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|--|--|------------------------------------|--|---|------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | 1. CONTRACT ID CODE | PAGE OF PAGES 1 9 | |
| 2. AMENDMENT/MODIFICATION NO PS04 | | 3. EFFECTIVE DATE SEE BLOCK 16C | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (IF APPLICABLE) | |
| 6. Issued By Code | | QTACA | 7. ADMINISTERED BY (If other than item 6): | | Code |
| U.S. GENERAL SERVICES ADMINISTRATION ENTERPRISE GWAC CENTER 9988 HIBERT STREET, SUITE 310 SAN DIEGO, CA 92131 | | | | | |
| 8. Name and Address of Contractor (No., street, county, State and ZIP Code) | | | (x) | 9A. AMENDMENT OF SOLICITATION NO. | |
| INTERNATIONAL BUSINESS MACHINES CORPORATION 6710 ROCKLEDGE DRIVE BETHESDA, MD 20817-1826 | | | | 9B. DATED (SEE ITEM 11) | |
| | | | | 10A. MODIFICATION OF CONTRACT/ORDER NO. GS00Q09BGD0034 | |
| | | | X | 10B. DATED (SEE ITEM 13) 05/01/2009 | |
| CODE | | 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

Offer's 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)
N/A

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). |
| X | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 43.103 AND BY MUTUAL AGREEMENT OF THE PARTIES |
| <input type="checkbox"/> | D. OTHER (Specify type of modification and authority) |

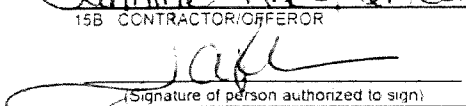
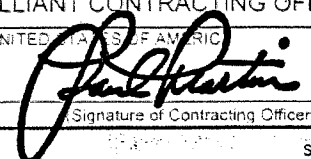
E. IMPORTANT: Contractor is not, is required to sign this document and return 1 copies to the issuing office.

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

Modification PS04 is hereby issued to reflect the following changes:

See Next Page

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) Kannine Rhee Sr Contract mgr | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) PAUL MARTIN ALLIANT CONTRACTING OFFICER | |
| 15B. CONTRACTOR/OFFEROR  | 15C. DATE SIGNED 9/17/2010 | 16B. UNITED STATES OF AMERICA  | 16C. DATE SIGNED 17 SEP 2010 |
| (Signature of person authorized to sign) | | (Signature of Contracting Officer) | |

Modification PS04 is hereby issued to reflect the following changes:

1. Deobligate the MINIMUM CONTRACT GUARANTEE to the Basic Contract;
2. Revise URLs in Sections E.1, F.1, H.1, I.2;
3. Revise Section F.5 DELIVERABLES;
4. Revise Section G.2 AUTHORIZED USERS;
5. Revise Section G.9.5 Contract Access Fee (CAF) Remittance;
6. Revise Section G.9.7 Contractor Administrative Reporting;
7. Revise Section H.13.1 Contractor Webpage;
8. Insert a new 2nd paragraph to Section H.16 COST ACCOUNTING SYSTEM;
9. Update Section I.2 FAR 52.252-2 CLAUSES INCORPORATED BY REFERENCE (FEB 1998); and
10. Update Section I.2.1 ACQUISITION OF COMMERCIAL ITEMS

1) Section B.4 of the Basic Contract specified a MINIMUM CONTRACT GUARANTEE of \$2,500. As a result of the Task Order NNG10FB62D awarded to International Business Machines Corporation, April 2010, the minimum contract guarantee has been satisfied. Therefore, the government hereby deobligates the funded minimum contract guarantee of \$2,500.

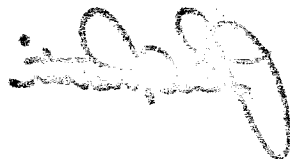
2) Revise URLs in Sections E.1, F.1, H.1, I.2

Delete <http://acqnet.gov/far/index.html>.

