

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 8
2. AMENDMENT/MODIFICATION NO. 000001	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(X) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 1U9D5 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD132	
		10B. DATED (SEE ITEM 13) 10/14/2011	

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

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.
X	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)

E. IMPORTANT: Contractor is not, 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.)
 GSA Contract #: GS-10F-0182N
 The purpose of this modification is to incorporate the Quality Assurance Plan and DD254.
 1. The Quality Assurance Plan is hereby incorporated into the BPA as Attachment D.
 2. The signed DD254 is hereby incorporated into the BPA as Attachment E.
 3. All other terms and conditions remain unchanged.

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) Jennifer O'Connell	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jennifer O'Connell
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 11/8/11

DEPARTMENT OF DEFENSE CONTRACT SECURITY CLASSIFICATION SPECIFICATION <i>(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort.)</i>		1. CLEARANCE AND SAFEGUARDING a. Facility Clearance Required Top Secret b. Level of Safeguarding Required None																																																																																
2. THIS SPECIFICATION IS FOR: <i>(X and complete as applicable)</i>		3. THIS SPECIFICATION IS: <i>(X and complete as applicable)</i>																																																																																
<input checked="" type="checkbox"/> a. Prime Contract Number NNH12CD13Z	<input checked="" type="checkbox"/> a. Original <i>(Complete date in all cases)</i>	Date (yyyymmdd)																																																																																
<input type="checkbox"/> b. Subcontract Number	<input type="checkbox"/> b. Revised <i>(Supersedes all previous spec)</i>	Revision No.	Date (yyyymmdd)																																																																															
<input type="checkbox"/> c. Solicitation or Other Number	<input type="checkbox"/> c. Final <i>(Complete item 5 in all cases)</i>	Date (yyyymmdd)																																																																																
4. IS THIS A FOLLOW-ON CONTRACT? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, complete the following: Classified material received or generated under _____, <i>(Preceding Contract Number)</i> is transferred to this follow-on contract.																																																																																		
5. IS THIS A FINAL DD FORM 254? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If Yes, complete the following: In response to the contractor's request dated _____, retention of the classified material is authorized for the period of _____.																																																																																		
6. CONTRACTOR <i>(Include Commercial and Government Entry (CAGE) Code)</i>																																																																																		
a. Name, Address, and ZIP Code Valador, Inc. 560 Herndon Pkwy., Suite 300 Herndon, VA 20170	b. Cage Code	c. Cognizant Security Office <i>(Name, Address, and ZIP Code)</i> Defense Security Service Northern Virginia Field Office 14428 Albemarle Point Place Suit 140 Chantilly, VA 20151-1678																																																																																
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9. GENERAL IDENTIFICATION OF THIS PROCUREMENT Management, Organizational, Scientific and Engineering Services																																																																																		
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12. PUBLIC RELEASE. Any information (classified or unclassified) pertaining to this contract shall not be released for public dissemination except as provided by the Industrial Security Manual or unless it has been approved for public release by appropriate U.S. Government authority. Proposed public releases shall be submitted for approval prior to release Direct Through (specify)

The NASA HQ Security Classification Officer adn to the Officer of Public Affairs, NASA, HQ, Washington, DC 20546

to the Directorate for Freedom of Information and Security Review, Office of the Assistant Secretary of Defense (Public Affairs)* for review.
*In the case of non-DoD User Agencies, requests for disclosure shall be submitted to that agency.

13. SECURITY GUIDANCE. The security classification guidance needed for this classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes; to challenge the guidance or the classification assigned to any information or material furnished or generated under this contract; and to submit any questions for interpretation of this guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. (Fill in as appropriate for the classified effort. Attach, or forward under separate correspondence, any documents/guides/extracts referenced herein. Add additional pages as needed to provide complete guidance.)

NASA Security Procedures and Guidelines, NPR 1600.1 as currently revised (ACI is covered within the document)

NASA Security of Information Technology, NPG 2810.1 as currently revised.

NOTE: An annual visit request will be faxed to the Industrial Security Representative at (614) 827.1586. Complete mailing address is: Defense Industrial Security Clearance Office (DISCO); 2780 Airport Drive, Suite 400; Columbus, OH 43219

14. ADDITIONAL SECURITY REQUIREMENTS. Requirements, in addition to ISM requirements, are established for this contract. (If Yes, identify the pertinent contractual clauses in the contract document itself, or provide an appropriate statement which identifies the additional requirements. Provide a copy of the requirements to the cognizant security office. Use Item 13 if additional space is needed.)

