

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 13
2. AMENDMENT/MODIFICATION NO. P00001	3. EFF. DATE 10/07/2010	4. REQUISITION/PURCHASE REQ. NO. 0020061188	5. PROJECT NO. (If applicable)		
6. ISSUED BY DHS - Customs & Border Protection Department of Homeland Security 1300 Pennsylvania Ave, NW Procurement Directorate - NP 1310 Washington	CODE 7014 DC 20229	7. ADMINISTERED BY (If other than Item 6) DHS - Customs & Border Protection Department of Homeland Security 1300 Pennsylvania Ave, NW Procurement Directorate - NP 1310 Washington		CODE DC 20229	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and Zip Code) UNISYS CORP PO BOX 99865 CHICAGO IL 60696-7665 CODE 150780674 FACILITY CODE				9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) 10A. MODIFICATION OF CONTRACT/ORDER NO. / HSBP1010J00730 10B. DATED (SEE ITEM 13) 09/30/2010	

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)

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

<input type="checkbox"/> A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input type="checkbox"/> B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (Such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103 (b).
<input type="checkbox"/> C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input checked="" type="checkbox"/> D. OTHER (Specify type of modification and authority) FAR 52.243-1

E. IMPORTANT: Contractor is not is required to sign this document and return 1 copies to issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
THE PURPOSE OF THIS MODIFICATION IS TO DO THE FOLLOWING FOR HSBP1010J00730:

1. TO INCORPORATE A WITHIN SCOPE STATEMENT OF WORK (SOW) AND UNISYS CORP. FIXED PRICE PROPOSAL SUBMITTED VIA EMAIL DATED: revised on 01/10/11 (1) TECHNICAL AND (1) COST/PRICE PROPOSAL.
2. THE TOTAL AMOUNT FOR THE BASE YEAR IS \$4,697,779.52, HOWEVER, DUE TO THE CONTINUING RESOLUTION (CR) APPROPRIATIONS, PARTIAL FUNDING IN THE AMOUNT OF: \$1,300,000.00 IS BEING ADDED TO THE CONTRACT VALUE. THE CONTRACT VALUE HAS CHANGED FROM: \$29,244,626.00 BY \$1,300,000.00 TO TOTAL: \$30,544,626.00.

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) (b)(4); (b)(6) Sr Contracts Mgr	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) MONIFA COLEMAN Contracting Officer
15C. DATE SIGNED (b)(4); (b)(6) 11/14/2011	16C. DATE SIGNED (b)(4); (b)(6) 01/14/11

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

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT - Continuation			1. CONTRACT ID CODE	
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*All remaining funds will be subject to the availability of funds in accordance with FAR 52.232-18 AVAILABILITY OF FUNDS (APR 1984) due to CR.

3. TO ADD THE FOLLOWING TO SECTION H.2 3052.215-70 "Key Personnel or Facilities":

Outbound Manager Task 3 - (b)(4); (b)(6)

HSBP 1010J00730, Modification: P00001
HSHQDC-06-D-00023
Summary Statement of Work

This transmittal incorporates the request to provide a technical and fixed price proposal to the government in response to the following Statements of Work:

1. Provide Operation and Maintenance support for
 - a. Legacy Outbound/Inbound/BP Check Point LPR equipment.
 - b. WHTI solution deployed to Inbound lanes
 - c. ELSAG Tactical LPR deployed to Border Patrol Sites
2. Continue assumption of lease responsibility for Government Test Lane Facility (GTLF), site administration, operation and maintenance.
3. Other Tasks - Upgrade Existing WHTI LPR Outbound Lanes

Land Border Initiative (LBI)

Support for Legacy License Plate Readers in Outbound Lanes, WHTI systems deployed in the Inbound lanes, and the ELSAG LPR's deployed to Border Patrol Checkpoints
Statement of Work (SOW)

1 1.0 Objective

1. Provide Operations and Maintenance Support for:

- Legacy/upgraded inbound, outbound and checkpoint License Plate Reader (LPR) equipment installed at 14 sites/48 lanes (outbound), 7 sites/13 lanes (inbound) and one lane at the Government Test Lane Facility (GTLF) in Stafford, VA. Attachment 1 provides a current list of sites and lanes for legacy systems.
 - All deployed Western Hemisphere Travel Initiative (WHTI) systems at the land border crossings, to include the hybrid solution of RFID only. See Attachment 2 for a current list of sites and lanes for deployed WHTI systems.
 - ELSAG tactical mobile units deployed to 4 border patrol sites/11 lanes. See Attachment 3 for a current list of deployed ELSAG tactical LPR devices. (note: The tactical units have not currently been deployed. The expected date of deployment is based on the insertion of ELSAG tactical units in the TRM. For bidding purposes assume that these units will be deployed and operational March 1, 2011).
2. Assumption of any lease responsibility for Government Test Lane Facility (GTLF), site administration, operation and maintenance not priced under the LBI Task Order Program Support and Data Collection CLIN.
 3. Other Tasks – Upgrade Existing WHTI LPR Outbound Lanes