Replace with <https://www.acquisition.gov/far/index.html>

Delete <http://acqnet.gov/gsam/gsam.html>

Replace with <https://www.acquisition.gov/gsam/gsam.html>



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6. Revise Section G.9.7 Contractor Administrative Reporting;
7. Revise Section H.13.1 Contractor Webpage;
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3) Revise the table in Section F.5 DELIVERABLES

| ID | SECTION | DELIVERABLE TITLE | FREQUENCY | DELIVER TO |
|-----------|----------------|---|--|------------------------------|
| 1 | G.9.5 | CAF Remittance | Remit the CAF to GSA in U.S. dollars within 30 calendar days after the end of the reporting quarter. | GSA via EFT |
| 2 | G.9.7 | Contract Administrative Reporting | Order/Modification Data – Report all orders/modifications within 30 days of order acceptance/award; Purchase Data – Report purchase data from each accepted invoice within 30 calendar days after the end of the reporting quarter; CAF Payment Data – Report each CAF payment remitted to GSA within 30 calendar days after the end of the reporting quarter. | GWAC Management Module (GMM) |
| 3 | G.9.8.1 | Annual Order Close-out Report | Annually on the anniversary of the Basic Contract award. | PCO via Alliant@gsa.gov |
| 4 | H.16 | Cost Accounting and Earned Value Management Systems Checklist | Annually on the anniversary of the Basic Contract award. | PCO via Alliant@gsa.gov |

4) Delete G.2 AUTHORIZED USERS in its entirety and replace with the following:

G.2 AUTHORIZED USERS

Pursuant to FAR 16.504(a)(4)(vi), only authorized users may place Orders under the Basic Contract. In order to qualify as an authorized user, a duly warranted Contracting Officer (as that term is defined in FAR 2.1) in good standing must have an appropriate delegation of authority from the Procuring Contracting Officer (PCO). For purposes of this Basic Contract, these authorized users are identified as Ordering Contracting Officers (OCOs).

This Basic Contract is for use by all Federal agencies, authorized Federal contractors, and others as listed in General Services Administration (GSA) Order ADM 4800.2F, ELIGIBILITY TO USE GSA SOURCES AND SUPPLY, September 17, 2009, as modified from time to time.

5) Delete G.9.5 Contract Access Fee (CAF) Remittance in its entirety and replace with the following:

G.9.5 Contract Access Fee (CAF) Remittance

The Contract Access Fee (CAF) reimburses GSA for the cost of operating the Alliant Program. The CAF percentage is set at the discretion of GSA and GSA maintains the unilateral right to change the percentage at any time, but not more than once per year. GSA will provide reasonable notice prior to the effective date of any change.

Contractors shall remit the CAF in U.S. dollars to GSA within 30 calendar days after the end of each calendar quarter for all invoice payments received during that calendar quarter. Where CAF for multiple invoice payments (on one or more Orders) is due, Contractors may consolidate the CAF owed into one payment.

| Calendar Quarters | CAF Due Date |
|---|--------------------------|
| 1 st Quarter January 1 st – March 31 st | April 30 th |
| 2 nd Quarter April 1 st – June 30 th | July 30 th |
| 3 rd Quarter July 1 st – September 30 th | October 30 th |
| 4 th Quarter October 1 st – December 31 st | January 30 th |

CAF payments are to be remitted via Electronic Funds Transfer (“EFT”). Contractors are authorized to pay with a check only until the GMM has been updated to accept electronic payments. If paying by check, each check shall be annotated with the corresponding Alliant contract number only, and the reporting quarter.

Payment by check: All GWAC checks must be made payable and remitted to the following address:

U.S. General Services Administration
Government Wide Acquisition Contracts - GWACs
P.O. Box 970027
St. Louis, MO 63197-0027

If necessary, the courier address is:

GSA Federal Acquisition Service
Government Lockbox SL-MO-C2GL
1005 Convention Plaza (P.O. Box 970027)
St. Louis, MO 63197-0027

GSA FAS reserves the right to unilaterally change such instructions as necessary, following notification to the Contractor.

