

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT 1. CONTRACT ID CODE PAGE OF PAGES
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2. AMENDMENT/MODIFICATION NO. 3. EFFECTIVE DATE 4. REQUISITION/PURCHASE REQ NO. 5. PROJECT NO. (If applicable)
 000138 See Block 16C

6. ISSUED BY CODE NSSC 7. ADMINISTERED BY (If other than item 6) CODE NSSC

NASA Shared Services Center Bldg. 1111, C Road Stennis Space Center MS 39529-6000
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) (x) 9A. AMENDMENT OF SOLICITATION NO.
 HF ENTERPRISE SERVICES, LLC 13600 EDS DR HERNDON VA 20171-3225
 9B DATED (SEE ITEM 11)

x 10A. MODIFICATION OF CONTRACT/ORDER NO. HNX11AA01C
 10B DATED (SEE ITEM 13) 12/27/2010
 CODE 10205 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.
 Offeror 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 10.
 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 48.103(b).
 X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
 52.212-4 Contract Terms and Conditions - Commercial Items, (c) Changes
 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.)
 NASA - Agency Consolidated End-user Services (ACES)

Add:
 A.1) Early Mobility Refresh - KSC
 A.2) Early Tech Refresh - MSFC
 A.3) Early Mobility Upgrade - SSC
 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)
 Joseph W. Lentz, Contract Manager Brad M. Figs
 15B. CONTRACTOR/OFFEROR 15C. DATE SIGNED 16B. UNITED STATES OF AMERICA 16C. DATE SIGNED
 J.W. Lentz 3/4/2013 [Signature] 3/4/2013
 (Signature of person authorized to sign) (Signature of Contracting Officer)

The purpose of this modification is to incorporate the following:

Incorporate three (3) approved Infrastructure Upgrade Proposal (IUP), (A.1) Early Mobility Refresh-KSC (Henry, Postell, Bundy) at a Firm Fixed Price (FFP) of [REDACTED], (A.2) Early Tech Refresh-MSFC (Feb 2013-5 Users) at a Firm Fixed Price (FFP) of [REDACTED], and (A.3) Early Mobility Upgrade-GRC at a Firm Fixed Price (FFP) of [REDACTED]

In accordance with the Model Contract Section 3.3, Infrastructure Upgrade Ordering Process, the additional technology service referenced below is hereby incorporated into this Contract at the FFP set forth below.

ITEM NO.	IUP NO./ ESD REQUEST ID	IUP DESCRIPTION	PROPOSAL DATE	EFFECTIVE DATE	PRICE	DELIVERY
A.1	[REDACTED]	Early Mobility Refresh-KSC (Henry, Postell, Bundy)	02/19/2013	Upon Acceptance of this IUP	[REDACTED]	[REDACTED]
A.2	[REDACTED]	Early Tech Refresh-MSFC (Feb 2013-5 Users)	02/19/2013	Upon Acceptance of this IUP	[REDACTED]	[REDACTED]
A.3	[REDACTED]	Early Mobility Upgrade-GRC Version 1.1	02/19/2013	Upon Acceptance of this IUP	[REDACTED]	[REDACTED]
TOTAL					[REDACTED]	[REDACTED]

A.1- Early Mobility Refresh-KSC (Henry, Postell, Bundy): The purpose of this Infrastructure Upgrade Proposal (IUP) is to provide an Early Mobility Refresh for Robert Henry, Arnold Postell, and Andrew Bundy at Kennedy Space Center, HPES has proposed an approach and pricing for the replacement devices.

B. SERVICES –

The following Three users at KSC requested to refresh their ACES mobility devices.

User	Line #	Date	From Device	Months Used	To Device
Henry	3212664849	08/01/2012	AT&T Rugby II	7	AT&T Blackberry 9810
Postell	3214315843	12/01/2012	AT&T Blackberry 9810	15	AT&T Rugby II
Bundy	3212898115	12/01/2012	AT&T Blackberry 9810	15	AT&T Rugby II

The specified users' devices had not met their refresh eligibility date requirement when being replaced, which results in an extra charge. The explanation for this charge is as follows: All ACES carriers provide the device under the terms of an 18-month usage period. When a user requests mobility services, that user has agreed to the 18-month term at a set price using the specified device. At the end of the term, the user is entitled to a similar new device under the applicable CLIN for use over the following 18-month period. Only one new device is made available to the user during the 18-month period (unless replaced under a MSLD process). However, if the user elects to obtain a mobility device refresh, and the agreed-to 18-month term has not expired, that 2nd device does not come with the mobility service but has an extra charge.

