

Company Name:
Barling Bay, LLC

Contract Number:
HSCETC-08-C-00003 (HSCETC08C00003)

Requisition/Reference Number:
RSC-08-0012 (RSC080012)

Period of Performance:
7/15/2008 through 7/14/2010

Latest Modification Processed:
P00006

Services Provided:

Provides management support services to the ICE Office of the Chief Information Officer (OCIO) for the establishment of an Enterprise Operations Center (EOC) that will assure COOP/DR capability to manage: tactical voice communications, the enterprise IT and network communications and security environment, emergency dispatch and alarm monitoring of Federal facilities, sharing of immigration related enforcement information with other Federal, State, and Local law enforcement agencies, and provide command, control, and situational awareness for all ICE operations and emergency response.

2. CONTRACT (Proc. Inst. Ident.) NO. HSCETC-08-C-00003 3. EFFECTIVE DATE 07/15/2008 4. REQUISITION/PURCHASE REQUEST/PROJECT NO. RSC-08-0012

5. ISSUED BY CODE ICE/TC/IT SERVICES 6. ADMINISTERED BY (If other than Item 5) CODE ICE/TC/IT SERVIC
 ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536
 ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Attn: Ben Branch Washington DC 20536

7. NAME AND ADDRESS OF CONTRACTOR (No., Street, City, Country, State and ZIP Code)
 BARLING BAY LLC
 4360 CORPORATE ROAD
 SUITE 130
 CHARLESTON SC 294057445
 8. DELIVERY FOB ORIGIN OTHER (See below)
 9. DISCOUNT FOR PROMPT PAYMENT
 Net 30
 10. SUBMIT INVOICES (4 copies unless otherwise specified) TO THE ADDRESS SHOWN IN ITEM

CODE b2High FACILITY CODE
 11. SHIP TO/MARK FOR CODE ICE/CIO 12. PAYMENT WILL BE MADE BY CODE ICE-OCIO-CIO
 ICE Chief Information Officer Immigration and Customs Enforcement 801 I Street, NW Suite 700 Washington DC 20536
 DHS, ICE Burlington Finance Center P.O. Box 1620 Attn: ICE-OCIO-CIO Williston VT 05495-1620

13. AUTHORITY FOR USING OTHER THAN FULL AND OPEN COMPETITION: 10 U.S.C. 2304 (c) () 41 U.S.C. 253 (c) (5) 14. ACCOUNTING AND APPROPRIATION DATA See Schedule

15A. ITEM NO	15B. SUPPLIES/SERVICES	15C. QUANTITY	15D. UNIT	15E. UNIT PRICE	15F. AMOUNT
Continued					

15G. TOTAL AMOUNT OF CONTRACT \$249,546.00

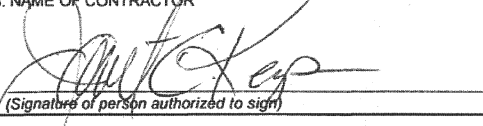
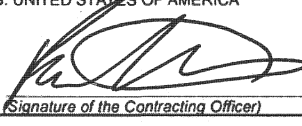
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CONTRACTING OFFICER WILL COMPLETE ITEM 17 OR 18 AS APPLICABLE

17. CONTRACTOR'S NEGOTIATED AGREEMENT (Contractor is required to sign this document and return _____ copies to issuing office.) Contractor agrees to furnish and deliver all items or perform all the services set forth or otherwise identified above and on any continuation sheets for the consideration stated herein. The rights and obligations of the parties to this contract shall be subject to and governed by the following documents: (a) this award/contract, (b) the solicitation, if any, and (c) such provisions, representations, certifications, and specifications, as are attached or incorporated by reference herein. (Attachments are listed herein.)
 18. AWARD (Contractor is not required to sign this document.) Your offer on Solicitation Number _____ including the additions or changes made by you which additions or changes are set forth in full above, is hereby accepted as to the items listed above and on any condition sheets. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your offer, and (b) this award/contract. No further contractual document is necessary.

