

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE R	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00038	3. EFF. DATE 09/13/2007	4. REQUISITION/PURCHASE REQ. NO. 0020023505 Rev 16	5. PROJECT NO. (If applicable) Not Applicable	
6. ISSUED BY Department of Homeland Security Customs & Border Protection 1300 Pennsylvania Ave NW NP 1310 Washington	CODE 7014 DC 20229	7. ADMINISTERED BY (If other than Item 6) Dept of Homeland Security Customs & Border Protection Office of Procurement - NP 1310 1300 Pennsylvania Ave. NW Washington		CODE 7014 DC 20229
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and Zip Code) CHENEGA TECHNOLOGY SERV CORP  5971 KINGSTOWNE VILLAGE PKY STE 100 ALEXANDRIA VA 22315-5891			9A. AMENDMENT OF SOLICITATION NO.	
CODE 048418730 FACILITY CODE			9B. DATED (SEE ITEM 11)	
			10A. MODIFICATION OF CONTRACT/ORDER NO. X HSBP1004C00193 /	
			10B. DATED (SEE ITEM 13) 09/11/2003	
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 ATTACHED				
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).				
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.217-9 Option to Extend the Term of the Contact and FAR 52.232-22 Limitation of Funds				
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 _____ copies to issuing office.				
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) This modification is issued to provide incremental funding for Option Period 3, to exercise Option Period 4, and to provide incremental funding for Option Period 4.				
1. Funding in the amount of \$6,655,000.00 is provided for Option Period 3.				
2. Option Period 4, (09/30/07 - 09/29/08) is hereby exercised pursuant to FAR 52.217-9, Option to Extend the Term of the Contract. Incremental funding in the amount of \$16,713,562.58 is provided for Option Period 4.				
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) Shawna L. Peterson Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED	(b) (6)		16C. DATE SIGNED 9/13/07

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT - Continuation</b>			1. CONTRACT ID CODE R	
2. AMENDMENT/MODIFICATION NO. P00038	3. EFF. DATE 09/13/2007	4. REQUISITION/PURCHASE REQ. NO. 0020023505 Rev 16	PAGE OF 2	PAGES 2

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

3. The Contractor shall not submit invoices/vouchers for Option Period 4 costs/expenses in excess of \$6,000,000.00 unless and until complete cost and technical proposals are submitted to the Government. Upon notification of proposal acceptance by the Contracting Officer this restriction is removed. The Contractor shall not continue performance beyond January 31, 2008 without additional funding provided by contract modification.

The H.25 General & Administrative Rate Ceiling and Provisional Indirect Cost Billing Rates set forth in Modification P00034 remain in effect until Option Period 4 cost plus award fee is definitized.

**ATTACHMENT INFORMATION  
FOR  
AWARD/ORDER/IA HSBP1004C00193, MODIFICATION P00038**

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**ACCOUNTING AND APPROPRIATION INFORMATION**

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**Item:** 00870            6100.2525USCSGLCS0923020330Z00007400AP06  
IR1562525            **Amount** \$3,022,000.000

**Item:** 00880            6100.2525USCSGLCS0923020330Z00007400AP06  
IR1702525            **Amount** \$1,500,000.000

**Item:** 00890            6100.2525USCSGLCS0923020330Z00007400AP06  
IR1562525            **Amount** \$1,000,000.000

**Item:** 00900            6100.2525USCSGLCS0923020330Z00007400AP06  
IR1562525            **Amount** \$200,000.0000

**Item:** 00910            6100.2525USCSGLCS0923020330Z00007400AP06  
IR1562525            **Amount** \$878,000.0000

**Item:** 00920            6100.2525USCSGLCS0923020331Z00007400AP01  
IR1562525            **Amount** \$55,000.0000

**Item:** 00930            6100.2525USCSGLCS0923020330Z00007173SB02  
IR1562525            **Amount** \$6,178,900.000

**Item:** 00940            6100.2525USCSGLCS0923020330Z00007400BN01  
IR1562525            **Amount** \$1,938,838.400

Item: 00950 6100.2525USCSGLCS0923020330Z00007400BN01  
 IR1592525 Amount \$2,380,458.000