Failure to remit the CAF in a timely manner will constitute a Basic Contract debt to the United States Government under the terms of FAR 32.6.

6) Delete G.9.7 Contractor Administrative Reporting in its entirety and replace with the following:

G.9.7 Contractor Administrative Reporting

The following defines the administrative reporting requirements under the Basic Contract. All of the reporting data specified here shall be provided electronically via the GWAC Management Module which can be accessed at <http://itss.gsa.gov>.

The types of reporting data required are as follows:

(a) Order Award – The contractor shall report all non IT Solution Shop (ITSS) Orders within thirty (30) calendar days of Order award. Award data includes, but is not limited to:

- (1) Basic Contract Number
- (2) Order Number
- (3) Order Description (i.e. Type of Project)
- (4) Predominant Contract Type (i.e. T&M, CPFF, FFP, etc.)
- (5) Issuing Ordering Contracting Officer (OCO)
- (6) Initial Period of Performance
- (7) Award Date
- (8) Award Obligated/Funded Amount

Order Award data issued through ITSS will automatically populate into the GWAC Management Module.

(b) Modification Data – The contractor shall report all non ITSS Modifications within thirty (30) calendar days from the date of each Modification. Modification data includes, but is not limited to:

- (1) Basic Contract Number
- (2) Order Number
- (3) Modification Number
- (4) Modification Description (i.e., Incremental Funding, Exercise Option, etc.)
- (5) Issuing OCO
- (6) Modification Period of Performance
- (7) Modification Date
- (8) Modification Obligated/Funded Amount

Modification data issued through ITSS will automatically populate into the GWAC Management Module.

(c) Purchase Data – The contractor shall report purchase data from each accepted invoice within 30 calendar days after the end of the reporting quarter. Purchase data includes, but is not limited to:

- (1) Contractor Invoice Number
- (2) Date Issued
- (3) Itemized Charges categorized as follows:
 - (a) On-Site and Off-Site Labor Categories for T&M/Labor Hour (including non-Alliant/specialized labor categories)
 - (b) Cost Labor
 - (c) Fixed Price Labor
 - (d) Loaded Hourly Labor Rates or Direct Labor rates as applicable.
 - (e) Award/Fixed/Incentive Fees
 - (f) Travel
 - (g) Other Direct Costs (ODCs)
 - (h) Materials (for T&M)

Hybrid blends, e.g., fixed price/time & material, should report those items above as it relates to each of the respective task order types.

The GWAC Management Module categorized direct material and ODCs as defined in FAR 52.232-7 simply as ODCs.

(d) CAF Payment Data – The contractor shall report each CAF payment remitted to GSA within 30 calendar days after the end of the reporting quarter.

| Calendar Quarters | CAF Reporting Date |
|---|---------------------------|
| 1 st Quarter January 1 st – March 31 st | April 30 th |
| 2 nd Quarter April 1 st – June 30 th | July 30 th |
| 3 rd Quarter July 1 st – September 30 th | October 30 th |
| 4 th Quarter October 1 st – December 31 st | January 30 th |

CAF payment data includes, but is not limited to:

- (1) Trace Number (or Voucher/Check Number)
- (2) Total Remitted Amount
- (3) Remit Date
- (4) Amount applied to each Order Number (for the reported payment)

The Contractor shall convert all currency to U.S. dollars using the “Treasury Reporting Rates of Exchange,” issued by the U.S. Department of Treasury, Financial Management Service.

- 7) Delete H.13.1 Contractor Webpage in its entirety and replace with the following:

H.13.1 Contractor Webpage

The Contractor shall develop and maintain a current, publicly available webpage accessible via the Internet throughout the period of performance of the Basic Contract and the Contractor's Orders through close-out. The webpage shall be prominently located on the website where other government contracts are listed. The purpose of the webpage is for the Contractor to communicate with potential customers regarding the Contractor's ability to provide world-class professional support services under the Basic Contract. At a minimum, this webpage must include the following items: the original Alliant Basic Contract award document SF26 and all Basic Contract modifications issued to date (within 30 calendar days from modification issuance), contractor DUNS number, prompt payment terms, contact information of Contractor's Program Manager and Contract Manager, a link to the Central Contractor Registration (CCR) webpage and a link to the GSA Alliant website.

