLLERS ONLY - NIGHT DIFFERENTIAL:** An employee is entitled to pay for all work performed between the hours of 6:00 P.M. and 6:00 A.M. at the rate of basic pay plus a night pay differential amounting to 10 percent of the rate of basic pay.
- 3) **WEATHER OBSERVERS - NIGHT PAY & SUNDAY PAY:** If you work at night as part of a regular tour of duty, you will earn a night differential and receive an additional 10% of basic pay for any hours worked between 6pm and 6am. If you are a full-time employed (40 hours a week) and Sunday is part of your regularly scheduled workweek, you are paid at your rate of basic pay plus a Sunday premium of 25% of your basic rate for each hour of Sunday work which is not overtime (i.e. occasional work on Sunday outside the normal tour of duty is considered overtime work).

HAZARDOUS PAY DIFFERENTIAL: An 8 percent differential is applicable to employees employed in a position that represents a high degree of hazard when working with or in close proximity to ordnance, explosives, and incendiary materials. This includes work such as screening, blending, drying, mixing, and pressing of sensitive ordnance, explosives, and pyrotechnic compositions such as lead azide, black powder and photoflash powder. All dry-house activities involving propellants or explosives. Demilitarization, modification, renovation, demolition, and maintenance operations on sensitive ordnance, explosives and incendiary materials. All operations involving regrading and cleaning of artillery ranges. A 4 percent differential is applicable to employees employed in a position that represents a low degree of hazard when working with, or in close proximity to ordnance, (or employees possibly adjacent to) explosives and incendiary materials which involves potential injury such as laceration of hands, face, or arms of the employee engaged in the operation, irritation of the skin, minor burns and the like; minimal damage to

immediate or adjacent work area or equipment being used. All operations involving, unloading, storage, and hauling of ordnance, explosive, and incendiary ordnance material other than small arms ammunition. These differentials are only applicable to work that has been specifically designated by the agency for ordnance, explosives, and incendiary material differential pay.

**** UNIFORM ALLOWANCE ****

If employees are required to wear uniforms in the performance of this contract (either by the terms of the Government contract, by the employer, by the state or local law, etc.), the cost of furnishing such uniforms and maintaining (by laundering or dry cleaning) such uniforms is an expense that may not be borne by an employee where such cost reduces the hourly rate below that required by the wage determination. The Department of Labor will accept payment in accordance with the following standards as compliance:

The contractor or subcontractor is required to furnish all employees with an adequate number of uniforms without cost or to reimburse employees for the actual cost of the uniforms. In addition, where uniform cleaning and maintenance is made the responsibility of the employee, all contractors and subcontractors subject to this wage determination shall (in the absence of a bona fide collective bargaining agreement providing for a different amount, or the furnishing of contrary affirmative proof as to the actual cost), reimburse all employees for such cleaning and maintenance at a rate of \$3.35 per week (or \$.67 cents per day). However, in those instances where the uniforms furnished are made of "wash and wear" materials, may be routinely washed and dried with other personal garments, and do not require any special treatment such as dry cleaning, daily washing, or commercial laundering in order to meet the cleanliness or appearance standards set by the terms of the Government contract, by the contractor, by law, or by the nature of the work, there is no requirement that employees be reimbursed for uniform maintenance costs.

**** NOTES APPLYING TO THIS WAGE DETERMINATION ****

Source of Occupational Title and Descriptions:

The duties of employees under job titles listed are those described in the "Service Contract Act Directory of Occupations," Fourth Edition, January 1993, as amended by the Third Supplement, dated March 1997, unless otherwise indicated. This publication may be obtained from the Superintendent of Documents, at 202-783-3238, or by writing to the Superintendent of Documents, U.S. Government Printing Office, Washington, D.C. 20402. Copies of specific job descriptions may also be obtained from the appropriate contracting officer.

REQUEST FOR AUTHORIZATION OF ADDITIONAL CLASSIFICATION AND WAGE RATE
{Standard Form 1444 (SF 1444)}

Conformance Process:

The contracting officer shall require that any class of service employee which is not listed herein and which is to be employed under the contract (i.e., the work to be performed is not performed by any classification listed in the wage determination), be classified by the contractor so as to provide a reasonable relationship (i.e., appropriate level of skill comparison) between such unlisted classifications and the classifications listed in the wage determination. Such conformed classes of employees shall be paid the monetary wages and furnished the fringe benefits as are determined. Such conforming process shall be initiated by the contractor prior to the performance of contract work by such unlisted class(es) of employees. The conformed classification, wage rate, and/or fringe benefits shall be retroactive to the commencement date of the contract. {See Section

4.6 (C)(vi)} When multiple wage determinations are included in a contract, a separate SF 1444 should be prepared for each wage determination to which a class(es) is to be conformed.

The process for preparing a conformance request is as follows:

- 1) When preparing the bid, the contractor identifies the need for a conformed occupation(s) and computes a proposed rate(s).
- 2) After contract award, the contractor prepares a written report listing in order proposed classification title(s), a Federal grade equivalency (FGE) for each proposed classification(s), job description(s), and rationale for proposed wage rate(s), including information regarding the agreement or disagreement of the authorized representative of the employees involved, or where there is no authorized representative, the employee themselves. This report should be submitted to the contracting officer no later than 30 days after such unlisted class(es) of employees performs any contract work.
- 3) The contracting officer reviews the proposed action and promptly submits a report of the action, together with the agency's recommendations and pertinent information including the position of the contractor and the employees, to the Wage and Hour Division, Employment Standards Administration, U.S. Department of Labor, for review. (See section 4.6(b)(2) of Regulations 29 CFR Part 4).
- 4) Within 30 days of receipt, the Wage and Hour Division approves, modifies, or disapproves the action via transmittal to the agency contracting officer, or notifies the contracting officer that additional time will be required to process the request.
- 5) The contracting officer transmits the Wage and Hour decision to the contractor.
- 6) The contractor informs the affected employees.

Information required by the Regulations must be submitted on SF 1444 or bond paper. When preparing a conformance request, the "Service Contract Act Directory of Occupations" (the Directory) should be used to compare job definitions to insure that duties requested are not performed by a classification already listed in the wage determination. Remember, it is not the job title, but the required tasks that determine whether a class is included in an established wage determination. Conformances may not be used to artificially split, combine, or subdivide classifications listed in the wage determination.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 43	3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)

6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

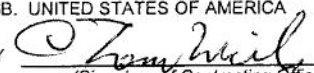
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$4,005,621 (\$3,787,582 for cost and \$218,039 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$29,111,517. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 1,861,356 obligated under this contract for payment of fee”.

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) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 12-27-01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Total	\$29,111,517	\$1,861,356	\$30,972,873

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$307,169	\$18,920	\$377,000	\$23,000	\$684,169	\$41,920	\$400,000
01OCB	\$859,997	\$57,003	\$16,900	\$0	\$876,897	\$57,003	\$16,900
01OJ	\$773,739	\$53,528	\$126,000	\$6,860	\$899,739	\$60,388	\$132,860
01RDH	\$202,235	\$13,765	\$94,807	\$5,395	\$297,042	\$19,160	\$100,202
02OJ	\$187,572	\$10,428	\$69,000	\$4,000	\$256,572	\$14,428	\$73,000
03RBJ	\$113,584	\$7,416	\$46,000	\$2,000	\$159,584	\$9,416	\$48,000
03RDH	\$112,300	\$7,700	\$8,000	\$500	\$120,300	\$8,200	\$8,500
04RBB	\$138,793	\$9,542	\$9,400	\$600	\$148,193	\$10,142	\$10,000
04RDM	\$103,390	\$6,610	\$23,500	\$1,500	\$126,890	\$8,110	\$25,000
05RDM	\$107,483	\$6,617	\$28,200	\$1,800	\$135,683	\$8,417	\$30,000
05RFM	\$23,375	\$1,625	\$19,000	\$1,000	\$42,375	\$2,625	\$20,000
06RBG	\$113,360	\$7,640	\$63,500	\$3,500	\$176,860	\$11,140	\$67,000
06RDM	\$70,003	\$4,511	\$23,500	\$1,500	\$93,503	\$6,011	\$25,000
06RFM	\$1,077,768	\$70,763	\$235,000	\$15,000	\$1,312,768	\$85,763	\$250,000
07RBL	\$260,358	\$16,398	\$132,000	\$8,000	\$392,358	\$24,398	\$140,000
07RDE	\$78,810	\$5,431	\$77,000	\$4,759	\$155,810	\$10,190	\$81,759
07RFM	\$163,725	\$11,275	\$141,000	\$9,000	\$304,725	\$20,275	\$150,000
09RFL	\$70,000	\$3,900	\$62,875	\$2,125	\$132,875	\$6,025	\$65,000
10RBH	\$132,396	\$9,204	\$33,000	\$2,000	\$165,396	\$11,204	\$35,000
11RBJ	\$233,180	\$14,820	\$76,000	\$4,000	\$309,180	\$18,820	\$80,000
11RDH	\$83,931	\$5,069	\$76,000	\$4,000	\$159,931	\$9,069	\$80,000
12RAB	\$509,384	\$30,207	\$192,000	\$11,000	\$701,384	\$41,207	\$203,000
12RCE	\$0	\$0	\$214,000	\$12,000	\$214,000	\$12,000	\$226,000
12RDA	\$56,376	\$3,224	\$4,400	\$0	\$60,776	\$3,224	\$4,400
13RCE	\$0	\$0	\$146,000	\$9,000	\$146,000	\$9,000	\$155,000
14RDD	\$256,862	\$15,138	\$31,000	\$2,000	\$287,862	\$17,138	\$33,000
15RDE	\$162,892	\$11,361	\$43,000	\$2,000	\$205,892	\$13,361	\$45,000
16RDC	\$52,438	\$3,367	\$23,500	\$1,000	\$75,938	\$4,367	\$24,500
17RFI	\$112,200	\$7,800	\$50,000	\$3,000	\$162,200	\$10,800	\$53,000
19RDP	\$400,343	\$27,537	\$17,500	\$500	\$417,843	\$28,037	\$18,000
21RAB	\$529,250	\$36,550	\$312,000	\$19,000	\$841,250	\$55,550	\$331,000
21RDE	\$167,985	\$10,775	\$113,500	\$6,500	\$281,485	\$17,275	\$120,000
24RBE	\$163,092	\$11,338	\$29,000	\$1,000	\$192,092	\$12,338	\$30,000
24RFI	\$102,080	\$5,956	\$33,000	\$2,000	\$135,080	\$7,956	\$35,000
25RDC	\$133,925	\$8,875	\$35,500	\$2,000	\$169,425	\$10,875	\$37,500
26RDC	\$229,075	\$15,925	\$233,000	\$12,000	\$462,075	\$27,925	\$245,000
27RBG	\$145,896	\$9,704	\$38,000	\$2,000	\$183,896	\$11,704	\$40,000
27RDC	\$126,225	\$8,775	\$19,000	\$1,000	\$145,225	\$9,775	\$20,000
28RDD	\$168,825	\$11,175	\$16,000	\$1,000	\$184,825	\$12,175	\$17,000
29RBG	\$140,250	\$9,750	\$217,000	\$13,000	\$357,250	\$22,750	\$230,000
30RBJ	\$242,077	\$12,250	\$188,000	\$12,000	\$430,077	\$24,250	\$200,000
31RBJ	\$171,900	\$11,100	\$56,500	\$3,500	\$228,400	\$14,600	\$60,000
32RBJ	\$204,958	\$13,650	\$38,000	\$2,000	\$242,958	\$15,650	\$40,000
			\$3,787,582	\$218,039			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1148	02	R28528	\$29,780,000,100	\$400,000	01AH	COMPLETE
OKE.1006	02	R26751	70617110400	\$8,500	01OJ	COMPLETE
OKE.1008	02	R26751	70617110400	\$5,500	01OJ	COMPLETE
RD.1259	02	M4283	99262100600	\$84,596	01OJ	COMPLETE
OBAA.1058	02	R24234	25940044100	\$34,264	01OJ	COMPLETE
RDH.1132	02	R26781	72860300100	\$100,202	01RDH	COMPLETE
OJ.1057	02	R28422	71380900100	\$18,250	02OJ	COMPLETE
	02	R28586	72121020100	\$18,250	02OJ	COMPLETE
	02	R26930	70651711000	\$18,250	02OJ	COMPLETE
	02	R28038	62960000200	\$18,250	02OJ	COMPLETE
RBJ.1292	02	M4524	99220086100	\$48,000	03RBJ	COMPLETE
RFK.1203	02	R28518	25110015200	\$8,500	03RDH	COMPLETE
RBB.1084	02	R28167	70632110100	\$10,000	04RBB	COMPLETE
RD.1260	02	M4289	99262100400	\$25,000	04RDM	COMPLETE
OCB.1109	02	R26930	70651711000	\$16,900	01OCB	COMPLETE
RD.1261	02	M4288	99262100400	\$30,000	05RDM	COMPLETE
OBAB.1046	02	R23955	28842121000	\$20,000	05RFM	COMPLETE
RBG.1197	02	R28043	71405100100	\$67,000	06RBM	COMPLETE
RD.1262	02	M4287	99262100400	\$25,000	06RDM	COMPLETE
OBAB.1045	02	R23955	28842121000	\$250,000	06RFM	COMPLETE
OKE.1009	02	R26751	70617110400	\$140,000	07RBL	COMPLETE
RDE.1097	02	R26780	72860200100	\$6,759	07RDE	COMPLETE
RDE.1169	02	R26780	72860200100	\$75,000	07RDE	COMPLETE
OBAB.1044	02	R23955	28842121000	\$150,000	07RFM	COMPLETE
RD.1258	02	M4282	99262100600	\$65,000	09RFL	COMPLETE
RBH.1140	02	R28464	71380130100	\$35,000	10RBH	COMPLETE
RBJ.1293	02	M4524	99220086100	\$80,000	11RBJ	COMPLETE
RDH.1137	02	R26540	25870220900	\$20,000	11RDH	COMPLETE
	02	R26548	25890000100	\$60,000	11RDH	COMPLETE
RA.1846	02	R28472	70687110500	\$37,000	12RAB	COMPLETE
	02	R28475	70687110200	\$74,000	12RAB	COMPLETE
	02	R28474	70687110300	\$92,000	12RAB	COMPLETE
RCE.1298	02	R28190	70685240100	\$3,500	12RCE	COMPLETE
	02	R28097	70625022600	\$10,000	12RCE	COMPLETE
	02	R28191	70685320100	\$32,000	12RCE	COMPLETE
	02	R28273	72121180600	\$37,500	12RCE	COMPLETE
	02	R26898	70663610100	\$100,000	12RCE	COMPLETE
	02	R28233	70632310300	\$18,000	12RCE	COMPLETE
	02	R28194	70632310300	\$25,000	12RCE	COMPLETE
RDA.1106	02	R28236	71061349000	\$4,400	12RDA	COMPLETE
RCE.1299	02	R26898	70663610100	\$50,000	13RCE	COMPLETE
	02	R28190	70685240100	\$30,000	13RCE	COMPLETE
	02	R28194	70632310300	\$25,000	13RCE	COMPLETE
	02	R28210	70662310100	\$50,000	13RCE	COMPLETE
RDD.1081	02	R26778	72860100300	\$33,000	14RDD	COMPLETE
RDE.1159	02	R28203	70621710200	\$45,000	15RDE	COMPLETE
RD.1257	02	R26762	72830300100	\$24,500	16RDC	COMPLETE
RFI.1113	02	R22514	62263147000	\$53,000	17RFI	COMPLETE
RDP.1233	02	M4278	99230110400	\$18,000	19RDP	COMPLETE
RA.1847	02	R28472	70687110500	\$110,000	21RAB	COMPLETE
	02	R28474	70687110300	\$221,000	21RAB	COMPLETE
RDE.1157	02	R26780	72860200100	\$120,000	21RDE	COMPLETE
RBE.1186	02	R27094	78110120100	\$30,000	24RBE	COMPLETE
RFI.1110	02	R23366	25130070700	\$15,000	24RFI	COMPLETE
	02	R28174	25130077100	\$20,000	24RFI	COMPLETE

RDC.1077	02	R26762	72830300100	\$37,500	25RDC	COMPLETE
RDC.1076	02	R26762	72830300100	\$245,000	26RDC	COMPLETE
RBG.1194	02	M4235	99220087100	\$40,000	27RBG	COMPLETE
RDC.1078	02	R28202	70621710100	\$20,000	27RDC	COMPLETE
RDD.1121	02	R28057	72701260100	\$17,000	28RDD	COMPLETE
RBG.1192	02	R26908	70663510200	\$100,000	29RBG	COMPLETE
	02	R28343	70625023000	\$100,000	29RBG	COMPLETE
	02	R28562	70873500100	\$30,000	29RBG	COMPLETE
RBJ.1290	02	M4524	99220086100	\$200,000	30RBJ	COMPLETE
RBJ.1291	02	M4524	99220086100	\$60,000	31RBJ	COMPLETE
RBJ.1294	02	M4524	99220086100	\$40,000	32RBJ	COMPLETE

\$4,005,621

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONT. ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 44
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
X 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)

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

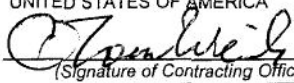
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$1,858,945 (\$1,760,307 for cost and \$98,638 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$30,871,824. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$1,959,994 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 1-7-02
(Signature of person authorized to sign)			

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Total	\$30,871,824	\$1,959,994	\$32,831,818

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OA	\$37,400	\$2,600	\$13,451	\$800	\$50,851	\$3,400	\$14,251
01RCA	\$162,100	\$9,600	\$133,000	\$8,000	\$295,100	\$17,600	\$141,000
03RAA	\$267,285	\$17,715	\$40,956	\$2,038	\$308,241	\$19,753	\$42,994
03RCF	\$700,755	\$45,746	\$284,000	\$16,000	\$984,755	\$61,746	\$300,000
04RAA	\$224,800	\$15,200	\$33,000	\$2,000	\$257,800	\$17,200	\$35,000
07RCG	\$149,388	\$10,385	\$190,000	\$10,000	\$339,388	\$20,385	\$200,000
08RAA	\$270,693	\$17,000	\$43,000	\$2,000	\$313,693	\$19,000	\$45,000
08RDB	\$44,375	\$2,925	\$38,400	\$1,800	\$82,775	\$4,725	\$40,200
09RAC	\$104,535	\$6,771	\$92,000	\$6,000	\$196,535	\$12,771	\$98,000
13RAB	\$392,700	\$27,275	\$32,500	\$1,500	\$425,200	\$28,775	\$34,000
13RBF	\$197,050	\$11,750	\$81,000	\$4,000	\$278,050	\$15,750	\$85,000
15RAA	\$173,665	\$11,335	\$29,500	\$1,500	\$203,165	\$12,835	\$31,000
15RBK	\$30,317	\$1,983	\$7,000	\$500	\$37,317	\$2,483	\$7,500
20RBE	\$592,271	\$38,270	\$364,000	\$21,000	\$956,271	\$59,270	\$385,000
22RDG	\$137,021	\$8,509	\$47,500	\$2,500	\$184,521	\$11,009	\$50,000
23RDG	\$113,970	\$7,020	\$47,500	\$2,500	\$161,470	\$9,520	\$50,000
24RDG	\$84,379	\$5,190	\$47,500	\$2,500	\$131,879	\$7,690	\$50,000
31RAC	\$0	\$0	\$236,000	\$14,000	\$236,000	\$14,000	\$250,000
			\$1,760,307	\$98,638			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OA.1386	01	R26566	\$74,801,010,100	\$14,251	01OA	COMPLETE
RCA.1320	02	R26907	70663510100	\$48,000	01RCA	COMPLETE
	02	R26989	70632510100	\$17,000	01RCA	COMPLETE
	02	R26901	70632210100	\$40,000	01RCA	COMPLETE
	02	R28189	70685220100	\$26,000	01RCA	COMPLETE
	02	R28267	72121756100	\$10,000	01RCA	COMPLETE
RA.1849	02	R26114	86510030100	\$12,000	03RAA	COMPLETE
	02	R27971	62405000200	\$30,994	03RAA	COMPLETE
RCF.1194	02	R28209	70662310100	\$300,000	03RCF	COMPLETE
RA.1850	02	R26114	86510030100	\$35,000	04RAA	COMPLETE
RCG.1195	02	R26918	72850100100	\$200,000	07RCG	COMPLETE
RA.1851	02	R26114	86510030100	\$25,000	08RAA	COMPLETE
	02	R27715	89630000300	\$20,000	08RAA	COMPLETE
RDB.1090	02	R26725	70617710300	\$40,200	08RDB	COMPLETE
RA.1829	02	R28471	70688210200	\$98,000	09RAC	COMPLETE
RA.1854	02	R28474	70687110300	\$17,000	13RAB	COMPLETE
	02	R28475	70687110200	\$17,000	13RAB	COMPLETE
RBF.1178	02	M4189	99220087100	\$85,000	13RBF	COMPLETE
RA.1852	02	R27715	89630000300	\$22,000	15RAA	COMPLETE
	02	R28181	89630000300	\$9,000	15RAA	COMPLETE
RBK.1499	02	M4546	99220088100	\$7,500	15RBK	COMPLETE
RBE.1185	02	R28016	70681215000	\$50,000	20RBE	COMPLETE
	02	M4189	99220087100	\$185,000	20RBE	COMPLETE
	02	R27094	78110120100	\$25,000	20RBE	COMPLETE
	02	R28165	70632110200	\$15,000	20RBE	COMPLETE
	02	R28307	70625020200	\$25,000	20RBE	COMPLETE
	02	R28108	70625020300	\$30,000	20RBE	COMPLETE
	02	R27091	78120120100	\$55,000	20RBE	COMPLETE
RD.1266	02	R26761	72830100300	\$50,000	22RDG	COMPLETE
RD.1267	02	R26761	72830100300	\$50,000	23RDG	COMPLETE
RD.1268	02	R26761	72830100300	\$50,000	24RDG	COMPLETE
RA.1853	02	R28408	70621510100	\$250,000	31RAC	COMPLETE
				\$1,858,945		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 45	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

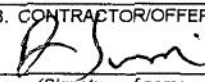
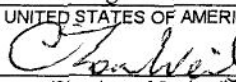
The purpose of this modification is to provide a net increase in contract funding by \$1,500,028 (\$1,416,832 for cost and \$83,196 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$32,288,656. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,043,190 obligated under this contract for payment of fee".

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) Andrew Srokowski, Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED 11/18/02	16C. DATE SIGNED 11/18/02

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Total	\$32,288,656	\$2,043,190	\$34,331,846

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$876,897	\$57,003	\$38,000	\$2,000	\$914,897	\$59,003	\$40,000
01OJ	\$899,739	\$60,388	\$156,000	\$9,000	\$1,055,739	\$69,388	\$165,000
02RAD	\$99,180	\$6,820	\$15,200	\$800	\$114,380	\$7,620	\$16,000
02RFF	\$46,750	\$3,250	\$38,719	\$2,241	\$85,469	\$5,491	\$40,960
04OCB	\$70,125	\$4,875	\$33,000	\$2,000	\$103,125	\$6,875	\$35,000
04RBB	\$148,193	\$10,142	\$97,500	\$5,500	\$245,693	\$15,642	\$103,000
04RCE	\$681,124	\$40,835	\$400,000	\$24,000	\$1,081,124	\$64,835	\$424,000
07RDE	\$155,810	\$10,190	\$94,500	\$5,500	\$250,310	\$15,690	\$100,000
10RFQ	\$42,335	\$2,665	\$4,500	\$500	\$46,835	\$3,165	\$5,000
11RAD	\$105,655	\$7,345	(\$15,000)	(\$1,000)	\$90,655	\$6,345	(\$16,000)
12RFL	\$71,140	\$4,860	\$9,500	\$500	\$80,640	\$5,360	\$10,000
17RDI	\$282,750	\$17,250	\$80,100	\$5,000	\$362,850	\$22,250	\$85,100
20RDA	\$551,574	\$36,252	\$163,000	\$10,000	\$714,574	\$46,252	\$173,000
23RBH	\$0	\$0	\$23,624	\$1,536	\$23,624	\$1,536	\$25,160
25RBG	\$0	\$0	\$42,000	\$2,000	\$42,000	\$2,000	\$44,000
27RBG	\$183,896	\$11,704	\$23,500	\$1,500	\$207,396	\$13,204	\$25,000
28RBG	\$74,800	\$5,200	\$61,500	\$3,500	\$136,300	\$8,700	\$65,000
28RDD	\$184,825	\$12,175	\$52,000	\$3,000	\$236,825	\$15,175	\$55,000
29RAA	\$23,500	\$1,500	\$4,489	\$319	\$27,989	\$1,819	\$4,808
34RBM	\$89,482	\$5,953	\$61,500	\$3,500	\$150,982	\$9,453	\$65,000
35RBG	\$67,308	\$4,412	\$33,200	\$1,800	\$100,508	\$6,212	\$35,000
			\$1,416,832	\$83,196			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1110	02	R26930	70651711000	\$40,000	01OCB	COMPLETE
OKE.1010	02	R26751	70617110400	\$25,000	01OJ	COMPLETE
OBAA.1061	02	R24192	25940022000	\$70,000	01OJ	COMPLETE
OG.1092	02	R26788	72890100100	\$70,000	01OJ	COMPLETE
RA.1869	02	R26700	70624110600	\$16,000	02RAD	COMPLETE
RCE.1304	02	R28274	72121340500	\$40,960	02RFF	COMPLETE
OCB.1113	02	R26930	70651711000	\$35,000	04OCB	COMPLETE
RBB.1087	02	R26645	75930000200	\$10,000	04RBB	COMPLETE
	02	R28051	71405300300	\$22,500	04RBB	COMPLETE
	02	R28251	70631310300	\$38,000	04RBB	COMPLETE
	02	R28362	70631218000	\$15,000	04RBB	COMPLETE
	02	R28467	70685410100	\$17,500	04RBB	COMPLETE
RCE.1301	02	R28188	70685210100	\$60,000	04RCE	COMPLETE
	02	R28191	70685320100	\$12,000	04RCE	COMPLETE
	02	R28210	70662310100	\$30,000	04RCE	COMPLETE
	02	R28275	72121510500	\$60,000	04RCE	COMPLETE
	02	R28278	72121740600	\$200,000	04RCE	COMPLETE
	02	R28438	70685120100	\$30,000	04RCE	COMPLETE
	02	R28277	72121730600	\$20,000	04RCE	COMPLETE
	02	R28274	72121340500	\$12,000	04RCE	COMPLETE
RD.1269	02	M4277	99230110400	\$24,000	07RDE	COMPLETE
	02	M4281	99262100600	\$20,000	07RDE	COMPLETE
	02	M4489	99262100400	\$56,000	07RDE	COMPLETE
RFQ.1054	02	R28151	70632110400	\$5,000	10RFQ	COMPLETE
RA.1544	01	R26700	70624110600	-\$16,000	11RAD	COMPLETE
RFH.1215	02	R26770	72840300100	\$10,000	12RFL	COMPLETE
RDI.1094	01	R28208	25870222000	\$10,100	17RDI	COMPLETE
	02	R28304	75506000900	\$25,000	17RDI	COMPLETE
RDI.1095	02	R26899	70663718100	\$50,000	17RDI	COMPLETE
RDA.1108	02	M4235	99220087100	\$23,000	20RDA	COMPLETE
	02	M4524	99220086100	\$150,000	20RDA	COMPLETE
RBH.1143	02	R28486	72110668300	\$25,160	23RBH	COMPLETE
RBG.1204	02	M4235	99220087100	\$44,000	25RBG	COMPLETE
RBG.1202	02	R28250	70631310300	\$25,000	27RBG	COMPLETE
RBG.1193	02	R26793	25130075800	\$65,000	28RBG	COMPLETE
RDD.1126	02	R28057	72701260100	\$15,000	28RDD	COMPLETE
RDD.1127	02	R28057	72701260100	\$40,000	28RDD	COMPLETE
RA.1863	02	R28590	72121766200	\$4,808	29RAA	COMPLETE
RBM.1128	02	M4235	99220087100	\$65,000	34RBM	COMPLETE
RBG.1199	02	M4235	99220087100	\$35,000	35RBG	COMPLETE

\$1,500,028

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTI ID CODE PAGE OF PAGES
1 2

2. AMENDMENT/MODIFICATION NO. 46
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 2
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X NASI-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 2

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
X 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
D. OTHER (Specify type of modification and authority)

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 transfer contract funding in the amount of \$34,264 (\$32,000 for cost and \$2,264 for fee) from Task Order 010J to Task Order 01RFH. The transfer of funds is required, as the \$34,264 was erroneously placed on Task Order 010J under Modification No. 43. Accordingly, there are no changes to the contract terms and conditions. Page 2 of this modification reflects the appropriate changes to the task order funding and the accounting data.

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)
15B. CONTRACTOR/OFFEROR
15C. DATE SIGNED
16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
C. Tom Weih
Contracting Officer
16B. UNITED STATES OF AMERICA
BY *Tom Weih*
(Signature of Contracting Officer)
16C. DATE SIGNED
11/24/02

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Total	\$32,288,656	\$2,043,190	\$34,331,846

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,055,739	\$69,388	(\$32,000)	(\$2,264)	\$1,023,739	\$67,124	(\$34,264)
01RFH	\$ 89,650	\$ 6,050	\$32,000	\$2,264	\$121,650	\$8,314	\$34,264
			\$0	\$0			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA.1058	02	R24234	2594004100	-\$34,264	01OJ	DEOBLIGATE
OBAA.1058	02	R24234	2594004100	\$34,264	01RFH	COMPLETE
				\$0		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 47	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
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6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

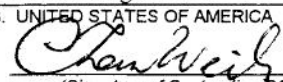
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to increase the contract funding by \$2,438,453 (\$2,304,900 for cost and \$133,553 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$34,593,556. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

 An additional amount of \$2,176,743 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 2/8/01
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Total	\$34,593,556	\$2,176,743	\$36,770,299

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,023,739	\$67,124	\$21,300	\$1,200	\$1,045,039	\$68,324	\$22,500
02RAD	\$114,380	\$7,620	\$47,000	\$3,000	\$161,380	\$10,620	\$50,000
02RCB	\$145,385	\$9,544	\$63,500	\$3,500	\$208,885	\$13,044	\$67,000
05RAC	\$158,782	\$10,455	\$90,000	\$5,000	\$248,782	\$15,455	\$95,000
05RCC	\$358,432	\$25,150	\$259,000	\$14,869	\$617,432	\$40,019	\$273,869
06RCD	\$1,151,150	\$75,725	\$1,070,000	\$65,000	\$2,221,150	\$140,725	\$1,135,000
09RBL	\$305,994	\$18,914	\$11,400	\$600	\$317,394	\$19,514	\$12,000
13RAB	\$425,200	\$28,775	\$111,000	\$5,284	\$536,200	\$34,059	\$116,284
14RFH	\$133,540	\$9,167	\$57,000	\$3,000	\$190,540	\$12,167	\$60,000
15RBK	\$37,317	\$2,483	\$3,500	\$0	\$40,817	\$2,483	\$3,500
16RDC	\$75,938	\$4,367	\$26,000	\$1,300	\$101,938	\$5,667	\$27,300
19RDP	\$417,843	\$28,037	\$85,500	\$4,500	\$503,343	\$32,537	\$90,000
25RBG	\$42,000	\$2,000	\$23,700	\$1,300	\$65,700	\$3,300	\$25,000
25RDC	\$169,425	\$10,875	\$104,000	\$6,000	\$273,425	\$16,875	\$110,000
27RBG	\$207,396	\$13,204	\$19,000	\$1,000	\$226,396	\$14,204	\$20,000
27RDC	\$145,225	\$9,775	\$47,000	\$3,000	\$192,225	\$12,775	\$50,000
30RAC	\$56,400	\$3,600	\$71,000	\$4,000	\$127,400	\$7,600	\$75,000
33RAC	\$0	\$0	\$47,000	\$3,000	\$47,000	\$3,000	\$50,000
33RBI	\$455,357	\$28,143	\$148,000	\$8,000	\$603,357	\$36,143	\$156,000
			\$2,304,900	\$133,553			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
ODD.1000	02	R28229	78680801000	\$22,500	01OJ	COMPLETE
RA.1877	02	R28934	72296005300	\$50,000	02RAD	COMPLETE
RCB.1139	02	R28337	70631310800	\$67,000	02RCB	COMPLETE
RA.1899	02	R28971	70692020500	\$95,000	05RAC	COMPLETE
RCC.1132	02	R26717	70687110100	\$25,000	05RCC	COMPLETE
	02	R28401	70621210100	\$25,000	05RCC	COMPLETE
	02	R28211	70662310100	\$40,000	05RCC	COMPLETE
	02	R26896	70631610300	\$83,869	05RCC	COMPLETE
	02	R28449	70632310300	\$25,000	05RCC	COMPLETE
	02	R28475	70687110200	\$25,000	05RCC	COMPLETE
	02	R28916	73250000400	\$35,400	05RCC	COMPLETE
	02	R28474	70687110300	\$14,600	05RCC	COMPLETE
RCD.1324	02	R26899	70663718100	\$100,000	06RCD	COMPLETE
	02	R28271	72121130600	\$131,000	06RCD	COMPLETE
	02	R28272	72121146200	\$48,000	06RCD	COMPLETE
	02	R28289	72121146100	\$200,000	06RCD	COMPLETE
	02	R28291	72121146300	\$30,000	06RCD	COMPLETE
	02	R28294	72121766200	\$62,000	06RCD	COMPLETE
	02	R28404	70621210400	\$165,000	06RCD	COMPLETE
	02	R28449	70632310300	\$60,000	06RCD	COMPLETE
	02	R28405	70621210500	\$100,000	06RCD	COMPLETE
	02	R28401	70621210100	\$33,000	06RCD	COMPLETE
	02	R28293	72121726200	\$50,000	06RCD	COMPLETE
	01	R28290	72121300500	\$100,000	06RCD	COMPLETE
	02	R28288	72121126200	\$56,000	06RCD	COMPLETE
RBL.1297	02	R28975	72296005400	\$12,000	09RBL	COMPLETE
RA.1890	02	R27710	68917125200	\$116,284	13RAB	COMPLETE
RFH.1231	02	R28889	29760100400	\$20,000	14RFH	COMPLETE
	02	R28890	29760100200	\$30,000	14RFH	COMPLETE
	02	R28896	29760200700	\$10,000	14RFH	COMPLETE
RBK.1518	02	M4546	99220088100	\$3,500	15RBK	COMPLETE
RD.1281	02	R26736	70631610200	\$7,350	16RDC	COMPLETE
	02	R26781	72860300100	\$2,450	16RDC	COMPLETE
	02	R26747	70632410100	\$3,675	16RDC	COMPLETE
	02	R26739	70632410300	\$2,450	16RDC	COMPLETE
	02	R28202	70621710100	\$11,375	16RDC	COMPLETE
RDP.1237	02	M4278	99230110400	\$90,000	19RDP	COMPLETE
RBG.1210	02	R27855	25110030300	\$25,000	25RBG	COMPLETE
RDC.1082	02	R26762	72830300100	\$110,000	25RDC	COMPLETE
RBG.1211	02	R27855	25110030300	\$20,000	27RBG	COMPLETE
RD.1286	02	R26747	70632410100	\$50,000	27RDC	COMPLETE
RA.1900	02	R28971	70692020500	\$75,000	30RAC	COMPLETE
RA.1898	02	R28312	70621510200	\$50,000	33RAC	COMPLETE
RBI.1160	02	R26923	70651311000	\$17,500	33RBI	COMPLETE
	02	R28381	71380120100	\$21,500	33RBI	COMPLETE
	02	R28382	71380120100	\$21,500	33RBI	COMPLETE
	02	R28390	71380110100	\$40,600	33RBI	COMPLETE
	02	R28387	71310230100	\$54,900	33RBI	COMPLETE

\$2,438,453

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT	1. CONTRACT ID CODE	PAGE OF PAGES 1 / 3
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2. AMENDMENT/MODIFICATION NO. 48	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
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6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 2

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	D. OTHER (Specify type of modification and authority)

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

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

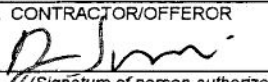
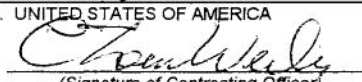
The purpose of this modification is to provide a net increase to the contract funding by \$967,081 (\$913,071 for cost and \$54,010 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$35,506,627. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 2,230,753 obligated under this contract for payment of fee".

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) ANDREW SROKOWSKI SAMS PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED 2/22/02	16C. DATE SIGNED 2/22/02

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Total	\$35,506,627	\$2,230,753	\$36,770,299

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
31RAC	\$ 236,000	\$ 14,000	-\$116,834	-\$6,254	\$119,166	\$7,746	(\$123,088)
01OJ	\$1,045,039	\$68,324	\$5,000	\$0	\$1,050,039	\$68,324	\$5,000
02RDI	\$399,950	\$25,050	\$32,000	\$1,177	\$431,950	\$26,227	\$33,177
03RCF	\$984,755	\$61,746	\$348,000	\$22,000	\$1,332,755	\$83,746	\$370,000
03RDH	\$120,300	\$8,200	\$38,000	\$2,000	\$158,300	\$10,200	\$40,000
03RFF	\$123,241	\$7,866	\$28,500	\$1,500	\$151,741	\$9,366	\$30,000
10RBH	\$165,396	\$11,204	\$102,180	\$6,086	\$267,576	\$17,290	\$108,266
10RDE	\$293,591	\$16,709	\$52,000	\$2,813	\$345,591	\$19,522	\$54,813
12RCE	\$214,000	\$12,000	\$136,500	\$8,500	\$350,500	\$20,500	\$145,000
13RCE	\$146,000	\$9,000	\$42,000	\$2,000	\$188,000	\$11,000	\$44,000
19RDP	\$503,343	\$32,537	\$3,300	\$0	\$506,643	\$32,537	\$3,300
20RFM	\$64,839	\$4,401	\$32,759	\$1,878	\$97,598	\$6,279	\$34,637
25RBG	\$65,700	\$3,300	\$49,700	\$2,500	\$115,400	\$5,800	\$52,200
28RAC	\$0	\$0	\$112,466	\$7,310	\$112,466	\$7,310	\$119,776
34RAE	\$0	\$0	\$47,500	\$2,500	\$47,500	\$2,500	\$50,000
			\$913,071	\$54,010			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA.1853	02	R28408	70621510100	-\$123,088	31RAC	DEOBLIGATE
OJ.1061	02	AS7122	77210110100	\$5,000	01OJ	COMPLETE
RD.1287	01	R27893	72264105300	\$33,177	02RDI	COMPLETE
RCF.1221	02	R26791	25130075600	\$80,000	03RCF	COMPLETE
	02	R26908	70663510200	\$105,000	03RCF	COMPLETE
	02	R28186	70685110100	\$40,000	03RCF	COMPLETE
	02	R28171	25130077700	\$25,000	03RCF	COMPLETE
	02	R28211	70662310100	\$45,000	03RCF	COMPLETE
	02	R28868	32378010400	\$75,000	03RCF	COMPLETE
RFH.1234	02	R28894	29760100500	\$20,000	03RDH	COMPLETE
	02	R28896	29760200700	\$20,000	03RDH	COMPLETE
RCD.1327	01	R27746	73240000200	\$20,000	03RFF	COMPLETE
	01	R28876	73240100300	\$10,000	03RFF	COMPLETE
RBH.1156	02	R28925	80090500100	\$108,266	10RBH	COMPLETE
RDF.1104	02	R26781	72860300100	\$54,813	10RDE	COMPLETE
RCE.1322	02	R28233	70632310300	\$18,000	12RCE	COMPLETE
	02	R28190	70685240100	\$15,000	12RCE	COMPLETE
	02	R28191	70685320100	\$32,000	12RCE	COMPLETE
	02	R28293	72121726200	\$80,000	12RCE	COMPLETE
RCE.1323	02	R28210	70662310100	\$11,000	13RCE	COMPLETE
	02	R28194	70632310300	\$11,000	13RCE	COMPLETE
	02	R26898	70663610100	\$11,000	13RCE	COMPLETE
	02	R28190	70685240100	\$11,000	13RCE	COMPLETE
RD.1292	02	R28319	72880400100	\$3,300	19RDP	COMPLETE
RFM.1052	02	R28968	71405201100	\$34,637	20RFM	COMPLETE
RBG.1215	02	R26908	70663510200	\$12,000	25RBG	COMPLETE
	02	R28376	70632110400	\$7,200	25RBG	COMPLETE
	02	R28346	70631118500	\$25,000	25RBG	COMPLETE
	02	R27331	70631110100	\$8,000	25RBG	COMPLETE
RA.1912	02	R28569	70687110400	\$119,776	28RAC	COMPLETE
RA.1904	02	R28982	72110420200	\$50,000	34RAE	COMPLETE
				\$967,081		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE
PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 49	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	<input checked="" type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input checked="" type="checkbox"/>	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).
<input checked="" type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

The purpose of this modification is to provide a net increase to the contract funding by \$2,844,553 (\$2,682,974 for cost and \$161,579 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$38,189,601. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 2,392,332 obligated under this contract for payment of fee".

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) ANDREW SIROKOWSKI JAMS PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR 	16B. UNITED STATES OF AMERICA BY
15C. DATE SIGNED 3/5/02	16C. DATE SIGNED 3/5/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Total	\$38,189,601	\$2,392,332	\$40,581,933

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$914,897	\$59,003	\$660,000	\$40,000	\$1,574,897	\$99,003	\$700,000
03OCB	\$98,175	\$6,825	\$94,500	\$5,500	\$192,675	\$12,325	\$100,000
03RAA	\$308,241	\$19,753	\$142,000	\$8,000	\$450,241	\$27,753	\$150,000
04RCE	\$1,081,124	\$64,835	\$515,840	\$30,000	\$1,596,964	\$94,835	\$545,840
05OCB	\$114,135	\$7,340	\$155,255	\$10,091	\$269,390	\$17,431	\$165,346
05RAC	\$248,782	\$15,455	-\$38,000	-\$2,000	\$210,782	\$13,455	(\$40,000)
06RDM	\$93,503	\$6,011	\$3,000	\$0	\$96,503	\$6,011	\$3,000
08RAA	\$313,693	\$19,000	\$170,000	\$10,000	\$483,693	\$29,000	\$180,000
09RFL	\$132,875	\$6,025	\$9,500	\$500	\$142,375	\$6,525	\$10,000
12RCE	\$350,500	\$20,500	\$134,000	\$8,200	\$484,500	\$28,700	\$142,200
15RAA	\$203,165	\$12,835	\$94,500	\$5,500	\$297,665	\$18,335	\$100,000
17RFI	\$162,200	\$10,800	\$21,495	\$1,000	\$183,695	\$11,800	\$22,495
18RDI	\$117,773	\$7,227	\$85,000	\$5,000	\$202,773	\$12,227	\$90,000
19RDP	\$506,643	\$32,537	\$150,000	\$9,000	\$656,643	\$41,537	\$159,000
25RAA	\$83,248	\$5,761	\$66,000	\$4,000	\$149,248	\$9,761	\$70,000
28RDD	\$236,825	\$15,175	\$264,376	\$17,272	\$501,201	\$32,447	\$281,648
30RAC	\$127,400	\$7,600	-\$38,000	-\$2,000	\$89,400	\$5,600	(\$40,000)
30RBJ	\$430,077	\$24,250	\$94,500	\$5,500	\$524,577	\$29,750	\$100,000
31RBJ	\$228,400	\$14,600	\$35,000	\$2,000	\$263,400	\$16,600	\$37,000
31RDA	\$0	\$0	\$33,000	\$2,000	\$33,000	\$2,000	\$35,000
31RFI	\$0	\$0	\$31,008	\$2,016	\$31,008	\$2,016	\$33,024
			\$2,682,974	\$161,579			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1119	02	R26930	70651711000	\$700,000	01OCB	COMPLETE
OCB.1120	02	R26930	70651711000	\$100,000	03OCB	COMPLETE
RA.1932	02	R28983	72110420100	\$150,000	03RAA	COMPLETE
RCE.1334	02	R28188	70685210100	\$35,000	04RCE	COMPLETE
	02	R28191	70685320100	\$12,000	04RCE	COMPLETE
	02	R28272	72121146200	\$8,464	04RCE	COMPLETE
	02	R28275	72121510500	\$120,000	04RCE	COMPLETE
	02	R28271	72121130600	\$109,359	04RCE	COMPLETE
	02	R28210	70662310100	\$36,000	04RCE	COMPLETE
	02	R28278	72121740600	\$180,000	04RCE	COMPLETE
	02	R28438	70685120100	\$21,017	04RCE	COMPLETE
	02	R28280	72121870700	\$24,000	04RCE	COMPLETE
OCB.1118	02	R26930	70651711000	\$165,346	05OCB	COMPLETE
RA.1825	02	R28523	70617610200	-\$40,000	05RAC	DEOBLIGATE
RD.1295	02	R28319	72880400100	\$3,000	06RDM	COMPLETE
RA.1926	02	R26645	75930000200	\$20,000	08RAA	COMPLETE
	02	R28912	39020000100	\$60,000	08RAA	COMPLETE
	02	R28926	80090400100	\$20,000	08RAA	COMPLETE
	02	R28983	72110420100	\$40,000	08RAA	COMPLETE
	02	R29051	72110130100	\$40,000	08RAA	COMPLETE
RD.1100	01	M4282	99262100600	\$10,000	09RFL	COMPLETE
RCE.1321	02	R24234	25940044100	\$500	12RCE	COMPLETE
	02	R26751	70617110400	\$2,500	12RCE	COMPLETE
	02	R26930	70651711000	\$25,000	12RCE	COMPLETE
	02	R28321	70621111000	\$2,000	12RCE	COMPLETE
	02	R28464	71380130100	\$1,200	12RCE	COMPLETE
RCE.1326	02	R26898	70663610100	\$39,000	12RCE	COMPLETE
	02	R28210	70662310100	\$39,000	12RCE	COMPLETE
	02	R28190	70685240100	\$19,000	12RCE	COMPLETE
	02	R28194	70632310300	\$14,000	12RCE	COMPLETE
RA.1922	02	R28470	70688210300	\$10,000	15RAA	COMPLETE
	02	R28912	39020000100	\$20,000	15RAA	COMPLETE
	02	R28983	72110420100	\$20,000	15RAA	COMPLETE
	02	R28926	80090400100	\$25,000	15RAA	COMPLETE
	02	R28925	80090500100	\$25,000	15RAA	COMPLETE
RFI.1117	01	R22514	62263147000	\$22,495	17RFI	COMPLETE
RDI.1100	02	R26540	25870220900	\$20,000	18RDI	COMPLETE
RDI.1102	02	R26734	70631410100	\$70,000	18RDI	COMPLETE
RD.1293	02	R28319	72880400100	\$9,000	19RDP	COMPLETE
RDP.1245	02	M4282	99262100600	\$150,000	19RDP	COMPLETE
RA.1923	02	R28568	70687110400	\$70,000	25RAA	COMPLETE
RDD.1132	02	R29011	72892029000	\$281,648	28RDD	COMPLETE
RA.1831	02	R28523	70617610200	-\$40,000	30RAC	DEOBLIGATE
RBJ.1318	02	R28256	70631318000	\$100,000	30RBJ	COMPLETE
RBJ.1316	02	R28256	70631318000	\$37,000	31RBJ	COMPLETE
RDA.1112	02	R26735	70631410300	\$35,000	31RDA	COMPLETE
RFJ.1237	02	R26930	70651711000	\$33,024	31RFI	COMPLETE

\$2,844,553

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 50		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY: (If other than Item 6)	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135 10B. DATED (SEE ITEM 13) 11/3/00	
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

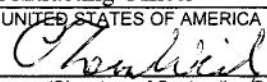
The purpose of this modification is to provide a net increase to the contract funding by \$103,225 (\$98,025 for cost and \$5,200 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$38,287,626. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 2,397,532 obligated under this contract for payment of fee".

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) C. Tom Weih Contracting Officer		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 3/8/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Total	\$38,287,626	\$2,397,532	\$40,685,158

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
09RFL	\$132,875	\$6,025	-\$9,500	-\$500	\$123,375	\$5,525	(\$10,000)
29RFJ	\$9,400	\$600	-\$9,400	-\$600	\$0	\$0	(\$10,000)
11RFJ	\$112,200	\$7,800	\$9,500	\$500	\$121,700	\$8,300	\$10,000
01RAC	\$90,400	\$5,881	\$3,225	\$0	\$93,625	\$5,881	\$3,225
32RAC	\$0	\$0	\$28,200	\$1,800	\$28,200	\$1,800	\$30,000
02RCB	\$ 208,885	\$ 13,044	\$76,000	\$4,000	\$284,885	\$17,044	\$80,000
			\$98,025	\$5,200			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RD.1100	01	M4282	99262100600	-\$10,000	09RFL	DEOBLIGATE
RFJ.1209	01	R26315	25830000300	-\$10,000	29RFJ	DEOBLIGATE
RFJ.1209	01	R26315	25830000300	\$10,000	11RFJ	COMPLETE
RA.1933	02	R28524	70617510300	\$3,225	01RAC	COMPLETE
RA.1934	02	R28990	89620100100	\$30,000	32RAC	COMPLETE
RCB.1147	02	R28039	71010110100	\$80,000	02RCB	COMPLETE
				\$103,225		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONT ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 51	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
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6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

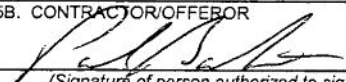
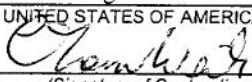
The purpose of this modification is to provide a net increase to the contract funding by \$1,125,022 (\$1,062,423 for cost and \$62,599 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$39,350,049. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$ 2,460,131 obligated under this contract for payment of fee".

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) Andrew Srowkowski, Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 3/22/02
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 3/22/02

For
A. Srowkowski

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Total	\$39,350,049	\$2,460,131	\$41,810,180

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RCB	\$ 284,885	\$ 17,044	-\$14,000	-\$1,000	\$270,885	\$16,044	(\$15,000)
10RDE	\$345,591	\$19,522	-\$18,800	-\$1,200	\$326,791	\$18,322	(\$20,000)
01OC	\$9,500	\$500	\$10,500	\$500	\$20,000	\$1,000	\$11,000
01RFH	\$ 121,650	\$ 8,314	\$30,000	\$3,000	\$151,650	\$11,314	\$33,000
03RFF	\$151,741	\$9,366	\$33,000	\$2,000	\$184,741	\$11,366	\$35,000
06RFM	\$1,312,768	\$85,763	\$189,000	\$11,000	\$1,501,768	\$96,763	\$200,000
07RFM	\$304,725	\$20,275	\$73,500	\$4,000	\$378,225	\$24,275	\$77,500
08RDB	\$82,775	\$4,725	\$16,000	\$1,000	\$98,775	\$5,725	\$17,000
09RBL	\$317,394	\$19,514	\$47,000	\$3,000	\$364,394	\$22,514	\$50,000
10RDE	\$326,791	\$18,322	\$47,000	\$3,000	\$373,791	\$21,322	\$50,000
11RBJ	\$309,180	\$18,820	\$113,000	\$7,000	\$422,180	\$25,820	\$120,000
13RAB	\$536,200	\$34,059	\$66,000	\$3,800	\$602,200	\$37,859	\$69,800
16RFF	\$84,295	\$5,591	\$57,000	\$3,000	\$141,295	\$8,591	\$60,000
18RFH	\$76,946	\$4,654	\$23,500	\$1,500	\$100,446	\$6,154	\$25,000
22RFJ	\$78,700	\$5,006	\$45,577	\$2,999	\$124,277	\$8,005	\$48,576
25RDC	\$273,425	\$16,875	\$95,000	\$5,000	\$368,425	\$21,875	\$100,000
27RDC	\$192,225	\$12,775	\$43,000	\$2,000	\$235,225	\$14,775	\$45,000
30RBJ	\$524,577	\$29,750	\$135,146	\$8,000	\$659,723	\$37,750	\$143,146
31RDA	\$33,000	\$2,000	\$71,000	\$4,000	\$104,000	\$6,000	\$75,000
			\$1,062,423	\$62,599	1,125,022		

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCB.1147	02	R28039	71010110100	-\$15,000	02RCB	DEOBLIGATE
RDE.1155	02	R28203	70621710200	-\$20,000	10RDE	DEOBLIGATE
OC.1007	02	R28503	70685540100	\$11,000	01OC	COMPLETE
OBAA.1066	02	R24234	25940044100	\$33,000	01RFH	COMPLETE
RCD.1329	02	R28295	75506001000	\$35,000	03RFF	COMPLETE
OBAB.1047	02	R28482	42866000100	\$200,000	06RFM	COMPLETE
OBAB.1048	02	R23955	28842121000	\$77,500	07RFM	COMPLETE
RDB.1097	02	R28202	70621710100	\$17,000	08RDB	COMPLETE
RBL.1310	02	R29029	70693110800	\$50,000	09RBL	COMPLETE
RDD.1134	02	R29011	72892029000	\$10,000	10RDE	COMPLETE
RDD.1138	02	R29011	72892029000	\$40,000	10RDE	COMPLETE
RBJ.1327	02	M4524	99220086100	\$120,000	11RBJ	COMPLETE
RA.1943	02	R27719	25910000200	\$69,800	13RAB	COMPLETE
RCG.1218	02	R28904	73240100200	\$60,000	16RFF	COMPLETE
RFH.1227	02	M1821	99235150100	\$25,000	18RFH	COMPLETE
RFJ.1268	02	R28542	70625020400	\$48,576	22RFJ	COMPLETE
RDC.1087	02	R26739	70632410300	\$30,000	25RDC	COMPLETE
	02	R28202	70621710100	\$70,000	25RDC	COMPLETE
RDC.1086	02	R28462	71380130100	\$45,000	27RDC	COMPLETE
RBJ.1328	02	M4524	99220086100	\$143,146	30RBJ	COMPLETE
RDA.1113	02	R28881	70617710500	\$75,000	31RDA	COMPLETE

\$1,125,022

AMENDMENT OF SOLICITATION OR MODIFICATION OF CONTRACT		1. CO ACT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. 52	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (if applicable)
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6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (if other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

CODE	FACILITY CODE
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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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

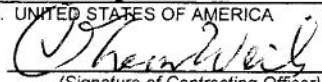
The purpose of this modification is to increase the contract funding by \$2,062,672 (\$1,946,127 for cost and \$116,545 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$41,296,176. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,576,676 obligated under this contract for payment of fee”.

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) C. Tom Weih Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 4/5/02
(Signature of person authorized to sign)			

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Total	\$41,296,176	\$2,576,676	\$43,872,852

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$684,169	\$41,920	\$377,000	\$23,000	\$1,061,169	\$64,920	\$400,000
02RAD	\$161,380	\$10,620	\$95,000	\$5,000	\$256,380	\$15,620	\$100,000
03RAA	\$450,241	\$27,753	\$65,000	\$4,000	\$515,241	\$31,753	\$69,000
03RDH	\$158,300	\$10,200	\$9,500	\$500	\$167,800	\$10,700	\$10,000
04RAA	\$257,800	\$17,200	\$53,000	\$2,000	\$310,800	\$19,200	\$55,000
05RCC	\$617,432	\$40,019	\$52,501	\$3,000	\$669,933	\$43,019	\$55,501
09RDB	\$147,825	\$9,575	\$53,045	\$3,302	\$200,870	\$12,877	\$56,347
12RCE	\$484,500	\$28,700	\$36,774	\$2,000	\$521,274	\$30,700	\$38,774
13RCE	\$188,000	\$11,000	\$10,526	\$700	\$198,526	\$11,700	\$11,226
13RDF	\$515,400	\$32,600	\$104,000	\$6,000	\$619,400	\$38,600	\$110,000
14RFH	\$190,540	\$12,167	\$14,100	\$900	\$204,640	\$13,067	\$15,000
15RDE	\$205,892	\$13,361	\$19,000	\$1,000	\$224,892	\$14,361	\$20,000
17RDI	\$362,850	\$22,250	\$128,000	\$7,000	\$490,850	\$29,250	\$135,000
18RDI	\$202,773	\$12,227	\$42,000	\$3,000	\$244,773	\$15,227	\$45,000
20RDA	\$714,574	\$46,252	\$30,681	\$2,000	\$745,255	\$48,252	\$32,681
30RBJ	\$659,723	\$37,750	\$856,000	\$53,143	\$1,515,723	\$90,893	\$909,143
			\$1,946,127	\$116,545			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1164	02	R28528	29780000100	\$400,000	01AH	COMPLETE
RA.1956	02	R28311	70617510100	\$80,000	02RAD	COMPLETE
	02	R29027	70693110600	\$20,000	02RAD	COMPLETE
RA.1952	02	R28926	80090400100	\$35,000	03RAA	COMPLETE
	02	R28925	80090500100	\$34,000	03RAA	COMPLETE
RFH.1217	02	R28889	29760100400	\$5,000	03RDH	COMPLETE
	02	R28894	29760100500	\$5,000	03RDH	COMPLETE
RCC.1144	02	R29068	34906010400	\$55,000	04RAA	COMPLETE
RCC.1150	02	R26897	70663510300	\$30,421	05RCC	COMPLETE
	02	R28406	70621210600	\$25,080	05RCC	COMPLETE
RDB.1098	02	R28851	70617120200	\$56,347	09RDB	COMPLETE
RCE.1348	02	R28118	27400022900	\$38,774	12RCE	COMPLETE
RCE.1347	02	R28118	27400022900	\$11,226	13RCE	COMPLETE
RDF.1114	02	R26781	72860300100	\$110,000	13RDF	COMPLETE
RFH.1247	02	R24234	25940044100	\$15,000	14RFH	COMPLETE
RDE.1194	02	R28203	70621710200	\$20,000	15RDE	COMPLETE
RDI.1108	02	R29032	70693210100	\$100,000	17RDI	COMPLETE
	02	R29033	70693210200	\$35,000	17RDI	COMPLETE
RDI.1112	02	R26899	70663718100	\$45,000	18RDI	COMPLETE
RDA.1115	02	R25119	72830309000	\$2,711	20RDA	COMPLETE
	02	R28507	70632119200	\$18,770	20RDA	COMPLETE
	02	R27560	70631419200	\$11,200	20RDA	COMPLETE
RBJ.1332	02	M4525	99220086100	\$909,143	30RBJ	COMPLETE
				\$2,062,672		

2. AMENDMENT/MODIFICATION NO. 53 3. EFFECTIVE DATE See Block 16C 4. REQUISITION/PURCHASE REQ. NO. See Page 3 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001 7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705 (x) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135 X 10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required) See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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). X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement 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.) The purpose of this modification is to provide a net increase in contract funding by \$1,938,265 (\$1,817,922 for cost and \$120,343 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$43,114,098. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 An additional amount of \$2,697,019 obligated under this contract for payment of fee".