Yes No

15. INSPECTIONS. Elements of this contract are outside the inspection responsibility of the cognizant security office. (If Yes, explain and identify specific areas or elements carved out and the activity responsible for inspections. Use Item 13 if additional space is needed.)

Yes No

16. CERTIFICATION AND SIGNATURE. Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

a. Typed Name of Certifying Official
Paul Raudenbush

b. Title
Chief of Security

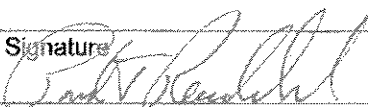
c. Telephone (Include Area Code)
(202) 358-1107

d. Address (Include Zip Code)
NASA HQ
Office Security and Program Protection
Washington, DC 20546

17. REQUIRED DISTRIBUTION

- a. CONTRACTOR
- b. SUBCONTRACTOR
- c. COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR
- d. U.S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION
- e. ADMINISTRATIVE CONTRACTING OFFICER
- f. OTHERS AS NECESSARY

e. Signature



2. AMENDMENT/MODIFICATION NO. 000002	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239	(x) 9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z 10B. DATED (SEE ITEM 13) 10/14/2011
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E. IMPORTANT: Contractor is not, 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.)
GSA Contract #: GS-10F-0182N
The purpose of this modification is change the Contracting Officer Representative (COR). Therefore;

The Contracting Officer Representative is hereby changed to:

Lourdes Miranda, NASA Headquarters, (202) 358-0297.

All other terms and conditions remain unchanged.

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) Amanda Heslep
15B. CONTRACTOR/OFFEROR <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED
	16B. UNITED STATES OF AMERICA <i>Amanda Heslep</i> <i>(Signature of Contracting Officer)</i>
	16C. DATE SIGNED JUL 17 2012

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 1
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X	D. OTHER (Specify type of modification and authority) FAR 52.217-9 - Option to Extend the Term of the Contract

E. IMPORTANT: Contractor is not, 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.)


GSA Contract #: GS-10F-0182N

The purpose of this modification is to exercise Option Year 1. Therefore;

As a result, the period of performance shall be revised to extend through September 30, 2013.

All other terms and conditions remain unchanged.

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) Sandra P. Bruce	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 10/15/12

2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ. NO. 5. PROJECT NO. (If applicable)
 000004 See Block 16C N/A

6. ISSUED BY CODE HQ 7. ADMINISTERED BY (If other than Item 6) CODE HQ
 NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771
 NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC.
 560 HERNDON PKWY STE 300
 HERNDON VA 20170-5239
 9A. AMENDMENT OF SOLICITATION NO. (x)
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. X
 NNH12CD13Z
 10B. DATED (SEE ITEM 13)
 10/14/2011
 CODE 1U9D5 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)
 N/A

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.
 X 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)

E. IMPORTANT: Contractor is not, 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.)

GSA Contract #: GS-10F-0182N
 The purpose of this modification is change the Contracting Officer Representative (COR).
 Therefore;

The Contracting Officer Representative is hereby changed to:

Michael Chatman, NASA Headquarters, (202) 358-0085.

All other terms and conditions remain unchanged.

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)
 Amanda Heslep
 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED
 (Signature of person authorized to sign) (Signature of Contracting Officer)
 APR - 5 2013

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 1
2. AMENDMENT/MODIFICATION NO. 000005	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1U9D5	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011

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)

PPC: 99 BNC: HCG

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.
X	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)

E. IMPORTANT: Contractor is not, 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.)

GSA Contract #: GS-10F-0182N

The purpose of this modification is to incorporate the Organizational Conflict of Interest (OCI) Mitigation Plan as a compliance document and update item 40, List of Attachments.


Therefore, the attached OCI Mitigation Plan is hereby incorporated into this BPA as Attachment G. Also, item 40, List of Attachments, is hereby replaced with the attached list.

All other terms and conditions remain unchanged.

Payment Terms:

Net 30 days

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) Amanda Heslep
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED JUN - 6 2013

40. LIST OF ATTACHMENTS

The following documents are attached hereto and made a part of this contract:

Attachment	Description	No. of Pages	Date
A	Statement of Work	11	April 2010
B	Labor Matrix	1	April 2010
C	Personal Identity Verification (PIV) Card Issuance Procedures	4	April 2010
D	Quality Assurance Plan	3	October 2011
E	DoD Contract Security Classification Specification DD254	2	October 2011
F	IT Security Plan	To be submitted for approval 30 days after award	
G	Organizational Conflicts of Interest Mitigation Plan	4	November 2011
H	Installation Accountable Government Property	1	April 2010

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES 1 1
2. AMENDMENT/MODIFICATION NO. 000006	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)	
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(X) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)	
CODE 1U9D5	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011	

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)
 PPC: 99 ENC: HCG

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.
X	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)

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

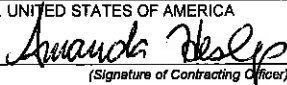
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 GSA Contract #: GS-10F-0182N
 The purpose of this modification is to incorporate the IT Security Plan as a compliance document and update item 40, List of Attachments.

Therefore, the attached IT Security Plan is hereby incorporated into this BPA as Attachment F. Also, item 40, List of Attachments, is hereby replaced with the attached list.

All other terms and conditions remain unchanged.

Payment Terms:
 Net 30 days

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) Amanda Heslep
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
	16C. DATE SIGNED JUN 27 2013

40. LIST OF ATTACHMENTS

The following documents are attached hereto and made a part of this contract:

<u>Attachment</u>	<u>Description</u>	<u>No. of Pages</u>	<u>Date</u>
A	Statement of Work	11	April 2010
B	Labor Matrix	1	April 2010
C	Personal Identity Verification (PIV) Card Issuance Procedures	4	April 2010
D	Quality Assurance Plan	3	October 2011
E	DoD Contract Security Classification Specification DD254	2	October 2011
F	IT Security Plan	8	November 2011
G	Organizational Conflicts of Interest Mitigation Plan	4	November 2011
H	Installation Accountable Government Property	1	April 2010

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000007	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1U9D5	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011

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)

PPC: 99 ENC: HCG

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) FAR 52.217-9 - Option to Extend the Term of the Contract

E. IMPORTANT: Contractor is not, 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.)

GSA Contract #: GS-10F-0182N

The purpose of this modification is to exercise Option Year 2 and assign Alternate Contracting Officer Representative (COR). Therefore;


As a result, the period of performance shall be revised to extend through September 30, 2014.

Also, Latrina Braxton, 202.358.0992, is hereby appointed as the Alternate COR authorized to act during COR's absence only.

All other terms and conditions remain unchanged.

Continued ...

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) Amanda Heslep		
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED SEP 03 2013

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
NNH12CD132/000007

PAGE OF
2 2

NAME OF OFFEROR OR CONTRACTOR
VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Payment Terms: Net 30 days				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000008	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. N/A	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1U9D5	FACILITY CODE	x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011

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)

PPC: 99 BNC: HCG

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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.243-3 - Changes - Time and Materials or Labor Hours
	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.

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

GSA Contract #: GS-10F-0182N

The purpose of this modification is to correct the language of item 5 of this BPA. Therefore,

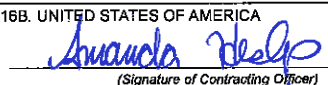
As a result, item 5 of this BPA is hereby replaced with the following:

5. The Government estimates, but does not guarantee, that the volume of orders through this BPA will be \$47,000,000. The Government is obligated only to the extent of authorized orders actually made against the BPA.

All other terms and conditions remain unchanged.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Thomas C Bove, Jr.; CFO	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Amanda Heslep
15B. CONTRACTOR/OFFEROR Thomas C Bove <small>Digitally signed by Thomas C Bove DN: cn=Thomas C Bove, o=NASA/ODOT INC, ou=Procurement, c=US</small>	15C. DATE SIGNED 1/16/14
16B. UNITED STATES OF AMERICA  <small>(Signature of Contracting Officer)</small>	16C. DATE SIGNED JAN 23 2014

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
NNH12CD13Z/000008

PAGE OF
2 2

NAME OF OFFEROR OR CONTRACTOR
VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	Payment Terms: Net 30 days				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000009	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1U9D5 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011

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)

PPC: 99 BNC: HCG

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) FAR 52.217-9 - Option to Extend the Term of the Contract

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.)

GSA Contract #: GS-10F-0182N


The purpose of this modification is to exercise Option Year 3.

As a result, the period of performance shall be revised to extend through September 30, 2015.

All other terms and conditions remain unchanged.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A 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) Jennifer O'Connell	
15B. CONTRACTOR/OFFEROR <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED 8/21/14

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
NNH12CD13Z/000009

PAGE OF
2 2

NAME OF OFFEROR OR CONTRACTOR
VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
Payment Terms: Net 30 days					

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000010	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1U9D5 FACILITY CODE		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011

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)

PPC: 99 BNC: HCG

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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Clause 1852.242-72 Observance of Legal Holidays ALT II
	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.

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

GSA Contract #: GS-10F-0182N

The purpose of this modification is to add paragraph (g) to item 31 of this BPA, 1852.242-72 Observance of Legal Holidays Alternate II, as follows:

See Page 2.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Thomas C Bove, Jr; CFO		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Amanda Heslep	
15B. CONTRACTOR/OFFEROR Thomas C Bove <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED 11/18/14	16B. UNITED STATES OF AMERICA <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED NOV 19 2014

NSN 7540-01-152-8070
Previous edition unusable

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA
FAR (48 CFR) 53.243

1. The following paragraph (g) is hereby added to NASA clause 1852.242-72 Observance of Legal Holidays Alternate II:

“(g)(1) If the Contractor or some or all of its employees were determined to be “non-excepted” during the government shutdown from October 1, 2013 through October 16, 2013, and (2) the Contractor directed or authorized its employees to record wages and salaries as either paid leave or leave without pay for all or a portion of the government shutdown period, and (3) for each employee for which the Contractor seeks reimbursement, the Contractor confirms that the employee was not otherwise scheduled to take leave for reasons unrelated to the government shutdown period, then the Contractor may make retroactive adjustments to their records as necessary for such non-excepted onsite employees for the period of the government shutdown, to revise such paid leave or leave without pay to an administrative leave category. Such adjustments are for the purpose of ensuring that costs incurred for such adjustments shall be without loss to the contractor. No reimbursement shall take place until the contractor demonstrates that it has actually incurred costs.”

2. The contractor acknowledges that this action and modification to the NASA Observance of Legal Holiday Clause (Alternate II) is a one-time occurrence, and is not precedent for any future furlough or other work stoppage, or any instance in which the Observance of Legal Holiday Alternate II clause or any other clause may or may not be relevant in determining a contractor’s ability to recover. This action is not authority for recovery for wages and salaries for periods other than the October 2013 shutdown.
3. All other terms and conditions remain unchanged.

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3
2. AMENDMENT/MODIFICATION NO. 000011	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (if other than item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		9A. AMENDMENT OF SOLICITATION NO. (x)	
		9B. DATED (SEE ITEM 11)	
		10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z x	
		10B. DATED (SEE ITEM 13) 10/14/2011	
CODE 1U9D5	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)
PPC: 99 BNC: HCG

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 data, 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 52.243-3 - Changes - Time and Materials or Labor Hours
	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.

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

GSA Contract #: GS-10F-0182N

The purpose of this modification is to replace Attachment B, Labor Matrix, of this BPA with the attached to update using new GSA rates.

See page 2.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) Thomas C Bove, Jr; CFO		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Amanda Heslep	
15B. CONTRACTOR/OFFEROR Thomas C Bove (Signature of person authorized to sign)	15C. DATE SIGNED 1/5/15	16B. UNITED STATES OF AMERICA <i>Amanda Heslep</i> (Signature of Contracting Officer)	16C. DATE SIGNED 1/7/15

Labor Matrix Price

Onsite Rates

	CY1 Hourly Rate	CY2a Hourly Rate	CY2b Hourly Rate	CY3 Hourly Rate	CY4 Hourly Rate	CY5 Hourly Rate
Labor Categories			Effective 1/6/13			
Administrative Assistant I	(b) (4)					
Administrative Assistant II						
Management Consultant I						
Management Consultant II						
Sr. Management Consultant						
Executive Management Consultant I						
Executive Management Consultant II						
Technical Matter Specialist I						
Technical Matter Specialist II						
Subject Matter Expert I						
Subject Matter Expert II						
Functional Analyst I						
Functional Analyst II						
Functional Analyst III						
Principal Analyst						
Senior Analyst						
Senior Program Analyst						
Technical Writer						
Business Specialist						