Ongoing service plans for the specified smart phone devices will be charged under the applicable CLINs in Table 8 "M" Smartphone Seat as selected by the users.

HPES requests that the ACES users return the original ACES mobile devices that are no longer being used and order the refresh device. This IUP only addresses the charges associated with the early refresh. HPES will refresh the seats within 20 days of NASA's acceptance of this IUP in a fully executed contract modification.

C. PRICING –

The EUs were deployed the AT&T Blackberry 9810 in December 2011 and the AT&T Rugby II in March 2012 request an early refresh to the AT&T Blackberry 9810 and the AT&T Rugby II. The user may obtain a new, early mobility refresh device under the pricing formula shown.

There is a charge to NASA for the residual value of the device being returned to ACES. NASA will be credited with a pro-rated portion of the use of the prior device for the new mobility device obtained by KSC according to the following formula, which is used to replace MSLD devices:



Price Calculation for Early Refresh for Mobility Devices

Item No.	Description	Months Device Used	MSRP of Replacement Device	Early Refresh Formula	Total Charge
3212664849	AT&T Blackberry 9810 upgraded from an AT&T Rugby II deployed in Aug 2012	7	██████████	████████████████████	██████████
3214315843	AT&T Rugby II upgrade from an AT&T Blackberry 9810 deployed in Dec 2011	15	██████████	████████████████████	██████████
3212898115	AT&T Rugby II upgrade from an AT&T Blackberry 9810 deployed in Dec 2011	15	██████████	████████████████████	██████████
Total					██████████

Note: For an early refresh, the "replacement device value" is the MSRP of the replacement device.

D. BILLING SCHEDULE –

Upon NASA’s acceptance of this IUP and its inclusion in an executed ACES contract modification, HPES will invoice NASA for a total of [REDACTED] for the early mobility refreshes.

A.2- Early Tech Refresh-MSFC (Feb 2013-5 Users): The purpose of this Infrastructure Upgrade Proposal (IUP) is to assist NASA users in obtaining Early Tech Refreshes (ETRs) for compute devices that are exchanged for devices before their schedule refresh dates (36 months compute). HPES has proposed an approach and pricing for the replacement of the devices, which will be refreshed by March 31, 2013.

B. SERVICES –

Explanation of Compute Early Tech Refresh: If the user’s compute device has not met its refresh eligibility date requirement when it is replaced, HPES uses the following methodology stated in the ACES contract PWS Section 3.16 to arrive at the buyout price for the device.

The Contractor shall invoice the remainder of the Asset Transition Value (ATV) for the existing seat’s hardware platform at the time of the request.

HPES calculates the remaining value of the equipment to be taken out of service using the ATV of the asset at the time of the refresh and charges the buyout price.

C. PRICING –

The information in the following table is used to establish the identity of the in-scope compute devices for determination of the ATVs. HPES has used asset management data to derive the ATVs.

User	Center	Type of Seat	Asset Tag	Birth Date	ETR Date	ATV at Refresh
Daniel Schumacher	MSFC	Compute	967337	2/14/2011	Mar 2013	[REDACTED]
Lisa Monaco	MSFC	Compute	963868	8/9/2010	Mar 2013	[REDACTED]
Karen Knight	MSFC	Compute	200821229	12/3/2010	Mar 2013	[REDACTED]
Janet Salverson	MSFC	Compute	13298	2/8/2012	Mar 2013	[REDACTED]
Michelle Russell	MSFC	Compute	30011688	4/5/2012	Mar 2013	[REDACTED]
Total						[REDACTED]

HPES has calculated the sum of ATVs for the compute devices receiving early tech refreshes within the scope of this IUP. HPES’ research of the ATVs of the specified devices resulted in a change to the ATV from that which was provided for Ms. Salverson’s seat, which is reflected in the above table.