19A. NAME AND TITLE OF SIGNER (Type or print) Janet C. Keys, Vice President 20A. NAME OF CONTRACTING OFFICER Paul T. Osterhaus

19B. NAME OF CONTRACTOR 19C. DATE SIGNED 15 July 08 20B. UNITED STATES OF AMERICA 20C. DATE SIGNED 7/17/08
 BY  (Signature of person authorized to sign) BY  (Signature of the Contracting Officer)

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR

BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	DUNS Number: [b2High] Contracting Officer's Technical Representative: Thom Ingles 202-330-[b6] [b6] Contract Specialist: Ben Branch 202-353-[b6] [b6] Contracting Officer: JoNelle M. Hildreth 202-307-[b6] [b6] Accounting Info: [b2High] FOB: Destination Period of Performance: 07/15/2008 to 07/14/2009				
0001	Task 1-Initiation Phase Sub-Task 1a Sub-Task 1b Sub-Task 1c (Initial) Obligated Amount: \$ [b4]	1	EA	[b4]	
0001A	Task 1-Initiation Phase Sub-Task 1a Sub-Task 1b Sub-Task 1c (Initial) FIXED FEE Obligated Amount: \$ [b4] Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES	1	EA	[b4]	
0002	Task 2 - Planning Phase Sub-Task 1c (Final) Sub-Task 2a Obligated Amount: \$ [b4]	1	EA	[b4]	
0002A	Task 2 - Planning Phase Sub-Task 1c (Final) Sub-Task 2a FIXED FEE Continued ...	1	EA	[b4]	

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00 003

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NAME OF OFFEROR OR CONTRACTOR

BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Obligated Amount: \$ [REDACTED] b4				
0003	Task 2 -Planning Phase OPTION Sub-Task 2b Amount: \$ [REDACTED] b4 (Option Line Item) 11/01/2008 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				0.00
0003A	Task 2 -Planning Phase OPTION Sub-Task 2b FIXED FEE Amount: \$ [REDACTED] b4 (Option Line Item) 11/01/2008 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				0.00
0004	Task 3 -Executing, Monitoring and Controlling Phase OPTION Sub-Task 3a Sub-Task 3b Amount: \$ [REDACTED] b4 (Option Line Item) 12/01/2008 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				0.00
0004A	Task 3 -Executing, Monitoring and Controlling Phase OPTION Sub-Task 3a Sub-Task 3b FIXED FEE Amount: \$ [REDACTED] b4 (Option Line Item) 12/01/2008 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				0.00
0005	OPTION YEAR ONE Amount: \$ [REDACTED] b4 (Option Line Item) 07/02/2009 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				0.00
0005A	OPTION YEAR ONE FIXED FEE Continued ...				0.00

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00 003

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NAME OF OFFEROR OR CONTRACTOR

BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Amount : \$ [REDACTED] (Option Line Item) 07/02/2009 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				
0006	OPTION YEAR TWO Amount : \$ [REDACTED] (Option Line Item) 07/01/2010 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES				0.00
0006A	OPTION YEAR TWO FIXED FEE Amount : \$ [REDACTED] (Option Line Item) 07/01/2010 Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES The total amount of award: \$3,36 7,722.27. The obligation for this award is shown in box 15G.				0.00

STATEMENT OF WORK

TITLE: Program Management Support Services: Development of an Immigration & Customs Enforcement (ICE) Enterprise Operations Center (EOC)

1. BACKGROUND

September 11th and such natural disasters as Hurricane Katrina are the most poignant reminders that nation can no longer be complacent about plans for Continuity of Operations/Disaster Recovery (COOP/DR) capability. Immigration and Customs Enforcement (ICE) has a number of operations and call centers in support of the mission to protect America and uphold public safety. Located across the United States these facilities include: (a) the National Law Enforcement Communications Center (NLECC or Sector), (b) the Law Enforcement Service Center (LESC), (c) 4 Federal Protective Service Mega Centers, (d) the Help Desk Network and Security Operations Center, (e) ICE Operations Center and (f) ICE Secured Compartmented Information Facility (SCIF) at ICE Headquarters, Washington DC.

Most of these centers have *limited or no COOP/DR capability*. From an operational perspective, the risk of mission failure is high for virtually all ICE mission areas should a national security incident, natural disaster or unforeseen event occur. There is an immediate need to provide program management support services that will provide expert planning, alternative analysis and implementation of an *enterprise solution* that will ensure mission continuity.

2. DESCRIPTION OF WORK

The purpose of this work is to provide program management support services to the Office of the Chief Information Officer (OCIO) for the establishment of an Enterprise Operations Center (EOC) that will assure the required COOP/DR capability to manage: tactical voice communications, the enterprise IT and network communications and security environment, emergency dispatch and alarm monitoring of Federal facilities, the sharing of immigration related enforcement information with other Federal, State and Local law enforcement agencies, and provide command and control and situational awareness for all ICE operations and emergency response. The EOC Development Project will adhere to and abide by both DHS Management Directive 1400 and Project Management Institute's project management practices. This project is in its initial planning stages. The contractor shall proceed using a *phased lifecycle approach and will use Earned Value Management (EVM) principles to measure success* in terms of: (1) how much is done (i.e., Budgeted Cost for Work Scheduled, BCWS), (2) how much work is complete (Budgeted Cost for Work Performed, BCWP), (3) what the work that is done cost (Actual Cost of Work Performed, ACWP), (4) what was the total job supposed to cost (Budgeted at Completion, BAC) and (5) what do we know expect the total job to cost, Estimate to Completion). Through EVM principles, the contractor shall provide early and accurate identification of trends and problems, an accurate picture of project status to include cost, schedule and technical performance, provide recommendations for course correction and deliver results that are on schedule and

within cost. *Weekly Activity Reports* will be submitted to the Project Lead by COB Fridays with an aggregate *monthly Activity Report* submitted as a deliverable to the Contracting Officer (CO) throughout the contract period of performance on the 1st Tuesday of each month for the previous month's reporting period.

The project Initiation Phase includes activities and deliverables that will assist the Project Manager in developing documentation for *0.5 Concept Approval* and will support initial analysis required for 1.0 Program Approval.

Task 1 - Initiation Phase. This phase includes the required pre-planning to support 0.5 Concept Approval and Investment Decision Briefing. The contractor shall describe corporate experience and staff resources to be assigned to this task as well as methods and practices to support this work. The work requires the following *four sub-tasks* and deliverables.

Sub-Task 1A- Develop a Mission Needs Statement (MNS) and the Investment Decision Briefing for 0.5 Concept Approval. This work includes developing a formal description of the strategic need for the EOC both information technology (IT) and non-IT. The contractor will complete a MNS and Investment decision briefing using the standard ICE provided templates. The following information will be documented as a result of this work: For the MNS:

- Documentation of mission needs in terms of functional capabilities required to accomplish DHS goals and operational mission objectives, and compelling Federal interests.
- Citations for statutory and or regulatory authority for the mission(s) and functional capabilities.
- Capability gap analysis that defines the current capability and future needs with a link to the EA transition strategy.
- Efficiency and effectiveness assessment of why the existing business model and resources are not effective.
- High level description of resources to be successful
- Proposed acquisition goals and objectives.
- Business impact statement that briefly describes the current and future impact of not receiving approval for the initiative.

For the Investment Decision Briefing:

- Project description to include objectives, identified mission needs and alignment of the investment with the DHS IT portfolio.
- Estimated project costs to include: base year and out years
- Proposed alternatives and perceived benefits

- Risks to include cost, schedule and performance
- Exit criteria and Next steps/milestones

The *deliverable(s)* for this sub-task include: (1) Mission Needs Statement and (2) Investment Decision Briefing for 0.5 Concept Approval.

Sub-Task 1B – Revised OMB 300 Submission(s) and OMB 300 Briefing to the Investment Review Board. The initial OMB 300 submission will be revised based on ongoing analysis, feedback sessions with internal oversight entities and the development of draft documentation as outlined in Task 1 C. The contractor will also produce an OMB 300 Briefing based on the ICE standard template for the Investment Review Board (IRB). The *deliverable(s)* for this sub-task include: (1) Revised OMB 300 Submission(s) and (2) OMB 300 Briefing for the IRB.