Offsite Rates

	CY1 Hourly Rate	CY2a Hourly Rate	CY2b Hourly Rate	CY3 Hourly Rate	CY4 Hourly Rate	CY5 Hourly Rate
Labor Categories			Effective 1/6/13			
Administrative Assistant I	(b) (4)					
Administrative Assistant II						
Management Consultant I						
Management Consultant II						
Sr. Management Consultant						
Executive Management Consultant I						
Executive Management Consultant II						
Sr. Executive Management Consultant						
Technical Matter Specialist I						
Technical Matter Specialist II						
Subject Matter Expert I						
Subject Matter Expert II						
Functional Analyst I						
Functional Analyst II						
Functional Analyst III						
Principal Analyst						
Senior Analyst						
Senior Program Analyst						
Technical Writer						
Business Specialist						

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 1
2. AMENDMENT/MODIFICATION NO. 000012	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(X) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 1U9D5	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	10B. DATED (SEE ITEM 13) 10/14/2011

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)

BNC: HDC

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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 52.217-9 - Option to Extend the Term of the Contract
	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.)

GSA Contract #: GS-10F-0182N

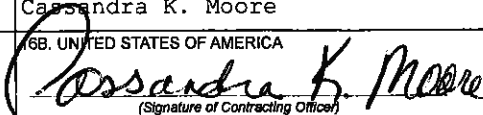
The purpose of this modification is to exercise Option Year 4.

As a result, the period of performance shall be revised to extend through September 30, 2016.

All other terms and conditions remain unchanged.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A 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) Cassandra K. Moore	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 9/29/15

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE		PAGE OF PAGES 1 4	
2. AMENDMENT/MODIFICATION NO. 00013		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO.	
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771		CODE HQ		5. PROJECT NO. (If applicable)	
7. ADMINISTERED BY (If other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771		CODE HQ			
8. NAME AND ADDRESS OF CONTRACTOR (No. street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(x)		9A. AMENDMENT OF SOLICITATION NO.	
CODE 1U9D5		FACILITY CODE		9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD13Z	
				10B. DATED (SEE ITEM 13) 10/14/2011	

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

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) Administrative Change for Clause 1852.242-72

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.)
GSA Contract #: GS-10F-0182N
The purpose of this modification is to revise Observance of Legal Holiday Clause Item 31, at no cost to the Government.

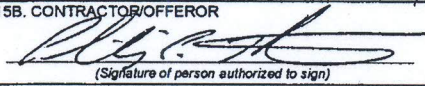

Therefore,

1. At no additional cost to the Government, Item 31, Clause 1852.242.72 (AUG 1992) (ALT II SEPT 1989) is deleted in its entirety and replaced with:

DENIED ACCESS TO NASA FACILITIES (NFS 1852.242-72) (OCT 2015)

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) PHILIP P. HAMILTON, VP & CFO		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Theresa Stevens	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 02/18/2016	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 02/18/2016

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
NNH12CD13Z/00013

PAGE OF
2 4

NAME OF OFFEROR OR CONTRACTOR
VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>(a) (1) The performance of this contract requires contractor employees of the prime contractor or any subcontractor, affiliate, partner, joint venture, or team member with which the contractor is associated, including consultants engaged by any of these entities, to have access to, physical entry into, and to the extent authorized, mobility within, a NASA facility.</p> <p>(2) NASA may close and or deny contractor access to a NASA facility for a portion of a business day or longer due to any one of the following events:</p> <p>(i) Federal public holidays for federal employees in accordance with 5 U.S.C. 6103.</p> <p>(ii) Fires, floods, earthquakes, unusually severe weather to include snow storms, tornadoes and hurricanes.</p> <p>(iii) Occupational safety or health hazards.</p> <p>(iv) Non-appropriation of funds by Congress.</p> <p>(v) Any other reason.</p> <p>(3) In such events, the contractor employees may be denied access to a NASA facility, in part or in whole, to perform work required by the contract. Contractor personnel already present at a NASA facility during such events may be required to leave the facility.</p> <p>(b) In all instances where contractor employees are denied access or required to vacate a NASA facility, in part or in whole, the contractor shall be responsible to ensure contractor personnel working under the contract comply. If the circumstances permit, the contracting officer will provide direction to the contractor, which could include continuing on-site performance during the NASA facility closure period. In the absence of such direction, the contractor shall exercise sound judgment to minimize unnecessary contract costs and performance impacts by, for example, performing required work off-site if possible or reassigning personnel to other activities if appropriate.</p> <p>(c) The contractor shall be responsible for monitoring the local radio, television stations, NASA Web sites, other communications channels, for example contracting officer notification, Continued ...</p>				

