

2. AMENDMENT/MODIFICATION NO. 0045	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 14NA001635	5. PROJECT NO. (If applicable)
6. ISSUED BY CODE 05001	7. ADMINISTERED BY (If other than Item 6) CODE 05001		

NNSA/Contracts & Procurement Div. U.S. Department of Energy Contracts and Procurement Division P.O. Box 5400 Albuquerque NM 87185-5400	NNSA/Contracts & Procurement Div. U.S. Department of Energy Contracts and Procurement Division P.O. Box 5400 Albuquerque NM 87185-5400
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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. 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) See Schedule	Net Decrease:	-\$115,100.00
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13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

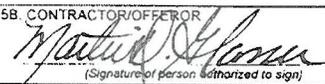
CHECK ONE	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) 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	FAR Clause 52.232-22, Limitation of Funds, Mutual agreement of the parties

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

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 This modification deobligates WFO funding, makes administrative changes and adds DOE O 470.4B as described herein. (continued)

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) Martin D. Glasser, Vice Pres. & Gen Mgr.	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Gail M. Gourley
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 6/6/14
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 6/6/2014

CONTRACT SPECIALIST

GAIL M. GOURLEY

United States Department of Energy
 NNSA Contracts and Procurement Division
 Attn: Gail M. Gourley, Bldg 388 / NA-APM-124.2
 P. O. Box 5400
 Albuquerque, NM 87185-5400

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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	\$ 140,644,755.20	\$ 0.00	\$ 140,644,755.20
Funding Obligation	\$ 113,944,790.22	\$ -115,100.00	\$ 113,829,690.22

BLOCK 14 CONTINUATION

Purpose: The purpose of this modification is to deobligate WFO funding in the amount of \$115,000.00, to make administrative changes transferring funds from CLIN 001 to CLIN002 and to add DOE O 470.4B. This deobligation decreases the total value of the funds currently allotted to the contract, but there is no decrease in the ceiling amount. (This WFO funding was originally added to the contract on Modification No. 031.)

1. As a result of the administrative deobligation of \$115,000.00, the amount obligated on this contract is hereby decreased from \$113,944,790.22 to \$113,829,690.22. The CLINS affected and the new ACRNs amounts are:

Contract	Previous Amount	Changed Amount	New Amount
Value	\$140,644,755.20	\$0.00	\$140,644,755.20
Obligation	\$113,944,790.22	-\$115,100.00	\$113,829,690.22

000125 Funding Info Only BA \$15,125.93 (after decrease of \$5,100.00)
 000126 Funding Info Only BB \$302,774.07 (after decrease of \$110,000.00)

2. The total Face Value of the Basic Contract remains unchanged at \$140,644,755.20.

3. Revise Section B Clause NNS-B-1001 IMPLEMENTATION OF LIMITATION OF FUNDS (NOV 2009) (TAILORED), as a result of the administrative deobligation of \$115,000.00 on CLIN 0001, to read as follows:

NNS-B-1001 IMPLEMENTATION OF LIMITATION OF FUNDS (NOV 2009) (TAILORED)

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 \$113,829,690. It is estimated that this amount is sufficient to cover performance through August 10, 2014. This is shown by CLIN below:

<u>CLIN</u>	<u>From</u>	<u>By</u>	<u>To</u>
0001	\$95,859,690	(\$115,000.00)	\$95,574,690.22
0002	.00	0.00	12,700,800.00
0003	.00	0.00	5,554,200.00
Total			\$113,829,690.22

(End of clause)

4. DOE O 470.4B with Admin Chg 1, Safeguards and Security Program is hereby incorporated into the contract as an order listed under DOE/NNSA DIRECTIVES AND OTHER DOCUMENTS attachment J-3. DOE O 470.4B is dated Jul 21, 2011 and Admin Chg 1 is dated 2-15-2013.

5. An administrative CLIN change is made moving \$168,000 from CLIN 0001 line 132 in the amount of \$168,000 to CLIN 0002 line 210 for ODC.

000132 Funding Info Only BH -\$168,000.00
 000210 Funding Info Only BH \$168,000.00

6. Revise Section B Info Sublines

SCHEDULE OF CHANGES

ITEM	SUPPLIES OR SERVICES	Qty Purch Unit	Unit Price Total Item Amount
000125	CLIN Change <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only BA 14NA001635	 -\$5,100.00 -\$5,100.00
000126	CLIN Change <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only BB 14NA001635	 -\$110,000.00 -\$110,000.00
000132	CLIN Change <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only BH 14NA001234	 -\$168,000.00 -\$168,000.00
000210	CLIN Change <i>Noun:</i> <i>ACRN:</i> <i>PR/MIPR:</i>	Funding Info Only BH 14NA001234	 +\$168,000.00 \$168,000.00

7. Revise Section G ACRNs BA, BB, and BH as follows:

ACRN	Appropriation/Lmt Subhead/Supplemental Accounting Data	Obligation Amount
BA	ACRN Change	-\$5,100.00
00910.2013.01.100260.25105.1720318.0000000.1035222.0000000.000000	<i>New ACRN Amount:</i> \$15,125.93	
	<i>Funding breakdown:</i> On CLIN 000125: -\$5,100.00	
	<i>PR/MIPR:</i> 14NA001635 -\$5,100.00	
BB	ACRN Change	-\$110,000.00
00910.2013.01.100260.25231.1720318.0000000.1035222.0000000.000000	<i>New ACRN Amount:</i> \$302,774.07	
	<i>Funding breakdown:</i> On CLIN 000126: -\$110,000.00	
	<i>PR/MIPR:</i> 14NA001635 -\$110,000.00	
BH	ACRN Change	+\$0.00
00900.2014.01.100260.25231.2221070.0000000.0000000.0000000.000000	<i>Total ACRN Amount:</i> \$3,205,000.00	
	<i>Funding breakdown:</i> On CLIN 000132: -\$168,000.00	
	On CLIN 000210: +\$168,000.00	

8. All other contract terms and conditions remain unchanged and in full force and effect as a result of this modification.

--END OF MODIFICATION 0045--