Sub-Task 1C – Initial Program Management Plan (PMP). This work includes an *initial* PMP to include a schedule for analysis associated with the draft documentation required for 1.0 Milestone Program Approval. Associated draft documentation shall and develop the following draft documents:

- Draft Risk Management Plan(including *Risk Analysis, Risk Register, Probability/Impact Assessment, Qualitative Risk Analysis*)
- *Draft Expected Monetary Value* with Cost Benefits Analysis (CBA). The CBA will include an in-depth analysis of alternatives, risks, costs and benefits.
- Draft Concept of Operations. This will include a description of the proposed concept of operations.
- Draft Acquisition Plan to include an initial Acquisition Management Strategy initial contracting statements of work, evaluation criteria and make vs. buy decision analysis.
- Draft Business Impact Analysis that identifies the most crucial systems and processes to be supported by the EOC and the effect an outage would have the mission, prioritize systems based on mission criticality and (3) assess the business impacts *both tangible and intangible* of system outages and/or failures.

The deliverable(s) for these sub-tasks include: (1) Draft Risk Management Plan (Risk Analysis, Risk Register, Probability/Impact Assessment, Qualitative Risk Analysis (3) Draft Expected Monetary Value with Cost Benefits Analysis (CBA), (4) Draft Concept of Operations, (5)Draft Acquisition Plan to include an Acquisition Management Strategy, and (6) Business Impact Analysis.

Once 0.5 Concept Approval and preliminary OMB 300 Submission approval has been received, the EOC project will successfully move into the Task 2 - Planning Phase that will result in final program management analysis and documentation for receiving 1.0 Milestone Approval and preparing for Phase 3 Execution.

Task 2 - Planning Phase. This phase will provide a *final* Program Management Plan and the *final* documentation necessary to support 1.0 Milestone Approval and Phase 3 Execution. The contractor will provide a program management methodology that describes how EVM will be incorporated into the project lifecycle. The contractor shall also describe corporate experience and staff resources to be assigned to this task as well as methods and practices to support the work. The work requires the following *four sub-tasks* and deliverables.

Sub-Task 2A – Develop a Project Charter. Based on the project documentation, in Task 1, the contractor will finalize a project scope statement, identify enterprise environment factors, organizational process assets, refine mission objectives, customers, stakeholders, sponsorship, and funding. The contractor will incorporate this information into an all encompassing Project Charter to provide a clear vision of the business needs, project justification, current understanding of the EOC requirements, and the end objective of the project.

Sub-Task 2B – Final Program Management Plan (PMP) and Associated Documentation. The contractor will provide a *final* PMP, and supporting final project planning documentation as listed below. The contractor shall adhere to DHS 1400, Federal guidance and Project Management Institute (PMI) best practices. The PMP shall include the following documentation: (1) Project Scope Management Plan, (2) Schedule Management Plan, (3) Cost Management Plan (Cost Reporting), (4) Quality Management Plan, (5) Communications Management Plan, (6) Risk Management Plan, (7) Milestone Listing, (8) Resource Calendar, (9) Schedule Baseline, (10) Risk Register, (11) Acquisition Management Plan (e.g., procurement management plan, contracting statement of works, make or buy decision analysis), (12) Acquisition Program Baseline and (13) a *Human Resource Plan*.

Task 3 - Execution, Monitoring & Controlling Phase. This phase will provide the Program Management Office support for the execution, monitoring, and controlling of the EOC Project. The contractor shall describe their program management methodology and integrated EVM methods and practices that will be used to properly execute, monitor and control project activities. The contractor shall adhere to DHS 1400, Federal guidance and Project Management Institute (PMI) best practices, as appropriate.

Sub-Task 3A – Program Management & Analysis —The contractor shall conduct rigorous analysis and evaluation of the actual or potential effectiveness of current or projected operating programs in achieving their objectives, changes in program objectives, operations, and resource utilization to resolve problems, provide balanced program operations, and achieve maximum effectiveness. Where applicable EVM practices shall be applied to provide a basis for responsible decision making and to produce objective, reliable and auditable data at a summary level, which reflects cost, schedule and technical accomplishments. Analyses, status reports and updates to the PMP will be provided each month and as requested to support ad hoc and on-going reporting needs by internal and external oversight entities. More specifically:

- Management Analysis—Collect, compile, and assemble EOC specific data for analytical reports. Analyze areas of concern and present feasible alternatives and recommendations based on thorough research and analysis.
- Financial Management—Day-to-day tracking of EOC expenditures; develop and provide data for use in budget formulation, obligation of funds, and management reports.

