

ORDER FOR SUPPLIES OR SERVICES

PAGE OF PAGES

IMPORTANT: Mark all packages and papers with contract and/or order numbers.

1 10

1. DATE OF ORDER 07/22/2008		2. CONTRACT NO. (If any) GS-10F-0338N		6. SHIP TO: a. NAME OF CONSIGNEE Department of Homeland Security	
3. ORDER NO. HSHQDC-08-F-00094		4. REQUISITION/REFERENCE NO. RNPS-08-00042		b. STREET ADDRESS 245 Murray Lane Bldg. 410	
5. ISSUING OFFICE (Address correspondence to) U.S. Dept. of Homeland Security Office of Procurement Operations PIHA Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		c. CITY Washington		d. STATE DC	e. ZIP CODE 20528
7. TO: a. NAME OF CONTRACTOR SYSTEMS PLANNING AND ANALYSIS INC		f. SHIP VIA		8. TYPE OF ORDER <input type="checkbox"/> a. PURCHASE <input checked="" type="checkbox"/> b. DELIVERY	
b. COMPANY NAME		REFERENCE YOUR:		Except for billing instructions on the reverse, this delivery order is subject to instructions contained on this side only of this form and is issued subject to the terms and conditions of the above-numbered contract.	
c. STREET ADDRESS 2001 N BEAUREGARD ST SUITE 100		Please furnish the following on the terms and conditions specified on both sides of this order and on the attached sheet, if any, including delivery as indicated.			
d. CITY ALEXANDRIA	e. STATE VA	f. ZIP CODE 223111739			
9. ACCOUNTING AND APPROPRIATION DATA See Schedule		10. REQUISITIONING OFFICE			

11. BUSINESS CLASSIFICATION (Check appropriate box(es)) <input type="checkbox"/> a. SMALL <input checked="" type="checkbox"/> b. OTHER THAN SMALL <input type="checkbox"/> c. DISADVANTAGED <input type="checkbox"/> g. SERVICE-DISABLED VETERAN-OWNED <input type="checkbox"/> d. WOMEN-OWNED <input type="checkbox"/> e. HUBZone <input type="checkbox"/> f. EMERGING SMALL BUSINESS				12. F.O.B. POINT Destination	
13. PLACE OF a. INSPECTION Destination		b. ACCEPTANCE Destination		14. GOVERNMENT B/L NO.	
				15. DELIVER TO F.O.B. POINT ON OR BEFORE (Date) 07/23/2008	
				16. DISCOUNT TERMS Net 30	

17. SCHEDULE (See reverse for Rejections)						
ITEM NO. (a)	SUPPLIES OR SERVICES (b)	QUANTITY ORDERED (c)	UNIT (d)	UNIT PRICE (e)	AMOUNT (f)	QUANTITY ACCEPTED (g)
	DUNS Number: 074814948+0000 This is a task order issued under the contractor's Federal Supply Schedule (FSS) Contract Number GS-10F-0338N containing Firm Fixed Price line items for Program Level Management and Analytical Support Continued ...					

18. SHIPPING POINT		19. GROSS SHIPPING WEIGHT		20. INVOICE NO.		17(h) TOTAL (Cont. pages)
21. MAIL INVOICE TO:						
a. NAME Department of Homeland Security		\$5,298,830.16				17(i) GRAND TOTAL
b. STREET ADDRESS (or P.O. Box) IAIP 245 Murray Lane, SW Building 410 Attn: NPPD - Business Office						
c. CITY Washington		d. STATE DC	e. ZIP CODE 20528		\$5,298,830.16	
22. UNITED STATES OF AMERICA BY (Signature) (b)(6)		23. NAME (Typed) Ella M. Chapman TITLE: CONTRACTING/ORDERING OFFICER				

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**ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION**

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DATE OF ORDER CONTRACT NO.

07/22/2008 GS-10F-0338N

ORDER NO.

HS HQDC-08-F-00094

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	<p>Services for the Office of Infrastructure Protection (OIP), Protective Security Coordination Division (PSCD). This requirement includes task group assistance, strategy development, field operations support, vulnerability assessment support, strategic planning and program management support, bombing prevention support, administrative, budgeting and acquisition support, human resources support, policy support and training support.</p> <p>Specific task order line items and pricing are identified in the Pricing Schedule. Services shall be provided in accordance with Attachment 1, Statement of Work. The clauses contained in the FSS contract, as well as the clauses contained in Attachment 2, Supplemental Clauses shall apply to the administration of this task order. The DD Form 254, Contract Security Classification Specification is at Attachment 3.</p> <p>Government Point of Contact: Ella M. Chapman, Contracting Officer Email: (b)(6) Telephone: (b)(6) Facsimile: (202) 447-5725</p> <p>Admin Office: U.S. Dept. of Homeland Security Office of Procurement Operations PIHA Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528 Period of Performance: 07/23/2008 to 07/22/2012</p>					
0001	<p>Base Year - Program Level Management and Analytical Support July 23, 2008 through July 22, 2009 Total Line Item Value\$0.00 Product/Service Code: R799 Product/Service Description: OTHER Continued ...</p>				0.00	

TOTAL CARRIED FORWARD TO 1ST PAGE (ITEM 17(H))

ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION

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DATE OF ORDER

CONTRACT NO.

ORDER NO.

07/22/2008

GS-10F-0338N

HSHQDC-08-F-00094

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	MANAGEMENT SUPPORT SERVICES					
0001AA	Task 3.1 - Project Management Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K8 6030-29-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$387,425.04	12	MO	32,285.42	387,425.04	
0001AB	Task 3.2 - Management and Analytical Support Total Line Item Value\$659,906.04 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K8 6030-31-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$659,906.04	12	MO	54,992.17	659,906.04	
0001AC	Task 3.3 - Field Operations Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 M7 4020-07-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$291,437.52 Accounting Info: 200MPAD 000 M7 4020-06-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$85,002.61 Accounting Info: 200MPAD 000 K8 6030-29-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$60,716.15 Continued ...	12	MO	48,572.92	582,875.04	

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ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION

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07/22/2008

GS-10F-0338N

HSHQDC-08-F-00094

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	Accounting Info: 200MPAD 000 K8 6030-31-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$48,572.92 Accounting Info: 200MPAD 000 M7 4020-04-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$48,572.92 Accounting Info: 200MPAD 000 K8 6010-03-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$48,572.92					
0001AD	Task 3.4 - Vulnerability Assessment Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 M7 4020-06-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$733,130.04	12	MO	61,094.17	733,130.04	
0001AE	Task 3.5 - Bombing Prevention Support Total Line Item Value\$618,486.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 M7 4020-04-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$257,702.50 Accounting Info: 200MPAD 000 M7 4060-18-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$360,783.50	12	MO	51,540.50	618,486.00	
0001AF	Task 3.6 - Policy and Mission Support Product/Service Code: R799 Continued ...	12	MO	190,584.00	2,287,008.00	

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**ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION**

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ORDER NO.

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GS-10F-0338N

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ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 M7 4050-05-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$285,876.00 Accounting Info: 200MPAD 000 K8 6010-03-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$381,168.00 Accounting Info: 200MPAD 000 M7 4020-03-200 01-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$1,619,964.00					
0002	Base Year - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only for Program Level Management and Analytical Support. Not-to-Exceed (NTE) Amount: \$29,400.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K8 6030-29-200 -0-06-000-00-00-00-00 GE-OE 25-76 PS8042 Funded: \$29,400.00	1	LO	29,400.00	29,400.00	
0003	Base Year - Cost Reimbursable Line Item, ODCs, Materials Only for Program Level Management and Analytical Support. NTE Amount: \$600.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K8 6030-29-200 01-06-000-00-00-00-00 GE-OE 25 76 PS8042 Continued ...	1	LO	600.00	600.00	

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ORDER FOR SUPPLIES OR SERVICES
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DATE OF ORDER CONTRACT NO.

07/22/2008 GS-10F-0338N

ORDER NO.