2 2.0 Background

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Land Border Integration contract was recently awarded to UNISYS. Under the contractual requirements, UNISYS will provide Operation and Maintenance service for technology solutions procured under this contract. In addition existing equipment is deployed to CBP and Border Patrol locations procured on other contractual vehicles, such as the WHTI and the Acquisitions Services Directorate (Govworks) contract. It is the intention of the Government to consolidate all operation and maintenance services under one contractual umbrella to seek operational and cost efficiencies. In addition, it is strongly recommended that UNISYS group O&M service effort by regions and try to accomplish the O&M task (PM) for all solution areas within a port and within a region at one time to save on costs. Originally, the legacy LPR operation and maintenance and WHTI installations operation and maintenance were performed under the existing WHTI contract by UNISYS. The Govworks contract has no provisions for procuring operation and maintenance services. The government's intent is to include the existing deployed Legacy LPRs, WHTI systems and Govworks-supplied ELSAG tactical systems under the O&M portion of the current LBI task order with Unisys following expiration of the existing WHTI contract with UNISYS.

3 3.0 Scope

The requirements for O&M support is categorized under two work areas,

- support for Legacy LPR systems and
- support for WHTI LPR/RFID Solution and Govworks deployed systems.

3.1 TASK 1: O&M Requirements for Legacy LPR systems:

For all of the existing legacy LPR systems (Attachment 1) the contractor shall provide quarterly preventive maintenance. The Government anticipates that these systems will be in service through June 2012 at which time these systems may be removed from service.

The quarterly preventive maintenance shall include as a minimum the following tasks:

1. lens cleaning, ensure filters are clean, connections remain within tolerance
2. periodic spot check for accuracy and operability

In addition the contractor shall be required to support weekly Tivoli assessments, i.e. maintain Tivoli access to LPR PC's and ensure patch management is current.

Any and all corrective maintenance required to address equipment failure shall be handled under the Emergency Repairs and Other Engineering Task T&M CLIN of the LBI contract.

Note: O&M support for Legacy LPR systems at five sites(Houlton, Forest City, Hidalgo, Antelope, and Sasabe) will ONLY be provided through the specified date (March 1, 2011) as documented in Attachment 1.

3.2 TASK 2: O&M Requirements for WHTI LPR/RFID systems and ELSAG Systems deployed to Border Patrol crossings:

The contractor shall provide operation and maintenance support for all WHTI LPR/RFID systems and ELSAG Systems deployed to Border Patrol crossings. For the above deployed systems, all requirements detailed in LBI SOW, Section C.5.5, Operational Solution Area 5, titled "Operation & Maintenance" shall apply.

The key tasks to be performed as part of the O&M activities shall include the following:

- Management and Maintenance of Test Lane Facilities
- System Monitoring
- Logistics
- Software Code Maintenance
- Technology refresh to ONLY include data analysis and equipment replacement recommendations
- Maintenance
- Service Level Objectives
- System Availability
- Maintenance Support

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- o Priority 1 - Operational System Down
- o Priority 2 - System is not functioning as specified
- o Scheduled Maintenance
- o Mean Time to Respond
- o Mean Time to Repair
- Stock Level Maintenance
- Warranty Management
- Points of Contact

For detailed technical requirements for each of the above task elements, please refer to the LBI SOW, Section C.5.5, Operational Solution Area 5: Operation & Maintenance.

3.2.1 Operational Dashboard:

The government understands that there exists an Operational dashboard system that is available to perform problem diagnosis and defect isolation to maintain the existing WHTI LPR/RFID systems. The government requires that the contractor integrate the ELSAG Tactical LPR system into the existing operational dashboard system to monitor and report problems for the deployed tactical equipment. The information to be used by the operational dashboard will be collected by CBP and transmitted over the CBP network to the Contractor's developed operational dashboard where they are captured by the operational dashboard system. The operational dashboard displays the fault data on a lane by lane basis and assists the contractor with pro-active maintenance, as well as on-site troubleshooting activities.

3.3 Continue Responsibility for GLTF Lease, Site Administration and Operations and Maintenance

The government requires that the contractor assume the lease responsibility for Government Test Lane Facility (GTLF), site administration, operation and maintenance under the LBI Task Order. The task covers the following requirements as a minimum.

1. Continue the existing GTLF lease
2. Provide 24x7 Security Guard Service and security monitoring at the Site (GTLF)
3. Manage and Maintain the GTLF site. This includes janitorial services, providing for utilities and replacement of consumables as required.