Sub-Task 3B – Acquisition Support. This will include supporting all acquisition of materials and services to implement the EOC solution. The contractor shall have in-depth corporate experience and resources to produce procurement documents, evaluation criteria and contract statements of work as directed by the government Project Lead.

5. QUALIFICATIONS OF KEY PERSONNEL

The individuals supporting this task will be Subject Matter Experts (SMEs) in IT Program Management, Security and Business Planning; as well as Business and Security Analysts with the technical depth and breadth of experience to quickly and effectively analyze the current project documentation, and deliver analysis, and documentation to successfully implement an EOC. The personnel will have practical hands-on experience with top-level skills to be able to respond to the *immediate analysis and documentation requirements as defined* in the compressed schedule. Personnel will have the experience working in a fast paced high-stakes environment and are comfortable facilitating meetings, and developing high-quality products and briefing at the senior management and executive levels. Key personnel will have the required Secret and/or Top Secret clearances as defined in this SOW to begin work immediately.

6. GOVERNMENT FURNISHED INFORMATION

The Federal Government will provide to the contractor UNCLASSIFIED information, which may include “Sensitive but Unclassified” technical data for the accomplishment of this task order. All such technical data will be returned to the Federal Government no later than the expiration date of the task.

7. GOVERNMENT FURNISHED MATERIAL

The Federal Government shall provide certain consumable and non-consumable materials on a case-by-case basis when the contractor is on-site and for specific purposes required by this work.

8. GOVERNMENT FURNISHED EQUIPMENT

It is anticipated the work will be performed off-site at the contractor’s facility. When needs dictate being on-site for meetings, data gathering and research, the Federal Government will shall provide office space, light, heat and air conditioning, local and long distance telephone/facsimile, copying/duplicating service.

9. TRAVEL REQUIREMENTS

Travel will be required to current operational facilities such as NLECC, LESC and/or

an FPS Mega Center to a potential future location for the EOC to support data gathering, analysis and the development of program documentation. Travel will be reimbursed to the Contractor in accordance with the Federal Travel Regulations. Local travel may be required to attend meetings. Contractor privately owned vehicles are authorized in support of specified work. Contractor POV mileage is reimbursable at the Joint Travel Regulation rate.

10. CONFLICT OF INTEREST

As necessary, all personnel supporting this work will submit conflict of interest forms as directed by the TPOC.

10. FINAL DELIVERABLES & SCHEDULE

12. ACCEPTANCE PLAN

13. OTHER CONDITIONS/REQUIREMENTS - N/A

14. LIST OF ATTACHMENTS

Attachment A: Deliverables & Schedule

**ATTACHMENT A:
DELIVERABLES & SCHEDULE**

Deliverables	Schedules
PHASE 1 – INITIATION	
Sub-Task 1A – Mission Needs Statement and Draft Concept 0.5 Investment Decision Briefing (to include initial documentation of alternatives)	<ul style="list-style-type: none"> • No later than 30 Days after Contract Kick-off Meeting (Assumes a June 10th Kick-off)
Sub-Task 1B – Revised OMB 300 Submission(s) and OMB 300 Briefing to Investment Review Board (IRB).	<ul style="list-style-type: none"> • No later than 30 July 2008.
Sub-Task 1C – Initial Program Management Plan and schedule of analysis and documentation required for Milestone 1.0 Program Approval. Associated draft documentation to be delivered shall include: <ul style="list-style-type: none"> ○ Draft Risk Management (<i>Risk Analysis, Risk Register, Probability/Impact Assessment, Qualitative Risk Analysis</i>) ○ Draft Expected Monetary Value with Cost Benefits Analysis (CBA) to include an <i>alternatives analysis</i>. ○ Draft Concept of Operations ○ Draft Acquisition Plan to include an Acquisition Management Strategy ○ Draft Human Resources Plan ○ Draft Business Impact Analysis 	<ul style="list-style-type: none"> • Project Initial Program Management Plan and Schedule, no later than 60 days after Contract Kick-off Meeting • Draft analyses and documentation no later than 90 days after Contract Kick-off meeting.
PHASE 2 – PLANNING	
Sub-Task 2 A – Project Charter	<ul style="list-style-type: none"> • No Later than 60 Days – After Phase 1 Closure
The following deliverables are required as the Option CLINs are exercised:	
Sub-Task 2B – Final Program Management Plan and associated analysis and documentation to include: <ul style="list-style-type: none"> ○ Final Risk Management (<i>Risk Analysis, Risk Register, Probability/Impact Assessment, Qualitative Risk Analysis</i>) 	<ul style="list-style-type: none"> • No Later than 120 Days – After Phase 1 Closure.