HSHQDC-08-F-00094

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	Funded: \$600.00					
1001	Option Year I - Program Level Management and Analytical Support. July 23, 2009 through July 22, 2010 Amount: \$0.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES				0.00	
1001AA	Task 3.1 - Project Management Support Amount: \$390,879.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	32,573.25	0.00	
1001AB	Task 3.2 - Management and Analytical Support Amount: \$676,491.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	56,374.33	0.00	
1001AC	Task 3.3 - Field Operations Support Amount: \$601,977.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	50,164.83	0.00	
1001AD	Task 3.4 - Vulnerability Assessment Support Amount: \$812,526.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	67,710.50	0.00	
1001AE	Task 3.5 - Bombing Prevention Support Amount: \$626,933.04 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	52,244.42	0.00	
1001AF	Task 3.6 - Policy and Mission Support Amount: \$2,344,374.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Continued ...	12	MO	195,364.50	0.00	

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ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION

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07/22/2008 GS-10F-0338N

ORDER NO.

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ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
1002	Option Year I - Cost Reimbursable Line Item, Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE: \$30,429.00 Amount: \$30,429.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	1	LO	30,429.00	0.00	
1003	Option Year I - Cost Reimbursable Line Item. ODC, Materials Only. Program Level Management and Analytical Support. NTE Amount: \$621.00 Amount: \$621.00 (Option Line Item)	1	LO	621.00	0.00	
2001	Option Year II - Program Level Management and Analytical Support. July 23, 2010 through July 22, 2011 Amount: \$0.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES				0.00	
2001AA	Task 3.1 - Project Management Support Amount: \$398,543.04 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	33,211.92	0.00	
2001AB	Task 3.2 - Management and Analytical Support Amount: \$698,460.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	58,205.08	0.00	
2001AC	Task 3.3 - Field Operation Support Amount: \$674,205.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	56,183.83	0.00	
2001AD	Task 3.4 - Vulnerability Assessment Support Amount: \$827,055.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER Continued ...	12	MO	68,921.25	0.00	

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ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	MANAGEMENT SUPPORT SERVICES					
2001AE	Task 3.5 - Bombing Prevention Support Amount: \$652,017.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	54,334.83	0.00	
2001AF	Task 3.6 - Policy and Mission Support Amount: \$2,393,802.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	199,483.58	0.00	
2002	Option Year II - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only for Program Level Management and Analytical Support. NTE Amount: \$31,494.00 Amount: \$31,494.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	1	LO	31,494.00	0.00	
2003	Option Year II - Cost Reimbursable Line Item. ODC, Materials Only for Program Level Management and Analytical Support. NTE Amount: \$643.00 Amount: \$643.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	1	LO	643.00	0.00	
3001	Option Year III - Program Level Management and Analytical Support. July 23, 2011 through July 22, 2012 Amount: \$0.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES				0.00	
3001AA	Task 3.1 - Project Management Support Amount: \$402,641.04 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Continued ...	12	MO	33,553.42	0.00	

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**ORDER FOR SUPPLIES OR SERVICES
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DATE OF ORDER CONTRACT NO.

07/22/2008 GS-10F-0338N

ORDER NO.

HSHQDC-08-F-00094

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
3001AB	Task 3.2 - Management and Analytical Support Amount: \$701,577.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	58,464.83	0.00	
3001AC	Task 3.3 - Field Operations Support Amount: \$680,901.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	56,741.83	0.00	
3001AD	Task 3.4 - Vulnerability Assessment Support Amount: \$956,709.00 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	79,725.75	0.00	
3001AE	Task 3.5 - Bombing Prevention Support Amount: \$660,498.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	55,041.58	0.00	
3001AF	Task 3.6 - Policy and Mission Support Amount: \$2,438,853.96 (Option Line Item) Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES	12	MO	203,237.83	0.00	
3002	Option Year III - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE Amount: \$32,956.00 Amount: \$32,956.00 (Option Line Item)	1	LO	32,956.00	0.00	
3003	Option Year III - Cost Reimbursable Line Item. ODC, Materials Only for Program Level Management and Analytical Support. NTE Amount: \$665.00 Amount: \$665.00 (Option Line Item)	1	LO	665.00	0.00	
	NOTES: Continued ...					

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**ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION**

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GS-10F-0338N

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HSHQDC-08-F-00094

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY ORDERED (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)	QUANTITY ACCEPTED (G)
	<p>Other Direct Costs (ODCs) - Materials and Travel. See paragraphs 7 and 8 of the Statement of Work (SOW).</p> <p>Contractor Acceptance:</p> <div style="border: 1px solid black; width: 250px; height: 40px; margin: 5px auto; text-align: center;">(b)(6)</div> <p>for Systems Planning and Analysis, Inc.</p> <p style="font-size: 1.5em; margin-left: 100px;">7/22/08</p> <p>Date</p> <p>The total amount of award: \$22,334,088.88. The obligation for this award is shown in box 17(i).</p>					

TOTAL CARRIED FORWARD TO 1ST PAGE (ITEM 17(H))

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 5	
2. AMENDMENT/MODIFICATION NO. P00001		3. EFFECTIVE DATE 07/23/2009		4. REQUISITION/PURCHASE REQ NO. RNPS-09-00033	
5. PROJECT NO. (If applicable)		6. ISSUED BY DHS/OPO/PHA/IP		7. ADMINISTERED BY (If other than Item 6) DHS/OPO/PHA/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations PHA Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations PHA Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		(x)		9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
		x		10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094	
				10B. DATED (SEE ITEM 13) 07/22/2008	
CODE 0748149480000		FACILITY CODE			
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ 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		Net Increase: \$5,484,231.96			
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).			
x		C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: 52.217-9 Option to Extend the Term of the Contract			
		D. OTHER (Specify type of modification and authority)			
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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: 074814948+0000					
NPPD/IP/PSCD					
The purpose of this modification is to exercise option year 1 of task order HSHQDC-08-F-00094.					
As a result, the task order is modified as follows:					
Discount Terms:					
Net 30					
Delivery Location Code: DHS					
Department of Homeland Security					
245 Murray Lane					
Bldg. 410					
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) Iann Washington			
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16C. DATE SIGNED	
(Signature of person authorized to sign)		(b)(6)		2 July 2009	
NSN 7540-01-152-8070 Previous edition unusable				130 (REV. 10-83) 243	

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HSHQDC-08-F-00094/P00001	PAGE	OF
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NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Washington DC 20528				
	FOB: Destination Period of Performance: 07/23/2008 to 07/22/2012 Change Item 1001 to read as follows (amount shown is the obligated amount):				
1001	Option Year I - Program Level Management and Analytical Support. July 23, 2009 through July 22, 2010 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES				0.00
	Change Item 1001AA to read as follows (amount shown is the obligated amount):				
1001AA	Task 3.1 - Project Management Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$228,012.74 Accounting Info: 200MPAD 000 K9 0303-12-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$162,866.26 Change Item 1001AB to read as follows (amount shown is the obligated amount):	12	MO	32,573.25	390,879.00
1001AB	Task 3.2 - Management and Analytical Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$394,620.29 Accounting Info: 200MPAD 000 K9 0303-12-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$169,122.99 Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 Continued ...	12	MO	56,374.33	676,491.96

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HSQDC-08-F-00094/P00001	PAGE	OF
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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	GE-OE 25-76 PS9033 Funded: \$112,748.68 Change Item 1001AC to read as follows (amount shown is the obligated amount):				
1001AC	Task 3.3 - Field Operations Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$501,648.28 Accounting Info: 200MPAD 000 K9 0303-12-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$100,329.68 Change Item 1001AD to read as follows (amount shown is the obligated amount):	12	MO	50,164.83	601,977.96
1001AD	Task 3.4 - Vulnerability Assessment Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0303-12-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$812,526.00 Change Item 1001AE to read as follows (amount shown is the obligated amount):	12	MO	67,710.50	812,526.00
1001AE	Task 3.5 - Bombing Prevention Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$626,933.04 Change Item 1001AF to read as follows (amount shown is the obligated amount):	12	MO	52,244.42	626,933.04
1001AF	Task 3.6 - Policy and Mission Support Continued ...	12	MO	195,364.50	2,344,374.00

