

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   5
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2. AMENDMENT/MODIFICATION NO P00024	3. EFF. DATE 07/31/2009	4. REQUISITION/PURCHASE REQ. NO. 0020036004	5. PROJECT NO. (If applicable)
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6. ISSUED BY Department of Homeland Security Customs and Border Protection 1300 Pennsylvania Ave NW Room 7.2A Washington DC 20229	CODE 7014	7. ADMINISTERED BY (If other than Item 6) Dept of Homeland Security Customs and Border Protection SBI Acquisition Office, Room 7.2C 1300 Pennsylvania Ave., NW Washington DC 20229	CODE
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8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and Zip Code) THE BOEING COMPANY DBA: BOEING 1215 SOUTH CLARK ST STE 600 ARLINGTON VA 22202-3292	9A. AMENDMENT OF SOLICITATION NO.
CODE 807414318	9B. DATED (SEE ITEM 11)
FACILITY CODE	10A. MODIFICATION OF CONTRACT/ORDER NO. / HSBP1208J20016
	10B. DATED (SEE ITEM 13) 04/15/2008

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers  is extended.  is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods.

(a) By completing items 8 and 15, and returning \_\_\_\_\_ copies of the amendment, (b) By acknowledging receipt of this amendment on each copy of the offer submitted, or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

**12. ACCOUNTING AND APPROPRIATION DATA (If required)**

See Attached.

**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 checked="" type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF Mutual Agreement Between the Parties
<input type="checkbox"/>	D. OTHER (Specify type of modification and authority) Supplemental Agreement (FAR 43.103). Definition

E. IMPORTANT: Contractor  is not  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.)**

SEE CONTINUATION PAGES

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) (6) Contracts Manager	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) JUDITH A. SIMPSON
15B. (b) (6)	16B. (b) (6)
15C. DATE SIGNED 31 JUL 09	16C. DATE SIGNED 7/31/09

1. The purpose of this modification is to definitize the extension period, provide incremental funding and make an administrative correction.
2. In P00021 a Not to Exceed (NTE) amount was established at \$109,972,204 along with a definitization schedule. The task order extension period of February 27, 2009 to March 25, 2010 has been negotiated and definitized at the amount of \$94,064,150. The following tables shows the negotiated CLINS:

CLIN	DESCRIPTION	TOTAL COST
10010	Engineering Services	(b) (4)
10020	Program Management	
10030	Proposal Prep & Development	
10040	Material	
10050	Travel	
10060	Base Fee	
10070	Award Fee	
10080	Special Studies	
10110	Northern Border	
<b>TOTAL</b>		

CLIN 10080 was negotiated at (b) (4) but has a CLIN value of (b) (4). The Government created a pot of (b) (4) in funding in P00023. Authorization of the Contracting Officer or COTR is required to use the remaining \$472,445.

3. In accordance with the Limitation of Funds clause, the task order is further funded in the amount of \$32,559,341 as follows:

CLIN 10010 (Engineering)	-	(b) (4)
CLIN 10020 (Program Management)	-	
CLIN 10030 (Proposal Development)	-	
CLIN 10040 (Material)	-	
CLIN 10050 (Travel)	-	
CLIN 10060 (Base Fee)	-	
CLIN 10070 (Award Fee)	-	
<b>TOTAL FUNDING:</b>		<b>\$32,559,341</b>

4. July 15, 2009 is the established date on which Systems Qualification Testing (SQT) Phase II Test Readiness Review (TRR) was to occur. The baseline to be established at the August Integrated Baseline Review (IBR) will be based on the hours and schedule as agreed upon during negotiations.
5. The total task order funding is increased by \$32,559,341 to from \$140,003,319 to \$172,562,660.
6. The task order value is decreased by \$15,908,056 from to \$221,941,658 to \$206,033,602.

All other terms and conditions of the task order remain the same.

**ATTACHMENT INFORMATION  
FOR  
AWARD/ORDER/IA HSBP1208J20016, MODIFICATION P00024**

**SCHEDULE OF SUPPLIES/SERVICES**

<b>Item Number:</b>	<b>10890</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Engineering Services-CLIN 10			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10900</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Program Management-CLIN 20			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10910</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Material CLIN 40			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10920</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Proposal Prep&Dvlpmt CLIN 30			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10930</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Travel CLIN 50			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10940</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Base Fee CLIN 60			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10950</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Award Fee CLIN 70			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Item Number:</b>	<b>10960</b>	<b>Line Item (Priced/Information/Option): P</b>		
<b>Supplies/Services:</b>	Proposal Prep&Dvlpmt CLIN 30			
	<b>Qty</b>	<b>Unit</b>	<b>Unit Price</b>	<b>Ext. Price</b>
	1	AU	(b) (4)	(b) (4)
<b>Total Funded Contract Value:</b>				<b><u>\$32,559,341.0000</u></b>

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ACCOUNTING AND APPROPRIATION INFORMATION

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Item: 10890	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	(b) (4)
Item: 10900	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	
Item: 10910	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	
Item: 10920	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	
Item: 10930	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	
Item: 10940	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	
Item: 10950	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	
Item: 10960	6999.25CIUSCSGLCS0900009000Z00009173SB03 SB30025CI	Amount	

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**DELIVERY SCHEDULE**

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**Deliver To:** Customs and Border Protection  
Secure Border Initiative (SBI)net  
1300 Pennsylvania Ave NW Rm 7.5  
Ronald Reagan Federal Building  
Washington DC 20229

<b>Instructions: Item</b>	<b>Quantity</b>	<b>Delivery Date</b>	<b>Recipient</b>	<b>Unloading PT.</b>
10890	1	03/25/2010		
10900	1	03/25/2010		
10910	1	03/25/2010		
10920	1	03/25/2010		
10930	1	03/25/2010		
10940	1	03/25/2010		
10950	1	03/25/2010		
10960	1	03/25/2010		

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