<ul style="list-style-type: none"> ○ <i>Final Expected Monetary Value</i> with Cost Benefits Analysis (CBA) to include an <i>alternatives analysis</i>. ○ <i>Final</i> Concept of Operations, ○ <i>Final</i> Acquisition Management Plan and Acquisition Program Baseline ○ Final Human Resources Plan ○ Final Business Impact Analysis 	
PHASE 3 – EXECUTION, MONITORING & CONTROLLING	
Sub-Task 3A – Program Management Analysis and Status Repots	<ul style="list-style-type: none"> • To Be Determined – After Phase 2 Definition and Closure
Sub-Task 3B – Acquisition Support Documentation	<ul style="list-style-type: none"> • To Be Determined – After Phase 2 Definition and Closure

The contractor will also provide a self performance report that shows their applicable percentages for the past six months. This report will be provided within 6 months of award and every six months after that for the duration of the contract.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00001	3. EFFECTIVE DATE 07/24/2008	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY ICE/Info Tech Svcs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536	CODE ICE/TC/IT SERVIC	7. ADMINISTERED BY (If other than Item 6) ICE/Info Tech Svcs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Attn: Ben Branch Washington DC 20536	CODE ICE/TC/IT SERVIC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) BARLING BAY LLC 2702 DENALI STREET SUITE 105 ANCHORAGE AK 995032747	(x)	9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. HSCETC-08-C-00003	10B. DATED (SEE ITEM 11) 07/15/2008

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 Schedule

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

CHECK ONE	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.)

DUNS Number: [REDACTED]

The purpose of this Modification is to change the Contractor's address from:

4360 Corporate Road
Suite 130
Charleston, SC 29405

to:

2702 Denali Street
Suite 105
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) Paul T. Osterhaus
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
(Signature of person authorized to sign)	(Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 7/24/08

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00001

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NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Anchorage, AK 99503-2747</p> <p>Contracting Officer's Technical Representative: Thom Ingles 202-330- [b6] [b6]</p> <p>Contract Specialist: Ben Branch 202-353- [b6] [b6]</p> <p>Contracting Officer: JoNelle M. Hildreth 202-307- [b6] [b6]</p> <p>Period of Performance: 07/15/2008 to 07/14/2009</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00002	3. EFFECTIVE DATE 07/29/2008	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536	CODE ICE/TC/IT SERVIC	7. ADMINISTERED BY (If other than Item 6) ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Attn: Ben Branch Washington DC 20536	CODE ICE/TC/IT SERVIC
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) BARLING BAY LLC 2702 DENALI STREET SUITE 105 ANCHORAGE AK 995032747		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE [b2High]		FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. HSC/TC-08-C-00003
			10B. DATED (SEE ITEM 11) 07/15/2008

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 Schedule

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

CHECK ONE	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)

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.)

DUNS Number: [b2High]

The purpose of this Modification is to change the associated Requisition number from RSC-08-0012 to RSC-08-0012.1

Contracting Officer's Technical Representative:

Thom Ingles

202-330 [b6]

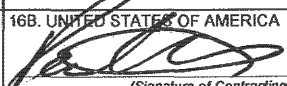
[b6]

Contract Specialist:

Ben Branch

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) Paul T. Osterhaus
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
	16C. DATE SIGNED 7/29/08

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00002

PAGE OF
2 2

NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>202-353- [REDACTED] b6 [REDACTED] b6</p> <p>Contracting Officer: JoNelle M. Hildreth 202-307- [REDACTED] b6 [REDACTED] b6</p> <p>Period of Performance: 07/15/2008 to 07/14/2009</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE

PAGE OF PAGES

1 3

2. AMENDMENT/MODIFICATION NO.

P00003

3. EFFECTIVE DATE

04/29/2009

4. REQUISITION/PURCHASE REQ. NO.

See Schedule

5. PROJECT NO. (If applicable)

6. ISSUED BY

CODE

ICE/TC/IT SERVICE

7. ADMINISTERED BY (If other than Item 6)

CODE

ICE/TC/IT SERVICES

ICE/Info Tech Svs/IT Services
Immigration and Customs Enforcement
Office of Acquisition Management
801 I Street NW
Washington DC 20536

ICE/Info Tech Svs/IT Services
Immigration and Customs Enforcement
Office of Acquisition Management
801 I Street NW
Attn: Ben Branch
Washington DC 20536

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

BARLING BAY LLC
2702 DENALI STREET
SUITE 105
ANCHORAGE AK 995032747

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO.