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) Andrew Srowkowski PROGRAM MANAGER 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 4/19/02 16B. UNITED STATES OF AMERICA BY C. Tom Weih (Signature of Contracting Officer) 16C. DATE SIGNED 4/19/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Total	\$43,114,098	\$2,697,019	\$45,811,117

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
01OA	\$50,851	\$3,400	-\$22,000	-\$1,000	\$28,851	\$2,400	(\$23,000)
01OCB	\$1,574,897	\$99,003	\$620,164	\$42,148	\$2,195,061	\$141,151	\$662,312
01OJ	\$1,050,039	\$68,324	\$121,000	\$8,500	\$1,171,039	\$76,824	\$129,500
02OJ	\$256,572	\$14,428	\$45,500	\$2,500	\$302,072	\$16,928	\$48,000
03OCB	\$192,675	\$12,325	\$66,582	\$4,000	\$259,257	\$16,325	\$70,582
04OCB	\$103,125	\$6,875	\$18,000	\$369	\$121,125	\$7,244	\$18,369
05RFM	\$42,375	\$2,625	\$19,000	\$1,000	\$61,375	\$3,625	\$20,000
06RBG	\$176,860	\$11,140	\$8,500	\$500	\$185,360	\$11,640	\$9,000
06RCD	\$2,221,150	\$140,725	\$189,000	\$11,000	\$2,410,150	\$151,725	\$200,000
07RDE	\$250,310	\$15,690	\$39,888	\$3,030	\$290,198	\$18,720	\$42,918
08RFL	\$215,986	\$15,014	-\$16,405	\$0	\$199,581	\$15,014	(\$16,405)
09RBL	\$364,394	\$22,514	\$49,000	\$3,000	\$413,394	\$25,514	\$52,000
11RCB	\$7,600	\$400	\$39,500	\$2,500	\$47,100	\$2,900	\$42,000
12RCE	\$521,274	\$30,700	\$53,000	\$2,500	\$574,274	\$33,200	\$55,500
14RDD	\$287,862	\$17,138	\$48,338	\$4,486	\$336,200	\$21,624	\$52,824
16RFF	\$141,295	\$8,591	\$17,237	\$1,546	\$158,532	\$10,137	\$18,783
18RBG	\$208,147	\$13,133	\$64,000	\$4,000	\$272,147	\$17,133	\$68,000
20RAB	\$4,675	\$325	-\$1,600	\$0	\$3,075	\$325	(\$1,600)
21RDE	\$281,485	\$17,275	\$280,593	\$18,941	\$562,078	\$36,216	\$299,534
22RBA	\$8,057	\$524	\$6,625	\$416	\$14,682	\$940	\$7,041
32RBJ	\$242,958	\$15,650	\$148,000	\$9,392	\$390,958	\$25,042	\$157,392
33RAC	\$47,000	\$3,000	\$24,000	\$1,515	\$71,000	\$4,515	\$25,515
			\$1,817,922	\$120,343			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OA.1272	2001	R26566	74801010100	-\$8,749	01OA	COMPLETE
OA.1386	2001	R26566	74801010100	-\$14,251	01OA	COMPLETE
OCB.1125	02	R28504	70685510100	\$662,312	01OCB	COMPLETE
OJ.1064	02	R28504	70685510100	\$88,500	01OJ	COMPLETE
OBAC.1084	02	R25130	60040000200	\$6,000	01OJ	COMPLETE
OBAF.1074	02	R26305	25830000200	\$35,000	01OJ	COMPLETE
OBAC.1083	02	R25130	60040000200	\$48,000	02OJ	COMPLETE
OCB.1126	02	R28504	70685510100	\$70,582	03OCB	COMPLETE
OCB.1127	02	R28504	70685510100	\$18,369	04OCB	COMPLETE
OBAB.1050	02	R23380	28842121000	\$20,000	05RFM	COMPLETE
RBG.1233	02	R28043	71405100100	\$9,000	06RBG	COMPLETE
RCD.1333	02	R28966	71405200300	\$100,000	06RCD	COMPLETE
	02	R29122	70631412000	\$100,000	06RCD	COMPLETE
RDE.1200	02	R26780	72860200100	\$42,918	07RDE	COMPLETE
RFH.1162	02	M4282	99262100600	-\$16,405	08RFL	COMPLETE
RBJ.1336	02	M4525	99220086100	\$52,000	09RBL	COMPLETE
RCB.1151	02	M4235	99220087100	\$42,000	11RCB	COMPLETE
RCE.1351	02	R26907	70663510100	\$10,000	12RCE	COMPLETE
	02	R28269	75506000800	\$6,000	12RCE	COMPLETE
	02	R28134	70625022200	\$10,000	12RCE	COMPLETE
	02	R28123	27400021800	\$2,000	12RCE	COMPLETE
	02	R28090	70625022500	\$1,300	12RCE	COMPLETE
RCE.1354	02	R26750	70617110300	\$10,000	12RCE	COMPLETE
	02	R26908	70663510200	\$1,200	12RCE	COMPLETE
	02	R28123	27400021800	\$15,000	12RCE	COMPLETE
RDE.1198	02	R28941	72892026100	\$52,824	14RDD	COMPLETE
RCG.1221	02	R28335	70632310400	\$17,183	16RFF	COMPLETE
	02	R28407	70621210700	\$1,600	16RFF	COMPLETE
RBG.1222	02	R28561	70872500200	\$68,000	18RBG	COMPLETE
RA.1511	02	R23925	25870211500	-\$1,600	20RAB	COMPLETE
RDE.1199	02	R26780	72860200100	\$173,513	21RDE	COMPLETE
	02	R29042	72892026000	\$126,021	21RDE	COMPLETE
RBB.1105	02	R27658	70621110100	\$7,041	22RBA	COMPLETE
RBJ.1334	02	M4248	99220083100	\$157,392	32RBJ	COMPLETE
RA.1966	02	R28312	70621510200	\$25,515	33RAC	COMPLETE
				\$1,938,265		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTF ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">54</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Page 3</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p> 10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

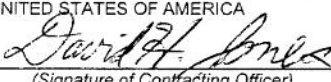
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 The purpose of this modification is to provide a net increase in contract funding by \$539,000 (\$506,675 for cost and \$32,325 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$43,620,773. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,729,344 obligated under this contract for payment of fee”.

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) David H. Jones Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 5-3-02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Total	\$43,620,773	\$2,729,344	\$46,350,117

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,171,039	\$76,824	\$67,000	\$4,000	\$1,238,039	\$80,824	\$71,000
03RAA	\$515,241	\$31,753	\$20,000	\$1,000	\$535,241	\$32,753	\$21,000
03RDH	\$167,800	\$10,700	\$15,000	\$1,000	\$182,800	\$11,700	\$16,000
04RBB	\$245,693	\$15,642	\$32,000	\$2,000	\$277,693	\$17,642	\$34,000
04RDM	\$126,890	\$8,110	\$35,600	\$2,400	\$162,490	\$10,510	\$38,000
05RDM	\$135,683	\$8,417	\$47,000	\$3,000	\$182,683	\$11,417	\$50,000
06RDM	\$96,503	\$6,011	\$37,500	\$2,500	\$134,003	\$8,511	\$40,000
07RBL	\$392,358	\$24,398	\$33,000	\$2,000	\$425,358	\$26,398	\$35,000
09RBL	\$413,394	\$25,514	\$45,000	\$3,000	\$458,394	\$28,514	\$48,000
12RFL	\$80,640	\$5,360	\$22,500	\$1,500	\$103,140	\$6,860	\$24,000
13RAB	\$602,200	\$37,859	\$75,000	\$5,000	\$677,200	\$42,859	\$80,000
18RFH	\$100,446	\$6,154	\$47,000	\$3,000	\$147,446	\$9,154	\$50,000
27RBG	\$226,396	\$14,204	\$23,500	\$1,500	\$249,896	\$15,704	\$25,000
35RAB			\$6,575	\$425	\$6,575	\$425	\$7,000
			\$506,675	\$32,325			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OH.1075	02	R29141	72121030100	\$50,000	01OJ	COMPLETE
SA.1068	02	AS7839	7724000200	\$21,000	01OJ	COMPLETE
RA.1989	02	R28983	72110420100	\$21,000	03RAA	COMPLETE
RDH.1153	02	R24156	25940011000	\$16,000	03RDH	COMPLETE
RBB.1106	02	R26645	75930000200	\$10,000	04RBB	COMPLETE
	02	R28491	71310240100	\$24,000	04RBB	COMPLETE
RD.1319	02	M4289	99262100400	\$38,000	04RDM	COMPLETE
RD.1320	02	M4288	99262100400	\$50,000	05RDM	COMPLETE
RD.1321	02	M4287	99262100400	\$40,000	06RDM	COMPLETE
OJ.1065	02	R26751	70617110400	\$35,000	07RBL	COMPLETE
RBL.1321	02	R28197	70632310100	\$48,000	09RBL	COMPLETE
RFH.1252	02	R26770	72840300100	\$24,000	12RFL	COMPLETE
RA.1995	02	R29064	89650100200	\$80,000	13RAB	COMPLETE
RFH.1256	02	R28223	78630501000	\$50,000	18RFH	COMPLETE
RBG.1235	02	R28052	71405302000	\$15,000	27RBG	COMPLETE
	02	R28046	71405100400	\$10,000	27RBG	COMPLETE
RA.1985	02	R26567	62270180100	\$7,000	35RAB	COMPLETE
				\$539,000		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 55	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE		7. ADMINISTERED BY (If other than Item 6) CODE	

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 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 provide a net increase in contract funding by \$516,398 (\$486,102 for cost and \$30,296 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$44,106,875. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,759,640 is obligated under this contract for payment of fee".

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) Richard C. Shisler Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED MAY 17 2002
(Signature of person authorized to sign)	BY (Signature of Contracting Officer)

FILE COPY

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Total	\$44,106,875	\$2,759,640	\$46,866,515

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RAD	\$256,380	\$15,620	\$30,000	\$2,000	\$286,380	\$17,620	\$32,000
03RBJ	\$159,584	\$9,416	\$39,400	\$2,600	\$198,984	\$12,016	\$42,000
03RDH	\$182,800	\$11,700	\$39,400	\$1,600	\$222,200	\$13,300	\$41,000
08RAA	\$483,693	\$29,000	\$88,000	\$6,000	\$571,693	\$35,000	\$94,000
09RBL	\$458,394	\$28,514	\$15,000	\$0	\$473,394	\$28,514	\$15,000
10RDE	\$373,791	\$21,322	\$18,700	\$1,300	\$392,491	\$22,622	\$20,000
13RAB	\$677,200	\$42,859	\$15,630	\$1,017	\$692,830	\$43,876	\$16,647
15RAA	\$297,665	\$18,335	\$78,800	\$5,200	\$376,465	\$23,535	\$84,000
20RBE	\$956,271	\$59,270	\$37,500	\$2,500	\$993,771	\$61,770	\$40,000
30RBJ	\$1,515,723	\$90,893	\$50,700	\$3,300	\$1,566,423	\$94,193	\$54,000
31RBJ	\$263,400	\$16,600	\$61,000	\$4,000	\$324,400	\$20,600	\$65,000
38RBH	\$0	\$0	\$11,972	\$779	\$11,972	\$779	\$12,751
			\$486,102	\$30,296			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA.2002	02	R29131	72296005800	\$32,000	02RAD	COMPLETE
RBJ.1346	02	M4524	99220086100	\$42,000	03RBJ	COMPLETE
RFH.1261	02	R28890	29760100200	\$10,000	03RDH	COMPLETE
	02	R28896	29760200700	\$4,000	03RDH	COMPLETE
RDH.1158	02	R24156	25940011000	\$9,000	03RDH	COMPLETE
RDI.1117	2	R29127	72296005400	\$18,000	03RDH	COMPLETE
RA.1990	02	R26645	75930000200	\$50,000	08RAA	COMPLETE
	02	R29051	72110130100	\$18,000	08RAA	COMPLETE
	02	R26783	72880200100	\$26,000	08RAA	COMPLETE
RBJ.1347	02	M4524	99220086100	\$15,000	09RBL	COMPLETE
RDE.1204	02	R26780	72860200100	\$20,000	10RDE	COMPLETE
RA.1999	02	R26015	47846000200	\$16,647	13RAB	COMPLETE
RA.1991	02	R29062	71350100100	\$50,000	15RAA	COMPLETE
	02	R29051	72110130100	\$34,000	15RAA	COMPLETE
RBE.1209	02	R0050	72259876300	\$40,000	20RBE	COMPLETE
RBJ.1349	02	M4248	99220083100	\$4,000	30RBJ	COMPLETE
	02	M4524	99220086100	\$50,000	30RBJ	COMPLETE
RBJ.1345	02	M4524	99220086100	\$65,000	31RBJ	COMPLETE
RBH.1168	02	R29080	89630001000	\$12,751	38RBH	COMPLETE

\$516,398

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 56	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 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 provide an increase in contract funding by \$265,635 (\$249,375 for cost and \$16,260 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$44,356,250. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,775,900 is obligated under this contract for payment of fee".

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) David H. Jones Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY <i>David H. Jones</i> (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 5-24-02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Total	\$44,356,250	\$2,775,900	\$47,132,150

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OA	\$28,851	\$2,400	\$635	\$0	\$29,486	\$2,400	\$635
02OJ	\$302,072	\$16,928	\$37,550	\$2,450	\$339,622	\$19,378	\$40,000
07RFM	\$378,225	\$24,275	\$93,890	\$6,110	\$472,115	\$30,385	\$100,000
11RFJ	\$121,700	\$8,300	\$46,900	\$3,100	\$168,600	\$11,400	\$50,000
15RDE	\$224,892	\$14,361	\$70,400	\$4,600	\$295,292	\$18,961	\$75,000
			\$249,375	\$16,260			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OA.1430	02	R26566	74801010100	\$635	01OA	COMPLETE
OJ.1070	02	R28865	75509000600	\$20,000	02OJ	COMPLETE
OJ.1070	02	R28482	42866000100	\$20,000	02OJ	COMPLETE
OBAB.1054	02	R23380	28842121000	\$100,000	07RFM	COMPLETE
RFJ.1312	02	R28870	75509000700	\$50,000	11RFJ	COMPLETE
RDE.1211	02	R29195	71150210200	\$75,000	15RDE	COMPLETE
				\$265,635		

OMB Approval #: 277 042

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRAL CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 57	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If Applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23581-0001	CODE	7. ADMINISTERED BY (If other than Item 6) CODE	CODE
6. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State, and Zip Code)		(x)	9A. AMENDMENT OF SOLICITATION NO.
Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705			9B. DATED (SEE ITEM 11)
CODE		FACILITY CODE	10A. MODIFICATION OF CONTRACT/ORDER NO. X NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
NA

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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)
Mutual Agreement

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.)

The purpose of this modification is to modify G13, Schedule of Rates for Task Orders (Langley), and add a full text clause entitled "Handling of Data". Accordingly, the following changes are made to the Contract:

(Continued on page 2)

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) Arthur Leaderman Chief Procurement Officer	15B. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) David H. Jones Contracting Officer
15C. DATE SIGNED 6/3/02	15D. UNITED STATES OF AMERICA BY <i>David H. Jones</i> (Signature of Contracting Officer)
15E. CONTRACTING OFFICER <i>Arthur Leaderman</i> (Signature of person authorized to sign)	15F. DATE SIGNED 6-7-02

A. The table for contract year 2 of G13, Schedule of Rates for Task Orders (Langley), is hereby deleted in its entirety. The Direct Labor Classifications contained in attachment No. 1 to this modification are substituted in lieu thereof.

B. Section H – Special Contract Requirements, add paragraph H.12 as follows:

"H.12 HANDLING OF DATA

(a) In the performance of this contract, it is anticipated that the Contractor may have access to, be furnished, or use the following categories of data (which may be technical data, computer software, administrative, management information, or financial, including cost or pricing):

(1) Data of third parties which the Government has agreed to handle under protective arrangements; and

(2) Government data, the use and dissemination of which, the Government intends to control.

(b) In order to protect the interests of the Government and the owners, licensors and licensees of such data, the Contractor agrees, with respect to any such third party or Government data that is either marked with a restrictive legend, specifically identified in this contract, or otherwise identified in writing by the Contracting Officer as being subject to this clause, to:

(1) Use, disclose, and reproduce such data only to the extent necessary to perform the work required under this contract;

(2) Allow access to such data only to those of its employees that require access for their performance under this contract;

(3) Preclude access and disclosure of such data outside the Contractor's organization; and

(4) Return or dispose of such data, as the Contracting Officer may direct, when the data is no longer needed for contract performance.

(c) The Contractor agrees to inform and instruct its employees of its and their obligations under this clause and to appropriately bind its employees contractually to comply with the access, use, disclosure, and reproduction provisions of this clause.

(d) In the event that data includes a legend that the Contractor deems to be ambiguous or unauthorized, the Contractor may inform the Contracting Officer of such condition. Notwithstanding such a legend, as long as such legend provides an indication that a restriction on use or disclosure was intended, the Contractor shall treat such data pursuant to the requirements of this clause unless otherwise directed, in writing, by the Contracting Officer.

(e) Notwithstanding the above, the Contractor shall not be restricted in use, disclosure, and reproduction of any data that:

(1) Is, or becomes, generally available or public knowledge without breach of this clause by the Contractor;

(2) Is known to, in the possession of, or is developed by the Contractor independently of any disclosure of, or without reference to, proprietary, restricted, confidential, or otherwise protectable data under this clause;

(3) Is rightfully received by the Contractor from a third party without restriction;

(4) Or is required to be produced by the Contractor pursuant to a court order or other Government action.

If the Contractor believes that any of these events or conditions that remove restrictions on the use, disclosure, and reproduction of the data apply, the Contractor shall promptly notify the Contracting Officer of such belief prior to acting on such belief, and, in any event, shall give notice to the Contracting Officer prior to any unrestricted use, disclosure, or reproduction of such data.

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Total	\$44,356,250	\$2,775,900	\$47,132,150

CONTRACT YEAR - 2										
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
* Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
* Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
* Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Note: [REDACTED]										

(Approved 1/15/02)

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 58	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 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 provide an increase in contract funding by \$616,620 (\$579,270 for cost and \$37,350 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$44,935,520. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,813,250 is obligated under this contract for payment of fee".

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) David H. Jones Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY <u>David H. Jones</u> (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 6-7-02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Total	\$44,935,520	\$2,813,250	\$47,748,770

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RDH	\$297,042	\$19,160	\$84,507	\$5,493	\$381,549	\$24,653	\$90,000
02RDI	\$431,950	\$26,227	\$84,507	\$5,493	\$516,457	\$31,720	\$90,000
03RFF	\$184,741	\$11,366	\$30,985	\$2,015	\$215,726	\$13,381	\$33,000
08RCE	\$585,859	\$38,641	\$4,728		\$590,587	\$38,641	\$4,728
09RBL	\$473,394	\$28,514	\$33,802	\$2,198	\$507,196	\$30,712	\$36,000
15RFH	\$311,500	\$20,500	\$93,896	\$6,104	\$405,396	\$26,604	\$100,000
20RDA	\$745,255	\$48,252	\$54,460	\$3,540	\$799,715	\$51,792	\$58,000
22RDG	\$184,521	\$11,009	\$65,727	\$4,273	\$250,248	\$15,282	\$70,000
23RDG	\$161,470	\$9,520	\$51,643	\$3,357	\$213,113	\$12,877	\$55,000
24RDG	\$131,879	\$7,690	\$28,169	\$1,831	\$160,048	\$9,521	\$30,000
34RBM	\$150,982	\$9,453	\$46,846	\$3,046	\$197,828	\$12,499	\$49,892
			\$579,270	\$37,350			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RDH.1162	02	R26781	72860300100	\$90,000	01RDH	COMPLETE
TDI.1119	02	R26761	72830100300	\$60,000	02TDI	COMPLETE
	02	R29194	72264105400	\$30,000	02TDI	COMPLETE
RCD.1362	02	R28295	75506001000	\$33,000	03RFF	COMPLETE
RCE.1368	02	R28190	70685240100	\$4,728	08RCE	COMPLETE
RBL.1327	02	R28197	70632310100	\$36,000	09RBL	COMPLETE
OBAC.1086	02	R26010	49540000200	\$100,000	15RFH	COMPLETE
RDA.1122	02	R29139	72296005600	\$58,000	20RDA	COMPLETE
RD.1325	02	R26761	72830100300	\$70,000	22RDG	COMPLETE
RD.1326	02	R26761	72830100300	\$25,000	23RDG	COMPLETE
	02	R28200	70621610300	\$30,000	23RDG	COMPLETE
RD.1327	02	R26761	72830100300	\$10,000	24RDG	COMPLETE
	02	R28200	70621610300	\$20,000	24RDG	COMPLETE
RBM.1147	02	M4235	99220087100	\$49,892	34RBM	COMPLETE

\$616,620

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. C FACT ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 59	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 5)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)

The purpose of this modification is to provide an increase in contract funding by \$118,882 (\$108,841 for cost and \$10,041 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$45,044,361. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,823,291 is obligated under this contract for payment of fee".

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) ANDREW SROKOWSKI SAMS PROGRAM MANAGER	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR 	16B. UNITED STATES OF AMERICA BY
15C. DATE SIGNED 6/17/02	16C. DATE SIGNED 6/17/02

NSN 7540-01-152-8070

PREVIOUS EDITION UNUSABLE

-105

STANDARD FORM 30 (Rev. 10-83)

Prescribed by GSA
FAR (48 CFR) 53.243

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Total	\$45,044,361	\$2,823,291	\$47,867,652

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,238,039	\$80,824	\$18,779	\$1,221	\$1,256,818	\$82,045	\$20,000
09RBL	\$507,196	\$30,712	\$46,948	\$3,052	\$554,144	\$33,764	\$50,000
12RCE	\$574,274	\$33,200	-\$45,000		\$529,274	\$33,200	(\$45,000)
29RDD			\$40,902	\$2,698	\$40,902	\$2,698	\$43,600
39RBB			\$47,212	\$3,070	\$47,212	\$3,070	\$50,282
			\$108,841	\$10,041			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OJ.1071	02	R28504	70688510100	\$20,000	01OJ	COMPLETE
RBL.1336	02	R29026	70693110500	\$10,000	09RBL	COMPLETE
	02	R29188	72296006400	\$40,000	09RBL	COMPLETE
RCE.1322	02	R28293	72121726200	-\$45,000	12RCE	COMPLETE
RDD.1148	02	R28082	72704100100	\$43,600	29RDD	COMPLETE
RBB.1111	2	R28862	72110668400	\$50,282	39RBB	COMPLETE

\$118,882

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 60 3. EFFECTIVE DATE See Block 16C 4. REQUISITION/PURCHASE REQ. NO. See Page 3 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001 7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705 (x) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. X NAS1-00135 10B. DATED (SEE ITEM 13) 11/3/00 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 copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required) Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN NO. IN ITEM 10A. X B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as change 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)

56,472

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 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 provide an increase in contract funding by \$868,307 (\$811,835 for cost and \$56,472 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore: "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$45,856,196. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,879,763 is obligated under this contract for payment of fee".

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) 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer 16B. UNITED STATES OF AMERICA BY (Signature of Contracting Officer) 16C. DATE SIGNED 6 28 02 (Signature of person authorized to sign)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Total	\$45,856,196	\$2,879,763	\$48,735,959

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,256,818	\$82,045	\$32,863	\$2,137	\$1,289,681	\$84,182	\$35,000
01RFH	\$ 151,650	\$ 11,314	\$13,548	\$4,661	\$165,198	\$15,975	\$18,209
02RCB	\$ 270,885	\$ 16,044	\$112,676	\$7,324	\$383,561	\$23,368	\$120,000
04RAA	\$310,800	\$19,200	\$14,084	\$916	\$324,884	\$20,116	\$15,000
06RFM	\$1,501,768	\$96,763	\$281,000	\$19,000	\$1,782,768	\$115,763	\$300,000
07RFM	\$472,115	\$30,385	\$80,723	\$5,107	\$552,838	\$35,492	\$85,830
10RDE	\$392,491	\$22,622	\$77,806	\$5,066	\$470,297	\$27,688	\$82,872
11RFJ	\$168,600	\$11,400	\$62,518	\$3,523	\$231,118	\$14,923	\$66,041
12RAB	\$701,384	\$41,807	\$47,430	\$3,070	\$748,814	\$44,877	\$50,500
13RDF	\$619,400	\$38,600	\$46,900	\$3,100	\$666,300	\$41,700	\$50,000
14RBG	\$184,093	\$11,885	\$4,738	\$117	\$188,831	\$12,002	\$4,855
19RDP	\$656,643	\$41,537	\$28,169	\$1,831	\$684,812	\$43,368	\$30,000
20RDA	\$799,715	\$51,792	\$9,380	\$620	\$809,095	\$52,412	\$10,000
			\$811,835	\$56,472			\$868,307

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OD.1249	02	R28356	70621514100	\$25,000	01OJ	COMPLETE
	02	R28409	70621512000	\$10,000	01OJ	COMPLETE
OBAA.1070	02	R24234	25940044100	\$18,209	01RFH	COMPLETE
RCB.1157	02	R28348	70621110100	\$120,000	02RCB	COMPLETE
RCC.1166	1	R24393	10121230300	\$15,000	04RAA	COMPLETE
OBAB.1056	2	R22475	22612131000	\$300,000	06RFM	COMPLETE
OBAB.1055	2	R23380	28842121000	\$85,830	07RFM	COMPLETE
RDO.1002	2	R26770	72840300100	\$25,936	10RDE	COMPLETE
	2	R28028	72840100300	\$25,936	10RDE	COMPLETE
RDO.1005	2	R26778	72860100300	\$25,000	10RDE	COMPLETE
	2	R26780	72860200100	\$6,000	10RDE	COMPLETE
RFJ.1350	2	RG22520	25830100200	\$66,041	11RFJ	COMPLETE
RAB.1004	2	R27725	73250000200	\$10,000	12RAB	COMPLETE
	2	R28916	73250000400	\$13,000	12RAB	COMPLETE
	2	R29178	57581010100	\$10,000	12RAB	COMPLETE
RAB.1006	2	R28472	70687110500	\$17,500	12RAB	COMPLETE
RDF.1121	2	R26781	72860300100	\$50,000	13RDF	COMPLETE
RBG.1252	2	R28340	27400021300	\$4,855	14RBG	COMPLETE
RDO.1000	2	R26776	72860100100	\$30,000	19RDP	COMPLETE
RD.1124	2	R28202	70621710100	\$10,000	20RDA	COMPLETE
				\$868,307		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CO. CT ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 61	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.

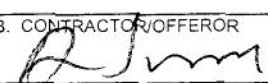
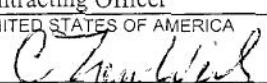
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase in contract funding by \$510,938 (\$481,060 for cost and \$29,878 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$46,337,256. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,909,641 is obligated under this contract for payment of fee".

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) Andrew Srokowski, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) C. Tom Weih Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 7/12/02
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 7/12/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Total	\$46,337,256	\$2,909,641	\$49,246,897

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
04RCE	\$1,596,964	\$94,835	\$160,000	\$10,000	\$1,756,964	\$104,835	\$170,000
09RAC	\$196,535	\$12,771	\$111,000	\$7,000	\$307,535	\$19,771	\$118,000
12RBA	\$143,030	\$7,825	\$4,994	\$1,679	\$148,024	\$9,504	\$6,673
13RBF	\$278,050	\$15,750	\$66,000	\$4,000	\$344,050	\$19,750	\$70,000
13RCE	\$198,526	\$11,700	\$75,700	\$5,000	\$274,226	\$16,700	\$80,700
17RFI	\$183,695	\$11,800	\$74,500	\$3,500	\$258,195	\$15,300	\$78,000
21RDE	\$562,078	\$36,216	(\$84,500)	(\$5,500)	\$477,578	\$30,716	(\$90,000)
22RAE	\$93,500	\$6,500	\$12,452	\$0	\$105,952	\$6,500	\$12,452
26RAE	\$72,089	\$5,011	\$8,390	\$453	\$80,479	\$5,464	\$8,843
27RAE	\$49,650	\$3,350	\$4,909	\$855	\$54,559	\$4,205	\$5,764
32RFF	\$0	\$0	\$22,700	\$1,300	\$22,700	\$1,300	\$24,000
38RBH	\$11,972	\$779	\$1,415	\$91	\$13,387	\$870	\$1,506
40RBH	\$0	\$0	\$23,500	\$1,500	\$23,500	\$1,500	\$25,000
			\$481,060	\$29,878			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCE.1373	02	R28188	70685210100	\$150,000	04RCE	COMPLETE
	02	R28280	72121870700	\$20,000	04RCE	COMPLETE
RAC.1002	02	R28084	72704200100	\$38,000	09RAC	COMPLETE
RAC.1007	02	R28225	78640101000	\$80,000	09RAC	COMPLETE
RBB.1120	02	R0043	72259875900	\$6,673	12RBA	COMPLETE
RBF.1206	02	R27093	78110130100	\$40,000	13RBF	COMPLETE
	02	R28233	70632310300	\$30,000	13RBF	COMPLETE
RCE.1374	02	R28097	70625022600	\$25,366	13RCE	COMPLETE
	02	R28111	27400020100	\$10,000	13RCE	COMPLETE
	02	R28188	70685210100	\$5,000	13RCE	COMPLETE
	02	R28190	70685240100	\$8,610	13RCE	COMPLETE
	02	R28192	70872200100	\$2,995	13RCE	COMPLETE
	02	R28273	72121180600	\$10,000	13RCE	COMPLETE
	02	R28275	72121510500	\$5,000	13RCE	COMPLETE
	02	R28276	72121530300	\$3,729	13RCE	COMPLETE
	02	R29119	70662315100	\$5,000	13RCE	COMPLETE
	02	R29215	70685215000	\$5,000	13RCE	COMPLETE
RFJ.1355	02	R22514	62263147000	\$78,000	17RFI	COMPLETE
RDE.1199	02	R26780	72860200100	-\$90,000	21RDE	DEOBLIGATE
RAE.1002	02	R28982	72110420200	\$12,452	22RAE	COMPLETE
RAE.1003	02	R28982	72110420200	\$8,843	26RAE	COMPLETE
RAE.1004	02	R28315	70632210200	\$5,764	27RAE	COMPLETE
OBAC.1089	02	R29198	60040000200	\$24,000	32RFF	COMPLETE
RBH.1169	02	R29062	71350100100	\$1,506	38RBH	COMPLETE
RBH.1176	02	R28486	72110668300	\$25,000	40RBH	COMPLETE
				\$510,938		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTR. D CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 62	3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6) CODE

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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
	D. OTHER (Specify type of modification and authority)

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

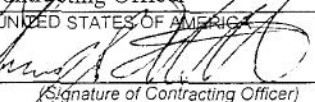
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase in contract funding by \$689,493 (\$647,528 for cost and \$41,965 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$46,984,784. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,951,606 is obligated under this contract for payment of fee".

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) Andrew Srokowski, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Tim Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED 7/12/02	16C. DATE SIGNED 7/26/02
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Total	\$46,984,784	\$2,951,606	\$49,936,390

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$1,061,169	\$64,920	\$469,483	\$30,517	\$1,530,652	\$95,437	\$500,000
01OJ	\$1,289,681	\$84,182	\$28,169	\$1,831	\$1,317,850	\$86,013	\$30,000
06RCD	\$2,410,150	\$151,725	\$65,727	\$4,273	\$2,475,877	\$155,998	\$70,000
12RCE	\$529,274	\$33,200	\$9,389	\$611	\$538,663	\$33,811	\$10,000
14RBG	\$188,831	\$12,002	\$14,132	\$961	\$202,963	\$12,963	\$15,093
15RAA	\$376,465	\$23,535	\$3,000		\$379,465	\$23,535	\$3,000
18RDI	\$244,773	\$15,227	\$22,535	\$1,465	\$267,308	\$16,692	\$24,000
20RDA	\$809,095	\$52,412	\$15,000	\$1,000	\$824,095	\$53,412	\$16,000
25RBG	\$115,400	\$5,800	\$6,948	\$452	\$122,348	\$6,252	\$7,400
27RDC	\$235,225	\$14,775	\$13,145	\$855	\$248,370	\$15,630	\$14,000

\$647,528 \$41,965

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1188	02	R28528	29780000100	\$500,000	01AH	COMPLETE
OCA.1049	2	R28422	71380900100	\$30,000	01OJ	COMPLETE
RCD.1374	2	R29078	70692025600	\$70,000	06RCD	COMPLETE
RCE.1375	2	R28125	27400022200	\$5,000	12RCE	COMPLETE
RCE.1375	2	R28233	70632310300	\$5,000	12RCE	COMPLETE
RBG.1253	2	R23840	27400021300	\$15,093	14RBG	COMPLETE
RAA.1016	2	R28983	72110420100	\$3,000	15RAA	COMPLETE
RDI.1124	2	R28201	70621610400	\$24,000	18RDI	COMPLETE
RDA.1129	2	R28202	70621710100	\$16,000	20RDA	COMPLETE
RBG.1254	2	R28340	27400021300	\$7,400	25RBG	COMPLETE
RDC.1096	2	R28202	70621710100	\$14,000	27RDC	COMPLETE

\$689,493

94-2544 VA,NORFOLK 05/22/01

FOR OFFICIAL USE ONLY BY FEDERAL AGENCIES PARTICIPATING IN MOU WITH DOL
WASHINGTON D.C. 20210

William W. Gross Wage Determination No.: 1994-2544
Director Division of | Revision No.: 23
 Wage Determinations| Date Of Last Revision: 05/15/2001

States: North Carolina, Virginia

Area: North Carolina Counties of Camden, Chowan, Currituck, Gates, Pasquotank, Perquimans
Virginia Counties of Chesapeake, Gloucester, Hampton, Isle of Wight, James City, Mathews,
Newport News, Norfolk, Poquoson, Portsmouth, Southampton, Suffolk, Surry, Virginia Beach,
Williamsburg, York

Fringe Benefits Required Follow the Occupational Listing

OCCUPATION TITLE	MINIMUM WAGE RATE
Administrative Support and Clerical Occupations	
Accounting Clerk I	8.38
Accounting Clerk II	10.58
Accounting Clerk III	13.17
Accounting Clerk IV	14.28
Court Reporter	12.87
Dispatcher, Motor Vehicle	12.63
Document Preparation Clerk	9.71
Duplicating Machine Operator	9.71
Film/Tape Librarian	9.60
General Clerk I	7.91
General Clerk II	9.73
General Clerk III	12.10
General Clerk IV	13.53
Housing Referral Assistant	14.93
Key Entry Operator I	9.13
Key Entry Operator II	11.49
Messenger (Courier)	7.89
Order Clerk I	10.12
Order Clerk II	13.24
Personnel Assistant (Employment) I	10.43
Personnel Assistant (Employment) II	12.06
Personnel Assistant (Employment) III	12.74
Personnel Assistant (Employment) IV	14.59
Production Control Clerk	16.40
Rental Clerk	10.32
Scheduler, Maintenance	11.24
Secretary I	11.24
Secretary II	13.08
Secretary III	14.93
Secretary IV	17.50
Secretary V	18.37
Service Order Dispatcher	11.04

Stenographer I	10.45
Stenographer II	11.74
Supply Technician	15.74
Survey Worker (Interviewer)	11.18
Switchboard Operator-Receptionist	8.36
Test Examiner	13.08
Test Proctor	13.08
Travel Clerk I	9.02
Travel Clerk II	9.63
Travel Clerk III	10.27
Word Processor I	10.70
Word Processor II	12.05
Word Processor III	13.50
Automatic Data Processing Occupations	
Computer Data Librarian	8.55
Computer Operator I	10.35
Computer Operator II	11.97
Computer Operator III	14.82
Computer Operator IV	17.17
Computer Operator V	18.25
Computer Programmer I (1)	18.32
Computer Programmer II (1)	20.73
Computer Programmer III (1)	24.72
Computer Programmer IV (1)	27.62
Computer Systems Analyst I (1)	23.07
Computer Systems Analyst II (1)	26.57
Computer Systems Analyst III (1)	27.62
Peripheral Equipment Operator	10.93
Automotive Service Occupations	
Automotive Body Repairer, Fiberglass	16.79
Automotive Glass Installer	15.31
Automotive Worker	15.31
Electrician, Automotive	16.03
Mobile Equipment Servicer	13.84
Motor Equipment Metal Mechanic	16.79
Motor Equipment Metal Worker	15.31
Motor Vehicle Mechanic	16.79
Motor Vehicle Mechanic Helper	13.05
Motor Vehicle Upholstery Worker	14.56
Motor Vehicle Wrecker	15.31
Painter, Automotive	16.03
Radiator Repair Specialist	14.56
Tire Repairer	13.37
Transmission Repair Specialist	16.79
Food Preparation and Service Occupations	
Baker	8.98
Cook I	8.39
Cook II	9.28
Dishwasher	7.20
Food Service Worker	7.20
Meat Cutter	11.54
Waiter/Waitress	7.56
Furniture Maintenance and Repair Occupations	
Electrostatic Spray Painter	18.43
Furniture Handler	13.34
Furniture Refinisher	16.03

Furniture Refinisher Helper	13.05	
Furniture Repairer, Minor	14.56	
Upholsterer	16.03	
General Services and Support Occupations		
Cleaner, Vehicles	8.29	
Elevator Operator	7.20	
Gardener	10.19	
House Keeping Aid I	6.93	
House Keeping Aid II	8.88	
Janitor	8.28	
Laborer, Grounds Maintenance	8.65	
Maid or Houseman	6.46	
Pest Controller	8.74	
Refuse Collector	8.28	
Tractor Operator	9.71	
Window Cleaner	9.00	
Health Occupations		
Dental Assistant	11.11	
Emergency Medical Technician (EMT)/Paramedic/Ambulance Driver	12.21	12.21
Licensed Practical Nurse I	10.24	
Licensed Practical Nurse II	11.49	
Licensed Practical Nurse III	12.85	
Medical Assistant	9.79	
Medical Laboratory Technician	11.39	
Medical Record Clerk	10.90	
Medical Record Technician	13.15	
Nursing Assistant I	7.67	
Nursing Assistant II	8.63	
Nursing Assistant III	9.42	
Nursing Assistant IV	10.56	
Pharmacy Technician	11.84	
Phlebotomist	11.49	
Registered Nurse I	17.93	
Registered Nurse II	21.36	
Registered Nurse II, Specialist	21.29	
Registered Nurse III	25.76	
Registered Nurse III, Anesthetist	25.76	
Registered Nurse IV	30.87	
Information and Arts Occupations		
Audiovisual Librarian	14.23	
Exhibits Specialist I	15.55	
Exhibits Specialist II	18.89	
Exhibits Specialist III	20.98	
Illustrator I	16.39	
Illustrator II	19.91	
Illustrator III	22.11	
Librarian	18.81	
Library Technician	11.41	
Photographer I	11.73	
Photographer II	15.55	
Photographer III	18.89	
Photographer IV	20.98	
Photographer V	25.39	
Laundry, Dry Cleaning, Pressing and Related Occupations		
Assembler	6.95	
Counter Attendant	6.95	

Dry Cleaner	7.44
Finisher, Flatwork, Machine	6.95
Presser, Hand	6.95
Presser, Machine, Drycleaning	6.95
Presser, Machine, Shirts	6.95
Presser, Machine, Wearing Apparel, Laundry	6.95
Sewing Machine Operator	7.97
Tailor	9.68
Washer, Machine	7.49
Machine Tool Operation and Repair Occupations	
Machine-Tool Operator (Toolroom)	16.66
Tool and Die Maker	18.46
Material Handling and Packing Occupations	
Forklift Operator	12.33
Fuel Distribution System Operator	13.84
Material Coordinator	16.69
Material Expediter	16.69
Material Handling Laborer	8.86
Order Filler	8.94
Production Line Worker (Food Processing)	10.91
Shipping Packer	10.54
Shipping/Receiving Clerk	10.54
Stock Clerk (Shelf Stocker; Store Worker II)	11.42
Store Worker I	9.02
Tools and Parts Attendant	14.93
Warehouse Specialist	14.36
Mechanics and Maintenance and Repair Occupations	
Aircraft Mechanic	19.46
Aircraft Mechanic Helper	15.13
Aircraft Quality Control Inspector	20.32
Aircraft Servicer	16.87
Aircraft Worker	17.74
Appliance Mechanic	16.03
Bicycle Repairer	13.37
Cable Splicer	16.79
Carpenter, Maintenance	16.03
Carpet Layer	17.61
Electrician, Maintenance	16.79
Electronics Technician, Maintenance I	15.14
Electronics Technician, Maintenance II	15.48
Electronics Technician, Maintenance III	16.59
Fabric Worker	14.56
Fire Alarm System Mechanic	16.79
Fire Extinguisher Repairer	13.84
Fuel Distribution System Mechanic	16.79
General Maintenance Worker	15.31
Heating, Refrigeration and Air Conditioning Mechanic	16.79
Heavy Equipment Mechanic	16.79
Heavy Equipment Operator	16.79
Instrument Mechanic	16.79
Laborer	10.02
Locksmith	16.03
Machinery Maintenance Mechanic	16.75
Machinist, Maintenance	16.79
Maintenance Trades Helper	13.05
Millwright	20.58

Office Appliance Repairer	16.03
Painter, Aircraft	17.49
Painter, Maintenance	16.03
Pipefitter, Maintenance	16.79
Plumber, Maintenance	16.03
Pneudraulic Systems Mechanic	16.79
Rigger	16.79
Scale Mechanic	15.31
Sheet-Metal Worker, Maintenance	16.79
<i>Small Engine Mechanic</i>	15.31
Telecommunication Mechanic I	16.79
Telecommunication Mechanic II	20.16
Telephone Lineman	16.79
Welder, Combination, Maintenance	16.79
Well Driller	16.79
Woodcraft Worker	16.79
Woodworker	13.84
Miscellaneous Occupations	
Animal Caretaker	7.25
Carnival Equipment Operator	8.79
Carnival Equipment Repairer	9.22
Carnival Worker	6.26
Cashier	6.45
Desk Clerk	7.25
Embalmer	17.63
Lifeguard	7.34
Mortician	17.63
Park Attendant (Aide)	9.21
<i>Photofinishing Worker (Photo Lab Tech., Darkroom Tech)</i>	8.22
Recreation Specialist	13.50
Recycling Worker	10.14
Sales Clerk	7.34
School Crossing Guard (Crosswalk Attendant)	8.28
Sport Official	6.38
Survey Party Chief (Chief of Party)	11.30
Surveying Aide	7.05
Surveying Technician (Instr. Person/Surveyor Asst./Instr.)	10.27
Swimming Pool Operator	10.33
Vending Machine Attendant	10.14
<i>Vending Machine Repairer</i>	11.88
Vending Machine Repairer Helper	10.14
Personal Needs Occupations	
Child Care Attendant	6.63
Child Care Center Clerk	10.26
Chore Aid	6.46
Homemaker	10.45
Plant and System Operation Occupations	
<i>Boiler Tender</i>	16.79
Sewage Plant Operator	17.81
Stationary Engineer	16.79
Ventilation Equipment Tender	13.05
Water Treatment Plant Operator	17.81
Protective Service Occupations	
Alarm Monitor	9.87
Corrections Officer	12.33
Court Security Officer	13.19

Detention Officer	13.19	
Firefighter	13.65	
Guard I	7.67	
Guard II	9.18	
Police Officer	15.86	
Stevedoring/Longshoremen Occupations		
Blocker and Bracer	14.68	
Hatch Tender	12.76	
Line Handler	12.76	
Stevedore I	14.04	
Stevedore II	15.42	
Technical Occupations		
Air Traffic Control Specialist, Center (2)	27.37	
Air Traffic Control Specialist, Station (2)	18.88	
Air Traffic Control Specialist, Terminal (2)	20.78	
Archeological Technician I	11.83	
Archeological Technician II	13.30	
Archeological Technician III	16.43	
Cartographic Technician	17.17	
Civil Engineering Technician	18.89	
Computer Based Training (CBT) Specialist/ Instructor	20.97	
Drafter I	10.42	
Drafter II	11.73	
Drafter III	14.74	
Drafter IV	17.91	
Engineering Technician I	14.16	
Engineering Technician II	15.15	
Engineering Technician III	18.67	
Engineering Technician IV	22.61	
Engineering Technician V	26.41	
Engineering Technician VI	32.63	
Environmental Technician	16.43	
Flight Simulator/Instructor (Pilot)	24.14	
Graphic Artist	18.24	
Instructor	18.12	
Laboratory Technician	12.28	
Mathematical Technician	16.43	
Paralegal/Legal Assistant I	12.60	
Paralegal/Legal Assistant II	15.30	
Paralegal/Legal Assistant III	18.72	
Paralegal/Legal Assistant IV	22.65	
Photooptics Technician	18.89	
Technical Writer	17.88	
Unexploded (UXO) Safety Escort	17.16	
Unexploded (UXO) Sweep Personnel	17.16	
Unexploded Ordnance (UXO) Technician I	17.16	
Unexploded Ordnance (UXO) Technician II	20.76	
Unexploded Ordnance (UXO) Technician III	24.88	
Weather Observer, Combined Upper Air and Surface Programs (3)	14.08	14.08
Weather Observer, Senior (3)	15.24	
Weather Observer, Upper Air (3)	14.08	
Transportation/ Mobile Equipment Operation Occupations		
Bus Driver	9.75	
Parking and Lot Attendant	7.22	
Shuttle Bus Driver	9.33	
Taxi Driver	8.80	

Truckdriver, Heavy Truck	13.31
Truckdriver, Light Truck	9.33
Truckdriver, Medium Truck	9.75
Truckdriver, Tractor-Trailer	13.31

ALL OCCUPATIONS LISTED ABOVE RECEIVE THE FOLLOWING BENEFITS:

HEALTH & WELFARE: Life, accident, and health insurance plans, sick leave, pension plans, civic and personal leave, severance pay, and savings and thrift plans. Minimum employer contributions costing an average of \$2.56 per hour computed on the basis of all hours worked by service employees employed on the contract.

VACATION: 2 weeks paid vacation after 1 year of service with a contractor or successor; 3 weeks after 8 years, and 4 weeks after 15 years. Length of service includes the whole span

of continuous service with the present contractor or successor, wherever employed, and with

the predecessor contractors in the performance of similar work at the same Federal facility. (Reg. 29 CFR 4.173)

HOLIDAYS: A minimum of ten paid holidays per year: New Year's Day, Martin Luther King Jr.'s Birthday, Washington's Birthday, Memorial Day, Independence Day, Labor Day, Columbus Day, Veterans' Day, Thanksgiving Day, and Christmas Day. (A contractor may substitute for any of the named holidays another day off with pay in accordance with a plan communicated to the employees involved.) (See 29 CFR 4.174)

THE OCCUPATIONS WHICH HAVE PARENTHESES AFTER THEM RECEIVE THE FOLLOWING BENEFITS (as numbered):

1) Does not apply to employees employed in a bona fide executive, administrative, or professional capacity as defined and delineated in 29 CFR 541. (See CFR 4.156)

2) **APPLICABLE TO AIR TRAFFIC CONTROLLERS ONLY - NIGHT DIFFERENTIAL:** An employee is entitled to pay for all work performed between the hours of 6:00 P.M. and 6:00 A.M. at the rate of basic pay plus a night pay differential amounting to 10 percent of the rate of basic pay.

3) **WEATHER OBSERVERS - NIGHT PAY & SUNDAY PAY:** If you work at night as part of a regular tour of duty, you will earn a night differential and receive an additional 10% of basic pay for any hours worked between 6pm and 6am. If you are a full-time employed (40 hours a week) and Sunday is part of your regularly scheduled workweek, you are paid at your rate of basic pay plus a Sunday premium of 25% of your basic rate for each hour of Sunday work which is not overtime (i.e. occasional work on Sunday outside the normal tour of duty is considered overtime work).

HAZARDOUS PAY DIFFERENTIAL: An 8 percent differential is applicable to employees employed in a position that represents a high degree of hazard when working with or in close proximity to ordnance, explosives, and incendiary materials. This includes work such as screening, blending, dying, mixing, and pressing of sensitive ordnance, explosives, and pyrotechnic compositions such as lead azide, black powder and photoflash powder. All dry-house activities involving propellants or explosives. Demilitarization, modification, renovation, demolition, and maintenance operations on sensitive ordnance, explosives and incendiary materials. All operations involving regrading and cleaning of artillery ranges. A 4 percent differential is applicable to employees employed in a position that represents a low degree of hazard when working with, or in close proximity to ordnance, (or employees possibly adjacent to) explosives and incendiary materials which involves potential injury such as laceration of hands, face, or arms of the employee engaged in the operation, irritation of the skin, minor burns and the like; minimal damage to

immediate or adjacent work area or equipment being used. All operations involving, unloading, storage, and hauling of ordnance, explosive, and incendiary ordnance material other than small arms ammunition. These differentials are only applicable to work that has been specifically designated by the agency for ordnance, explosives, and incendiary material differential pay.

**** UNIFORM ALLOWANCE ****

If employees are required to wear uniforms in the performance of this contract (either by the terms of the Government contract, by the employer, by the state or local law, etc.), the cost of furnishing such uniforms and maintaining (by laundering or dry cleaning) such uniforms is an expense that may not be borne by an employee where such cost reduces the hourly rate below that required by the wage determination. The Department of Labor will accept payment in accordance with the following standards as compliance:

The contractor or subcontractor is required to furnish all employees with an adequate number of uniforms without cost or to reimburse employees for the actual cost of the uniforms. In addition, where uniform cleaning and maintenance is made the responsibility of the employee, all contractors and subcontractors subject to this wage determination shall (in the absence of a bona fide collective bargaining agreement providing for a different amount, or the furnishing of contrary affirmative proof as to the actual cost), reimburse all employees for such cleaning and maintenance at a rate of \$3.35 per week (or \$.67 cents per day). However, in those instances where the uniforms furnished are made of "wash and wear" materials, may be routinely washed and dried with other personal garments, and do not require any special treatment such as dry cleaning, daily washing, or commercial laundering in order to meet the cleanliness or appearance standards set by the terms of the Government contract, by the contractor, by law, or by the nature of the work, there is no requirement that employees be reimbursed for uniform maintenance costs.

**** NOTES APPLYING TO THIS WAGE DETERMINATION ****

Source of Occupational Title and Descriptions:

The duties of employees under job titles listed are those described in the "Service Contract Act Directory of Occupations," Fourth Edition, January 1993, as amended by the Third Supplement, dated March 1997, unless otherwise indicated. This publication may be obtained from the Superintendent of Documents, at 202-783-3238, or by writing to the Superintendent of Documents, U.S. Government Printing Office, Washington, D.C. 20402. Copies of specific job descriptions may also be obtained from the appropriate contracting officer.

**REQUEST FOR AUTHORIZATION OF ADDITIONAL CLASSIFICATION AND WAGE RATE
{Standard Form 1444 (SF 1444)}**

Conformance Process:

The contracting officer shall require that any class of service employee which is not listed herein and which is to be employed under the contract (i.e., the work to be performed is not performed by any classification listed in the wage determination), be classified by the contractor so as to provide a reasonable relationship (i.e., appropriate level of skill comparison) between such unlisted classifications and the classifications listed in the wage determination. Such conformed classes of employees shall be paid the monetary wages and furnished the fringe benefits as are determined. Such conforming process shall be initiated by the contractor prior to the performance of contract work by such unlisted class(es) of employees. The conformed classification, wage rate, and/or fringe benefits shall be retroactive to the commencement date of the contract. {See Section

4.6 (C)(vi)} When multiple wage determinations are included in a contract, a separate SF 1444 should be prepared for each wage determination to which a class(es) is to be conformed.

The process for preparing a conformance request is as follows:

- 1) When preparing the bid, the contractor identifies the need for a conformed occupation(s) and computes a proposed rate(s).
- 2) After contract award, the contractor prepares a written report listing in order proposed classification title(s), a Federal grade equivalency (FGE) for each proposed classification(s), job description(s), and rationale for proposed wage rate(s), including information regarding the agreement or disagreement of the authorized representative of the employees involved, or where there is no authorized representative, the employee themselves. This report should be submitted to the contracting officer no later than 30 days after such unlisted class(es) of employees performs any contract work.
- 3) The contracting officer reviews the proposed action and promptly submits a report of the action, together with the agency's recommendations and pertinent information including the position of the contractor and the employees, to the Wage and Hour Division, Employment Standards Administration, U.S. Department of Labor, for review. (See section 4.6(b)(2) of Regulations 29 CFR Part 4).
- 4) Within 30 days of receipt, the Wage and Hour Division approves, modifies, or disapproves the action via transmittal to the agency contracting officer, or notifies the contracting officer that additional time will be required to process the request.
- 5) The contracting officer transmits the Wage and Hour decision to the contractor.
- 6) The contractor informs the affected employees.

Information required by the Regulations must be submitted on SF 1444 or bond paper. When preparing a conformance request, the "Service Contract Act Directory of Occupations" (the Directory) should be used to compare job definitions to insure that duties requested are not performed by a classification already listed in the wage determination. Remember, it is not the job title, but the required tasks that determine whether a class is included in an established wage determination. Conformances may not be used to artificially split, combine, or subdivide classifications listed in the wage determination.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTR. CODE		PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. 63	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. NA	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
NA

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

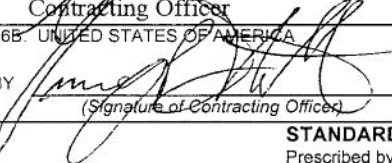
(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
X	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return __ 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 add the most current Register of Wage Determinations and Fringe Benefits, Section J, Exhibit C. Accordingly, the following changes are made to the Contract:

(Continued on page 2)

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Tim Stubbs Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 7/30/02
(Signature of person authorized to sign)			

A. Section J – List of Attachments, Exhibit C Register of Wage Determinations and Fringe Benefits dated June 3, 1999, is hereby deleted in its entirety. The Register of Wage Determinations and Fringe Benefits dated June 24, 2002 in attachment No. 1 to this modification is substituted in lieu thereof.