3.4 Other Tasks:

The Contractor shall upgrade the existing LPR solution deployed in the outbound lanes at Del Rio and Pharr to include the following:

1. Add VPIM software to the LSC in each lane and ensure communication with VPAIS
2. Store all captured images for 30 days
3. Provide automated ability to monitor performance using the Vehicle Primary Operational Dashboard (VPOD).

4 4.0 Status Report of Activities

The Contractor shall furnish monthly statistical Status Reports of Activities for the Legacy LPR systems, WHTI and Tactical LPR systems, as defined in the LBI Task Order.

5 5.0 Period of Performance:

Base year plus four option years:

- a. Base Year: January 17, 2011 to June 27, 2011

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- b. Option year 1: June 28, 2011 to June 27, 2012
- c. Option Year 2: June 28, 2012 to June 27, 2013
- d. Option Year 3: June 28, 2013 to June 27, 2014
- e. Option Year 4: June 28, 2014 to June 27, 2015

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

**ATTACHMENT INFORMATION
FOR
AWARD/ORDER/IA MODIFICATION: HSBP1010J00730P00001**

I.1 SCHEDULE OF SUPPLIES/SERVICES

ITEM #	DESCRIPTION	QTY	UNIT	UNIT PRICE	EXT PRICE
170	CLIN 0766 LBI O&M 1/17/11 - 6/27/11	1.000	AU	(b) (4)	(4)
170	Partial funding due to CR. Subject to the Availability of Funds.				
180	CLIN 0765 Proj Support 1/17/11 - 6/27/11	1.000	AU		
190	CLIN 0822 GTLF 1/17/11 - 6/27/11	1.000	AU		

Total Funded Value of Award:

\$30,544,626.00

I.2 ACCOUNTING and APPROPRIATION DATA

ITEM #	ACCOUNTING and APPROPRIATION DATA	AMOUNT
170	6100.2525USCSGLCS0923050000Z63F11400AP01 640302525	(b) (4)
180	6100.2525USCSGLCS0923050000Z63F11400AP01 640302525	
190	6100.2525USCSGLCS0923050000Z63F11400AP01 640302525	

I.3 DELIVERY SCHEDULE

DELIVER TO:	ITEM #	QTY	DELIVERY DATE
CUSTOMS AND BORDER PROTECTION7400 FULLERTON ROADSPRINGFIELD, VA 22153	170	1.000	06/27/2011
	180	1.000	06/27/2011
	190	1.000	06/27/2011

Attachment 1: Existing Legacy Lanes

Number of Legacy Lanes with LPR's only: 62 Lanes (48 outbound lanes across 14 sites, 13 inbound lanes at 6 sites, and one lane at GTLF)

The following table indicates location and number of lanes for legacy IP940 **outbound lanes** still in use and requiring O&M services. Total = 41 lanes:

1.	San Ysidro, CA	7	Up to June 2012
2.	Calexico East, CA	2	Up to June 2012
3.	San Luis, AZ	2	Up to June 2012
4.	Douglas, AZ	2	Up to June 2012
5.	Fabens, TX	1	Up to June 2012
6.	Eagle Pass, TX: Bridge 1	3	Up to June 2012
7.	Eagle Pass, TX: Bridge 2	2	Up to June 2012
8.	Laredo, TX: Bridge 2 (J/L)	6	Up to June 2012
9.	Laredo, TX: Columbia	6	Up to June 2012
10.	Rio Grande City, TX	2	Up to June 2012
11.	Hidalgo, TX	6	Up to March 1, 2011
12.	Progreso, TX	2	Up to June 2012

An additional 7 lanes have been upgraded. The following table indicates location and number of outbound lanes upgraded to Lane Security Controllers, in use, and requiring O&M services. Total = 7 lanes:

13.	Del Rio, TX	4	
14.	Pharr, TX	3	

Inbound lanes; legacy 940 units except where noted. 6 sites. Total = 13 lanes.

1.	Sasabe, AZ	1	Up to March 1, 2011
2.	Antelope Wells, NM (NVP Site)	1	Up to March 1, 2011
3.	Ogdensburg, NY	3	March 1, 2011

4.	Eastport, ID	3	March 1, 2011
5.	Oroville, WA	3	March 1, 2011
6.	Houlton, ME: Orient	1	Up to March 1, 2011
7.	Forest City, ME	1	Up to June 2012

GTLF Stafford VA; legacy 940 unit. 1 lane.

