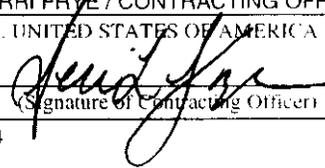


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES
				0	1   8
2. AMENDMENT/MODIFICATION NO. P00065		3. EFFECTIVE DATE 21-Mar-2002	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO.(If applicable)
6. ISSUED BY 45 CONS/LGCZR 1201 EDWARD H. WHITE II ST.  PATRICK AFB, FL 32925-3237		CODE FA2521	7. ADMINISTERED BY (If other than item 6)  <b>See Item 6</b>		
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code)  COMPUTER SCIENCES RAYTHEON 1201 EDWARD H. WHITE II ST  PATRICK AFB, FL 32925-0127  CODE ODN90 FACILITY CODE				9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				X 10A. MOD. OF CONTRACT/ORDER NO. F08650-00-C-0005	
				X 10B. DATED (SEE ITEM 13) 06-Mar-2001	
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 Offer <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 document; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN THE 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) <b>See Schedule</b>					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.					
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.					
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(B).					
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:					
X D. OTHER (Specify type of modification and authority) UNILATERAL-AWARD FEE PLAN (SECTION J, ATTACHMENT 4)					
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the issuing office.					
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) <b>SEE PAGE TWO</b>					
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.					
15A. NAME AND TITLE OF SIGNER (Type or print)			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)		
			GERRI FRYE / CONTRACTING OFFICER		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
(Signature of person authorized to sign)			BY 		15-Apr-2002
		(Signature of Contracting Officer)			

**CONTINUATION SHEET**

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NAME OF OFFEROR OR CONTRACTOR  
COMPUTER SCIENCES RAYTHEON

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

A. The purpose of this unilateral modification is to authorize the payment of award fee in the amount of \$1,551,037, as determined by the Fee Determining Official on 21 Mar 02, for the award fee period dates from 1 Sep 01 to 28 Feb 02. This amount incorporates the award fee estimated for the Operational Support to Acquisition (OSTA) requirement for the same period. The award fee amount is funded as follows: (a) FY01 funding in the amount of \$263,208 cover award fee obligations for the period of 01 Sep 01 to 30 Sep 01; (b) FY02 funding in the amount of \$1,287,829 cover award fee obligations for the period of 01 Oct 01 to 28 Feb 02. FY02 funding in the amount of \$465,262 are sited to CAP CLIN 2010AC. Total FY02 funding in this modification is \$1,753,091

All changes are denoted by a vertical line in the right margin.

B. Part 1- THE SCHEDULE

(1) Section A – Contract Form

The amount in Block 20 of Standard Form 33, Solicitation/Offer and Award is hereby changed from \$165,338,083 to \$167,091,174 for an increase of \$1,753,091.

(2) Section B – Supplies/Services and Price/Cost

CLIN 2009AD (Award Fee) is increased by \$16,005. CLIN 2010AC (CAP) is increased by \$465,262. Pages B-14, B-15, B-16, B-17 and B-38 are hereby superseded by the attached replacement pages B-14, B-15, B-16, B-17 and B-38, marked "Modification P00065".

(3) Section G – Contract Administration Data

- ACRN CA is changed from \$52,890,358 to \$54,479,061 an increase of \$1,588,703.
- ACRN CB is changed from \$467,500 to \$481,042 an increase of \$13,542.
- ACRN CC is changed from \$15,428 to \$15,875 an increase of \$447.
- ACRN CD is changed from \$60,775 to \$62,535 an increase of \$1,760.
- ACRN CE is changed from \$1,795,200 to \$1,847,200 an increase of \$52,000.
- ACRN CF is changed from \$224,400 to \$230,900 an increase of \$6,500.
- ACRN CG is changed from \$33,660 to \$34,635 an increase of \$975.
- ACRN CH is changed from \$271,150 to \$279,004 an increase of \$7,854.
- ACRN CJ is changed from \$21,505 to \$22,128 an increase of \$623.
- ACRN CK is changed from \$2,619,870 to \$2,695,758 an increase of \$75,888.
- ACRN CL is changed from \$165,669 to \$170,468 an increase of \$4,799.

