

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 7
2. AMENDMENT/MODIFICATION NO. 005	3. EFFECTIVE DATE 03/29/2012	4. REQUISITION/PURCHASE REQ. NO. See Schedule	5. PROJECT NO. (If applicable)
6. ISSUED BY NNSA Service Center U.S. Department of Energy Office of Business Services P.O. Box 5400 Albuquerque NM 87185-5400	CODE 05001	7. ADMINISTERED BY (If other than Item 6) NNSA Service Center U.S. Department of Energy Office of Business Services P.O. Box 5400 Albuquerque NM 87185-5400	CODE 05001
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) G4S GOVERNMENT SOLUTIONS INC Attn: MIKE GALLAGHER 7121 FAIRWAY DRIVE, SUITE 301 PALM BEACH GARDENS FL 334183766		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 073891921 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-NA0001435	
		10B. DATED (SEE ITEM 13) 12/21/2011	
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 Schedule		Net Increase:	\$20,001,538.74
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:		
X	D. OTHER (Specify type of modification and authority) Unilateral IAW FAR 43.103(b) and FAR Clause 52.232-22 entitled "Limitation of Funds"		
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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) Larry P. Veltman	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 03/29/2012

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
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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	\$ 8,059,843.42	\$ 20,001,538.74	\$ 28,061,382.16

BLOCK 14 CONTINUATION

The purpose of this modification is to provide for incremental funding to CLINs 0001, 0002, & 0003. The following is the obligation breakdown:

PREVIOUS OBLIGATION AMOUNT: \$8,059,843.42
 AMOUNT OBLIGATED ON THIS MOD: \$20,001,538.74
 NEW TOTAL OBLIGATED AMOUNT: \$28,061,382.16

A. The purpose of this modification is to provide for FY2012 Incremental Funding to CLIN 0001 - Labor, CLIN 0002 - ODCs, and CLIN 0003 - Award Fee in support of the Security Protective Force and Systems Services contract at the NSO/NNSS.

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 **\$8,059,843.42** to now read **\$28,061,382.16**, an increase of **\$20,001,538.74**.

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

CLIN 000101 Section B: ACRN **AA** is hereby changed from **\$5,560,000.00** to now read **\$16,460,000.00**, an increase of **\$10,900,000.00**.

CLIN 000102 Section B: ACRN **AB** is hereby changed from **\$460,000.00** to now read **\$2,960,000.00**, an increase of **\$2,500,000.00**.

CLIN 000103 Section B: ACRN **AC** is hereby changed from **\$530,000.00** to now read **\$2,530,000.00**, an increase of **\$2,000,000.00**.

CLIN 000105 Section B: ACRN **AF** is hereby changed from **\$63,200.00** to now read **\$64,738.74**, an increase of **\$1,538.74**.

CLIN 000110 Section B: ACRN **AD** is hereby established in the amount of **\$100,000.00**.

CLIN 000202 Section B: ACRN **AA** is hereby changed from **\$440,000.00** to now read **\$1,540,000.00**, an increase of **\$1,100,000.00**.

CLIN 000203 Section B: ACRN **AB** is hereby established in the amount of **\$1,000,000.00**.

CLIN 000204 Section B: ACRN **AC** is hereby established in the amount of **\$600,000.00**.

CLIN 000301 Section B: ACRN **AA** is hereby established in the amount of **\$1,000,000.00**.

CLIN 000302 Section B: ACRN **AB** is hereby established in the amount of **\$500,000.00**.

CLIN 000303 Section B: ACRN **AC** is hereby established in the amount of **\$300,000.00**.

E. The following clause is 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 **\$28,061,382.16**. It is estimated that this amount is sufficient to cover performance through **30 June 2012**.

<End of clause>

SCHEDULE OF CHANGES

ITEM	SUPPLIES OR SERVICES	Qty Purch Unit	Unit Price Total Item Amount
<u>Funding Info Only</u>			
000101	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AA +\$10,900,000.00 12NA001382	\$10,900,000.00
<u>Funding Info Only</u>			
000102	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AB +\$2,500,000.00 12NA001382	\$2,500,000.00
<u>Funding Info Only</u>			
000103	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AC +\$2,000,000.00 12NA001382	\$2,000,000.00
<u>Funding Info Only</u>			
000105	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AF +\$1,538.74 12NA001378	\$1,538.74
<u>Funding Info Only</u>			
000110	CLIN Establish <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AD +\$100,000.00 12NA001382	\$100,000.00
<u>Funding Info Only</u>			
000202	CLIN Change <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AA +\$1,100,000.00 12NA001384	\$1,100,000.00
<u>Funding Info Only</u>			
000203	CLIN Establish <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AB +\$1,000,000.00 12NA001384	\$1,000,000.00
<u>Funding Info Only</u>			
000204	CLIN Establish <i>Noun:</i> ACRN: PR/MIPR:	Funding Info Only AC +\$600,000.00 12NA001384	\$600,000.00

