

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 3	
2. AMENDMENT/MODIFICATION NO. P00055	3. EFFECTIVE DATE SEE BLOCK 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY COMMANDER, 02-21J SPACE AND NAVAL WARFARE SYSTEMS COMMAND 4301 PACIFIC HIGHWAY SAN DIEGO, CA 92110-3127 M. Radi, 02-21J (619) 524-7163, radim@spawar.navy.mil	CODE N00039	7. ADMINISTERED BY (If other than Item 6) DCM-ATLANTA 805 WALKER STREET, SUITE 1 MARIETTA, GA 30060-2789		CODE S1103A
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code) AVAYA INC. 5440 MILLSTREAM ROAD MCLEANSVILLE, NC 27301		(A)	9A. AMENDMENT OF SOLICITATION NO.	
Send Orders to: Denice Parker: Phone 336-574-7528 Fax 336-574-7581			9B. DATED (SEE ITEM 11)	
			10A. MODIFICATION OF CONTRACT/ORDER NO. N68939-97-D-0040	
CODE 1SBH3	FACILITY CODE	(A)	10B. DATED (SEE ITEM 13) 29 July 1997	

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, of (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.**

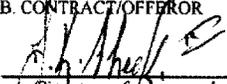
(A)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. (Specify authority) THE CHANGES
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET 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
	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.)

See attached pages

Continued on Page 2

15A. NAME AND TITLE OF SIGNER (Type of print): James K. Sheek, III Regional Contracts Manager		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) CARLA J. BROWN	
15B. CONTRACT/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 9 Dec 2002	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 12-18-02

NSN 7540-01-152-8070

PREVIOUS EDITION UNUSABLE

STANDARD FORM 30 (REV. 10-83)

Prescribed by GSA
FAR (48 DFR) 53.243

1. Under **Section G**, the DCMA address listed in paragraphs G2.6 and G22.1.1 is revised to read:

DCMA-ATLANTA
Code S1103A
805 Walker Street, Suite 1
Marietta, GA 30060-2789

2. Replace Section G, P00053 with Section G, P00055, which is available on the World Wide Web at (<http://www1.avaya.com/enterprise/gov/vivid/index.html> or <http://www.it-umbrella.navy.mil>).

3. Replace the Cisco Product Catalog dated May 2002 from modification P00051 with the Cisco Product Catalog dated September 2002, IAW Exhibit P55 A1E Enterprise Connectivity, Interoperability, Communications and Management. In the future, the Cisco reference SCLIN 4770BE will be updated automatically on the World Wide Web as warranted by changes to Cisco's product offerings or prices. Pricing for the Cisco products remains at a 26% discount off the list price. The Cisco Product Catalog is available on the World Wide Web at (http://www1.avaya.com/enterprise/gov/vivid/contract/catalog_prices.html).

4. This modification updates the Marconi Product Catalog. Replace the Marconi Product Catalog from modification P00046 with the Marconi Product Catalog dated September 2002, IAW pricing exhibit P55, A1E Enterprise Connectivity, Interoperability, Communications, and Management. The Marconi Product Catalog is available on the World Wide Web at (http://www1.avaya.com/enterprise/gov/vivid/contract/catalog_prices.html) and (<http://www.it-umbrella.navy.mil>)

5. Under **Section I**, add the following clause to the paragraph I.1 clauses incorporated by reference listing:

<u>CITATION</u>	<u>TITLE</u>	<u>DATE</u>
FAR 52.228-3	WORKERS COMPENSATION INSURANCE (DEFENSE BASE ACT)	APR 1984
FAR 52.245-2	GOVERNMENT PROPERTY (FIXED-PRICE CONTRACTS)	DEC 1989
DFARS 252.225-7043	ANTITERRORISM/FORCE PROTECTION FOR DEFENSE CONTRACTORS OUTSIDE THE UNITED STATES	JUN 1998

6. Replace Section I, P00042 with Section I, P00055, which is available on the World Wide Web at (<http://www1.avaya.com/enterprise/gov/vivid/index.html> or <http://www.it-umbrella.navy.mil>).

7. Except as provided herein, all other terms and conditions of contract N68939-97-D-0040 remain unchanged and in full force and effect.