

<b>2. Amendment/Modification No.</b> 02	<b>3. Effective Date</b> 2001JUN15	<b>4. Requisition/Purchase Req No.</b> SEE SCHEDULE	<b>5. Project No. (If applicable)</b>
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<b>6. Issued By</b> TACOM SFAB-GCSS-WBCTP LESLIE LEWIS (810)753-2072 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: LEWISL@TACOM.ARMY.MIL	<b>Code</b>	W56HZV	<b>7. Administered By (If other than Item 6)</b> DCM DETROIT U.S. ARMY TANK-AUTOMOTIVE AND ARMAMENTS COMMAND (TACOM) BLDG 231 ATTN: DCMDE-GJD WARREN, MI 48397-5000	<b>Code</b>	S2305A
			SCD A PAS NONE ADP PT SC1012		

<b>8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)</b> GMGD DEFENSE GROUP LLC, JOINT VENTU GENERAL DYNAMICS LAND SYSTEMS CUSTOMER SERVICE & SUPPORT COM 38500 MOUND STERLING HEIGHTS MI 48310-3200  TYPE BUSINESS: Large Business Performing in U.S.	<input type="checkbox"/>	<b>9A. Amendment Of Solicitation No.</b>
	<input type="checkbox"/>	<b>9B. Dated (See Item 11)</b>
	<input checked="" type="checkbox"/>	<b>10A. Modification Of Contract/Order No.</b> DAAE07-00-D-M051/0001
<b>Code</b> INLE2 <b>Facility Code</b>	<input type="checkbox"/>	<b>10B. Dated (See Item 13)</b> 2000NOV16

**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 amendments; (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 ACKNOWLEDGMENT 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)**  
ACRN: AC NET INCREASE: \$2,600,000.00

**13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS**

It Modifies The Contract/Order No. As Described In Item 14.

<input checked="" type="checkbox"/>	A. This Change Order is Issued Pursuant To: FAR 52.243-2 The Contract/Order No. In Item 10A.	The Changes Set Forth In Item 14 Are Made In
<input type="checkbox"/>	B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).	
<input type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	
<input type="checkbox"/>	D. Other (Specify type of modification and authority)	

**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return \_\_\_\_\_ copies to the Issuing Office.

**14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)**

SEE SECOND PAGE FOR DESCRIPTION

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.

<b>15A. Name And Title Of Signer (Type or print)</b>	<b>16A. Name And Title Of Contracting Officer (Type or print)</b> SUSAN BUDRYS BUDRYSS@TACOM.ARMY.MIL (810)753-2054
<b>15B. Contractor/Offeror</b>  (Signature of person authorized to sign)	<b>15C. Date Signed</b>
<b>16B. United States Of America</b>  By _____ /SIGNED/ (Signature of Contracting Officer)	<b>16C. Date Signed</b>

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b>	<b>Page 2 of 6</b>
	PIIN/SIIN DAAE07-00-D-M051/0001      MOD/AMD 02	
<b>Name of Offeror or Contractor:</b> GMGD DEFENSE GROUP LLC, JOINT VENTU		

SECTION A - SUPPLEMENTAL INFORMATION

PROGRAM: FAMILY OF INTERIM ARMORED VEHICLES/ENGINEERING AND MANUFACTURING DEVELOPMENT (EMD)

1. This Modification 02 to Delivery Order 0001 under Requirements Contract DAAE07-00-D-M051 is a supplemental agreement.
2. Pursuant to the Changes--Cost Reimbursement (Alternate II (APR 1984)) clause, FAR 52.243-2 (August 1987), contained in the contract, the Government hereby requires the contractor to perform the necessary engineering effort as defined in Contract Paragraph C.5.8.1 to change the Command, Control, Communications, Computers, Intelligence, Surveillance and Reconnaissance (C4ISR) IBCT System Architecture (SA) Version 1.1 to implement System Architecture (SA) 3.0 (Vehicle Diagrams Version 1.3) for the Infantry Carrier Vehicle (ICV), the Commanders Vehicle (CV), the Reconnaissance Vehicle (RV), the Mortar Carrier (MC) Vehicle, the Medical Evacuation Vehicle (MEV), the Enginering Squad Vehicle (ESV), the Anti-Tank Guided Missile (ATGM) Vehicle, the Fire Support Vehicle (FSV), the Nuclear, Biological, Chemical Reconnaissance Vehicle (NBCRV) and the Mobile Gun System (MGS) Vehicle.
3. The System Architecture (SA) Vehicle Diagrams, Version 1.3 are hereby incorporated into Delivery Order 0001 through this Modification 02 as Attachment 1.
4. The period of performance for this effort will begin the date this modification is signed. The estimated completion date is 31 Mar 02.
5. The following clauses apply to this delivery order:

FAR 52.216-24	Limitation of Government Liability
FAR 52.216-26	Payments of Allowable Costs Before Definitization
DFARS 252.217.7027	Contract Definitization
6. Hardware changes will be addressed in a separate and future delivery order modification.
7. The definitized contract will be cost plus award fee with the following definitization schedule:

Projected Award Date of UCA/Letter Contract	14 Jun 2001
Projected Date to Begin Alpha Effort	27 Jun 2001
Projected Completion Date of Alpha Effort	26 Nov 2001
Estimated Date of Contract Definitization	11 Dec 2001
8. The estimated cost and base fee/award fee as specified in Paragraph H.5 of the contract, will be adjusted subsequent to definitization of this change.
9. The contractor agrees to accomplish the engineering effort described associated with this change at a Not-To-Exceed ceiling price amount of \$ 5,200,000.00, inclusive of base fee.
10. The limitation of Government liability amount is \$ 2,600,000.00.
11. The total dollars funded for this action are \$ 2,600,000.00.
12. Except as specifically stated above, all other terms and conditions of the delivery order remain unchanged and in full force and effect.

