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|---|--|---------------------|--------------------------------------|
| <b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b> |  | 1. CONTRACT ID CODE | PAGE OF PAGES<br><b>1</b>   <b>4</b> |
|---|--|---------------------|--------------------------------------|

|  |   |  |                                |
|--|---|--|--------------------------------|
| 2. AMENDMENT/MODIFICATION NO.<br><b>P00038</b> | 3. EFFECTIVE DATE<br><b>SEE BLOCK 16C</b> | 4. REQUISITION/PURCHASE REQ. NO.   | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY<br><b>C LANDER, 02-31B</b>        | CODE<br><b>N00039</b>                     | 7. ADMINISTERED BY (If other than Item 6)<br><b>DCMC Atlanta, Greensboro Area Office</b> | CODE<br><b>S1103A</b>          |

**SPACE AND NAVAL WARFARE SYSTEMS COMMAND**  
**4301 PACIFIC HIGHWAY**  
**SAN DIEGO, CA 92110-3127**  
 G. Moran, 02-31B, (858)537-0440, [morang@spawar.navy.mil](mailto:morang@spawar.navy.mil)

**Lucent Residency**  
**PO Box 20046, Guilford Center**  
**Greensboro, NC 27420-0046**

|  |               |  |
|--|---------------|--|
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code)<br><b>LUCENT TECHNOLOGIES, INC. GOVERNMENT SOLUTIONS</b><br><b>5440 MILLSTREAM ROAD</b><br><b>McLeansville, NC 27301</b><br><b>Send Orders To: Admin Mailing Address</b><br><b>LUCENT TECHNOLOGIES GOVERNMENT SOLUTIONS</b><br><b>9665 Chesapeake Drive, Suite 230</b><br><b>San Diego CA 92123</b> | (✓)           | 9A. AMENDMENT OF SOLICITATION NO.                                  |
|  |               | 9B. DATED (SEE ITEM 11)  |
|  |               | 10A. MODIFICATION OF CONTRACT/ORDER NO.<br><b>N68939-97-D-0040</b> |
|  | (✓)           | 10B. DATED (SEE ITEM 13)<br><b>29 July 1997</b>                    |
| CODE <b>09JX9</b>  | 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 of 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)  
**To Be Specified on the Individual Delivery Orders**

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

(c) THIS CHANGE ORDER IS ISSUED PURSUANT TO: SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. (Specify authority) THE CHANGES

**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)

**X** C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:  
**Mutual Agreement of the Parties and Section H.3 clause Technology Improvements**

D. OTHER

E. IMPORTANT: Contractor is not **X** 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.)  
 The purpose of this modification is to add CLIN 1500AA DCSS 240e-ns, add Lucent WaveStar™ 2.5G and 10G products, add the Lucent GSA Schedule Catalog Subset of Maintenance Only, Update the WaveLAN Products Catalog Subset, update the Lucent GSA Product Catalog, Update the pricing of the Ruggedized Voice Terminal Enclosures, update Pricing Exhibits A1G and A3 relating to Paragraph C-8 Shore to Ship latest revision (Pierside Connectivity), Pricing Exhibit (Btable) C Training was omitted from P00033 and is added to this modification, update the Contract Security Classification Specification DD Form 254 and add information to Section G regarding the use of GSA to place orders for DoD activities as indicated on the following pages:

**Continued on Page 2**

|  |                                   |   |                                    |
|--|-----------------------------------|---|------------------------------------|
| 15A. NAME AND TITLE OF SIGNER (Type of print);KL<br><b>BOBBY R. QUEEN, V.I.V.D CONTRACT SPECIALIST</b> |                                   | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print)<br><b>CARLA BROWN</b>        |                                    |
| 15B. CONTRACT/OFFEROR<br><b>2</b><br><i>Bobby R. Queen</i><br>signature of person authorized to sign   | 15C. DATE SIGNED<br><b>3/1/00</b> | 16B. UNITED STATES OF AMERICA<br><i>Carla Brown</i><br>Signature of Contracting Officer | 16C. DATE SIGNED<br><b>3-20-00</b> |

1. The following CLINs/SLINs are added to the Schedule B (Exhibit Pricing Tables) as indicated below:

a. SCLIN 1500AA, Ruggedized Digital Conferencing and Switching System 240e-ns (DCSS 240e-ns) manufactured by Dynalec with IAW Exhibit P38 A1A Digital Switching Systems Part B3 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>). The pricing is valid until 28 July 2001.

b. SCLIN 1500AB, Ruggedized Digital Conferencing and Switching System 96 (DCSS 96) manufactured by Dynalec with IAW Exhibit P38 A1A Digital Switching Systems Part B3 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>). The pricing is valid until 9 July 2001.

c. SCLIN 4647BG, Lucent WaveStar™ 2.5G and 10G Catalog Products dtd February 2000 IAW Exhibit P38, A1D Multiplexers which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>). Delivery times exceeding 30 days shall be negotiated by the ordering officer and specified on the delivery order.

d. SCLIN 1012AB, Lucent GSA IT Schedule Subset of Maintenance Only PEC's for Contract GS-35F-4321D, incorporates through GSA Mod #202 dated 14 February 2000, with IAW Exhibit P38 A1A Digital Switching Systems Part B3 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)

2. The following Original Equipment Manufacturers (OEM) Warranty information listed below is added to Attachment 12 and is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)

a. The Dynalec Digital Conferencing and Switching System DCSS Standard OEM Warranty is 1 year.