NASI-00135

94-2544 VA, NORFOLK

07/02/02

FOR OFFICIAL USE ONLY BY FEDERAL AGENCIES PARTICIPATING IN MOU WITH DOL
WASHINGTON D.C. 20210William W. Gross Division of
Director Wage DeterminationsWage Determination No.: 1994-2544
Revision No.: 25
Date Of Last Revision: 06/24/2002

States: North Carolina, Virginia

Area: North Carolina Counties of Camden, Chowan, Currituck, Gates, Pasquotank, Perquim;
Virginia Counties of Chesapeake, Gloucester, Hampton, Isle of Wight, James City, Mathe
Newport News, Norfolk, Poquoson, Portsmouth, Southampton, Suffolk, Surry, Virginia Bea
Williamsburg, York

Fringe Benefits Required Follow the Occupational Listing

OCCUPATION TITLE	MINIMUM WAGE RATE
Administrative Support and Clerical Occupations	
Accounting Clerk I	8.38
Accounting Clerk II	10.58
Accounting Clerk III	13.17
Accounting Clerk IV	14.28
Court Reporter	12.87
Dispatcher, Motor Vehicle	12.63
Document Preparation Clerk	10.68
Duplicating Machine Operator	9.93
Film/Tape Librarian	9.60
General Clerk I	7.91
General Clerk II	9.73
General Clerk III	12.10
General Clerk IV	13.53
Housing Referral Assistant	14.93
Key Entry Operator I	9.13
Key Entry Operator II	11.49
Messenger (Courier)	7.89
Order Clerk I	11.13
Order Clerk II	14.56
Personnel Assistant (Employment) I	11.16
Personnel Assistant (Employment) II	12.90
Personnel Assistant (Employment) III	13.63
Personnel Assistant (Employment) IV	15.61
Production Control Clerk	16.40
Rental Clerk	11.35
Scheduler, Maintenance	12.36
Secretary I	12.36
Secretary II	14.39
Secretary III	16.42
Secretary IV	19.25
Secretary V	20.21
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Stenographer I	10.45
Stenographer II	12.90
Supply Technician	17.31
Survey Worker (Interviewer)	12.02
Switchboard Operator-Receptionist	9.20
Test Examiner	13.08
Test Proctor	13.08
Travel Clerk I	9.92
Travel Clerk II	10.59

Travel Clerk III	11.30
Word Processor I	10.70
Word Processor II	12.90
Word Processor III	13.50
Automatic Data Processing Occupations	
Computer Data Librarian	8.55
Computer Operator I	10.48
Computer Operator II	12.11
Computer Operator III	15.00
Computer Operator IV	17.38
Computer Operator V	18.47
Computer Programmer I (1)	19.24
Computer Programmer II (1)	21.77
Computer Programmer III (1)	25.96
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Computer Systems Analyst I (1)	25.31
Computer Systems Analyst II (1)	27.62
Computer Systems Analyst III (1)	27.62
Peripheral Equipment Operator	11.06
Automotive Service Occupations	
Automotive Body Repairer, Fiberglass	18.20
Automotive Glass Installer	16.60
Automotive Worker	16.60
Electrician, Automotive	17.38
Mobile Equipment Servicer	15.00
Motor Equipment Metal Mechanic	18.20
Motor Equipment Metal Worker	16.60
Motor Vehicle Mechanic	18.20
Motor Vehicle Mechanic Helper	14.15
Motor Vehicle Upholstery Worker	15.78
Motor Vehicle Wrecker	16.60
Painter, Automotive	17.38
Radiator Repair Specialist	15.78
Tire Repairer	13.37
Transmission Repair Specialist	18.20
Food Preparation and Service Occupations	
Baker	8.98
Cook I	8.39
Cook II	9.28
Dishwasher	7.42
Food Service Worker	7.92
Meat Cutter	11.54
Waiter/Waitress	7.56
Furniture Maintenance and Repair Occupations	
Electrostatic Spray Painter	20.27
Furniture Handler	13.34
Furniture Refinisher	16.03
Furniture Refinisher Helper	13.05
Furniture Repairer, Minor	14.56
Upholsterer	16.03
General Services and Support Occupations	
Cleaner, Vehicles	8.29
Elevator Operator	7.60
Gardener	10.19
House Keeping Aid I	7.14
House Keeping Aid II	9.15
Janitor	8.74
Laborer, Grounds Maintenance	9.52
Maid or Houseman	7.11
Pest Controller	9.61
Refuse Collector	9.11
Tractor Operator	9.71
Window Cleaner	9.50
Health Occupations	
Dental Assistant	11.11

Emergency Medical Technician (EMT)/Paramedic/Ambulance Driver	12.63
Licensed Practical Nurse I	10.44
Licensed Practical Nurse II	11.71
Licensed Practical Nurse III	13.10
Medical Assistant	9.79
Medical Laboratory Technician	11.39
Medical Record Clerk	10.90
Medical Record Technician	13.15
Nursing Assistant I	7.67
Nursing Assistant II	8.63
Nursing Assistant III	9.42
Nursing Assistant IV	10.56
Pharmacy Technician	11.84
Phlebotomist	11.71
Registered Nurse I	19.72
Registered Nurse II	23.42
Registered Nurse II, Specialist	23.42
Registered Nurse III	28.34
Registered Nurse III, Anesthetist	28.34
Registered Nurse IV	33.96
Information and Arts Occupations	
Audiovisual Librarian	14.23
Exhibits Specialist I	15.55
Exhibits Specialist II	18.89
Exhibits Specialist III	20.98
Illustrator I	17.63
Illustrator II	21.42
Illustrator III	23.78
Librarian	20.32
Library Technician	11.45
Photographer I	11.73
Photographer II	15.55
Photographer III	18.89
Photographer IV	20.98
Photographer V	25.39
Laundry, Dry Cleaning, Pressing and Related Occupations	
Assembler	6.95
Counter Attendant	6.95
Dry Cleaner	8.18
Finisher, Flatwork, Machine	6.95
Presser, Hand	6.95
Presser, Machine, Drycleaning	6.95
Presser, Machine, Shirts	6.95
Presser, Machine, Wearing Apparel, Laundry	6.95
Sewing Machine Operator	8.77
Tailor	9.68
Washer, Machine	7.49
Machine Tool Operation and Repair Occupations	
Machine-Tool Operator (Toolroom)	18.33
Tool and Die Maker	20.31
Material Handling and Packing Occupations	
Forklift Operator	12.33
Fuel Distribution System Operator	15.10
Material Coordinator	16.72
Material Expediter	16.72
Material Handling Laborer	8.86
Order Filler	9.15
Production Line Worker (Food Processing)	12.00
Shipping Packer	11.59
Shipping/Receiving Clerk	10.56
Stock Clerk (Shelf Stocker; Store Worker II)	11.85
Store Worker I	9.42
Tools and Parts Attendant	14.93
Warehouse Specialist	14.36
Mechanics and Maintenance and Repair Occupations	

Aircraft Mechanic	20.53
Aircraft Mechanic Helper	15.13
Aircraft Quality Control Inspector	21.44
Aircraft Servicer	16.87
Aircraft Worker	17.74
Appliance Mechanic	16.03
Bicycle Repairer	13.37
Cable Splicer	18.47
Carpenter, Maintenance	16.03
Carpet Layer	17.61
Electrician, Maintenance	17.46
Electronics Technician, Maintenance I	15.47
Electronics Technician, Maintenance II	15.82
Electronics Technician, Maintenance III	16.95
Fabric Worker	14.56
Fire Alarm System Mechanic	16.79
Fire Extinguisher Repairer	13.84
Fuel Distribution System Mechanic	18.32
General Maintenance Worker	15.31
Heating, Refrigeration and Air Conditioning Mechanic	16.79
Heavy Equipment Mechanic	16.79
Heavy Equipment Operator	16.79
Instrument Mechanic	16.79
Laborer	10.02
Locksmith	17.51
Machinery Maintenance Mechanic	16.75
Machinist, Maintenance	16.79
Maintenance Trades Helper	13.05
Millwright	20.58
Office Appliance Repairer	16.03
Painter, Aircraft	18.24
Painter, Maintenance	16.03
Pipefitter, Maintenance	16.79
Plumber, Maintenance	16.03
Pneudraulic Systems Mechanic	16.79
Rigger	16.79
Scale Mechanic	15.31
Sheet-Metal Worker, Maintenance	16.79
Small Engine Mechanic	15.31
Telecommunication Mechanic I	16.79
Telecommunication Mechanic II	20.16
Telephone Lineman	16.79
Welder, Combination, Maintenance	16.79
Well Driller	16.79
Woodcraft Worker	16.79
Woodworker	13.84
Miscellaneous Occupations	
Animal Caretaker	7.35
Carnival Equipment Operator	9.24
Carnival Equipment Repairer	9.69
Carnival Worker	6.58
Cashier	7.09
Desk Clerk	7.98
Embalmer	17.93
Lifeguard	8.07
Mortician	19.39
Park Attendant (Aide)	10.13
Photofinishing Worker (Photo Lab Tech., Darkroom Tech)	8.22
Recreation Specialist	13.50
Recycling Worker	11.15
Sales Clerk	8.07
School Crossing Guard (Crosswalk Attendant)	9.00
Sport Official	7.02
Survey Party Chief (Chief of Party)	12.43
Surveying Aide	7.76

Surveying Technician (Instr. Person/Surveyor Asst./Instr.)	11.30
Swimming Pool Operator	10.33
Vending Machine Attendant	10.14
Vending Machine Repairer	11.88
Vending Machine Repairer Helper	10.14
Personal Needs Occupations	
Child Care Attendant	7.15
Child Care Center Clerk	11.06
Chore Aid	6.57
Homemaker	10.63
Plant and System Operation Occupations	
Boiler Tender	16.79
Sewage Plant Operator	17.81
Stationary Engineer	16.79
Ventilation Equipment Tender	13.05
Water Treatment Plant Operator	17.81
Protective Service Occupations	
Alarm Monitor	10.86
Corrections Officer	13.17
Court Security Officer	13.19
Detention Officer	13.19
Firefighter	13.65
Guard I	8.18
Guard II	9.79
Police Officer	16.90
Stevedoring/Longshoremen Occupations	
Blocker and Bracer	14.84
Hatch Tender	14.84
Line Handler	14.84
Stevedore I	14.04
Stevedore II	15.42
Technical Occupations	
Air Traffic Control Specialist, Center (2)	28.21
Air Traffic Control Specialist, Station (2)	19.46
Air Traffic Control Specialist, Terminal (2)	21.43
Archeological Technician I	13.01
Archeological Technician II	14.63
Archeological Technician III	18.07
Cartographic Technician	17.38
Civil Engineering Technician	18.89
Computer Based Training (CBT) Specialist/ Instructor	23.07
Drafter I	11.46
Drafter II	12.90
Drafter III	16.21
Drafter IV	19.70
Engineering Technician I	15.58
Engineering Technician II	16.67
Engineering Technician III	20.54
Engineering Technician IV	24.87
Engineering Technician V	29.05
Engineering Technician VI	35.89
Environmental Technician	16.43
Flight Simulator/Instructor (Pilot)	26.55
Graphic Artist	18.24
Instructor	19.19
Laboratory Technician	13.51
Mathematical Technician	18.07
Paralegal/Legal Assistant I	12.85
Paralegal/Legal Assistant II	15.60
Paralegal/Legal Assistant III	19.09
Paralegal/Legal Assistant IV	23.09
Photooptics Technician	18.89
Technical Writer	18.98
Unexploded (UXO) Safety Escort	17.93
Unexploded (UXO) Sweep Personnel	17.93

Unexploded Ordnance (UXO) Technician I	17.93
Unexploded Ordnance (UXO) Technician II	21.70
Unexploded Ordnance (UXO) Technician III	26.01
Weather Observer, Combined Upper Air and Surface Programs (3)	15.49
Weather Observer, Senior (3)	16.76
Weather Observer, Upper Air (3)	15.49
Transportation/ Mobile Equipment Operation Occupations	
Bus Driver	10.22
Parking and Lot Attendant	7.51
Shuttle Bus Driver	9.80
Taxi Driver	9.68
Truckdriver, Heavy Truck	13.31
Truckdriver, Light Truck	9.80
Truckdriver, Medium Truck	10.73
Truckdriver, Tractor-Trailer	13.31

ALL OCCUPATIONS LISTED ABOVE RECEIVE THE FOLLOWING BENEFITS:

HEALTH & WELFARE: Life, accident, and health insurance plans, sick leave, pension plan; civic and personal leave, severance pay, and savings and thrift plans. Minimum employer contributions costing an average of \$2.56 per hour computed on the basis of all hours worked by service employees employed on the contract.

VACATION: 2 weeks paid vacation after 1 year of service with a contractor or successor weeks after 8 years, and 4 weeks after 15 years. Length of service includes the whole of continuous service with the present contractor or successor, wherever employed, and the predecessor contractors in the performance of similar work at the same Federal facility. (Reg. 29 CFR 4.173)

HOLIDAYS: A minimum of ten paid holidays per year: New Year's Day, Martin Luther King Jr.'s Birthday, Washington's Birthday, Memorial Day, Independence Day, Labor Day, Colu Day, Veterans' Day, Thanksgiving Day, and Christmas Day. (A contractor may substitute any of the named holidays another day off with pay in accordance with a plan communicated to the employees involved.) (See 29 CFR 4.174)

THE OCCUPATIONS WHICH HAVE PARENTHESES AFTER THEM RECEIVE THE FOLLOWING BENEFITS (as numbered):

- 1) Does not apply to employees employed in a bona fide executive, administrative, or professional capacity as defined and delineated in 29 CFR 541. (See CFR 4.156)
- 2) **APPLICABLE TO AIR TRAFFIC CONTROLLERS ONLY - NIGHT DIFFERENTIAL:** An employee is entitled to pay for all work performed between the hours of 6:00 P.M. and 6:00 A.M. at rate of basic pay plus a night pay differential amounting to 10 percent of the rate of basic pay.
- 3) **WEATHER OBSERVERS - NIGHT PAY & SUNDAY PAY:** If you work at night as part of a regular tour of duty, you will earn a night differential and receive an additional 10% of basic pay for any hours worked between 6pm and 6am. If you are a full-time employed (40 hours a week) and Sunday is part of your regularly scheduled workweek, you are paid at your regular basic pay plus a Sunday premium of 25% of your basic rate for each hour of Sunday work which is not overtime (i.e. occasional work on Sunday outside the normal tour of duty considered overtime work).

HAZARDOUS PAY DIFFERENTIAL: An 8 percent differential is applicable to employees employed in a position that represents a high degree of hazard when working with or in close proximity to ordnance, explosives, and incendiary materials. This includes work such as screening, blending, dying, mixing, and pressing of sensitive ordnance, explosives, and pyrotechnic compositions such as lead azide, black powder and photoflash powder. All house activities involving propellants or explosives. Demilitarization, modification, renovation, demolition, and maintenance operations on sensitive ordnance, explosives and incendiary materials. All operations involving regrading and cleaning of artillery ranges.

A 4 percent differential is applicable to employees employed in a position that represents a low degree of hazard when working with, or in close proximity to ordnance, (or employee possibly adjacent to) explosives and incendiary materials which involves potential injury such as laceration of hands, face, or arms of the employee engaged in the operation, irritation of the skin, minor burns and the like; minimal damage to immediate or adjacent work area or equipment being used. All operations involving, unloading, storage, and hauling of ordnance, explosive, and incendiary ordnance material other than small arms ammunition. These differentials are only applicable to work that has been specifically designated by the agency for ordnance, explosives, and incendiary material differential

**** UNIFORM ALLOWANCE ****

If employees are required to wear uniforms in the performance of this contract (either the terms of the Government contract, by the employer, by the state or local law, etc.) the cost of furnishing such uniforms and maintaining (by laundering or dry cleaning) such uniforms is an expense that may not be borne by an employee where such cost reduces the hourly rate below that required by the wage determination. The Department of Labor will accept payment in accordance with the following standards as compliance:

The contractor or subcontractor is required to furnish all employees with an adequate number of uniforms without cost or to reimburse employees for the actual cost of the uniforms. In addition, where uniform cleaning and maintenance is made the responsibility of the employee, all contractors and subcontractors subject to this wage determination shall (in the absence of a bona fide collective bargaining agreement providing for a different amount, or the furnishing of contrary affirmative proof as to the actual cost) reimburse all employees for such cleaning and maintenance at a rate of \$3.35 per week (\$.67 cents per day). However, in those instances where the uniforms furnished are made of "wash and wear" materials, may be routinely washed and dried with other personal garments and do not require any special treatment such as dry cleaning, daily washing, or commercial laundering in order to meet the cleanliness or appearance standards set by the terms of the Government contract, by the contractor, by law, or by the nature of the work, there is no requirement that employees be reimbursed for uniform maintenance costs.

**** NOTES APPLYING TO THIS WAGE DETERMINATION ****

Source of Occupational Title and Descriptions:

The duties of employees under job titles listed are those described in the "Service Contract Act Directory of Occupations," Fourth Edition, January 1993, as amended by the Third Supplement, dated March 1997, unless otherwise indicated. This publication may be obtained from the Superintendent of Documents, at 202-783-3238, or by writing to the Superintendent of Documents, U.S. Government Printing Office, Washington, D.C. 20402. Copies of specific job descriptions may also be obtained from the appropriate contract officer.

REQUEST FOR AUTHORIZATION OF ADDITIONAL CLASSIFICATION AND WAGE RATE (Standard Form 1444 (SF 1444))

Conformance Process:

The contracting officer shall require that any class of service employee which is not listed herein and which is to be employed under the contract (i.e., the work to be performed is not performed by any classification listed in the wage determination), be classified by the contractor so as to provide a reasonable relationship (i.e., appropriate level of skill comparison) between such unlisted classifications and the classifications listed in the wage determination. Such conformed classes of employees shall be paid the monetary wages and furnished the fringe benefits as are determined. Such conforming process shall be initiated by the contractor prior to the performance of contract work such unlisted class(es) of employees. The conformed classification, wage rate, and/or fringe benefits shall be retroactive to the commencement date of the contract. (See Section 4.6 (C) (vi)) When multiple wage determinations are included in a contract, a separate SF 1444 should be prepared for each wage determination to which a class(es) is to be conformed.

The process for preparing a conformance request is as follows:

- 1) When preparing the bid, the contractor identifies the need for a conformed occupational classification (and computes a proposed rate).
- 2) After contract award, the contractor prepares a written report listing in order proposed occupational classification title), a Federal grade equivalency (FGE) for each proposed occupational classification), job description), and rationale for proposed wage rate), including information regarding the agreement or disagreement of the authorized representative of the employees involved, or where there is no authorized representative, the employees themselves. This report should be submitted to the contracting officer no later than 30 days after such unlisted class(es) of employees performs any contract work.
- 3) The contracting officer reviews the proposed action and promptly submits a report on the action, together with the agency's recommendations and pertinent information including position of the contractor and the employees, to the Wage and Hour Division, Employment Standards Administration, U.S. Department of Labor, for review. (See section 4.6(b) (2) Regulations 29 CFR Part 4).
- 4) Within 30 days of receipt, the Wage and Hour Division approves, modifies, or disapproves the action via transmittal to the agency contracting officer, or notifies the contracting officer that additional time will be required to process the request.
- 5) The contracting officer transmits the Wage and Hour decision to the contractor.
- 6) The contractor informs the affected employees.

Information required by the Regulations must be submitted on SF 1444 or bond paper.

When preparing a conformance request, the "Service Contract Act Directory of Occupational Classifications" (the Directory) should be used to compare job definitions to insure that duties requested are not performed by a classification already listed in the wage determination. Remember it is not the job title, but the required tasks that determine whether a class is included in an established wage determination. Conformances may not be used to artificially split, combine, or subdivide classifications listed in the wage determination.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 64	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If app.)
6. ISSUED BY CODE		7. ADMINISTERED BY (If other than Item 6) CODE	

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement
	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.)

The purpose of this modification is to provide a net increase in contract funding by \$269,145 (\$253,377 for cost and \$15,768 for fee).

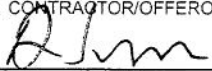
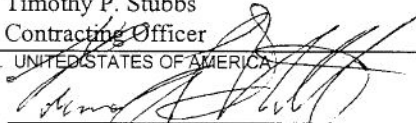
Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$47,238,161. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,967,374 is obligated under this contract for payment of fee".

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) Andrew Srokowski, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 8/02/02
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 8/02/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Total	\$47,238,161	\$2,967,374	\$50,205,535

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	Cost	Fee	Cost	Fee	Cost	Fee	
01RCA	\$295,100	\$17,900	\$18,779	\$1,221	\$313,879	\$19,121	\$20,000
03RCF	\$1,332,755	\$83,746	\$18,779	\$1,221	\$1,351,534	\$84,967	\$20,000
04RDM	\$162,490	\$10,510	\$8,450	\$550	\$170,940	\$11,060	\$9,000
05RDM	\$182,683	\$11,417	\$8,450	\$550	\$191,133	\$11,967	\$9,000
10RDE	\$470,297	\$27,688	\$32,800	\$2,200	\$503,097	\$29,888	\$35,000
13RCE	\$274,226	\$16,700	\$76,500	\$5,000	\$350,726	\$21,700	\$81,500
20RBE	\$993,771	\$61,770	\$56,338	\$3,662	\$1,050,109	\$65,432	\$60,000
31RDA	\$104,000	\$6,000	\$34,349	\$2,233	\$138,349	\$8,233	\$36,582
33RFM	\$0	\$0	\$93,896	\$6,104	\$93,896	\$6,104	\$100,000
35RBG	\$100,508	\$6,212	\$9,389	\$610	\$109,897	\$6,822	\$9,999
10RDE	503,097 \$470,297	29,688 \$27,688	(\$24,353)	(\$1,583)	445,044	26,105	(\$25,936)
11RBJ	\$422,180	\$25,820	(\$26,000)	(\$2,000)	\$396,180	\$23,820	(\$28,000)
25RDC	\$368,425	\$21,875	(\$19,000)	(\$1,000)	\$349,425	\$20,875	(\$20,000)
32RBJ	\$390,958	\$25,042	(\$35,000)	(\$3,000)	\$355,958	\$22,042	(\$38,000)
			478,744	15,768	28,305		
			\$253,377	\$15,768			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCA.1440	2	R28125	27400022200	\$20,000	01RCA	COMPLETE
RCF.1262	02	R28209	70662310100	\$20,000	03RCF	COMPLETE
RD.1347	2	M4289	99262100400	\$9,000	04RDM	COMPLETE
RD.1348	2	M4288	99262100400	\$9,000	05RDM	COMPLETE
RDO.1014	2	R28057	72701260100	\$35,000	10RDE	COMPLETE
RCE.1383	2	R26898	70663610100	\$81,500	13RCE	COMPLETE
RBE.1218	2	R0050	72259876300	\$60,000	20RBE	COMPLETE
RDA.1132	2	M4562	99220087200	\$20,000	31RDA	COMPLETE
RDA.1132	2	R26733	70625410500	\$13,000	31RDA	COMPLETE
RDA.1132	2	R28513	70617719400	\$3,582	31RDA	COMPLETE
OBAA.1075	2	R24234	25940044100	\$100,000	33RFM	COMPLETE
RBG.1255	2	M4082	99235121600	\$5,077	35RBG	COMPLETE
RBG.1255	2	R29018	75511000200	\$4,922	35RBG	COMPLETE
RDO.1002		R26770	728403001	-\$25,936	10RDE	COMPLETE
RBJ.1327		M4524	992200861	-\$28,000	11RBJ	COMPLETE
RDC.1087		R28202	706217107	-\$20,000	25RDC	COMPLETE
RBJ.1294		M4248	992200831	-\$38,000	32RBJ	COMPLETE
				\$269,145		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 65	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

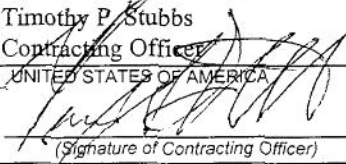
E. IMPORTANT: Contractor is not, is required to sign this document and return ___ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a increase in contract funding by \$305,680 (\$284,478 for cost and \$21,202 for fee). Accordingly, the following changes are made to the Contract Schedule:
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$47,522,639. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$2,988,576 is obligated under this contract for payment of fee”

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) Andrew Srokowski, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED August 9, 2002

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Total	\$47,522,639	\$2,988,576	\$50,511,215

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,317,850	\$86,013	\$46,948	\$3,052	\$1,364,798	\$89,065	\$50,000
06RBG	\$185,360	\$11,640	\$3,286	\$214	\$188,646	\$11,854	\$3,500
08RBJ	\$168,300	\$11,700	\$1,046	\$68	\$169,346	\$11,768	\$1,114
09RBL	\$554,144	\$33,764	\$7,511	\$489	\$561,655	\$34,253	\$8,000
10RDE	\$445,944	\$26,105	\$24,353	\$1,583	\$470,297	\$27,688	\$25,936
13RBF	\$344,050	\$19,750	\$6,848	\$3,152	\$350,898	\$22,902	\$10,000
17RDI	\$490,850	\$29,250	\$70,422	\$4,578	\$561,272	\$33,828	\$75,000
19RDP	\$684,812	\$43,368	\$15,023	\$977	\$699,835	\$44,345	\$16,000
20RDA	\$824,095	\$53,412	\$109,041	\$7,089	\$933,136	\$60,501	\$116,130

\$284,478 \$21,202

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA.1078	2	R24192	25940022000	\$50,000	010J	COMPLETE
RBG.1256	02	R28386	70625022100	\$3,500	06RBG	COMPLETE
RBJ.1378	2	R28257	70631318000	\$1,114	08RBJ	COMPLETE
RBJ.1372	2	M4524	99220086100	\$8,000	09RBL	COMPLETE
RDO.1018	2	R28028	72840100300	\$25,936	10RDE	COMPLETE
RF.1209	2	M4189	99220087100	\$10,000	13RBF	COMPLETE
RDI.1125	2	R29189	72296006500	\$75,000	17RDI	COMPLETE
RDP.1314	2	M4274	99230110100	\$16,000	19RDP	COMPLETE
RDA.1133	2	M4240	99220087100	\$14,000	20RDA	COMPLETE
RDA.1133	2	R25119	72830309000	\$3,600	20RDA	COMPLETE
RDA.1133	2	R26762	72830300100	\$36,800	20RDA	COMPLETE
RDA.1133	2	R27560	70631419200	\$4,800	20RDA	COMPLETE
RDA.1133	2	R28507	70632119200	\$5,430	20RDA	COMPLETE
RDA.1131	2	R26733	70625405000	\$35,000	20RDA	COMPLETE
RDA.1131	2	R26762	72830300100	\$16,500	20RDA	COMPLETE

\$305,680

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">66</p>		3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Page 3</p>		5. PROJECT NO. (If applicable)
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		CODE	7. ADMINISTERED BY (If other than Item 6)		CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705			(x)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
			X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>	
				10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>	
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

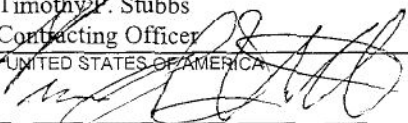
The purpose of this modification is to provide a increase in contract funding by \$358,225 (\$333,589 for cost and \$24,636 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$47,856,228. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,013,212 is obligated under this contract for payment of fee".

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) <p style="text-align: center;">Andrew Srokowski, SAMS Program Manager</p>		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) <p style="text-align: center;">Timothy P. Stubbs Contracting Officer</p>	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
			16C. DATE SIGNED <p style="text-align: center;">August 26, 2002</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 40	\$23,496,179	\$1,540,904	\$25,037,083
Mod 41	\$395,000	\$20,201	\$415,201
Mod 42	\$1,432,756	\$82,212	\$1,514,968
Mod 43	\$3,787,582	\$218,039	\$4,005,621
Mod 44	\$1,760,307	\$98,638	\$1,858,945
Mod 45	\$1,416,832	\$83,196	\$1,500,028
Mod 46	\$0	\$0	\$0
Mod 47	\$2,304,900	\$133,553	\$2,438,453
Mod 48	\$913,071	\$54,010	\$967,081
Mod 49	\$2,682,974	\$161,579	\$2,844,553
Mod 50	\$98,025	\$5,200	\$103,225
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Total	\$47,856,228	\$3,013,212	\$50,869,440

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,364,798	\$89,065	\$34,647	\$2,253	\$1,399,445	\$91,318	\$36,900
02OJ	\$339,622	\$19,378	\$30,985	\$2,015	\$370,607	\$21,393	\$33,000
03RAA	\$535,241	\$32,753	\$84,507	\$5,493	\$619,748	\$38,246	\$90,000
03RBJ	\$198,984	\$12,016	\$15,962	\$1,038	\$214,946	\$13,054	\$17,000
03RFF	\$215,726	\$13,381	\$9,426	\$1,064	\$225,152	\$14,445	\$10,490
20RBE	\$1,050,109	\$65,432	\$47,969	\$3,118	\$1,098,078	\$68,550	\$51,087
24RFI	\$135,080	\$7,956	\$9,389	\$611	\$144,469	\$8,567	\$10,000
25RBG	\$122,348	\$6,252	\$16,436	\$3,564	\$138,784	\$9,816	\$20,000
30RBJ	\$1,566,423	\$94,193	\$14,084	\$916	\$1,580,507	\$95,109	\$15,000
35RBG	\$109,897	\$6,822	\$17,697	\$1,151	\$127,594	\$7,973	\$18,848
31RBJ	\$324,400	\$20,600	\$18,685	\$1,215	\$343,085	\$21,815	\$19,900
41RBB			\$33,802	\$2,198	\$33,802	\$2,198	\$36,000
			\$333,589	\$24,636			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCE.1056	2	R28586	72121020100	\$5,500	01OJ	COMPLETE
OCE.1056	02	R29141	72121030100	\$31,400	01OJ	COMPLETE
OJ.1078	2	R22413	85310000100	\$10,000	02OJ	COMPLETE
OJ.1078	2	R25130	60040000200	\$3,000	02OJ	COMPLETE
OJ.1078	2	RG12000	25830100100	\$20,000	02OJ	COMPLETE
RAA.1019	2	R26783	72880200100	\$52,700	03RAA	COMPLETE
RAA.1019	2	R28983	72110420100	\$30,500	03RAA	COMPLETE
RAA.1019	2	R29062	71350100100	\$6,800	03RAA	COMPLETE
RBJ.1371	2	M4524	99220086100	\$17,000	03RBJ	COMPLETE
RCD.1388	2	R29145	34496006000	\$10,490	03FF	COMPLETE
RBE.1221	2	M4545	99220088100	\$8,600	20RBE	COMPLETE
RBE.1221	2	R28107	78110119800	\$35,363	20RBE	COMPLETE
RBE.1221	2	R28166	70632110200	\$7,124	20RBE	COMPLETE
RFJ.1377	2	R28174	25130077100	\$10,000	24RFI	COMPLETE
RBG.1259	2	M4082	99235121600	\$20,000	25RBG	COMPLETE
RBJ.1385	2	M4524	99220086100	\$15,000	30RBJ	COMPLETE
RBG.1261	2	M4082	99235121600	\$18,848	35RBG	COMPLETE
RBJ.1370	2	M4524	99220086100	\$19,900	31RBJ	COMPLETE
RBB.1121	2	R25121	27400021100	\$3,000	41RBB	COMPLETE
RBB.1121	2	R28374	70617310200	\$33,000	41RBB	COMPLETE

\$358,225

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONT. T ID CODE

PAGE OF PAGES

1 3

2. AMENDMENT/MODIFICATION NO. 67	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)

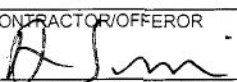
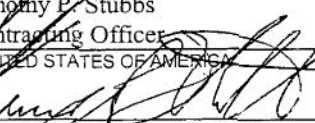
The purpose of this modification is to provide a net increase in contract funding by \$49,012 (\$45,900 for cost and \$3112 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$47,902,128. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,016,324 is obligated under this contract for payment of fee".

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) Andrew Srokowski, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED September 5, 2002	16C. DATE SIGNED September 5, 2002

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Total	\$47,902,128	\$3,016,324	\$50,918,452

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Increase</u>
03RBJ	\$214,946	\$13,054	\$1,834	\$120	\$216,780	\$13,174	\$1,954
04OCB	\$121,125	\$7,244	\$24,882	\$1,618	\$146,007	\$8,862	\$26,500
05RCC	\$669,933	\$43,019	\$6,905	\$449	\$676,838	\$43,468	\$7,354
07RDE	\$290,198	\$18,720	\$9,389	\$611	\$299,587	\$19,331	\$10,000
09RBL	\$561,655	\$34,253	\$1,877	\$123	\$563,532	\$34,376	\$2,000
11RBJ	\$396,180	\$23,820	\$2,816	\$184	\$398,996	\$24,004	\$3,000
20RBE	\$1,098,078	\$68,550	\$30,313	\$1,971	\$1,128,391	\$70,521	\$32,284
20RDA	\$933,136	\$60,501	\$22,143	\$1,440	\$955,279	\$61,941	\$23,583
31RBJ	\$343,085	\$21,815	\$4,694	\$306	\$347,779	\$22,121	\$5,000
32RBJ	\$355,958	\$22,042	\$13,145	\$855	\$369,103	\$22,897	\$14,000
34RFG			\$25,352	\$1,648	\$25,352	\$1,648	\$27,000
35RBJ	\$127,594	\$7,973	\$5,950	\$387	\$133,544	\$8,360	\$6,337
06RDM	\$134,003	\$8,511	(\$4,700)	(\$300)	\$129,303	\$8,211	(\$5,000)
04RDM	\$170,940	\$11,060	(\$4,700)	(\$300)	\$166,240	\$10,760	(\$5,000)
32RAC	\$28,200	\$1,800	(\$24,400)	(\$1,600)	\$3,800	\$200	(\$26,000)
28RAC	\$112,466	\$7,310	-\$24,400	-\$1,600	\$88,066	\$5,710	(\$26,000)
30RAC	\$89,400	\$5,600	(\$14,000)	(\$1,000)	\$75,400	\$4,600	(\$15,000)
31RAC	\$ 119,166	\$ 7,746	(\$12,500)	(\$500)	\$106,666	\$7,246	(\$13,000)
33RAC	\$71,000	\$4,515	-\$18,700	-\$1,300	52,300	3,215	-20,000
			\$45,900	\$3,112			

Accounting and Appropriation Data

<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
M4524	99220086100	\$1,954	03RBJ	COMPLETE
R28500	70685520100	\$26,500	04OCB	COMPLETE
R26896	70631610300	\$3,759	05RCC	COMPLETE
R28299	75506001300	\$3,240	05RCC	COMPLETE
R28407	70621210700	\$355	05RCC	COMPLETE
M4287	99262100400	\$5,000	07RDE	COMPLETE
M4289	99262100400	\$5,000	07RDE	COMPLETE
M4524	99220086100	\$2,000	09RBL	COMPLETE
M4524	99220086100	\$3,000	11RBJ	COMPLETE
R27094	78110120100	\$21,000	20RBE	COMPLETE
R28106	78110129800	\$6,900	20RBE	COMPLETE
R28165	70632110200	\$4,384	20RBE	COMPLETE
R29112	70625215200	\$23,583	20RDA	COMPLETE
M4524	99220086100	\$5,000	31RBJ	COMPLETE
M4248	99220086100	\$14,000	32RBJ	COMPLETE
M4148	99230110300	\$27,000	34RFG	COMPLETE
R28043	71405100100	\$6,337	35RBG	COMPLETE
M4287		-\$5,000	06RDM	COMPLETE
M4289		-\$5,000	04RDM	COMPLETE
R28990		-\$26,000	32RAC	COMPLETE
R28565		-\$26,000	28RAC	COMPLETE
R28971		-\$15,000	30RAC	COMPLETE
R28408		-\$13,000	31RAC	COMPLETE
R28312		-\$20,000	33RAC	COMPLETE

\$49,012

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONT. TID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 68	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 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 provide a net increase in contract funding by \$77,400 (\$72,675 for cost and \$4,725 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$47,974,803. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,021,049 is obligated under this contract for payment of fee".

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) Andrew Srokowski, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED September 10, 2002

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Total	\$47,974,803	\$3,021,049	\$50,995,852

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
31RDA	\$138,349	\$8,233	\$35,117	\$2,283	\$173,466	\$10,516	\$37,400
37RBE			\$37,558	\$2,442	\$37,558	\$2,442	\$40,000
			\$72,675	\$4,725			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RDA.1138	2	M4562	99220087200	\$20,000	31RDA	COMPLETE
RDA.1138	02	R29267	70617719200	\$17,400	31RDA	COMPLETE
RBE.1220	2	R0050	72259876300	\$40,000	37RBE	COMPLETE

\$77,400

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 / 3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">69</p>		3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Page 3</p>		5. PROJECT NO. (If applicable)
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		CODE	7. ADMINISTERED BY (If other than Item 6)		CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>			(x)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
			X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>	
				10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>	
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)

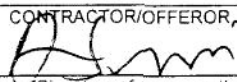
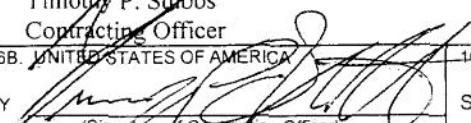
The purpose of this modification is to provide a net increase in contract funding by \$34,999 (\$32,985 for cost and \$2,014 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$48,007,788. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,023,063 is obligated under this contract for payment of fee".

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) <p style="text-align: center;">Andrew Srokowski, SAMS Program Manager</p>		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) <p style="text-align: center;">Timothy P. Stubbs Contracting Officer</p>	
15B. CONTRACTOR/OFFEROR,  (Signature of person authorized to sign)	15C. DATE SIGNED <p style="text-align: center;">September 12, 2002</p>	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED <p style="text-align: center;">September 12, 2002</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Total	\$48,007,788	\$3,023,063	\$51,030,851

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Increase/Decrease</u>
01OCB	\$2,195,061	\$141,151	(\$109,859)	(\$7,141)	\$2,085,202	\$134,010	(\$117,000)
01RFH	\$ 165,198	\$ 15,975	\$46,948	\$3,052	\$212,146	\$19,027	\$50,000
05RAC	\$210,782	\$13,455	\$28,169	\$1,831	\$238,951	\$15,286	\$30,000
06RAC	\$186,746	\$11,712	\$28,169	\$1,830	\$214,915	\$13,542	\$29,999
11RFJ	\$231,118	\$14,923	\$37,558	\$2,442	\$268,676	\$17,365	\$40,000
14RFH	\$204,640	\$13,067	\$2,000	\$0	\$206,640	\$13,067	\$2,000
			\$32,985	\$2,014			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1125	2	R28504		-\$117,000	01OCB	COMPLETE
OBAA.1085	2	R24234	25940044100	\$50,000	01RFH	COMPLETE
RAC.1012	2	R28971	70692025000	\$15,000	05RAC	COMPLETE
RAC.1012	2	R29082	89630100100	\$15,000	05RAC	COMPLETE
RAC.1011	2	R27608	25870211300	\$8,740	06RAC	COMPLETE
RAC.1011	2	R28312	70621510200	\$6,000	06RAC	COMPLETE
RAC.1011	2	R28408	70621510100	\$13,000	06RAC	COMPLETE
RAC.1011	2	R29082	89630100100	\$2,259	06RAC	COMPLETE
REB.1604	2	R25024	22910722100	\$40,000	11RFJ	COMPLETE
RFH.1311	2	R28889	29760100400	\$2,000	14RFH	COMPLETE

\$34,999

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONT. ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)
70 See Block 16C See Page 3

6. ISSUED BY CODE 7. ADMINISTERED BY (If other than Item 6) CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) (x) 9A. AMENDMENT OF SOLICITATION NO.
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

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

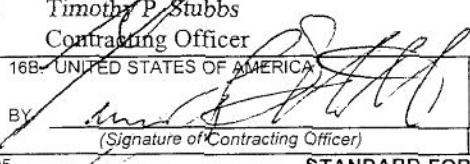
The purpose of this modification is to provide a increase in contract funding by \$70,079 (\$65,805 for cost and \$4,274 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$48,073,593. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,027,337 is obligated under this contract for payment of fee".

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)
Timothy P. Stubbs
Contracting Officer
15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED
BY  September 20, 2002
(Signature of person authorized to sign) (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Total	\$48,073,593	\$3,027,337	\$51,100,930

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RAC	\$93,625	\$5,881	3916	255	\$97,541	\$6,136	\$4,171
02RAD	\$286,380	\$17,620	\$9,540	\$621	\$295,920	\$18,241	\$10,161
04RBB	\$277,693	\$17,642	\$12,742	\$829	\$290,435	\$18,471	\$13,571
13RCE	\$350,726	\$21,700	\$23,837	\$1,550	\$374,563	\$23,250	\$25,387
14RAC	\$37,900	\$2,100	\$102	\$0	\$38,002	\$2,100	\$102
20RBE	\$1,128,391	\$70,521	\$15,668	\$1,019	\$1,144,059	\$71,540	\$16,687
			\$65,805	\$4,274			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RAD.1012	2	R29028	70693110700	\$2,000	02RAD	COMPLETE
RAD.1012	2	R29132	72296005900	\$8,161	02RAD	COMPLETE
RBB.1125	2	R28167	70632110100	\$13,571	04RBB	COMPLETE
RCE.1396	2	R27899	70625116100	\$13,336	13RCE	COMPLETE
RCE.1396	2	R28111	27400020100	\$10,658	13RCE	COMPLETE
RCE.1396	2	R29421	70625116300	\$1,393	13RCE	COMPLETE
RBE.1228	2	R28108	70625020300	\$16,687	20RBE	COMPLETE
RAC.1015	2	R28524	70617510300	\$4,171	01RAC	COMPLETE
RAC.1016	2	R28524	70617510300	\$102	14RAC	COMPLETE

\$70,079

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT. ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">71</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Page 3</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
			10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

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

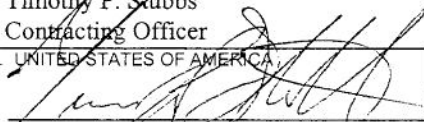
The purpose of this modification is to provide a increase in contract funding by \$279,741 (\$262,663 for cost and \$17,078 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$48,336,256. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,044,415 is obligated under this contract for payment of fee”.

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) <p style="text-align: center;">Timothy P. Stubbs Contracting Officer</p>	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED <p style="text-align: center;">September 26, 2002</p>
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Total	\$48,336,256	\$3,044,415	\$51,380,671

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$1,399,445	\$91,318	150,234	9,766	\$1,549,679	\$101,084	\$160,000
02RAD	\$295,920	\$18,241	\$5,469	\$356	\$301,389	\$18,597	\$5,825
07RAC	\$266,510	\$17,345	\$37,558	\$2,442	\$304,068	\$19,787	\$40,000
13RBF	\$350,898	\$22,902	\$10,140	\$660	\$361,038	\$23,562	\$10,800
20RBE	\$1,144,059	\$71,540	\$17,167	\$1,117	\$1,161,226	\$72,657	\$18,284
35RBF	\$133,544	\$8,360	\$4,537	\$295	\$138,081	\$8,655	\$4,832
35RFM			\$37,558	\$2,442	\$37,558	\$2,442	\$40,000
			\$262,663	\$17,078			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OJ.1083	2	R29199	62264017000	\$40,000	01OJ	COMPLETE
OJ.1083	2	R29270	70663712000	\$60,000	01OJ	COMPLETE
OBAC.1093	2	R22236	22792434000	\$30,000	01OJ	COMPLETE
OBAC.1093	2	RG12000	25830100100	\$30,000	01OJ	COMPLETE
RAD.1013	2	R28934	72296005300	\$1,825	02RAD	COMPLETE
RAD.1013	2	R29186	72296006200	\$4,000	02RAD	COMPLETE
RAC.1010	2	R28312	70621510200	\$14,000	07RAC	COMPLETE
RAC.1010	2	R28569	70687110400	\$26,000	07RAC	COMPLETE
RBF.1213	2	R27093	78110130100	\$800	13RBF	COMPLETE
RBF.1213	2	R28233	70632310300	\$10,000	13RBF	COMPLETE
RBE.1229	2	R28109	27400020300	\$14,710	20RBE	COMPLETE
RBE.1227	2	R28307	70625020200	\$3,574	20RBE	COMPLETE
RBG.1265	2	R28264	72121126100	\$4,832	35RBG	COMPLETE
OBAA.1086	2	R24234	25940044100	\$40,000	35RFM	COMPLETE

\$279,741

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT#	ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">72</p>		3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>		4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Page 3</p>	
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		7. ADMINISTERED BY (If other than Item 6)		5. PROJECT NO. (If applicable)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
			10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

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

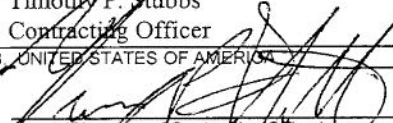
The purpose of this modification is to provide a increase in contract funding by \$81,972 (\$76,968 for cost and \$5,004 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$48,413,224. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,049,419 is obligated under this contract for payment of fee”.

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) Timothy P. Stubbs Contracting Officer	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED September 30, 2002
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Total	\$48,413,224	\$3,049,419	\$51,462,643

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
10RCG	\$ 9,350	\$ 650	\$ 28,168	\$ 1,831	\$37,518	\$2,481	\$29,999
41RBB	\$ 33,802	\$ 2,198	\$ 48,800	\$ 3,173	\$82,602	\$5,371	\$51,973

\$76,968 \$5,004

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCG.1252	2	R28904	73240100200	\$4,153	10RCG	COMPLETE
RCG.1252	2	R27574	75701001600	\$6,846	10RCG	COMPLETE
RCG.1252	2	R28260	75506001100	\$19,000	10RCG	COMPLETE
RBB.1132	2	R28374	70617310200	\$51,973	41RBB	COMPLETE

\$81,972

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT ID CODE	PAGE OF PAGES
		1	3

2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">73</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Page 3</p>	5. PROJECT NO. (If applicable)
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6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than item 6) CODE
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>

CODE	FACILITY CODE	11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS
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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 _____ copies 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 ACKNOWLEDGEMENT 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.

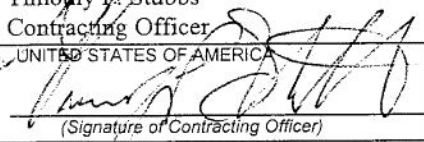
12. ACCOUNTING AND APPROPRIATION DATA (If required) <p style="text-align: center;">Page 3</p>	13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.
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(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 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 provide a increase in contract funding by \$496,759 (\$465,591 for cost and \$31,168 for fee). Accordingly, the following changes are made to the Contract Schedule:
 A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$48,878,815. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 An additional amount of \$3,080,587 is obligated under this contract for payment of fee".

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) <p style="text-align: center;">Timothy P. Stubbs Contracting Officer</p>
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED <p style="text-align: center;">October 18, 2002</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Total	\$48,878,815	\$3,080,587	\$51,959,402

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
01AH	\$1,530,652	\$95,437	\$ 281,690	\$ 18,310	\$1,812,342	\$113,747	\$300,000
01RDH	\$381,549	\$24,653	\$ 14,084	\$ 916	\$395,633	\$25,569	\$15,000
08RFL	\$199,581	\$15,014	\$ 1,408	\$ 92	\$200,989	\$15,106	\$1,500
12RAB	\$748,814	\$44,877	\$ 18,779	\$ 1,221	\$767,593	\$46,098	\$20,000
15RAA	\$379,465	\$23,535	\$ 14,084	\$ 916	\$393,549	\$24,451	\$15,000
19RDP	\$699,835	\$44,345	\$ 18,779	\$ 1,221	\$718,614	\$45,566	\$20,000
20RBE	\$1,161,226	\$72,657	\$93,294	\$6,065	\$1,254,520	\$78,722	\$99,359
35RBG	\$138,081	\$8,655	\$14,084	\$1,816	\$152,165	\$10,471	\$15,900
42RBC			\$9,389	\$611	\$9,389	\$611	\$10,000

\$465,591 \$31,168

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1205	2	R28528	29780000100	\$197,300	01AH	COMPLETE
AH.1204	2	R28528	29780000100	\$102,700	01AH	COMPLETE
RDH.1175	2	R26781	72860300100	\$15,000	01RDH	COMPLETE
RD.1364	2	R28060	72701269100	\$1,500	08RFL	COMPLETE
RAB.1025	2	R26717	70687110100	\$20,000	12RAB	COMPLETE
RAA.1027	2	R26645	75930000200	\$15,000	15RAA	COMPLETE
RD.1373	3	M4278	99230110400	\$20,000	19RDP	COMPLETE
RBE.1208	2	R0050	72259876300	\$86,859	20RBE	COMPLETE
RBE.1208	2	R28103	78120120100	\$11,700	20RBE	COMPLETE
RBE.1208	2	R27091	78120120100	\$800	20RBE	COMPLETE
RBG.1266	2	R28376	70632110400	\$15,900	35RBG	COMPLETE
RBH.1189	3	R29417	74530100100	\$10,000	42RBH	COMPLETE

\$496,759

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 74		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001				7. ADMINISTERED BY (If other than Item 6)			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies of the amendment;
- (b) By acknowledging receipt of this amendment on each copy of the offer submitted;
- (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)

The purpose of this modification is to provide a net increase in contract funding by \$619,011 (\$581,138 for cost and \$37,873 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$49,459,953. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,118,460 is obligated under this contract for payment of fee".

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) ANDREW SROKONSKI PROGRAM MANAGER		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer	
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 10/30/02	16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 10/31/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Total	\$49,459,953	\$3,118,460	\$52,578,413

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
03RAA	\$619,748	\$38,246	\$ 46,948	\$ 3,052	\$666,696	\$41,298	\$50,000
03RBJ	\$216,780	\$13,174	\$ 10,328	\$ 672	\$227,108	\$13,846	\$11,000
03RDH	\$222,200	\$13,300	\$ 101,408	\$ 6,592	\$323,608	\$19,892	\$108,000
04RDM	\$166,240	\$10,760	\$ 4,694	\$ 306	\$170,934	\$11,066	\$5,000
05RDM	\$191,133	\$11,967	\$ 4,694	\$ 306	\$195,827	\$12,273	\$5,000
06RDM	\$129,303	\$8,211	\$ 4,694	\$ 306	\$133,997	\$8,517	\$5,000
07RDE	\$299,587	\$19,331	\$ 11,267	\$ 733	\$310,854	\$20,064	\$12,000
08RAA	\$571,693	\$35,000	\$ 28,169	\$ 1,831	\$599,862	\$36,831	\$30,000
09RAC	\$307,535	\$19,771	\$ 14,000	\$ 1,000	\$321,535	\$20,771	\$15,000
11RBJ	\$398,996	\$24,004	\$ 21,596	\$ 1,404	\$420,592	\$25,408	\$23,000
13RDF	\$666,300	\$41,700	\$35,399	\$2,301	\$701,699	\$44,001	\$37,700
13RFL	\$149,075	\$8,425	\$46,948	\$3,052	\$196,023	\$11,477	\$50,000
15RAA	\$393,549	\$24,451	\$28,169	\$1,831	\$421,718	\$26,282	\$30,000
25RAA	\$149,248	\$9,761	\$14,084	\$916	\$163,332	\$10,677	\$15,000
25RBG	\$138,784	\$9,816	\$9,389	\$611	\$148,173	\$10,427	\$10,000
25RDC	\$349,425	\$20,875	\$3,578	\$233	\$353,003	\$21,108	\$3,811
27RBG	\$249,896	\$15,704	\$9,389	\$611	\$259,285	\$16,315	\$10,000
30RBJ	\$1,580,507	\$95,109	\$150,234	\$9,766	\$1,730,741	\$104,875	\$160,000
31RBJ	\$347,779	\$22,121	\$18,779	\$1,221	\$366,558	\$23,342	\$20,000
32RBJ	\$369,103	\$22,897	\$18,779	\$1,221	\$387,882	\$24,118	\$20,000
08RFL	\$200,989	\$15,106	(\$1,408)	(\$92)	\$199,581	\$15,014	(\$1,500)
			\$581,138	\$37,873			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RAA.1030	3	R29439	76250210300	\$50,000	03RAA	COMPLETE
RBJ.1409	3	M4524	99220086100	\$11,000	03RBJ	COMPLETE
REB.1645	2	R29253	62145927000	\$108,000	03RDH	COMPLETE
RD.1380	3	M4289	99262100400	\$5,000	04RDM	COMPLETE
RD.1381	3	M4288	99262100400	\$5,000	05RDM	COMPLETE
RD.1382	3	M4287	99262100400	\$5,000	06RDM	COMPLETE
RD.1375	3	M4489	99262100400	\$12,000	07RDE	COMPLETE
RAA.1029	3	R29439	76250210300	\$30,000	08RAA	COMPLETE
RA.2019	3	R28225	78640101000	\$15,000	09RAC	COMPLETE
RBJ.1410	3	M4524	99220086100	\$23,000	11RBJ	COMPLETE
RDF.1123	3	R26781	72860300100	\$37,700	13RDF	COMPLETE
RCG.1256	3	R29633	76260610100	\$50,000	13RFL	COMPLETE
RAA.1028	3	R29439	76250210300	\$30,000	15RAA	COMPLETE
RAA.1031	3	R29439	76250210300	\$15,000	25RAA	COMPLETE
RBG.1268	2	R29268	70696005200	\$10,000	25RBG	COMPLETE
RDF.1128	2	R28093	70625023700	\$3,811	25RDC	COMPLETE
RBG.1269	2	R29268	70696005200	\$10,000	27RBG	COMPLETE
RBJ.1411	3	M4524	99220086100	\$160,000	30RBJ	COMPLETE
RBJ.1412	3	M4524	99220086100	\$20,000	31RBJ	COMPLETE
RBJ.1413	3	M4524	99220086100	\$20,000	32RBJ	COMPLETE
RD.1364	2	R28060		-\$1,500	08RFL	COMPLETE

\$619,011

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 75	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6) CODE		

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)	(x)	9A. AMENDMENT OF SOLICITATION NO.
Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

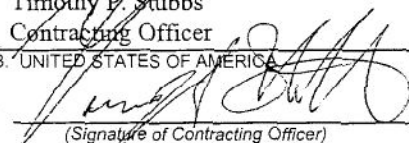
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to provide a net increase in contract funding by \$269,260 (\$252,822 for cost and \$16,438 for fee). Accordingly, the following changes are made to the Contract Schedule:
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$49,712,775. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,134,898 is obligated under this contract for payment of fee".

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) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 11 4 02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 50	\$38,287,626	\$2,397,532	\$40,685,158
Mod 51	\$1,062,423	\$62,599	\$1,125,022
Mod 52	\$1,946,127	\$116,545	\$2,062,672
Mod 53	\$1,817,922	\$120,343	\$1,938,265
Mod 54	\$506,675	\$32,325	\$539,000
Mod 55	\$486,102	\$30,296	\$516,398
Mod 56	\$249,375	\$16,260	\$265,635
Mod 57	\$0	\$0	\$0
Mod 58	\$579,270	\$37,350	\$616,620
Mod 59	\$108,841	\$10,041	\$118,882
Mod 60	\$811,835	\$56,472	\$868,307
Mod 61	\$481,060	\$29,878	\$510,938
Mod 62	\$647,528	\$41,965	\$689,493
Mod 63	\$0	\$0	\$0
Mod 64	\$253,377	\$15,768	\$269,145
Mod 65	\$284,478	\$21,202	\$305,680
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Total	\$49,712,775	\$3,134,898	\$52,847,673

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	Decrease
01OJ	\$1,549,679	\$101,084	\$ 101,406	\$ 6,594	\$1,651,085	\$107,678	\$108,000
01RFH	\$ 212,146	\$ 19,027	\$ 23,474	\$ 1,526	\$235,620	\$20,553	\$25,000
02OJ	\$370,607	\$21,393	\$ 40,375	\$ 2,625	\$410,982	\$24,018	\$43,000
04OCB	\$146,007	\$8,862	\$ 25,596	\$ 1,664	\$171,603	\$10,526	\$27,260
04RBB	\$290,435	\$18,471	\$ 15,023	\$ 977	\$305,458	\$19,448	\$16,000
35RFM	\$37,558	\$2,442	\$ 18,779	\$ 1,221	\$56,337	\$3,663	\$20,000
36RAC			\$ 28,169	\$ 1,831	\$28,169	\$1,831	\$30,000

\$ 252,822 \$ 16,438

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RD.1390	3	M4283	99262100600	\$40,000	01OJ	COMPLETE
OCB.1156	3	R29409	71317100100	\$15,500	01OJ	COMPLETE
OCB.1156	3	R29417	74530100100	\$15,500	01OJ	COMPLETE
ODD.1022	3	R28229	78680801000	\$37,000	01OJ	COMPLETE
OBAA.1095	2	R24234	25940044100	\$25,000	01RFH	COMPLETE
OBAC.1095	2	RG12000	25830100100	\$43,000	02OJ	COMPLETE
OCB.1150	3	R29409	71317100100	\$13,630	04OCB	COMPLETE
OCB.1150	3	R29417	74530100100	\$13,630	04OCB	COMPLETE
RBB.1137	3	R29485	76220310300	\$10,000	04RBB	COMPLETE
RBB.1137	3	R29691	71910101000	\$6,000	04RBB	COMPLETE
RAC.1018	3	R29438	76250210200	\$30,000	36RAC	COMPLETE
OBAA.1094	2	R24234	25940044100	\$20,000	35RFM	COMPLETE

\$269,260

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT

1. CONT. TID CODE
1 3

2. AMENDMENT/MODIFICATION NO. 76	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than item 6) CODE		
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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.)

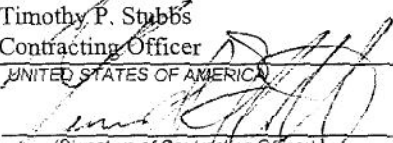
The purpose of this modification is to provide a net increase in contract funding by \$604,550 (\$567,553 for cost and \$36,997 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$50,280,328. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,171,895 is obligated under this contract for payment of fee".

