

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT 1. CONTRACT ID CODE PAGE OF PAGES
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2. AMENDMENT/MODIFICATION NO. P00003 3. EFF. DATE 08/20/2008 4. REQUISITION/PURCHASE REQ. NO. 0020036004 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE 7014
 Department of Homeland Security
 Customs and Border Protection
 1300 Pennsylvania Ave NW
 Room 7.2A
 Washington DC 20229

7. ADMINISTERED BY (If other than item 6) CODE
 Dept of Homeland Security
 Customs and Border Protection
 SBI Acquisition Office, Room 7.2C
 1300 Pennsylvania Ave., NW
 Washington DC 20229

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.
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. / HSBP1208J20016
 10B. DATED (SEE ITEM 13) 04/15/2008

CODE 807414318 FACILITY CODE

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.

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: Mutual Agreement Between the Parties
 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 replace the Statement of Work (SOW); replace the Award Fee Plane (AFP); incorporate the Data Item Description (DID) List; and provide clarification on CLIN level invoicing.

1. The SOW listed in section C is replaced with the SOW dated June 17, 2008.
 2. The AFP listed as Attachment 1 is replaced with the AFP version with approval signatures dated April 15, 2008.

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)
 Contract Administrator

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
 HERMAN T. SHIVERS
 Contracting Officer

15C. DATE SIGNED
 9/2/08

16C. DATE SIGNED
 9/3/08

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|--|----------------------------|--|---------------------|-------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT - Continuation | | | 1. CONTRACT ID CODE | |
| 2. AMENDMENT/MODIFICATION NO. P00003 | 3. EFF. DATE 08/20/2008 | 4. REQUISITION/PURCHASE REQ. NO. 0020036004 | PAGE OF | PAGES |
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14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

3. The following DIDs are incorporated in the task order:

- a. Integrated Master Plan (IMP) (DID 0015)
- b. Contract Performance Report (CPR) (DID 0016)
- c. Systems Level Preliminary Design Review (PDR) Package (DID 0019)
- d. System Level Critical Design Review (CDR) Package (DID 0020a)
- e. Program Management Plan (DID 0022)
- f. Organizational Change Roadmap and Management Plan (DID 0031)
- g. System Level System Requirements Review (SRR) Package (0032)
- h. Northern and Southern Border Design Reference Scenarios Documents (0034)
- i. Contract Funds Status Report (0041)
- j. Information Technology (IT) Contingency Plan (0043)
- k. Information Technology (IT) Security Risk Assessment (0044)
- l. IBR Package (0045)
- m. Interface Definition Document (IDD) (0047)
- n. Interface Control Document (ICD) (0048)
- o. System Security Plan (SSP) (0049)
- p. System Production Readiness Review Package (0053)
- q. B Specifications Document (0054)
- r. A Specifications Document (0055)
- s. System Validation and Verification Plan (0056)
- t. Modeling and Analysis Plan (0071)
- u. Test Readiness Review Package (0072)
- v. Data Accession List (DAL) (81453A)
- w. Integrated Master Schedule (IMS) (81650)

4. SBInet's Procurement Writing System will not allow the creation of sub Contract Line Item Numbers (CLINS) or additional funding on an existing CLIN. Due to this restriction, the contractor is authorized to invoice against more than one line of accounting associated with a particular CLIN should the need arise.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED