

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1 CONTRACT ID CODE: L  
PAGE OF PAGES: 1 | 5

2 AMENDMENT/MODIFICATION NO: P00007  
3 EFFECTIVE DATE: 25 JUL 2013  
4 REQUISITION/PURCHASE REQ NO.: SEE SCHEDULE  
5 PROJECT NO. (If applicable):

6 ISSUED BY: NAVAL AIR SYSTEMS COMMAND  
SUITE 156, BLDG 2272  
47123 BUSE ROAD UNIT IPT  
PATUXENT RIVER MD 20670  
CODE: N00019  
7 ADMINISTERED BY (If other than item 6): DCMA BOEING PHILADELPHIA  
PO BOX 16850  
PHILADELPHIA PA 19142-0850  
CODE: S3916A

8 NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code):  
BELL BOEING JOINT PROJECT OFFICE  
401 TILTROTOR DR PLANT A  
AMARILLO TX 79111-1200  
9A AMENDMENT OF SOLICITATION NO:  
9B DATED (SEE ITEM 11):  
X 10A MOD. OF CONTRACT/ORDER NO.: N00019-12-C-2001  
10B DATED (SEE ITEM 13): X 29-Dec-2011  
CODE: 3B1R2 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 offer:  is extended,  is not extended.  
Offer 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 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):  
**See Schedule**

**13 THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACT 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.  
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 (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.)  
Modification Control Number: **websterg137938**  
PID#N00019-13-F7-PMA275-0360  
The purpose of this modification is to:  
1. Provide additional FY13 APAF Advance Procurement funding for CLIN 0106 (CV-22 Aircraft - FY14);  
2. Update Attachment 1(a) (FBP Event Matrix); and  
3. Update Attachment 3 (ECP Baseline Changes).

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

15A NAME AND TITLE OF SIGNER (Type or print):  
[Redacted] Manager Contracts  
15B CONTRACTOR/OFFEROR:  
[Redacted]  
15C DATE SIGNED:  
07/25/2013  
[Redacted]  
25 JUL 2013

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION B - SUPPLIES OR SERVICES AND PRICES

SUBCLIN 010603 is added as follows:

ITEM NO	SUPPLIES/SERVICES	AMOUNT
010603	Funding for long lead items (USAF FY13)	
CIN: [REDACTED]	ACRN [REDACTED]	[REDACTED]
PURCHASE REQUEST NUMBER: [REDACTED]		

SECTION E - INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 010603:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
N/A	N/A	N/A	Government

SECTION G - CONTRACT ADMINISTRATION DATA

Accounting and Appropriation

Summary for the Payment Office

As a result of this modification, the total funded amount for this document was increased by [REDACTED] from [REDACTED] to [REDACTED]

SUBCLIN 010603:

Funding on SUBCLIN 010603 is initiated as follows:

ACRN: [REDACTED]

CIN: [REDACTED]

Acctng Data: [REDACTED]

Increase: [REDACTED]

Total: [REDACTED]

SECTION H - SPECIAL CONTRACT REQUIREMENTS

The following have been modified:

LIM OF GOV LIABILITY MYP

**5252.216-9504 LIMITATION OF GOVERNMENT LIABILITY (NAVAIR) (AUG 1984) (VARIATION)**

1. Performance under this contract is contingent upon the appropriation of funds. Therefore, in performing this contract, the Contractor is not authorized to make expenditures or incur obligations, and the Government shall not be obligated to reimburse the Contractor for expenditures or obligations, in excess of the amounts that the Contracting Officer has specified in Section B as available for contract performance.

Amount available for contract performance: [REDACTED]

Fiscal year funding will be provided on or before the funding dates set forth below, unless those dates are extended by mutual agreement of the parties.

<u>Fiscal Year</u>	<u>Funding Date</u>
FY14 Lot 18	
Long-Lead	[REDACTED]
Full Funding	[REDACTED]
FY15 Lot 19	
Long-Lead	[REDACTED]
Full Funding	[REDACTED]
FY16 Lot 20	
Long-Lead	[REDACTED]
Full Funding	[REDACTED]
FY17 Lot 21	
Long-Lead	[REDACTED]
Full Funding	[REDACTED]

2. If this contract is terminated for the convenience of the Government in part, the Government's obligation under this contract shall not exceed the amount specified in this clause as available for contract performance.

