AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE		PAGE OF PAGES 1	2
2. AMENDMENT/MODIFICATION NO. 35	3. EFFECTIVE DATE May 24, 2002	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. *(If applicable)*
6. ISSUED BY CODE	John F. Kennedy Space Center, NASA Procurement Office – ODIN – OP-MS Kennedy Space Center, FL 32899	7. ADMINISTERED BY *(If other than Item 6)* CODE	

8. NAME AND ADDRESS OF CONTRACTOR *(No., street, county, State, and Zip Code)*

OAO Corporation
7500 Greenway Center Drive
Greenbelt MD 20770

CODE | FACILITY CODE

(x)

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED *(SEE ITEM 11)*

10A. MODIFICATION OF CONTRACT/ORDER NO.
NAS5-98144/CC90303B

10B. DATED *(SEE ITEM 13)*
December 1, 2001

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)*

THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS,IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

	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.
XX	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 [X] 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.)*

STENNIS SPACE CENTER --- ODIN SERVICES

Subject: Attachment A, May 2002

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)* Penelope A. Ebright Contracting Officer	
15B. CONTRACTOR/OFFEROR *(Signature of person authorized to sign)*	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY Penelope A Ebright *(Signature of Contracting Officer)*	16C. DATE SIGNED May 24, 2002

1. The purpose of this modification is to incorporate changes to the ordered seat and service level quantities for May 2002.

2. Attachment A entitled "SSC ODIN ORDERING QUANTITIES" is revised to reflect changes/corrections to the services ordered during May 2002 and those services projected to the end of the delivery order period. Attachment A "SSC May 2002 Atch.xls" is incorporated herein by reference and is provided in electronic format separately to the Contractor. Attached is the summary of Attachment A for May 2002 reflecting the estimated total delivery order value for May 2002 and projected value for the remainder of the Delivery Order.

3. Delivery Order Part II, Item 4 is revised to include May 2002 ordered seats/service levels of $359,647.91

4. TOTAL DELIVERY ORDER VALUE (through Mod No. 35)

Ordered Seats/Service Levels (Attachment A)	$2,133,364.03
Catalog Services	$87,819.69
Specialized Services	$2,250.00
Infrastructure Upgrades	$852,927.48
Sub-total	$3,076,361.20
Less credits	($353.95)
Less retainage not earned	($13,356.31)
Sub-total	$3,062,650.94
Seats/Service levels projected through 11/30/04	$13,489,817.69
Total Estimated Delivery Order Value:	**$**16,552,468.63

4. All other terms and conditions of the Delivery Order remain unchanged.

ATTACHMENT A – SSC ODIN ORDERING QUANTITIES

The following list reflects the total value of the monthly ordered seats and service levels for all seat categories. The initial monthly detailed listing for May 2002 is attached and is based on estimated quantities at this time and may change if requirements change during May 2002. The individual monthly detailed listings are incorporated by modification to this Delivery Order.

Delivery Order Month	Month/Year	Modification Number	Monthly Dollar Value of Ordered Seats and Services Levels
Initial Estimate	Dec 2001	N/A	$348,571.57
1	Dec 2001	8	350,104.74
2	Jan 2002	11	352,519.35
3	Feb 2002	15	355,376.65
4	Mar 2002	26	357,532.33
5	Apr 2002	33	358,183.05
6	May 2002	35	359,647.91
7	Jun 2002		
8	Jul 2002		
9	Aug 2002		
10	Sep 2002		
11	Oct 2002		
12	Nov 2002		
13	Dec 2002		
14	Jan 2003		
15	Feb 2003		
16	Mar 2003		
17	Apr 2003		
18	May 2003		
19	Jun 2003		
20	Jul 2003		
21	Aug 2003		
22	Sep 2003		
23	Oct 2003		
24	Nov 2003		
25	Dec 2003		
26	Jan 2004		
27	Feb 2004		
28	Mar 2004		
29	Apr 2004		
30	May 2004		
31	Jun 2004		
32	Jul 2004		
33	Aug 2004		
34	Sep 2004		
35	Oct 2004		
36	Nov 2004		
Total Dollar Amount of Ordered Seat/Service Level Services			**$2,133,364.03**