

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)
 003 02/24/2012 12NA000925
 6. ISSUED BY CODE 05001 7. ADMINISTERED BY (If other than Item 6) CODE 05001

NNSA Service Center U.S. Department of Energy Office of Business Services P.O. Box 5400 Albuquerque NM 87185-5400

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) (X) 9A. AMENDMENT OF SOLICITATION NO.
 G4S GOVERNMENT SOLUTIONS INC Attn: MIKE GALLAGHER 7121 FAIRWAY DRIVE, SUITE 301 PALM BEACH GARDENS FL 334183766 9B. DATED (SEE ITEM 11)

X 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-NA0001435 10B. DATED (SEE ITEM 13) 12/21/2011
 CODE 073891921 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) Net Increase: \$116,550.33
 See Schedule

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

CHECK ONE
 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).
 C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
 D. OTHER (Specify type of modification and authority)
 X Unilateral IAW FAR 43.103(b) and FAR Clause 52.232-22 entitled "Limitation of Funds"

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible)
 FOB: Destination
 Period of Performance: 01/01/2012 to 12/31/2014

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)
 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign) 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA (Signature of Contracting Officer) 16C. DATE SIGNED
 02/24/2012

CONTRACT SPECIALIST

LARRY VELTMAN

United States Department of Energy
 NNSA Business Services Division
 Attn: Larry Veltman, Bldg 388 / FAB/SSS
 P. O. Box 5400
 Albuquerque, NM 87185-5400

Phone: 505-845-4847
 EMail: larry.veltman@nnsa.doe.gov

CONTRACTING OFFICER'S REPRESENTATIVE

RAEFORD L., JR PHIFER
 Phone: 702-295-3104
 EMail: phiferr@nv.doe.gov

DOLLAR TOTALS	PRIOR AMOUNT	CURRENT CHANGE	TOTAL AMOUNT
Award Value	\$ 138,036,483.00	\$ 0.00	\$ 138,036,483.00
Funding Obligation	\$ 7,943,293.09	\$ 116,550.33	\$ 8,059,843.42

BLOCK 14 CONTINUATION

The purpose of this modification is to provide for FY11 Cash Work Transfer Funds as Incremental Funding. The following is the obligation breakdown:

PREVIOUS OBLIGATION AMOUNT: \$7,943,293.09
 AMOUNT OBLIGATED ON THIS MOD: \$116,550.33
 NEW TOTAL OBLIGATED AMOUNT: \$8,059,843.42

SCHEDULE OF CHANGES

A. The purpose of this modification is to provide for FY11 Cash Work Transfer funds as incremental funding in support of the NSO/NNSS Security Protective Force and Systems Services contract.

B. The **Total Contract Value** for the 3-Year Base Period remains unchanged at **\$138,036,483.00**.

C. The **Total Amount Obligated** against the contract is hereby changed from **\$7,943,293.09** to now read **\$8,059,843.42**, an increase of **\$116,550.33**.

D. The following CLIN changes are incorporated into Section B:

CLIN 000109 Section B: ACRN AK is hereby established at **\$116,550.33**.

E. The following clauses are hereby changed in Section B:

NNS-B-1001 IMPLEMENTATION OF LIMITATION OF FUNDS (Nov 2009)

Pursuant to the clause FAR 52.232-22 in Section I, entitled, "Limitation of Funds", the total amount available for payment and allotted to this contract for **CLIN(s) 0001 through 0003** is **\$8,059,843.42**. It is estimated that this amount is sufficient to cover performance through **21 March 2012**.

<End of Clause>

ITEM	SUPPLIES OR SERVICES	Qty		Unit Price
		Purch	Unit	Total Item Amount
Funding Info Only				
000109	CLIN Establish			
	<i>Noun:</i>	Funding Info Only		
	<i>ACRN:</i>	AK	+\$116,550.33	
	<i>PR/MIPR:</i>	12NA000925		\$116,550.33

F. The following changes/updates are hereby incorporated into Section G:

ACRN AK: New ACRN is hereby established at **\$116,550.33**.

PR: 12NA000925 is added for **\$116,550.33**.

SCHEDULE OF CHANGES

ACRN	Appropriation/Lmt Subhead/Supplemental Accounting Data	Obligation Amount
AK	ACRN Establish	\$116,550.33
00911.2011.01.100260.25231.1721310.0000000.1023909.0000000.000000		
	<i>New ACRN Amount:</i> \$116,550.33	
	<i>Funding breakdown:</i> On CLIN 000109: +\$116,550.33	
	<i>PR/MIPR:</i> 12NA000925 \$116,550.33	

G. Except as provided herein, all other terms and conditions of the contract, with respect to this modification, remain unchanged and in full force and effect.