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) Timothy P. Stubbs Contracting Officer		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		BY 	11 13 02
		(Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Total	\$50,280,328	\$3,171,895	\$53,452,223

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Increase/Decrease</u>
01OJ	\$1,651,085	\$107,678	\$ 61,032	\$ 3,968	\$1,712,117	\$111,646	\$65,000
01RDH	\$395,633	\$25,569	\$ 51,830	\$ 3,370	\$447,463	\$28,939	\$55,200
02RDI	\$516,457	\$31,720	\$ 56,338	\$ 3,662	\$572,795	\$35,382	\$60,000
09RBL	\$563,532	\$34,376	\$ 23,474	\$ 1,526	\$587,006	\$35,902	\$25,000
12RBA	\$148,024	\$9,504	\$ 14,000	\$ 1,000	\$162,024	\$10,504	\$15,000
18RBG	\$272,147	\$17,133	\$100,469	\$ 6,531	\$372,616	\$23,664	\$107,000
18RFH	\$147,446	\$9,154	\$ 18,779	\$ 1,221	\$166,225	\$10,375	\$20,000
19RDP	\$718,614	\$45,566	\$ 48,348	\$ 3,152	\$766,962	\$48,718	\$51,500
21RAB	\$841,250	\$55,550	\$ 15,962	\$ 1,038	\$857,212	\$56,588	\$17,000
27RBG	\$259,285	\$16,315	\$ 23,474	\$ 1,526	\$282,759	\$17,841	\$25,000
27RDC	\$248,370	\$15,630	\$ 9,389	\$ 611	\$257,759	\$16,241	\$10,000
29RBG	\$357,250	\$22,750	\$ 23,474	\$ 1,526	\$380,724	\$24,276	\$25,000
32RDE		\$	\$ 93,896	\$ 6,104	\$93,896	\$6,104	\$100,000
33RFM	\$93,896	\$6,104	\$ 18,779	\$ 1,221	\$112,675	\$7,325	\$20,000
35RBG	\$152,165	\$10,471	\$ 8,309	\$ 541	\$160,474	\$11,012	\$8,850
			\$ 567,553	\$ 36,997			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA.1103	3	R24192	25940022000	\$25,000	01OJ	COMPLETE
SA.1126	3	AS7147	77240000200	\$30,000	01OJ	COMPLETE
RA.2021	2	R28471	70688210200	\$3,700	01OJ	COMPLETE
RA.2021	2	R28473	70687110400	\$4,100	01OJ	COMPLETE
RA.2021	3	R29438	76250210200	\$2,200	01OJ	COMPLETE
RDH.1179	3	R26781	72860300100	\$55,200	01RDH	COMPLETE
RDI.1127	2	R29194	72264105400	\$60,000	02RDI	COMPLETE
RBL.1380	3	M4235	99220087100	\$25,000	09RBL	COMPLETE
RBB.1134	3	R29318	72121200100	\$15,000	12RBA	COMPLETE
RBG.1275	3	R29736	71310680200	\$107,000	18RBG	COMPLETE
RFH.1327	3	R28220	78630201000	\$20,000	18RFH	COMPLETE
RDP.1330	3	M4278	99230110400	\$50,000	19RDP	COMPLETE
RD.1393	2	R28060	72701269100	\$1,500	19RDP	COMPLETE
RAB.1027	3	R29688	75581110100	\$17,000	21RAB	COMPLETE
RBG.1272	3	R29735	71310680100	\$25,000	27RBG	COMPLETE
RDF.1129	3	R29585	76240410100	\$10,000	27RDC	COMPLETE
RBG.1273	3	R29735	71310680100	\$25,000	29RBG	COMPLETE
RDO.1040	3	R28028	72840100300	\$100,000	32RDE	COMPLETE
OBAA.1101	3	R24234	25940044100	\$20,000	33RFM	COMPLETE
RBG.1274	3	R29736	71310680200	\$8,850	35RBG	COMPLETE

\$604,550

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE
PAGE OF PAGES
1 2

2. AMENDMENT/MODIFICATION NO. 77	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (if other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
NA

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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 data, 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) Mutual Agreement

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.)

The purpose of this modification is to modify G13, Schedule of Rates for Task Orders (Langley). Accordingly, the following changes are made to the Contract. The table for contract year 2 of G13, Schedule of Rates for Task Orders (Langley), is hereby deleted in it's entirety. The Direct Labor Classifications contained in attachment No. 1 to this modification are substituted in lieu thereof.

(Continued on page 2)

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) Art Leaderman Chief Procurement Officer	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFICER 	16B. UNITED STATES OF AMERICA BY
15C. DATE SIGNED 11-21-02	16C. DATE SIGNED 11 21 02
(Signature of person authorized to sign)	(Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Total	\$50,280,328	\$3,171,895	\$53,452,223

CONTRACT YEAR - 2										Aug-02
	Category I	Category IA	Category II	Category IIA	Category III	Category IIIA	Category IV	Category IVA	Category IVB	Category V
LABOR CLASSIFICATION										
Technical Professional:										
Computer Scientist	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Programmer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
System Analyst	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Manager	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineer Supervisor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Research Scientist	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Senior Scientist	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Operational Aircraft Pilot	\$ -	\$ -	\$ [REDACTED]		\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Support Personnel:										
Admin Associate	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Project Planner	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ -	\$ -
Programmer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Documentarian	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Scheduler/Cost Analyst	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Air Traffic Controller	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Technicians:										
Electronic Technician	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Assistant	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Designer	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ -	\$ -
Mechanical Technician	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Test Conductor	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Engineering Associate	\$ -	\$ -	\$ -	\$ -	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]	\$ [REDACTED]
Note: [REDACTED] [REDACTED] [REDACTED]										

Highlighted rates are new rates based on changes to the wage determination tables

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 78	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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.)

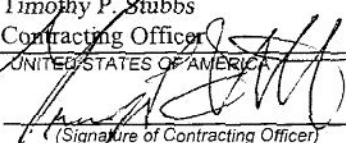
The purpose of this modification is to provide a net increase in contract funding by \$632,699 (\$594,076 for cost and \$38,623 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$50,874,404. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,210,518 is obligated under this contract for payment of fee".

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) Timothy P. Stubbs Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 11 22 02
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Total	\$50,874,404	\$3,210,518	\$54,084,922

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$313,879	\$19,121	\$42,253	\$2,747	\$356,132	\$21,868	\$45,000
01OJ	\$1,712,117	\$111,646	\$63,108	\$4,103	\$1,775,225	\$115,749	\$67,211
03RFF	\$225,152	\$14,445	\$45,070	\$2,930	\$270,222	\$17,375	\$48,000
04RDM	\$170,934	\$11,066	\$17,840	\$1,160	\$188,774	\$12,226	\$19,000
05RDM	\$195,827	\$12,273	\$22,535	\$1,465	\$218,362	\$13,738	\$24,000
06RDM	\$133,997	\$8,517	\$17,840	\$1,160	\$151,837	\$9,677	\$19,000
07RDE	\$310,854	\$20,064	\$28,169	\$1,831	\$339,023	\$21,895	\$30,000
09RBL	\$587,006	\$35,902	\$28,920	\$1,880	\$615,926	\$37,782	\$30,800
12RAB	\$767,593	\$46,098	\$30,985	\$2,015	\$798,578	\$48,113	\$33,000
13RBF	\$361,038	\$23,562	\$79,812	\$5,188	\$440,850	\$28,750	\$85,000
19RDP	\$766,962	\$48,718	\$18,779	\$1,221	\$785,741	\$49,939	\$20,000
21RDE	\$477,578	\$30,716	\$65,727	\$4,273	\$543,305	\$34,989	\$70,000
28RDD	\$501,201	\$32,447	\$65,727	\$4,273	\$566,928	\$36,720	\$70,000
33RDC	\$0	\$0	\$3,286	\$214	\$3,286	\$214	\$3,500
34RFG	\$25,352	\$1,648	\$17,370	\$1,130	\$42,722	\$2,778	\$18,500
34RBM	\$197,828	\$12,499	\$46,655	\$3,033	\$244,483	\$15,532	\$49,688
			\$594,076	\$38,623			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCA.1458	3	R29365	76230510100	\$45,000	01RCA	COMPLETE
OG.1114	3	R26788	72890100100	\$60,400	01OJ	COMPLETE
OJ.1085	2	R22475	22612131000	\$6,811	01OJ	COMPLETE
RD.1399	3	M4289	99262100400	\$19,000	04RDM	COMPLETE
RD.1400	3	M4288	99262100400	\$24,000	05RDM	COMPLETE
RCD.1399	2	R29145	34496006000	\$48,000	03RFF	COMPLETE
RD.1401	3	M4287	99262100400	\$19,000	06RDM	COMPLETE
RD.1402	3	M4489	99262100400	\$30,000	07RDE	COMPLETE
RBL.1383	2	R27751	70631913300	\$30,800	09RBL	COMPLETE
RAB.1026	3	R29688	75581110100	\$33,000	12RAB	COMPLETE
RBF.1220	3	R29652	71376121000	\$30,000	13RBF	COMPLETE
RBF.1220	3	R27092	78120110100	\$30,000	13RBF	COMPLETE
RBF.1220	3	R29587	76240310300	\$25,000	13RBF	COMPLETE
RDP.1332	3	M4278	99230110400	\$20,000	19RDP	COMPLETE
RDO.1046	3	R26780	72860200100	\$70,000	21RDE	COMPLETE
RDO.1044	2	R28057	72701260100	\$1,300	28RDD	COMPLETE
RDO.1044	2	R28060	72701269100	\$17,000	28RDD	COMPLETE
RDO.1044	3	R29386	72701260100	\$51,700	28RDD	COMPLETE
RDF.1130	3	R26762	72830300100	\$3,500	33RDC	COMPLETE
RFP.1086	3	M4148	99230110300	\$18,500	34RFG	COMPLETE
RBM.1164	3	M4235	99220087100	\$49,688	34RBM	COMPLETE

\$632,699

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 79	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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.)

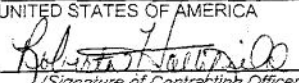
The purpose of this modification is to provide a net increase in contract funding by \$82,183 (\$77,166 for cost and \$5,017 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$50,951,570. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,215,535 is obligated under this contract for payment of fee".

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) Roberta Hollifield Contracting Officer
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 11/26/02
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$38,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Total	\$50,951,570	\$3,215,535	\$54,167,105

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	Decrease
02RAD	\$301,389	\$18,597	\$ 18,779	\$ 1,221	\$320,168	\$19,818	\$20,000
35RBG	\$160,474	\$11,012	\$ 23,380	\$ 1,520	\$183,854	\$12,532	\$24,900
36RAC	\$28,169	\$1,831	\$ 35,007	\$ 2,276	\$63,176	\$4,107	\$37,283

\$ 77,166 \$ 5,017

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RAD.1019	3	R29431	76293110600	\$20,000	02RAD	COMPLETE
RBG.1276	3	R29736	71310680200	\$24,900	35RBG	COMPLETE
RAC.1019	3	R29437	76250210100	\$37,283	36RAC	COMPLETE

\$82,183

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CL ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)

80 See Block 16C See Page 3

6. ISSUED BY CODE 7. ADMINISTERED BY (If other than Item 6) CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) (x) 9A. AMENDMENT OF SOLICITATION NO.

Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705

9B. DATED (SEE ITEM 11)

X 10A. MODIFICATION OF CONTRACT/ORDER NO.
NAS1-00135

10B. DATED (SEE ITEM 13)
11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

- (x) 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.
- X 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):

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.)

The purpose of this modification is to provide a net increase in contract funding by \$1,465,686 (\$1,376,235 for cost and \$89,451 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$52,327,805. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,304,986 is obligated under this contract for payment of fee".

(continued)

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)
Roberta Hollifield

15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED
BY (Signature of person authorized to sign) (Signature of Contracting Officer) 12/06/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Total	\$52,327,805	\$3,304,986	\$55,632,791

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$1,812,342	\$113,747	\$187,793	\$12,207	\$2,000,135	\$125,954	\$200,000
010J	\$1,775,225	\$115,749	\$62,912	\$4,088	\$1,838,137	\$119,837	\$67,000
01RDH	\$447,463	\$28,939	\$4,695	\$305	\$452,158	\$29,244	\$5,000
03RAA	\$666,696	\$41,298	\$61,033	\$3,967	\$727,729	\$45,265	\$65,000
03RBJ	\$227,108	\$13,846	\$19,718	\$1,282	\$246,826	\$15,128	\$21,000
05OCB	\$269,390	\$17,431	\$21,596	\$1,404	\$290,986	\$18,835	\$23,000
07RDE	\$339,023	\$21,895	\$8,451	\$549	\$347,474	\$22,444	\$9,000
09RAC	\$321,535	\$20,771	\$14,085	\$915	\$335,620	\$21,686	\$15,000
09RFL	\$132,875	\$6,025	\$9,390	\$610	\$142,265	\$6,635	\$10,000
11RBJ	\$420,592	\$25,408	\$43,193	\$2,807	\$463,785	\$28,215	\$46,000
11RDH	\$159,931	\$9,069	\$9,390	\$610	\$169,321	\$9,679	\$10,000
13RAB	\$692,830	\$43,876	\$67,324	\$4,376	\$760,154	\$48,252	\$71,700
13RDF	\$701,699	\$44,001	\$93,897	\$6,103	\$795,596	\$50,104	\$100,000
14RBG	\$202,963	\$12,963	\$18,779	\$1,221	\$221,742	\$14,184	\$20,000
14RCE	\$0	\$0	\$46,948	\$3,052	\$46,948	\$3,052	\$50,000
15RAA	\$421,718	\$26,282	\$46,948	\$3,052	\$468,666	\$29,334	\$50,000
15RCE	\$0	\$0	\$32,864	\$2,136	\$32,864	\$2,136	\$35,000
15RFH	\$405,396	\$26,604	\$81,315	\$5,285	\$486,711	\$31,889	\$86,600
20RBE	\$1,254,520	\$78,722	\$56,338	\$3,662	\$1,310,858	\$82,384	\$60,000
25RAA	\$163,332	\$10,677	\$9,390	\$610	\$172,722	\$11,287	\$10,000
25RBG	\$148,173	\$10,427	\$18,780	\$1,220	\$166,953	\$11,647	\$20,000
28RAC	\$88,066	\$5,710	\$22,535	\$1,465	\$110,601	\$7,175	\$24,000
30RBJ	\$1,730,741	\$104,875	\$328,639	\$21,361	\$2,059,380	\$126,236	\$350,000
31RBJ	\$366,558	\$23,342	\$26,291	\$1,709	\$392,849	\$25,051	\$28,000
31RFI	\$31,008	\$2,016	\$18,780	\$1,220	\$49,788	\$3,236	\$20,000
32RBJ	\$387,882	\$24,118	\$18,779	\$1,221	\$406,661	\$25,339	\$20,000
32RDE	\$93,896	\$6,104	\$35,292	\$2,294	\$129,188	\$8,398	\$37,586
37RAB	\$0	\$0	\$11,080	\$720	\$11,080	\$720	\$11,800
			\$1,376,235	\$89,451			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1212	3	R29298	29780000100	\$200,000	01AH	COMPLETE
OD.1281	3	R29779	71940101000	\$8,000	010J	COMPLETE
RFE.1007	3	M4603	99210011200	\$14,000	010J	COMPLETE
OCE.1077	2	R29141	72121030100	\$14,000	010J	COMPLETE
OCE.1077	3	R29310	72121019900	\$31,000	010J	COMPLETE
RDH.1182	2	R29847	32910000100	\$5,000	01RDH	COMPLETE
RAA.1039	3	R29439	76250210300	\$45,000	03RAA	COMPLETE
RAA.1039	3	R29674	71350005000	\$20,000	03RAA	COMPLETE
RBJ.1421	3	M4524	99220086100	\$21,000	03RBJ	COMPLETE
OCB.1159	3	R29417	74530100100	\$23,000	050CB	COMPLETE
RD.1409	3	M4489	99262100400	\$9,000	07RDE	COMPLETE
RAC.1023	3	R28225	78640101000	\$15,000	09RAC	PARTIAL
RD.1405	3	M4607	99230110400	\$10,000	09RFL	COMPLETE
RBJ.1422	3	M4524	99220086100	\$46,000	11RBJ	COMPLETE
RDH.1183	2	R29847	32910000100	\$10,000	11RDH	COMPLETE
RAB.1033	2	R29788	68917125200	\$71,700	13RAB	COMPLETE
RDO.1050	3	R26781	72860300100	\$100,000	13RDF	COMPLETE
RBG.1278	3	R27093	78110130100	\$20,000	14RBG	COMPLETE
RCE.1406	3	R29511	71376241000	\$50,000	14RCE	COMPLETE
RAA.1037	3	R29439	76250210300	\$50,000	15RAA	COMPLETE
RCE.1407	3	R29511	71376241000	\$35,000	15RCE	COMPLETE
OBAC.1098	2	R29687	60040000200	\$86,600	15RFH	COMPLETE
RBE.1244	2	R29677	70681005200	\$60,000	20RBE	COMPLETE
RAA.1040	3	R29674	71350005000	\$10,000	25RAA	COMPLETE
RBG.1277	2	R29268	70696005200	\$20,000	25RBG	COMPLETE
RAC.1023	3	R28225	78640101000	\$24,000	28RAC	COMPLETE
RBJ.1423	3	M4524	99220086100	\$350,000	30RBJ	COMPLETE
RBJ.1424	3	M4524	99220086100	\$28,000	31RBJ	COMPLETE
RFJ.1403	2	R29244	62145937000	\$20,000	31RFI	COMPLETE
RBJ.1425	3	M4524	99220086100	\$20,000	32RBJ	COMPLETE
RDO.1051	3	R28028	72840100300	\$37,586	32RDE	COMPLETE
RAB.1032	2	R29788	68917125200	\$11,800	37RAB	COMPLETE

\$1,465,686

AMENDMENT OF SOLICITATION OR MODIFICATION OF CONTRACT		1. CONT	ID CODE	PAGE OF PAGES 1 / 3	
2. AMENDMENT/MODIFICATION NO. 81		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Page 3	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		5. PROJECT NO. (If applicable)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		<input checked="" type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) <i>Mutual Agreement between Both Parties</i>

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.)

The purpose of this modification is to provide a net increase in contract funding by \$791,475 (\$743,307 for cost and \$48,168 for fee). Accordingly, the following changes are made to the Contract Schedule:

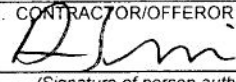
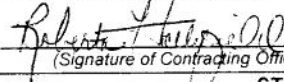
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$53,071,112. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,353,154 is obligated under this contract for payment of fee".

(continued)

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) ANDREW SIKOROWSKI PROGRAM MANAGER		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 12/17/02	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 12/17/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Total	\$53,071,112	\$3,353,154	\$56,424,266

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RAD	\$320,168	\$19,818	\$ 23,475	\$ 1,525	\$343,643	\$21,343	\$25,000
03RCF	\$1,351,534	\$84,967	\$ 98,592	\$ 6,408	\$1,450,126	\$91,375	\$105,000
04RBB	\$305,458	\$19,448	\$ 15,024	\$ 976	\$320,482	\$20,424	\$16,000
05OCB	\$290,986	\$18,835	\$ (21,596)	\$ (1,404)	\$269,390	\$17,431	(\$23,000)
07RDE	\$347,474	\$22,444	\$ (8,451)	\$ (549)	\$339,023	\$21,895	(\$9,000)
11RDH	\$169,321	\$9,679	\$ 1,878	\$ 122	\$171,199	\$9,801	\$2,000
12RBA	\$162,024	\$10,504	\$ 74,085	\$ 4,815	\$236,109	\$15,319	\$78,900
16RDC	\$101,938	\$5,667	\$ 4,695	\$ 305	\$106,633	\$5,972	\$5,000
18RDI	\$267,308	\$16,692	\$ 18,780	\$ 1,220	\$286,088	\$17,912	\$20,000
20RBE	\$1,310,858	\$82,384	\$ 131,455	\$ 8,545	\$1,442,313	\$90,929	\$140,000
20RDA	\$955,279	\$61,941	\$ 35,211	\$ 2,289	\$990,490	\$64,230	\$37,500
22RDG	\$250,248	\$15,282	\$ 150,235	\$ 9,765	\$400,483	\$25,047	\$160,000
24RBE	\$192,092	\$12,338	\$ (16,925)	\$ (1,100)	\$175,167	\$11,238	(\$18,025)
26RBE	\$687,170	\$41,050	\$ 122,066	\$ 7,934	\$809,236	\$48,984	\$130,000
27RDC	\$257,759	\$16,241	\$ 11,268	\$ 732	\$269,027	\$16,973	\$12,000
30RBJ	\$2,059,380	\$126,236	\$ 2,200	\$ -	\$2,061,580	\$126,236	\$2,200
34RDM	\$0	\$0	\$ 8,451	\$ 549	\$8,451	\$549	\$9,000
36RFJ	\$0	\$0	\$ 46,948	\$ 3,052	\$46,948	\$3,052	\$50,000
37RFJ	\$0	\$0	\$ 37,559	\$ 2,441	\$37,559	\$2,441	\$40,000
41RBB	\$82,602	\$5,371	\$ 8,357	\$ 543	\$90,959	\$5,914	\$8,900
			\$ 743,307	\$ 48,168			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RAD.1024	3	R29432	76293110700	\$25,000.00	02RAD	COMPLETE
RCF.1273	3	R29366	76230510200	\$25,000.00	03RCF	COMPLETE
RCF.1273	3	R29634	76260610200	\$30,000.00	03RCF	COMPLETE
RCF.1273	3	R29635	76260610300	\$25,000.00	03RCF	COMPLETE
RCF.1273	3	R29633	76260610100	\$25,000.00	03RCF	COMPLETE
RBB.1143	3	R29485	76220310300	\$10,000.00	04RBB	COMPLETE
RBB.1143	3	R29691	71910101000	\$6,000.00	04RBB	COMPLETE
OCB.1159	3	R29417	74530100100	(\$23,000.00)	050CB	COMPLETE
RD.1409	3	M4489	99262100400	(\$9,000.00)	07RDE	COMPLETE
RD.1412	2	R28505	27400021600	\$2,000.00	11RDH	COMPLETE
RBB.1145	2	R0038	72259875600	\$3,000.00	12RBA	COMPLETE
RBB.1145	2	R0043	72259875900	\$75,900.00	12RBA	COMPLETE
RDF.1137	3	R29585	76240410300	\$5,000.00	16RDC	COMPLETE
RDI.1128	2	R29847	32910000100	\$20,000.00	18RDI	COMPLETE
RBE.1238	3	R27088	78130140100	\$90,000.00	20RBE	COMPLETE
RBE.1246	2	R0050	72259876300	\$38,645.11	20RBE	COMPLETE
RBE.1246	3	R0050	72259876300	\$4,675.17	20RBE	COMPLETE
RBE.1246	3	R0047	72259876200	\$6,674.72	20RBE	COMPLETE
RBE.1246	2	R0056	72259876500	\$5.00	20RBE	COMPLETE
RDA.1147	3	M4235	99220087100	\$37,500.00	20RDA	COMPLETE
RD.1413	3	R29662	76260210100	\$160,000.00	22RDG	COMPLETE
RBE.1186	2	R27094	78110120100	(\$18,025.00)	24RBE	COMPLETE
RBE.1243	3	R27091	78120120100	\$130,000.00	26RBE	COMPLETE
RBD.1241	3	R29468	76240410100	\$12,000.00	27RDC	COMPLETE
RBJ.1433	3	M4631	99220082200	\$2,200.00	30RBJ	COMPLETE
RD.1409	3	M4489	99262100400	\$9,000.00	34RDM	COMPLETE
RFJ.1404	3	R29476	75515000100	\$50,000.00	36RFJ	COMPLETE
RFJ.1409	2	R29244	62145937000	\$40,000.00	37RFJ	COMPLETE
RBB.1141	3	R29855	74510330100	\$8,900.00	41RBB	COMPLETE
				\$791,475.00		

2. AMENDMENT/MODIFICATION NO. 82
 3. EFFECTIVE DATE See Block 16C
 4. REQUISITION/PURCHASE REQ. NO. See Page 3
 5. PROJECT NO. (If applicable)
 6. ISSUED BY CODE
 7. ADMINISTERED BY (If other than Item 6) CODE
 National Aeronautics and Space Administration
 Langley Research Center
 Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) (x)
 Swales and Associates, Inc.
 5050 Powder Mill Road
 Beltsville, MD 20705
 9A. AMENDMENT OF SOLICITATION NO.
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. X
 NAS1-00135
 10B. DATED (SEE ITEM 13)
 11/3/00
 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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
 See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x) 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.
 X 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 provide a net increase in contract funding by \$1,431,241 (\$1,343,892 for cost and \$87,349 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$54,415,004. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,440,503 is obligated under this contract for payment of fee".
 (continued)

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)
 Roberta Hollifield
 15B. CONTRACTOR/OFFEROR
 15C. DATE SIGNED
 16B. UNITED STATES OF AMERICA
 16C. DATE SIGNED
 BY *Roberta Hollifield*
 (Signature of Contracting Officer)
 12/20/02

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Total	\$54,415,004	\$3,440,503	\$57,855,507

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01OCB	\$2,085,202	\$134,010	\$ 112,676	\$ 7,324	\$2,197,878	\$141,334	\$120,000
02RCB	\$383,561	\$23,368	\$ 56,338	\$ 3,662	\$439,899	\$27,030	\$60,000
06RBG	\$188,646	\$11,854	\$ 92,958	\$ 6,042	\$281,604	\$17,896	\$99,000
07RAC	\$304,068	\$19,787	\$ 11,737	\$ 763	\$315,805	\$20,550	\$12,500
08RAA	\$599,862	\$36,831	\$ 56,338	\$ 3,662	\$656,200	\$40,493	\$60,000
09RDB	\$200,870	\$12,877	\$ 75,117	\$ 4,883	\$275,987	\$17,760	\$80,000
10RCG	\$37,518	\$2,481	\$ 14,085	\$ 915	\$51,603	\$3,396	\$15,000
10RDE	\$503,097	\$29,888	\$ 19,484	\$ 1,266	\$522,581	\$31,154	\$20,750
12RAB	\$798,578	\$48,113	\$ 16,901	\$ 1,099	\$815,479	\$49,212	\$18,000
15RDE	\$295,292	\$18,961	\$ 2,254	\$ 146	\$297,546	\$19,107	\$2,400
17RDI	\$561,272	\$33,828	\$ 28,170	\$ 1,830	\$589,442	\$35,658	\$30,000
20RDA	\$990,490	\$64,230	\$ 24,945	\$ 1,621	\$1,015,435	\$65,851	\$26,566
23RDG	\$213,113	\$12,877	\$ 117,371	\$ 7,629	\$330,484	\$20,506	\$125,000
24RDG	\$160,048	\$9,521	\$ 84,507	\$ 5,493	\$244,555	\$15,014	\$90,000
25RBG	\$166,953	\$11,647	\$ 37,559	\$ 2,441	\$204,512	\$14,088	\$40,000
25RDC	\$353,003	\$21,108	\$ 189,296	\$ 12,304	\$542,299	\$33,412	\$201,600
26RDC	\$462,075	\$27,925	\$ 230,047	\$ 14,953	\$692,122	\$42,878	\$245,000
27RBG	\$282,759	\$17,841	\$ 89,202	\$ 5,798	\$371,961	\$23,639	\$95,000
33RDC	\$3,286	\$214	\$ 3,150	\$ 204	\$6,436	\$418	\$3,354
36RAC	\$63,176	\$4,107	\$ 81,690	\$ 5,310	\$144,866	\$9,417	\$87,000
38RBH	\$13,387	\$870	\$ 67	\$ 4	\$13,454	\$874	\$71
			\$ 1,343,892	\$ 87,349			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1165	3	R29409	71317100100	\$60,000.00	01OCB	COMPLETE
OCB.1165	3	R29417	74530100100	\$60,000.00	01OCB	COMPLETE
RCB.1194	2	R28348	70621110100	\$60,000.00	02RCB	COMPLETE
RBG.1282	3	M4235	99220087100	\$33,000.00	06RBG	COMPLETE
RBG.1282	3	R29353	71405100100	\$33,000.00	06RBG	COMPLETE
RBG.1282	3	M4654	99210802800	\$33,000.00	06RBG	COMPLETE
RAC.1025	3	R29438	76250210200	\$12,500.00	07RAC	COMPLETE
RAA.1038	2	R28926	80090400100	\$60,000.00	08RAA	COMPLETE
RDB.1124	3	R29505	74510130500	\$30,000.00	09RDB	COMPLETE
RDB.1124	3	R29579	76240410500	\$50,000.00	09RDB	COMPLETE
RCG.1269	3	R29521	75506001800	\$15,000.00	10RCG	COMPLETE
RDD.1165	3	R26767	72840100300	\$20,750.00	10RDE	COMPLETE
RAB.1035	3	R29688	75581110100	\$18,000.00	12RAB	COMPLETE
RDO.1055	2	R28203	70621710200	\$2,400.00	15RDE	COMPLETE
RDI.1129	2	R29067	70625215100	\$30,000.00	17RDI	COMPLETE
RDA.1148	2	R28332	70625419300	\$10,952.00	20RDA	COMPLETE
RDA.1148	2	R28513	70617719400	\$15,614.00	20RDA	COMPLETE
RD.1414	3	R26759	72830100100	\$125,000.00	23RDG	COMPLETE
RD.1415	3	R26759	72830100100	\$90,000.00	24RDG	COMPLETE
RBG.1286	3	M4695	99220088100	\$40,000.00	25RBG	COMPLETE
RD.1417	3	R26762	72830300100	\$201,600.00	25RDC	COMPLETE
RD.1416	3	R26762	72830300100	\$245,000.00	26RDC	COMPLETE
RBG.1289	3	M4235	99220087100	\$55,000.00	27RBG	COMPLETE
RBG.1289	3	M4693	99220088100	\$40,000.00	27RBG	COMPLETE
RDF.1136	3	R26762	72830300100	\$3,354.00	33RDC	COMPLETE
RAC.1027	3	R29438	76250210200	\$50,000.00	36RAC	COMPLETE
RAC.1027	3	R29779	71940101000	\$37,000.00	36RAC	COMPLETE
RBH.1194	2	R28466	70685420100	\$71.00	38RBH	COMPLETE

\$1,431,241.00

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT

1. CONT ID CODE PAGE OF PAGES
 2. AMENDMENT/MODIFICATION NO. 83 3. EFFECTIVE DATE See Block 16C 4. REQUISITION/PURCHASE REQ. NO. See Page 3 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE National Aeronautics and Space Administration
 Langley Research Center
 Hampton, VA 23681-0001 7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc.
 5050 Powder Mill Road
 Beltsville, MD 20705 9A. AMENDMENT OF SOLICITATION NO. (x)
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. X NAS1-00135
 10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
 See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

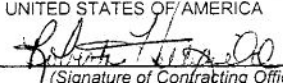
(x) A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
 X B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET 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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$208,100 (\$195,399 for cost and \$12,701 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$54,610,403. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 An additional amount of \$3,453,204 is obligated under this contract for payment of fee".
 (continued)

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) Roberta Hollifield
 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer) 16C. DATE SIGNED 12/24/02
 (Signature of person authorized to sign)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Total	\$54,610,403	\$3,453,204	\$58,063,607

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$356,132	\$21,868	\$ 46,948	\$ 3,052	\$403,080	\$24,920	\$50,000
09RAC	\$335,620	\$21,686	\$ 56,338	\$ 3,662	\$391,958	\$25,348	\$60,000
19RDP	\$785,741	\$49,939	\$ 59,155	\$ 3,845	\$844,896	\$53,784	\$63,000
28RBG	\$136,300	\$8,700	\$ 14,085	\$ 915	\$150,385	\$9,615	\$15,000
36RFJ	\$46,948	\$3,052	\$ 18,873	\$ 1,227	\$65,821	\$4,279	\$20,100
			\$ 195,399	\$ 12,701			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCA.1493	3	R29508	71376221000	\$50,000.00	01RCA	COMPLETE
RAC.1029	3	R28084	72704200100	\$35,000.00	09RAC	COMPLETE
RAC.1029	3	R29438	76250210200	\$25,000.00	09RAC	COMPLETE
RDP.1347	3	M4278	99230110400	\$63,000.00	19RDP	COMPLETE
RBG.1287	3	R26793	25130075800	\$15,000.00	28RBG	COMPLETE
RFJ.1413	3	R28947	25880400100	\$20,100.00	36RFJ	COMPLETE

\$208,100.00

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. CONT ID CODE	PAGE OF PAGES 1 / 3
2. AMENDMENT/MODIFICATION NO. 84	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

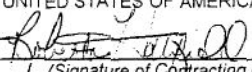
The purpose of this modification is to provide a net increase in contract funding by \$632,272 (\$593,686 for cost and \$38,586 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$55,204,089. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,491,790 is obligated under this contract for payment of fee".
(continued)

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) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 11/07/03
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Total	\$55,204,089	\$3,491,790	\$58,695,879

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01RDH	\$452,158	\$29,244	\$ 93,897	\$ 6,103	\$546,055	\$35,347	\$100,000
04RBB	\$320,482	\$20,424	\$ 15,023	\$ 977	\$335,505	\$21,401	\$16,000
04RCE	\$1,756,964	\$104,835	\$ 196,244	\$ 12,756	\$1,953,208	\$117,591	\$209,000
10RCG	\$51,603	\$3,396	\$ 37,559	\$ 2,441	\$89,162	\$5,837	\$40,000
12RCE	\$538,663	\$33,811	\$ 18,780	\$ 1,220	\$557,443	\$35,031	\$20,000
13RAB	\$760,154	\$48,252	\$ 14,111	\$ 917	\$774,265	\$49,169	\$15,028
15RCE	\$32,864	\$2,136	\$136,150	\$ 8,850	\$169,014	\$10,986	\$145,000
19RDP	\$844,896	\$53,784	\$ 6,802	\$ 442	\$851,698	\$54,226	\$7,244
33RFM	\$112,675	\$7,325	\$ 37,560	\$ 2,440	\$150,235	\$9,765	\$40,000
35RFM	\$56,337	\$3,663	\$ 18,780	\$ 1,220	\$75,117	\$4,883	\$20,000
43RBL	\$0	\$0	\$ 18,780	\$ 1,220	\$18,780	\$1,220	\$20,000
			\$ 593,686	\$ 38,586			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RDH.1186	3	R26781	72860300100	\$100,000.00	01RDH	COMPLETE
RBB.1148	3	R29485	76220310300	\$16,000.00	04RBB	COMPLETE
RCE.1416	2	R29524	70662315300	\$60,000.00	04RCE	COMPLETE
RCE.1416	3	R29376	72121510100	\$100,000.00	04RCE	COMPLETE
RCE.1416	3	R29343	72121730100	\$25,000.00	04RCE	COMPLETE
RCE.1416	3	R29512	71376321000	\$24,000.00	04RCE	COMPLETE
RCG.1271	3	R29521	75506001800	\$40,000.00	10RCG	COMPLETE
RCE.1413	3	R29511	71376241000	\$20,000.00	12RCE	COMPLETE
RAB.1030	2	R26015	47846000200	\$11,028.00	13RAB	COMPLETE
RAB.1030	2	R29788	68917125200	\$4,000.00	13RAB	COMPLETE
RCE.1415	3	R29369	76260610900	\$50,000.00	15RCE	COMPLETE
RCE.1415	3	R29636	76260610900	\$60,000.00	15RCE	COMPLETE
RCE.1415	3	R29588	76240310300	\$35,000.00	15RCE	COMPLETE
RDP.1345	3	R26776	72860100100	\$7,244.00	19RDP	COMPLETE
OKA.1004	3	R24234	25940044100	\$20,000.00	33RFM	COMPLETE
OKA.1009	3	R24234	25940044100	\$20,000.00	33RFM	COMPLETE
OKA.1003	3	R24234	25940044100	\$20,000.00	35RFM	COMPLETE
RB1.1001	3	R29433	76293110800	\$20,000.00	43RBL	COMPLETE
				\$632,272.00		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT

1. CON	T ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 85	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6) CODE		

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

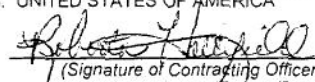
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase in contract funding by \$85,000 (\$79,812 for cost and \$5,188 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$55,283,901. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,496,978 is obligated under this contract for payment of fee".
(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 11/10/03
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Total	\$55,283,901	\$3,496,978	\$58,780,879

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
29RBG	\$380,724	\$24,276	\$46,948	\$3,052	\$427,672	\$27,328	\$50,000
43RBL	\$18,780	\$1,220	\$32,864	\$2,136	\$51,644	\$3,356	\$35,000
			\$79,812	\$5,188			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RBG.1288	3	R29366	76230510200	\$25,000.00	29RBG	COMPLETE
RBG.1288	3	R29629	76260510400	\$25,000.00	29RBG	COMPLETE
RB1.1002	3	M4235	99220087100	\$35,000.00	43RBL	COMPLETE
				\$85,000.00		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT		1. CONT. ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 86	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

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

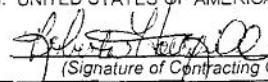
The purpose of this modification is to provide a net increase in contract funding by \$673,600 (\$632,488 for cost and \$41,112 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$55,916,389. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,538,090 is obligated under this contract for payment of fee".
(continued)

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) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED 12/1/03
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Total	\$55,916,389	\$3,538,090	\$59,454,479

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01AH	\$2,000,135	\$125,954	\$ 56,338	\$ 3,662	\$2,056,473	\$129,616	\$60,000
01OJ	\$1,838,137	\$119,837	\$ 37,559	\$ 2,441	\$1,875,696	\$122,278	\$40,000
04RDM	\$188,774	\$12,226	\$ 8,450	\$ 550	\$197,224	\$12,776	\$9,000
05RDM	\$218,362	\$13,738	\$ 8,450	\$ 550	\$226,812	\$14,288	\$9,000
10RDE	\$522,581	\$31,154	\$14,085	\$ 915	\$536,666	\$32,069	\$15,000
11RDH	\$171,199	\$9,801	\$ 56,338	\$ 3,662	\$227,537	\$13,463	\$60,000
14RCE	\$46,948	\$3,052	\$278,873	\$18,127	\$325,821	\$21,179	\$297,000
17RDI	\$589,442	\$35,658	\$ 56,338	\$ 3,662	\$645,780	\$39,320	\$60,000
18RDI	\$286,088	\$17,912	\$18,779	\$ 1,221	\$304,867	\$19,133	\$20,000
28RDD	\$566,928	\$36,720	\$ 70,423	\$ 4,577	\$637,351	\$41,297	\$75,000
34RDM	\$8,451	\$549	\$14,085	\$ 915	\$22,536	\$1,464	\$15,000
34RFG	\$42,722	\$2,778	\$12,770	\$ 830	\$55,492	\$3,608	\$13,600
			\$ 632,488	\$ 41,112			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1219	3	R29886	80090400300	\$60,000.00	01AH	COMPLETE
RD.1432	3	M4283	99262100600	\$40,000.00	01OJ	COMPLETE
RD.1427	3	M4289	99262100400	\$9,000.00	04RDM	COMPLETE
RD.1428	3	M4288	99262100400	\$9,000.00	05RDM	COMPLETE
RDO.1070	3	R27090	78120130100	\$15,000.00	10RDE	COMPLETE
RDI.1134	3	R28304	75506000900	\$60,000.00	11RDH	COMPLETE
RCE.1414	3	R29365	76230510100	\$50,000.00	14RCE	COMPLETE
RCE.1414	3	R29369	76230610100	\$100,000.00	14RCE	COMPLETE
RCE.1414	3	R29512	71376321000	\$26,000.00	14RCE	COMPLETE
RCE.1414	3	R29588	76240310300	\$30,000.00	14RCE	COMPLETE
RCE.1414	3	R29636	76260610900	\$55,000.00	14RCE	COMPLETE
RCE.1414	3	R29587	76240310300	\$36,000.00	14RCE	COMPLETE
RDI.1135	3	R29464	76293210100	\$60,000.00	17RDI	COMPLETE
RDI.1136	3	R29464	76293210100	\$20,000.00	18RDI	COMPLETE
RDO.1067	3	R29386	72701260100	\$75,000.00	28RDD	COMPLETE
RD.1429	3	M4489	99262100400	\$15,000.00	34RDM	COMPLETE
RFP.1088	3	M4148	99230110300	\$13,600.00	34RFG	COMPLETE
				\$673,600.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 87	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6) CODE		

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,539,621 (\$1,445,654 for cost and \$93,967 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$57,362,043. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
An additional amount of \$3,632,057 is obligated under this contract for payment of fee”.

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA BY <u>R. Hollifield</u> (Signature of Contracting Officer)	16C. DATE SIGNED 11/3/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Total	\$57,362,043	\$3,632,057	\$60,994,100

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$2,197,878	\$141,334	\$ 98,592	\$ 6,408	\$2,296,470	\$147,742	\$105,000
01OJ	\$1,875,696	\$122,278	\$ 84,507	\$ 5,493	\$1,960,203	\$127,771	\$90,000
01RCA	\$403,080	\$24,920	\$ 93,897	\$ 6,103	\$496,977	\$31,023	\$100,000
02RAD	\$343,643	\$21,343	\$ 18,779	\$ 1,221	\$362,422	\$22,564	\$20,000
03RCF	\$1,450,126	\$91,375	\$161,502	\$ 10,498	\$1,611,628	\$101,873	\$172,000
05RCC	\$676,838	\$43,468	\$275,117	\$ 17,883	\$951,955	\$61,351	\$293,000
06RDM	\$151,837	\$9,677	\$ 14,085	\$ 915	\$165,922	\$10,592	\$15,000
08RDB	\$98,775	\$5,725	\$ 23,474	\$ 1,526	\$122,249	\$7,251	\$25,000
09RAC	\$391,958	\$25,348	\$ 46,948	\$ 3,052	\$438,906	\$28,400	\$50,000
11RBJ	\$463,785	\$28,215	\$ 23,474	\$ 1,526	\$487,259	\$29,741	\$25,000
13RAB	\$774,265	\$49,169	\$ 10,329	\$ 671	\$784,594	\$49,840	\$11,000
14RBG	\$221,742	\$14,184	\$ 28,169	\$ 1,831	\$249,911	\$16,015	\$30,000
17RDI	\$645,780	\$39,320	\$ 42,254	\$ 2,746	\$688,034	\$42,066	\$45,000
18RDI	\$304,867	\$19,133	\$112,676	\$ 7,324	\$417,543	\$26,457	\$120,000
22RBA	\$14,682	\$940	\$ 9,775	\$ 635	\$24,457	\$1,575	\$10,410
27RDC	\$269,027	\$16,973	\$ 23,474	\$ 1,526	\$292,501	\$18,499	\$25,000
30RBJ	\$2,061,580	\$126,236	\$187,793	\$12,207	\$2,249,373	\$138,443	\$200,000
35RDA	\$0	\$0	\$ 38,801	\$ 2,522	\$38,801	\$2,522	\$41,323
36RAC	\$144,866	\$9,417	\$ 81,690	\$ 5,310	\$226,556	\$14,727	\$87,000
37RAB	\$11,080	\$720	\$ 4,695	\$ 305	\$15,775	\$1,025	\$5,000
41RBB	\$90,959	\$5,914	\$ 37,454	\$ 2,434	\$128,413	\$8,348	\$39,888
44RBB	\$0	\$0	\$ 28,169	\$ 1,831	\$28,169	\$1,831	\$30,000

\$ 1,445,654 \$ 93,967

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1174	3	R29409	71317100100	\$52,500.00	01OCB	COMPLETE
OCB.1174	3	R29417	74530100100	\$52,500.00	01OCB	COMPLETE
OCE.1091	3	R29310	72121019900	\$90,000.00	01OJ	COMPLETE
RCA.1515	3	R29365	76230510100	\$84,000.00	01RCA	COMPLETE
RCA.1515	3	R29568	76240210100	\$16,000.00	01RCA	COMPLETE
RAD.1030	3	R29431	76293110600	\$20,000.00	02RAD	COMPLETE
RCF.1279	3	R29366	76230510200	\$43,000.00	03RCF	COMPLETE
RCF.1279	3	R29634	76260610200	\$43,000.00	03RCF	COMPLETE
RCF.1279	3	R29635	76260610300	\$43,000.00	03RCF	COMPLETE
RCF.1279	3	R29633	76260610100	\$43,000.00	03RCF	COMPLETE
RCC.1196	2	R29068	34906010400	\$133,000.00	05RCC	COMPLETE
RCC.1196	2	R29078	70692025600	\$60,000.00	05RCC	COMPLETE
RCC.1196	3	R29547	76230512000	\$25,000.00	05RCC	COMPLETE
RCC.1196	3	R29593	76240310100	\$25,000.00	05RCC	COMPLETE
RCC.1196	3	R29636	76260610900	\$50,000.00	05RCC	COMPLETE
RD.1439	3	M4287	99262100400	\$15,000.00	06RDM	COMPLETE
RDB.1135	3	R29665	76260310100	\$25,000.00	08RDB	COMPLETE
RAC.1034	3	R28084	72704200100	\$50,000.00	09RAC	COMPLETE
RBJ.1443	3	M4524	99220086100	\$25,000.00	11RBJ	COMPLETE
RAB.1046	3	R26015	47846000200	\$11,000.00	13RAB	COMPLETE
RBG.1295	3	R27093	78110130100	\$10,000.00	14RBG	COMPLETE
RBG.1295	3	R29627	76260510200	\$20,000.00	14RBG	COMPLETE
RDI.1142	3	R29547	76230512000	\$45,000.00	17RDI	COMPLETE
RDI.1137	3	R29661	76260110200	\$30,000.00	18RDI	COMPLETE
RDI.1138	3	R28304	75506000900	\$30,000.00	18RDI	COMPLETE
RDI.1140	3	R29660	76260110100	\$10,000.00	18RDI	COMPLETE
RDI.1141	3	R29547	76230512000	\$50,000.00	18RDI	COMPLETE
RBB.1152	3	R29703	71910402000	\$4,410.00	22RBA	COMPLETE
RBB.1152	3	R29855	74510330100	\$6,000.00	22RBA	COMPLETE
RDB.1134	3	R29705	76240410100	\$25,000.00	27RDC	COMPLETE
RBJ.1442	3	M4524	99220086100	\$200,000.00	30RBJ	COMPLETE
RDA.1152	3	R29794	76220310900	\$41,323.00	35RDA	COMPLETE
RAC.1032	3	R29438	76250210200	\$87,000.00	36RAC	COMPLETE
RAB.1046	3	R26015	47846000200	\$5,000.00	37RAB	COMPLETE
RBB.1155	3	R29855	74510330100	\$39,888.00	41RBB	COMPLETE
RBB.1154	2	R29072	70692025100	\$30,000.00	44RBB	COMPLETE
				\$1,539,621.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT. ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 88	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (if applicable)
6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (if other than Item 6) CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)

The purpose of this modification is to provide a net increase in contract funding by \$1,675,581 (\$1,573,312 for cost and \$102,269 for fee). Accordingly, the following changes are made to the Contract Schedule:

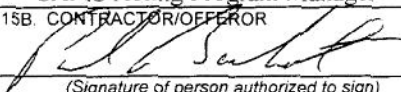
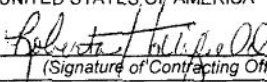
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$58,935,355. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,734,326 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart SAMS Acting Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 2/13/03	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 2/13/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Total	\$58,935,355	\$3,734,326	\$62,669,681

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01RFH	\$235,620	\$20,553	\$ (64,789)	\$ (4,211)	\$170,831	\$16,342	(\$69,000)
02OJ	\$410,982	\$24,018	\$ 28,169	\$ 1,831	\$439,151	\$25,849	\$30,000
02RCB	\$439,899	\$27,030	\$ 18,779	\$ 1,221	\$458,678	\$28,251	\$20,000
02RDI	\$572,795	\$35,382	\$ 9,390	\$ 610	\$582,185	\$35,992	\$10,000
03RAA	\$727,729	\$45,265	\$ 28,169	\$ 1,831	\$755,898	\$47,096	\$30,000
03RBJ	\$246,826	\$15,128	\$ 37,558	\$ 2,442	\$284,384	\$17,570	\$40,000
04RBB	\$335,505	\$21,401	\$ 15,023	\$ 977	\$350,528	\$22,378	\$16,000
06RBG	\$281,604	\$17,896	\$ 13,145	\$ 855	\$294,749	\$18,751	\$14,000
06RCD	\$2,475,877	\$155,998	\$ 478,873	\$ 31,127	\$2,954,750	\$187,125	\$510,000
07RDE	\$339,023	\$21,895	\$ 107,981	\$ 7,019	\$447,004	\$28,914	\$115,000
08RAA	\$656,200	\$40,493	\$ 28,169	\$ 1,831	\$684,369	\$42,324	\$30,000
10RDE	\$536,666	\$32,069	\$ 9,390	\$ 610	\$546,056	\$32,679	\$10,000
10RFQ	\$46,835	\$3,165	\$ 9,389	\$ 611	\$56,224	\$3,776	\$10,000
12RAB	\$815,479	\$49,212	\$ 150,235	\$ 9,765	\$965,714	\$58,977	\$160,000
14RBG	\$249,911	\$16,015	\$ 28,169	\$ 1,831	\$278,080	\$17,846	\$30,000
14RCE	\$325,821	\$21,179	\$ 119,248	\$ 7,752	\$445,069	\$28,931	\$127,000
17RDI	\$688,034	\$42,066	\$ 34,348	\$ 2,233	\$722,382	\$44,299	\$36,581
21RDE	\$543,305	\$34,989	\$ 187,793	\$ 12,207	\$731,098	\$47,196	\$200,000
27RBG	\$371,961	\$23,639	\$ 5,634	\$ 366	\$377,595	\$24,005	\$6,000
28RDD	\$637,351	\$41,297	\$ 164,319	\$ 10,681	\$801,670	\$51,978	\$175,000
30RBJ	\$2,249,373	\$138,443	\$ 28,169	\$ 1,831	\$2,277,542	\$140,274	\$30,000
32RBJ	\$406,661	\$25,339	\$ 37,559	\$ 2,441	\$444,220	\$27,780	\$40,000
37RBE	\$37,558	\$2,442	\$ 14,085	\$ 915	\$51,643	\$3,357	\$15,000
43RBL	\$51,644	\$3,356	\$ 84,507	\$ 5,493	\$136,151	\$8,849	\$90,000

\$ 1,573,312 \$ 102,269

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OBAA..1085	2	R24234	25940044100	(\$44,000)	01RFH	COMPLETE
OBAA..1095	2	R24234	25940044100	(\$25,000)	01RFH	COMPLETE
OJ.1086	2	RG12000	25830100100	\$30,000.00	02OJ	COMPLETE
RCB.1200	3	R29368	76220310800	\$20,000.00	02RCB	COMPLETE
RDI.1144	3	R29660	76260110100	\$10,000.00	02RDI	COMPLETE
RAA.1049	3	R29423	72110120100	\$30,000.00	03RAA	COMPLETE
RBJ.1449	3	M4524	99220086100	\$40,000.00	03RBJ	COMPLETE
RBB.1157	3	R29691	71910101000	\$16,000.00	04RBB	COMPLETE
RBG.1304	3	M4082	99235121600	\$5,000.00	06RBG	COMPLETE
RBG.1304	3	R29353	71405100100	\$7,000.00	06RBG	COMPLETE
RBG.1304	3	M4235	99220087100	\$2,000.00	06RBG	COMPLETE
RCD.1424	2	R29145	34496006000	\$42,000.00	06RCD	COMPLETE
RCD.1424	3	R29516	75506001000	\$58,000.00	06RCD	COMPLETE
RCD.1424	3	R29586	76240310300	\$85,000.00	06RCD	COMPLETE
RCD.1424	3	R29672	71920301000	\$80,000.00	06RCD	COMPLETE
RCD.1424	3	R29673	71920401000	\$105,000.00	06RCD	COMPLETE
RCD.1424	3	R29670	71920101000	\$80,000.00	06RCD	COMPLETE
RCD.1424	3	R29656	76240110400	\$60,000.00	06RCD	COMPLETE
RDO.1085	3	R26780	72860200100	\$115,000.00	07RDE	COMPLETE
RAA.1048	3	R29423	72110120100	\$30,000.00	08RAA	COMPLETE
RDO.1084	3	R29667	76260410100	\$10,000.00	10RDE	COMPLETE
RBD.1253	3	R29561	76220110400	\$10,000.00	10RFQ	COMPLETE
RAB.1049	3	R29688	75581110100	\$160,000.00	12RAB	COMPLETE
RBG.1302	3	M4082	99235121600	\$15,000.00	14RBG	COMPLETE
RBG.1302	3	R27093	78110130100	\$15,000.00	14RBG	COMPLETE
RCE.1432	3	R29366	76230510200	\$17,000.00	14RCE	COMPLETE
RCE.1438	3	R29316	72121180100	\$110,000.00	14RCE	COMPLETE
RDI.1146	2	R29067	70625215100	\$23,543.00	17RDI	COMPLETE
RDI.1146	2	R29176	70625515100	\$2,254.00	17RDI	COMPLETE
RDI.1146	3	R29176	70625515100	\$10,784.00	17RDI	COMPLETE
RD.1441	3	R26780	72860200100	\$50,000.00	21RDE	COMPLETE
RDO.1081	3	R26780	72860200100	\$150,000.00	21RDE	COMPLETE
RBG.1312	2	R29688	79696005200	\$6,000.00	27RBG	COMPLETE
RDO.1086	3	R27090	78120130100	\$175,000.00	28RDD	COMPLETE
RBJ.1446	3	M4636	99220085200	\$30,000.00	30RBJ	COMPLETE
RBJ.1450	3	M4524	99220086100	\$40,000.00	32RBJ	COMPLETE
RBE.1254	3	R27091	78120120100	\$15,000.00	37RBE	COMPLETE
RBL.1410	3	R29706	76240410100	\$90,000.00	43RBL	COMPLETE

\$1,675,581.00

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 89		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Page 3	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

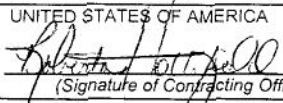
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase in contract funding by \$964,900 (\$906,008 for cost and \$58,892 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$59,841,363. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,793,218 is obligated under this contract for payment of fee".