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HS HQDC-08-F-00094/P00001	PAGE	OF
		4	5

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$781,457.92 Accounting Info: 200MPAD 000 K9 0303-12-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$976,822.58 Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$586,093.50 Change Item 1002 to read as follows (amount shown is the obligated amount):				
1002	Option Year I - Cost Reimbursable Line Item, Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE: \$30,429.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$15,744.00 Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$14,685.00 Change Item 1003 to read as follows (amount shown is the obligated amount):				30,429.00
1003	Option Year I - Cost Reimbursable Line Item. ODC, Materials Only. Program Level Management and Analytical Support. NTE Amount: \$621.00 Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$621.00 Technical POC and COTR: Ody Dickey; (b)(6) Continued ...	1	LO	621.00	621.00

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HSHQDC-08-F-00094/P00001	PAGE	OF
		5	5

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	(b)(6)				
	<p>Award Distribution List: nppdawards@dhs.gov</p> <p>(b)(6)</p> <p>As a result of this modification the obligated funding has increased by \$5,484,231.96 from \$5,298,830.16 to \$10,783,062.12.</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 3	
2 AMENDMENT/MODIFICATION NO. P00002		3 EFFECTIVE DATE See Block 16C		4 REQUISITION/PURCHASE REQ NO. RNPS-09-00063	
5 PROJECT NO. (if applicable)		6 ISSUED BY U.S. Dept. of Homeland Security Office of Procurement Operations PHA Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		7 ADMINISTERED BY (if other than item 6) U.S. Dept. of Homeland Security Office of Procurement Operations PHA Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528	
8 NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9A AMENDMENT OF SOLICITATION NO. (X)		9B DATED (SEE ITEM 11)	
CODE 0748149480000		FACILITY CODE		10A MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094 10B DATED (SEE ITEM 13) 07/22/2008	

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)
X	Mutual Agreement of the Parties

E. IMPORTANT: Contractor is not. X 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.)

DUNS Number: 074814948+0000

See pp. 2-3

Period of Performance: 07/23/2008 to 07/22/2012

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) R. Michael Beattie Vice President, Director of Contracts		16A NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Iann Washington	
15B (b)(6)	15C DATE SIGNED 8/5/09	(b)(6)	16C DATE SIGNED 5 Aug 2009

The purpose of this modification is to modify the Statement of Work, and add HSAR clause 3052.245-70 "Government Property Reports" to the Supplemental Clauses/Provisions of the task order. As a result, the task order is modified as follows:

1) The SOW is hereby modified to include the following addition to paragraph 9.1 "Government Property."

As required, the contractor may take temporary possession of government equipment at the contractor's facilities. The contractor shall maintain an accurate inventory of such equipment and attain government concurrence at any transaction that changes the inventory. If required, any such equipment will be entered into the Sunflower system prior to transfer to the contractor. At the time of this modification, the following equipment will be transferred to the contractor.

Rm 1050 Glebe Road Inventory

	Quantit y	Price per Unit	Total
Pelican Case 1			
Pelican Case		\$137.00	
Sleeping Bag		\$128.00	
HP Carrying Case for Mobile Printer			
2 Micro Pelican Cases		\$13.29	
Power Inverter-Vector 400w		\$31.30	
Flashlight Streamlight Stinger		\$85.00	
Total	26	\$394.59	\$10,259.34
Pelican Case 2			
Pelican Case		\$137.00	
Tool Kit (185 piece)		\$66.00	
Eton Hand Crank Radio		\$50.00	
Hard Hat		\$75.00	
Protective Eyewear (2 extra lenses)		\$0.00	
Ear Protection (Box of 200 plugs)		\$0.00	
N95 Mask		\$14.59	
CBRN 30 Scape Mask		\$166.50	
Mini-Outlet: Monster Power Outlet		\$10.71	
InFocus Carrying Cas			
Belkin 2.0 Media Writer		\$23.29	
Safety Vest		\$35.00	
Total	26	\$578	\$15,028.00
Additional Items			
Tent Cots + Rain Fly	31	\$166.00	\$5,146.00
Disaster Packs	31	\$123.00	\$3,813.00
Roadside Adventure Kits	15	\$52.90	\$793.50
TS Courier Bags			

Total Value of Inventory

\$35,039.84

2) The Supplemental Clauses/Provisions are hereby modified to include new paragraph 3.8, "3052.245-70 Government Property Reports."

3.8 3052.245-70 Government Property Reports (JUN 2006)

(a) The Contractor shall prepare an annual report of Government property in its possession and the possession of its subcontractors.

(b) The report shall be submitted to the Contracting Officer not later than September 15 of each calendar year on DHS Form 0700-5, Contractor Report of Government Property.

All other terms and conditions remain unchanged.

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	
P00003		See Block 16C		RNPS-10-00023	
5 ISSUED BY		6 PROJECT NO. (if applicable)		7 ADMINISTERED BY (if other than Item 6)	
CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8 NAME AND ADDRESS OF CONTRACTOR (Name, street, county, State and ZIP Code)		9A AMENDMENT OF SOLICITATION NO			
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		(x) 9B DATED (SEE ITEM 11)			
CODE 0748149480000		X 10A MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094			
FACILITY CODE		10B DATED (SEE ITEM 13) 07/22/2008			

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 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 6 and 16, 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.

☐ is extended. ☐ is not extended.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Schedule

Net Increase:

\$52,000.00

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	Bilateral Modification 43.103(a)(3)

8. 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: 074814948+0000

The purpose of this modification is to increase funding on CLIN 1002, cost reimbursable line item, Option Year 1, for travel in the amount of \$52,000.00.

As a result of this modification, CLIN 1002, Option Year 1, is increased from \$30,429.00 to \$82,429.00.

Discount Terms:

Net 30

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)

R. Michael Beattie, VP/ Director of Contracts

15A NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Cynthia E. Brown

15B CONTRACTOR/OFFEROR

(b)(6)

15C DATE SIGNED

1/8/10

(b)(6)

15C DATE SIGNED

1/8/10

CONTINUATION SHEET	REFERENCE NO OF DOCUMENT BEING CONTINUED	PAGE	OF
	GS-10F-0338N/HSHQDC-08-F-00094/P00003	2	2

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
1002	<p>Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528</p> <p>FOB: Destination Period of Performance: 07/23/2008 to 07/22/2012</p> <p>Change Item 1002 to read as follows(amount shown is the obligated amount):</p> <p>Option Year I - Cost Reimbursable Line Item, Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE: \$30,429.00</p> <p>Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES</p> <p>Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0023 Funded: \$25,000.00</p> <p>Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0023 Funded: \$20,000.00</p> <p>Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-0-00-00 GE-OE 25-76 PS0023 Funded: \$7,000.00</p> <p>As a result of this modification, CLIN 1002, Option Year I, is increased from \$30,429.00 to \$82,429.00.</p>				52,000.00

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 5	
2. AMENDMENT/MODIFICATION NO. P00004		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. RNPS-10-00012	
5. PROJECT NO. (If applicable)		6. ISSUED BY U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		7. ADMINISTERED BY (If other than Item 6) U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528	
8. NAME AND ADDRESS OF CONTRACTOR (Firm, street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9A. AMENDMENT OF SOLICITATION NO. (X)		9B. DATED (SEE ITEM 11)	
CODE 0748149480000		FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094 10B. DATED (SEE ITEM 13) 07/22/2008	

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 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:
X	D. OTHER (Specify type of modification and authority) FAR 43.103(a)(3) Bilateral Modification

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.)

DUNS Number: 0748149480000

The purpose of this modification is to incorporate the clause "Continuity of Critical Contractor Deliverables in the event of an Emergency".