b. The Lucent WaveStar™ Standard OEM Warranty is 1 year

3. Replace the WaveLAN Product Catalog Subset dtd Sep 1999, from modification P00035 with the WaveLAN Product Catalog Subset dtd 4 Feb 2000 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)

4. Replace SCLIN 1012AA Lucent GSA IT Schedule Subset to Contract GS-35F-4321D, GSA Mod #119 dated 4 August 1999 from modification P00034 with the Lucent GSA IT Schedule Subset to Contract GS-35F-4321D, GSA Mod #180 dated 26 January 2000 with IAW Exhibit P38 A1A Digital Switching Systems Part B3 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)

5. Replace SCLIN 1013AA Lucent GSA IT Schedule Subset Products Installation associated with SCLIN 1012AA Subset GSA Mod #119 dated 4 August 1999 from P00034 with Lucent GSA IT Schedule Subset Products Installation associated with SCLIN 1012AA Subset GSA Mod #180 dated 26 January 2000 IAW Exhibit P38 A1A Digital Switching Systems Part B3 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)

6. Replace SCLIN 1014AA Lucent GSA IT Schedule Subset Products Maintenance associated with SCLIN 1012AA Subset GSA Mod #119 dtd 4 August 1999 from modification P00034 with Lucent GSA IT Schedule Subset Products Maintenance associated with SCLIN 1012AA Subset GSA Mod #180 dtd 26 January 2000 IAW Exhibit P38 A1A Digital Switching Systems Part B3 which is available on the World Wide Web at ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)
7. Update the quantity price discounts of SCLINs 0001AF through AK Ruggedized Voice Terminal Enclosures in the product descriptions in pricing Exhibit A3 Cabling, based upon the PPI adjustment from modification P00033. Replace Pricing Exhibit P34 A3 Cabling with Pricing Exhibit P38 A3 Cabling, which is available on the World Wide Web at: ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)
8. P00037 updated Paragraph C-8 Ship to Shore, Latest Revision for Pierside Connectivity. This modification updates Pricing Exhibits P33 A1G Ship to Shore Connection and P34 A3 Cabling to correspond with the Paragraph C-8 Ship to Shore. Replace Pricing Exhibits P33 A1G Ship to Shore Connection and P34 A3 Cabling with Pricing Exhibits P38 A1G Ship to Shore Connection and P38 A3 Cabling, which is available on the World Wide Web at: ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)
9. Pricing Exhibit (Btable) C Training was omitted from P00033. Replace Exhibit P12 C Training with Exhibit P38 C Training which is available on the World Wide Web at: ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)
10. Replace the Contract Security Classification Specification DD Form 254 dated 970729 with the Contract Security Classification Specification DD Form 254 dated 000228 which is available on the World Wide Web at: ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>).
11. GSA is hereby authorized to place orders for DoD activities. The following Paragraphs are modified to include GSA:
  - G2.6 Administrative Contracting Officer (ACO) duties (with the exception of Coast Guard and GSA Delivery Orders) have been assigned to:
  - G2.7 The ACO for Coast Guard and GSA Delivery Orders will be identified on each delivery order.
  - G6.1 For all DOD activities, all delivery orders prepared and issued under this contract shall use a Standard Form (SF) 1449, GSA Form 300, or DD Form 1155 and shall be forwarded per the distribution instructions provided in G22. **GSA is only allowed to place orders for DOD activities.**

12. The following paragraphs are added to Section G to include GSA:

G21.3 Payment offices for orders placed for DoD activities by GSA will be specified on the individual delivery orders.

G22.1.4 For those DoD agencies using GSA to place orders. Orders received by the contractor from GSA shall be handled by the contractor as if received by the ViViD COMO. GSA shall make distribution of each delivery order and modification to the following:

Original-Contractor

1 copy - to:

The GSA Payment Office as specified on each delivery order.

The GSA Administrative Office as specified on each delivery order.

1 copy - Space and Naval Warfare Systems Command

ViViD Technical Lead

Kevin P. McNally

4301 Pacific Highway

San Diego CA 92110-3127

1 copy - SPAWAR Systems Center (SSC) Charleston Norfolk Office

9456 Fourth Ave.

Ste 233, Code 6411.2

Norfolk, VA 23511-2784

Upon receipt of a delivery order, the contractor will review the order technically and administratively within three (3) working days of receipt. If the order is not correct and requires modification, the contractor will notify the office issuing the order and the "ship to addressee". This notification will provide a full description of why the delivery order requires modification. Copies of this notification and the Delivery Order shall be sent to the ViViD Program Office Technical Lead identified in paragraph G4.4 and the ViViD COMO. After receipt of the valid modification, the contractor will distribute the delivery order and modification(s) as described above. If a modification has not been received after 15 days, a second notice will be sent. After 30 days, if the required modification has not been received, the contractor will notify the Government on-site customer service representative. If there is a dispute regarding the rejection, and it cannot be resolved using the procedures described above, the Contracting Officer will make the final determination of whether the rejection of the delivery order by the Contractor is justified. The Contracting Officer's determination is not subject to the Disputes clause (FAR 52.233-1) dated MAR 1994.

13. Replace Section G, P37 with Section G, P38, which is available on the World Wide Web at: ([http://www.lucent.com/vivid/contract/catalog\\_prices.html](http://www.lucent.com/vivid/contract/catalog_prices.html) or <http://www.it-umbrella.navy.mil>)

14. All other terms and conditions of contract N68939-97-D-0040 remain unchanged and in full force and effect.