HSCETC-08-C-00003

10B. DATED (SEE ITEM 13)

07/15/2008

CODE b2High

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)

Net Increase:

\$275,650.71

See Schedule

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

CHECK ONE

A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).

C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:

D. OTHER (Specify type of modification and authority)

X Limitation of Funds FAR 52.232-22

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.)

DUNS Number: b2High

The purpose of this Modification is exercise Optional CLINs 0004 and 0004A. CLIN 0004 is funded in the amount of \$ b4 CLIN 0004A is funded in the amount of \$ b4

Contracting Officer's Technical Representative:

Thom Ingles

202-330- b6

b6

Contract Specialist:

Ben Branch

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)

Paul T. Osterhaus

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

16B. UNITED STATES OF AMERICA

16C. DATE SIGNED

(Signature of person authorized to sign)

(Signature of Contracting Officer)

4/29/09

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00003

PAGE 2 OF 3

NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
0004	<p>202-732- [b6] [b6]</p> <p>Contracting Officer: Paul Osterhaus 202-732- [b6] [b6]</p> <p>Discount Terms: Net 30</p> <p>FOB: Destination Period of Performance: 07/15/2008 to 07/14/2009</p> <p>Change Item 0004 to read as follows (amount shown is the obligated amount):</p> <p>Task 3-Select/Analyze Phase Obligated Amount: \$ [b4] Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES Requisition No: 192109CIOEXCD0014, 192109CIOSDD1TH27</p> <p>Accounting Info: [b2High]</p> <p>Funded: \$ [b4] Accounting Info: [b2High]</p> <p>Funded: \$ [b4]</p> <p>Change Item 0004A to read as follows (amount shown is the obligated amount):</p>				[b4]
0004A	<p>Task 3-Select/Analyze Phase FIXED FEE Obligated Amount: \$ [b4] Award Type: Cost-plus-fixed-fee Total Estimated Cost: \$ [b4] Term Form Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES Requisition No: 192109CIOSDD1TH27</p> <p>Accounting Info: [b2High]</p> <p>Continued ...</p>				[b4]

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00003

PAGE 3 OF 3

NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>b2High</p> <p>Funded: \$ [REDACTED] b4</p> <p>Period of Performance: 04/29/2009 to 04/28/2010</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00004	3. EFFECTIVE DATE 05/11/2009	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 801 I Street NW Washington DC 20536	CODE ICE/TC/IT SERVICE	7. ADMINISTERED BY (If other than Item 6) ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 801 I Street NW Attn: Ben Branch Washington DC 20536	CODE ICE/TC/IT SERVICES
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) BARLING BAY LLC 2702 DENALI STREET SUITE 105 ANCHORAGE AK 995032747		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE b2High		FACILITY CODE	9B. DATED (SEE ITEM 11)
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. HSCETC-08-C-00003	
			10B. DATED (SEE ITEM 13) 07/15/2008

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 Schedule

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

CHECK ONE	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.)

DUNS Number: b2High

The purpose of this modification is to:


1. Designate the new COTR for this Contract is James Hopkins
2. Correct an administrative error on Modification P00003. The effective date was listed as 4/29/2009 but as a result of a verbal notice to proceed, the effective date for work under Task 3 is 4/15/2009.

All other terms and conditions remain unchanged.