An optional surge CLIN is hereby added for Option year 1 for \$497,612.00, Option year 2 for \$519,329.00 and \$542,024.00 for Option year 3 at a not-to-exceed amount.

Regarding this modification please contact Haben Woldemichael at

(b)(6)

DO/DEAS Rating: NONE

Discount Terms:

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 6A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)
R. Michael Beattie, VP/ Dir. of Contracts

15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
Cynthia F. Brown

16C. DATE SIGNED
(b)(6) 4/22/2010 (b)(6) 4/27/10

18C. DATE SIGNED

FORM 30 (REV. 10-83)

Prescribed by GSA
FAR (48 CFR) 53.243

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HSHQDC-08-F-00094/P00004	PAGE OF 2 5
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NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Net 30 FOB: Destination Period of Performance: 07/23/2008 to 07/22/2012 Add Item 1004 as follows:				
1004	Surge (optional) Emergency Contingency Plan (NTE \$497,612.00) Period of Performance for Option period 1 is 7/23/09-7/22/10 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Add Item 2004 as follows:				0.00
2004	Surge (optional) Emergency Contingency Plan (NTE \$519,329.00) Period of Performance for Option period 2 is 7/23/10-7/22/11 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Add Item 3004 as follows:				0.00
3004	Surge (optional) Emergency Contingency Plan (NTE \$542,024.00) Period of Performance for Option period 3 is 7/23/11-7/22/12 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES				0.00

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1 CONTRACT ID CODE

PAGE OF PAGES

1 5

2 AMENDMENT/MODIFICATION NO

P00005

3 EFFECTIVE DATE

See Block 16C

4 REQUISITION/PURCHASE REQ NO

RNPS-10-00045

5 PROJECT NO (If applicable)

6 ISSUED BY

CODE

DHS/OPO/NPPD/IP

7 ADMINISTERED BY (If other than Item 6)

CODE

DHS/OPO/NPPD/IP

U.S. Dept. of Homeland Security
Office of Procurement Operations
NPPD Acquisition Division
245 Murray Lane, SW
Building 410
Washington DC 20528

U.S. Dept. of Homeland Security
Office of Procurement Operations
NPPD Acquisition Division
245 Murray Lane, SW
Building 410
Washington DC 20528

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

(X) 9A AMENDMENT OF SOLICITATION NO

9B DATED (SEE ITEM 11)

X 10A MODIFICATION OF CONTRACT/ORDER NO
GS-10F-0338N

HSHQDC-08-F-00094

10B DATED (SEE ITEM 13)

07/22/2008

CODE 0748149480000

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:

\$5,676,222.88

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 FAR 52.217-9, Option to Extend the Term of the Contract

E. IMPORTANT: Contractor X 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: 074814948+0000

IP/PSCD

Treasury Account Symbol: 7010/110565

The purpose of this modification is to exercise Option Period 2 (CLINS 2001AA, 2001AB, 2001AC, 2001AD, 2001AE, 2001AF, and 2003) from July 23, 2010-July 22, 2011.

As a result of this modification, the total task order value is hereby increased by \$5,676,222.88 from \$10,835,062.12 to \$16,511,285.00.

Regarding this modification, contact Michelle Marantz, Contract Specialist, at
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)

Cynthia F. Brown

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

16C. DATE SIGNED

(Signature of person authorized to sign)

(b)(6)

6/21/10

NSN 7540-01-152-8070

Previous edition unusable

FORM 30 (REV 10-83)

GSA

FAR (48 CFR) 53.243

CONTINUATION SHEET

REFERENCE NO OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSQDC-08-F-00094/P00005PAGE OF
2 5NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Michelle.Marantz@dhs.gov. All other terms and conditions remain unchanged. DO/DPAS Rating: NONE Discount Terms: Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528 FOB: Destination Period of Performance: 07/23/2010 to 07/22/2011 Change Item 2001AA to read as follows (amount shown is the obligated amount):				
2001AA	Task 3.1 - Project Management Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$232,483.44 Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$132,847.68 Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$33,211.92 Change Item 2001AB to read as follows (amount shown is the obligated amount):	12	MO	33,211.92	398,543.04
2001AB	Task 3.2 - Management and Analytical Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$465,640.64 Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 Continued ...	12	MO	58,205.08	698,460.96

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSHQDC-08-F-00094/P00005PAGE OF
3 5NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	GE-OE 25-76 PS0045 Funded: \$174,615.24 Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$58,205.08 Change Item 2001AC to read as follows (amount shown is the obligated amount):				
2001AC	Task 3.3 - Field Operation Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$674,205.96 Change Item 2001AD to read as follows (amount shown is the obligated amount):	12	MO	56,183.83	674,205.96
2001AD	Task 3.4 - Vulnerability Assessment Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$827,055.00 Change Item 2001AE to read as follows (amount shown is the obligated amount):	12	MO	68,921.25	827,055.00
2001AE	Task 3.5 - Bombing Prevention Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$597,683.13 Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$54,334.83 Continued ...	12	MO	54,334.83	652,017.96

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSHQDC-08-F-00094/P00005

PAGE 4 OF 5

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
2001AF	<p>Change Item 2001AF to read as follows (amount shown is the obligated amount):</p> <p>Task 3.6 - Policy and Mission Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES</p> <p>Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$1,196,901.48</p> <p>Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$598,450.74</p> <p>Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$598,450.74</p> <p>Change Item 2002 to read as follows (amount shown is the obligated amount):</p>	12	MO	199,483.58	2,393,802.96
2002	<p>Option Year II - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only for Program Level Management and Analytical Support. NTE Amount: \$31,494.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES</p> <p>Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$22,158.77</p> <p>Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$5,684.00</p> <p>Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$3,651.23</p> <p>Change Item 2003 to read as follows (amount shown is the obligated amount):</p>				31,494.00
2003	<p>Option Year II - Cost Reimbursable Line Item. ODC, Materials Only for Program Level Management Continued ...</p>	1	LO	643.00	643.00

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED

GS-10F-0338N/HSHQDC-08-F-00094/P00005

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5

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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	and Analytical Support. NTE Amount: \$643.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$643.00 Technical POC and COTR: Ody Dicky; (b)(6) (b)(6)				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE (OF PAGES)	
				1 2	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE		4. REQUISITION/PURCHASE REQ. NO.	
P00006		See Block 16C		RNPS-10-00070	
6. ISSUED BY		CODE		5. PROJECT NO. (If applicable)	
		DHS/OPO/NPPD/IP			
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		7. ADMINISTERED BY (If other than Item 6)		CODE	
		DHS/OPO/NPPD/IP			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(X)		9A. AMENDMENT OF SOLICITATION NO.	
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739					
				9B. DATED (SEE ITEM 11)	
		X		10A. MODIFICATION OF CONTRACT/ORDER NO.	
				GS-10F-0338N	
				HSHQDC-08-F-00094	
				10B. DATED (SEE ITEM 13)	
				07/22/2008	
CODE 0748149480000		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 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: 0748149480000

IP/PSCD

The purpose of this modification is to change the COTR from Ody Dickey to Shawn O'Rourke and add Ody Dickey as the Alternate COTR.

Technical POC and COTR: Shawn O'Rourke

(b)(6)

Alternate COTR: Ody Dickey

(b)(6)

(b)(6)

DO/DPAS Rating: NONE

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)**

Cynthia F. Brown

15B. CONTRACTOR/OFFEROR**15C. DATE SIGNED**

(b)(6)

15C. DATE SIGNED

9/14/10

NSN 7540-01-152-8070

Previous edition unusable

Prescribed by GS/
FAR (48 CFR) 53.143

DD FORM 130 (REV. 10-83)

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.	
P00007		See Block 16C		RNPS-11-00019	
6. ISSUED BY		7. ADMINISTERED BY (If other than Item 6)		5. PROJECT NO. (If applicable)	
CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP			
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		(x)			
CODE 0748149480000		FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO.	
				GS-10F-0338N HSHQDC-08-F-00094 10B. DATED (SEE ITEM 13) 07/22/2008	

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 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.