3. In accordance with FAR 17.106-1(h), if this contract is terminated for the convenience of the Government in whole, including requirements subject to cancellation, the Government's obligation under this contract shall not exceed the amount specified in this clause as available for contract performance, plus the cancellation ceiling, which [REDACTED] for all cancelled program years.

4. Unless otherwise specifically stated in any change order, change orders issued under this contract shall not increase the limitation of Government liability established in this clause.

SECTION J - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS

The following have been modified:

SECTION J

Section J - List of Documents, Exhibits and Other Attachments

LIST OF ATTACHMENTS

Exhibits A&B (Item 0002, 0102, 0202, 0302, and 0402) Contract Data Requirements List, DD Form 1423  
(Updated in MYPII Defin Mod P00005)

Exhibit C RESERVED

Exhibit D RESERVED

Attachment 1(a) [REDACTED]

Attachment 1(b) [REDACTED]

Attachment 1(c) [REDACTED]

Attachment 1(d) [REDACTED]

Attachment 1(e) [REDACTED]

Attachment 1(f) [REDACTED]

Attachment 2 [REDACTED] (By reference)

Attachment 3 Engineering Change Proposal Baseline Change [REDACTED] (Updated in Mod  
P00007)

Attachment 4(a) Government Furnished Equipment Detail List, [REDACTED] Incorporated in MYPII  
Defin Mod P00005)

Attachment 4(b) MV-22 and CV-22 Government Furnished Equipment List [REDACTED] (Updated  
in MYPII Defin Mod P00005)

Attachment 5(a) DD Form 254, Department of Defense Contractor Security Classification Specification – [REDACTED]

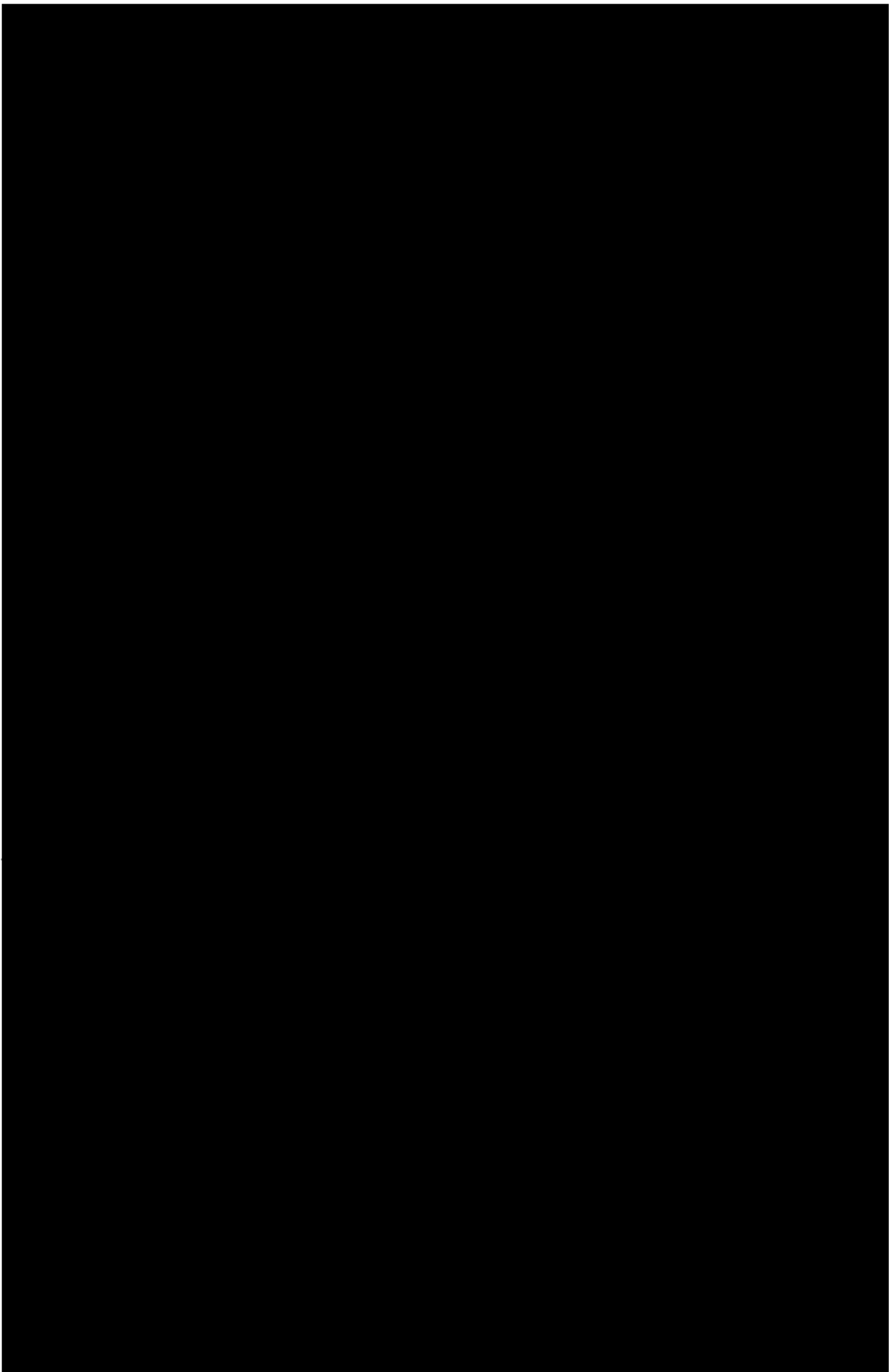
Attachment 5(b) DD Form 254, Department of Defense Contractor Security Classification Specification – [REDACTED]