ITEM	SUPPLIES OR SERVICES	Qty Purch Unit	Unit Price Total Item Amount
<u>Funding Info Only</u>			
000301	CLIN Establish <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only AA 12NA001386	+\$1,000,000.00 \$1,000,000.00
<u>Funding Info Only</u>			
000302	CLIN Establish <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only AB 12NA001386	+\$500,000.00 \$500,000.00
<u>Funding Info Only</u>			
000303	CLIN Establish <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only AC 12NA001386	+\$300,000.00 \$300,000.00

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

ACRN AA

PR Total Amount: Is hereby increased by **\$2,100,000.00**.

PR No: **12NA001384** is added for **\$1,100,000.00**.

PR No: **12NA001386** is added for **\$1,000,000.00**.

ACRN AB

PR Total Amount: Is hereby increased by **\$4,000,000.00**.

PR No: **12NA001382** is added for **\$2,500,000.00**.

PR No: **12NA001384** is added for **\$1,000,000.00**.

PR No: **12NA001386** is added for **\$500,000.00**.

ACRN AC

PR Total Amount: Is hereby increased by **\$2,900,000.00**.

PR No: **12NA001382** is added for **\$2,000,000.00**.

PR No: **12NA001384** is added for **\$600,000.00**.

PR No: **12NA001386** is added for **\$300,000.00**.

ACRN AD

PR Total Amount: Is hereby increased by **\$100,000.00**.

PR No: **12NA001382** is added for **\$100,000.00**.

ACRN AF

PR Total Amount: Is hereby increased by **\$1,538.74**.

PR No: **12NA001378** is added for **\$1,538.74**.

ACRN	Appropriation/Lmt Subhead/Supplemental Accounting Data	Obligation Amount
AA	ACRN Revision	+\$13,000,000.00
00900.2012.01.100260.25231.2221069.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$19,000,000.00	
	<i>Funding breakdown:</i> On CLIN 000101: +\$10,900,000.00	
	On CLIN 000202: +\$1,100,000.00	
	On CLIN 000301: +\$1,000,000.00	
	<i>PR/MIPR:</i> 12NA001384 \$1,100,000.00	
	12NA001386 \$1,000,000.00	
	12NA001382 \$10,900,000.00	
AB	ACRN Change	+\$4,000,000.00
00900.2012.01.100260.25231.2221079.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$4,460,000.00	
	<i>Funding breakdown:</i> On CLIN 000102: +\$2,500,000.00	
	On CLIN 000203: +\$1,000,000.00	
	On CLIN 000302: +\$500,000.00	
	<i>PR/MIPR:</i> 12NA001382 \$2,500,000.00	
	12NA001384 \$1,000,000.00	
	12NA001386 \$500,000.00	
AC	ACRN Revision	+\$2,900,000.00
00900.2012.01.100260.25231.2221070.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$3,430,000.00	
	<i>Funding breakdown:</i> On CLIN 000103: +\$2,000,000.00	
	On CLIN 000204: +\$600,000.00	
	On CLIN 000303: +\$300,000.00	
	<i>PR/MIPR:</i> 12NA001382 \$2,000,000.00	
	12NA001384 \$600,000.00	
	12NA001386 \$300,000.00	
AD	ACRN Revision	+\$100,000.00
00900.2012.01.100260.25231.2221076.0000000.0000000.0000000.0000000		
	<i>New ACRN Amount:</i> \$210,000.00	
	<i>Funding breakdown:</i> On CLIN 000110: +\$100,000.00	
	<i>PR/MIPR:</i> 12NA001382 \$100,000.00	

ACRN	Appropriation/Lmt Subhead/Supplemental Accounting Data	Obligation Amount
AF	ACRN Change	+\$1,538.74
00922.2012.01.100260.25231.1721310.0000000.1023909.0000000.0000000		
	<i>New ACRN Amount:</i> \$64,738.74	
	<i>Funding breakdown:</i> On CLIN 000105: +\$1,538.74	
	<i>PR/MIPR:</i> 12NA001378 \$1,538.74	

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.