D. BILLING SCHEDULE –

The total of all ATVs in Section 3.0 is [REDACTED]. Upon NASA’s acceptance of this IUP and its inclusion in an executed ACES contract modification, HPES will invoice NASA for [REDACTED] for the ETRs of compute seats.

A.3- Early Mobility Upgrade-GRC: The purpose of this Infrastructure Upgrade Proposal (IUP) is to provide Early Mobility Upgrades for two users at Glenn Research Center (GRC), HPES has proposed an approach and pricing for the replacement devices.

The proposed, updated pricing in Version 1.1 is derived by applying the early mobility refresh formula to the MSRP of the replacement device and extends the validity period of the IUP, since Version 1.0 of the proposal expired.

B. SERVICES –

The following Two users at GRC have requested to refresh their ACES mobility devices.

- R. Draper – 216-978-5984 Upgraded from a cell phone to Blackberry BB9930 on 9/25/2012. Original cell used for one month.
- K. McPherson – 216-509-2155 Upgraded from a Blackberry to an iPhone 4S (16 GB) on 9/26/2012. Original BB used for one month.

The specified users' devices had not met their refresh eligibility date requirement when they were replaced, which results in an extra charge which is identified in Section 4.1 Pricing Approach of this IUP. The explanation for this charge is as follows:

All ACES carriers provide the device under the terms of an 18-month usage period. When a user requests mobility services, that user has agreed to the 18-month term at a set price using the specified device. At the end of the term, the user is entitled to a similar new device under the applicable CLIN for use over the following 18-month period. Only one new device is made available to the user during the 18-month period (unless replaced under a MSLD process). However, if the user elects to obtain an early mobility refresh, and the agreed-to 18-month term has not expired, that 2nd device does not come with the mobility service but has an extra charge.

Ongoing service plans for the specified smart phone devices will be charged under the applicable CLINs in Table 8 "M" Smartphone Seat as selected by the users.

HPES requests that the ACES users return the two original ACES mobile devices that are no longer being used. The GRC users have already obtained the requested new smart phones as a refresh on demand. This IUP only addresses the revised charges associated with the early mobility refreshes.

C. PRICING –

The users have obtained new, early mobility refreshes to a Blackberry and iPhone respectively. The price to NASA is shown in the Basis of Estimate.

There is a charge to GRC for the residual value of the devices being returned to ACES. NASA will be credited with a pro-rated portion of the use of the prior device for the two new mobility devices obtained by GRC according to the following formula, which is used to replace MSLD devices:



Price for Early Refresh to New Mobility Devices

Item No.	Description	Qty	MSRP of Replacement Device	MSLD Formula	Total Charge
216-978-5984	New Blackberry Device (BB 9930) – upgraded from a Casio G'zOne Ravine2 C781cell phone used for 1 month	1	████████	████████ ████████	████████
216-509-2155	New iPhone Device (4S 16GB) – upgraded from a Blackberry Bold 9930 used for 1 month	1	████████	████████ ████████	████████
Total					████████

Note: For an upgrade, the “replacement device value” is the MSRP of the new device.

D. BILLING SCHEDULE –

Upon NASA’s acceptance of this IUP and its inclusion in an executed ACES contract modification, HPES will invoice NASA for a total of ██████████ for the ██████ early mobility refreshes.

2. Attachment I-7, Summary of IUPs incorporated into this contract is replaced in its entirety as reflected on the attached document.
3. All other terms and conditions of this contract remain unchanged.