☐ Is extended, ☐ Is not extended.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Schedule

Net Increase:

\$20,000.00

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) Bilateral Modification 43.103 (a) (3)

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.)

DUNS Number: 074814948+0000

The purpose of this modification is to:

1. Add \$20,000.00 to CLIN 2002 to cover travel costs.

2. Make the following no cost modification to the SOW by adding the following sentence to the beginning of paragraph 8:

"Travel may be required in support of the Vulnerability Assessment, Protective Security, and/or Bombing Prevention Projects."

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)

Phillip E. Lantz, President

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Toya Reynolds

15C. DATE SIGNED

2/16/11

16C. DATE SIGNED

2/17/11

(b)(6)

(b)(6)

FORM 30 (REV. 10-83)

SSA

FAR (48 CFR) 53.243

Previous edition unusable

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HSHQDC-08-F-00094/P00007	PAGE OF 2 4
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NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Revised paragraph 8 is attached.</p> <p>Treasury Account Symbol: 7011/120565</p> <p>As a result of this modification, CLIN 2002, Option Year 2, is increased from \$31,494.00 by \$20,000.00 to \$51,494.00.</p> <p>AAP Number: 44195 DO/DPAS Rating: NONE</p> <p>Discount Terms:</p> <p style="padding-left: 40px;">Net 30</p> <p>Delivery Location Code: DHS</p> <p>Department of Homeland Security</p> <p>245 Murray Lane</p> <p>Bldg. 410</p> <p>Washington DC 20528</p> <p>FOB: Destination</p> <p>Period of Performance: 07/23/2010 to 07/22/2011</p> <p>Change Item 2002 to read as follows (amount shown is the obligated amount):</p>				
2002	<p>Option Year II - Cost Reimbursable Line Item.</p> <p>Other Direct Cost (ODC), Travel Only for Program Level Management and Analytical Support. NTE Amount: \$51,494.00</p> <p>Product/Service Code: R799</p> <p>Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES</p> <p>Accounting Info:</p> <p>200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00</p> <p>GE-OE 25-76 PS0045</p> <p>Funded: \$0.00</p> <p>Accounting Info:</p> <p>200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00</p> <p>GE-OE 25-76 PS0045</p> <p>Funded: \$0.00</p> <p>Accounting Info:</p> <p>200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00</p> <p>GE-OE 25-76 PS0045</p> <p>Funded: \$0.00</p> <p>Accounting Info:</p> <p>200MPAD 000 L1 03-01-01-000</p> <p>90-04-0000-00-00-00-00 GE-OE 25-76 PS1019</p> <p>Funded: \$10,000.00</p> <p>Accounting Info:</p> <p>200MPAD 000 L1 03-03-12-000</p> <p>90-04-0000-00-00-00-00 GE-OE 25-76 PS1019</p> <p>Funded: \$10,000.00</p> <p>Continued ...</p>				20,000.00

CONTINUATION SHEET

 REFERENCE NO. OF DOCUMENT BEING CONTINUED
 GS-10F-0338N/HSQDC-08-F-00094/P00007

PAGE 3 OF 4

 NAME OF OFFEROR OR CONTRACTOR
 SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Technical POC and COTR: Shawn O'Rourke: (b)(6) Award Distribution List: NppdAwards@dhs.gov (b)(6)				

8. TRAVEL REQUIREMENTS

Travel may be required in support of the "Vulnerability Assessment, Protective Security, and/or Bombing Prevention Projects." Contractor personnel may be required to travel on commercial and/or government provided transportation in order to execute the tasks specified above. Prior to planning or commencing travel, the contractor shall obtain written approval from the COTR. Approved travel will be reimbursed in accordance with the Federal Travel Regulations. Commuting expenses are not eligible for reimbursement. Contractors will request a tax exemption from all hotels they are lodging with. They will notify the hotels they are performing work on a federal contract and will request a tax exemption from the hotel in accordance with FAR 29.303 – Application of state and local taxes to Government contractors and subcontractors.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES	
				1 2	
2. AMENDMENT/MODIFICATION NO.		3. EFFECTIVE DATE		4. REQUISITION/PURCHASE REQ. NO.	
P00008		See Block 16C		RNPS-11-00010	
5. PROJECT NO. (if applicable)		6. ISSUED BY		7. ADMINISTERED BY (if other than Item 6)	
		CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(x) 9A. AMENDMENT OF SOLICITATION NO.			
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739				9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO.			
		GS-10F-0338N			
		HSHQDC-08-F-00094			
		10B. DATED (SEE ITEM 13)			
CODE 0748149480000		FACILITY CODE		07/22/2008	

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) Net Decrease: -\$38,234.41
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: 074814948+0000

IP/PSCD

Treasury Account Symbol: 7010/110565

The purpose of this modification is to de-obligate \$38,234.41 from CLIN 1002 in excess travel funds for Option Period 1 from 07/23/2009 to 07/22/2010.

All other terms and conditions remain unchanged.

AAP Number: 44195 DO/DPAS Rating: NONE

Discount Terms:

Net 30

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)	
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	
(Signature of person authorized to sign)		(b)(6)	
		16C. DATE SIGNED	
		3/29/11	

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED

GS-10F-0 V/HSQDC-08-F-00094/P00008

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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
1002	<p>Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528</p> <p>FOB: Destination Period of Performance: 07/23/2010 to 07/22/2011</p> <p>Change Item 1002 to read as follows (amount shown is the obligated amount):</p> <p>Option Year I - Cost Reimbursable Line Item, Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES</p> <p>Accounting Info: 200MPAD 000 K9 0301-01-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 K9 0303-14-001 90-04-0002-00-00-00-00 GE-OE 25-76 PS9033 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0023 Funded: -\$13,053.76</p> <p>Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0023 Funded: -\$18,180.65</p> <p>Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-0-00-00 GE-OE 25-76 PS0023 Funded: -\$7,000.00</p>				-38,234.41

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	
P00009		05/12/2011		RNPS-11-00041	
6 ISSUED BY		7 ADMINISTERED BY (If other than Item 6)		5 PROJECT NO. (If applicable)	
CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP -			
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8 NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(x) 9A AMENDMENT OF SOLICITATION NO			
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9B DATED (SEE ITEM 11)			
		x 10A MODIFICATION OF CONTRACT/ORDER NO.			
		GS-10F-0338N			
		HSHQDC-08-F-00094			
		10B DATED (SEE ITEM 13)			
CODE 0748149480000		FACILITY CODE		07/22/2008	

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 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

☐ is extended, ☐ is not extended

12. ACCOUNTING AND APPROPRIATION DATA (If required)

See Schedule Net Increase: \$20,000.00

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	Bilateral Modification 43.103 (a) (3)

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)

DUNS Number: 074814948+0000

IP/PSCD

Treasury Account Symbol: 7011/120565

The purpose of this modification is to:

1. Add \$20,000.00 to CLIN 2002 to cover travel costs.

2. Remove Ody Dickey as the Alternate COTR.

As a result of this modification CLIN 2002, option year 2, is increased from \$51,494.00 by 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)		15A NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
R. Michael Beattie		Toya Reynolds	
15C DATE SIGNED		15C DATE SIGNED	
5/16/11		5/17/11	
(b)(6)		(b)(6)	

VP/Director of Contracts

CONTINUATION SHEET	REFERENCE NO. OF DOCUMENT BEING CONTINUED GS-10F-0338N/HSHQDC-08-F-00094/P00009	PAGE	OF
		2	3

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>\$20,000.00 to \$71,494.00.</p> <p>All other terms and conditions remain unchanged. AAP Number: 44195 DO/DPAS Rating: NONE Discount Terms: Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528</p> <p>FOB: Destination Period of Performance: 07/23/2010 to 07/22/2011</p> <p>Change Item 2002 to read as follows (amount shown is the obligated amount):</p>				
2002	<p>Option Year II - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only for Program Level Management and Analytical Support. NTE Amount: \$51,494.00 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES</p> <p>Accounting Info: 200MPAD 000 L0 0301-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L0 0303-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L0 0303-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS0045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1019 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1019 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1041 Funded: \$20,000.00 Continued ...</p>				20,000.00

