

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. P00002	3. EFF. DATE 05/31/2008	4. REQUISITION/PURCHASE REQ. NO. 0020036004	5. PROJECT NO. (If applicable)	
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
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 CODE 807414318 FACILITY CODE			9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
			10A. MODIFICATION OF CONTRACT/ORDER NO. / HSBP1208J20016	X
			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 48.103 (b).
X	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)

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 reallocate funds.

Funds have been redistributed from the deobligation of funds from P00001 as follows:

- CLIN 00080 - MATERIAL PURCHASE POOL - (b) (4)
- CLIN 00090 - BASE FEE (b) (4)
- CLIN 00100 - AWARD FEE (b) (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.

15. NAME AND TITLE OF SIGNER (Type or print) (b) (6) MIS - CONTRACTS And Procure	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) JEFFREY GWILLIAM
15C. DATE SIGNED 5/30/08	16C. DATE SIGNED 6/02/08

PREVIOUS EDITION UNUSABLE

V. 10-83)
CFR) 53.243

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT - Continuation			1. CONTRACT ID CODE	
2. AMENDMENT/MODIFICATION NO. P00002	3. EFF. DATE 05/31/2008	4. REQUISITION/PURCHASE REQ. NO. 0020036004	PAGE OF 2	PAGES 2

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

The total value of reallocated funds is \$10,288,563. The contract value is changed from \$83,292,500 to \$93,581,078.

The following provision is associated with CLIIN 00080:

The establishment of the Material Purchase Pool is to allow for purchasing of material associated with the SBInet Systems Task Order (STO). The amount of the pool is (b) (4) (b) (4) will be for purchases and (b) (4) will be for cost associated with material overhead and facility cost of money (FCOM).

The Contractor shall make purchases of material under a total value of \$100,000.00 without approval from the Government. The Contractor shall provide the Government with a monthly report of the materials purchased which includes the following information: description of material; date purchased; vendor; price; material use; and part number (if applicable).

Materials above a total value of \$100,000.00 shall require approval from the Government using the current approval procedures. The Government shall respond to the Contractor's request within three(3) days. Should the Government not respond within the stated timeframe, the Contractor shall be permitted to proceed with said purchases.

The Contractor shall notify the Government, in writing, when 80% of the pool has been exhausted.

The accounting and appropriateion classification associated with this change is:

6100.2525USCGLCS0900009000Z00008173SB03 SB3002525

ALL OTHER TERMS AND CONDITIONS OF THE TASK ORDER REMAINS UNCHANGED.

**ATTACHMENT INFORMATION
FOR
AWARD/ORDER/IA HSBP1208J20016, MODIFICATION P00002**

SCHEDULE OF SUPPLIES/SERVICES

Item Number:	00080	Line Item (Priced/Information/Option):	P	
Supplies/Services:	Material Purchase Pool			
	Qty	Unit	Unit Price	Ext. Price
	1	AU	(b) (4)	(b) (4)
Item Number:	00090	Line Item (Priced/Information/Option):	P	
Supplies/Services:	Base Fee (b) (4)			
	Qty	Unit	Unit Price	Ext. Price
	1	AU	(b) (4)	(b) (4)
Item Number:	00100	Line Item (Priced/Information/Option):	P	
Supplies/Services:	Award Fee (b) (4)			
	Qty	Unit	Unit Price	Ext. Price
	1	AU	(b) (4)	(b) (4)
Total Funded Contract Value:				<u>\$10,288,563.0000</u>

ACCOUNTING AND APPROPRIATION INFORMATION

Item: 00080	6100.2525USCSGLCS0900009000Z00008173SB03 SB3002525	Amount
Item: 00090	6100.2525USCSGLCS0900009000Z00008173SB03 SB3002525	Amount
Item: 00100	6100.2525USCSGLCS0900009000Z00008173SB03 SB3002525	Amount

(b) (4)

DELIVERY SCHEDULE

=====
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

Instructions: Item	Quantity	Delivery Date	Recipient	Unloading PT.
00080	1	02/15/2009		
00090	1	02/15/2009		
00100	1	02/15/2009		