**ATTACHMENT I-7
SUMMARY OF INFRASTRUCTURE UPGRADE PROPOSALS (IUP)**

Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
[REDACTED]	Microsoft Enterprise License Bridge	06/17/2011	[REDACTED]	004
[REDACTED]	Enhanced System Admin Services – HQ/ITCD	12/15/2011	[REDACTED]	018/095
[REDACTED]	Enhanced System Admin Services – HQ/ADMIN	12/15/2011	[REDACTED]	018/096
[REDACTED] 005738	File Services Seat Support - GRC	12/29/2011	[REDACTED]	021/035
[REDACTED] 005528	Dedicated System Admin Services- GRC/R	12/29/2011	[REDACTED]	021
[REDACTED] 005230	Dedicated System Admin Services- GRC/D	12/29/2011	[REDACTED]	021
[REDACTED] 005231	Dedicated System Admin Services – GRC/BLDG 3	12/29/2011	[REDACTED]	021
[REDACTED] 005232	Dedicated System Admin Services- GRC/FT	12/29/2011	[REDACTED]	021
[REDACTED] 005233	Dedicated System Admin Services - GRC/H	12/29/2011	[REDACTED]	021
[REDACTED] 005235	Dedicated System Admin Services – GRC/BLDG 142	12/29/2011	[REDACTED]	021
[REDACTED] 005962	Enhanced System Admin Services – HQ/SMD	01/10/2012	[REDACTED]	025/096
[REDACTED] 007721	Purchase of ODIN Assets – JSC	01/25/2012	[REDACTED]	028
[REDACTED] 009134	Enhanced System Admin Services – HQ/CSSC	01/25/2012	[REDACTED]	028/129
[REDACTED] 009132	MIP Solution – NSSC	01/25/2012	[REDACTED]	028
[REDACTED] 010935	Dedicated System Admin Services – SSC/GPO	02/03/2012	[REDACTED]	030

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SUMMARY OF INFRASTRUCTURE UPGRADE PROPOSALS (IUP)**

Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
██████████ 012037	Dedicated Support Services - MSFC/XP	02/13/2012	██████████	032/ 122
██████████ 01239	Dedicated System Administration Services - MSFC/NEACC	02/13/2012	██████████	032
██████████ 013470	Enhanced System Administrator Services - HQ/COOP	02/13/2012	██████████	032/ 091
██████████ 14202	DSA Support – LaRC/COD	02/27/2012	██████████	035/088/ 128
██████████ 15448	DSA Support –LaRC/A1	02/24/2012	██████████	035/088
██████████ 14203	DSA Support – LaRC/D5	02/24/2012	██████████	035/ 088
██████████ 14204	DSA Support – LaRC/D322	02/24/2012	██████████	035/ 088
██████████ 14208	DSA Support – LaRC/AH	02/24/2012	██████████	035/ 088
██████████ 15195	DSA Support – LARC/C1	02/24/2012	██████████	035/ 088
██████████ 14227	DSA Support – LaRC/D214	02/24/2012	██████████	035/ 088
██████████ 16984	DSA Support – LaRC/E5-E6	02/24/2012	██████████	035/088/113
██████████ 14228	DSA Support – LaRC/E4	02/24/2012	██████████	035
██████████ 14223	DSA Support – LaRC/B2	02/24/2012	██████████	035
██████████ 14224	DSA Support – LaRC/C2	02/24/2012	██████████	035
██████████ 14210	DSA Support – LaRC/D304	02/24/2012	██████████	035/ 129
██████████ 12528	DSA Services – MSFC/Bldg 4200	02/24/2012	██████████	035
██████████ 15009	Dedicated Move Support Services at MSFC/AS21	02/24/2012	██████████	035/066/084/ 089/096/108
██████████ 5944	DSA Services– SSC/KACE	02/24/2012	██████████	035

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SUMMARY OF INFRASTRUCTURE UPGRADE PROPOSALS (IUP)**

Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
██████████ 14278	Move Support - HQ	02/24/2012	██████████	035/66/119
██████████ 14370	DSA Support – LaRC/E3	02/24/2012	██████████	035
██████████ 18338	Dedicated System Administration Services – ARC/A	03/12/2012	██████████	038
██████████ 18336	Dedicated System Administration Services – ARC/JA	03/12/2012	██████████	038
██████████ 18337	Dedicated System Administration Services – ARC/HR	03/12/2012	██████████	038
██████████ 18837	Enhanced System Administration Services – HQ/Lenel	03/12/2012	██████████	038
██████████ 17802	Google Pilot Support- HQ	03/01/2012	██████████	038
██████████ 24140	Move Support – KSC/GSD&O, LX	03/16/2012	██████████	042
██████████ 25797	ELVIS II Computer Seat Installation	03/21/2012	██████████	042/049/058/078
██████████ 29944	JSC Software and Support Purchases	03/30/2012	██████████	045
██████████ 28333	Enhanced System Administration Services – HQ/SW Librarian	03/30/2012	██████████	045/095