NAME OF OFFEROR OR CONTRACTOR
VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>that the NASA facility is accessible. Once accessible the contractor shall resume contract performance as required by the contract.</p> <p>(d) For the period that NASA facilities were not accessible to contractor employees, the contracting officer may;</p> <p>(1) Adjust the contract performance or delivery schedule for a period equivalent to the period the NASA facility was not accessible;</p> <p>(2) Forego the work;</p> <p>(3) Reschedule the work by mutual agreement of the parties; or</p> <p>(4) Consider properly documented requests for equitable adjustment, claim, or any other remedy pursuant to the terms and conditions of the contract.</p> <p>(e) Notification procedures of a NASA facility closure, including contractor denial of access, as follows:</p> <p>(1) The contractor shall be responsible for monitoring the local radio, television stations, NASA Web sites, other communications channels, for example contracting officer notification, for announcement of a NASA facility closure to include denial of access to the NASA facility. The contractor shall be responsible for notification of its employees of the NASA facility closure to include denial of access to the NASA facility. The dismissal of NASA employees in accordance with statute and regulations providing for such dismissals shall not, in itself, equate to a NASA facility closure in which contractor employees are denied access. Moreover, the leave status of NASA employees shall not be conveyed or imputed to contractor personnel. Accordingly, unless a NASA facility is closed and the contractor is denied access to the facility, the contractor shall continue performance in accordance with the contract.</p> <p>(2) NASA's Emergency Notification System (ENS). ENS is a NASA-wide Emergency Notification and Accountability System that provides NASA the ability to send messages, both Agency-related and/or Center-related, in the event of an emergency or emerging situation at a NASA</p> <p>Continued ...</p>				

NAME OF OFFEROR OR CONTRACTOR
VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>facility. Notification is provided via multiple communication devices, e.g. Email, text, cellular, home/office numbers. The ENS provides the capability to respond to notifications and provide the safety status. Contractor employees may register for these notifications at the ENS Web site: http://www.hq.nasa.gov/office/ops/nasaonly/ENSinformation.html.</p> <p style="text-align: center;">(End of clause)</p> <p>2. All other terms and conditions remain unchanged.</p> <p>End of Modification</p> <p>Payment Terms: Net 30 days</p>				

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 2
2. AMENDMENT/MODIFICATION NO. 000014	3. EFFECTIVE DATE 05/18/2016	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (if applicable)
6. ISSUED BY NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ	7. ADMINISTERED BY (if other than Item 6) NASA/Goddard Space Flight Center Headquarters Procurement Office Greenbelt MD 20771	CODE HQ

8. NAME AND ADDRESS OF CONTRACTOR (No, street, county, State and ZIP Code) VALADOR, INC. 560 HERNDON PKWY STE 300 HERNDON VA 20170-5239		(x) 9A. AMENDMENT OF SOLICITATION NO.
CODE 1U9D5 FACILITY CODE		9B. DATED (SEE ITEM 11)
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. NNH12CD132
		10B. DATED (SEE ITEM 13) 10/14/2011

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

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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR Clause 52.217-8, Option to Extend Services
	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.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
GSA Contract #: GS-10F-0182N

The purpose of this modification is to extend services.

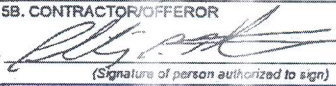
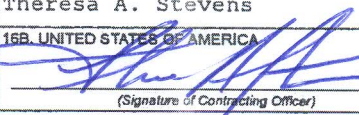
Therefore,

1. In accordance with FAR Clause 52.217-8, Option to Extend Services, the Blanket Purchase Agreement's period of performance is extended 6 months to March 31, 2017.

2. There is no change in the Attachment B Labor Rate Matrix.

Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print) PHILIP R. HAMILTON, VP/PCFO		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Theresa A. Stevens	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 05/18/2016	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 05/18/2016

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
 NNH12CD13Z/000014

PAGE OF
 2 2

NAME OF OFFEROR OR CONTRACTOR
 VALADOR, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>The contractor shall price and invoice at the current Attachment B rates.</p> <p>3. The estimated value of the 6 months extension is \$11M.</p> <p>4. All other terms and conditions remain unchanged.</p> <p style="text-align: center;">End of Modification</p> <p>Payment Terms: Net 30 days</p>				