Page G-1.2 is superseded by the attached replacement page G-1.2 marked "Modification P00065".

C. All other contract terms and conditions remain unchanged.

//////////////////////////////////////LAST ITEM//////////////////////////////////////

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NAME OF OFFEROR OR CONTRACTOR  
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CONTRACT LINE ITEM (CLIN)	DESCRIPTION	QTY	UNIT	ESTIMATED COST
2008	<b>DATA REQUIREMENTS</b>	1	JO	\$NSP
2009	<b>AWARD FEE POOL</b> (In accordance with Award Fee Plan)			Available Pool
2009AA	<b>RESERVED</b> 01 Oct 01 – 28 Feb 02 (Associated with CLIN 2001)			\$ -
	From Change To			
	Est. Cost \$ - \$ -			
2009AB	<b>RESERVED</b> 01 Mar 02 – 31 Aug 02 (Associated with CLIN 2001)			\$ -
	From Change To			
	Est. Cost \$ - \$ -			
2009AC	<b>RESERVED</b> 01 Sep 02 – 30 Sep 02 (Associated with CLIN 2001)			\$ -
	From Change To			
	Est. Cost \$ - \$ -			
2009AD	<b>Award Fee Pool Earned</b> 01 Oct 01 – 28 Feb 02 (Associated with CLIN 2002)			\$ 1,189,249
	From Change To			
	<b>Earned</b> \$ 1,173,244 \$ 16,005 \$ 1,189,249			
2009AE	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Mar 02 – 31 Aug 02 (Associated with CLIN 2002)			\$1,407,781
	From Change To			
	Est. Cost \$ 1,407,781 \$1,407,781			
2009AF	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Sep 02 – 30 Sep 02 (Associated with CLIN 2002)			\$ 234,540
	From Change To			
	Est. Cost \$ 234,540 \$234,540			
2009AG-2009	<b>AJ RESERVED</b>			
2009AK	<b>Award Fee Pool Earned</b> 01 Oct 01 – 28 Feb 02 (Associated with CLIN 2005)			\$ 5,109
	From Change To			
	<b>Earned</b> \$ 5,109 \$ - \$ 5,109			
2009AL	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Mar 02 – 31 Aug 02 (Associated with CLIN 2005)			\$ 6,131
	From Change To			
	Est. Cost \$ 6,131 \$ - \$ 6,131			

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NAME OF OFFEROR OR CONTRACTOR  
COMPUTER SCIENCES RAYTHEON

CONTRACT LINE ITEM (CLIN)	DESCRIPTION	ESTIMATED COST
2009AM	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Sep 02 – 30 Sep 02 (Associated with CLIN 2005) From Change To Est. Cost \$ 1,022 \$ - \$ 1,022	\$ 1,022
2009AN	<b>Award Fee Pool Earned</b> 01 Oct 01 – 28 Feb 02 (Associated with CLIN 2006) From Change To <b>Earned</b> \$ 39,130 \$ 39,130	\$ 39,130
2009AP	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Mar 02 – 31 Aug 02 (Associated with CLIN 2006) From Change To Est. Cost \$ 46,956 \$ 46,956	\$ 46,956
2009AQ	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Sep 02 – 30 Sep 02 (Associated with CLIN 2006) From Change To Est. Cost \$ 7,826 \$ 7,826	\$ 7,826
2009AR	<b>Award Fee Pool Earned</b> 01 Oct 01 – 28 Feb 02 (Associated with CLIN 2007) From Change To <b>Earned</b> \$ 54,341 \$ - \$ 54,341	\$ 54,341
2009AS	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Mar 02 – 31 Aug 02 (Associated with CLIN 2007) From Change To Est. Cost \$ 65,204 \$ - \$ 65,204	\$ 65,204
2009AT	<b>Award Fee Pool Available/Earned</b> (Held in Contingent Liability until FDO determination) 01 Sep 02 – 30 Sep 02 (Associated with CLIN 2007) From Change To Est. Cost \$ 10,863 \$ - \$ 10,863	\$ 10,863
<b>TOTAL PROPOSED AWARD FEE (*)</b>		<b>\$ 3,068,152</b>
<b>AWARD FEE (CLINS 2009AA-AC &amp; 2009AG-AT) (*)</b>		<b>\$ 236,582</b>
<b>AWARD FEE (CLINS 2009AD-AT) (*) Held in Contingent Liability until FDO determination</b>		<b>\$ 3,068,152</b>