This webpage must conform to the relevant accessibility standards referenced in Section 508 of the Rehabilitation Act (29 U.S.C. 794d), as amended by the Workforce Investment Act of 1998 (P.L. 105-220), August 7, 1998, Section 1194.22, Web-based Intranet and Internet Information and Applications.

- 8) Insert a new 2nd paragraph in Section H.16 COST ACCOUNTING SYSTEM.

H.16 COST ACCOUNTING SYSTEM

Contractors are required to have an adequate cost accounting system for Cost Reimbursement type Orders in accordance with FAR 16.301-3(a)(1). The Contractor must maintain a cost accounting system determined adequate for determining costs applicable to the contract by their cognizant auditing agency. The Contractor shall notify the PCO and designated OCOs for ongoing Orders, in writing, if there are any changes in the status of their cost accounting system and provide the reason(s) for the change.

Annually, on the anniversary of the Basic Contract award, the contractor shall complete the "Cost Accounting and Earned Value Management Systems Checklist", in Section J, Attachment 6, and transmit this completed checklist to the Alliant PCO at Alliant@gsa.gov. The contractor shall indicate the status on this checklist whether the DCAA/DCMA reviewed systems are adequate or inadequate, or as stated by DCAA/DCMA; list any and all cited deficiencies; and whether any changes to these systems have occurred since the last contract performance year. When status is changed to "Deficient", this status shall be noted on the checklist no later than 30 days from the DCAA/DCMA issuance date.

9) Update Section I.2 FAR 52.252-2 CLAUSES INCORPORATED BY REFERENCE (FEB 1998).

The following clauses are hereby updated and incorporated by reference:

| CLAUSE NO. | TITLE | DATE | FP | COST | TM |
|-------------------|--|-------------|-----------|-------------|-----------|
| 52.203-13 | Contractor Code of Business Ethics and Conduct | APR 2010 | X | X | X |
| 52.204-10 | Reporting Executive Compensation and First-Tier Subcontract Awards | JULY 2010 | X | X | X |
| 52.232-36 | Payment By Third Party | FEB 2010 | X | X | X |
| 52.244-6 | Subcontracts For Commercial Items | JUN 2010 | X | X | X |

10) Update Section I.2.1 Acquisition of Commercial Items.

The following clauses are hereby updated and incorporated by reference:

| CLAUSE NO. | TITLE | DATE | FP | COST | TM |
|-------------------|---|-------------|-----------|-------------|-----------|
| 52.212-5 | Contract Terms and Conditions Required to Implement Statutes or Executive Orders-Commercial Items | JUL 2010 | X | | X |
| 52.212-5 | Alternate II | APR 2010 | X | | X |

All other contract terms and conditions remain unchanged.

Section J
ATTACHMENT 6
COST ACCOUNTING & EARNED VALUE MANAGEMENT
SYSTEMS CHECKLIST

Contractor Name on DCAA Reports: _____

Alliant GWAC Number: GS00Q09BGD00

| | DCAA Audit Report No. | DCAA Audit Report Date | Status | Changed Since Previous Contract Performance Year (Y/N) |
|--------------------------------|-----------------------|------------------------|--------|--|
| Cost Accounting System | | | | |
| Labor Charging System | | | | |
| Billing System | | | | |
| Estimating System | | | | |
| Purchasing System | | | | |
| Compensation System | | | | |
| Earned Value Management System | | | | |

Comments (if Deficiencies are noted):

DCAA Point of Contact Name (Current)
 Address
 Phone Number
 Email

DCMA Administrative Contracting Officer Name (Current)
 Address
 Phone Number
 Email

I certify that the above statements are true.

 Name of Contractor Representative

 Date Signed