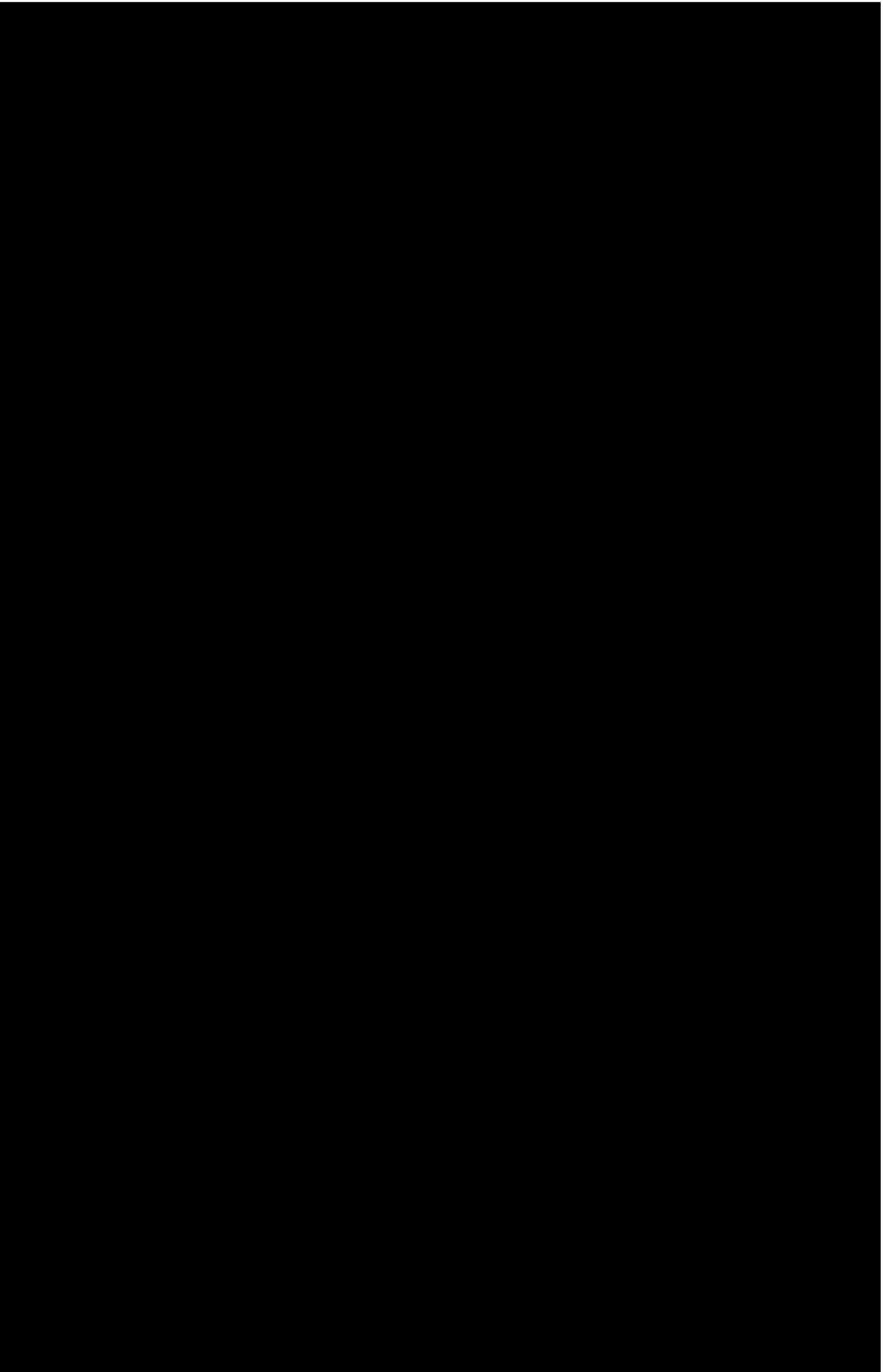
Attachment 6 [REDACTED]