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CONTRACT LINE ITEM (CLIN)	DESCRIPTION	QTY	UNIT	ESTIMATED COST
<b>2010</b>	<b>REIMBURSABLE SERVICES</b> (Non-fee bearing)			
<b>2010AA</b>	<b>Overtime</b>  From Change To \$ \$ Est. Cost 5,438,486 \$ - 5,438,486	1	JO	\$ 5,438,486
<b>2010AB</b>	<b>Travel and Per Diem</b>  From Change To Est. Cost \$ 877,000 \$ - \$ 877,000	1	JO	\$ 877,000
<b>2010AC</b>	<b>Contractor Acquired Property (CAP)</b>  From Change To Funding \$ 5,198,405 \$ 465,262 \$5,663,667 Est. Amount Unfunded Funded Est. Cost \$7,961,070 \$ 2,297,403 \$5,663,667	1	JO	\$ 5,663,667
<b>2010AD</b>	<b>Downrange A&amp;E</b>  From Change To Est. Cost \$1,590,000 \$ - \$1,590,000	1	JO	\$1,590,000
<b>2010AE</b>	<b>Downrange Construction</b> <u>Baseline \$2.77M</u>  From Change To Est. Cost \$ - \$ - \$ -	1	JO	\$ -

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<b>ESTIMATED COSTS (CLINS 2001 – 2008) (exclude 2002 &amp; 2003)</b>	<b>\$ -</b>
<b>ESTIMATED COST (CLIN 2003)</b>	<b>\$ -</b>
<b>AWARD FEE (CLINS 2009AA – AC &amp; 2009AG - AT)</b>	<b>\$ -</b>
<b>ESTIMATED COSTS (CLINS 2010AA - AE)</b>	<b>\$ -</b>
<b>TOTAL ESTIMATED AMOUNT FY02</b>	<b>\$ -</b>
<b>ESTIMATED COSTS (CLINS 2002 – 2008) (exclude 2003)</b>	<b>\$ 45,949,813</b>
<b>ESTIMATED COST (CLIN 2003)</b>	<b>\$ 166,461</b>
<b>AWARD FEE (CLINS 2009AD - AT)</b>	<b>\$ 3,068,152</b>
<b>ESTIMATED COSTS (CLINS 2010AA - AE)</b>	<b>\$13,569,153</b>
<b>TOTAL ESTIMATED AMOUNT FY02</b>	<b>\$ 62,753,579</b>

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COMPUTER SCIENCES RAYTHEON**SUMMARY**