Item: 00960 6100.2525USCSGLCS0923020330Z00007400AP06  
 IR1562525 Amount \$1,000,000.000

Item: 00970 6100.2525USCSGLCS0923020330Z00007400AP06  
 IR1562525 Amount \$1,500,000.000

Item: 00980 6100.2525USCSGLCS0923020331Z00007400AP06  
 IR1562525 Amount \$1,221,767.410

Item: 00990 6100.2525USCSGLCS0923020331Z00007173SB02  
 IR1562525 Amount \$101,083.0000

Item: 01000 6100.2525USCSGLCS0923020330Z00006442BN01  
 IR1562525 Amount \$175,000.0000

Item: 01010 6100.2525USCSGLCS0923020330Z00007400AP06  
 IR1562525 Amount \$1,991,262.770

Item: 01020 6100.2525USCSGLCS0923020330Z00007400BN01  
 IR1562525 Amount \$226,253.0000

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**SCHEDULE OF SUPPLIES/SERVICES**

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Item Number:	00870	Line Item (Priced/Information/Option):	P	
Supplies/Services:	Maintenance - Option Year 3			
	Qty	Unit	Unit Price	Ext. Price
	1	AU	\$3,022,000.0000	\$3,022,000.0000

<b>Item Number:</b>	<b>00880</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Training - Option Year 3			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,500,000.0000	\$1,500,000.0000
<b>Item Number:</b>	<b>00890</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Training - Option Year 3			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,000,000.0000	\$1,000,000.0000
<b>Item Number:</b>	<b>00900</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Expansion of Suite A Build-out			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$200,000.0000	\$200,000.0000
<b>Item Number:</b>	<b>00910</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Warehouse Management Project			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$878,000.0000	\$878,000.0000
<b>Item Number:</b>	<b>00920</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Maintenance - Option Year 3			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$55,000.0000	\$55,000.0000
<b>Item Number:</b>	<b>00930</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Option Year 4 SBINet O&M			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$6,178,900.0000	\$6,178,900.0000
<b>Item Number:</b>	<b>00940</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Border Patrol - Option Year 4			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,938,838.4000	\$1,938,838.4000
<b>Item Number:</b>	<b>00950</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Border Patrol - Option Year 4			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$2,380,458.0000	\$2,380,458.0000
<b>Item Number:</b>	<b>00960</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Deployment - Option Year 4			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,000,000.0000	\$1,000,000.0000

<b>Item Number:</b>	<b>00970</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Maintenance - Option Year 4			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,500,000.0000	\$1,500,000.0000
<b>Item Number:</b>	<b>00980</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Maintenance - Option Year 4			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,221,767.4100	\$1,221,767.4100
<b>Item Number:</b>	<b>00990</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Maintenance - SBI			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$101,083.0000	\$101,083.0000
<b>Item Number:</b>	<b>01000</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	BP FLIR Bundles for Miami & Ramsey			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$175,000.0000	\$175,000.0000
<b>Item Number:</b>	<b>01010</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	NII Dom./Int. Redeployments OY4			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$1,991,262.7700	\$1,991,262.7700
<b>Item Number:</b>	<b>01020</b>	<b>Line Item (Priced/Information/Option):</b>	<b>P</b>	
<b>Supplies/Services:</b>	Upgrade 60 RIIDs - Border Patrol			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	\$226,253.0000	\$226,253.0000

**Total Funded Contract Value:**

**\$23,368,562.5800**

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**DELIVERY SCHEDULE**

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**Deliver To:** Customs and Border Protection  
10720-N Richmond Highway  
Lorton VA 22079

<b>Instructions: Item</b>	<b>Quantity</b>	<b>Delivery Date</b>	<b>Recipient</b>	<b>Unloading PT.</b>
00870	1	09/29/2007		
00880	1	09/29/2007		
00890	1	09/29/2007		
00900	1	09/29/2007		
00910	1	09/29/2007		
00920	1	09/29/2007		
00930	1	09/29/2008		
00940	1	09/29/2008		
00950	1	09/29/2008		
00960	1	09/29/2008		
00970	1	09/29/2008		

00980	1	09/29/2008
00990	1	09/29/2008
01000	1	09/29/2008
01010	1	09/29/2008
01020	1	09/29/2008

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