Contracting Officer's Technical Representative:

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) Paul T. Osterhaus	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 5/12/09

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00004

PAGE OF
2 2

NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>James Hopkins 202-732- [b6] [b6]</p> <p>Contract Specialist: Ben Branch 202-732- [b6] [b6]</p> <p>Contracting Officer: Paul Osterhaus 202-732- [b6] [b6]</p> <p>Period of Performance: 07/15/2008 to 07/14/2009</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE

PAGE OF PAGES

1 2

2. AMENDMENT/MODIFICATION NO.

P00005

3. EFFECTIVE DATE

07/14/2009

4. REQUISITION/PURCHASE REQ. NO.

192109CIOOPS10049

5. PROJECT NO. (If applicable)

6. ISSUED BY

CODE

ICE/TC/IT SERVICE

7. ADMINISTERED BY (If other than Item 6)

CODE

ICE/TC/IT SERVICES

ICE/Info Tech Svs/IT Services
Immigration and Customs Enforcement
Office of Acquisition Management
801 I Street NW
Washington DC 20536

ICE/Info Tech Svs/IT Services
Immigration and Customs Enforcement
Office of Acquisition Management
801 I Street NW
Attn: Ben Branch
Washington DC 20536

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

BARLING BAY LLC
2702 DENALI STREET
SUITE 105
ANCHORAGE AK 995032747

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

X 10A. MODIFICATION OF CONTRACT/ORDER NO.
HSCETC-08-C-00003

10B. DATED (SEE ITEM 13)

07/15/2008

CODE b2High

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)

Net Increase:

\$81,000.00

See Schedule

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

CHECK ONE	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) FAR 52.217-9 Option to Extend the Term of the Contract

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.)

DUNS Number: b2High

The purpose of this modification is to exercise Option Year One and provide funding in the amount of \$81,000.00.

All other terms and conditions remain unchanged.

Contracting Officer's Technical Representative:

James Hopkins

202-732- b6

b6

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)	
		Paul T. Osterhaus	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Officer)	7/14/09

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00005

PAGE 2 OF 2

NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Contract Specialist: Ben Branch 202-732- [b6] [b6] Contracting Officer: Paul Osterhaus 202-732- [b6] [b6] Discount Terms: Net 30 Accounting Info: [b2High] ----- FOB: Destination Period of Performance: 07/15/2008 to 07/14/2009 Change Item 0005 to read as follows (amount shown is the obligated amount):				
0005	OPTION YEAR ONE - Executing, Monitoring, Controlling Phase. Obligated Amount: \$ [b4] Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES Change Item 0005A to read as follows (amount shown is the obligated amount):	1	EA	[b4]	[b4]
0005A	OPTION YEAR ONE Executing, Monitoring, Controlling Phase FIXED FEE Obligated Amount: \$ [b4] Product/Service Code: D306 Product/Service Description: ADP SYSTEMS ANALYSIS SERVICES	1	EA	[b4]	[b4]

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00006	3. EFFECTIVE DATE 08/22/2009	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 801 I Street NW Washington DC 20536	CODE ICE/TC/IT SERVICE	7. ADMINISTERED BY (If other than Item 6) ICE/Info Tech Svs/IT Services Immigration and Customs Enforcement Office of Acquisition Management 801 I Street NW Attn: Ben Branch Washington DC 20536	CODE ICE/TC/IT SERVICES
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) BARLING BAY LLC 2702 DENALI STREET SUITE 105 ANCHORAGE AK 995032747		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE b2High		FACILITY CODE	9B. DATED (SEE ITEM 11)
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. HSCETC-08-C-00003	
		10B. DATED (SEE ITEM 13) 07/15/2008	

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 Schedule

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

CHECK ONE	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.)

DUNS Number: b2High

The purpose of this Administrative Modification is clarify the Period of Performance for Option Year One as exercised in Modification P00005. The Period of Performance for Option Year One is 7/15/2009 to 7/14/2010.

All other terms and conditions remain unchanged.

Contracting Officer's Technical Representative:

James Hopkins

202-732- b6

b6

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) Paul T. Osterhaus
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 8/22/09

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
HSCETC-08-C-00003/P00006

PAGE 2 OF 2

NAME OF OFFEROR OR CONTRACTOR
BARLING BAY LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Contract Specialist: Ben Branch 202-732- [REDACTED] b6 [REDACTED] b6</p> <p>Contracting Officer: Paul Osterhaus 202-732- [REDACTED] b6 [REDACTED] b6</p> <p>Period of Performance: 07/15/2009 to 07/14/2010</p>				