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED

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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Technical POC and COTR: Shawn O'Rourke; (b)(6) Award Distribution List: NoodAwards@dhs.gov (b)(6)				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 5	
2. AMENDMENT/MODIFICATION NO. P00010		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ NO. RNPS-11-00045	
5. PROJECT NO. (If applicable)		6. ISSUED BY CODE DHS/OPO/NPPD/IP		7. ADMINISTERED BY (If other than Item 6) CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		(X) 9A. AMENDMENT OF SOLICITATION NO.			
		9B. DATED (SEE ITEM 11)			
		(X) 10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094			
		10B. DATED (SEE ITEM 13) 07/22/2008			
CODE 0748149480000		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 Schedule Net Increase: \$5,874,803.88

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 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: 074814948+0000

IP/PSCD

Treasury Account Symbol: 7011/120565

The purpose of this modification is to exercise Option Year 3 (CLIN's 3001, 3001AA, 3001AB, 3001AC, 3001AD, 3001AE, 3001AF, 3002, and 3003) from July 23, 2011 to July 22, 2012.

As a result of this modification the total task order value has increased by \$5,874,803.88 from \$16,513,050.59 to \$22,387,854.47.

AAP Number: 44195 DO/DPAS Rating: NONE

Discount Terms:

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) Cynthia F. Brown	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	(b)(6)	16C. DATE SIGNED 7/20/11

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED

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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528 FOB: Destination Period of Performance: 07/23/2011 to 07/22/2012 Change Item 3001 to read as follows (amount shown is the obligated amount):				
3001	Option Year III - Program Level Management and Analytical Support. July 23, 2011 through July 22, 2012 Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: TBD Funded: \$0.00 Change Item 3001AA to read as follows (amount shown is the obligated amount):				0.00
3001AA	Task 3.1 - Project Management Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$134,213.67 Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$67,106.85 Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$201,320.52 Change Item 3001AB to read as follows (amount shown is the obligated amount):	12	MO	33,553.42	402,641.04
3001AB	Task 3.2 - Management and Analytical Support Product/Service Code: R799 Continued ...	12	MO	58,464.83	701,577.96

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED

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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$175,394.49 Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$292,324.17 Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$233,859.30 Change Item 3001AC to read as follows (amount shown is the obligated amount):				
3001AC	Task 3.3 - Field Operations Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$680,901.96 Change Item 3001AD to read as follows (amount shown is the obligated amount):	12	MO	56,741.83	680,901.96
3001AD	Task 3.4 - Vulnerability Assessment Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$956,709.00 Change Item 3001AE to read as follows (amount shown is the obligated amount):	12	MO	79,725.75	956,709.00
3001AE	Task 3.5 - Bombing Prevention Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Continued ...	12	MO	55,041.58	660,498.96

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED

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NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$660,498.96 Change Item 3001AF to read as follows (amount shown is the obligated amount):				
3001AF	Task 3.6 - Policy and Mission Support Product/Service Code: R799 Product/Service Description: OTHER MANAGEMENT SUPPORT SERVICES Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$1,422,664.81 Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$609,713.49 Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$406,475.66 Change Item 3002 to read as follows (amount shown is the obligated amount):	12	MO	203,237.83	2,438,853.96
3002	Option Year III - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE Amount: \$32,956.00 Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$12,956.00 Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$10,000.00 Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$10,000.00 Change Item 3003 to read as follows (amount shown is the obligated amount): Continued ...				32,956.00

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HS HQDC-08-F-00094/P00010PAGE OF
5 5NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
3003	Option Year III - Cost Reimbursable Line Item. ODC, Materials Only for Program Level Management and Analytical Support. NTE Amount: \$665.00 Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$665.00 NOTES: Other Direct Costs(ODCs) - Materials and Travel. See paragraphs 7 and 8 of the Statement of Work (SOW).				665.00

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT NO. CODE		PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. P00011		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO.	
5. PROJECT NO. (If applicable)		6. ISSUED BY CODE DHS/OPO/NPPD/IP		7. ADMINISTERED BY (If other than Item 6) CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(x) 9A. AMENDMENT OF SOLICITATION NO.			
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9B. DATED (SEE ITEM 11)			
CODE 0748149480000 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094			
		10B. DATED (SEE ITEM 13) 07/22/2008			

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 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.

☐ is extended. ☐ is not extended.

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:
X	D. OTHER (Specify type of modification and authority) Bilateral - Mutual Agreement of the Parties 43.103(a)(3)

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.)

DUNS Number: 074814948+0000

IP/PSCD

The purpose of this modification is to revise Invoice Payment Instructions and identify the Contracting Officer. As a result, the task order is modified as follows:

Section entitled, "Government Point of Contact" is modified to add the Contracting Officer as follows:

Toya Reynolds

(b)(6)

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)
R. Michael Beattie
VP/Director of Contracts

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Toya Reynolds

15C. DATE SIGNED

7/26/11

16B. UNITED STATES OF AMERICA

16C. DATE SIGNED

7/28/11

NSN 7540-01-152-8070
Previous edition unusable

Prescribed by GSA
FAR (48 CFR) 53.243

CONTINUATION SHEET	REFER	NO OF DOCUMENT BEING CONTINUED	PAGE	OF
	GS-10F-0338N/HSQDC-08-F-00094/P00011		2	3

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Section entitled "Invoice Procedures" is deleted in its entirety and replaced with the following:</p> <p>All invoices shall be submitted in PDF via email to:</p> <p>NPPDInvoice.Consolidation@dhs.gov</p> <p>All invoices, mailed or emailed, must be addressed as follows:</p> <p>Burlington Finance Center P.O. Box 1279 Williston, VT 05495-1279 Attn: NPPD-IP</p> <p>1. In accordance with the contract clauses, the information required with each proper invoice submission is as follows: An invoice shall include:</p> <p>(i) Name and address of the Contractor; (ii) Invoice date and number; (iii) Contract number, contract line item number and, if applicable, the order number; (iv) Description, quantity, unit of measure, unit price and extended price of the items delivered; (v) Shipping number and date of shipment, including the bill of lading number and weight of shipment if shipped on Government bill of lading; (vi) Terms of any discount for prompt payment offered; (vii) Name and address of official to whom payment is to be sent; (viii) Name, title, and phone number of person to notify in event of defective invoice; and (ix) Taxpayer Identification Number (TIN). The Contractor shall include its TIN on the invoice only if required elsewhere in this contract. (x) Electronic funds transfer (EFT) banking information. (A) The Contractor shall include EFT banking information on the invoice only if required elsewhere in this contract. (B) If EFT banking information is not required to be on the invoice, in order for the invoice to be a proper invoice, the Contractor shall have submitted correct EFT banking information in accordance with the applicable solicitation provision, contract clause (e.g., 52.232-33, Payment by Continued ...</p>				

CONTINUATION SHEET	REFER	NO. OF DOCUMENT BEING CONTINUED	PAGE	OF
	GS-10F-0338N/HS HQDC-08-F-00094/P00011		3	3

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Electronic Funds Transfer; Central Contractor Registration, or 52.232-34, Payment by Electronic Funds Transfer; Other Continued Than Central Contractor Registration), or applicable agency procedures. (C) EFT banking information is not required if the Government waived the requirement to pay by EFT. Invoices without the above information may be returned for resubmission.</p> <p>2. Receiving Officer/COTR: Each Program Office is responsible for acceptance and receipt of goods and/or services. Upon receipt of goods/services, complete the applicable FFMS reports or BFC will not process the payment.</p> <p>3. All other terms and conditions remain the same.</p> <p>AAP Number: 44195 DO/DPAS Rating: NONE</p> <p>Period of Performance: 07/23/2011 to 07/22/2012</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1 CONTRACT ID CODE		PAGE OF PAGES	
2 AMENDMENT/MODIFICATION NO		3 EFFECTIVE DATE		5 PROJECT NO (If applicable)	
P00012		See Block 16C		1 2	
6 ISSUED BY		4 REQUISITION/PURCHASE REQ NO		5 PROJECT NO (If applicable)	
CODE		RNPS-11-00067		CODE	
DHS/OPO/NPPD/IP		7 ADMINISTERED BY (If other than Item 6)		CODE	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		DHS/OPO/NPPD/IP	
8 NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		(X) 9A AMENDMENT OF SOLICITATION NO			
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9B DATED (SEE ITEM 11)			
		X 10A MODIFICATION OF CONTRACT/ORDER NO			
		GS-10F-0338N			
		HSHQDC-08-F-00094			
		10B DATED (SEE ITEM 13)			
		07/22/2008			
CODE 0748149480000		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 Schedule Net Increase: \$37,044.00

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	Bilateral - Mutual Agreement of the Parties 43.103(a)(3)

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: 074814948+0000

IP/PSCD

Treasury Account Symbol: 7011/120565

The purpose of this modification is to add additional funding in the amount of \$37,044.00 to CLIN 3002 for Travel on HSHQDC-08-F-00094 SPA Program Level Management and Analytical Support.