- Attachment 7 [REDACTED]
- Attachment 8 [REDACTED] (Updated in MYPII Defin Mod P00005)
- Attachment 9(a) Contractor Cost and Software Data Reporting Plan (CSDR) Plan - [REDACTED]
- Attachment 9(b) CSDR Plan - [REDACTED]
- Attachment 9(c) CSDR Plan - [REDACTED]
- Attachment 10 Long Lead-Time Items Parts List [REDACTED]
- Attachment 11 Economic Ordering Quantity Components, Materials, and Parts List, [REDACTED]  
(Incorporated in MYPII Defin Mod P00005)
- Attachment 12 UID Parts Marking List [REDACTED]
- Attachment 13 Small Business Subcontracting Plan, JPO-9055-13V [REDACTED] (Incorporated in  
MYPII Defin Mod P00005)
- Attachment 14 Distribution Statements
- Attachment 15 Critical Safety Items (Rev A)
- Attachment 16 Supplies to be Afforded Duty Free Entry Bell Boeing [REDACTED]
- Attachment 17(a) Bell Boeing Identification and Assertion of Restrictions on the Government's Use, Release, or  
Disclosure of Technical Data made under DFARS 252.227-7013, "Rights in Technical Data -  
Noncommercial Items" (Enclosures (1) and (4) of Bell Boeing Letter JPO-9253-13V [REDACTED]  
[REDACTED], is incorporated by reference) (Incorporated in MYPII Defin Mod P00005)
- Attachment 17(b) Bell Boeing Identification and Assertion of Restrictions on the Government's Use, Release, or  
Disclosure of Computer Software made under DFARS 252.227-7014, "Rights in  
Noncommercial Computer Software and Noncommercial Computer Software Documentation"  
(Enclosure (3) of Bell Boeing Letter JPO-9253-13V, [REDACTED] is incorporated by  
reference) (Incorporated in MYPII Defin Mod P00005)
- Attachment 18 [REDACTED]

