

2. Amendment/Modification No. BN	3. Effective Date 2003SEP23	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By Code W56HZV TACOM WARREN BLDG 231 SFAE-GCS-W-BCTP EDWARD OTTMAN (586)573-2147 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: OTTMANE@TACOM.ARMY.MIL	7. Administered By (If other than Item 6) Code S2305A DCMA DETROIT U.S. ARMY TANK & AUTOMOTIVE COMMAND (TACOM) ATTN: DCMAE-GJD WARREN, MI 48397-5000 SCD C PAS NONE ADP PT SC1012
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8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) GM GDLS DEFENSE GROUP LLC, JOINT VENTURE 14920 TWENTY-THREE MILE ROAD SHELBY TOWNSHIP, MI. 48315 TYPE BUSINESS: Large Business Performing in U.S.	<input type="checkbox"/>	9A. Amendment Of Solicitation No.
	<input type="checkbox"/>	9B. Dated (See Item 11)
	<input checked="" type="checkbox"/>	10A. Modification Of Contract/Order No. DAAE07-00-D-M051/0001
Code INLE2 Facility Code		10B. Dated (See Item 13) 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)
SEE SECTION G

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

KIND MOD CODE: 3 It Modifies The Contract/Order No. As Described In Item 14.

<input checked="" type="checkbox"/>	A. This Change Order is Issued Pursuant To: 52.243-2 Changes Cost Reimb Alt II 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 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.

15A. Name And Title Of Signer (Type or print)	16A. Name And Title Of Contracting Officer (Type or print) OTTMAN, EDWARD OTTMANE@TACOM.ARMY.MIL (586)574-2147
15B. Contractor/Offeror (Signature of person authorized to sign)	15C. Date Signed
	16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)
	16C. Date Signed 2003SEP23

CONTINUATION SHEET	Reference No. of Document Being Continued PIIN/SIIN DAAE07-00-D-M051/0001 MOD/AMD BN	Page 2 of 8
Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE		

SECTION A - SUPPLEMENTAL INFORMATION

1. This Modification BN to DAAE07-00-D-M051, Delivery Order 0001 is a unilateral action.

2. The purpose of this modification is to provide Level of Effort (LOE) funding for Proof of Enablers (POE) a technical test and demonstration involving the integration of a variety of Army enablers to prove out the concept of a self-diagnosing and self-reporting weapon system based on the integration of the weapon system health monitoring system. The Statement of work for this LOE is located in Section C of this modification. Deliverables are called out in the attached CDRLs.

3. The Government hereby authorizes the contractor to perform a maximum level of effort of 8,250 manhours for this effort for an estimated cost inclusive of fee, of \$825,000.00. The Government also authorizes an estimated \$75,000 inclusive of fee in other direct costs to support travel and other material expenses.

4. CLINs 6000BJ and 6000BM are established for this purpose.

5. Actual costs shall be reported via CDRL A062, "Level of Effort Monthly Cost Status Report".

6. In accordance with FAR 52.243-2, if funding allotted under this modification is not considered equitable, the contractor must assert his right to an equitable adjustment within 30 days from receipt of this modification.

7. This modification is subject to the Limitation of Cost Clause FAR 52.232-20.

8. As a result of this modification BN, the total amount under Delivery Order 0001 is increased by \$900,000.00. Except as specifically stated above, all terms and conditions of Delivery Order 0001 remain unchanged and in full force and effect.

*** END OF NARRATIVE A 118 ***

Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT						
6000BJ	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: D/C LTA PROOF OF ENABLERS PRON: W13GX249X1 PRON AMD: 01 ACRN: AN AMS CD: 423612.00000</p> <p>Proof of Enablers</p> <p>Level of Effort 5,750 hours</p> <p>Estimated Cost \$524,687.50 Fixed Fee (8.75%) \$ 50,312.50 Total Estimated Amount \$575,000.00</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <table border="0"> <tr> <td>DLVR SCH</td> <td>PERF COMPL</td> </tr> <tr> <td><u>REL CD</u> <u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001 0</td> <td>30-SEP-2004</td> </tr> </table> <p style="text-align: right;">\$ 575,000.00</p>	DLVR SCH	PERF COMPL	<u>REL CD</u> <u>QUANTITY</u>	<u>DATE</u>	001 0	30-SEP-2004		HR		\$ 575,000.00
DLVR SCH	PERF COMPL										
<u>REL CD</u> <u>QUANTITY</u>	<u>DATE</u>										
001 0	30-SEP-2004										
6000BM	<p><u>SERVICES LINE ITEM</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee NOUN: PROOF OF ENABLERS (POE) PRON: X13GX256X1 PRON AMD: 01 ACRN: AP AMS CD: 31107180008</p> <p>Proof of Enablers</p> <p>Level of Effort 2,500 hours</p> <p>Estimated Cost \$228,125.00 Fixed Fee (8.75%) \$ 21,875.00 Total Estimated Amount \$250,000.00</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u></p>		HR		\$ 250,000.00						