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SUMMARY OF INFRASTRUCTURE UPGRADE PROPOSALS (IUP)

Proposal No. / ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
██████████ 24602	Move Support II – KSC/GSD&O, LX	03/23/2012	██████████	045
██████████ 35115	Dedicated Support Services – GRC/KACE	04/13/2012	██████████	049
██████████ 36916	Enhanced System Administration Support – GSFC/JPSS	04/19/2012	██████████	051
██████████ 23212	DFRC Purchase of ODIN Assets	04/24/2012	██████████	051
██████████ 29162	Dedicated Support Services – NSSC/KACE	05/01/2012	██████████	053
██████████ 42881	Move Support – GRC/GESS IT	05/11/2012	██████████	057
██████████ /46546	Dedicated System Support - DFRC/MI	05/21/2012	██████████	058
██████████ 48923	ProofPoint Privacy Module Pilot – Phase I	05/30/2012	██████████	061
██████████ /50377	Domain Controllers - JSC/MCC	6/01/2012	██████████	062
██████████	DAR Expedited Deployment – NSSC	7/24/2012	██████████	071
██████████	NSSC Early Tech Refresh	8/6/2012	██████████	074
██████████	JSC Software and Support Purchase	8/6/2012	██████████	074
██████████	GRC Equipment Usage- “Lights On”	8/24/2012	██████████	078

**ATTACHMENT I-7
SUMMARY OF INFRASTRUCTURE UPGRADE PROPOSALS (IUP)**

Proposal No. /ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
██████████	KSC WINS Server Support	09/27/2012	██████████	087
██████████	SSC Early Tech Refresh	10/03/2012	██████████	090
██████████	Elevated Privileges (EP) Provisioning Support – SSC	10/12/2012	██████████	093
██████████	LaRC Early Tech Refresh	10/12/2012	██████████	093
██████████	MSFC/Bldg. 4200-SEB	10/30/2012	██████████	095
██████████	Landsat Data Continuity Mission (LDCM) Support – GSFC	11/20/2012	██████████	102
██████████	Expedited DAR Encryption – GSFC	11/28/2012	██████████	105
██████████	Enhanced Support for DAR Installation and Activation – HQ	12/3/2012	██████████	108
██████████	MSFC Software Maintenance Purchase	12/20/2012	██████████	116
██████████	GSFC Early Tech Refresh - Additional	12/20/2012	██████████	116
██████████	JSC Move Support (Bldg 4S)	01/09/2013	██████████	120
██████████	GSFC Early Tech Refresh	01/10/2013	██████████	121
██████████	KSC New Seat Installs-TOSC	01/17/2013	██████████	122/ 125/ 132

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Proposal No. /ESD Request ID	Proposal Title	Date Approved	Negotiated Value	Incorporated by Mod No.
██████████	Early Tech Refresh IUP – GSFC (Singer)	01/30/2013	██████████	125
██████████	Dedicated Support – Air Force Contact Records-KSC	01/30/2013	██████████	125
██████████	Early Tech Refresh-LaRC (Jan. 2013)	01/30/2013	██████████	125
██████████	Early Mobility Upgrade-WFF (Stuchlik)	01/30/2013	██████████	125
██████████	Vidyo Plugin Support for NASA DMV Pilot	02/01/2013	██████████	126
██████████	Increased NOMAD Mailbox Size	02/06/2013	██████████	130
██████████	Early Mobility Refresh-SSC Feb 2013- 5 Users(Black, Golden, Kelly, Malcom, Cook)	02/20/2013	██████████	135
██████████	Early Mobility Refresh-KSC (Zari)	02/20/2013	██████████	135
██████████	ICAM NCAD Engineering Support	02/20/2013	██████████	135
██████████	Enhanced System Administration Services – HQ/I St.	02/26/2013	██████████	136
██████████	Early Mobility Refresh-KSC (Henry, Postell, Bundy)	03/04/2013	██████████	138
██████████	Early Tech Refresh-MSFC (Feb 2013-5 Users)	03/04/2013	██████████	138
██████████	Early Mobility Upgrade-GRC Version 1.1	03/04/2013	██████████	138