CLIN 3002 has increased by \$37,044.00 from \$32,956.00 to \$70,000.00.

All other Terms and Conditions remain the same.

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)		15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
R. Michael Beattie VP/Director of Contracts		Cynthia F. Brown	
15C. DATE SIGNED		15B. UNITED STATES OF AMERICA	
8/14/11		(b)(6)	
15D. DATE SIGNED		15C. UNITED STATES OF AMERICA	
(b)(6)		8/14/11	

NSN 7540-01-152-8070
Previous edition unusable

FORM 30 (REV 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

CONTINUATION SHEET

REVISION NO. OF DOCUMENT BEING CONTINUED
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NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
3002	<p>AAP Number: 44195 DO/DPAS Rating: NONE Discount Terms: Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528</p> <p>FOB: Destination Period of Performance: 07/23/2011 to 07/22/2012</p> <p>Change Item 3002 to read as follows (amount shown is the obligated amount):</p> <p>Option Year III - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE Amount: \$70,000.00</p> <p>Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1067 Funded: \$22,044.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1067 Funded: \$10,000.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1067 Funded: \$5,000.00</p>				37,044.00

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. P00013		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. RNPS-12-00056	
5. PROJECT NO. (If applicable)		7. ADMINISTERED BY (If other than Item 6)		CODE DHS/OPO/NPPD/IP	
6. ISSUED BY U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		CODE DHS/OPO/NPPD/IP		7. ADMINISTERED BY (If other than Item 6) U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		(x)		9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
		x		10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094	
				10B. DATED (SEE ITEM 13) 07/22/2008	
CODE 0748149480000		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 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: 074814948+0000

IP/PSCD

The purpose of this modification is to add Danielle Dzidzienyo as the Alternate COR on HSHQDC-08-F-00094. All other terms and conditions remain the same.

Danielle Dzidzienyo

(b)(6)

AAP Number: 44195 DO/DPAS Rating: NONE

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) Toya Reynolds	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	(b)(6)	16C. DATE SIGNED 3/22/12

NSN 7540-01-152-8070
Previous edition unusable

FORM 30 (REV. 10-83)
GSA

FAR (48 CFR) 53.243

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSQDC-08-F-00094/P00013

PAGE 2 OF 2

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Period of Performance: 07/23/2011 to 07/22/2012				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. P00014		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. RNPS-12-00074	
5. PROJECT NO. (If applicable)		6. ISSUED BY CODE DHS/OPO/NPPD/IP		7. ADMINISTERED BY (If other than Item 6) CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094 10B. DATED (SEE ITEM 13) 07/22/2008			
CODE 0748149480000		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: \$11,000.00
 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.
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: 074814948+0000

IP/PSCD

TAS: 70-0565

Spend Plan ID: 01-12-006

The purpose of this modification is to add funding in the amount of \$11,000.00 to CLIN 3002 for Travel on HSHQDC-08-F-00094 SPA Program Level Management and Analytical Support.

CLIN 3002 has increased by \$11,000.00 from \$70,000.00 to \$81,000.00.

All other Terms and Conditions remain the same.

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)

Toya Reynolds

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

16B.

16C. DATE SIGNED

(Signature of person authorized to sign)

(b)(6)

ORM 30 (REV. 10-83)

NSN 7540-01-152-8070

Previous edition unusable

Prescribed by GSA
FAR (48 CFR) 53.243

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSHQDC-08-F-00094/P00014

PAGE 2 OF 3

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
3002	<p>AAP Number: 44195 DO/DPAS Rating: NONE Delivery: 5 Days After Award Discount Terms: Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528</p> <p>FOB: Destination Period of Performance: 07/23/2011 to 07/22/2012</p> <p>Change Item 3002 to read as follows (amount shown is the obligated amount):</p> <p>Option Year III - Cost Reimbursable Line Item. Other Direct Cost (ODC), Travel Only. Program Level Management and Analytical Support. NTE Amount: \$81,000.00</p> <p>Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1045 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-01-01-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1067 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-12-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1067 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 L1 03-03-14-000 90-04-0000-00-00-00-00 GE-OE 25-76 PS1067 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2074 Continued ...</p>				11,000.00

REF ID: A66507

NO. OF DOCUMENT BEING CONTINUED

GS-10F-0338N/HS HQDC-08-F-00094/P00014

PAGE	OF
3	3

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Funded: \$11,000.00				

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.	
P00015		See Block 16C		RNPS-12-00064	
5. PROJECT NO. (if applicable)		6. ISSUED BY		7. ADMINISTERED BY (if other than item 6)	
		CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)			9A. AMENDMENT OF SOLICITATION NO.		
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739			(x)		
			9B. DATED (SEE ITEM 11)		
			10A. MODIFICATION OF CONTRACT/ORDER NO		
			GS-10F-0338N		
			HSHQDC-08-F-00094		
			10B. DATED (SEE ITEM 13)		
			07/22/2008		
CODE 0748149480000		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 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.

☐ is extended, ☐ is not extended.

12. ACCOUNTING AND APPROPRIATION DATA (if required)

See Schedule Net Increase: \$2,955,923.94

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 52.217-8 Option to Extend Services

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: 074814948-0000

IP/PSCD

Treasury Account Symbol: 7020565

SP: 01-12-003A; 04-12-001A; 12-12-009A

The purpose of this modification is for a six (6) month extension (CLIN's 4001, 4001AA, 4001AB, 4001AC, 4001AD, 4001AE, 4001AF, 4002 and 4003) on task order HSHQDC-08-F-00094 with Systems Planning and Analysis Inc.

The period of performance is 07/23/2012 - 01/22/2013.

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.