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE07-00-D-M051/0001 MOD/AMD BN

Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
6000BN	<p>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>30-SEP-2004</td> </tr> </table> <p style="text-align: right;">\$ 250,000.00</p>	DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	30-SEP-2004				
	DLVR SCH		PERF COMPL											
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	30-SEP-2004												
<p><u>SERVICES LINE ITEM</u></p> <p>CLIN CONTRACT TYPE: Cost-Plus-Fixed-Fee</p> <p>NOUN: TRAVEL AND MATERIAL COSTS PRON: W13GX249X1 PRON AMD: 01 ACRN: AN AMS CD: 423612.00000</p> <p>CLIN 6000BN is established to provide for all Other Direct Costs associated with contractor's performance on subject modification for Proof of Enablers. These costs include travel and materials required for modification execution.</p> <p>Estimated Cost: \$68,437.50 Fixed Fee (8.75%) \$ 6,562.50 Total Estimated Amount \$75,000.00</p> <p style="text-align: center;">(End of narrative B001)</p> <p><u>Inspection and Acceptance</u></p> <p>INSPECTION: Origin ACCEPTANCE: Origin</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>30-SEP-2004</td> </tr> </table> <p style="text-align: right;">\$ 75,000.00</p>	DLVR SCH		PERF COMPL	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	30-SEP-2004				\$ 75,000.00	
DLVR SCH		PERF COMPL												
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	30-SEP-2004												

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Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE

SECTION C - DESCRIPTION/SPECIFICATIONS/WORK STATEMENT

Scope of Work for Proof Of Enablers (POE)

The Proof Of Enablers (POE) is a technical test and demonstration involving the integration of a variety of Army enablers to prove out the concept of a self-diagnosing and self-reporting weapon system based on the integration of the weapon system health monitoring system, brigade and below command and control systems, and brigade and below logistics systems. The POE is targeting the Stryker, FMTV, HEMTT, HMWVW weapon systems, and FBCB2 and MTS communications capability. The POE test and demonstration shall use one Stryker, FMTV, HEMTT, and HMWVW. The contractor shall provide support for the Stryker weapon system as follows.

- 1) Contractor shall develop system design. At a minimum, documentation delivered shall include descriptions of the following:
- a) Identification of supporting hardware and software components.
 - b) Hi-level interface descriptions for electrical, software, and user interfaces.
 - c) Concept of execution.

Contractor will provide a system requirements and design review at their facility in Goleta, CA.

Deliverable documents shall be in hardcopy and in electronic format (MS Word).

Deliverable: Requirements/Design Description (RDD) using contractor format.

Schedule: Deliverable provided 60 days after POE Interface Control Work Group Meeting (ICWG) with all contractors.

- 2) Contractor shall design software interfaces. Support development of software interface control documents (ICDs) between Stryker BCT3 software, EMS-2, Logbook, PMM, and FBCB2. Interfaces will be designed to use IBMs WebSphere as a middleware communication service. ICDs will be established through Interface Control Work Groups (ICWGs). Contractor will support one meeting in Goleta and two at other facilities. Diagnostic coverage will only be provided for sample of powertrain, chassis electronics, and weapon faults.

Deliverable documents shall be in hardcopy and in electronic format (MS Word).

Deliverables:

Interface control descriptions for all data produced by contractor-CTC applications (NOTE: Assume Software Integrator will maintain ICD for all data passing through WebSphere middleware).

Interface Design Descriptions (IDD) change descriptions for interfaces between applications that are responsibility of contractor-CTC.

Schedule: Deliverables provided 90 days after POE Interface Control Work Group Meeting (ICWG) with all contractors.

- 3) Contractor shall perform Phase 1 Detailed Design and Implementation: Design, implement, test and demonstrate (to the government at GDLS-Goleta) integration of BCT3 software with the following applications: EMS-2 Software and Stryker IETMs and Logbook. Include a remote VDT capability via 802.11x and DT3000 terminal. Phase 1 assumptions include:

All GFE applications and directed middleware (i.e., WebSphere) must be capable of running on the Microsoft Windows NT4.0 Embedded and Windows 2000 operating system, and support use of a network file system.

GFE software is required 60 days after establishing ICDs.

Contractor software will be delivered for demo 150 days after establishing ICDs.

Contractor will provide required processors and cabling. Processors may consist of enhanced VDTs or an alternate design representative of a design that can be provided in time for BCT5.

Deliverable documents shall be in hardcopy and in electronic format (MS Word).