(continued)
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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 2/24/03
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Total	\$59,841,363	\$3,793,218	\$63,634,581

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
010CB	\$2,296,470	\$147,742	\$187,793	\$12,207	\$2,484,263	\$159,949	\$200,000
01RDH	\$546,055	\$35,347	\$7,042	\$458	\$553,097	\$35,805	\$7,500
02RDI	\$582,185	\$35,992	\$70,422	\$4,578	\$652,607	\$40,570	\$75,000
11RBJ	\$487,259	\$29,741	\$23,474	\$1,526	\$510,733	\$31,267	\$25,000
11RDH	\$227,537	\$13,463	\$14,460	\$940	\$241,997	\$14,403	\$15,400
13RAB	\$784,594	\$49,840	\$23,474	\$1,526	\$808,068	\$51,366	\$25,000
15RAA	\$468,666	\$29,334	\$28,169	\$1,831	\$496,835	\$31,165	\$30,000
15RCE	\$169,014	\$10,986	\$65,728	\$4,272	\$234,742	\$15,258	\$70,000
16RDC	\$106,633	\$5,972	\$44,131	\$2,869	\$150,764	\$8,841	\$47,000
17RDI	\$722,382	\$44,299	\$56,338	\$3,662	\$778,720	\$47,961	\$60,000
18RDI	\$417,543	\$26,457	\$28,169	\$1,831	\$445,712	\$28,288	\$30,000
22RFJ	\$124,277	\$8,005	\$46,948	\$3,052	\$171,225	\$11,057	\$50,000
27RDC	\$292,501	\$18,499	\$49,765	\$3,235	\$342,266	\$21,734	\$53,000
28RBG	\$150,385	\$9,615	\$19,718	\$1,282	\$170,103	\$10,897	\$21,000
30RBJ	\$2,277,542	\$140,274	\$133,334	\$8,666	\$2,410,876	\$148,940	\$142,000
33RFM	\$150,235	\$9,765	\$64,789	\$4,211	\$215,024	\$13,976	\$69,000
37RAB	\$15,775	\$1,025	\$4,695	\$305	\$20,470	\$1,330	\$5,000
38RFF	\$0	\$0	\$37,559	\$2,441	\$37,559	\$2,441	\$40,000
			\$906,008	\$58,892			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1178	3	R29415	71317800100	\$100,000.00	010CB	COMPLETE
OCB.1178	3	R29417	74530100100	\$100,000.00	010CB	COMPLETE
RDH.1188	3	R29847	32910000100	\$7,500.00	01RDH	COMPLETE
TDI.1150	3	R26759	72830100100	\$75,000.00	02TDI	COMPLETE
RBJ.1452	3	M4524	99220086100	\$25,000.00	11RBJ	COMPLETE
RDH.1189	3	R29847	32910000100	\$15,400.00	11RDH	COMPLETE
RAB.1052	3	R26015	47846000200	\$25,000.00	13RAB	COMPLETE
RAA.1055	3	R28925	80090500100	\$30,000.00	15RAA	COMPLETE
RCE.1439	3	R29369	76230610100	\$50,000.00	15RCE	COMPLETE
RCE.1439	3	R29511	71376241000	\$20,000.00	15RCE	COMPLETE
RD.1446	3	R26760	72830100200	\$2,500.00	16RDC	COMPLETE
RD.1446	3	R26762	72830300100	\$12,000.00	16RDC	COMPLETE
RD.1446	3	R29386	72701260100	\$15,000.00	16RDC	COMPLETE
RD.1446	3	R29409	71317100100	\$2,500.00	16RDC	COMPLETE
RD.1446	3	R29465	76240410500	\$1,000.00	16RDC	COMPLETE
RD.1446	3	R29466	76240410400	\$1,500.00	16RDC	COMPLETE
RD.1446	3	R29488	76220610200	\$7,500.00	16RDC	COMPLETE
RD.1446	3	R29666	76260310200	\$5,000.00	16RDC	COMPLETE
RDI.1152	3	R29661	76260110200	\$60,000.00	17RDI	COMPLETE
RDI.1149	3	R29661	76260110200	\$30,000.00	18RDI	COMPLETE
RFJ.1442	3	R29483	75503000100	\$10,000.00	22RFJ	COMPLETE
RFJ.1442	3	R29496	75503000200	\$40,000.00	22RFJ	COMPLETE
RBD.1258	3	R29468	76240410100	\$18,000.00	27RDC	COMPLETE
RBH.1199	3	R29336	72121510100	\$15,000.00	27RDC	COMPLETE
RDF.1145	3	R29585	76240410300	\$20,000.00	27RDC	COMPLETE
RBG.1311	3	R26793	25130075800	\$10,000.00	28RBG	COMPLETE
RBG.1311	3	R29873	25130077900	\$11,000.00	28RBG	COMPLETE
RBJ.1453	3	M4636	99220085200	\$42,000.00	30RBJ	COMPLETE
RBJ.1454	3	M4524	99220086100	\$100,000.00	30RBJ	COMPLETE
OKA.1016	2	R29055	25940033000	\$69,000.00	33RFM	COMPLETE
RAB.1052	3	R26015	47846000200	\$5,000.00	37RAB	COMPLETE
RCG.1286	3	R29593	76240310100	\$40,000.00	38RFF	COMPLETE
				\$964,900.00		

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. CON JT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 90	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

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

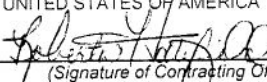
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide a net increase in contract funding by \$1,589,500 (\$1,492,487 for cost and \$97,013 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$61,333,850. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$3,890,231 is obligated under this contract for payment of fee".
(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED 3/3/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Mod 90	\$1,492,487	\$97,013	\$1,589,500
Total	\$61,333,850	\$3,890,231	\$65,224,081

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
03RCF	\$1,611,628	\$101,873	\$ 187,793	\$ 12,207	\$1,799,421	\$114,080	\$200,000
04RDM	\$197,224	\$12,776	\$ 37,559	\$ 2,441	\$234,783	\$15,217	\$40,000
05RCC	\$951,955	\$61,351	\$ 42,254	\$ 2,746	\$994,209	\$64,097	\$45,000
05RDM	\$226,812	\$14,288	\$ 37,559	\$ 2,441	\$264,371	\$16,729	\$40,000
06RDM	\$165,922	\$10,592	\$ 37,559	\$ 2,441	\$203,481	\$13,033	\$40,000
09RAC	\$438,906	\$28,400	\$ 234,741	\$ 15,259	\$673,647	\$43,659	\$250,000
13RDF	\$795,596	\$50,104	\$ 258,216	\$ 16,784	\$1,053,812	\$66,888	\$275,000
34RBM	\$244,483	\$15,532	\$ 94,189	\$ 6,123	\$338,672	\$21,655	\$100,312
34RDM	\$22,536	\$1,464	\$ 61,033	\$ 3,967	\$83,569	\$5,431	\$65,000
34RFG	\$55,492	\$3,608	\$ 26,291	\$ 1,709	\$81,783	\$5,317	\$28,000
36RAC	\$226,556	\$14,727	\$ 469,483	\$ 30,517	\$696,039	\$45,244	\$500,000
44RBB	\$28,169	\$1,831	\$ 5,810	\$ 378	\$33,979	\$2,209	\$6,188
			\$ 1,492,487	\$ 97,013			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCF.1293	3	R29635	76260610300	\$40,000.00	03RCF	Complete
RCF.1293	3	R29968	37220100200	\$80,000.00	03RCF	Complete
RCF.1293	3	R29366	76230510200	\$23,000.00	03RCF	Complete
RCF.1293	3	R29633	76260610100	\$40,000.00	03RCF	Complete
RCF.1293	3	R28171	25130077800	\$17,000.00	03RCF	Complete
RD.1452	3	M4289	99262100400	\$40,000.00	04RDM	Complete
RCC.1208	3	R29662	76260210100	\$45,000.00	05RCC	Complete
RD.1451	3	M4288	99262100400	\$40,000.00	05RDM	Complete
RD.1453	3	M4287	99262100400	\$40,000.00	06RDM	Complete
RAC.1042	3	R28084	72704200100	\$250,000.00	09RAC	Complete
RDO.1096	3	R26781	72860300100	\$275,000.00	13RDF	Complete
RBM.1182	3	M4235	99220087100	\$80,312.00	34RBM	Complete
RBM.1186	3	R29618	76260210300	\$20,000.00	34RBM	Complete
RD.1450	3	M4489	99262100400	\$65,000.00	34RDM	Complete
RFP.1089	3	M4148	99230110300	\$28,000.00	34RFG	Complete
RAC.1041	3	R29438	76250210200	\$500,000.00	36RAC	Complete
RBB.1161	2	R29072	70692025100	\$6,188.00	44RBB	Complete
				\$1,589,500.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTR CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 91	3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6) CODE

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 provide a net increase in contract funding by \$1,899,522 (\$1,783,590 for cost and \$115,932 for fee). Accordingly, the following changes are made to the Contract Schedule:

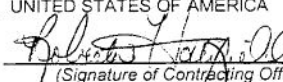
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$63,117,440. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,006,163 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED 3/10/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Mod 90	\$1,492,487	\$97,013	\$1,589,500
Mod 91	\$1,783,590	\$115,932	\$1,899,522
Total	\$63,117,440	\$4,006,163	\$67,123,603

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$2,484,263	\$159,949	\$676,056	\$43,944	\$3,160,319	\$203,893	\$720,000
01OJ	\$1,960,203	\$127,771	\$81,690	\$5,310	\$2,041,893	\$133,081	\$87,000
02OJ	\$439,151	\$25,849	\$65,728	\$4,272	\$504,879	\$30,121	\$70,000
02RAD	\$362,422	\$22,564	\$67,606	\$4,394	\$430,028	\$26,956	\$72,000
04RCE	\$1,953,208	\$117,591	\$273,239	\$17,761	\$2,226,447	\$135,352	\$291,000
09RFL	\$142,265	\$6,635	\$59,155	\$3,845	\$201,420	\$10,480	\$63,000
10RBH	\$267,576	\$17,290	\$92,019	\$5,981	\$359,595	\$23,271	\$98,000
10RDE	\$546,056	\$32,679	\$2,347	\$153	\$548,403	\$32,832	\$2,500
15RCE	\$234,742	\$15,258	\$14,085	\$915	\$248,827	\$16,173	\$15,000
15RDE	\$297,546	\$19,107	\$93,166	\$6,056	\$390,712	\$25,163	\$99,222
17RFI	\$258,195	\$15,300	\$20,188	\$1,312	\$278,383	\$16,612	\$21,500
18RFH	\$166,225	\$10,375	\$64,789	\$4,211	\$231,014	\$14,586	\$69,000
24RFI	\$144,469	\$8,567	\$29,390	\$1,910	\$173,859	\$10,477	\$31,300
27RDC	\$342,266	\$21,734	\$37,559	\$2,441	\$379,825	\$24,175	\$40,000
33RFM	\$215,024	\$13,976	\$37,559	\$2,441	\$252,583	\$16,417	\$40,000
35RFM	\$75,117	\$4,883	\$18,779	\$1,221	\$93,896	\$6,104	\$20,000
43RBL	\$136,151	\$8,849	\$150,235	\$9,765	\$286,386	\$18,614	\$160,000

\$ 1,783,590 \$ 115,932

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1183	3	R29409	71317100100	\$360,000.00	01OCB	Complete
OCB.1183	3	R29417	74530100100	\$360,000.00	01OCB	Complete
RD.1461	3	M4283	99262100600	\$87,000.00	01OJ	Complete
OJ.1091	2	R29898	34906010500	\$13,750.00	02OJ	Complete
OJ.1091	3	R29576	75701002300	\$15,000.00	02OJ	Complete
OJ.1091	3	R29417	75430100100	\$13,750.00	02OJ	Complete
OJ.1091	3	R29337	72128000100	\$13,750.00	02OJ	Complete
OJ.1091	3	R29310	72121019900	\$13,750.00	02OJ	Complete
RA.2031	3	R29987	72296007100	\$72,000.00	02RAD	Complete
RCE.1445	3	R29323	72121340100	\$65,000.00	04RCE	Complete
RCE.1445	3	R29636	76260610900	\$60,000.00	04RCE	Complete
RCE.1445	3	R29375	72121740100	\$60,000.00	04RCE	Complete
RCE.1445	3	R29345	72121750100	\$76,000.00	04RCE	Complete
RCE.1445	3	R29348	72121870100	\$30,000.00	04RCE	Complete
RD.1457	3	M4607	99230110400	\$63,000.00	09RFL	Complete
RBH.1202	3	R29412	71317400100	\$98,000.00	10RBH	Complete
RDO.1105	3	R29667	76260410100	\$2,500.00	10RDE	Complete
RCE.1447	3	R29511	71376241000	\$15,000.00	15RCE	Complete
RDO.1099	3	R27090	78120130100	\$10,000.00	15RDE	Complete
RDO.1099	3	R29667	76260410100	\$34,000.00	15RDE	Complete
RDO.1099	3	R28028	72840100300	\$35,000.00	15RDE	Complete
RDO.1104	3	R29667	76260410100	\$20,222.00	15RDE	Complete
RFJ.1437	2	R29244	62145937000	\$21,500.00	17RFI	Complete
RFH.1342	3	R28219	78630101000	\$69,000.00	18RFH	Complete
RFJ.1455	2	R23366	25130070700	\$1,300.00	24RFI	Complete
RFJ.1455	3	R29483	75503000100	\$30,000.00	24RFI	Complete
RDB.1137	3	R29705	76240410100	\$30,000.00	27RDC	Complete
RBD.1266	3	R29468	76240410100	\$10,000.00	27RDC	Complete
OKA.1020	3	R29055	25940033000	\$40,000.00	33RFM	Complete
OKA.1023	3	R24234	25940044100	\$20,000.00	35RFM	Complete
RBL.1421	3	M4235	99220087100	\$60,000.00	43RBL	Complete
RBL1422	3	R29433	76293110800	\$49,000.00	43RBL	Complete
RBL1422	3	R29986	72296007200	\$51,000.00	43RBL	Complete

\$1,899,522.00

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,653	\$17,073	\$279,741
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Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,168	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,957	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Mod 90	\$1,492,487	\$97,013	\$1,589,500
Mod 91	\$1,783,590	\$115,932	\$1,899,522
Mod 92	\$726,376	\$47,215	\$773,592
Total	\$63,843,816	\$4,053,379	\$67,897,195

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01RCA	\$496,977	\$31,023	\$53,521	\$3,479	\$550,498	\$34,502	\$57,000
02RCB	\$458,678	\$28,251	\$103,286	\$6,714	\$561,964	\$34,965	\$110,000
03RCF	\$1,799,421	\$114,080	\$164,319	\$10,681	\$1,963,740	\$124,761	\$175,000
04RBB	\$350,528	\$22,378	\$116,620	\$7,180	\$467,148	\$29,558	\$124,200
07RCG	\$339,388	\$20,385	\$23,474	\$1,826	\$362,862	\$21,911	\$25,000
14R5G	\$278,080	\$17,848	\$28,536	\$1,862	\$306,718	\$19,708	\$30,500
20RDA	\$1,015,435	\$65,851	\$189,443	\$12,249	\$1,203,878	\$78,100	\$200,692
31RFI	\$49,788	\$3,236	\$28,169	\$1,831	\$77,957	\$5,067	\$30,000
33RDC	\$6,436	\$418	\$19,906	\$1,294	\$26,342	\$1,712	\$21,200
			\$726,376	\$47,215			

*This is a "pen and ink" change.
 Correct "Modification No 90" to read as
 "Modification No 92".*

R. H. [Signature]

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 92		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 provide a net increase in contract funding by \$773,592 (\$726,376 for cost and \$47,216 for fee). Accordingly, the following changes are made to the Contract Schedule:

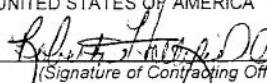
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$63,843,816. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,053,379 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 3-18-03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Mod 90	\$1,492,487	\$97,013	\$1,589,500
Mod 91	\$1,783,590	\$115,932	\$1,899,522
Mod 92	\$726,376	\$47,216	\$773,592
Total	\$63,843,816	\$4,053,379	\$67,897,195

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01RCA	\$496,977	\$31,023	\$ 53,521	\$ 3,479	\$550,498	\$34,502	\$57,000
02RCB	\$458,678	\$28,251	\$ 103,286	\$ 6,714	\$561,964	\$34,965	\$110,000
03RCF	\$1,799,421	\$114,080	\$ 164,319	\$ 10,681	\$1,963,740	\$124,761	\$175,000
04RBB	\$350,528	\$22,378	\$ 116,620	\$ 7,580	\$467,148	\$29,958	\$124,200
07RCG	\$339,388	\$20,385	\$ 23,474	\$ 1,526	\$362,862	\$21,911	\$25,000
14RBG	\$278,080	\$17,846	\$ 28,638	\$ 1,862	\$306,718	\$19,708	\$30,500
20RDA	\$1,015,435	\$65,851	\$ 188,443	\$ 12,249	\$1,203,878	\$78,100	\$200,692
31RFI	\$49,788	\$3,236	\$ 28,169	\$ 1,831	\$77,957	\$5,067	\$30,000
33RDC	\$6,436	\$418	\$ 19,906	\$ 1,294	\$26,342	\$1,712	\$21,200
			\$ 726,376	\$ 47,216			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RCA.1534	3	R29361	76240210200	\$16,500	01RCA	Complete
RCA.1534	3	R29365	76230510100	\$40,500	01RCA	Complete
RCB.1203	3	R29670	71920101000	\$85,000	02RCB	Complete
RCB.1204	3	R29368	76220310800	\$25,000	02RCB	Complete
RCF.1301	3	R29366	76230510200	\$80,000	03RCF	Complete
RCF.1301	3	R29634	76260610200	\$15,000	03RCF	Complete
RCF.1301	3	R29635	76260610300	\$80,000	03RCF	Complete
RBB.1165	3	R29318	72121200100	\$20,000	04RBB	Complete
RBB.1165	3	R29355	71405100300	\$3,000	04RBB	Complete
RBB.1165	3	R29417	74530100100	\$40,000	04RBB	Complete
RBB.1165	3	R29485	76220310300	\$20,200	04RBB	Complete
RBB.1165	3	R29532	76210330500	\$1,000	04RBB	Complete
RBB.1165	3	R29591	76240310200	\$30,000	04RBB	Complete
RBB.1165	3	R29700	71910401000	\$10,000	04RBB	Complete
RCG.1289	3	R29827	72830809000	\$25,000	07RCG	Complete
RBG.1322	3	R29627	76260510200	\$30,500	14RBG	Complete
RD.1469	3	R29486	76220310300	\$5,000	20RDA	Complete
RDA.1153	3	M4235	99220087100	\$195,692	20RDA	Complete
RFJ.1456	3	R29417	74530100100	\$30,000	31RFI	Complete
RDF.1148	3	R26762	72830300100	\$21,200	33RDC	Complete
				\$773,592.00		

AMENDMENT OF SOLICITATION ...MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 93	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6) CODE		

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,183,093(\$1,110,886 for cost and \$72,207 for fee). Accordingly, the following changes are made to the Contract Schedule:

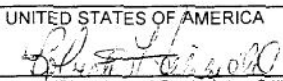
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$64,954,702. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,125,586 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED 3-24-03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Mod 90	\$1,492,487	\$97,013	\$1,589,500
Mod 91	\$1,783,590	\$115,932	\$1,899,522
Mod 92	\$726,376	\$47,216	\$773,592
Mod 93	\$1,110,886	\$72,207	\$1,183,093
Total	\$64,954,702	\$4,125,586	\$69,080,288

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
08RDB	\$122,249	\$7,251	\$14,085	\$915	\$136,334	\$8,166	\$15,000
10RDE	\$548,403	\$32,832	\$14,045	\$913	\$562,448	\$33,745	\$14,958
11RCB	\$47,100	\$2,900	\$41,315	\$2,685	\$88,415	\$5,585	\$44,000
11RFJ	\$268,676	\$17,365	\$42,254	\$2,746	\$310,930	\$20,111	\$45,000
14RCE	\$445,069	\$28,931	\$21,596	\$1,404	\$466,665	\$30,335	\$23,000
14RDD	\$336,200	\$21,624	\$65,728	\$4,272	\$401,928	\$25,896	\$70,000
15RAA	\$496,835	\$31,165	\$164,319	\$10,681	\$661,154	\$41,846	\$175,000
20RBE	\$1,442,313	\$90,929	\$307,042	\$19,958	\$1,749,355	\$110,887	\$327,000
21RDE	\$731,098	\$47,196	\$68,545	\$4,455	\$799,643	\$51,651	\$73,000
26RBE	\$809,236	\$48,984	\$244,131	\$15,869	\$1,053,367	\$64,853	\$260,000
28RDD	\$801,670	\$51,978	\$69,610	\$4,525	\$871,280	\$56,503	\$74,135
33RBI	\$603,357	\$36,143	\$58,216	\$3,784	\$661,573	\$39,927	\$62,000
			\$1,110,886	\$72,207			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RDA.1158	3	R26770	72840300100	\$7,000	08RDB	Complete
RDA.1158	3	R29469	76220410300	\$8,000	08RDB	Complete
RDO.1111	3	R26778	72860100300	\$14,958	10RDE	Complete
RCB.1206	3	M4235	99220087100	\$44,000	11RCB	Complete
RFK.1230	3	M4603	99210011200	\$25,000	11RFJ	Complete
RFK.1230	3	R29483	75503000100	\$20,000	11RFJ	Complete
RCE.1446	2	R0052	72263876700	\$5,000	14RCE	Complete
RCE.1446	3	R29511	71376241000	\$18,000	14RCE	Complete
RDO.1112	3	R26778	72860100300	\$70,000	14RDD	Complete
RAA.1062	3	R28925	80090500100	\$175,000	15RAA	Complete
RBE.1259	3	M4189	99220087100	\$125,000	20RBE	Complete
RBE.1259	3	R27088	78130140100	\$30,000	20RBE	Complete
RBE.1259	3	R28351	78110110200	\$172,000	20RBE	Complete
RDO.1110	3	R26780	72860200100	\$73,000	21RDE	Complete
RBE.1261	3	R27091	78120120100	\$260,000	26RBE	Complete
RDO.1113	3	R29386	72701260100	\$74,135	28RDD	Complete
RBI.1223	3	R29441	71376511100	\$7,000	33RBI	Complete
RBI.1223	3	R29442	71313220100	\$55,000	33RBI	Complete
				\$1,183,093.00		

AMENDMENT OF SOLICITATION, or MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 94	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 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 provide a net increase in contract funding by \$632,461 (\$593,859 for cost and \$38,602 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

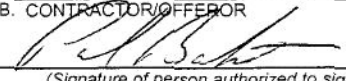
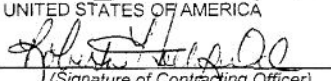
"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$65,548,561. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,164,188 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart SAMS Acting Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield
--	--

15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 4/1/03	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED April 1, 2003
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Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Mod 66	\$333,589	\$24,636	\$358,225
Mod 67	\$45,900	\$3,112	\$49,012
Mod 68	\$72,675	\$4,725	\$77,400
Mod 69	\$32,985	\$2,014	\$34,999
Mod 70	\$65,805	\$4,274	\$70,079
Mod 71	\$262,663	\$17,078	\$279,741
Mod 72	\$76,968	\$5,004	\$81,972
Mod 73	\$465,591	\$31,168	\$496,759
Mod 74	\$581,138	\$37,873	\$619,011
Mod 75	\$252,822	\$16,438	\$269,260
Mod 76	\$567,553	\$36,997	\$604,550
Mod 77	\$0	\$0	\$0
Mod 78	\$594,076	\$38,623	\$632,699
Mod 79	\$77,166	\$5,017	\$82,183
Mod 80	\$1,376,235	\$89,451	\$1,465,686
Mod 81	\$743,307	\$48,168	\$791,475
Mod 82	\$1,343,892	\$87,349	\$1,431,241
Mod 83	\$195,399	\$12,701	\$208,100
Mod 84	\$593,686	\$38,586	\$632,272
Mod 85	\$79,812	\$5,188	\$85,000
Mod 86	\$632,488	\$41,112	\$673,600
Mod 87	\$1,445,654	\$93,967	\$1,539,621
Mod 88	\$1,573,312	\$102,269	\$1,675,581
Mod 89	\$906,008	\$58,892	\$964,900
Mod 90	\$1,492,487	\$97,013	\$1,589,500
Mod 91	\$1,783,590	\$115,932	\$1,899,522
Mod 92	\$726,376	\$47,216	\$773,592
Mod 93	\$1,110,886	\$72,207	\$1,183,093
Mod 94	\$593,859	\$38,602	\$632,461
Total	\$65,548,561	\$4,164,188	\$69,712,749

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$2,056,473	\$129,616	\$ 48,826	\$ 3,174	\$2,105,299	\$132,790	\$52,000
01SA	\$0	\$0	\$ 28,169	\$ 1,831	\$28,169	\$1,831	\$30,000
02RAD	\$430,028	\$26,958	\$ 134,272	\$ 8,728	\$564,300	\$35,686	\$143,000
04RDM	\$234,783	\$15,217	\$ 15,962	\$ 1,038	\$250,745	\$16,255	\$17,000
05RAC	\$238,951	\$15,286	\$ 2,340	\$ 152	\$241,291	\$15,438	\$2,492
05RDM	\$264,371	\$16,729	\$ 11,268	\$ 732	\$275,639	\$17,461	\$12,000
07RDE	\$447,004	\$28,914	\$(24,855)	\$(1,616)	\$422,149	\$27,298	\$(26,471)
08RDB	\$136,334	\$8,166	\$ 9,390	\$ 610	\$145,724	\$ 8,776	\$10,000
09RAC	\$673,647	\$43,659	\$ 75,117	\$ 4,883	\$748,764	\$48,542	\$80,000
13RAB	\$808,068	\$51,366	\$ 75,117	\$ 4,883	\$883,185	\$56,249	\$80,000
14RAC	\$38,002	\$2,100	\$ 182	\$ 12	\$38,184	\$2,112	\$194
17RDI	\$778,720	\$47,961	\$ 27,700	\$ 1,800	\$806,420	\$49,761	\$29,500
19RDP	\$851,698	\$54,226	\$ 163,319	\$ 10,616	\$1,015,017	\$64,842	\$173,935
31RAC	\$106,666	\$7,246	\$ 8,030	\$ 522	\$114,696	\$7,768	\$8,552
33RAC	\$52,300	\$3,215	\$ 1,182	\$ 77	\$53,482	\$3,292	\$1,259
34RDM	\$83,569	\$5,431	\$ 17,840	\$ 1,160	\$101,409	\$6,591	\$19,000
			\$ 593,859	\$ 38,602			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OB.1014	3	M4603	99210011200	\$52,000	01AH	Complete
SA.1157	3	M4730	99215010600	\$30,000	01SA	Complete
RA.2040	3	R29987	72296007100	\$143,000	02RAD	Complete
RD.1481	3	M4289	99262100400	\$17,000	04RDM	Complete
RAC.1049	3	R29779	71940101000	\$2,492	05RAC	Complete
RD.1482	3	M4288	99262100400	\$12,000	05RDM	Complete
RDO.1085	3	R26780	72860200100	(\$26,471)	07RDE	Complete
RDB.1145	3	R29666	76260310200	\$10,000	08RDB	Complete
RAC.1047	3	R28225	78640101000	\$80,000	09RAC	Complete
RAB.1060	3	R30002	89650100200	\$80,000	13RAB	Complete
RAC.1055	3	R29976	71010040200	\$96	14RAC	Complete
RAC.1055	3	R30041	76240212000	\$98	14RAC	Complete
RDI.1157	3	R29463	76293210200	\$14,500	17RDI	Complete
RDI.1157	3	R29729	27400032200	\$15,000	17RDI	Complete
RDP.1369	3	M4278	99230110400	\$173,935	19RDP	Complete
RAC.1052	3	R29779	71940101000	\$8,552	31RAC	Complete
RAC.1054	3	R29779	71940101000	\$1,259	33RAC	Complete
RD.1483	3	M4489	99262100400	\$19,000	34RDM	Complete
				\$632,461.00		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT		1. CO CT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. 95	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (if applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 provide a net increase in contract funding by \$1,849,043 (\$1,736,190 for cost and \$112,853 for fee). Accordingly, the following changes are made to the Contract Schedule:

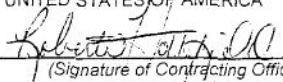
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$67,284,751. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,277,041 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 4/8/03
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Total	\$67,284,751	\$4,277,041	\$71,561,792

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Increase/Decrease</u>
010J	\$2,041,893	\$133,081	\$ 12,207	\$ 793	\$2,054,100	\$133,874	\$13,000
01RAC	\$97,541	\$6,136	\$ 670	\$ 44	\$98,211	\$6,180	\$714
01RBF	\$18,700	\$1,300	\$ 4,695	\$ 305	\$23,395	\$1,605	\$5,000
03RFF	\$270,222	\$17,375	\$ 65,728	\$ 4,272	\$335,950	\$21,647	\$70,000
04RCE	\$2,226,447	\$135,352	\$ 272,300	\$ 17,700	\$2,498,747	\$153,052	\$290,000
06RAC	\$214,915	\$13,542	\$ 10,093	\$ 656	\$225,008	\$14,198	\$10,749
06RCD	\$2,954,750	\$187,125	\$ 281,690	\$ 18,310	\$3,236,440	\$205,435	\$300,000
07RAC	\$315,805	\$20,550	\$ 7,429	\$ 483	\$323,234	\$21,033	\$7,912
07RFM	\$552,838	\$35,492	\$ 24,413	\$ 1,587	\$577,251	\$37,079	\$26,000
10RCG	\$89,162	\$5,837	\$ 18,779	\$ 1,221	\$107,941	\$7,058	\$20,000
10RDE	\$562,448	\$33,745	\$ 56,923	\$ 3,700	\$619,371	\$37,445	\$60,623
11RBJ	\$510,733	\$31,267	\$ 93,897	\$ 6,103	\$604,630	\$37,370	\$100,000
11RDH	\$241,997	\$14,403	\$ 32,864	\$ 2,136	\$274,861	\$16,539	\$35,000
16RFF	\$158,532	\$10,137	\$ 122,066	\$ 7,934	\$280,598	\$18,071	\$130,000
18RAC	\$44,491	\$2,892	\$ 658	\$ 43	\$45,149	\$2,935	\$701
19RDP	\$1,015,017	\$64,842	\$ 61,033	\$ 3,967	\$1,076,050	\$68,809	\$65,000
20RBE	\$1,749,355	\$110,887	\$ 75,117	\$ 4,883	\$1,824,472	\$115,770	\$80,000
22RFJ	\$171,225	\$11,057	\$ 9,390	\$ 610	\$180,615	\$11,667	\$10,000
25RBG	\$204,512	\$14,088	\$ 19,718	\$ 1,282	\$224,230	\$15,370	\$21,000
30RAC	\$75,400	\$4,600	\$ 4,126	\$ 268	\$79,526	\$4,868	\$4,394
30RBJ	\$2,410,876	\$148,940	\$ 234,742	\$ 15,258	\$2,645,618	\$164,198	\$250,000
31RBJ	\$392,849	\$25,051	\$ 140,845	\$ 9,155	\$533,694	\$34,206	\$150,000
31RDA	\$173,466	\$10,516	\$ 46,948	\$ 3,052	\$220,414	\$13,568	\$50,000
32RAC	\$3,800	\$200	\$ 1,299	\$ 84	\$5,099	\$284	\$1,383
32RBJ	\$444,220	\$27,780	\$ 123,943	\$ 8,057	\$568,163	\$35,837	\$132,000
34RFG	\$81,783	\$5,317	\$ 10,329	\$ 671	\$92,112	\$5,988	\$11,000
42RBH	\$9,389	\$611	\$ 4,288	\$ 279	\$13,677	\$890	\$4,567
			\$ 1,736,190	\$ 112,853			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RD.1489	3	M4283	99262100600	\$13,000	010J	Complete
RAC.1048	3	R29575	72880700100	\$714	01RAC	Complete
RBF.1249	2	R29071	70692025000	\$5,000	01RBF	Complete
RCD.1460	3	R29517	75506001900	\$70,000	03RFF	Complete
RCE.1461	3	R29376	72121510100	\$105,000	04RCE	Complete
RCE.1461	3	R29509	71376121000	\$20,000	04RCE	Complete
RCE.1461	3	R29965	37220700200	\$60,000	04RCE	Complete
RCE.1461	3	R30074	72121750200	\$105,000	04RCE	Complete
RAC.1057	3	R29575	72880700100	\$8,237	06RAC	Complete
RAC.1057	3	R30041	76240212000	\$2,512	06RAC	Complete
RCD.1467	3	R29317	72121180200	\$100,000	06RCD	Complete
RCD.1467	3	R29367	76230718100	\$200,000	06RCD	Complete
RAC.1050	3	R29575	72880700100	\$7,912	07RAC	Complete
REB.1683	2	R27028	22904000100	\$26,000	07RFM	Complete
RCG.1306	3	R29521	75506001800	\$20,000	10RCG	Complete
RDO.1115	3	R26776	72860100100	\$60,623	10RDE	Complete
RBJ.1474	3	M4248	99220083100	\$47,200	11RBJ	Complete
RBJ.1474	3	M4634	99220082200	\$52,800	11RBJ	Complete
RDH.1198	3	M4714	99210801600	\$35,000	11RDH	Complete
RCG.1303	3	R29522	75506002000	\$130,000	16RFF	Complete
RAC.1051	3	R29575	72880700100	\$701	18RAC	Complete
RD.1491	3	R29498	72880400200	\$65,000	19RDP	Complete
RBE.1263	2	R29679	70681005400	\$20,000	20RBE	Complete
RBE.1263	3	R29853	27400030300	\$18,500	20RBE	Complete
RBE.1263	3	M4713	99210800300	\$25,900	20RBE	Complete
RBE.1263	3	R30014	71405300400	\$15,600	20RBE	Complete
RFJ.1492	3	R29483	75503000100	\$10,000	22RFJ	Complete
RBG.1330	3	M4695	99220088100	\$10,000	25RBG	Complete
RBG.1330	3	R29366	76230510200	\$7,000	25RBG	Complete
RBG.1330	3	R29629	76260510400	\$4,000	25RBG	Complete
RAC.1056	3	R30041	76240212000	\$4,394	30RAC	Complete
RBJ.1478	3	M4636	99220085200	\$250,000	30RBJ	Complete
RBJ.1472	3	M4524	99220086100	\$50,000	31RBJ	Complete
RBJ.1472	3	M4631	99220082200	\$100,000	31RBJ	Complete
RDA.1164	3	R29504	74510130400	\$50,000	31RDA	Complete
RAC.1053	3	R29575	72880700100	\$686	32RAC	Complete
RAC.1053	3	R29779	71940101000	\$697	32RAC	Complete
RBJ.1473	3	M4248	99220083100	\$77,000	32RBJ	Complete
RBJ.1482	3	M4248	99220083100	\$55,000	32RBJ	Complete
RFS.2793	3	M4148	99230110300	\$11,000	34RFG	Complete
RBH.1209	3	R29417	74530100100	\$4,567	42RBH	Complete

\$1,849,043

AMENDMENT OF SOLICITATION .. MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 96	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	<input checked="" type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	<input checked="" type="checkbox"/>	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input checked="" type="checkbox"/>	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.
<input checked="" type="checkbox"/>	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)

E, IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,870,842 (\$1,756,658 for cost and \$114,184 for fee). Accordingly, the following changes are made to the Contract Schedule:

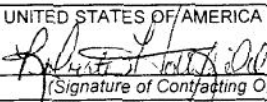
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$69,041,409. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,391,225 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 4-15-03
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	1,756,658	114,184	1,870,842
Total	\$69,041,409	\$4,391,225	\$73,432,634

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$2,054,100	\$133,874	\$ 119,437	\$ 7,763	\$2,173,537	\$141,637	\$127,200
02RCB	\$561,964	\$34,965	\$ 15,023	\$ 977	\$576,987	\$35,942	\$16,000
03RBJ	\$284,384	\$17,570	\$ 56,338	\$ 3,662	\$340,722	\$21,232	\$60,000
04RCE	\$2,498,747	\$153,052	\$ 51,643	\$ 3,357	\$2,550,390	\$156,409	\$55,000
04RDM	\$250,745	\$16,255	\$ 7,512	\$ 488	\$258,257	\$16,743	\$8,000
05RDM	\$275,639	\$17,461	\$ 9,390	\$ 610	\$285,029	\$18,071	\$10,000
06RDM	\$203,481	\$13,033	\$ 43,192	\$ 2,808	\$246,673	\$15,841	\$46,000
11RBJ	\$604,630	\$37,370	\$ 26,291	\$ 1,709	\$630,921	\$39,079	\$28,000
12RFL	\$103,140	\$6,860	\$ 28,169	\$ 1,831	\$131,309	\$8,691	\$30,000
13RFL	\$196,023	\$11,477	\$ 15,962	\$ 1,038	\$211,985	\$12,515	\$17,000
20RBE	\$1,824,472	\$115,770	\$ 22,535	\$ 1,465	\$1,847,007	\$117,235	\$24,000
30RBJ	\$2,645,618	\$164,198	\$ 957,746	\$ 62,254	\$3,603,364	\$226,452	\$1,020,000
31RDA	\$220,414	\$13,568	\$ 75,117	\$ 4,883	\$295,531	\$18,451	\$80,000
35RBG	\$183,854	\$12,532	\$ 37,012	\$ 2,406	\$220,866	\$14,938	\$39,418
37RBE	\$51,643	\$3,357	\$ 70,423	\$ 4,577	\$122,066	\$7,934	\$75,000
38RAA	\$0	\$0	\$ 181,431	\$ 11,793	\$181,431	\$11,793	\$193,224
43RBL	\$286,386	\$18,614	\$ 39,437	\$ 2,563	\$325,823	\$21,177	\$42,000
			\$ 1,756,658	\$ 114,184			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OG.1128	3	R26788	72890100100	\$91,200	01OJ	Complete
SA.1166	3	AS7147	77240000200	\$36,000	01OJ	Complete
RCB.1212	3	R29929	70625235500	\$16,000	02RCB	Complete
RBJ.1475	3	M4524	99220086100	\$60,000	03RBJ	Complete
RCE.1469	3	R30071	72128000600	\$55,000	04RCE	Complete
RD.1500	3	M4289	99262100400	\$8,000	04RDM	Complete
RD.1501	3	M4288	99262100400	\$10,000	05RDM	Complete
RD.1497	3	M4287	99262100400	\$46,000	06RDM	Complete
RBJ.1486	3	M4248	99220083100	\$28,000	11RBJ	Complete
RFH.1345	3	R26770	72840300100	\$30,000	12RFL	Complete
RCG.1305	3	R29874	25130078200	\$17,000	13RFL	Complete
RBE.1270	3	R27088	78130140100	\$24,000	20RBE	Complete
RBJ.1477	3	M4248	99220083100	\$180,000	30RBJ	Complete
RBJ.1477	2	M4524	99220086100	\$120,000	30RBJ	Complete
RBJ.1477	3	M4631	99220082200	\$600,800	30RBJ	Complete
RBJ.1477	3	M4634	99220082200	\$99,200	30RBJ	Complete
RBJ.1487	3	M4248	99220083100	\$20,000	30RBJ	Complete
RDA.1166	3	R29469	76220410300	\$80,000	31RDA	Complete
RBG.1333	2	R29268	70696005200	\$10,024	35RBG	Complete
RBG.1333	3	M4657	99210801900	\$1,840	35RBG	Complete
RBG.1333	3	R29522	75506002000	\$2,100	35RBG	Complete
RBG.1333	3	R29737	27400035800	\$1,746	35RBG	Complete
RBG.1333	3	R29873	25130077900	\$3,500	35RBG	Complete
RBG.1333	3	R29738	27400031900	\$3,108	35RBG	Complete
RBG.1333	3	R29602	76240110100	\$12,900	35RBG	Complete
RBG.1333	3	R27093	78110130100	\$4,200	35RBG	Complete
RBE.1271	3	R28350	78110110100	\$75,000	37RBE	Complete
OCB.1199	3	R30050	72125950200	\$193,224	38RAA	Complete
RBL.1437	3	M4235	99220087100	\$32,000	43RBL	Complete
RBL.1441	3	R29656	76240110400	\$10,000	43RBL	Complete
				\$1,870,842		

AMENDMENT OF SOLICITATION AND MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 97 ✓	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,446,588 (\$1,360,872 for cost and \$85,716 for fee). Accordingly, the following changes are made to the Contract Schedule:

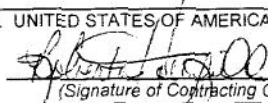
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$70,402,281. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,476,941 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED April 22 2003

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Total	\$70,402,281	\$4,476,941	\$74,879,222

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$3,160,319	\$203,893	\$ 141,000	\$ 9,000	\$3,301,319	\$212,893	\$150,000
01OJ	\$2,173,537	\$141,637	\$ 199,670	\$ 12,106	\$2,373,207	\$153,743	\$211,776
01RDH	\$553,097	\$35,805	\$ 14,100	\$ 900	\$567,197	\$36,705	\$15,000
02OJ	\$504,879	\$30,121	\$ 51,645	\$ 3,355	\$556,524	\$33,476	\$55,000
03RAA	\$755,898	\$47,096	\$ 272,700	\$ 17,300	\$1,028,598	\$64,396	\$290,000
05RDM	\$285,029	\$18,071	\$ 9,390	\$ 610	\$294,419	\$18,681	\$10,000
06RDM	\$246,673	\$15,841	\$ 3,300	\$ 200	\$249,973	\$16,041	\$3,500
07RCG	\$362,862	\$21,911	\$ 26,350	\$ 1,650	\$389,212	\$23,561	\$28,000
10RDE	\$619,371	\$37,445	\$ 99,000	\$ 6,000	\$718,371	\$43,445	\$105,000
17RDI	\$806,420	\$49,761	\$ 70,425	\$ 4,575	\$876,845	\$54,336	\$75,000
17RFI	\$278,383	\$16,612	\$ 21,650	\$ 1,350	\$300,033	\$17,962	\$23,000
19RDP	\$1,076,050	\$68,809	\$ 79,900	\$ 5,100	\$1,155,950	\$73,909	\$85,000
20RDA	\$1,203,878	\$78,100	\$ 57,289	\$ 3,511	\$1,261,167	\$81,611	\$60,800
25RDC	\$542,299	\$33,412	\$ 21,696	\$ 1,304	\$563,995	\$34,716	\$23,000
27RDC	\$379,825	\$24,175	\$ 13,767	\$ 895	\$393,592	\$25,070	\$14,662
33RDC	\$26,342	\$1,712	\$ 7,900	\$ 450	\$34,242	\$2,162	\$8,350
33RFM	\$252,583	\$16,417	\$ 209,500	\$ 13,500	\$462,083	\$29,917	\$223,000
34RDM	\$101,409	\$6,591	\$ 3,300	\$ 200	\$104,709	\$6,791	\$3,500
35RFM	\$93,896	\$6,104	\$ 34,790	\$ 2,210	\$128,686	\$8,314	\$37,000
36RDA	\$0	\$0	\$ 23,500	\$ 1,500	\$23,500	\$1,500	\$25,000
			\$ 1,360,872	\$ 85,716			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.Q.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1203	3	R29409	71317100100	\$75,000	01OCB	Complete
OCB.1203	3	R29417	74530100100	\$75,000	01OCB	Complete
OCB.1201	3	R29409	71317100100	\$35,000	01OJ	Complete
OCB.1201	3	R29417	74530100100	\$35,000	01OJ	Complete
OCC.1052	3	R30072	72170000100	\$40,000	01OJ	Complete
OCC.1053	2	R29087	89630000900	\$7,400	01OJ	Complete
OD.1305	3	R29380	71405309900	\$4,376	01OJ	Complete
OKB.1026	3	RG12000	25830100100	\$90,000	01OJ	Complete
RDI.1154	3	R30039	72296007700	\$15,000	01RDH	Complete
OJ.1094	3	R27651	78120330100	\$15,000	02OJ	Complete
OJ.1094	3	R29571	76240213000	\$25,000	02OJ	Complete
OJ.1094	3	R30086	71940201000	\$15,000	02OJ	Complete
RAA.1060	3	R29409	71317100100	\$120,000	03RAA	Complete
RAA.1060	3	R30043	72110160100	\$170,000	03RAA	Complete
RD.1512	3	R29417	74530100100	\$10,000	05RDM	Complete
RD.1509	3	R26776	72860100100	\$1,750	06RDM	Complete
RD.1509	3	R26781	72860300100	\$1,750	06RDM	Complete
RCG.1304	3	R0058	72263876900	\$28,000	07RCG	Complete
RDO.1143	3	R29386	72701260100	\$75,000	10RDE	Complete
RDO.1147	3	R28028	72840100300	\$30,000	10RDE	Complete
RDI.1164	3	R30039	72296007700	\$75,000	17RDI	Complete
RFJ.1517	2	R29244	62145937000	\$4,000	17RFI	Complete
RFJ.1517	3	R29857	29107167000	\$19,000	17RFI	Complete
RDP.1376	3	M4285	99262100400	\$85,000	19RDP	Complete
RDA.1167	3	M4240	99220087100	\$10,000	20RDA	Complete
RDA.1167	3	R29993	74510930300	\$8,200	20RDA	Complete
RDA.1167	3	R29907	74510532000	\$10,000	20RDA	Complete
RDA.1167	3	R29582	76240410400	\$12,800	20RDA	Complete
RDA.1167	3	R29639	74510930200	\$19,800	20RDA	Complete
RDF.1158	3	R29584	76240410300	\$23,000	25RDC	Complete
RBH.1214	3	R29995	37220800400	\$14,662	27RDC	Complete
RDF.1155	3	R26762	72830300100	\$8,350	33RDC	Complete
OKA.1033	3	R24234	25940044100	\$223,000	33RFM	Complete
RD.1510	3	R26776	72860100100	\$1,750	34RDM	Complete
RD.1510	3	R26781	72860300100	\$1,750	34RDM	Complete
OKA.1032	3	R24234	25940044100	\$37,000	35RFM	Complete
RDA.1171	3	R29486	76220310300	\$25,000	36RDA	Complete
				\$1,446,588		

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT		1. CON T ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">98</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
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6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,469,835 (\$1,381,445 for cost and \$88,390 for fee). Accordingly, the following changes are made to the Contract Schedule:

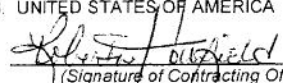
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$71,783,726. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,565,331 is obligated under this contract for payment of fee”.

(continued)

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) <p style="text-align: center;">Roberta Hollifield</p>
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED <p style="text-align: center;">4/29/03</p>
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Total	\$71,783,726	\$4,565,331	\$76,349,057

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$2,105,299	\$132,790	\$ 375,620	\$ 24,380	\$2,480,919	\$157,170	\$400,000
01OJ	\$2,373,207	\$153,743	\$ 65,850	\$ 4,150	\$2,439,057	\$157,893	\$70,000
01SA	\$28,169	\$1,831	\$ 169,100	\$ 10,900	\$197,269	\$12,731	\$180,000
02RAD	\$564,300	\$35,686	\$ 21,800	\$ 1,360	\$586,100	\$37,046	\$23,160
03RCF	\$1,963,740	\$124,761	\$ 39,500	\$ 2,500	\$2,003,240	\$127,261	\$42,000
04RBB	\$467,148	\$29,958	\$ 29,700	\$ 1,884	\$496,848	\$31,842	\$31,584
04RCE	\$2,550,390	\$156,409	\$ 33,005	\$ 2,086	\$2,583,395	\$158,495	\$35,091
04RDM	\$258,257	\$16,743	\$ 14,200	\$ 800	\$272,457	\$17,543	\$15,000
05RDM	\$294,419	\$18,681	\$ 14,200	\$ 800	\$308,619	\$19,481	\$15,000
06RCD	\$3,236,440	\$205,435	\$ 183,300	\$ 11,700	\$3,419,740	\$217,135	\$195,000
07RFM	\$577,251	\$37,079	\$ 234,800	\$ 15,200	\$812,051	\$52,279	\$250,000
14RCE	\$466,665	\$30,335	\$ 42,375	\$ 2,625	\$509,040	\$32,960	\$45,000
21RDE	\$799,643	\$51,651	\$ 68,620	\$ 4,380	\$868,263	\$56,031	\$73,000
31RFI	\$77,957	\$5,067	\$ 18,850	\$ 1,150	\$96,807	\$6,217	\$20,000
37RBE	\$122,066	\$7,934	\$ 70,525	\$ 4,475	\$192,591	\$12,409	\$75,000
			\$ 1,381,445	\$ 88,390			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
AH.1244	3	R29298	29780000100	\$400,000	01AH	Complete
OD.1318	3	R30116	71940301000	\$70,000	01OJ	Complete
SA.1171	3	M4730	99215010600	\$180,000	01SA	Complete
RA.2050	3	R29983	72296007600	\$15,960	02RAD	Complete
RA.2050	3	R29986	72296007200	\$7,200	02RAD	Complete
RCF.1348	3	R29968	37220100200	\$27,000	03RCF	Complete
RCF.1348	3	R30068	72128000300	\$15,000	03RCF	Complete
RBB.1178	3	R29591	76240310200	\$30,000	04RBB	Complete
RBB.1178	3	R29703	71910402000	\$1,584	04RBB	Complete
RCE.1479	3	R29750	27400030100	\$5,091	04RCE	Complete
RCE.1479	3	R29965	37220700200	\$10,000	04RCE	Complete
RCD.1493	3	R29338	72121950100	\$7,500	04RCE	Complete
RCD.1493	3	R29517	75506001900	\$5,000	04RCE	Complete
RCD.1493	3	R29901	80052050100	\$7,500	04RCE	Complete
RD.1516	3	M4289	99262100400	\$15,000	04RDM	Complete
RD.1517	3	M4288	99262100400	\$15,000	05RDM	Complete
RCD.1483	2	R28454	70662115000	\$80,000	06RCD	Complete
RCD.1483	3	R29367	76230718100	\$13,000	06RCD	Complete
RCD.1483	3	R29342	72121720100	\$25,000	06RCD	Complete
RCD.1483	2	R0052	72263876700	\$17,000	06RCD	Complete
RCD.1492	3	R29901	80052050100	\$60,000	06RCD	Complete
REB.1701	3	R30106	66766100100	\$250,000	07RFM	Complete
RCE.1478	3	R29965	37220700200	\$44,000	14RCE	Complete
RCE.1478	3	R29999	34496006200	\$1,000	14RCE	Complete
RDO.1152	3	R26780	72860200100	\$73,000	21RDE	Complete
RFJ.1527	3	R29417	74530100100	\$20,000	31RFI	Complete
RBE.1275	3	R28350	78110110100	\$75,000	37RBE	Complete

\$1,469,835

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTF ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">99</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE		7. ADMINISTERED BY (If other than Item 6) CODE	
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copies to the issuing office.

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

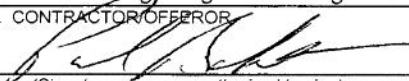
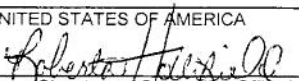
The purpose of this modification is to provide a net increase in contract funding by \$918,367 (\$862,772 for cost and \$55,595 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$72,646,498. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,620,926 is obligated under this contract for payment of fee".
(continued)

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) Paul J. Barnhart SAMS Acting Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
15C. DATE SIGNED 5/6/03	16C. DATE SIGNED 5/6/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Total	\$72,646,498	\$4,620,926	\$77,267,424

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCE	\$0	\$0	\$ 504,700	\$ 32,720	\$504,700	\$32,720	\$537,420
01OJ	\$2,439,057	\$157,893	\$ (70,422)	\$ (4,578)	\$2,368,635	\$153,315	(\$75,000)
02RCB	\$576,987	\$35,942	\$ 5,670	\$ 330	\$582,657	\$36,272	\$6,000
06RDM	\$249,973	\$16,041	\$ (14,125)	\$ (875)	\$235,848	\$15,166	(\$15,000)
08RAA	\$684,369	\$42,324	\$ 112,750	\$ 7,250	\$797,119	\$49,574	\$120,000
11RFJ	\$310,930	\$20,111	\$ 47,000	\$ 3,000	\$357,930	\$23,111	\$50,000
13RAB	\$883,185	\$56,249	\$ 66,250	\$ 4,250	\$949,435	\$60,499	\$70,500
13RBF	\$440,850	\$28,750	\$ 105,250	\$ 6,750	\$546,100	\$35,500	\$112,000
19RDP	\$1,155,950	\$73,909	\$ 26,780	\$ 1,720	\$1,182,730	\$75,629	\$28,500
24RFI	\$173,859	\$10,477	\$ 17,725	\$ 1,122	\$191,584	\$11,599	\$18,847
31RBJ	\$533,694	\$34,206	\$ (16,950)	\$ (1,050)	\$516,744	\$33,156	(\$18,000)
33RDC	\$34,242	\$2,162	\$ 11,405	\$ 695	\$45,647	\$2,857	\$12,100
34RBM	\$338,672	\$21,655	\$ 22,580	\$ 1,420	\$361,252	\$23,075	\$24,000
34RDM	\$104,709	\$6,791	\$ 6,600	\$ 400	\$111,309	\$7,191	\$7,000
37RDH	\$0	\$0	\$ 37,559	\$ 2,441	\$37,559	\$2,441	\$40,000
			\$ 862,772	\$ 55,595			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1195	3	R30043	72110160100	\$537,420	01OCE	Complete
OBAA.1078	2	R24192	25940022000	(\$50,000)	01OJ	Complete
OBAA.1103	3	R24192	25940022000	(\$25,000)	010J	Complete
RCB.1216	3	R29539	76220410200	\$6,000	02RCB	Complete
RD.1497	3	M4287	99262100400	(\$15,000)	06RDM	Complete
RAA.1061	3	R29417	74530100100	\$120,000	08RAA	Complete
RFK.1234	3	R29688	75581110100	\$50,000	11RFJ	Complete
RAB.1087	3	R29788	68917125200	\$70,500	13RAB	Complete
RBF.1258	2	R29679	70681005400	\$30,000	13RBF	Complete
RBF.1258	3	R27093	78110130100	\$82,000	13RBF	Complete
RDP.1398	3	R26776	72860100100	\$9,750	19RDP	Complete
RDP.1398	3	R26781	72860300100	\$9,750	19RDP	Complete
RDP.1399	3	R26770	72840300100	\$6,246	19RDP	Complete
RDP.1399	3	R28028	72840100300	\$2,754	19RDP	Complete
RFJ.1529	3	R28174	25130077100	\$18,847	24RFI	Complete
RBJ.1472	3	M4631	99220082200	(\$18,000)	31RBJ	Complete
RDF.1164	3	R26762	72830300100	\$9,600	33RDC	Complete
RDF.1165	3	R26762	72830300100	\$2,500	33RDC	Complete
RBM.1210	2	R29403	70696005300	\$20,000	34RBM	Complete
RBM.1210	3	M4085	99235121100	\$4,000	34RBM	Complete
RD.1521	3	R26770	72840300100	\$4,858	34RDM	Complete
RD.1521	3	R28028	72840100300	\$2,142	34RDM	Complete
RDH.1199	3	R28028	72840100300	\$40,000	37RDH	Complete
				\$918,367		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 100	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$613,200 (\$577,910 for cost and \$35,290 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$73,224,408. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,656,216 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart SAMS Acting Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield
15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 5/19/03
16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 5/19/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Total	\$73,224,408	\$4,656,216	\$77,880,624

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$2,480,919	\$157,170	\$ 28,220	\$ 1,780	\$2,509,139	\$158,950	\$30,000
01RDH	\$567,197	\$36,705	\$ 47,010	\$ 2,990	\$614,207	\$39,695	\$50,000
04RBB	\$496,848	\$31,842	\$ 14,150	\$ 850	\$510,998	\$32,692	\$15,000
06RCD	\$3,419,740	\$217,135	\$ (159,710)	\$ (10,290)	\$3,260,030	\$206,845	(\$170,000)
10RFQ	\$56,224	\$3,776	\$ 9,550	\$ 450	\$65,774	\$4,226	\$10,000
13RDF	\$1,053,812	\$66,888	\$ 56,420	\$ 3,580	\$1,110,232	\$70,468	\$60,000
14RCE	\$509,040	\$32,960	\$ 9,675	\$ 525	\$518,715	\$33,485	\$10,200
15RFH	\$486,711	\$31,889	\$ 94,975	\$ 5,025	\$581,686	\$36,914	\$100,000
20RBE	\$1,847,007	\$117,235	\$ 5,650	\$ 350	\$1,852,657	\$117,585	\$6,000
30RBJ	\$3,603,364	\$226,452	\$ 394,665	\$ 25,335	\$3,998,029	\$251,787	\$420,000
34RFG	\$92,112	\$5,988	\$ 30,180	\$ 1,820	\$122,292	\$7,808	\$32,000
43RBL	\$325,823	\$21,177	\$ 47,125	\$ 2,875	\$372,948	\$24,052	\$50,000
			\$ 577,910	\$ 35,290			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RA.2056	3	R29788	68917125200	\$30,000	01AH	Complete
RD.1532	3	R26781	72860300100	\$50,000	01RDH	Complete
RBB.1182	3	R30136	76220313200	\$15,000	04RBB	Complete
RCD.1467	3	R29317	72121180200	(\$67,000)	06RCD	Complete
RCD.1467	3	R29367	76230718100	(\$103,000)	06RCD	Complete
RFJ.1535	3	R0070	72259876800	\$10,000	10RFQ	Complete
RDE.1226	3	R26781	72860300100	\$60,000	13RDF	Complete
RCE.1492	2	R28116	27400022500	\$2,000	14RCE	Complete
RCE.1492	3	R29995	37220800400	\$2,200	14RCE	Complete
RCE.1492	3	R27436	75701000200	\$2,800	14RCE	Complete
RCE.1492	3	M4681	99210803500	\$3,200	14RCE	Complete
OBAC.1101	2	R29687	60040000200	\$100,000	15RFH	Complete
RBE.1281	3	R27094	78110120100	\$6,000	20RBE	Complete
RBJ.1505	3	M4636	99220085200	\$153,000	30RBJ	Complete
RBJ.1527	3	M4636	99220085200	\$125,000	30RBJ	Complete
RBJ.1530	3	R27088	78130140100	\$10,000	30RBJ	Complete
RBJ.1530	3	R27092	78120110100	\$25,000	30RBJ	Complete
RBJ.1530	3	R29440	71376511000	\$5,000	30RBJ	Complete
RBJ.1530	3	R29506	76220110100	\$5,000	30RBJ	Complete
RBJ.1530	3	R29442	71313220100	\$5,000	30RBJ	Complete
RFU.4125	3	C328401	32842010000	\$92,000	30RBJ	Complete
RFS.2955	3	R29498	72880400200	\$32,000	34RFG	Complete
RBL.1454	3	R29504	74510130400	\$50,000	43RBL	Complete
				\$613,200		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. COM CT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 101	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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.
X	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)

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 provide a net increase in contract funding by \$131,300 (\$123,325 for cost and \$7,975 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$73,347,733. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,664,191 is obligated under this contract for payment of fee".
(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY <i>Roberta Hollifield</i> (Signature of Contracting Officer)
	16C. DATE SIGNED 5/14/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Total	\$73,347,733	\$4,664,191	\$78,011,924

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCE	\$504,700	\$32,720	\$ 60,100	\$ 3,900	\$564,800	\$36,620	\$64,000
01OJ	\$2,368,635	\$153,315	\$ 28,525	\$ 1,775	\$2,397,160	\$155,090	\$30,300
05RCC	\$994,209	\$64,097	\$ 18,800	\$ 1,200	\$1,013,009	\$65,297	\$20,000
13RFL	\$211,985	\$12,515	\$ 15,900	\$ 1,100	\$227,885	\$13,615	\$17,000
			\$ 123,325	\$ 7,975			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
OCB.1223	3	R29817	71350900100	\$64,000	01OCE	Complete
OD.1322	2	R28229	78680801000	\$30,300	01OJ	Complete
RCC.1233	3	R29771	70631615000	\$20,000	05RCC	Complete
RCG.1311	3	R28900	32329010300	\$11,500	13RFL	Complete
RCG.1311	3	R28897	29760700200	\$5,500	13RFL	Complete
				\$131,300		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 102	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(x)	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) Mutual Agreement

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.)