Attachment 2: Existing WHTI Lanes

Field Office	Port	Facility	# of Lanes			
			POV	Dual Use	RFID Only	Stacked Booth
Boston	Calais	Ferry Point, ME	2			
		New Bridge		6		
	Derby Line	Derby Line, VT I-91	4			
		Derby Line, VT Rte 5	2			
		North Troy		2		
	Fort Fairfield	Fort Fairfield, ME	2			
	Fort Kent	Fort Kent, ME	2			
	Highgate Springs/Alburg	Highgate Springs, VT	5			
		Alburg, VT	1			
	Houlton	Houlton, ME	4			
			1			
	Jackman	Jackman, ME	3			
Madawaska	Madawaska, ME	1				
<i>Boston subtotal</i> □			27	8		
Buffalo	Alexandria Bay	Alexandria Bay, NY	8			
	Buffalo	Lewiston Bridge	7			
			2			
		Peace Bridge	16			
		Rainbow Bridge	14			
		Whirlpool Bridge	3			
	Champlain-Rouses Point	Champlain	2			
		Rouses Point	10			
	Massena	Massena, NY		1		
			6			
Ogdensburg	Ogdensburg, NY	4	1			
<i>Buffalo subtotal</i> □			74	2		
Detroit	Detroit	Ambassador Bridge	19			

		Windsor Tunnel	1			
			9			
	Port Huron	Port Huron, MI	8			
	Sault Sainte Marie	Sault Sainte Marie, MI	3			
				1		
			1			
<i>Detroit subtotal</i> □			41	1		
El Paso	Columbus	Columbus, NM	2			
	El Paso	BOTA (Bridge of the Americas)	14			
		Paso del Norte (PDN)	12			
		Stanton Street	3			
		Ysleta	12			
	Fabens	Fabens, TX	2			
		Fort Hancock, TX	2			
	Presidio	Presidio, TX	0			
			3			
	Santa Teresa	Santa Teresa, NM	2			
<i>El Paso subtotal</i> □			52	0		
Laredo	Brownsville	B&M Bridge	4			
		Gateway Bridge	5			
		Los Indios	4			
		Veteran's Bridge	4			
	Del Rio	Del Rio, TX	6			
	Eagle Pass	Eagle Pass Bridge 1	5			
		Eagle Pass Bridge 2	6			
	Hidalgo/Pharr	Anzalduas	4			
		Donna	4			
		Hidalgo	13			
		Pharr	6			
	Laredo	Columbia	4			
		Convent-Bridge 1	4			

		Lincoln-Juarez- Bridge 2	4			
			12			
	Progreso	Progreso, TX	5			
	Rio Grande City	Rio Grande City, TX	3			
	Roma	Falcon Dam, TX	2			
		Roma, TX	4			
<i>Laredo subtotal</i> □			99	0		
Portland	Alcan	Alcan, AK	2			
	Skagway	Skagway, AK	2			
<i>Portland subtotal</i> □			4	0		
San Diego	Andrade	Andrade, CA	1			
			2			
	Calexico East	Calexico East, CA	8			
	Calexico West	Calexico West, CA	10			
			0			3
	Otay Mesa	Otay Mesa, CA		0	6	
			0			3
				13		
	San Ysidro	San Ysidro, CA	0			6
			24			
Tecate	Tecate, CA	2				
			2			
<i>San Diego subtotal</i> □			60	2	6	12
Seattle	Baudette	Baudette, MN	2			
	Blaine	Pacific Highway	6			
		Peace Arch	4			
			4			
		Peace Arch	2			
	Dunseith	Dunseith, ND	1	1		
	Eastport	Eastport, ID	2			
	Grand Portage	Grand Portage, MN	2	1		
International	International Falls, MN		1			

	Falls/Ranier		2			
	Lynden	Lynden, WA	3			
			1			
	Oroville	Oroville, WA	3	2		
	Pembina	Pembina, ND	4			
			1			
	Point Roberts	Point Roberts, WA	3			
	Portal	Portal, ND	0	0		
	Roosville	Roosville, MT	4			
	Roseau	Roseau, MN		1		
	Sumas	Sumas, WA	1			
			4			
	Sweetgrass	Sweetgrass, MT	3			
	Warroad	Warroad, MN	2			
<i>Seattle subtotal</i> ☐			53	7		
Tucson	Douglas	Douglas, AZ	7			
	Lukeville	Lukeville, AZ	2			
			3			
	Naco	Naco, AZ	2			
	Nogales	Nogales, AZ East	8			
		Nogales, AZ West	4			
San Luis	San Luis, AZ	6				
		2				
<i>Tucson subtotal</i> ☐			34	0		
	FLETC	FLETC	3			
	GTLF	GTLF	3			
Total Inbound Lanes: 492						
	Border Patrol	C-29	6			
494	<i>Grand Total</i>		456	20	6	12

Attachment 3: Existing ELSAG Tactical LPR deployed to BP Checkpoints:

SECTOR	STATION	STATE	HWY	LANE COUNT	Type of Installation
RGV	FALFURRIAS	TX	281	5	Tactical
RGV	KINGSVILLE	TX	77	4	Tactical
SDC	CAMPO	CA	80	1	Tactical
EPT	ALAMAGORDO	NM	54	1	Tactical
Total Number of Lanes				11	