\*\*\* END OF NARRATIVE A 002 \*\*\*

Name of Offeror or Contractor: GMGD DEFENSE GROUP LLC, JOINT VENTU

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
6000AC	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>NOUN: EMD - IAV PROGRAM-C4ISR (SA)                      SECURITY CLASS: Unclassified                      PRON: X112C010X1 PRON AMD: 01 ACRN: AC                      AMS CD: 643653</p> <p>Engineering Effort to change the C4ISR IBCT System Architecture (SA) Version 1.1 to implement SA 3.0 (Vehicle Diagrams, Version 1.3) in accordance with clause C.5.8.1 of the contract.</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u>                      INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td></td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td>0</td> <td>31-MAR-2002</td> </tr> </table> <p style="text-align: right;">\$ 2,600,000.00</p>	DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	31-MAR-2002				<p>\$ 2,600,000.00</p>
DLVR SCH		PERF COMPL												
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	31-MAR-2002												

**CONTINUATION SHEET**

**Reference No. of Document Being Continued**

**PIIN/SIIN** DAAE07-00-D-M051/0001 **MOD/AMD** 02

**Name of Offeror or Contractor:** GMGD DEFENSE GROUP LLC, JOINT VENTU

SECTION G - CONTRACT ADMINISTRATION DATA

LINE ITEM	PRON/ AMS CD	OBLG STAT/ ACRN JOB ORD NO	PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
6000AC	X112C010X1 643653	AC 1 1GXC10	0.00 \$	2,600,000.00 \$	2,600,000.00
			NET CHANGE \$	2,600,000.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AC	21 12040000015R5R07P643653255Y S20113	W56HZV	\$ 2,600,000.00
			NET CHANGE \$	2,600,000.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 61,744,912.00	\$ 2,600,000.00	\$ 64,344,912.00

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MOD/AMD 02

**Name of Offeror or Contractor:** GMGD DEFENSE GROUP LLC, JOINT VENTU

## SECTION I - CONTRACT CLAUSES

<u>Status</u>	<u>Regulatory Cite</u>	<u>Title</u>	<u>Date</u>
I-1 ADDED	52.216-26	PAYMENTS OF ALLOWABLE COSTS BEFORE DEFINITIZATION	MAR/2000
I-2 CHANGED	52.216-24	LIMITATION OF GOVERNMENT LIABILITY	APR/1984
(a) In performing this contract, the Contractor is not authorized to make expenditures or incur obligations exceeding \$2,600,000.00 dollars.			
(b) The maximum amount for which the Government shall be liable if this contract is terminated is 2,600,000.00 dollars. (End of clause)			

I-3 CHANGED 252.217-7027 CONTRACT DEFINITIZATION OCT/1998

(a) A cost plus award fee contract is contemplated. The Contractor agrees to begin promptly negotiating with the Contracting Officer the terms of a definitive contract that will include (1) all clauses required by the Federal Acquisition Regulation (FAR) on the date of execution of the undefinitized contract action, (2) all clauses required by law on the date of execution of the definitive contract action, and (3) any other mutually agreeable clauses, terms, and conditions. The Contractor agrees to submit a firm proposal and cost or pricing data supporting its proposal.

(b) The schedule for definitizing this contract action is as follows:

Target Date for Definitization:	11 Dec 2001
Submission of Proposal:	TBD
Beginning of Negotiations:	27 Jun 2001
Submission of Make-or-Buy:	N/A
Submission of Subcontracting Plan:	N/A
Submission of Cost and Pricing Data:	11 Dec 2001

(c) If agreement on a definitive contract action to supersede this undefinitized contract action is not reached by the target date in paragraph (b) of this clause, or within any extension of it granted by the Contracting Officer, the Contracting Officer may, with the approval of the head of the contracting activity, determine a reasonable price or fee in accordance with Subpart 15.4 and Part 31 of the FAR, subject to Contractor appeal as provided in the Disputes clause. In any event, the Contractor shall proceed with completion of the contract, subject only to the Limitation of Government Liability clause.

(1) After the Contracting Officer's determination of price or fee, the contract shall be governed by-

(I) All clauses required by the FAR on the date of execution of this undefinitized contract action for either fixed-price or cost-reimbursement contracts, as determined by the Contracting Officer under this paragraph (c);

(ii) All clauses required by law as of the date of the Contracting Officer's determination; and

(iii) Any other clauses, terms, and conditions mutually agreed upon.

(2) To the extent consistent with paragraph (c)(1) of this clause, all clauses, terms, and conditions included in this undefinitized contract action shall continue in effect, except those that by their nature apply only to an undefinitized contract action.

(d) The definitive contract resulting from this undefinitized contract action will include a negotiated price in no event to exceed \$5,200,000.00.

(End of clause)

<b>CONTINUATION SHEET</b>	<b>Reference No. of Document Being Continued</b> <b>PIIN/SIIN</b> DAAE07-00-D-M051/0001 <b>MOD/AMD</b> 02	<b>Page</b> 6 <b>of</b> 6
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**Name of Offeror or Contractor:** GMGD DEFENSE GROUP LLC, JOINT VENTU

SECTION J - LIST OF ATTACHMENTS

<u>List of</u> <u>Addenda</u>	<u>Title</u>	<u>Date</u>	<u>Number</u> <u>of Pages</u>	<u>Transmitted By</u>
Attachment 001	C4ISR IBCT SA VEHICLE DIAGRAMS VERSION 1.3	06-JUN-2001	010	