The purpose of this modification is to provide a net decrease in contract funding by -\$125,000 (-\$117,400 for cost and -\$7,600 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$73,230,333. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,656,591 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart SAMS Acting Program Manager	15C. DATE SIGNED 5/15/03	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield	16C. DATE SIGNED 5/15/03
(Signature of person authorized to sign)		16B. UNITED STATES OF AMERICA BY (Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Total	\$73,230,333	\$4,656,591	\$77,886,924

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
30RBJ	\$3,998,029	\$251,787	\$ (117,400)	\$ (7,600)	\$3,880,629	\$244,187	(\$125,000)
			\$ (117,400)	\$ (7,600)			

Accounting and Appropriation Data

<u>PR</u>	<u>PY</u>	<u>J.O.</u>	<u>RTR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
RBJ.1527	3	M4636	99220085200	(\$125,000)	30RBJ	COMPLETE
				(\$125,000)		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT. J. CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 103	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(X)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 ____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return ____ 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 provide a net increase in contract funding by \$105,800 (\$99,774 for cost and \$6,026 for fee). Accordingly, the following changes are made to the Contract Schedule:

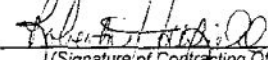
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$73,330,107. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,662,617 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED July 23, 2003

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Total	\$73,330,107	\$4,662,617	\$77,992,724

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
04RCE	\$2,583,395	\$158,495	\$ 9,434	\$ 566	\$2,592,829	\$159,061	\$10,000
14RBG	\$306,718	\$19,708	\$ 10,200	\$ 600	\$316,918	\$20,308	\$10,800
25RBG	\$224,230	\$15,370	\$ 33,015	\$ 1,985	\$257,245	\$17,355	\$35,000
31RDA	\$295,531	\$18,451	\$ 47,125	\$ 2,875	\$342,656	\$21,326	\$50,000
			\$ 99,774	\$ 6,026			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200020505	\$10,000	04RCE	COMPLETE
4200021946	\$10,800	14RBG	COMPLETE
4200020331	\$35,000	25RBG	COMPLETE
4200021742	\$50,000	31RDA	COMPLETE
	\$105,800		

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Total	\$73,918,537	\$4,699,687	\$78,618,224

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$2,509,139	\$158,950	\$ 332,795	\$ 20,205	\$2,841,934	\$179,155	\$353,000
01OJ	\$2,397,160	\$155,090	\$ 70,365	\$ 4,635	\$2,467,525	\$159,725	\$75,000
03RAA	\$1,028,598	\$64,396	\$ 35,400	\$ 2,400	\$1,063,998	\$66,796	\$37,800
08RAA	\$797,119	\$49,574	\$ 81,360	\$ 5,340	\$878,479	\$54,914	\$86,700
15RAA	\$661,154	\$41,846	\$ 68,510	\$ 4,490	\$729,664	\$46,336	\$73,000
			\$ 588,430	\$ 37,070			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200022866	\$300,000	01AH	COMPLETE
4200023092	\$53,000	01AH	COMPLETE
4200023264	\$75,000	01OJ	COMPLETE
4200022182	\$37,800	03RAA	COMPLETE
4200022157	\$86,700	08RAA	COMPLETE
4200022185	\$73,000	15RAA	COMPLETE
	\$625,500		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CC ACT ID CODE		PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 105	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (if other than Item 6) CODE		
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS / Mutual Agreement
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return 1 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 provide a net increase in contract funding by \$146,000 (\$137,041 for cost and \$8,959 for fee). Accordingly, the following changes are made to the Contract Schedule:

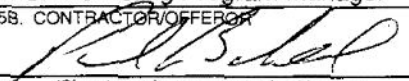
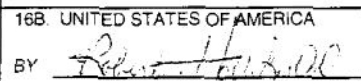
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$74,055,578. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,708,646 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart SAMS Acting Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 8/11/03
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED Aug 18 2003

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Total	\$74,055,578	\$4,708,646	\$78,764,224

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
10RDE	\$718,371	\$43,445	\$ 28,169	\$ 1,831	\$746,540	\$45,276	\$30,000
11RDH	\$274,861	\$16,539	(\$6,302)	(\$3,698)	\$218,559	\$12,841	(\$60,000)
13RFL	\$227,885	\$13,615	\$ 9,389	\$ 611	\$237,274	\$14,226	\$10,000
16RCG	\$0	\$0	\$38,460	\$ 2,540	\$38,460	\$2,540	\$41,000
36RAC	\$696,039	\$45,244	\$131,400	\$ 8,600	\$827,439	\$53,844	\$140,000
37RDH	\$37,559	\$2,441	(\$14,075)	(\$925)	\$23,484	\$1,516	(\$15,000)
			\$ 137,041	\$ 8,959			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200025431	\$30,000	10RDE	COMPLETE
RDH.1134	(\$45,000)	11RDH	COMPLETE
RDH.1189	(\$15,000)	11RDH	COMPLETE
4200024898	\$10,000	13RFL	COMPLETE
4200024894	\$41,000	16RCG	COMPLETE
4200024091	\$140,000	36RAC	COMPLETE
RDH.1199	(\$15,000)	37RDH	COMPLETE
	\$146,000		

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. COM ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">106</p>		3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>		4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		7. ADMINISTERED BY (If other than Item 6)		5. PROJECT NO. (If applicable)	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>		(X)		9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>	
CODE		FACILITY CODE		10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>	

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$122,943 (\$115,302 for cost and \$7,641 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$74,170,880. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,716,287 is obligated under this contract for payment of fee"
(continued)

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) <p style="text-align: center;">MAXINE G. BATINA</p>	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <u>Maxine G. Batina</u> (Signature of Contracting Officer)	16C. DATE SIGNED <p style="text-align: center;">8-26-2003</p>
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Total	\$74,170,880	\$4,716,287	\$78,887,167

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RDI	\$652,607	\$40,570	\$ 11,040	\$ 725	\$663,647	\$41,295	\$11,765
13RAB	\$949,435	\$60,499	\$ 28,155	\$ 1,845	\$977,590	\$62,344	\$30,000
18RDI	\$445,712	\$28,288	\$ 14,045	\$ 955	\$459,757	\$29,243	\$15,000
20RBE	\$1,852,657	\$117,585	\$ 15,010	\$ 990	\$1,867,667	\$118,575	\$16,000
27RBG	\$377,595	\$24,005	\$ 10,032	\$ 668	\$387,627	\$24,673	\$10,700
33RDC	\$45,647	\$2,857	\$ 10,045	\$ 655	\$55,692	\$3,512	\$10,700
35RDA	\$38,801	\$2,522	\$ 3,535	\$ 243	\$42,336	\$2,765	\$3,778
36RFJ	\$65,821	\$4,279	\$ 23,440	\$ 1,560	\$89,261	\$5,839	\$25,000
			\$ 115,302	\$ 7,641			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200027975	\$11,765	02RDI	COMPLETE
4200026595	\$30,000	13RAB	COMPLETE
4200027973	\$15,000	18RDI	COMPLETE
4200026841	\$16,000	20RBE	COMPLETE
4200028002	\$10,700	27RBG	COMPLETE
4200026782	\$10,700	33RDC	COMPLETE
4200026707	\$3,778	35RDA	COMPLETE
4200026364	\$25,000	36RFJ	COMPLETE
	\$122,943		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT	J CODE	PAGE OF PAGES	
		1		1	3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">107</p>		3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>		5. PROJECT NO. (If applicable)	
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
			10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. **IMPORTANT:** Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$471,000 (\$442,139 for cost and \$28,861 for fee). Accordingly, the following changes are made to the Contract Schedule:

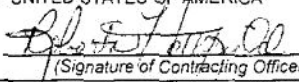
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$74,613,019. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,745,148 is obligated under this contract for payment of fee".

(continued)

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) <p style="text-align: center;">Roberta Hollifield</p>	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED <p style="text-align: center;">Sept 9 2003</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Total	\$74,613,019	\$4,745,148	\$79,358,167

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$2,841,934	\$179,155	\$ 375,495	\$ 24,505	\$3,217,429	\$203,660	\$400,000
11RBJ	\$630,921	\$39,079	\$ 20,657	\$ 1,343	\$651,578	\$40,422	\$22,000
30RBJ --	\$3,880,629	\$244,187	\$ 35,657	\$ 2,343	\$3,916,286	\$246,530	\$38,000
32RBJ	\$568,163	\$35,837	\$ 10,330	\$ 670	\$578,493	\$36,507	\$11,000
			\$ 442,139	\$ 28,861			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200030453	\$400,000	01AH	COMPLETE
4200030263	\$22,000	11RBJ	COMPLETE
4200030266	\$13,000	30RBJ	COMPLETE
4200030672 ~	\$25,000	30RBJ	COMPLETE
4200030264	\$11,000	32RBJ	COMPLETE
	\$471,000		

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AMENDMENT OF SOLICITATION, ... MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 108
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Block 12
5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00

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 copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
D. OTHER (Specify type of modification and authority)
NFS 1852.232-81 LIMITATION OF FUNDS / MUTUAL AGREEMENT

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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: (A) make administrative changes on Modification 105 and (B) provide a net increase in contract funding by \$404,467 (\$379,462 for cost and \$25,005 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Change the Accounting and Appropriation Data on Page 3 of Modification 105 to read as stated on Page 3 of Modification 108.
B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$74,992,481. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,770,153 is obligated under this contract for payment of fee".
(continued)

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) Andrew Srokowski, SAMS Program Manager
16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Roberta Hollifield
15B. CONTRACTOR/OFFEROR
15C. DATE SIGNED 9/17/03
16B. UNITED STATES OF AMERICA
16C. DATE SIGNED 9/17/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Total	\$74,992,481	\$4,770,153	\$79,762,634

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01SA	\$197,269	\$12,731	(\$103,259)	(\$6,741)	\$94,010	\$5,990	(\$110,000)
03RDH	\$323,608	\$19,892	\$75,080	\$4,920	\$398,688	\$24,812	\$80,000
03RFF	\$335,950	\$21,647	\$92,102	\$5,898	\$428,052	\$27,545	\$98,000
04RCE	\$2,592,829	\$159,061	\$25,040	\$1,660	\$2,617,869	\$160,721	\$26,700
06RCD	\$3,260,030	\$206,845	\$66,659	\$4,341	\$3,326,689	\$211,186	\$71,000
12RAB	\$965,714	\$58,977	\$32,810	\$2,190	\$998,524	\$61,167	\$35,000
24RFI	\$191,584	\$11,599	\$11,260	\$740	\$202,844	\$12,339	\$12,000
27RBG	\$387,627	\$24,673	\$56,350	\$3,650	\$443,977	\$28,323	\$60,000
28RBG	\$170,103	\$10,897	\$26,960	\$1,807	\$197,063	\$12,704	\$28,767
34RDM	\$111,309	\$7,191	\$14,010	\$990	\$125,319	\$8,181	\$15,000
37RBE	\$192,591	\$12,409	\$56,205	\$3,795	\$248,796	\$16,204	\$60,000
45RBH	\$0	\$0	\$26,245	\$1,755	\$26,245	\$1,755	\$28,000
			\$379,462	\$25,005			

Delete the Accounting and Appropriation Data listed on Modification 105 and replace with the following Accounting and Appropriation Data

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200025431	\$30,000.00	10RDE	COMPLETE
RDH.1134	(\$18,162.63)	11RDH	COMPLETE
RDH.1189	(\$11,700.62)	11RDH	COMPLETE
RDH.1198	(\$30,136.75)	11RDH	COMPLETE
4200024898	\$10,000.00	13RFL	COMPLETE
4200024894	\$41,000.00	16RCG	COMPLETE
4200024091	\$140,000.00	36RAC	COMPLETE
RDH.1199	(\$15,000.00)	37RDH	COMPLETE
	\$146,000.00		

Accounting and Appropriation Data for Modification 108

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
SA.1171	(\$110,000.00)	01SA	COMPLETE
4200031845	\$80,000.00	03RDH	COMPLETE
4200030550	\$98,000.00	03RFF	COMPLETE
4200031485	\$26,700.00	04RCE	COMPLETE
4200030155	\$71,000.00	06RCD	COMPLETE
4200031044	\$35,000.00	12RAB	COMPLETE
4200029053	\$12,000.00	24RFI	COMPLETE
4200030635	\$60,000.00	27RBG	COMPLETE
4200030634	\$28,767.00	28RBG	COMPLETE
4200030654	\$15,000.00	34RDM	COMPLETE
4200030600	\$60,000.00	37RBE	COMPLETE
4200029006	\$28,000.00	45RBH	COMPLETE
	\$404,467.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 109		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		CODE			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

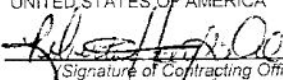
<input type="checkbox"/>	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/>	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$361,519 (\$339,563 for cost and \$21,956 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$75,332,044. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
An additional amount of \$4,792,109 is obligated under this contract for payment of fee”.

(continued)
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) Roberta Hollifield		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/30/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Total	\$75,332,044	\$4,792,109	\$80,124,153

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01AH	\$3,217,429	\$203,660	\$93,920	\$6,080	\$3,311,349	\$209,740	\$100,000
05RDM	\$308,619	\$19,481	\$1,882	\$118	\$310,501	\$19,599	\$2,000
15RAA	\$729,664	\$46,336	\$18,420	\$1,211	\$748,084	\$47,547	\$19,631
20RDA	\$1,261,167	\$81,611	\$200,068	\$12,932	\$1,461,235	\$94,543	\$213,000
25RBG	\$257,245	\$17,355	\$25,273	\$1,615	\$282,518	\$18,970	\$26,888
			\$339,563	\$21,956			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200035100	\$100,000.00	01AH	COMPLETE
4200034570	\$2,000.00	05RDM	COMPLETE
4200032647	\$19,631.00	15RAA	COMPLETE
4200035105	\$213,000.00	20RDA	COMPLETE
4200034818	\$26,888.00	25RBG	COMPLETE
	\$361,519.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT	1. CC	ACT ID CODE	PAGE OF PAGES
			1 3

2. AMENDMENT/MODIFICATION NO. <p style="text-align:center;">110</p>	3. EFFECTIVE DATE <p style="text-align:center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align:center;">See Block 12</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE		7. ADMINISTERED BY (If other than Item 6) CODE	
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align:center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align:center;">11/3/00</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$135,000 (\$126,873 for cost and \$8,127 for fee). Accordingly, the following changes are made to the Contract Schedule:

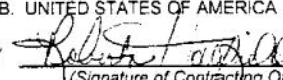
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$75,458,917. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,800,236 is obligated under this contract for payment of fee".

(continued)

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) <p style="text-align:center;">Roberta Hollifield</p>
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED <p style="text-align:right;">10/22/03</p>
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
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Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Mod 110	\$126,873	\$8,127	\$135,000
Total	\$75,458,917	\$4,800,236	\$80,259,153

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
09RAC	\$748,764	\$48,542	\$93,976	\$6,024	\$842,740	\$54,566	\$100,000
09RDB	\$275,987	\$17,760	\$9,399	\$601	\$285,386	\$18,361	\$10,000
15RCE	\$248,827	\$16,173	\$23,498	\$1,502	\$272,325	\$17,675	\$25,000
			\$126,873	\$8,127			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
ER04024	\$100,000.00	09RAC	COMPLETE
ER04015	\$10,000.00	09RDB	COMPLETE
4200035112	\$25,000.00	15RCE	COMPLETE
	\$135,000.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE
PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 111
3. EFFECTIVE DATE See Block 16C
4. REQUISITION/PURCHASE REQ. NO. See Block 12
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE
National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001
7. ADMINISTERED BY (If other than item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)
Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
10A. MODIFICATION OF CONTRACT/ORDER NO.
X NAS1-00135
10B. DATED (SEE ITEM 13)
11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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.
X 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)
NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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: (a) make administrative changes on Modification 110, and (b) provide a net increase in contract funding by \$373,999 (\$351,356 for cost and \$22,643 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Change the Accounting and Appropriation Data on Page 3 of Modification 110 to read as stated on Page 3 of Modification 111.
- B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$75,810,273. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,822,879 is obligated under this contract for payment of fee".

(continued)

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)
Roberta Hollifield

15B. CONTRACTOR/OFFEROR
15C. DATE SIGNED
16B. UNITED STATES OF AMERICA
BY *Roberta Hollifield*
(Signature of Contracting Officer)
16C. DATE SIGNED
11/07/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Mod 110	\$126,873	\$8,127	\$135,000
Mod 111	\$351,356	\$22,643	\$373,999
Total	\$75,810,273	\$4,822,879	\$80,633,152

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
010J	\$2,467,525	\$159,725	\$37,571	\$2,429	\$2,505,096	\$162,154	\$40,000
01RCA	\$550,498	\$34,502	\$42,272	\$2,728	\$592,770	\$37,230	\$45,000
02RCB	\$582,657	\$36,272	\$89,241	\$5,759	\$671,898	\$42,031	\$95,000
05RDM	\$310,501	\$19,599	\$28,183	\$1,817	\$338,684	\$21,416	\$30,000
07RCG	\$389,212	\$23,561	\$46,961	\$3,039	\$436,173	\$26,600	\$50,000
12RBA	\$236,109	\$15,319	\$5,639	\$360	\$241,748	\$15,679	\$5,999
13RAB	\$977,590	\$62,344	\$32,885	\$2,115	\$1,010,475	\$64,459	\$35,000
15RCE	\$272,325	\$17,675	\$23,502	\$1,498	\$295,827	\$19,173	\$25,000
18RBG	\$372,616	\$23,664	\$9,392	\$608	\$382,008	\$24,272	\$10,000
21RDE	\$868,263	\$56,031	\$12,216	\$784	\$880,479	\$56,815	\$13,000
34RDM	\$125,319	\$8,181	\$23,494	\$1,506	\$148,813	\$9,687	\$25,000
			\$351,356	\$22,643			

Correct PR Numbers listed in the Accounting and Appropriation Data on Modification 110 as follows:

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
Change from: ER04024	\$100,000.00	09RAC	COMPLETE
Change to: 4200036504	\$100,000.00	09RAC	COMPLETE
Change from: ER04015	\$10,000.00	09RDB	COMPLETE
Change to: 4200035532	\$10,000.00	09RDB	COMPLETE

Accounting and Appropriation Data for Modification 111:

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200036795	\$40,000.00	010J	COMPLETE
4200035622	\$45,000.00	01RCA	COMPLETE
4200036701	\$60,000.00	02RCB	COMPLETE
4200036733	\$15,000.00	02RCB	COMPLETE
4200037054	\$20,000.00	02RCB	COMPLETE
4200036394	\$30,000.00	05RDM	COMPLETE
4200036623	\$50,000.00	07RCG	COMPLETE
4200035650	\$5,999.00	12RBA	COMPLETE
4200036130	\$30,000.00	13RAB	COMPLETE
4200036155	\$5,000.00	13RAB	COMPLETE
4200035112	\$25,000.00	15RCE	COMPLETE
4200035962	\$10,000.00	18RBG	COMPLETE
4200035481	\$13,000.00	21RDE	COMPLETE
4200036105	\$25,000.00	34RDM	COMPLETE
	\$373,999.00		

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT

1. CONTRACT ID CODE

PAGE OF PAGES

1 3

2. AMENDMENT/MODIFICATION NO.

112

3. EFFECTIVE DATE

See Block 16C

4. REQUISITION/PURCHASING

See Block 12

REQ. NO.

5. PROJECT NO. (If applicable)

6. ISSUED BY

CODE

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

7. ADMINISTERED BY (If other than Item 6)

CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)

Swales and Associates, Inc.
5050 Powder Mill Road
Beltsville, MD 20705

(x)

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO.

NAS1-00135

10B. DATED (SEE ITEM 13)

11/3/00

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 copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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.
- X 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)
NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return 2 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: (a) make administrative changes on Modification 111, and (b) provide a net increase in contract funding by \$286,700 (\$268,864 for cost and \$17,836 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Change the Funding Levels on Page 2 of Modification 111 to read as stated on Page 2 of Modification 112.
- B. Change the Accounting and Appropriation Data on Page 3 of Modification 111 to read as stated on Page 3 of Modification 112.
- B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$76,079,137. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,840,715 is obligated under this contract for payment of fee".

(continued)

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)

Andrew Srokowski, SAMS Program Manager

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Roberta Hollifield

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

16B. UNITED STATES OF AMERICA

16C. DATE SIGNED

[Signature]

11/10/03

BY *[Signature]*

11/10/03

(Signature of person authorized to sign)

(Signature of Contracting Officer)

NSN 7540-01-152-8070

-105

PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Mod 110	\$126,873	\$8,127	\$135,000
Mod 111	\$351,356	\$22,643	\$373,999
Mod 112	\$268,864	\$17,836	\$286,700
Total	\$76,079,137	\$4,840,715	\$80,919,852

PR Number 4200035112 was originally issued under Modification Number 110, but was inadvertently reissued under Modification Number 111. The following reflects the Removal of this reissued PR:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
15RCE	\$295,827	\$19,173	(\$23,502)	(\$1,498)	\$272,325	\$17,675	(\$25,000)

Actions pertaining to Modification Number 112:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01AH	\$3,311,349	\$209,740	\$281,705	\$18,295	\$3,593,054	\$228,035	\$300,000
17RDI	\$676,645	\$54,336	\$10,661	\$1,039	\$887,506	\$55,375	\$11,700
			\$292,366	\$19,334			

PR Number 4200035112 was originally issued under Modification Number 110, but was inadvertently reissued on Modification Number 111. The following reflects the **Removal** of this reissued PR:

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200035112	(\$25,000.00)	15RCE	COMPLETE

Accounting and Appropriation Data for Modification 112:

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200037553	\$300,000.00	01AH	COMPLETE
4200037348	\$11,700.00	17RDI	COMPLETE
	\$311,700.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 113		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$765,162 (\$718,519 for cost and \$46,643 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$76,797,656. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,887,358 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Roberta Hollifield</i> (Signature of Contracting Officer)	16C. DATE SIGNED 11/17/03

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Mod 110	\$126,873	\$8,127	\$135,000
Mod 111	\$351,356	\$22,643	\$373,999
Mod 112	\$268,864	\$17,836	\$286,700
Mod 113	\$718,519	\$46,643	\$765,162
Total	\$76,797,656	\$4,887,358	\$81,685,014

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$3,301,319	\$212,893	\$610,344	\$39,656	\$3,911,663	\$252,549	\$650,000
17RDI	\$887,506	\$55,375	\$17,058	\$1,104	\$904,564	\$56,479	\$18,162
19RDP	\$1,182,730	\$75,629	\$62,936	\$4,064	\$1,245,666	\$79,693	\$67,000
27RDC	\$393,592	\$25,070	\$28,181	\$1,819	\$421,773	\$26,889	\$30,000
			\$718,519	\$46,643			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200037733	\$650,000.00	01OCB	COMPLETE
4200038115	\$18,162.00	17RDI	COMPLETE
4200037544	\$67,000.00	19RDP	COMPLETE
4200038070	\$30,000.00	27RDC	COMPLETE
	\$765,162.00		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 114	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12
6. ISSUED BY CODE	5. PROJECT NO. (if applicable)	

National Aeronautics and Space Administration
Langley Research Center
Hampton, VA 23681-0001

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Page 3

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.
X	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) NFS 1852.232-81 LIMITATION OF FUNDS
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ 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: (a) make an administrative change on Modification 111, and (b) provide a net increase in contract funding by \$776,751 (\$729,603 for cost and \$47,148 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. On Page 3 of Modification 111 change PR 4200035650 to read as "Partial" in lieu of "Complete".

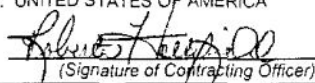
B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$77,527,259. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,934,506 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 11/26/03
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Mod 110	\$126,873	\$8,127	\$135,000
Mod 111	\$351,356	\$22,643	\$373,999
Mod 112	\$268,864	\$17,836	\$286,700
Mod 113	\$718,519	\$46,643	\$765,162
Mod 114	\$729,603	\$47,148	\$776,751
Total	\$77,527,259	\$4,934,506	\$82,461,765

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01RBF	\$23,395	\$1,605	\$4,718	\$282	\$28,113	\$1,887	\$5,000
01RDH	\$614,207	\$39,695	\$42,290	\$2,710	\$656,497	\$42,405	\$45,000
03RAA	\$1,063,998	\$66,796	\$65,791	\$4,209	\$1,129,789	\$71,005	\$70,000
03RBJ	\$340,722	\$21,232	\$14,037	\$963	\$354,759	\$22,195	\$15,000
04RBB	\$510,998	\$32,692	\$18,797	\$1,203	\$529,795	\$33,895	\$20,000
07RDE	\$422,149	\$27,298	\$12,169	\$831	\$434,318	\$28,129	\$13,000
09RDB	\$285,385	\$18,361	\$28,193	\$1,807	\$313,578	\$20,168	\$30,000
10RBH	\$359,595	\$23,271	\$32,921	\$2,079	\$392,516	\$25,350	\$35,000
11RBJ	\$651,578	\$40,422	\$23,502	\$1,498	\$675,080	\$41,920	\$25,000
12RBA	\$241,748	\$15,679	\$4,480	\$271	\$246,228	\$15,950	\$4,751
13RFL	\$237,274	\$14,226	\$37,420	\$2,580	\$274,694	\$16,806	\$40,000
14RCE	\$518,715	\$33,485	\$56,350	\$3,650	\$575,065	\$37,135	\$60,000
15RCE	\$272,325	\$17,675	\$28,181	\$1,819	\$300,506	\$19,494	\$30,000
17RDI	\$904,564	\$56,479	\$18,791	\$1,209	\$923,355	\$57,688	\$20,000
21RDE	\$880,479	\$56,815	\$32,879	\$2,121	\$913,358	\$58,936	\$35,000
26RDC	\$692,122	\$42,878	\$28,181	\$1,819	\$720,303	\$44,697	\$30,000
28RDD	\$871,280	\$56,503	\$20,671	\$1,329	\$891,951	\$57,832	\$22,000
30RBJ	\$3,916,286	\$246,530	\$203,835	\$13,165	\$4,120,121	\$259,695	\$217,000
32RBJ	\$578,493	\$36,507	\$37,605	\$2,395	\$616,098	\$38,902	\$40,000
32RDE	\$129,188	\$8,398	\$18,792	\$1,208	\$147,980	\$9,606	\$20,000
			\$729,603	\$47,148			

Correct PR 4200035650 listed in the Accounting and Appropriation Data on Modification 111 as follows:

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200035650	\$5,999	12RBA	PARTIAL

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200039852	\$5,000	01RBF	COMPLETE
4200039795	\$45,000	01RDH	COMPLETE
4200039947	\$70,000	03RAA	COMPLETE
4200038458	\$15,000	03RBJ	COMPLETE
4200039794	\$20,000	04RBB	COMPLETE
4200038552	\$13,000	07RDE	COMPLETE
4200039351	\$30,000	09RDB	COMPLETE
4200039118	\$35,000	10RBH	COMPLETE
4299940118	\$25,000	11RBJ	COMPLETE
4200035650	\$4,751	12RBA	COMPLETE
4200038368	\$40,000	13RFL	COMPLETE
4200039213	\$60,000	14RCE	COMPLETE
4200039215	\$30,000	15RCE	COMPLETE
4200039916	\$20,000	17RDI	COMPLETE
4200038536	\$35,000	21RDE	COMPLETE
4200038516	\$30,000	26RDC	COMPLETE
4200038668	\$22,000	28RDD	COMPLETE
4200040114	\$156,000	30RBJ	COMPLETE
4200040116	\$61,000	30RBJ	COMPLETE
4200040030	\$40,000	32RBJ	COMPLETE
4200038249	\$20,000	32RDE	COMPLETE

\$776,751

AMENDMENT OF SOLICITATION		MODIFICATION OF CONTRACT		1. CON	T ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 115		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		CODE		7. ADMINISTERED BY (If other than Item 6)		CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

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

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

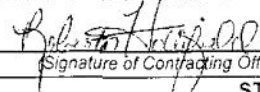
The purpose of this modification is to: (a) provide a net increase in contract funding by \$632,994 (\$594,598 for cost and \$38,396 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$78,121,857. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$4,972,902 is obligated under this contract for payment of fee".
(continued)

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) Roberta Hollifield	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 12/9/03
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Mod 95	\$1,736,190	\$112,853	\$1,849,043
Mod 96	\$1,756,658	\$114,184	\$1,870,842
Mod 97	\$1,360,872	\$85,716	\$1,446,588
Mod 98	\$1,381,445	\$88,390	\$1,469,835
Mod 99	\$862,772	\$55,595	\$918,367
Mod 100	\$577,910	\$35,290	\$613,200
Mod 101	\$123,325	\$7,975	\$131,300
Mod 102	-\$117,400	-\$7,600	-\$125,000
Mod 103	\$99,774	\$6,026	\$105,800
Mod 104	\$588,430	\$37,070	\$625,500
Mod 105	\$137,041	\$8,959	\$146,000
Mod 106	\$115,302	\$7,641	\$122,943
Mod 107	\$442,139	\$28,861	\$471,000
Mod 108	\$379,462	\$25,005	\$404,467
Mod 109	\$339,563	\$21,956	\$361,519
Mod 110	\$126,873	\$8,127	\$135,000
Mod 111	\$351,356	\$22,643	\$373,999
Mod 112	\$268,864	\$17,836	\$286,700
Mod 113	\$718,519	\$46,643	\$765,162
Mod 114	\$729,603	\$47,148	\$776,751
Mod 115	\$594,598	\$38,396	\$632,994
Total	\$78,121,857	\$4,972,902	\$83,094,759

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$2,505,096	\$162,154	\$85,946	\$5,554	\$2,591,042	\$167,708	\$91,500
02RDI	\$663,647	\$41,295	\$6,576	\$418	\$670,223	\$41,713	\$6,994
09RAC	\$842,740	\$54,566	\$61,048	\$3,952	\$903,788	\$58,518	\$65,000
10RCG	\$107,941	\$7,058	\$46,960	\$3,040	\$154,901	\$10,098	\$50,000
13RAB	\$1,010,475	\$64,459	\$28,187	\$1,813	\$1,038,662	\$66,272	\$30,000
13RDF	\$1,110,232	\$70,468	\$140,864	\$9,136	\$1,251,096	\$79,604	\$150,000
14RBG	\$316,918	\$20,308	\$32,879	\$2,121	\$349,797	\$22,429	\$35,000
14RCE	\$575,065	\$37,135	\$37,567	\$2,433	\$612,632	\$39,568	\$40,000
25RBG	\$282,518	\$18,970	\$482	\$18	\$283,000	\$18,988	\$500
31RBJ	\$516,744	\$33,156	\$23,491	\$1,509	\$540,235	\$34,665	\$25,000
33RBI	\$661,573	\$39,927	\$23,482	\$1,518	\$685,055	\$41,445	\$25,000
34RBM	\$361,252	\$23,075	\$18,804	\$1,196	\$380,056	\$24,271	\$20,000
43RBL	\$372,948	\$24,052	\$88,312	\$5,688	\$461,260	\$29,740	\$94,000
			\$594,598	\$38,396			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200039717	\$30,000	01OJ	COMPLETE
4200040581	\$61,500	01OJ	COMPLETE
4200039414	\$6,994	02RDi	COMPLETE
4200040425	\$65,000	09RAC	COMPLETE
4200039417	\$50,000	10RCG	COMPLETE
4200041089	\$30,000	13RAB	COMPLETE
4200040565	\$150,000	13RDF	COMPLETE
4200040362	\$35,000	14RBG	COMPLETE
4200041202	\$40,000	14RCE	COMPLETE
4200040393	\$500	25RBG	COMPLETE
4200040131	\$25,000	31RBJ	COMPLETE
4200040505	\$25,000	33RBI	COMPLETE
4200040041	\$20,000	34RBM	COMPLETE
4200040241	\$30,000	43RBL	COMPLETE
4200040193	\$14,000	43RBL	COMPLETE
4200040318	\$10,000	43RBL	COMPLETE
4200040402	\$20,000	43RBL	COMPLETE
4200040112	\$20,000	43RBL	COMPLETE
	\$632,994		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 116	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (if other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ 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 provide a net increase in contract funding by \$3,351,907 (\$3,148,913 for cost and \$202,994 for fee). Accordingly, the following changes are made to the Contract Schedule:

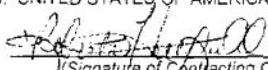
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$81,270,770. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,175,896 is obligated under this contract for payment of fee".

(continued)

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) Roberta Hollifield
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 12/19/03
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Total	\$81,270,770	\$5,175,896	\$86,446,666

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCE	\$564,800	\$36,620	\$291,377	\$18,623	\$856,177	\$55,243	\$310,000
01OJ	\$2,591,042	\$167,708	\$104,755	\$6,745	\$2,695,797	\$174,453	\$111,500
01RCA	\$592,770	\$37,230	\$46,979	\$3,021	\$639,749	\$40,251	\$50,000
03RBJ	\$354,759	\$22,195	\$56,368	\$3,632	\$411,127	\$25,827	\$60,000
03RCF	\$2,003,240	\$127,261	\$187,827	\$12,173	\$2,191,067	\$139,434	\$200,000
04RBB	\$529,795	\$33,895	\$18,800	\$1,200	\$548,595	\$35,095	\$20,000
04RCE	\$2,617,869	\$160,721	\$51,657	\$3,343	\$2,669,526	\$164,064	\$55,000
04RDM	\$272,457	\$17,543	\$18,808	\$1,192	\$291,265	\$18,735	\$20,000
05RCC	\$1,013,009	\$65,297	\$70,449	\$4,551	\$1,083,458	\$69,848	\$75,000
06RBG	\$294,749	\$18,751	\$46,986	\$3,014	\$341,735	\$21,765	\$50,000
06RCD	\$3,326,689	\$211,186	\$225,415	\$14,585	\$3,552,104	\$225,771	\$240,000
06RDM	\$235,848	\$15,166	\$46,976	\$3,024	\$282,824	\$18,190	\$50,000
07RDE	\$434,318	\$28,129	\$9,399	\$601	\$443,717	\$28,730	\$10,000
08RAA	\$878,479	\$54,914	\$84,520	\$5,480	\$962,999	\$60,394	\$90,000
09RAC	\$903,788	\$58,518	\$117,460	\$7,540	\$1,021,248	\$66,058	\$125,000
09RFL	\$201,420	\$10,480	\$18,780	\$1,220	\$220,200	\$11,700	\$20,000
10RDE	\$746,540	\$45,276	\$2,031	\$120	\$748,571	\$45,396	\$2,151
11RBJ	\$675,080	\$41,920	\$56,372	\$3,628	\$731,452	\$45,548	\$60,000
13RBF	\$546,100	\$35,500	\$42,295	\$2,705	\$588,395	\$38,205	\$45,000
14RDD	\$401,298	\$25,896	\$21,338	\$1,362	\$422,636	\$27,258	\$22,700
16RCG	\$38,460	\$2,540	\$73,453	\$4,740	\$111,913	\$7,280	\$78,193
16RFF	\$280,598	\$18,071	\$294,865	\$19,135	\$575,463	\$37,206	\$314,000
17RCE	\$0	\$0	\$137,129	\$8,871	\$137,129	\$8,871	\$146,000
18RCE	\$0	\$0	\$103,326	\$6,674	\$103,326	\$6,674	\$110,000
18RDI	\$459,757	\$29,243	\$46,981	\$3,019	\$506,738	\$32,262	\$50,000
19RCE	\$0	\$0	\$79,871	\$5,129	\$79,871	\$5,129	\$85,000
21RDE	\$913,358	\$58,936	\$32,891	\$2,109	\$946,249	\$61,045	\$35,000
22RDG	\$400,483	\$25,047	\$37,571	\$2,429	\$438,054	\$27,476	\$40,000
23RDG	\$330,484	\$20,506	\$33,822	\$2,178	\$364,306	\$22,684	\$36,000
24RDG	\$244,555	\$15,014	\$22,550	\$1,450	\$267,105	\$16,464	\$24,000
25RBG	\$283,000	\$18,988	\$1,124	\$39	\$284,124	\$19,027	\$1,163
25RDC	\$563,995	\$34,716	\$57,555	\$3,695	\$621,550	\$38,411	\$61,250
26RBE	\$1,053,367	\$64,853	\$41,337	\$2,663	\$1,094,704	\$67,516	\$44,000
26RDC	\$720,303	\$44,697	\$69,266	\$4,484	\$789,569	\$49,181	\$73,750
27RDC	\$421,773	\$268,889	\$23,499	\$1,501	\$445,272	\$270,390	\$25,000
28RDD	\$891,951	\$57,832	\$63,195	\$4,005	\$955,146	\$61,837	\$67,200
30RBJ	\$4,120,121	\$259,695	\$300,528	\$19,472	\$4,420,649	\$279,167	\$320,000
33RBI	\$685,055	\$41,445	\$18,799	\$1,201	\$703,854	\$42,646	\$20,000
34RDM	\$148,813	\$9,687	\$28,199	\$1,801	\$177,012	\$11,488	\$30,000
36RAC	\$827,439	\$53,844	\$164,360	\$10,640	\$991,799	\$64,484	\$175,000
			\$3,148,913	\$202,994			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200039931	\$310,000	01OCE	COMPLETE
4200041330	\$44,000	01OJ	COMPLETE
4200041378	\$45,000	01OJ	COMPLETE
4200041984	\$22,500	01OJ	COMPLETE
4200042520	\$50,000	01RCA	COMPLETE
4200043056	\$60,000	03RBJ	COMPLETE
4200042638	\$200,000	03RCF	COMPLETE
4200042849	\$20,000	04RBB	COMPLETE
4200041286	\$55,000	04RCE	COMPLETE
4200042757	\$20,000	04RDM	COMPLETE
4200040706	\$75,000	05RCC	COMPLETE
4200041670	\$6,000	06RBG	COMPLETE
4200042786	\$44,000	06RBG	COMPLETE
4200043156	\$160,000	06RCD	COMPLETE
4200043237	\$80,000	06RCD	COMPLETE
4200042853	\$50,000	06RDM	COMPLETE
4200041534	\$10,000	07RDE	COMPLETE
4200041574	\$90,000	08RAA	COMPLETE
4200043274	\$125,000	09RAC	COMPLETE
4200041842	\$20,000	09RFL	COMPLETE
4200041890	\$2,151	10RDE	COMPLETE
4200043041	\$60,000	11RBJ	COMPLETE
4200042871	\$45,000	13RBF	COMPLETE
4200042670	\$22,700	14RDD	COMPLETE
4200042675	\$78,193	16RCG	COMPLETE
4200041754	\$314,000	16RFF	COMPLETE
4200042844	\$146,000	17RCE	COMPLETE
4200042090	\$110,000	18RCE	COMPLETE
4200043200	\$50,000	18RDI	COMPLETE
4200042101	\$85,000	19RCE	COMPLETE
4200041533	\$35,000	21RDE	COMPLETE
4200042815	\$40,000	22RDG	COMPLETE
4200042816	\$36,000	23RDG	COMPLETE
4200042813	\$24,000	24RDG	COMPLETE
4200042770	\$1,163	25RBG	COMPLETE
4200043602	\$61,250	25RDC	COMPLETE
4200043314	\$44,000	26RBE	COMPLETE
4200043602	\$73,750	26RDC	COMPLETE
4200041653	\$25,000	27RDC	COMPLETE
4200042150	\$67,200	28RDD	COMPLETE
4200043010	\$320,000	30RBJ	COMPLETE
4200041920	\$20,000	33RBI	COMPLETE
4200042884	\$30,000	34RDM	COMPLETE
4200043508	\$175,000	36RAC	COMPLETE
	\$3,351,907		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 117		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		CODE			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 2 **TOTAL OBLIGATED: \$260,241 (COMPLETE)**

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 (1) correct Modification 116, and (2) provide a net increase in contract funding by \$260,241 (\$243,586 for cost and \$16,655 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. The following funding lines of the Contract Funding Tabulation table of Modification 116 are corrected as indicated below (correction is indicated by **bold, italicized font**):

(continued)

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) Mozetta A. Edwards	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Mozetta A. Edwards</i>	16C. DATE SIGNED 11/29/03
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Task No.	Current Funding		Increase/Decrease		Revised Funding		Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
14RDD	\$401,928	\$25,896	\$21,338	\$1,362	\$423,266	\$27,258	\$22,700
27RDC	\$421,773	\$26,889	\$23,499	\$1,501	\$445,272	\$28,390	\$25,000

B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$81,514,356. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,192,551 is obligated under this contract for payment of fee”.

B. All other terms and conditions remain unchanged.

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
TOTALS	\$81,514,356	\$5,192,551	\$86,706,907

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01OJ	\$2,695,797	\$174,453	\$106,292	\$7,268	\$2,802,089	\$181,721	\$113,560
10RDE	\$748,571	\$45,396	\$9,249	\$632	\$757,820	\$46,028	\$9,881
17RDI	\$923,355	\$57,688	\$28,361	\$1,939	\$951,716	\$59,627	\$30,300
18RDI	\$506,738	\$32,262	\$46,800	\$3,200	\$553,538	\$35,462	\$50,000
24RFI	\$202,844	\$12,339	\$24,804	\$1,696	\$227,648	\$14,035	\$26,500
31RFI	\$96,807	\$6,217	\$14,040	\$960	\$110,847	\$7,177	\$15,000
39RFJ	\$0	\$0	\$14,040	\$960	\$14,040	\$960	\$15,000
TOTALS			\$243,586	\$16,655			\$260,241

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200044175	\$113,560	01OJ	COMPLETE
4200043878	\$9,881	10RDE	COMPLETE
4200044177	\$30,300	17RDI	COMPLETE
4200044088	\$50,000	18RDI	COMPLETE
4200043868	\$26,500	24RFI	COMPLETE
4200043255	\$15,000	31RFI	COMPLETE
4200043354	\$15,000	39RFJ	COMPLETE
TOTAL	\$260,241		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONT. ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 118	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

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

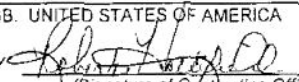
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to provide a net increase in contract funding by \$883,000 (\$829,574 for cost and \$53,426 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 - "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$82,343,930. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 - An additional amount of \$5,245,977 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 1-21-04
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Total	\$82,343,930	\$5,245,977	\$87,589,907

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$639,749	\$40,251	\$93,943	\$6,057	\$733,692	\$46,308	\$100,000
07RFM	\$812,051	\$52,279	\$15,978	\$1,022	\$828,029	\$53,301	\$17,000
10RBH	\$392,516	\$25,350	\$14,097	\$903	\$406,613	\$26,253	\$15,000
11RFJ	\$357,930	\$23,111	\$51,679	\$3,321	\$409,609	\$26,432	\$55,000
18RFH	\$231,014	\$14,586	\$93,948	\$6,052	\$324,962	\$20,638	\$100,000
19RDP	\$1,245,666	\$79,693	\$56,397	\$3,603	\$1,302,063	\$83,296	\$60,000
22RBA	\$24,457	\$1,575	\$5,632	\$368	\$30,089	\$1,943	\$6,000
25RDC	\$621,550	\$38,411	\$18,797	\$1,203	\$640,347	\$39,614	\$20,000
30RBJ	\$4,420,649	\$279,167	\$281,761	\$18,239	\$4,702,410	\$297,406	\$300,000
32RBJ	\$616,098	\$38,902	\$56,395	\$3,605	\$672,493	\$42,507	\$60,000
36RFJ	\$89,261	\$5,839	\$84,554	\$5,446	\$173,815	\$11,285	\$90,000
38RDO	\$0	\$0	\$18,794	\$1,206	\$18,794	\$1,206	\$20,000
38RFF	\$37,559	\$2,441	\$37,599	\$2,401	\$75,158	\$4,842	\$40,000
			\$829,574	\$53,426			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200046227	\$100,000	01RCA	COMPLETE
4200045507	\$17,000	07RFM	COMPLETE
4200044697	\$15,000	10RBH	COMPLETE
4200045745	\$55,000	11RFJ	COMPLETE
4200044564	\$100,000	18RFH	COMPLETE
4200046771	\$60,000	19RDP	COMPLETE
4200046060	\$6,000	22RBA	COMPLETE
4200045757	\$20,000	25RDC	COMPLETE
4200046159	\$300,000	30RBJ	COMPLETE
4200046130	\$60,000	32RBJ	COMPLETE
4200043901	\$90,000	36RFJ	COMPLETE
4200045943	\$20,000	38RDO	COMPLETE
4200045575	\$40,000	38RFF	COMPLETE
TOTAL	<u>\$883,000</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTR ID CODE		PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 119	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(X)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,434,000 (\$1,347,478 for cost and \$86,522 for fee). Accordingly, the following changes are made to the Contract Schedule:

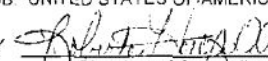
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$83,691,408. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,332,499 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 3/2/00
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Total	\$83,691,408	\$5,332,499	\$89,023,907

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RCB	\$671,898	\$42,031	\$28,197	\$1,803	\$700,095	\$43,834	\$30,000
03RAA	\$1,129,789	\$71,005	\$46,953	\$3,047	\$1,176,742	\$74,052	\$50,000
04RBB	\$548,595	\$35,095	\$18,793	\$1,207	\$567,388	\$36,302	\$20,000
05RCC	\$1,083,458	\$69,848	\$180,341	\$11,659	\$1,263,799	\$81,507	\$192,000
07RDE	\$443,717	\$28,730	\$23,496	\$1,504	\$467,213	\$30,234	\$25,000
12RAB	\$998,524	\$61,167	\$28,191	\$1,809	\$1,026,715	\$62,976	\$30,000
13RAB	\$1,038,662	\$66,272	\$46,978	\$3,022	\$1,085,640	\$69,294	\$50,000
13RDF	\$1,251,096	\$79,604	\$61,079	\$3,921	\$1,312,175	\$83,525	\$65,000
13RFL	\$274,694	\$16,806	\$46,987	\$3,013	\$321,681	\$19,819	\$50,000
14RBG	\$349,797	\$22,429	\$84,598	\$5,402	\$434,395	\$27,831	\$90,000
15RAA	\$748,084	\$47,547	\$79,867	\$5,133	\$827,951	\$52,680	\$85,000
21RDE	\$946,249	\$61,045	\$32,877	\$2,123	\$979,126	\$63,168	\$35,000
25RBG	\$284,124	\$19,027	\$101,520	\$6,480	\$385,644	\$25,507	\$108,000
27RDC	\$445,272	\$28,390	\$56,390	\$3,610	\$501,662	\$32,000	\$60,000
32RDE	\$147,980	\$9,606	\$93,986	\$6,014	\$241,966	\$15,620	\$100,000
34RBM	\$380,056	\$24,271	\$63,890	\$4,110	\$443,946	\$28,381	\$68,000
35RBG	\$220,866	\$14,938	\$9,403	\$597	\$230,269	\$15,535	\$10,000
38RAA	\$181,431	\$11,793	\$93,965	\$6,035	\$275,396	\$17,828	\$100,000
43RBL	\$461,260	\$29,740	\$249,967	\$16,033	\$711,227	\$45,773	\$266,000
			\$1,347,478	\$86,522			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200047433	\$30,000	02RCB	COMPLETE
4200048130	\$50,000	03RAA	COMPLETE
4200048709	\$20,000	04RBB	COMPLETE
4200048227	\$192,000	05RCC	COMPLETE
4200047316	\$25,000	07RDE	COMPLETE
4200047972	\$30,000	12RAB	COMPLETE
4200047935	\$50,000	13RAB	COMPLETE
4200048053	\$65,000	13RDF	COMPLETE
4200047510	\$50,000	13RFL	COMPLETE
4200047980	\$90,000	14RBG	COMPLETE
4200048076	\$85,000	15RAA	COMPLETE
4200047317	\$35,000	21RDE	COMPLETE
4200048013	\$108,000	25RBG	COMPLETE
4200047086	\$35,000	27RDC	COMPLETE
4200047835	\$25,000	27RDC	COMPLETE
4200048054	\$100,000	32RDE	COMPLETE
4200047189	\$68,000	34RBM	COMPLETE
4200047953	\$10,000	35RBG	COMPLETE
4200047247	\$100,000	38RAA	COMPLETE
4200046122	\$40,000	43RBL	COMPLETE
4200047213	\$96,000	43RBL	COMPLETE
4200047271	\$90,000	43RBL	COMPLETE
4200047505	\$40,000	43RBL	COMPLETE
TOTAL	<u>\$1,434,000</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTR. ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. 120	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 provide a net increase in contract funding by \$1,041,900 (\$978,781 for cost and \$63,119 for fee). Accordingly, the following changes are made to the Contract Schedule:

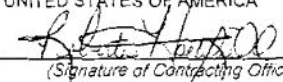
- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$84,670,189. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,395,618 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA BY 	16C. DATE SIGNED 2/10/04
(Signature of person authorized to sign) (Signature of Contracting Officer)	

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Mod 120	\$978,781	\$63,119	\$1,041,900
Total	\$84,670,189	\$5,395,618	\$90,065,807

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/ Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCB	\$3,911,663	\$252,549	\$516,626	\$33,374	\$4,428,289	\$285,923	\$550,000
01OJ	\$2,802,089	\$181,721	\$37,594	\$2,406	\$2,839,683	\$184,127	\$40,000
05RDM	\$338,684	\$21,416	\$28,193	\$1,807	\$366,877	\$23,223	\$30,000
06RBG	\$341,735	\$21,765	\$41,352	\$2,648	\$383,087	\$24,413	\$44,000
10RDE	\$757,820	\$46,028	\$4,698	\$302	\$762,518	\$46,330	\$5,000
10RFQ	\$65,774	\$4,226	\$6,574	\$426	\$72,348	\$4,652	\$7,000
26RBE	\$1,094,704	\$67,516	\$41,348	\$2,652	\$1,136,052	\$70,168	\$44,000
30RBJ	\$4,702,410	\$297,406	\$143,604	\$9,296	\$4,846,014	\$306,702	\$152,900
33RBI	\$703,854	\$42,646	\$111,795	\$7,205	\$815,649	\$49,851	\$119,000
35RFM	\$128,686	\$8,314	\$46,997	\$3,003	\$175,683	\$11,317	\$50,000
			\$978,781	\$63,119			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200048947	\$325,000	01OCB	COMPLETE
4200048953	\$125,000	01OCB	COMPLETE
4200049002	\$100,000	01OCB	COMPLETE
4200048977	\$40,000	01OJ	COMPLETE
4200049486	\$30,000	05RDM	COMPLETE
4200048694	\$44,000	06RBG	COMPLETE
4200048813	\$5,000	10RDE	COMPLETE
4200049320	\$7,000	10RFQ	COMPLETE
4200048993	\$44,000	26RBE	COMPLETE
4200049907	\$152,000	30RBJ	COMPLETE
4200049339	\$900	30RBJ	COMPLETE
4200049077	\$119,000	33RBI	COMPLETE
4200049469	\$50,000	35RFM	COMPLETE
TOTAL	<u>\$1,041,900</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1 CONTR.	J CODE	PAGE OF PAGES	
		1		1	3
2. AMENDMENT/MODIFICATION NO. 121	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable)	
6. ISSUED BY CODE		7. ADMINISTERED BY (If other than Item 5) CODE			
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001					

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ 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 provide a net increase in contract funding by \$1,299,000 (\$1,220,314 for cost and \$78,686 for fee). Accordingly, the following changes are made to the Contract Schedule:

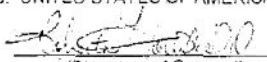
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$85,890,503. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,474,304 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 2/23/04
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Mod 120	\$978,781	\$63,119	\$1,041,900
Mod 121	\$1,220,314	\$78,686	\$1,299,000
Total	\$85,890,503	\$5,474,304	\$91,364,807

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RAD	\$586,100	\$37,046	\$29,135	\$1,865	\$615,235	\$38,911	\$31,000
05RCC	\$1,263,799	\$81,507	\$56,399	\$3,601	\$1,320,198	\$85,108	\$60,000
09RDB	\$313,579	\$20,168	\$56,397	\$3,603	\$369,976	\$23,771	\$60,000
17RCE	\$137,129	\$8,871	\$351,312	\$22,688	\$488,441	\$31,559	\$374,000
18RCE	\$103,326	\$6,674	\$18,798	\$1,202	\$122,124	\$7,876	\$20,000
26RBE	\$1,136,052	\$70,168	\$405,691	\$26,309	\$1,541,743	\$96,477	\$432,000
28RDD	\$955,146	\$61,837	\$93,979	\$6,021	\$1,049,125	\$67,858	\$100,000
29RBG	\$427,672	\$27,328	\$140,925	\$9,075	\$568,597	\$36,403	\$150,000
31RDA	\$342,656	\$21,326	\$67,678	\$4,322	\$410,334	\$25,648	\$72,000
			\$1,220,314	\$78,686			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200051573	\$31,000	02RAD	COMPLETE
4200050523	\$60,000	05RCC	COMPLETE
4200050736	\$60,000	09RDB	COMPLETE
4200049791	\$300,000	17RCE	COMPLETE
4200050981	\$74,000	17RCE	COMPLETE
4200049877	\$20,000	18RCE	COMPLETE
4200050806	\$432,000	26RBE	COMPLETE
4200051457	\$100,000	28RDD	COMPLETE
4200050235	\$150,000	29RBG	COMPLETE
4200050389	\$72,000	31RDA	COMPLETE
TOTAL	<u>\$1,299,000</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRAC CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 122	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 provide a net increase in contract funding by \$3,488,832 (\$3,277,395 for cost and \$211,437 for fee). Accordingly, the following changes are made to the Contract Schedule:

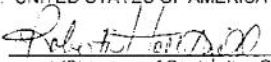
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$89,167,898. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,685,741 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 3/5/01

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Mod 120	\$978,781	\$63,119	\$1,041,900
Mod 121	\$1,220,314	\$78,686	\$1,299,000
Mod 122	\$3,277,395	\$211,437	\$3,488,832
Total	\$89,167,898	\$5,685,741	\$94,853,639

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$3,593,054	\$228,035	\$357,494	\$23,006	\$3,950,548	\$251,041	\$380,500
01ALA	\$0	\$0	\$375,649	\$24,351	\$375,649	\$24,351	\$400,000
01RCA	\$733,692	\$46,308	\$26,319	\$1,681	\$760,011	\$47,989	\$28,000
02RAD	\$615,235	\$38,911	\$120,721	\$7,791	\$735,956	\$46,702	\$128,512
02RDI	\$670,223	\$41,713	\$23,505	\$1,495	\$693,728	\$43,208	\$25,000
03RAA	\$1,176,742	\$74,052	\$93,956	\$6,044	\$1,270,698	\$80,096	\$100,000
03RCF	\$2,191,067	\$139,434	\$469,548	\$30,452	\$2,660,615	\$169,886	\$500,000
04RCE	\$2,669,526	\$164,064	\$28,204	\$1,796	\$2,697,730	\$165,860	\$30,000
07RDE	\$467,213	\$30,234	\$39,513	\$2,487	\$506,726	\$32,721	\$42,000
10RDE	\$762,518	\$46,330	\$27,946	\$1,803	\$790,464	\$48,133	\$29,749
13RBF	\$588,395	\$38,205	\$37,598	\$2,402	\$625,993	\$40,607	\$40,000
14RDD	\$423,266	\$27,258	\$51,317	\$3,283	\$474,583	\$30,541	\$54,600
16RDC	\$150,764	\$8,841	\$42,261	\$2,739	\$193,025	\$11,580	\$45,000
17RCE	\$488,441	\$31,559	\$136,315	\$8,685	\$624,756	\$40,244	\$145,000
18RCE	\$122,124	\$7,876	\$27,297	\$1,703	\$149,421	\$9,579	\$29,000
20RBE	\$1,867,667	\$118,575	\$519,377	\$33,623	\$2,387,044	\$152,198	\$553,000
20RDA	\$1,461,235	\$94,543	\$4,699	\$301	\$1,465,934	\$94,844	\$5,000
21RDE	\$979,126	\$63,168	\$152,208	\$9,792	\$1,131,334	\$72,960	\$162,000
36RAC	\$991,799	\$64,484	\$633,955	\$41,045	\$1,625,754	\$105,529	\$675,000
37RFJ	\$37,559	\$2,441	\$5,171	\$329	\$42,730	\$2,770	\$5,500
38RDO	\$18,794	\$1,206	\$18,832	\$1,203	\$37,626	\$2,409	\$20,035
39RFJ	\$14,040	\$960	\$28,247	\$1,753	\$42,287	\$2,713	\$30,000
40RFJ	\$0	\$0	\$57,263	\$3,673	\$57,263	\$3,673	\$60,936
			\$3,277,395	\$211,437			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200052687	\$25,000	01AH	COMPLETE
4200053539	\$355,500	01AH	COMPLETE
4200054092	\$400,000	01ALA	COMPLETE
4200052640	\$28,000	01RCA	COMPLETE
4200052443	\$128,512	02RAD	COMPLETE
4200051854	\$25,000	02RDI	COMPLETE
4200052716	\$100,000	03RAA	COMPLETE
4200053423	\$500,000	03RCF	COMPLETE
4200052916	\$30,000	04RCE	COMPLETE
4200052265	\$42,000	07RDE	COMPLETE
4200052267	\$29,749	10RDE	COMPLETE
4200053105	\$40,000	13RBF	COMPLETE
4200052988	\$54,600	14RDD	COMPLETE
4200053169	\$45,000	16RDC	COMPLETE
4200052917	\$37,000	17RCE	COMPLETE
4200053473	\$108,000	17RCE	COMPLETE
4200052078	\$29,000	18RCE	COMPLETE
4200051840	\$456,000	20RBE	COMPLETE
4200051853	\$97,000	20RBE	COMPLETE
4200053185	\$5,000	20RDA	COMPLETE
4200052266	\$162,000	21RDE	COMPLETE
4200051637	\$525,000	36RAC	COMPLETE
4200052847	\$150,000	36RAC	COMPLETE
4200052725	\$5,500	37RFJ	COMPLETE
4200051660	\$20,035	38RDO	COMPLETE
4200052724	\$30,000	39RFJ	COMPLETE
4200052718	\$60,936	40RFJ	COMPLETE
TOTAL	<u>\$3,488,832</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTR. D CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. 123	3. EFFECTIVE DATE See Block 16C	4. REQUISITION PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
3. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(X)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11);
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ 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 provide a net increase in contract funding by \$2,722,082 (\$2,556,363 for cost and \$165,719 for fee). Accordingly, the following changes are made to the Contract Schedule:

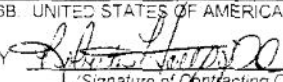
- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$91,724,261. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$5,851,460 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 3/18/04
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Mod 120	\$978,781	\$63,119	\$1,041,900
Mod 121	\$1,220,314	\$78,686	\$1,299,000
Mod 122	\$3,277,395	\$211,437	\$3,488,832
Mod 123	\$2,556,363	\$165,719	\$2,722,082
Total	\$91,724,261	\$5,851,460	\$97,575,721

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	Decrease
01AH	\$3,950,548	\$251,041	\$37,597	\$2,403	\$3,988,145	\$253,444	\$40,000
01OJ	\$2,839,683	\$184,127	\$46,998	\$3,002	\$2,886,681	\$187,129	\$50,000
01OCB	\$4,428,289	\$285,923	\$516,990	\$33,010	\$4,945,279	\$318,933	\$550,000
01OCE	\$856,177	\$55,243	\$112,802	\$7,198	\$968,979	\$62,441	\$120,000
01RDH	\$656,497	\$42,405	\$93,989	\$6,011	\$750,486	\$48,416	\$100,000
020J	\$556,524	\$33,476	\$47,888	\$3,112	\$604,412	\$36,588	-\$51,000
02RDI	\$693,728	\$43,208	\$145,595	\$9,405	\$839,323	\$52,613	\$155,000
04RBB	\$567,388	\$36,302	\$37,604	\$2,396	\$604,992	\$38,698	\$40,000
04RDM	\$291,265	\$18,735	\$31,897	\$3,103	\$323,162	\$21,838	\$35,000
05RDM	\$366,877	\$23,223	\$31,899	\$3,101	\$398,776	\$26,324	\$35,000
06RDM	\$282,824	\$18,190	\$28,199	\$1,801	\$311,023	\$19,991	\$30,000
10RBH	\$406,613	\$26,253	\$14,102	\$898	\$420,715	\$27,151	\$15,000
13RAB	\$1,085,640	\$69,294	\$54,429	\$3,488	\$1,140,069	\$72,782	\$57,917
13RDF	\$1,312,175	\$83,525	\$244,396	\$15,604	\$1,556,571	\$99,129	\$260,000
17RCE	\$624,756	\$40,244	\$72,101	\$4,619	\$696,857	\$44,863	\$76,720
18RCE	\$149,421	\$9,579	\$205,902	\$13,098	\$355,323	\$22,677	\$219,000
19RCE	\$79,871	\$5,129	\$56,398	\$3,602	\$136,269	\$8,731	\$60,000
22RDG	\$438,054	\$27,476	\$84,591	\$5,409	\$522,645	\$32,885	\$90,000
23RDG	\$364,306	\$22,684	\$94,005	\$5,995	\$458,311	\$28,679	\$100,000
24RDG	\$267,105	\$16,464	\$58,128	\$3,872	\$325,233	\$20,336	\$62,000
25RDC	\$640,347	\$39,614	\$141,911	\$9,097	\$782,258	\$48,711	\$151,008
26RDC	\$789,569	\$49,181	\$182,093	\$11,653	\$971,662	\$60,834	\$193,746
27RDC	\$501,662	\$32,000	\$32,894	\$2,106	\$534,556	\$34,106	\$35,000
29RBG	\$568,597	\$36,403	\$61,096	\$3,904	\$629,693	\$40,307	\$65,000
34RDM	\$177,012	\$11,488	\$37,598	\$2,402	\$214,610	\$13,890	\$40,000
35RBG	\$230,269	\$15,535	\$9,593	\$598	\$239,862	\$16,133	\$10,191
37RBE	\$248,796	\$16,204	\$75,668	\$4,832	\$324,464	\$21,036	\$80,500

\$2,556,363 \$165,719

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200054669	\$40,000	01AH	COMPLETE
← 4200055009	\$50,000	01OJ	COMPLETE
4200054315	\$550,000	01OCB	COMPLETE
4200054458	\$120,000	01OCE	COMPLETE
4200056396	\$100,000	01RDH	COMPLETE
4200056534	\$51,000	02OJ	COMPLETE
4200054009	\$155,000	02RDI	COMPLETE
4200053931	\$20,000	04RBB	COMPLETE
4200054683	\$20,000	04RBB	COMPLETE
4200055520	\$35,000	04RDM	COMPLETE
4200055533	\$35,000	05RDM	COMPLETE
4200055537	\$30,000	06RDM	COMPLETE
4200054968	\$15,000	10RBH	COMPLETE
4200056353	\$57,917	13RAB	COMPLETE
4200054684	\$260,000	13RDF	COMPLETE
4200056097	\$36,000	17RCE	COMPLETE
4200056100	\$23,520	17RCE	COMPLETE
4200056133	\$17,200	17RCE	COMPLETE
4200055226	\$219,000	18RCE	COMPLETE
4200055228	\$60,000	19RCE	COMPLETE
4200056070	\$90,000	22RDG	COMPLETE
4200056102	\$100,000	23RDG	COMPLETE
4200056105	\$62,000	24RDG	COMPLETE
4200055234	\$151,008	25RDC	COMPLETE
4200055234	\$193,746	26RDC	COMPLETE
4200054462	\$35,000	27RDC	COMPLETE
4200053684	\$65,000	29RBG	COMPLETE
4200055582	\$40,000	34RDM	COMPLETE
4200053867	\$10,191	35RBG	COMPLETE
4200054712	\$80,500	37RBE	COMPLETE
TOTAL	<u>\$2,722,082</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 124	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE	7. ADMINISTERED BY (If other than Item 6)		CODE
National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)	(x)	9A. AMENDMENT OF SOLICITATION NO.
Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ 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 provide a net increase in contract funding by \$2,674,199 (\$2,512,941 for cost and \$161,258 for fee). Accordingly, the following changes are made to the Contract Schedule:

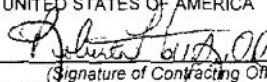
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$94,237,202. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,012,718 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED April 6, 2001

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Mod 120	\$978,781	\$63,119	\$1,041,900
Mod 121	\$1,220,314	\$78,686	\$1,299,000
Mod 122	\$3,277,395	\$211,437	\$3,488,832
Mod 123	\$2,556,363	\$165,719	\$2,722,082
Mod 124	\$2,512,941	\$161,258	\$2,674,199
Total	\$94,237,202	\$6,012,718	\$100,249,920

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01ALA	\$375,649	\$24,351	\$1,221,898	\$78,102	\$1,597,547	\$102,453	\$1,300,000
01OJ	\$2,886,681	\$187,129	\$32,897	\$2,103	\$2,919,578	\$189,232	\$35,000
04RBB	\$604,992	\$38,698	\$37,597	\$2,403	\$642,589	\$41,101	\$40,000
04RCE	\$2,697,730	\$165,860	\$591,676	\$38,324	\$3,289,406	\$204,184	\$630,000
04RDM	\$323,162	\$21,838	\$28,204	\$1,796	\$351,366	\$23,634	\$30,000
05RCC	\$1,320,196	\$85,108	\$23,496	\$1,504	\$1,343,694	\$86,612	\$25,000
05RDM	\$398,776	\$26,324	\$34,792	\$2,208	\$433,568	\$28,532	\$37,000
11RBJ	\$731,452	\$45,548	\$23,488	\$1,512	\$754,940	\$47,060	\$25,000
12RAB	\$1,026,715	\$62,976	\$159,728	\$10,272	\$1,186,443	\$73,248	\$170,000
17RDI	\$951,716	\$59,627	\$28,367	\$1,832	\$980,083	\$61,459	\$30,199
18RCE	\$355,323	\$22,677	\$15,974	\$1,026	\$371,297	\$23,703	\$17,000
19RCE	\$136,269	\$8,731	\$46,997	\$3,003	\$183,266	\$11,734	\$50,000
20RDA	\$1,465,934	\$94,844	\$14,098	\$902	\$1,480,032	\$95,746	\$15,000
24RFI	\$227,648	\$14,035	\$18,786	\$1,214	\$246,434	\$15,249	\$20,000
29RBG	\$629,693	\$40,307	\$28,200	\$1,800	\$657,893	\$42,107	\$30,000
33RBI	\$815,649	\$49,851	\$18,797	\$1,203	\$834,446	\$51,054	\$20,000
36RDA	\$23,500	\$1,500	\$103,350	\$6,650	\$126,850	\$8,150	\$110,000
43RBL	\$711,227	\$45,773	\$84,596	\$5,404	\$795,823	\$51,177	\$90,000
			\$2,512,941	\$161,258			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200059454	\$1,300,000	01ALA	COMPLETE
4200058499	\$35,000	01OJ	COMPLETE
4200058100	\$40,000	04RBB	COMPLETE
4200057174	\$630,000	04RCE	COMPLETE
4200058818	\$30,000	04RDM	COMPLETE
4200052337	\$25,000	05RCC	COMPLETE
4200058708	\$7,000	05RDM	COMPLETE
4200059234	\$30,000	05RDM	COMPLETE
4200058543	\$25,000	11RBJ	COMPLETE
4200056390	\$170,000	12RAB	COMPLETE
4200058629	\$30,199	17RDI	COMPLETE
4200058944	\$17,000	18RCE	COMPLETE
4200058941	\$50,000	19RCE	COMPLETE
4200057598	\$15,000	20RDA	COMPLETE
4200057496	\$20,000	24RFI	COMPLETE
4200059182	\$30,000	29RBG	COMPLETE
4200058143	\$20,000	33RBI	COMPLETE
4200056799	\$110,000	36RDA	COMPLETE
4200056907	\$90,000	43RBL	COMPLETE
TOTAL	<u>\$2,674,199</u>		

AMENDMENT OF SOLICITATION/ MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 125		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (if applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (if other than Item 6)		CODE		PAGE OF PAGES 1 3	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

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

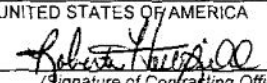
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to provide a net increase in contract funding by \$2,021,556 (\$1,899,792 for cost and \$121,764 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 - "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$96,136,994. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 - An additional amount of \$6,134,482 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 4/22/04
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Mod 116	\$3,148,913	\$202,994	\$3,351,907
Mod 117	\$243,586	\$16,655	\$260,241
Mod 118	\$829,574	\$53,426	\$883,000
Mod 119	\$1,347,478	\$86,522	\$1,434,000
Mod 120	\$978,781	\$63,119	\$1,041,900
Mod 121	\$1,220,314	\$78,686	\$1,299,000
Mod 122	\$3,277,395	\$211,437	\$3,488,832
Mod 123	\$2,556,363	\$165,719	\$2,722,082
Mod 124	\$2,512,941	\$161,258	\$2,674,199
Mod 125	\$1,899,792	\$121,764	\$2,021,556
Total	\$96,136,994	\$6,134,482	\$102,271,476

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Increase/Decrease</u>
01OCE	\$968,979	\$62,441	\$93,908	\$6,092	\$1,062,887	\$68,533	\$100,000
02RCB	\$700,095	\$43,834	\$67,673	\$4,327	\$767,768	\$48,161	\$72,000
03RAA	\$1,270,698	\$80,096	\$82,703	\$5,297	\$1,353,401	\$85,393	\$88,000
06RCD	\$3,352,104	\$225,771	\$863,295	\$55,405	\$4,215,399	\$281,176	\$918,700
07RFM	\$828,029	\$53,301	\$70,495	\$4,505	\$898,524	\$57,806	\$75,000
08RAA	\$962,999	\$60,394	\$107,138	\$6,862	\$1,070,137	\$67,256	\$114,000
10RBH	\$420,715	\$27,151	\$37,612	\$2,388	\$458,327	\$29,539	\$40,000
15RAA	\$827,951	\$52,680	\$72,655	\$4,645	\$900,606	\$57,325	\$77,300
18RCE	\$371,297	\$23,703	\$179,503	\$11,497	\$550,800	\$35,200	\$191,000
19RCE	\$183,266	\$11,734	\$75,197	\$4,803	\$258,463	\$16,537	\$80,000
19RDP	\$1,302,063	\$83,296	\$24,440	\$1,560	\$1,326,503	\$84,856	\$26,000
22RBA	\$30,089	\$1,943	\$9,396	\$604	\$39,485	\$2,547	\$10,000
30RBJ	\$4,846,014	\$306,702	\$21,538	\$1,378	\$4,867,552	\$308,080	\$22,916
34RBM	\$443,946	\$28,381	\$8,079	\$521	\$452,025	\$28,902	\$8,600
35RBG	\$239,862	\$16,133	\$44,207	\$2,793	\$284,069	\$18,926	\$47,000
39RDE	\$0	\$0	\$56,392	\$3,608	\$56,392	\$3,608	\$60,000
43RBL	\$795,823	\$51,177	\$65,791	\$4,209	\$861,614	\$55,386	\$70,000
46RBC	\$0	\$0	\$19,770	\$1,270	\$19,770	\$1,270	\$21,040
			\$1,899,792	\$121,764			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200061781	\$100,000	010CE	COMPLETE
4200060528	\$60,000	02RCB	COMPLETE
4200061194	\$12,000	02RCB	COMPLETE
4200061645	\$88,000	03RAA	COMPLETE
4200059415	\$918,700	06RCD	COMPLETE
4200060242	\$75,000	07RFM	COMPLETE
4200061586	\$114,000	08RAA	COMPLETE
4200060837	\$40,000	10RBH	COMPLETE
4200061629	\$77,300	15RAA	COMPLETE
4200060570	\$191,000	18RCE	COMPLETE
4200060582	\$80,000	19RCE	COMPLETE
4200059699	\$26,000	19RDP	COMPLETE
4200061157	\$10,000	22RBA	COMPLETE
4200059559	\$22,916	30RBJ	COMPLETE
4200061430	\$8,600	34RBM	COMPLETE
4200061717	\$47,000	35RBG	COMPLETE
4200059556	\$60,000	39RDE	COMPLETE
4200060643	\$70,000	43RBL	COMPLETE
4200060284	\$21,040	46RBC	COMPLETE
TOTAL	<u>\$2,021,556</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 126	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
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6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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.
X	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) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 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: (a) make administrative changes on Modification 123 and (b) provide a net increase in contract funding by \$2,180,925 (\$2,048,768 for cost and \$132,157 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Make administrative changes to Modification 123 as stated on Page 2 and Page 3 of Modification 126.

B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$98,185,762. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,266,639 is obligated under this contract for payment of fee".

(continued)

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) PAUL BARNHART	15B. CONTRACTOR/OFFEROR 	15C. DATE SIGNED 5/7/04	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD	16B. UNITED STATES OF AMERICA BY	16C. DATE SIGNED 5/7/04
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Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Thru Mod 65	\$47,522,639	\$2,988,576	\$50,511,215
Thru Mod 94	\$18,025,922	\$1,175,612	\$19,201,534
Thru Mod 115	\$12,573,296	\$808,714	\$13,382,010
Thru Mod 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Total	\$98,185,762	\$6,266,639	\$104,452,401

1. Actions pertaining to Modification Number 123:

(a) PR Number 4200055009 was incorrectly identified as pertaining to Task Order 010J in lieu of Task Order 020J
 (b) Current Funding for Task Order 06RCD was incorrectly stated as \$3,352,104 in lieu of \$3,552,104

"REMOVE" the following funding action for Task Order 010J as shown on Modification 123:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
010J	\$2,839,683	\$184,127	\$46,998	\$3,002	\$2,886,681	\$187,129	\$50,000

"MODIFY" Task Order 020J to include \$50,000 (Cost \$46,998 and fee \$3,002) incorrectly identified as Task Order 010J on Modification Number 123:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
020J	\$556,524	\$33,476	\$94,886	\$6,114	\$651,410	\$39,590	\$101,000

"MODIFY" the Current "Cost" Funding for Task Order 06RCD to read \$3,552,104:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
06RCD	\$3,552,104	\$225,771	\$863,295	\$55,405	\$4,415,399	\$281,176	\$918,700

2. Actions pertaining to Modification Number 124:

Correct "Current" Funding and "Revised" Funding Levels for Task Order 010J resulting from above changes made on Modification Number 123:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
010J	\$2,839,683	\$184,127	\$32,897	\$2,103	\$2,872,580	\$186,230	\$35,000

3. Actions pertaining to Modification Number 126:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Decrease</u>
01ALA	\$1,597,547	\$102,453	\$751,275	\$48,725	\$2,348,822	\$151,178	\$800,000
010J	\$2,872,580	\$186,230	\$94,998	\$6,002	\$2,967,578	\$192,232	\$101,000
01RCA	\$760,111	\$47,989	\$28,158	\$1,842	\$788,269	\$49,831	\$30,000
03RCF	\$2,660,615	\$169,886	\$116,169	\$7,460	\$2,776,784	\$177,346	\$123,629
06RDM	\$311,023	\$19,991	\$46,987	\$3,013	\$358,010	\$23,004	\$50,000
07RDE	\$506,726	\$32,721	\$7,057	\$443	\$513,783	\$33,164	\$7,500
09RAC	\$1,021,248	\$66,058	\$126,818	\$8,182	\$1,148,066	\$74,240	\$135,000
09RFL	\$220,200	\$11,700	\$46,945	\$3,055	\$267,145	\$14,755	\$50,000
10RBH	\$458,327	\$29,539	\$42,296	\$2,704	\$500,623	\$32,243	\$45,000
10RDE	\$790,464	\$48,133	\$113,495	\$7,352	\$903,959	\$55,485	\$120,847
10RFQ	\$72,348	\$4,652	\$6,578	\$422	\$78,926	\$5,074	\$7,000
14RDD	\$474,583	\$30,541	\$12,510	\$800	\$487,093	\$31,341	\$13,310
15RDE	\$390,712	\$25,163	\$46,991	\$3,009	\$437,703	\$28,172	\$50,000
17RCE	\$696,857	\$44,863	\$67,840	\$4,360	\$764,697	\$49,223	\$72,200
21RDE	\$1,131,334	\$72,960	\$21,619	\$1,381	\$1,152,953	\$74,341	\$23,000
28RDD	\$1,049,125	\$67,858	\$187,832	\$12,168	\$1,236,957	\$80,026	\$200,000
34RDM	\$214,610	\$13,890	\$56,396	\$3,804	\$271,006	\$17,494	\$60,000
35RFM	\$175,683	\$11,317	\$56,389	\$3,611	\$232,072	\$14,928	\$60,000
37RFJ	\$42,730	\$2,770	\$99,052	\$6,387	\$141,782	\$9,157	\$105,439
40RDO	\$0	\$0	\$61,085	\$3,915	\$61,085	\$3,915	\$65,000
40RFJ	\$57,263	\$3,673	\$58,278	\$3,722	\$115,541	\$7,395	\$62,000
			\$2,048,768	\$132,157			

1. Correct **Task Order Number** listed in the Accounting and Appropriation Data on Modification 123 as follows:

Accounting and Appropriation Data

	<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
Change from:	4200055009	\$50,000	010J	COMPLETE
Change to:	4200055009	\$50,000	020J	COMPLETE

2. Accounting and Appropriation Data for Modification 126:

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200064598	\$800,000	01ALA	COMPLETE
4200063191	\$101,000	010J	COMPLETE
4200063401	\$30,000	01RCA	COMPLETE
4200063310	\$123,629	03RCF	COMPLETE
4200063406	\$50,000	06RDM	COMPLETE
4200062929	\$7,500	07RDE	COMPLETE
4200062674	\$135,000	09RAC	COMPLETE
4200062894	\$50,000	09RFL	COMPLETE
4200062397	\$45,000	10RBH	COMPLETE
4200062488	\$120,847	10RDE	COMPLETE
4200062551	\$7,000	10RFQ	COMPLETE
4200063935	\$13,310	14RDD	COMPLETE
4200063623	\$50,000	15RDE	COMPLETE
4200062011	\$17,200	17RCE	COMPLETE
4200062012	\$55,000	17RCE	COMPLETE
4200062930	\$23,000	21RDE	COMPLETE
4200062234	\$200,000	28RDD	COMPLETE
4200063409	\$60,000	34RDM	COMPLETE
4200063437	\$60,000	35RFM	COMPLETE
4200062420	\$105,439	37RFJ	COMPLETE
4200060560	\$65,000	40RDO	COMPLETE
4200062797	\$62,000	40RFJ	COMPLETE
TOTAL	<u>\$2,180,925</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE		PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. 127	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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.
X	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) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 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: (a) make administrative changes on Modification 126 and (b) provide a net increase in contract funding by \$1,938,477 (\$1,821,088 for cost and \$117,389 for fee). Accordingly, the following changes are made to the Contract Schedule:


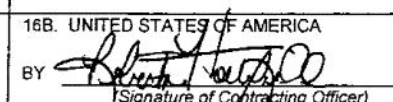
- A. Make administrative changes to Modification 126 as stated on Page 2 of Modification 127.
- B. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$100,006,850. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,384,028 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart, SAMS Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 5/24/04	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 5/24/04

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Total	\$100,006,850	\$6,384,028	\$106,390,878

1. Actions pertaining to Modification Number 126:

- (a) "Change" the "Cost" Current Funding for Task Order 01RCA to read \$760,011:
- (b) "Change" the "Cost" Revised Funding for Task Order 01RCA to read \$788,169

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$760,011	\$47,989	\$28,158	\$1,842	\$788,169	\$49,831	\$30,000

3. Actions pertaining to Modification Number 127:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01ALA	\$2,348,822	\$151,178	\$939,458	\$60,542	\$3,288,280	\$211,720	\$1,000,000
01OJ	\$2,967,578	\$192,232	\$233,009	\$14,991	\$3,200,587	\$207,223	\$248,000
04RBB	\$642,589	\$41,101	\$30,055	\$1,945	\$672,644	\$43,046	\$32,000
05RCC	\$1,343,694	\$86,612	\$37,595	\$2,405	\$1,381,289	\$89,017	\$40,000
07RDE	\$513,783	\$33,164	\$37,595	\$2,405	\$551,378	\$35,569	\$40,000
10RDE	\$903,959	\$55,485	\$50,892	\$3,314	\$954,851	\$58,799	\$54,206
13RAB	\$1,140,069	\$72,782	\$89,205	\$5,795	\$1,229,274	\$78,577	\$95,000
17RDI	\$980,083	\$61,459	\$85,515	\$5,485	\$1,065,598	\$66,944	\$91,000
19RDP	\$1,326,503	\$84,856	\$169,050	\$10,950	\$1,495,553	\$95,806	\$180,000
31RBJ	\$540,235	\$34,665	\$10,891	\$709	\$551,126	\$35,374	\$11,600
31RDA	\$410,334	\$25,648	\$94,783	\$6,088	\$505,117	\$31,736	\$100,871
33RBI	\$834,446	\$51,054	\$18,790	\$1,210	\$853,236	\$52,264	\$20,000
37RFJ	\$141,782	\$9,157	\$24,250	\$1,550	\$166,032	\$10,707	\$25,800
			\$1,821,088	\$117,389			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200066471	\$1,000,000	01ALA	COMPLETE
4200064685	\$80,000	01OJ	COMPLETE
4200066359	\$168,000	01OJ	COMPLETE
4200066254	\$32,000	04RBB	COMPLETE
4200065746	\$40,000	05RCC	COMPLETE
4200065129	\$40,000	07RDE	COMPLETE
4200064708	\$25,000	10RDE	COMPLETE
4200064716	\$29,206	10RDE	COMPLETE
4200064619	\$95,000	13RAB	COMPLETE
4200064570	\$91,000	17RDI	COMPLETE
4200066652	\$180,000	19RDP	COMPLETE
4200064300	\$11,600	31RBJ	COMPLETE
4200066194	\$100,871	31RDA	COMPLETE
4200064484	\$20,000	33RBI	COMPLETE
4200065028	\$25,800	37RFJ	COMPLETE
TOTAL	<u>\$1,938,477</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 128		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable) 1 3
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 provide a net increase in contract funding by \$896,451 (\$842,337 for cost and \$54,114 for fee). Accordingly, the following changes are made to the Contract Schedule:

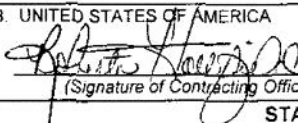
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$100,849,187. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,438,142 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 6/17/04
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Total	\$100,849,187	\$6,438,142	\$107,287,329

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OJ	\$3,200,587	\$207,223	\$368,326	\$23,674	\$3,568,913	\$230,897	\$392,000
02RDI	\$839,323	\$52,613	\$42,290	\$2,710	\$881,613	\$55,323	\$45,000
06RCD	\$4,415,399	\$281,176	\$23,488	\$1,512	\$4,438,887	\$282,688	\$25,000
06RDM	\$358,010	\$23,004	\$23,485	\$1,515	\$381,495	\$24,519	\$25,000
07RFM	\$898,524	\$57,806	\$48,402	\$3,098	\$946,926	\$60,904	\$51,500
17RDI	\$1,065,598	\$66,944	\$5,163	\$328	\$1,070,761	\$67,272	\$5,491
18RCE	\$550,800	\$35,200	\$62,973	\$4,027	\$613,773	\$39,227	\$67,000
19RCE	\$258,463	\$16,537	\$31,020	\$1,980	\$289,483	\$18,517	\$33,000
20RDA	\$1,480,032	\$95,746	\$171,010	\$11,016	\$1,651,042	\$106,762	\$182,026
33RBI	\$853,236	\$52,264	\$28,188	\$1,812	\$881,424	\$54,076	\$30,000
43RBL	\$861,614	\$55,386	\$37,992	\$2,442	\$899,606	\$57,828	\$40,434
			\$842,337	\$54,114			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200066553	\$224,000	010J	COMPLETE
4200067818	\$168,000	010J	COMPLETE
4200067742	\$45,000	02RDI	COMPLETE
4200068887	\$25,000	06RCD	COMPLETE
4200067874	\$25,000	06RDM	COMPLETE
4200068747	\$51,500	07RFM	COMPLETE
4200068351	\$5,491	17RDI	COMPLETE
4200068247	\$67,000	18RCE	COMPLETE
4200068249	\$33,000	19RCE	COMPLETE
4200067855	\$182,026	20RDA	COMPLETE
4200068795	\$30,000	33RBI	COMPLETE
4200069041	\$21,822	43RBL	COMPLETE
4200069727	\$18,612	43RBL	COMPLETE
TOTAL	<u>\$896,451</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT CODE: 1.0000
 2. AMENDMENT/MODIFICATION NO.: 129
 3. EFFECTIVE DATE: See Block 16C
 4. REQUISITION/PURCHASE REQ. NO.: See Block 12
 5. PROJECT NO. (If applicable):

6. ISSUED BY: National Aeronautics and Space Administration
 Langley Research Center
 Hampton, VA 23681-0001
 7. ADMINISTERED BY (If other than Item 6):

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code):
 Swales and Associates, Inc.
 5050 Powder Mill Road
 Beltsville, MD 20705
 9A. AMENDMENT OF SOLICITATION NO.: (x)
 9B. DATED (SEE ITEM 11):
 10A. MODIFICATION OF CONTRACT/ORDER NO.: X NAS1-00135
 10B. DATED (SEE ITEM 13): 11/3/00

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
 See Page 3

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(p).
- C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
- X D. OTHER (Specify type of modification and authority)
 NFS 1852.232-81 LIMITATION OF FUNDS
- E. IMPORTANT: Contractor is not, is required to sign this document and return ___ 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 provide a net increase in contract funding by \$993,831 (\$933,755 for cost and \$60,076 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$101,782,942. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 An additional amount of \$6,498,218 is obligated under this contract for payment of fee".

(continued)

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):
 ROBERTA I. HOLLIFIELD
 15B. CONTRACTOR/OFFEROR: (Signature of person authorized to sign)
 15C. DATE SIGNED:
 16B. UNITED STATES OF AMERICA
 BY: (Signature of Contracting Officer)
 16C. DATE SIGNED: Jul 9, 2004

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Total	\$101,782,942	\$6,498,218	\$108,281,160

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Total Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01ALA	\$3,288,280	\$211,720	\$469,658	\$30,342	\$3,757,938	\$242,062	\$500,000
01OJ	\$3,568,913	\$230,897	\$86,472	\$5,528	\$3,655,385	\$236,425	\$92,000
02RAD	\$735,956	\$46,702	\$21,982	\$1,408	\$757,938	\$48,110	\$23,390
03RCF	\$2,776,784	\$177,346	\$46,994	\$3,006	\$2,823,778	\$180,352	\$50,000
04RBB	\$672,644	\$43,046	\$28,198	\$1,802	\$700,842	\$44,848	\$30,000
06RDM	\$381,495	\$24,519	\$41,816	\$2,681	\$423,311	\$27,200	\$44,497
07RCG	\$436,173	\$26,600	\$22,887	\$1,475	\$459,060	\$28,075	\$24,362
10RBH	\$500,623	\$32,243	\$33,827	\$2,173	\$534,450	\$34,416	\$36,000
10RCG	\$154,901	\$10,098	\$18,796	\$1,204	\$173,697	\$11,302	\$20,000
10RDE	\$954,851	\$58,799	\$16,908	\$1,092	\$971,759	\$59,891	\$18,000
10RFQ	\$78,926	\$5,074	\$9,397	\$603	\$88,323	\$5,677	\$10,000
13RBF	\$625,993	\$40,607	\$83,255	\$5,327	\$709,248	\$45,934	\$88,582
18RCE	\$613,773	\$39,227	\$43,217	\$2,783	\$656,990	\$42,010	\$46,000
25RBG	\$385,644	\$25,507	\$10,348	\$652	\$395,992	\$26,159	\$11,000
			\$933,755	\$60,076			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200072011	\$500,000	01ALA	COMPLETE
4200070738	\$92,000	01OJ	COMPLETE
4200071245	\$23,390	02RAD	COMPLETE
4200068821	\$50,000	03RCF	COMPLETE
4200070537	\$30,000	04RBB	COMPLETE
4200072417	\$44,497	06RDM	COMPLETE
4200071823	\$24,362	07RCG	COMPLETE
4200073029	\$36,000	10RBH	COMPLETE
4200071727	\$20,000	10RCG	COMPLETE
4200072730	\$18,000	10RDE	COMPLETE
4200069811	\$10,000	10RFQ	COMPLETE
4200071222	\$88,582	13RBF	COMPLETE
4200069717	\$46,000	18RCE	COMPLETE
4200069848	\$11,000	25RBG	COMPLETE
TOTAL	<u>\$993,831</u>		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT		1. COM ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 130	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-B1 LIMITATION OF FUNDS MUTUAL AGREEMENT

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copy 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 provide a net increase in contract funding by \$2,880,157 (\$2,705,175 for cost and \$174,982 for fee). Accordingly, the following changes are made to the Contract Schedule:

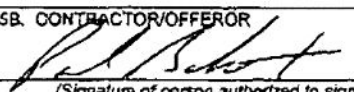
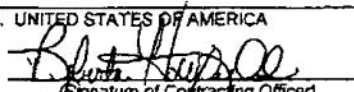
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefor:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$104,488,117. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,673,200 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart, SAMS Program Manager	15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 7/30/04
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	15C. DATE SIGNED 7/30/04

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Mod 130	\$2,705,175	\$174,982	\$2,880,157
Total	\$104,488,117	\$6,673,200	\$111,161,317

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$3,988,145	\$253,444	\$201,915	\$13,085	\$4,190,060	\$266,529	\$215,000
01ALA	\$3,757,938	\$242,062	\$1,408,535	\$91,465	\$5,166,473	\$333,527	\$1,500,000
01RCA	\$788,169	\$49,831	\$46,988	\$3,012	\$835,157	\$52,843	\$50,000
03RAA	\$1,353,401	\$85,393	\$78,167	\$5,014	\$1,431,568	\$90,407	\$83,181
03RDH	\$398,688	\$24,812	\$19,827	\$1,273	\$418,515	\$26,085	\$21,100
05RCC	\$1,381,289	\$89,017	\$103,365	\$6,635	\$1,484,654	\$95,652	\$110,000
06OCB	\$0	\$0	\$30,525	\$1,958	\$30,525	\$1,958	\$32,483
07RCG	\$459,060	\$28,075	\$19,109	\$1,239	\$478,169	\$29,314	\$20,348
08RAA	\$1,070,137	\$67,256	\$62,038	\$3,990	\$1,132,175	\$71,246	\$66,028
09RAC	\$1,148,066	\$74,240	\$187,876	\$12,124	\$1,335,942	\$86,364	\$200,000
09RDB	\$369,976	\$23,771	\$47,084	\$3,012	\$417,060	\$26,783	\$50,096
10RCG	\$173,697	\$11,302	\$7,517	\$483	\$181,214	\$11,785	\$8,000
10RDE	\$971,759	\$59,891	\$107,966	\$6,935	\$1,079,725	\$66,826	\$114,901
11RCB	\$88,415	\$5,585	\$13,154	\$846	\$101,569	\$6,431	\$14,000
13RFL	\$321,681	\$19,819	\$46,969	\$3,031	\$368,650	\$22,850	\$50,000
15RAA	\$900,606	\$57,325	\$79,500	\$5,154	\$980,106	\$62,479	\$84,654
16RCG	\$111,913	\$7,280	\$23,494	\$1,506	\$135,407	\$8,786	\$25,000
16RFF	\$575,463	\$37,206	\$75,478	\$4,860	\$650,941	\$42,066	\$80,338
17RDI	\$1,070,761	\$67,272	\$61,076	\$3,924	\$1,131,837	\$71,196	\$65,000
19RDP	\$1,495,553	\$95,806	\$19,621	\$1,257	\$1,515,174	\$97,063	\$20,878
20RDA	\$1,651,042	\$106,762	\$14,098	\$902	\$1,665,140	\$107,664	\$15,000
25RDC	\$782,258	\$48,711	\$4,463	\$287	\$786,721	\$48,998	\$4,750
26RDC	\$971,662	\$60,834	\$24,422	\$1,578	\$996,084	\$62,412	\$26,000
33RBI	\$881,424	\$54,076	(\$91,148)	(\$5,852)	\$790,276	\$48,224	(\$97,000)
33RFM	\$462,083	\$29,917	\$18,786	\$1,214	\$480,869	\$31,131	\$20,000
35RFM	\$232,072	\$14,928	\$51,684	\$3,316	\$283,756	\$18,244	\$55,000
36RFJ	\$173,815	\$11,285	\$28,194	\$1,806	\$202,009	\$13,091	\$30,000
46RBC	\$19,770	\$1,270	\$14,472	\$928	\$34,242	\$2,198	\$15,400
			\$2,705,175	\$174,982			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200075419	\$215,000	01AH	COMPLETE
4200076780	\$1,500,000	01ALA	COMPLETE
4200076816	\$50,000	01RCA	COMPLETE
4200075786	\$83,181	03RAA	COMPLETE
4200075881	\$21,100	03RDH	COMPLETE
4200074647	\$110,000	05RCC	COMPLETE
4200076781	\$32,483	06OCB	COMPLETE
4200074391	\$20,348	07RCG	COMPLETE
4200073621	\$66,028	08RAA	COMPLETE
4200062421	\$150,000	09RAC	COMPLETE
4200073509	\$50,000	09RAC	COMPLETE
4200076812	\$50,096	09RDB	COMPLETE
4200074938	\$8,000	10RCG	COMPLETE
4200077042	\$114,901	10RDE	COMPLETE
4200074442	\$14,000	11RCB	COMPLETE
4200073841	\$50,000	13RFL	COMPLETE
4200073664	\$84,654	15RAA	COMPLETE
4200075413	\$25,000	16RCG	COMPLETE
4200075387	\$60,338	16RFF	COMPLETE
4200075108	\$65,000	17RDI	COMPLETE
4200074180	\$20,878	19RDP	COMPLETE
4200075531	\$15,000	20RDA	COMPLETE
4200075612	\$4,750	25RDC	COMPLETE
4200075612	\$26,000	26RDC	COMPLETE
4200049077	-\$97,000	33RBI	COMPLETE
4200075610	\$20,000	33RFM	COMPLETE
4200075610	\$55,000	35RFM	COMPLETE
4200075220	\$30,000	36RFJ	COMPLETE
4200076122	\$15,400	46RBC	COMPLETE

TOTAL \$2,880,157

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 131	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

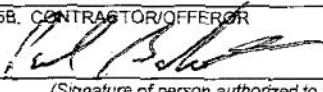
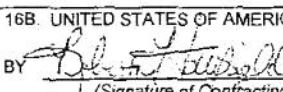
	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS MUTUAL AGREEMENT

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copy 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 provide a net increase in contract funding by \$838,659 (\$787,857 for cost and \$50,802 for fee). Accordingly, the following changes are made to the Contract Schedule:
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$105,275,974. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
An additional amount of \$6,724,002 is obligated under this contract for payment of fee”.

(continued)

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) Paul J. Barnhart, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 8/13/04
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 8/13/04

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Mod 130	\$2,705,175	\$174,982	\$2,880,157
Mod 131	\$787,857	\$50,802	\$838,659
Total	\$105,275,974	\$6,724,002	\$111,999,976

Task No.	Current Funding		Increase/Decrease		Revised Funding		Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$4,190,060	\$266,529	\$37,118	\$2,382	\$4,227,178	\$268,911	\$39,500
01OJ	\$3,655,385	\$236,425	\$394,435	\$25,565	\$4,049,820	\$261,990	\$420,000
01RDH	\$750,486	\$48,416	\$50,747	\$3,253	\$801,233	\$51,669	\$54,000
02OJ	\$651,410	\$39,590	\$46,955	\$3,045	\$698,365	\$42,635	\$50,000
02RAD	\$757,938	\$48,110	\$36,650	\$2,350	\$794,588	\$50,460	\$39,000
04RCE	\$3,289,406	\$204,184	(\$383,653)	(\$24,705)	\$2,905,753	\$179,479	(\$408,358)
05RCC	\$1,484,654	\$95,652	\$31,008	\$1,992	\$1,515,662	\$97,644	\$33,000
07RFM	\$946,926	\$60,904	\$46,974	\$3,026	\$993,900	\$63,930	\$50,000
10RDE	\$1,079,725	\$66,826	\$35,210	\$2,259	\$1,114,935	\$69,085	\$37,469
11RCB	\$101,569	\$6,431	\$28,290	\$1,810	\$129,859	\$8,241	\$30,100
12RAB	\$1,186,443	\$73,248	\$46,948	\$3,052	\$1,233,391	\$76,300	\$50,000
13RAB	\$1,229,274	\$78,577	\$28,195	\$1,805	\$1,257,469	\$80,382	\$30,000
17RDI	\$1,131,837	\$71,196	\$23,492	\$1,508	\$1,155,329	\$72,704	\$25,000
18RDI	\$553,538	\$35,462	\$18,793	\$1,207	\$572,331	\$36,669	\$20,000
20RDA	\$1,665,140	\$107,664	\$28,185	\$1,815	\$1,693,325	\$109,479	\$30,000
27RBG	\$443,977	\$28,323	\$18,792	\$1,208	\$462,769	\$29,531	\$20,000
28RDD	\$1,236,957	\$80,026	\$46,993	\$3,007	\$1,283,950	\$83,033	\$50,000
29RBG	\$657,893	\$42,107	\$70,482	\$4,518	\$728,375	\$46,625	\$75,000
31RDA	\$505,117	\$31,736	\$28,178	\$1,822	\$533,295	\$33,558	\$30,000
33RBI	\$790,276	\$48,224	\$32,894	\$2,106	\$823,170	\$50,330	\$35,000
33RDC	\$55,692	\$3,512	\$705	\$45	\$56,397	\$3,557	\$750
35RBG	\$284,069	\$18,926	\$37,581	\$2,419	\$321,650	\$21,345	\$40,000
39RDE	\$56,392	\$3,608	\$3,003	\$195	\$59,395	\$3,803	\$3,198
40RFJ	\$115,541	\$7,395	\$51,686	\$3,314	\$167,227	\$10,709	\$55,000
43RBL	\$899,606	\$57,828	\$28,196	\$1,804	\$927,802	\$59,632	\$30,000
			\$787,857	\$50,802			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200078364	\$14,500	01AH	COMPLETE
4200079304	\$25,000	01AH	COMPLETE
4200078056	\$420,000	01OJ	COMPLETE
4200078765	\$54,000	01RDH	COMPLETE
4200077449	\$50,000	02OJ	COMPLETE
4200078133	\$39,000	02RAD	COMPLETE
4200041286	-\$34,487	04RCE	COMPLETE
4200052916	-\$30,000	04RCE	COMPLETE
4200057174	-\$343,871	04RCE	COMPLETE
4200078167	\$33,000	05RCC	COMPLETE
4200079350	\$50,000	07RFM	COMPLETE
4200035488	\$8,100	10RDE	COMPLETE
4200078503	\$5,547	10RDE	COMPLETE
4200078568	\$21,000	10RDE	COMPLETE
4200079960	\$2,822	10RDE	COMPLETE
4200079952	\$30,100	11RCB	COMPLETE
4200079700	\$50,000	12RAB	COMPLETE
4200079345	\$30,000	13RAB	COMPLETE
4200078888	\$25,000	17RDI	COMPLETE
4200078570	\$20,000	18RDI	COMPLETE
4200077748	\$30,000	20RDA	COMPLETE
4200079468	\$20,000	27RBG	COMPLETE
4200078739	\$50,000	28RDD	COMPLETE
4200076575	\$10,000	29RBG	COMPLETE
4200078362	\$50,000	29RBG	COMPLETE
4200079466	\$15,000	29RBG	COMPLETE
4200077748	\$30,000	31RDA	COMPLETE
4200078027	\$35,000	33RBI	COMPLETE
4200079719	\$750	33RDC	COMPLETE
4200078190	\$40,000	35RBG	COMPLETE
4200078308	\$3,198	39RDE	COMPLETE
4200078174	\$55,000	40RFJ	COMPLETE
4200078335	\$30,000	43RBL	COMPLETE
TOTAL	<u>\$838,659</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 132		3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705			(X)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
			X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135	
				10B. DATED (SEE ITEM 13) 11/3/00	
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS MUTUAL AGREEMENT

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copy 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 provide a net increase in contract funding by \$892,700 (\$842,257 for cost and \$50,443 for fee). Accordingly, the following changes are made to the Contract Schedule:

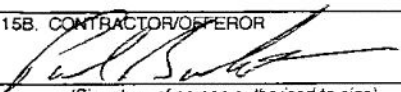
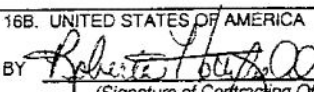
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$106,118,231. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,774,445 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart, SAMS Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 9/2/04	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/2/04

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Mod 130	\$2,705,175	\$174,982	\$2,880,157
Mod 131	\$787,857	\$50,802	\$838,659
Mod 132	\$842,257	\$50,443	\$892,700
<i>Total</i>	\$106,118,231	\$6,774,445	\$112,892,676

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01OCE	\$1,062,887	\$68,533	\$75,140	\$4,860	\$1,138,027	\$73,393	\$80,000
01RGO	\$0	\$0	\$59,635	\$365	\$59,635	\$365	\$60,000
04RBB	\$700,842	\$44,848	\$33,491	\$2,142	\$734,333	\$46,990	\$35,633
05RCC	\$1,515,662	\$97,644	\$71,787	\$4,587	\$1,587,449	\$102,231	\$76,374
05RDM	\$433,568	\$28,532	\$6,110	\$390	\$439,678	\$28,922	\$6,500
06OCB	\$30,525	\$1,958	\$14,095	\$905	\$44,620	\$2,863	\$15,000
06RCD	\$4,438,887	\$282,688	\$131,580	\$8,420	\$4,570,467	\$291,108	\$140,000
17RCE	\$764,697	\$49,223	\$358,464	\$22,895	\$1,123,161	\$72,118	\$381,359
18RCE	\$656,990	\$42,010	\$43,040	\$2,760	\$700,030	\$44,770	\$45,800
20RDA	\$1,693,325	\$109,479	(\$11,269)	(\$731)	\$1,682,056	\$108,748	(\$12,000)
22RBA	\$39,485	\$2,547	\$14,129	\$906	\$53,614	\$3,453	\$15,035
31RDA	\$533,295	\$33,558	(\$16,914)	(\$1,086)	\$516,381	\$32,472	(\$18,000)
36RAC	\$1,625,754	\$105,529	\$30,085	\$1,915	\$1,655,839	\$107,444	\$32,000
39RFJ	\$42,287	\$2,713	\$32,884	\$2,115	\$75,171	\$4,828	\$34,999
			\$842,257	\$50,443			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200081486	\$80,000	01OCE	COMPLETE
4200083533	\$60,000	01RGO	COMPLETE
4200081814	\$20,633	04RBB	COMPLETE
4200082653	\$15,000	04RBB	COMPLETE
4200078167	\$300	05RCC	COMPLETE
4200080834	\$26,874	05RCC	COMPLETE
4200082364	\$49,200	05RCC	COMPLETE
4200083407	\$6,500	05RDM	COMPLETE
4200081240	\$15,000	06OCB	COMPLETE
4200082948	\$140,000	06RCD	COMPLETE
4200082200	\$381,359	17RCE	COMPLETE
4200083010	\$45,800	18RCE	COMPLETE
4200077748	(\$12,000)	20RDA	COMPLETE
4200079766	\$15,035	22RBA	COMPLETE
4200077748	(\$18,000)	31RDA	COMPLETE
4200082548	\$32,000	36RAC	COMPLETE
4200082974	\$34,999	39RFJ	COMPLETE
TOTAL	<u>\$892,700</u>		

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 / 3
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2. AMENDMENT/MODIFICATION NO. 133	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
	E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$474,829 (\$446,210 for cost and \$28,619 for fee). Accordingly, the following changes are made to the Contract Schedule:

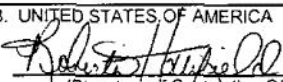
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$106,564,441. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,803,064 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 9/10/04
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Mod 130	\$2,705,175	\$174,982	\$2,880,157
Mod 131	\$787,857	\$50,802	\$838,659
Mod 132	\$842,257	\$50,443	\$892,700
Mod 133	\$446,210	\$28,619	\$474,829
Total	\$106,564,441	\$6,803,064	\$113,367,505

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02RCB	\$767,768	\$48,161	\$28,188	\$1,812	\$795,956	\$49,973	\$30,000
03RDH	\$418,515	\$26,085	\$14,354	\$925	\$432,869	\$27,010	\$15,279
03RFF	\$428,052	\$27,545	\$93,990	\$6,010	\$522,042	\$33,555	\$100,000
05RCC	\$1,587,449	\$102,231	\$65,791	\$4,209	\$1,653,240	\$106,440	\$70,000
06RCD	\$4,570,467	\$291,108	\$14,095	\$905	\$4,584,562	\$292,013	\$15,000
14RBG	\$434,395	\$27,831	\$31,710	\$2,040	\$466,105	\$29,871	\$33,750
17RDI	\$1,155,329	\$72,704	\$15,025	\$975	\$1,170,354	\$73,679	\$16,000
22RFJ	\$180,615	\$11,667	\$23,498	\$1,502	\$204,113	\$13,169	\$25,000
35RFM	\$283,756	\$18,244	\$37,594	\$2,406	\$321,350	\$20,650	\$40,000
36RDA	\$126,850	\$8,150	\$42,275	\$2,725	\$169,125	\$10,875	\$45,000
40RFJ	\$167,227	\$10,709	\$70,300	\$4,500	\$237,527	\$15,209	\$74,800
43RBL	\$927,802	\$59,632	\$9,390	\$610	\$937,192	\$60,242	\$10,000
			\$446,210	\$28,619			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200084249	\$30,000	02RCB	COMPLETE
4200082568	\$15,279	03RDH	COMPLETE
4200083911	\$100,000	03RFF	COMPLETE
4200076266	\$70,000	05RCC	COMPLETE
4200083910	\$15,000	06RCD	COMPLETE
4200083847	\$33,750	14RBG	COMPLETE
4200082994	\$16,000	17RDI	COMPLETE
4200083942	\$25,000	22RFJ	COMPLETE
4200084374	\$40,000	35RFM	COMPLETE
4200082438	\$45,000	36RDA	COMPLETE
4200084356	\$74,800	40RFJ	COMPLETE
4200083734	\$10,000	43RBL	COMPLETE
TOTAL	<u>\$474,829</u>		

AMENDMENT OF SOLICITATION, ... MODIFICATION OF CONTRACT		1. CONT. TID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 134	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE FACILITY CODE		10B. DATED (SEE ITEM 13) 11/3/00

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$575,908 (\$535,499 for cost and \$40,409 for fee). Accordingly, the following changes are made to the Contract Schedule:

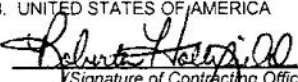
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$107,099,940. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,843,473 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 9/20/04
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Mod 130	\$2,705,175	\$174,982	\$2,880,157
Mod 131	\$787,857	\$50,802	\$838,659
Mod 132	\$842,257	\$50,443	\$892,700
Mod 133	\$446,210	\$28,619	\$474,829
Mod 134	\$535,499	\$40,409	\$575,908
Total	\$107,099,940	\$6,843,473	\$113,943,413

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01D3	\$0	\$0	\$13,708	\$892	\$13,708	\$892	\$14,600
01OCB	\$4,945,279	\$318,933	\$281,705	\$18,295	\$5,226,984	\$337,228	\$300,000
01RGO	\$59,635	\$365	\$15,505	\$4,495	\$75,140	\$4,860	\$20,000
05RCC	\$1,653,240	\$106,440	\$28,170	\$1,830	\$1,681,410	\$108,270	\$30,000
08RAA	\$1,132,175	\$71,246	\$30,078	\$2,922	\$1,162,253	\$74,168	\$33,000
09RFL	\$267,145	\$14,755	\$10,292	\$708	\$277,437	\$15,463	\$11,000
10RCG	\$181,214	\$11,785	\$28,175	\$1,825	\$209,389	\$13,610	\$30,000
13RBF	\$709,248	\$45,934	\$15,988	\$2,012	\$725,236	\$47,946	\$18,000
19RDP	\$1,515,174	\$97,063	\$9,358	\$642	\$1,524,532	\$97,705	\$10,000
27RDC	\$534,556	\$34,106	\$12,476	\$832	\$547,032	\$34,938	\$13,308
29RBG	\$728,375	\$46,625	\$9,347	\$653	\$737,722	\$47,278	\$10,000
33RBI	\$823,170	\$50,330	\$3,742	\$258	\$826,912	\$50,588	\$4,000
36RAC	\$1,655,839	\$107,444	\$56,325	\$3,675	\$1,712,164	\$111,119	\$60,000
39RDE	\$59,395	\$3,803	\$20,630	\$1,370	\$80,025	\$5,173	\$22,000
			\$535,499	\$40,409			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200085372	\$14,600	01D3	COMPLETE
4200085314	\$300,000	01OCB	COMPLETE
4200084223	\$20,000	01RGO	COMPLETE
4200085595	\$30,000	05RCC	COMPLETE
4200085965	\$15,000	08RAA	COMPLETE
4200085974	\$18,000	08RAA	COMPLETE
4200084990	\$11,000	09RFL	COMPLETE
4200085377	\$30,000	10RCG	COMPLETE
4200085503	\$18,000	13RBF	COMPLETE
4200085139	\$10,000	19RDP	COMPLETE
4200084450	\$13,308	27RDC	COMPLETE
4200084597	\$10,000	29RBG	COMPLETE
4200085424	\$4,000	33RBI	COMPLETE
4200085705	\$60,000	36RAC	COMPLETE
4200084779	\$22,000	39RDE	COMPLETE
TOTAL	<u>\$575,908</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">135</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$271,364 (\$253,034 for cost and \$18,330 for fee). Accordingly, the following changes are made to the Contract Schedule:


A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$107,352,974. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$6,861,803 is obligated under this contract for payment of fee".

(continued)

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) <p style="text-align: center;">ROBERTA I. HOLLIFIELD</p>
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED <p style="text-align: right;">9/24/04</p>
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126	\$2,048,768	\$132,157	\$2,180,925
Mod 127	\$1,821,088	\$117,389	\$1,938,477
Mod 128	\$842,337	\$54,114	\$896,451
Mod 129	\$933,755	\$60,076	\$993,831
Mod 130	\$2,705,175	\$174,982	\$2,880,157
Mod 131	\$787,857	\$50,802	\$838,659
Mod 132	\$842,257	\$50,443	\$892,700
Mod 133	\$446,210	\$28,619	\$474,829
Mod 134	\$535,499	\$40,409	\$575,908
Mod 135	\$253,034	\$18,330	\$271,364
Total	\$107,352,974	\$6,861,803	\$114,214,777

Task No.	Current Funding		Increase/Decrease		Revised Funding		Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01ALA	\$5,166,473	\$333,527	\$111,950	\$8,050	\$5,278,423	\$341,577	\$120,000
01OJ	\$4,049,820	\$261,990	\$1,784	\$130	\$4,051,604	\$262,120	\$1,914
03RAA	\$1,431,568	\$90,407	\$4,605	\$395	\$1,436,173	\$90,802	\$5,000
060CB	\$44,620	\$2,863	\$7,855	\$595	\$52,475	\$3,458	\$8,450
35RBG	\$321,650	\$21,345	\$14,915	\$1,085	\$336,565	\$22,430	\$16,000
37RFJ	\$166,032	\$10,707	\$111,925	\$8,075	\$277,957	\$18,782	\$120,000
			\$253,034	\$18,330			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200087290	\$120,000	01ALA	COMPLETE
4200086498	\$1,914	01OJ	COMPLETE
4200086228	\$5,000	03RAA	COMPLETE
4200086878	\$8,450	06OCB	COMPLETE
4200087031	\$16,000	35RBG	COMPLETE
4200085835	\$120,000	37RFJ	COMPLETE
TOTAL	<u>\$271,364</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">136</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
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6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">11/3/00</p>

CODE	FACILITY CODE	11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS
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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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

Not Applicable

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:
X	D. OTHER (Specify type of modification and authority) <p style="text-align: center;">Mutual Agreement</p>

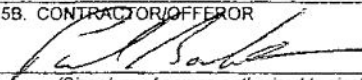
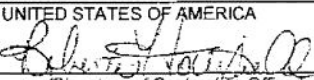
E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copy to the issuing office.

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

The purpose of this modification is to reallocate the breakout of the Current Cost and the Current Fee Funding Limits for identified task orders.

(continued)

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) <p style="text-align: center;">Paul J. Barnhart, SAMS Program Manager</p>	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) <p style="text-align: center;">ROBERTA I. HOLLIFIELD</p>
15B. CONTRACTOR/OFFEROR  <p style="text-align: center;">(Signature of person authorized to sign)</p>	15C. DATE SIGNED <p style="text-align: center;">10/21/04</p>
16B. UNITED STATES OF AMERICA BY  <p style="text-align: center;">(Signature of Contracting Officer)</p>	16C. DATE SIGNED <p style="text-align: center;">10/22/04</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 - 135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Total	\$106,875,011	\$7,339,766	\$114,214,777

1. For the Task Orders identified below, the "Current" Cost and Fee Funding Limits are hereby reallocated as shown in the "Revised" Cost and Fee Funding Limits columns.