16A. NAME AND TITLE OF SIGNER (Type or print)

R. Michael Beattie VP/Director of Contracts

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Toya Reynolds

(b)(6)	15C. DATE SIGNED	(b)(6)	15C. DATE SIGNED
authorized to sign	7/19/12		7/19/12

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSQDC-08-F-00094/P00015

PAGE 2 OF 5

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	This task order has increased by \$2,955,923.94 from \$22,435,898.47 to \$25,391,822.41. All other terms and conditions remain the same. AAP Number: 201171585 DO/DPAS Rating: NONE Discount Terms: Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528 FOB: Destination Period of Performance: 07/23/2012 to 01/22/2013 Add Item 4001 as follows:				
4001	Program Level Management and Analytical Support Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER				0.00
	Add Item 4001AA as follows:				
4001AA	Task 3.1 - Project Management Support Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$67,106.84 Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$100,660.26 Accounting Info: 200MPAD 000 MA 51-03-02-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$33,553.42 Add Item 4001AB as follows:	6	MO	33,553.42	201,320.52
4001AB	Task 3.2 - Management and Analytical Support Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Continued ...	6	MO	58,464.83	350,788.98

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HS HQDC-08-F-00094/P00015PAGE OF
3 5NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$116,929.66 Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$116,929.66 Accounting Info: 200MPAD 000 MA 51-03-02-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$116,929.66 Add Item 4001AC as follows: 4001AC Task 3.3 - Field Operations Support Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Accounting Info: 200MPAD 000 MA 51-03-02-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$340,450.98 Add Item 4001AF as follows: 4001AF Task 3.6 - Policy and Mission Support Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$812,951.32 Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$203,237.83 Accounting Info: 200MPAD 000 MA 51-03-02-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$203,237.83 Add Item 4001AE as follows: 4001AE Task 3.5 - Bombing Prevention Support Product/Service Code: R799 Continued ...	6	MO	56,741.83	340,450.98
		6	MO	203,237.83	1,219,426.98
		6	MO	55,041.58	330,249.48

CONTINUATION SHEET

RE NCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSHQDC-08-F-00094/P00015PAGE OF
4 5NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Product/Service Description: SUPPORT- MANAGEMENT: OTHER Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$330,249.48 Add Item 4001AD as follows:				
4001AD	Task 3.4 - Vulnerability Assessment Support Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$478,354.50 Add Item 4002 as follows:	6	MO	79,725.75	478,354.50
4002	Cost Reimbursable Line Item. Other Direct Costs. (ODC), Travel Only. Program Level Management and Analytical Support. NTE Amount: \$35,000.00 Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$20,000.00 Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$10,000.00 Accounting Info: 200MPAD 000 MA 51-03-02-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$5,000.00 Add Item 4003 as follows:				35,000.00
4003	Cost Reimbursable Line Item. ODC, Materials Only for Program Level Management and Analytical Support. NTE Amount: \$665.00 Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER Continued ...				332.50

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSHQDC-08-F-00094/P00015

PAGE 5 OF 5

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$332.50				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE

PAGE OF PAGES

1 2

2. AMENDMENT/MODIFICATION NO.

P00016

3. EFFECTIVE DATE

See Block 16C

4. REQUISITION/PURCHASE REQ. NO.

RNPS-12-00087

5. PROJECT NO. (if applicable)

6. ISSUED BY

CODE

DHS/OPO/NPPD/IP

7. ADMINISTERED BY (if other than item 6)

CODE

DHS/OPO/NPPD/IP

U.S. Dept. of Homeland Security
Office of Procurement Operations
NPPD Acquisition Division
245 Murray Lane, SW
Building 410
Washington DC 20528

U.S. Dept. of Homeland Security
Office of Procurement Operations
NPPD Acquisition Division
245 Murray Lane, SW
Building 410
Washington DC 20528

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

SYSTEMS PLANNING AND ANALYSIS INC
2001 N BEAUREGARD ST
SUITE 100
ALEXANDRIA VA 223111739

(x) 9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

x 10A. MODIFICATION OF CONTRACT/ORDER NO.

GS-10F-0338N

HSHQDC-08-F-00094

10B. DATED (SEE ITEM 13)

07/22/2008

CODE 0748149480000

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 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: 074814948+0000

IP/PSCD

TAS: 70-0565

The purpose of this modification is to change the COR from Shawn O'Rourke to Danielle Dzidzienyo.

All other terms and conditions remain the same.

AAP Number: 44195 DO/DPAS Rating: NONE

Period of Performance: 07/23/2012 to 01/22/2013

Award Distribution:

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)

15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

Toya Reynolds

15B. CONTRACTOR/OFFEROR

15C. DATE SIGNED

16C. DATE SIGNED

(Signature of person authorized to sign)

(b)(6)

7/31/12

NSN 7540-01-152-8070

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Prescribed by GSA
FAR (48 CFR) 53.243

CONTINUATION SHEET

REFERENCE TO DOCUMENT BEING CONTINUED
GS-10F-0338N/HSHQDC-08-F-00094/P00016

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2 2

NAME OF OFFEROR OR CONTRACTOR
SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	nppdawards@dhs.gov (b)(6)				

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.	
P00017		See Block 16C		RNPS-12-00088	
5. ISSUED BY		6. PROJECT NO. (If applicable)		7. ADMINISTERED BY (If other than Item 6)	
CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP		CODE DHS/OPO/NPPD/IP	
U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528			
8. NAME AND ADDRESS OF CONTRACTOR (Firm, street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.			
SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		<input checked="" type="checkbox"/> 9B. DATED (SEE ITEM 11)			
CODE 0748149480000 FACILITY CODE		<input checked="" type="checkbox"/> 10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094 10B. DATED (SEE ITEM 13) 07/22/2008			

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 Net Increase: \$25,000.00

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 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:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Bilateral - Mutual Agreement of the Parties 43.103(a)(3)

14. 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.)

DUNS Number: 074814948+0000
IP/PSCD
TAS: 70-0565
SP: 01-12-009

The purpose of this modification is to increase travel CLIN 4002 to support significant acceleration of Regional Resiliency Assessment Program (RRAP) Schedule.

This task order has increased by \$25,000.00 from \$25,391,822.41 to \$25,416,822.41.

All other terms and conditions remain unchanged.

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) R. Michael Beattie VP/DIR. of Contracts		15B. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Cynthia F. Brown	
15B.	15C. DATE SIGNED 8/17/12	15D.	15E. DATE SIGNED 8/20/12

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
GS-10F-0338N/HSQDC-08-F-00094/P00017

PAGE 2 OF 2

NAME OF OFFEROR OR CONTRACTOR

SYSTEMS PLANNING AND ANALYSIS INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
4002	<p>AAP Number: 201171585 DO/DPAS Rating: NONE Discount Terms: Net 30 Delivery Location Code: DHS Department of Homeland Security 245 Murray Lane Bldg. 410 Washington DC 20528</p> <p>FOB: Destination Period of Performance: 07/23/2012 to 01/22/2013</p> <p>Change Item 4002 to read as follows (amount shown is the obligated amount):</p> <p>Cost Reimbursable Line Item. Other Direct Costs. (ODC), Travel Only. Program Level Management and Analytical Support. NTE Amount: \$60,000.00 Product/Service Code: R799 Product/Service Description: SUPPORT- MANAGEMENT: OTHER</p> <p>Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 MA 51-01-04-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 MA 51-03-02-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2064 Funded: \$0.00</p> <p>Accounting Info: 200MPAD 000 MA 51-01-01-002 90-04-0000-00-00-00-00 GE-OE-25-37 PS2088 Funded: \$25,000.00</p>				25,000.00

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 1	
2. AMENDMENT/MODIFICATION NO. P00018		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO. RNPS-13-00009	
5. PROJECT NO. (If applicable)		6. ISSUED BY U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528		7. ADMINISTERED BY (If other than Item 6) U.S. Dept. of Homeland Security Office of Procurement Operations NPPD Acquisition Division 245 Murray Lane, SW Building 410 Washington DC 20528	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) SYSTEMS PLANNING AND ANALYSIS INC 2001 N BEAUREGARD ST SUITE 100 ALEXANDRIA VA 223111739		9A. AMENDMENT OF SOLICITATION NO.		9B. DATED (SEE ITEM 11)	
CODE 0748149480000 FACILITY CODE		10A. MODIFICATION OF CONTRACT/ORDER NO. GS-10F-0338N HSHQDC-08-F-00094		10B. DATED (SEE ITEM 13) 07/22/2008	

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: 074814948+0000

IP/PSCD

The purpose of this modification is to add Patrick Barnwell as the Alternate Contracting Officer Representative (ACOR) on HSHQDC-08-F-00094. All other terms and conditions remain unchanged and in full force and effect.

Patrick Barnwell, (b)(6)

email: (b)(6)

AAP Number: 201171585 DO/DPAS Rating: NONE

Period of Performance: 07/23/2012 to 01/22/2013

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) Toya Reynolds	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	(b)(6)	16C. DATE SIGNED 10/11/12

NSN 7540-01-152-8070
Previous edition unusable

Prescribed by GSA
FAR (48 CFR) 53.243