Deliverable:

- (1) Revised ICD inputs as required
- (2) Test plan
- (3) Test results/report

Schedule:

Test plan 30 days prior to test.

Test results/report 30 days after test.

Demonstration 150 days after establishing ICDs.

Revised ICD inputs 150 days after establishing ICDs.

- 4) Contractor shall perform Phase 2 Detailed Design and Implementation. Design, implement, test and demonstrate (to the government at GDLS-Goleta) the following capabilities:

Monitoring of fuel

Monitoring of ammunition

PMM-based prognostics

Remote diagnostics, prognostics and logistics via FBCB2

Powertrain interfaces for diagnostics and prognostics

Contractor will add required BCT3 hardware modifications to vehicle demonstrator to support the identified capabilities.

Deliverable documents shall be in hardcopy and in electronic format (MS Word).

Deliverables:

- (1) Revised ICD inputs as required
- (2) Test plan
- (3) Test results/report

Schedule:

Test Plan 60 days prior to Fort Knox demonstration.

Test results/test report 30 days prior to Fort Knox demonstration.

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Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE

Demonstration in Goleta 30 days prior to Fort Knox demonstration.
Revised ICD inputs 30 days prior to Fort Knox demonstration.

Support Demonstration at FT Knox in October 2004. Assume demo will take place in a protected environment on vehicle.
Deliverable documents shall be in hardcopy and in electronic format (MS Word).
Deliverables: After action report
Schedule: 45 days after demonstration

*** END OF NARRATIVE C 003 ***

CONTINUATION SHEET

Reference No. of Document Being Continued

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

Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE

SECTION G - CONTRACT ADMINISTRATION DATA

<u>LINE</u>	<u>PRON/</u>	<u>OBLG STAT/</u>			<u>INCREASE/DECREASE</u>	<u>CUMULATIVE</u>
<u>ITEM</u>	<u>AMS CD</u>	<u>ACRN</u>	<u>JOB ORD NO</u>		<u>AMOUNT</u>	<u>AMOUNT</u>
6000BJ	W13GX249X1 423612.00000	AN	2	\$	0.00 \$	575,000.00 \$
6000BM	X13GX256X1 31107180008	AP	2 3GXP08	\$	0.00 \$	250,000.00 \$
6000BN	W13GX249X1 423612.00000	AN	2	\$	0.00 \$	75,000.00 \$
NET CHANGE					\$	900,000.00

<u>SERVICE</u>	<u>NET CHANGE</u>	<u>ACCOUNTING CLASSIFICATION</u>		<u>ACCOUNTING</u>	<u>INCREASE/DECREASE</u>
<u>NAME</u>	<u>BY ACRN</u>			<u>STATION</u>	<u>AMOUNT</u>
Army	AN	21	32020000032220104236120252G	S23185	W56HZV \$ 650,000.00
Army	AP	21	32033000035R5R07P311071252G	S20113	W56HZV \$ 250,000.00
NET CHANGE					\$ 900,000.00

	<u>PRIOR AMOUNT</u>	<u>INCREASE/DECREASE</u>	<u>CUMULATIVE</u>
	<u>OF AWARD</u>	<u>AMOUNT</u>	<u>OBLIG AMT</u>
NET CHANGE FOR AWARD:	\$ 291,818,514.38	\$ 900,000.00	\$ 292,718,514.38

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MOD/AMD BN

Name of Offeror or Contractor: GM GDLS DEFENSE GROUP LLC, JOINT VENTURE

SECTION J - LIST OF ATTACHMENTS

<u>List of Addenda</u>	<u>Title</u>	<u>Date</u>	<u>Number of Pages</u>	<u>Transmitted By</u>
Attachment 010	CDRL A078 - REQUIREMENTS/DESIGN DESCRIPTION (RDD) FOR CHANGES TO STRYKER DESIGN IN SUPPORT OF POE	11-SEP-2003	001	
Attachment 011	CDRL A080 - REQUIREMENTS/DESIGN DESCRIPTION (RDD) FOR CHANGES TO STRYKER SOFTWARE INTERFACECS	11-SEP-2003	001	
Attachment 012	CDRL A079 - PHASE 1 TEST PLAN	11-SEP-2003	001	
Attachment 013	CDRL A081 - PHASE 1 TEST RESULTS/REPORT	11-SEP-2003	001	
Attachment 014	CDRL A082 - PHASE 2 TEST PLAN	11-SEP-2003	001	
Attachment 015	CDRL A083 - PHASE 2 TEST RESULTS/REPORT	11-SEP-2003	001	
Attachment 016	CDRL A084 - PHASE 2 REVISED ICD INPUTS	11-SEP-2003	001	
Attachment 017	CDRL A085 - AFTER ACTION REPORT	11-SEP-2003	001	