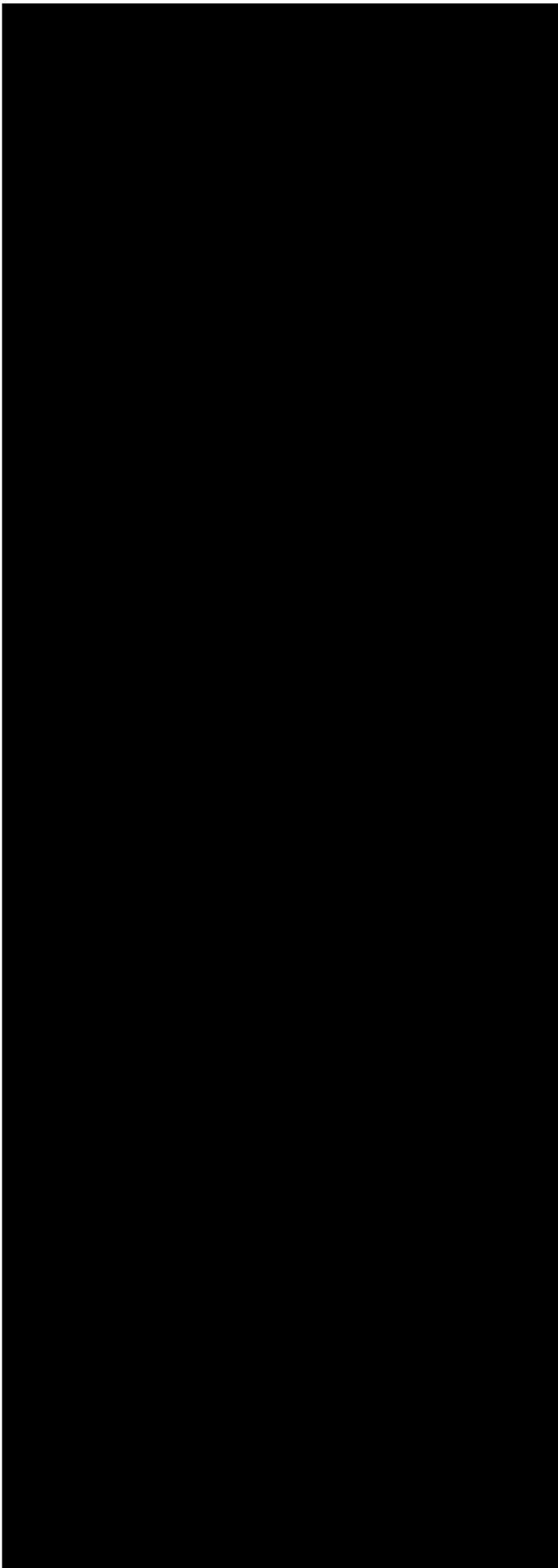
(End of Summary of Changes)

24 July 2013





24 July 2013



24 July 2013



**Contract N00019-12-C-2001  
Attachment 3  
Engineering Change Proposals (ECP)**

	<b>ECP Number</b>	<b>TITLE</b>	<b>LEAD</b>	<b>BHC Impact</b>	<b>BHT Impact</b>	<b>MYP II Contract MV Effectivity</b>	<b>MYP II Contract CV Effectivity</b>
1	V-22-0886R1	MV/CV-22 RT-1990(C) Generation Five Radios	BHC	X	X	D0256-0999	D1049-1999
2	V-22-0935	APX-119 CV-22 Mode 5 IFF Implementation	BHC	X		N/A	D1049-1999
3	V-22-0937	Main Landing Gear Bay Fire Suppression System (MLGB FSS)	BHC	X	X	D0256-0999	D1049-1999
4	V-22-0938R1	Light Weight Inertial Navigation System (LWINS)	BHC	X	X	D0256-0999	D1049-1999
5	V-22-0949.2	The Midwing Avionics Obsolescence	BHT		X	D0256-0999	D1049-1999
6	V-22-0951	Hydraulic Cargo Winch	BHC	X		D0256-0999	N/A
7	V-22-0974	Upper Door Redesign & Ramp Competition (CRI-1835)	BHC	X		D0256-0999	D1049-1999
8	V-22-0986	CRI 1935 Improved Anti-Drive Assembly	BHT		X	D0256-0999	D1049-1999
9	V-22-1000	CV Mid Lot 15 Sustainment Software Update	BHC	X	X	N/A	D1049-1999
10	V-22-1004	MV-22 Lot 15 Software Sustaining Support	BHC	X	X	D0256-0999	N/A
11	V-22-0995R1*	MOV Electrostatic Discharge Panel Implementation	BHC	X	X	D0256-0999	D1049-1999
12	V-22-0901R2*	Block C/20 Upgrades - SATCOM Mods	BHC	X	X	N/A	D1049-1999
13	V-22-1010*	CV-22 LPIA Horn Antenna and SIRFC Cable Routing	BHC	X		N/A	D1049-1999
14	V-22-0986*	Improved Anti-Drive Assembly (CRI 1935)	BHT		X	D0256-0999	D1049-1999
15	V-22-0915*	Nacelle - Ribbon to Conventional Readiness Improvement	BHT		X	D0256-0999	D1049-1999
16	V-22-0975*	CV Iridium Antenna	BHC	X		N/A	D1049-1999
17	V-22-1011*	Corrosion Inhibiting Compound (COR-BAN 35)	BHC	X		D0256-0999	D1049-1999
18	V-22-0527R1*	Emergency Oxygen Bottle Upgrade	BHC	X		D0276-0999	D1053-1999