<b>1. Total Phase-in Price</b>	\$	142,597
<b>2. Total Estimated Amount - FY 00</b>	\$	35,223,527
<b>3A. Total Estimated Amount - FY 01</b> (CLINs 1001, 1003-1010 [exclude 1009AD-AF])	\$	-
<b>3B. Total Estimated Amount - FY 01</b> (CLINs 1002-1010 [exclude 1009AA-AC])	\$	70,704,392
<b>4A. Total Estimated Amount - FY 02</b> (CLINs 2001, 2003-2010 [exclude 2009AD-AF])	\$	-
<b>4B. Total Estimated Amount - FY 02</b> (CLINs 2002-2010 [exclude 2009AA-AC])	\$	62,753,579
<b>5A. Total Estimated Amount - FY 03</b> (CLINs 3001, 3003-3010 [exclude 3009AD-AF])	\$	64,014,026
<b>5B. Total Estimated Amount - FY 03</b> (CLINs 3002-3010 [exclude 3009AA-AC])	\$	64,354,222
<b>6A. Total Estimated Amount - FY 04</b> (CLINs 4001, 4003-4010 [exclude 4009AD-AF])	\$	65,053,888
<b>6B. Total Estimated Amount - FY 04</b> (CLINs 4002-4010 [exclude 4009AA-AC])	\$	66,440,629
<b>7A. Total Estimated Amount - FY 05</b> (CLINs 5001, 5003-5010 [exclude 5009AD-AF])	\$	66,028,272
<b>7B. Total Estimated Amount - FY 05</b> (CLINs 5002-5010 [exclude 5009AA-AC])	\$	67,454,701
<b>8A. Total Estimated Amount - FY 06</b> (CLINs 6001, 6003-6010 [exclude 6009AD-AF])	\$	67,658,841
<b>8B. Total Estimated Amount - FY 06</b> (CLINs 6002-6010 [exclude 6009AA-AC])	\$	69,126,135
<b>TOTAL ESTIMATED AMOUNT FY 00-06</b> (Items 1, 2, 3A, 4A, 5A, 6A, 7A, 8A)	\$	298,121,151
<b>TOTAL ESTIMATED AMOUNT FY 00-06</b> (Items 1, 2, 3B, 4B, 5B, 6B, 7B, 8B)	\$	436,199,782

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COMPUTER SCIENCES RAYTHEON**PART I - THE SCHEDULE  
SECTION G  
CONTRACT ADMINISTRATION DATA****A. CONTRACT ADMINISTRATIVE INFORMATION**

G-900 ACCOUNTING AND APPROPRIATION DATA

<u>ACRN</u>	<u>Accounting Classification Data</u>	<u>Change</u>	<u>Amount</u>
CA	5723400 302 83LE 252R13 010000 554R0 35182F 662400 F62400	\$1,588,703	\$54,479,061
CB	5723400 302 83LE 252R1A 010000 554R0 35119F 662400 F62400	\$13,542	\$481,042
CC	5723400 302 83LE 252R1B 010000 554R0 35911F 662400 F62400	\$447	\$15,875
CD	5723400 302 83LE 252R1C 010000 554R0 33605F 662400 F62400	\$1,760	\$62,535
CE	5723400 302 83LE 252R1D 010000 554R0 35119F 662400 F62400	\$52,000	\$1,847,200
CF	5723400 302 83LE 252R1L 040000 554R0 33126F 662400 F62400	\$6,500	\$230,900
CG	5723400 302 83LE 252R1M 040000 554R0 33129F 662400 F62400	\$975	\$34,635
CH	5723400 302 83LE 252R1R 040000 554R0 33133F 662400 F62400	\$7,854	\$279,004
CJ	5723400 302 83LE 252R1S 010000 554R0 33605F 662400 F62400	\$623	\$22,128
CK	5723400 302 83LE 252R1T 010000 554R0 35144F 662400 F62400	\$75,888	\$2,695,758
CL	5723400 302 83LE 252R1W 010000 554R0 35111F 662400 F62400	\$4,799	\$170,468
CM	5723400 302 83LE 252R1W 010000 554R0 35111F 662400 F62400 (ESP Code TC)		\$17,049
CN	5723400 302 83LE 264D91 010000 554R0 31378F 662400 F62400		\$385,000
CP	5723400 302 83LE 264D18 010000 554R0 35856F 662400 F62400		\$300,000
		\$1,753,091.00	
Total FY02			\$61,020,655

PRs obligated under this modification:

F700MS12340300 \$1,634,777

F700MS20140200 \$ 118,314