Task No.	"Current" Funding Limits		Reallocation Increase/Decrease		"Revised" Funding Limits		Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01AH	\$4,227,178	\$268,911	(\$31,564)	\$31,564	\$4,195,614	\$300,475	\$0
01ALA	\$5,278,423	\$341,577	(\$3,235)	\$3,235	\$5,275,188	\$344,812	\$0
01OCB	\$5,226,984	\$337,228	(\$11,514)	\$11,514	\$5,215,470	\$348,742	\$0
01OCE	\$1,138,027	\$73,393	(\$13,524)	\$13,524	\$1,124,503	\$86,917	\$0
01RCA	\$835,157	\$52,843	(\$5,830)	\$5,830	\$829,327	\$58,673	\$0
01RGO	\$75,140	\$4,860	(\$1,154)	\$1,154	\$73,986	\$6,014	\$0
01SA	\$94,010	\$5,990	(\$7,424)	\$7,424	\$86,586	\$13,414	\$0
02OJ	\$698,365	\$42,635	(\$4,304)	\$4,304	\$694,061	\$46,939	\$0
02RAD	\$794,588	\$50,460	(\$672)	\$672	\$793,916	\$51,132	\$0
02RCB	\$795,956	\$49,973	(\$9,995)	\$9,995	\$785,961	\$59,968	\$0
02RDI	\$881,613	\$55,323	(\$3,558)	\$3,558	\$878,055	\$58,881	\$0
03RAA	\$1,436,173	\$90,802	(\$4,673)	\$4,673	\$1,431,500	\$95,475	\$0
03RCF	\$2,823,778	\$180,352	(\$10,775)	\$10,775	\$2,813,003	\$191,127	\$0
03RDH	\$432,869	\$27,010	(\$1,079)	\$1,079	\$431,790	\$28,089	\$0
03RFF	\$522,042	\$33,555	(\$2,859)	\$2,859	\$519,183	\$36,414	\$0
04RDM	\$351,366	\$23,634	(\$1,288)	\$1,288	\$350,078	\$24,922	\$0
05RDM	\$439,678	\$28,922	(\$348)	\$348	\$439,330	\$29,270	\$0
06RBG	\$383,087	\$24,413	(\$2,374)	\$2,374	\$380,713	\$26,787	\$0
06RCD	\$4,584,562	\$292,013	(\$50,584)	\$50,584	\$4,533,978	\$342,597	\$0
07RDE	\$551,378	\$35,569	(\$2,469)	\$2,469	\$548,909	\$38,038	\$0
07RFM	\$993,900	\$63,930	(\$9,782)	\$9,782	\$984,118	\$73,712	\$0
08RAA	\$1,162,253	\$74,168	(\$6,006)	\$6,006	\$1,156,247	\$80,174	\$0
08RDB	\$145,724	\$8,776	(\$3,531)	\$3,531	\$142,193	\$12,307	\$0
09RDB	\$417,060	\$26,783	(\$2,340)	\$2,340	\$414,720	\$29,123	\$0
09RFL	\$277,437	\$15,463	(\$3,718)	\$3,718	\$273,719	\$19,181	\$0
10RBH	\$534,450	\$34,416	(\$4,423)	\$4,423	\$530,027	\$38,839	\$0
10RCG	\$209,389	\$13,610	(\$3,501)	\$3,501	\$205,888	\$17,111	\$0
10RDE	\$1,114,935	\$69,085	(\$49,784)	\$49,784	\$1,065,151	\$118,869	\$0
10RFQ	\$88,323	\$5,677	(\$4,255)	\$4,255	\$84,068	\$9,932	\$0
11RCB	\$129,859	\$8,241	(\$3,753)	\$3,753	\$126,106	\$11,994	\$0
12RFL	\$131,309	\$8,691	(\$6,432)	\$6,432	\$124,877	\$15,123	\$0
13RAB	\$1,257,469	\$80,382	(\$8,561)	\$8,561	\$1,248,908	\$88,943	\$0
13RBF	\$725,236	\$47,946	(\$6,530)	\$6,530	\$718,706	\$54,476	\$0
13RDF	\$1,556,571	\$99,129	(\$10,006)	\$10,006	\$1,546,565	\$109,135	\$0
13RFL	\$368,650	\$22,850	(\$1,193)	\$1,193	\$367,457	\$24,043	\$0

Task No.	"Current" Funding Limits		Reallocation Increase/Decrease		"Revised" Funding Limits		Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
14RDD	\$487,093	\$31,341	(\$8,186)	\$8,186	\$478,907	\$39,527	\$0
15RAA	\$980,106	\$62,479	(\$1,471)	\$1,471	\$978,635	\$63,950	\$0
15RDE	\$437,703	\$28,172	(\$16,957)	\$16,957	\$420,746	\$45,129	\$0
15RFH	\$581,686	\$36,914	(\$3,571)	\$3,571	\$578,115	\$40,485	\$0
16RCG	\$135,407	\$8,786	(\$362)	\$362	\$135,045	\$9,148	\$0
16RDC	\$193,025	\$11,580	(\$1,548)	\$1,548	\$191,477	\$13,128	\$0
16RFF	\$650,941	\$42,066	(\$4,266)	\$4,266	\$646,675	\$46,332	\$0
17RDI	\$1,170,354	\$73,679	(\$9,910)	\$9,910	\$1,160,444	\$83,589	\$0
18RCE	\$700,030	\$44,770	(\$3,583)	\$3,583	\$696,447	\$48,353	\$0
18RDI	\$572,331	\$36,669	(\$4,531)	\$4,531	\$567,800	\$41,200	\$0
18RFH	\$324,962	\$20,638	(\$674)	\$674	\$324,288	\$21,312	\$0
19RCE	\$289,483	\$18,517	(\$2,095)	\$2,095	\$287,388	\$20,612	\$0
19RDP	\$1,524,532	\$97,705	(\$2,377)	\$2,377	\$1,522,155	\$100,082	\$0
20RBE	\$2,387,044	\$152,198	(\$10,686)	\$10,686	\$2,376,358	\$162,884	\$0
20RDA	\$1,682,056	\$108,748	(\$3,064)	\$3,064	\$1,678,992	\$111,812	\$0
21RDE	\$1,152,953	\$74,341	(\$12,459)	\$12,459	\$1,140,494	\$86,800	\$0
22RBA	\$53,614	\$3,453	(\$511)	\$511	\$53,103	\$3,964	\$0
22RDG	\$522,645	\$32,885	(\$3,410)	\$3,410	\$519,235	\$36,295	\$0
22RFJ	\$204,113	\$13,169	(\$2,557)	\$2,557	\$201,556	\$15,726	\$0
23RDG	\$458,311	\$28,679	(\$3,191)	\$3,191	\$455,120	\$31,870	\$0
24RDG	\$325,233	\$20,336	(\$2,937)	\$2,937	\$322,296	\$23,273	\$0
25RBG	\$395,992	\$26,159	(\$1,068)	\$1,068	\$394,924	\$27,227	\$0
25RDC	\$786,721	\$48,998	(\$7,888)	\$7,888	\$778,833	\$56,886	\$0
26RBE	\$1,541,743	\$96,477	(\$7,063)	\$7,063	\$1,534,680	\$103,540	\$0
26RDC	\$996,084	\$62,412	(\$6,460)	\$6,460	\$989,624	\$68,872	\$0
27RBG	\$462,769	\$29,531	(\$4,186)	\$4,186	\$458,583	\$33,717	\$0
27RDC	\$547,032	\$34,938	(\$245)	\$245	\$546,787	\$35,183	\$0
28RBG	\$197,063	\$12,704	(\$2,531)	\$2,531	\$194,532	\$15,235	\$0
28RDD	\$1,283,950	\$83,033	(\$11,556)	\$11,556	\$1,272,394	\$94,589	\$0
29RBG	\$737,722	\$47,278	(\$7,847)	\$7,847	\$729,875	\$55,125	\$0
31RDA	\$516,381	\$32,472	(\$3,888)	\$3,888	\$512,493	\$36,360	\$0
32RDE	\$241,966	\$15,620	(\$1,855)	\$1,855	\$240,111	\$17,475	\$0
33RBI	\$826,912	\$50,588	(\$9,131)	\$9,131	\$817,781	\$59,719	\$0
33RDC	\$56,397	\$3,557	(\$1,027)	\$1,027	\$55,370	\$4,584	\$0
33RFM	\$480,869	\$31,131	(\$4,627)	\$4,627	\$476,242	\$35,758	\$0
34RDM	\$271,006	\$17,494	(\$838)	\$838	\$270,168	\$18,332	\$0
35RFM	\$321,350	\$20,650	(\$3,338)	\$3,338	\$318,012	\$23,988	\$0
36RAC	\$1,712,164	\$111,119	(\$6,003)	\$6,003	\$1,706,161	\$117,122	\$0
38RAA	\$275,396	\$17,828	(\$560)	\$560	\$274,836	\$18,388	\$0
38RFF	\$75,158	\$4,842	(\$280)	\$280	\$74,878	\$5,122	\$0
39RDE	\$80,025	\$5,173	(\$2,011)	\$2,011	\$78,014	\$7,184	\$0
40RDO	\$61,085	\$3,915	(\$36)	\$36	\$61,049	\$3,951	\$0
43RBL	\$937,192	\$60,242	(\$4,141)	\$4,141	\$933,051	\$64,383	\$0
			(\$477,963)	\$477,963			

2. All other terms and conditions remain unchanged.

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 137	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 11/3/00
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ copy 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 provide a net increase in contract funding by \$614,409 (\$565,714 for cost and \$48,695 for fee). Accordingly, the following changes are made to the Contract Schedule:

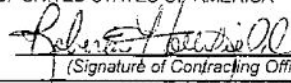
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$107,440,725. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,388,461 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 11/2/04
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Total	\$107,440,725	\$7,388,461	\$114,829,186

Task No.	Current Funding		Increase/Decrease		Revised Funding		Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01D2A	\$0	\$0	\$11,268.00	\$732.00	\$11,268	\$732	\$12,000
01OCB	\$5,215,470	\$348,742	\$450,720.00	\$29,280.00	\$5,666,190	\$378,022	\$480,000
01RDH	\$801,233	\$51,669	\$12,650.00	\$4,017.00	\$813,883	\$55,686	\$16,667
04RDM	\$350,078	\$24,922	\$4,695.00	\$305.00	\$354,773	\$25,227	\$5,000
07RCG	\$478,169	\$29,314	\$35,205.00	\$11,037.00	\$513,374	\$40,351	\$46,242
09RFL	\$273,719	\$19,181	\$7,982.00	\$518.00	\$281,701	\$19,699	\$8,500
19RDP	\$1,522,155	\$100,082	\$20,658.00	\$1,342.00	\$1,542,813	\$101,424	\$22,000
23RDG	\$455,120	\$31,870	\$14,085.00	\$915.00	\$469,205	\$32,785	\$15,000
34RDM	\$270,168	\$18,332	\$8,451.00	\$549.00	\$278,619	\$18,881	\$9,000
			\$565,714	\$48,695			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200088617	\$12,000	01D2A	COMPLETE
4200088952	\$480,000	01OCB	COMPLETE
4200088381	\$16,667	01RDH	COMPLETE
4200088610	\$5,000	04RDM	COMPLETE
4200088566	\$46,242	07RCG	COMPLETE
4200088848	\$8,500	09RFL	COMPLETE
4200088849	\$22,000	19RDP	COMPLETE
4200088136	\$15,000	23RDG	COMPLETE
4200088613	\$9,000	34RDM	COMPLETE
TOTAL	<u>\$614,409</u>		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 138	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
CODE	FACILITY CODE	10B. DATED (SEE ITEM 13) 1/01/01

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) (1) NFS 1852.232-81 LIMITATION OF FUNDS (2) MUTUAL AGREEMENT

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copy 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 (1) provide a net increase in contract funding by \$743,106 (\$697,777 for cost and \$45,329 for fee) and (2) Correct Block 10B on Modifications 1 through 137 to read 1/01/01 in lieu of 11/3/00. Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

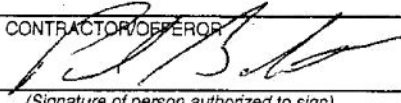
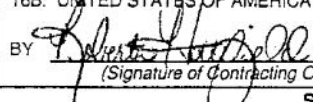
"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$108,138,502. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,433,790 is obligated under this contract for payment of fee".

B. For Modifications 1 through 137, correct the date in Block 10B (Dated) on Standard Form 30 (Amendment of Solicitation/Modification of Contract) to read 1/01/01 in lieu of 11/3/00.

(continued)

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) Paul J. Barnhart, SAMS Program Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 11/18/04
16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 11/18/04

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Total	\$108,138,502	\$7,433,790	\$115,572,292

<u>Task No.</u>	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$4,195,614	\$300,475	\$77,937	\$5,063	\$4,273,551	\$305,538	\$83,000
01ALA	\$5,275,188	\$344,812	\$281,700	\$18,300	\$5,556,888	\$363,112	\$300,000
03RAA	\$1,431,500	\$95,475	\$53,523	\$3,477	\$1,485,023	\$98,952	\$57,000
04RDM	\$354,773	\$25,227	\$7,512	\$488	\$362,285	\$25,715	\$8,000
05RDM	\$439,330	\$29,270	\$7,512	\$488	\$446,842	\$29,758	\$8,000
06OCB	\$52,475	\$3,458	\$423	\$27	\$52,898	\$3,485	\$450
07RDE	\$548,909	\$38,038	\$12,207	\$793	\$561,116	\$38,831	\$13,000
09RFL	\$281,701	\$19,699	\$12,207	\$793	\$293,908	\$20,492	\$13,000
10RFQ	\$84,068	\$9,932	\$1,878	\$122	\$85,946	\$10,054	\$2,000
15RAA	\$978,635	\$63,950	\$75,120	\$4,880	\$1,053,755	\$68,830	\$80,000
19RDP	\$1,542,813	\$101,424	\$54,210	\$3,522	\$1,597,023	\$104,946	\$57,732
21RDE	\$1,140,494	\$86,800	\$18,780	\$1,220	\$1,159,274	\$88,020	\$20,000
25RBG	\$394,924	\$27,227	\$30,417	\$1,976	\$425,341	\$29,203	\$32,393
33RFM	\$476,242	\$35,758	\$4,255	\$276	\$480,497	\$36,034	\$4,531
34RDM	\$278,619	\$18,881	\$22,536	\$1,464	\$301,155	\$20,345	\$24,000
35RFM	\$318,012	\$23,988	\$37,560	\$2,440	\$355,572	\$26,428	\$40,000
			\$697,777	\$45,329			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200090463	\$83,000	01AH	COMPLETE
4200089656	\$300,000	01ALA	COMPLETE
4200089134	\$3,000	03RAA	COMPLETE
4200090613	\$54,000	03RAA	COMPLETE
4200089613	\$8,000	04RDM	COMPLETE
4200089614	\$8,000	05RDM	COMPLETE
4200089620	\$450	06OCB	COMPLETE
4200090249	\$13,000	07RDE	COMPLETE
4200090492	\$13,000	09RFL	COMPLETE
4200088724	\$2,000	10RFQ	COMPLETE
4200090062	\$80,000	15RAA	COMPLETE
4200090493	\$57,732	19RDP	COMPLETE
4200090250	\$20,000	21RDE	COMPLETE
4200089460	\$10,000	25RBG	COMPLETE
4200090164	\$22,393	25RBG	COMPLETE
4200090360	\$4,531	33RFM	COMPLETE
4200089612	\$24,000	34RDM	COMPLETE
4200090382	\$40,000	35RFM	COMPLETE
TOTAL			<u>\$743,106</u>

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CO ACT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">139</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
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6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>	7. ADMINISTERED BY (If other than Item 6)
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">1/01/01</p>

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
	E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$715,875 (\$669,071 for cost and \$46,804 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 - "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$108,807,573. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 - An additional amount of \$7,480,594 is obligated under this contract for payment of fee".

(continued)

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) <p style="text-align: center;">ROBERTA I. HOLLIFIELD</p>
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED <p style="text-align: center;">12/2/04</p>
(Signature of person authorized to sign)	BY (Signature of Contracting Officer)

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Total	\$108,807,573	\$7,480,594	\$116,288,167

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$829,327	\$58,673	\$32,865	\$2,135	\$862,192	\$60,808	\$35,000
01RDH	\$813,883	\$55,686	\$83,722	\$8,778	\$897,605	\$64,464	\$92,500
02RCB	\$785,961	\$59,968	\$18,780	\$1,220	\$804,741	\$61,188	\$20,000
04RBB	\$734,333	\$46,990	\$28,170	\$1,830	\$762,503	\$48,820	\$30,000
04RDM	\$362,285	\$25,715	\$14,085	\$915	\$376,370	\$26,630	\$15,000
05RDM	\$446,842	\$29,758	\$14,085	\$915	\$460,927	\$30,673	\$15,000
08RAA	\$1,156,247	\$80,174	\$63,852	\$4,148	\$1,220,099	\$84,322	\$68,000
10RBH	\$530,027	\$38,839	\$84,510	\$5,490	\$614,537	\$44,329	\$90,000
10RCG	\$205,888	\$17,111	\$38,499	\$2,501	\$244,387	\$19,612	\$41,000
17RDI	\$1,160,444	\$83,589	\$28,170	\$1,830	\$1,188,614	\$85,419	\$30,000
18RDI	\$567,800	\$41,200	\$18,780	\$1,220	\$586,580	\$42,420	\$20,000
18RFH	\$324,288	\$21,312	\$46,950	\$3,050	\$371,238	\$24,362	\$50,000
19RCE	\$287,388	\$20,612	\$65,730	\$4,270	\$353,118	\$24,882	\$70,000
25RBG	\$425,341	\$29,203	\$20,071	\$1,304	\$445,412	\$30,507	\$21,375
26RBE	\$1,534,680	\$103,540	\$93,900	\$6,100	\$1,628,580	\$109,640	\$100,000
28RBG	\$194,532	\$15,235	\$2,817	\$183	\$197,349	\$15,418	\$3,000
34RDM	\$301,155	\$20,345	\$14,085	\$915	\$315,240	\$21,260	\$15,000
			\$669,071	\$46,804			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200091659	\$35,000	01RCA	COMPLETE
4200091181	\$92,500	01RDH	COMPLETE
4200092074	\$20,000	02RCB	COMPLETE
4200091245	\$30,000	04RBB	COMPLETE
4200091461	\$15,000	04RDM	COMPLETE
4200091463	\$15,000	05RDM	COMPLETE
4200092118	\$68,000	08RAA	COMPLETE
4200092055	\$90,000	10RBH	COMPLETE
4200091246	\$41,000	10RCG	COMPLETE
4200091953	\$30,000	17RDI	COMPLETE
4200091726	\$20,000	18RDI	COMPLETE
4200091603	\$50,000	18RFH	COMPLETE
4200091308	\$70,000	19RCE	COMPLETE
4200089830	\$21,375	25RBG	COMPLETE
4200091267	\$100,000	26RBE	COMPLETE
4200089167	\$3,000	28RBG	COMPLETE
4200091466	\$15,000	34RDM	COMPLETE
TOTAL	<u>\$715,875</u>		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 140		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. See Block 12		5. PROJECT NO. (If applicable)	
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6)		CODE		PAGE OF PAGES 1 / 3	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE			9B. DATED (SEE ITEM 11)
FACILITY CODE		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 1/01/01

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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return ___ copy 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 provide a net increase in contract funding by \$365,383 (\$343,098 for cost and \$22,285 for fee). Accordingly, the following changes are made to the Contract Schedule:

A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$109,150,671. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,502,879 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Roberta Hollifield</i> (Signature of Contracting Officer)	16C. DATE SIGNED 12/9/04
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Mod 140	\$343,098	\$22,285	\$365,383
Total	\$109,150,671	\$7,502,879	\$116,653,550

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01RCA	\$862,192	\$60,808	\$11,738	\$762	\$873,930	\$61,570	\$12,500
02OJ	\$694,061	\$46,939	\$23,475	\$1,525	\$717,536	\$48,464	\$25,000
02RAD	\$793,916	\$51,132	\$64,385	\$4,183	\$858,301	\$55,315	\$68,568
13RFL	\$367,457	\$24,043	\$46,950	\$3,050	\$414,407	\$27,093	\$50,000
16RFF	\$646,675	\$46,332	\$28,170	\$1,830	\$674,845	\$48,162	\$30,000
25RDC	\$778,833	\$56,886	\$77,469	\$5,031	\$856,302	\$61,917	\$82,500
28RDD	\$1,272,394	\$94,589	\$15,024	\$976	\$1,287,418	\$95,565	\$16,000
35RFM	\$355,572	\$26,428	\$3,113	\$202	\$358,685	\$26,630	\$3,315
36RAC	\$1,706,161	\$117,122	\$35,214	\$2,286	\$1,741,375	\$119,408	\$37,500
43RBL	\$933,051	\$64,383	\$37,560	\$2,440	\$970,611	\$66,823	\$40,000
			\$343,098	\$22,285			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200091367	\$12,500	01RCA	COMPLETE
4200092828	\$25,000	02OJ	COMPLETE
4200092615	\$46,568	02RAD	COMPLETE
4200092659	\$22,000	02RAD	COMPLETE
4200092371	\$50,000	13RFL	COMPLETE
4200092333	\$30,000	16RFF	COMPLETE
4200085145	\$82,500	25RDC	COMPLETE
4200092299	\$16,000	28RDD	COMPLETE
4200090978	\$3,315	35RFM	COMPLETE
4200092687	\$37,500	36RAC	COMPLETE
4200092258	\$30,000	43RBL	COMPLETE
4200092834	\$10,000	43RBL	COMPLETE
TOTAL	<u>\$365,383</u>		

AMENDMENT OF SOLICITATION/... MODIFICATION OF CONTRACT

1. CONT. ID CODE PAGE OF PAGES
1 3

2. AMENDMENT/MODIFICATION NO. 141	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	7. ADMINISTERED BY (If other than Item 6)	CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(X)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
		10B. DATED (SEE ITEM 13) 1/01/01
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 ___ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

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

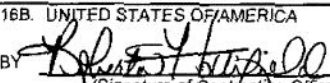
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to provide a net increase in contract funding by \$1,534,711 (\$1,441,092 for cost and \$93,619 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:
 "(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$110,591,763. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.
 An additional amount of \$7,596,498 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 12/20/04
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Mod 140	\$343,098	\$22,285	\$365,383
Mod 141	\$1,441,092	\$93,619	\$1,534,711
Total	\$110,591,763	\$7,596,498	\$118,188,261

Task No.	Current Funding		Increase/Decrease		Revised Funding		Increase/Decrease
	Cost	Fee	Cost	Fee	Cost	Fee	
01AH	\$4,273,551	\$305,538	\$32,865	\$2,135	\$4,306,416	\$307,673	\$35,000
01ALA	\$5,556,888	\$363,112	\$187,800	\$12,200	\$5,744,688	\$375,312	\$200,000
01D2A	\$11,268	\$732	\$18,780	\$1,220	\$30,048	\$1,952	\$20,000
01D3D	\$0	\$0	\$10,329	\$671	\$10,329	\$671	\$11,000
01RGO	\$73,986	\$6,014	\$18,780	\$1,220	\$92,766	\$7,234	\$20,000
04RDM	\$376,370	\$26,630	\$46,950	\$3,050	\$423,320	\$29,680	\$50,000
05RDM	\$460,927	\$30,673	\$46,950	\$3,050	\$507,877	\$33,723	\$50,000
06RDM	\$423,311	\$27,200	\$46,950	\$3,050	\$470,261	\$30,250	\$50,000
07RDE	\$561,116	\$38,831	\$12,207	\$793	\$573,323	\$39,624	\$13,000
09RDB	\$414,720	\$29,123	\$18,780	\$1,220	\$433,500	\$30,343	\$20,000
09RFL	\$293,908	\$20,492	\$6,573	\$427	\$300,481	\$20,919	\$7,000
10RFQ	\$85,946	\$10,054	\$7,512	\$488	\$93,458	\$10,542	\$8,000
13RBF	\$718,706	\$54,476	\$28,321	\$1,840	\$747,027	\$56,316	\$30,161
13RDF	\$1,546,565	\$109,135	\$93,900	\$6,100	\$1,640,465	\$115,235	\$100,000
14RDD	\$478,907	\$39,527	\$92,961	\$6,039	\$571,868	\$45,566	\$99,000
15RDE	\$420,746	\$45,129	\$14,085	\$915	\$434,831	\$46,044	\$15,000
16RCG	\$135,045	\$9,148	\$18,780	\$1,220	\$153,825	\$10,368	\$20,000
16RFF	\$674,845	\$48,162	\$28,170	\$1,830	\$703,015	\$49,992	\$30,000
17RDI	\$1,188,614	\$85,419	\$18,780	\$1,220	\$1,207,394	\$86,639	\$20,000
18RDI	\$586,580	\$42,420	\$9,390	\$610	\$595,970	\$43,030	\$10,000
19RDP	\$1,597,023	\$104,946	\$23,475	\$1,525	\$1,620,498	\$106,471	\$25,000
20RDA	\$1,678,992	\$111,812	\$13,615	\$885	\$1,692,607	\$112,697	\$14,500
21RDE	\$1,159,274	\$88,020	\$18,780	\$1,220	\$1,178,054	\$89,240	\$20,000
22RDG	\$519,235	\$36,295	\$39,907	\$2,593	\$559,142	\$38,888	\$42,500
23RDG	\$469,205	\$32,785	\$36,621	\$2,379	\$505,826	\$35,164	\$39,000
24RDG	\$322,296	\$23,273	\$22,630	\$1,470	\$344,926	\$24,743	\$24,100
25RDC	\$856,302	\$61,917	\$59,251	\$3,849	\$915,553	\$65,766	\$63,100
26RDC	\$989,624	\$68,872	\$77,045	\$5,005	\$1,066,669	\$73,877	\$82,050
28RDD	\$1,287,418	\$95,565	\$299,541	\$19,459	\$1,586,959	\$115,024	\$319,000
31RDA	\$512,493	\$36,360	\$23,005	\$1,495	\$535,498	\$37,855	\$24,500
34RDM	\$315,240	\$21,260	\$46,950	\$3,050	\$362,190	\$24,310	\$50,000
35RBG	\$336,565	\$22,430	\$21,409	\$1,391	\$357,974	\$23,821	\$22,800
			\$1,441,092	\$93,619			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200094275	\$35,000	01AH	COMPLETE
4200094227	\$200,000	01ALA	COMPLETE
4200092995	\$20,000	01D2A	COMPLETE
4200093631	\$11,000	01D3D	COMPLETE
4200093803	\$20,000	01RGO	COMPLETE
4200093511	\$50,000	04RDM	COMPLETE
4200093560	\$50,000	05RDM	COMPLETE
4200093601	\$50,000	06RDM	COMPLETE
4200093192	\$13,000	07RDE	COMPLETE
4200093826	\$20,000	09RDB	COMPLETE
4200094037	\$7,000	09RFL	COMPLETE
4200094043	\$8,000	10RFQ	COMPLETE
4200093490	\$30,161	13RBF	COMPLETE
4200093079	\$100,000	13RDF	COMPLETE
4200093034	\$99,000	14RDD	COMPLETE
4200094447	\$15,000	15RDE	COMPLETE
4200094427	\$20,000	16RCG	COMPLETE
4200093058	\$30,000	16RFF	COMPLETE
4200094055	\$20,000	17RDI	COMPLETE
4200094057	\$10,000	18RDI	COMPLETE
4200094038	\$25,000	19RDP	COMPLETE
4200093826	\$14,500	20RDA	COMPLETE
4200093191	\$20,000	21RDE	COMPLETE
4200093826	\$42,500	22RDG	COMPLETE
4200093826	\$39,000	23RDG	COMPLETE
4200093826	\$24,100	24RDG	COMPLETE
4200093826	\$63,100	25RDC	COMPLETE
4200093826	\$82,050	26RDC	COMPLETE
4200093557	\$319,000	28RDD	COMPLETE
4200093826	\$24,500	31RDA	COMPLETE
4200093603	\$50,000	34RDM	COMPLETE
4200093291	\$14,800	35RBG	COMPLETE
4200093295	\$8,000	35RBG	COMPLETE
TOTAL	<u>\$1,534,711</u>		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT		1. COI	CT ID CODE	PAGE OF PAGES
		1		3

2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">142</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (if applicable)
6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (if other than item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">1/01/01</p>

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$340,867 (\$320,074 for cost and \$20,793 for fee). Accordingly, the following changes are made to the Contract Schedule:

- A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$110,911,837. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,617,291 is obligated under this contract for payment of fee”.

(continued)

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) <p style="text-align: center;">ROBERTA I. HOLLIFIELD</p>
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED <p style="text-align: center;">1/7/05</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Mod 140	\$343,098	\$22,285	\$365,383
Mod 141	\$1,441,092	\$93,619	\$1,534,711
Mod 142	\$320,074	\$20,793	\$340,867
Total	\$110,911,837	\$7,617,291	\$118,529,128

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
02OJ	\$717,536	\$48,464	\$46,950	\$3,050	\$764,486	\$51,514	\$50,000
04RBB	\$762,503	\$48,820	\$44,133	\$2,867	\$806,636	\$51,687	\$47,000
05RCC	\$1,681,410	\$108,270	\$11,268	\$732	\$1,692,678	\$109,002	\$12,000
06RBG	\$380,713	\$26,787	\$9,390	\$610	\$390,103	\$27,397	\$10,000
06RCD	\$4,533,978	\$342,597	\$86,388	\$5,612	\$4,620,366	\$348,209	\$92,000
07RCG	\$513,374	\$40,351	\$23,820	\$1,547	\$537,194	\$41,898	\$25,367
07RFM	\$984,118	\$73,712	\$37,560	\$2,440	\$1,021,678	\$76,152	\$40,000
33RBI	\$817,781	\$59,719	\$7,981	\$519	\$825,762	\$60,238	\$8,500
36RAC	\$1,741,375	\$119,408	\$5,634	\$366	\$1,747,009	\$119,774	\$6,000
43RBL	\$970,611	\$66,823	\$46,950	\$3,050	\$1,017,561	\$69,873	\$50,000
			\$320,074	\$20,793			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200094449	\$50,000	02OJ	COMPLETE
4200094407	\$47,000	04RBB	COMPLETE
4200094726	\$12,000	05RCC	COMPLETE
4200094675	\$10,000	06RBG	COMPLETE
4200094727	\$92,000	06RCD	COMPLETE
4200095732	\$25,367	07RCG	COMPLETE
4500095899	\$40,000	07RFM	COMPLETE
4200093841	\$8,500	33RBI	COMPLETE
4200094850	\$6,000	36RAC	COMPLETE
4200094761	\$20,000	43RBL	COMPLETE
4200095017	\$30,000	43RBL	COMPLETE
TOTAL	<u>\$340,867</u>		

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. CC	ACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">143</p>		3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>		4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	
6. ISSUED BY <p style="text-align: center;">National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		7. ADMINISTERED BY (If other than Item 6)			

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
CODE	FACILITY CODE		10B. DATED (SEE ITEM 13) <p style="text-align: center;">1/01/01</p>

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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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:
X	D. OTHER (Specify type of modification and authority) <p style="text-align: center;">NFS 1852.232-81 LIMITATION OF FUNDS</p>
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$1,242,073 (\$1,166,306 for cost and \$75,767 for fee). Accordingly, the following changes are made to the Contract Schedule:

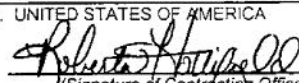
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$112,078,143. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,693,058 is obligated under this contract for payment of fee”.

(continued)

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) <p style="text-align: center;">ROBERTA I. HOLLIFIELD</p>	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED <p style="text-align: center;">1/21/05</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Mod 140	\$343,098	\$22,285	\$365,383
Mod 141	\$1,441,092	\$93,619	\$1,534,711
Mod 142	\$320,074	\$20,793	\$340,867
Mod 143	\$1,166,306	\$75,767	\$1,242,073
Total	\$112,078,143	\$7,693,058	\$119,771,201

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$4,306,416	\$307,673	\$42,255	\$2,745	\$4,348,671	\$310,418	\$45,000
01ALA	\$5,744,688	\$375,312	\$469,500	\$30,500	\$6,214,188	\$405,812	\$500,000
01D1B	\$0	\$0	\$23,475	\$1,525	\$23,475	\$1,525	\$25,000
01D3	\$13,708	\$892	\$4,225	\$275	\$17,933	\$1,167	\$4,500
03RCF	\$2,813,003	\$191,127	\$281,700	\$18,300	\$3,094,703	\$209,427	\$300,000
05RCC	\$1,692,678	\$109,002	\$136,155	\$8,845	\$1,828,833	\$117,847	\$145,000
07RDE	\$573,323	\$39,624	\$36,621	\$2,379	\$609,944	\$42,003	\$39,000
08RAA	\$1,220,099	\$84,322	\$39,037	\$2,536	\$1,259,136	\$86,858	\$41,573
21RDE	\$1,178,054	\$89,240	\$103,290	\$6,710	\$1,281,344	\$95,950	\$110,000
43RBL	\$1,017,561	\$69,873	\$30,048	\$1,952	\$1,047,609	\$71,825	\$32,000
			\$1,166,306	\$75,767			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200096205	\$45,000	01AH	COMPLETE
4200096723	\$500,000	01ALA	COMPLETE
4200097190	\$25,000	01D1B	COMPLETE
4200097791	\$4,500	01D3	COMPLETE
4200095876	\$300,000	03RCF	COMPLETE
4200096783	\$145,000	05RCC	COMPLETE
4200097285	\$39,000	07RDE	COMPLETE
4200096470	\$16,573	08RAA	COMPLETE
4200097082	\$25,000	08RAA	COMPLETE
4200097285	\$110,000	21RDE	COMPLETE
4200096510	\$7,000	43RBL	COMPLETE
4200096973	\$25,000	43RBL	COMPLETE
TOTAL	<u>\$1,242,073</u>		

AMENDMENT OF SOLICITATION... MODIFICATION OF CONTRACT		1. CI ACT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">144</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE <p>National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001</p>		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) <p style="text-align: center;">Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705</p>	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">1/01/01</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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:
X	D. OTHER (Specify type of modification and authority) <p style="text-align: center;">NFS 1852.232-81 LIMITATION OF FUNDS</p>

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$1,507,689 (\$1,415,719 for cost and \$91,970 for fee). Accordingly, the following changes are made to the Contract Schedule:

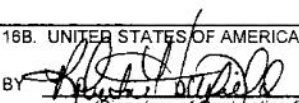
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$113,493,862. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,785,028 is obligated under this contract for payment of fee".

(continued)

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) <p style="text-align: center;">ROBERTA I. HOLLIFIELD</p>
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED <p style="text-align: center;">1-28-05</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Mod 140	\$343,098	\$22,285	\$365,383
Mod 141	\$1,441,092	\$93,619	\$1,534,711
Mod 142	\$320,074	\$20,793	\$340,867
Mod 143	\$1,166,306	\$75,767	\$1,242,073
Mod 144	\$1,415,719	\$91,970	\$1,507,689
Total	\$113,493,862	\$7,785,028	\$121,278,890

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01D2A	\$30,048	\$1,952	\$28,170	\$1,830	\$58,218	\$3,782	\$30,000
01E2A	\$0	\$0	\$18,164	\$1,180	\$18,164	\$1,180	\$19,344
01OCB	\$5,666,190	\$378,022	\$446,025	\$28,975	\$6,112,215	\$406,997	\$475,000
01RGO	\$92,766	\$7,234	\$93,900	\$6,100	\$186,666	\$13,334	\$100,000
03RAA	\$1,485,023	\$98,952	\$56,340	\$3,660	\$1,541,363	\$102,612	\$60,000
10RCG	\$244,387	\$19,612	\$37,560	\$2,440	\$281,947	\$22,052	\$40,000
13RDF	\$1,640,465	\$115,235	\$234,750	\$15,250	\$1,875,215	\$130,485	\$250,000
15RAA	\$1,053,755	\$68,830	\$18,780	\$1,220	\$1,072,535	\$70,050	\$20,000
16RFF	\$703,015	\$49,992	\$37,560	\$2,440	\$740,575	\$52,432	\$40,000
17RDI	\$1,207,394	\$86,639	\$18,780	\$1,220	\$1,226,174	\$87,859	\$20,000
18RCE	\$696,447	\$48,353	\$70,425	\$4,575	\$766,872	\$52,928	\$75,000
19RCE	\$353,118	\$24,882	\$23,475	\$1,525	\$376,593	\$26,407	\$25,000
20RDA	\$1,692,607	\$112,697	\$27,700	\$1,800	\$1,720,307	\$114,497	\$29,500
21RDE	\$1,281,344	\$95,950	\$32,865	\$2,135	\$1,314,209	\$98,085	\$35,000
31RDA	\$535,498	\$37,855	\$50,236	\$3,264	\$585,734	\$41,119	\$53,500
33RBI	\$825,762	\$60,238	\$33,804	\$2,196	\$859,566	\$62,434	\$36,000
35RFM	\$358,685	\$26,630	\$28,170	\$1,830	\$386,855	\$28,460	\$30,000
36RAC	\$1,747,009	\$119,774	\$157,752	\$10,248	\$1,904,761	\$130,022	\$168,000
40RDO	\$61,049	\$3,951	\$1,263	\$82	\$62,312	\$4,033	\$1,345
			\$1,415,719	\$91,970			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200098274	\$30,000	01D2A	COMPLETE
4200097925	\$19,344	01E2A	COMPLETE
4200097943	\$475,000	01OCB	COMPLETE
4200098042	\$100,000	01RGO	COMPLETE
4200098940	\$60,000	03RAA	COMPLETE
4200097938	\$40,000	10RCG	COMPLETE
4200097364	\$250,000	13RDF	COMPLETE
4200097464	\$20,000	15RAA	COMPLETE
4200097930	\$40,000	16RFF	COMPLETE
4200097363	\$20,000	17RDI	COMPLETE
4200098290	\$75,000	18RCE	COMPLETE
4200098302	\$25,000	19RCE	COMPLETE
4200097927	\$29,500	20RDA	COMPLETE
4200098798	\$35,000	21RDE	COMPLETE
4200097927	\$53,500	31RDA	COMPLETE
4200097326	\$36,000	33RBI	COMPLETE
4200098821	\$30,000	35RFM	COMPLETE
4200098381	\$168,000	36RAC	COMPLETE
4200098567	\$1,345	40RDO	COMPLETE
TOTAL	<u>\$1,507,689</u>		

AMENDMENT OF SOLICITATION / MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
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2. AMENDMENT/MODIFICATION NO. <p style="text-align: center;">145</p>	3. EFFECTIVE DATE <p style="text-align: center;">See Block 16C</p>	4. REQUISITION/PURCHASE REQ. NO. <p style="text-align: center;">See Block 12</p>	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001		7. ADMINISTERED BY (If other than Item 6) CODE	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	X	10A. MODIFICATION OF CONTRACT/ORDER NO. <p style="text-align: center;">NAS1-00135</p>
		10B. DATED (SEE ITEM 13) <p style="text-align: center;">1/01/01</p>
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS

E. IMPORTANT: Contractor is not, is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$2,329,397 (\$2,187,304 for cost and \$142,093 for fee). Accordingly, the following changes are made to the Contract Schedule:

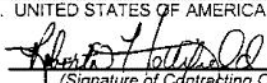
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

“(a) For purposes of payment of cost, exclusive of fee, in accordance with the “Limitation of Funds” clauses, the total amount allotted by the Government to this contract is \$115,681,166. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$7,927,121 is obligated under this contract for payment of fee”.

(continued)

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) ROBERTA I. HOLLIFIELD	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
	16C. DATE SIGNED <p style="text-align: center;">2/11/05</p>

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136	(\$477,963)	\$477,963	\$0
Mod 137	\$565,714	\$48,695	\$614,409
Mod 138	\$697,777	\$45,329	\$743,106
Mod 139	\$669,071	\$46,804	\$715,875
Mod 140	\$343,098	\$22,285	\$365,383
Mod 141	\$1,441,092	\$93,619	\$1,534,711
Mod 142	\$320,074	\$20,793	\$340,867
Mod 143	\$1,166,306	\$75,767	\$1,242,073
Mod 144	\$1,415,719	\$91,970	\$1,507,689
Mod 145	\$2,187,304	\$142,093	\$2,329,397
Total	\$115,681,166	\$7,927,121	\$123,608,287

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01AH	\$4,348,671	\$310,418	\$9,390	\$610	\$4,358,061	\$311,028	\$10,000
01ALA	\$6,214,188	\$405,812	\$1,032,900	\$67,100	\$7,247,088	\$472,912	\$1,100,000
01D3D	\$10,329	\$671	\$10,329	\$671	\$20,658	\$1,342	\$11,000
01RCA	\$873,930	\$61,570	\$8,263	\$537	\$882,193	\$62,107	\$8,800
02RCB	\$804,741	\$61,188	\$9,390	\$610	\$814,131	\$61,798	\$10,000
03RCF	\$3,094,703	\$209,427	\$36,715	\$2,385	\$3,131,418	\$211,812	\$39,100
04RBB	\$806,636	\$51,687	\$1,878	\$122	\$808,514	\$51,809	\$2,000
05RCC	\$1,828,833	\$117,847	\$17,841	\$1,159	\$1,846,674	\$119,006	\$19,000
06RBG	\$390,103	\$27,397	\$8,451	\$549	\$398,554	\$27,946	\$9,000
06RCD	\$4,620,366	\$348,209	\$63,289	\$4,111	\$4,683,655	\$352,320	\$67,400
06RDM	\$470,261	\$30,250	\$28,170	\$1,830	\$498,431	\$32,080	\$30,000
08RAA	\$1,259,136	\$86,858	\$131,460	\$8,540	\$1,390,596	\$95,398	\$140,000
09RAC	\$1,335,942	\$86,364	\$207,988	\$13,512	\$1,543,930	\$99,876	\$221,500
09RDB	\$433,500	\$30,343	\$4,883	\$317	\$438,383	\$30,660	\$5,200
09RFL	\$300,481	\$20,919	\$52,610	\$3,418	\$353,091	\$24,337	\$56,028
10RDE	\$1,065,151	\$118,869	\$28,774	\$1,869	\$1,093,925	\$120,738	\$30,643
15RAA	\$1,072,535	\$70,050	\$65,730	\$4,270	\$1,138,265	\$74,320	\$70,000
17RCE	\$1,123,161	\$72,118	\$181,227	\$11,773	\$1,304,388	\$83,891	\$193,000
17RDI	\$1,226,174	\$87,859	\$9,366	\$608	\$1,235,540	\$88,467	\$9,974
18RCE	\$766,872	\$52,928	\$30,236	\$1,964	\$797,108	\$54,892	\$32,200
19RCE	\$376,593	\$26,407	\$3,944	\$256	\$380,537	\$26,663	\$4,200
19RDP	\$1,620,498	\$106,471	\$154,209	\$10,018	\$1,774,707	\$116,489	\$164,227
25RBG	\$445,412	\$30,507	\$6,690	\$435	\$452,102	\$30,942	\$7,125
36RAC	\$1,904,761	\$130,022	\$74,181	\$4,819	\$1,978,942	\$134,841	\$79,000
43RBL	\$1,047,609	\$71,825	\$9,390	\$610	\$1,056,999	\$72,435	\$10,000
			\$2,187,304	\$142,093			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200100419	\$10,000	01AH	COMPLETE
4200099727	\$1,100,000	01ALA	COMPLETE
4200099089	\$11,000	01D3D	COMPLETE
4200099049	\$8,800	01RCA	COMPLETE
4200099089	\$10,000	02RCB	COMPLETE
4200098894	\$14,100	03RCF	COMPLETE
4200098895	\$25,000	03RCF	COMPLETE
4200099089	\$2,000	04RBB	COMPLETE
4200100201	\$19,000	05RCC	COMPLETE
4200099089	\$9,000	06RBG	COMPLETE
4200098894	\$4,400	06RCD	COMPLETE
4200098896	\$63,000	06RCD	COMPLETE
4200100512	\$30,000	06RDM	COMPLETE
4200100573	\$80,000	08RAA	COMPLETE
4200100600	\$60,000	08RAA	COMPLETE
4200099421	\$221,500	09RAC	COMPLETE
4200099045	\$5,200	09RDB	COMPLETE
4200100654	\$34,428	09RFL	COMPLETE
4200100659	\$21,600	09RFL	COMPLETE
4200099011	\$30,643	10RDE	COMPLETE
4200100277	\$70,000	15RAA	COMPLETE
4200096180	\$158,000	17RCE	COMPLETE
4200099563	\$35,000	17RCE	COMPLETE
4200099226	\$9,974	17RDI	COMPLETE
4200099049	\$32,200	18RCE	COMPLETE
4200099049	\$4,200	19RCE	COMPLETE
4200100660	\$37,227	19RDP	COMPLETE
4200100713	\$127,000	19RDP	COMPLETE
4200099093	\$7,125	25RBG	COMPLETE
4200099857	\$54,000	36RAC	COMPLETE
4200099089	\$25,000	36RAC	COMPLETE
4200099089	\$10,000	43RBL	COMPLETE
TOTAL	<u>\$2,329,397</u>		

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 146	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (if applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (if other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(x)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 1/01/01
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Page 3

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

<input type="checkbox"/>	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.
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS
<input type="checkbox"/>	E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copy 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 provide a net increase in contract funding by \$1,340,235 (\$1,258,483 for cost and \$81,752 for fee). Accordingly, the following changes are made to the Contract Schedule:


A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$116,939,649. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$8,008,873 is obligated under this contract for payment of fee".

(continued)

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) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 2/28/05
(Signature of person authorized to sign)			

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136 - 145	\$8,328,192	\$1,065,318	\$9,393,510
Moe 146	\$1,258,483	\$81,752	\$1,340,235
Total	\$116,939,649	\$8,008,873	\$124,948,522

Task No.	<u>Current Funding</u>		<u>Increase/Decrease</u>		<u>Revised Funding</u>		<u>Increase/Decrease</u>
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01A3	\$0	\$0	\$109,030	\$7,083	\$109,030	\$7,083	\$116,113
01D3	\$17,933	\$1,167	\$3,286	\$214	\$21,219	\$1,381	\$3,500
01RCA	\$882,193	\$62,107	\$97,954	\$6,363	\$980,147	\$68,470	\$104,317
02RAD	\$858,301	\$55,315	\$42,255	\$2,745	\$900,556	\$58,060	\$45,000
02RCB	\$814,131	\$61,798	\$15,322	\$995	\$829,453	\$62,793	\$16,317
02RDI	\$878,055	\$58,881	\$135,216	\$8,784	\$1,013,271	\$67,665	\$144,000
03RDH	\$431,790	\$28,089	\$9,390	\$610	\$441,180	\$28,699	\$10,000
04RBB	\$808,514	\$51,809	\$15,322	\$995	\$823,836	\$52,804	\$16,317
05RCC	\$1,846,674	\$119,006	\$7,674	\$499	\$1,854,348	\$119,505	\$8,173
06RBG	\$398,554	\$27,946	\$9,390	\$610	\$407,944	\$28,556	\$10,000
06RCD	\$4,683,655	\$352,320	\$15,322	\$995	\$4,698,977	\$353,315	\$16,317
09RAC	\$1,543,930	\$99,876	\$281,700	\$18,300	\$1,825,630	\$118,176	\$300,000
09RDB	\$438,383	\$30,660	\$15,322	\$995	\$453,705	\$31,655	\$16,317
10RDE	\$1,093,925	\$120,738	\$13,317	\$865	\$1,107,242	\$121,603	\$14,182
13RBF	\$747,027	\$56,316	\$15,322	\$995	\$762,349	\$57,311	\$16,317
15RAA	\$1,138,265	\$74,320	\$56,901	\$3,696	\$1,195,166	\$78,016	\$60,597
16RDC	\$191,477	\$13,128	\$42,255	\$2,745	\$233,732	\$15,873	\$45,000
17RDI	\$1,235,540	\$88,467	\$28,170	\$1,830	\$1,263,710	\$90,297	\$30,000
18RBG	\$382,008	\$24,272	\$15,322	\$995	\$397,330	\$25,267	\$16,317
20RBE	\$2,376,358	\$162,884	\$112,680	\$7,320	\$2,489,038	\$170,204	\$120,000
20RDA	\$1,720,307	\$114,497	\$83,399	\$5,418	\$1,803,706	\$119,915	\$88,817
26RBE	\$1,628,580	\$109,640	\$93,900	\$6,100	\$1,722,480	\$115,740	\$100,000
31RDA	\$585,734	\$41,119	\$15,322	\$995	\$601,056	\$42,114	\$16,317
36RAC	\$1,978,942	\$134,841	\$15,322	\$995	\$1,994,264	\$135,836	\$16,317
43RBL	\$1,056,999	\$72,435	\$9,390	\$610	\$1,066,389	\$73,045	\$10,000
			\$1,258,483	\$81,752			

Accounting and Appropriation Data

<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
4200101422	\$116,113	01A3	COMPLETE
4200100312	\$3,500	01D3	COMPLETE
4200101421	\$88,000	01RCA	COMPLETE
4200103403	\$16,317	01RCA	COMPLETE
4200101533	\$45,000	02RAD	COMPLETE
4200103403	\$16,317	02RCB	COMPLETE
4200101662	\$144,000	02RDI	COMPLETE
4200103261	\$10,000	03RDH	COMPLETE
4200103403	\$16,317	04RBB	COMPLETE
4200102273	\$8,173	05RCC	COMPLETE
4200102336	\$10,000	06RBG	COMPLETE
4200103403	\$16,317	06RCD	COMPLETE
4200103145	\$300,000	09RAC	COMPLETE
4200103403	\$16,317	09RDB	COMPLETE
4200102961	\$14,182	10RDE	COMPLETE
4200103403	\$16,317	13RBF	COMPLETE
4200101239	\$60,597	15RAA	COMPLETE
4200103140	\$45,000	16RDC	COMPLETE
4200101172	\$30,000	17RDI	COMPLETE
4200103403	\$16,317	18RBG	COMPLETE
4200101408	\$120,000	20RBE	COMPLETE
4200101623	\$15,000	20RDA	COMPLETE
4200103140	\$57,500	20RDA	COMPLETE
4200103403	\$16,317	20RDA	COMPLETE
4200102298	\$100,000	26RBE	COMPLETE
4200103403	\$16,317	31RDA	COMPLETE
4200103403	\$16,317	36RAC	COMPLETE
4200102076	\$10,000	43RBL	COMPLETE
TOTAL	<u>\$1,340,235</u>		

AMENDMENT OF SOLICITATION, MODIFICATION OF CONTRACT		1. CC ACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 147	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. See Block 12	5. PROJECT NO. (If applicable)
6. ISSUED BY National Aeronautics and Space Administration Langley Research Center Hampton, VA 23681-0001	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Swales and Associates, Inc. 5050 Powder Mill Road Beltsville, MD 20705		(X)	9A. AMENDMENT OF SOLICITATION NO.
			9B. DATED (SEE ITEM 11)
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. NAS1-00135
			10B. DATED (SEE ITEM 13) 1/01/01
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 _____ copies 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 ACKNOWLEDGEMENT 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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)
See Page 3

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:
X	D. OTHER (Specify type of modification and authority) NFS 1852.232-81 LIMITATION OF FUNDS Mutual Agreement

E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copy 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: (a) make corrections to Task Order funding actions on Modification 146 and (b) provide a net increase in contract funding by \$1,338,902 (\$1,257,228 for cost and \$81,674 for fee). Accordingly, the following changes are made to the Contract Schedule:

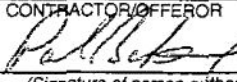
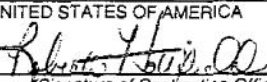
A. Under Section B, B.4 CONTRACT FUNDING, is deleted in its entirety and the following substituted therefore:

"(a) For purposes of payment of cost, exclusive of fee, in accordance with the "Limitation of Funds" clauses, the total amount allotted by the Government to this contract is \$118,196,877. This allotment is for the performance of work in accordance with the limitations and completion dates as set forth in the Task Orders authorized by the Contracting Officer.

An additional amount of \$8,090,547 is obligated under this contract for payment of fee".

(continued)

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) Paul J. Barnhart, SAMS Program Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ROBERTA I. HOLLIFIELD	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 3/10/05	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 3/10/05

Contract Funding Tabulation

	<u>Funding Cost</u>	<u>Funding Fee</u>	<u>Total Funding</u>
Mods 1 - 65	\$47,522,639	\$2,988,576	\$50,511,215
Mods 66 - 94	\$18,025,922	\$1,175,612	\$19,201,534
Mods 95 - 115	\$12,573,296	\$808,714	\$13,382,010
Mods 116 - 125	\$18,015,137	\$1,161,580	\$19,176,717
Mod 126 -135	\$11,215,980	\$727,321	\$11,943,301
Mod 136 - 145	\$8,328,192	\$1,065,318	\$9,393,510
Moe 146	\$1,258,483	\$81,752	\$1,340,235
Mod 147	\$1,257,228	\$81,674	\$1,338,902
Total	\$118,196,877	\$8,090,547	\$126,287,424

1. Corrective funding action pertaining to Modification 146:

PR Number 4200103403 was incorrectly identified as pertaining to Task Order 18RBG in lieu of Task Order 01D3D and the following corrective funding actions are required:

(a). "Remove" the following funding action for Task Order 18RBG as shown on Modification 146:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
18RBG	\$382,008	\$24,272	\$15,322	\$995	\$397,330	\$25,267	\$16,317

(b). "Add" the following funding action for Task Order 01D3D to Modification 146:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01D3D	\$20,658	\$1,342	\$15,322	\$995	\$35,980	\$2,337	\$16,317

2. Actions pertaining to Modification 147:

Task No.	Current Funding		Increase/Decrease		Revised Funding		Total Increase/Decrease
	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost</u>	<u>Fee</u>	
01ALA	\$7,247,088	\$472,912	\$469,500	\$30,500	\$7,716,588	\$503,412	\$500,000
01D2A	\$58,218	\$3,782	\$37,560	\$2,440	\$95,778	\$6,222	\$40,000
06RDM	\$498,431	\$32,080	\$6,497	\$422	\$504,928	\$32,502	\$6,919
09RAC	\$1,825,630	\$118,176	\$169,020	\$10,980	\$1,994,650	\$129,156	\$180,000
10RBH	\$614,537	\$44,329	\$84,510	\$5,490	\$699,047	\$49,819	\$90,000
10RCG	\$281,947	\$22,052	\$32,865	\$2,135	\$314,812	\$24,187	\$35,000
10RDE	\$1,107,242	\$121,603	\$69,016	\$4,484	\$1,176,258	\$126,087	\$73,500
10RFQ	\$93,458	\$10,542	\$9,390	\$610	\$102,848	\$11,152	\$10,000
13RBF	\$762,349	\$57,311	\$151,179	\$9,821	\$913,528	\$67,132	\$161,000
15RDE	\$434,831	\$46,044	\$56,700	\$3,683	\$491,531	\$49,727	\$60,383
17RCE	\$1,304,388	\$83,891	\$37,560	\$2,440	\$1,341,948	\$86,331	\$40,000
18RCE	\$797,108	\$54,892	\$19,249	\$1,251	\$816,357	\$56,143	\$20,500
18RDI	\$595,970	\$43,030	\$16,902	\$1,098	\$612,872	\$44,128	\$18,000
20RBE	\$2,489,038	\$170,204	\$11,268	\$732	\$2,500,306	\$170,936	\$12,000
36RFJ	\$202,009	\$13,091	\$9,390	\$610	\$211,399	\$13,701	\$10,000
37RFJ	\$277,957	\$18,782	\$67,608	\$4,392	\$345,565	\$23,174	\$72,000
43RBL	\$1,066,389	\$73,045	\$9,014	\$586	\$1,075,403	\$73,631	\$9,600
			\$1,257,228	\$81,674			

1. Correct **Task Order Number** listed in the Accounting and Appropriation Data on Modification 146 as follows:

Accounting and Appropriation Data

	<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
Change from:	4200103403	\$16,317	18RBG	COMPLETE
Change to:	4200103403	\$16,317	01D3D	COMPLETE

2. Accounting and Appropriation Data for Modification 147:

Accounting and Appropriation Data

	<u>PR</u>	<u>Amount</u>	<u>Task</u>	<u>Partial/Complete</u>
	4200104282	\$500,000	01ALA	COMPLETE
	4200104109	\$40,000	01D2A	COMPLETE
	4200103743	\$6,919	06RDM	COMPLETE
	4200102673	\$180,000	09RAC	COMPLETE
	4200103246	\$90,000	10RBH	COMPLETE
	4200103345	\$35,000	10RCG	COMPLETE
	4200103290	\$73,500	10RDE	COMPLETE
	4200103607	\$10,000	10RFQ	COMPLETE
	4200103215	\$150,000	13RBF	COMPLETE
	4200103585	\$11,000	13RBF	COMPLETE
	4200103536	\$60,383	15RDE	COMPLETE
	4200104596	\$40,000	17RCE	COMPLETE
	4200103094	\$20,500	18RCE	COMPLETE
	4200104306	\$18,000	18RDI	COMPLETE
	4200103585	\$12,000	20RBE	COMPLETE
	4200103149	\$10,000	36RFJ	COMPLETE
	4200104272	\$72,000	37RFJ	COMPLETE
	4200101582	\$9,600	43RBL	COMPLETE
	TOTAL	<u>\$1,338,902</u>		