

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES
2. AMENDMENT/MODIFICATION NO. P00003		3. EFFECTIVE DATE 11-May-2002	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO.(if applicable)	
6. ISSUED BY U.S. SPECIAL OPERATIONS COMMAND/SOAL-K 7701 TAMPA POINT BLVD. ATTN: KARENE SPURLIN MACDILL AFB FL 33621-6323		CODE USZA22	7. ADMINISTERED BY (If other than item 6) DCMA BOSTON 495 SUMMER STREET BOSTON MA 02210-2138		CODE S2206A
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) GEMINI INDUSTRIES, INC VICTORIA BONDAC SIX FORTUNE DRIVE BILLERICA MA 01821-3917				9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				X 10A. MOD. OF CONTRACT/ORDER NO. USZA22-02-D-0015	
CODE 0BAX9				FACILITY CODE	
				X 10B. DATED (SEE ITEM 13) 22-Apr-2002	
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> 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)					
13. 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.					
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).					
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:					
D. OTHER (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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.) THIS MODIFICATION IS HEREBY ISSUED TO ADMINISTER THE CHANGES DESCRIBED HEREIN.  ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.					
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)		
			KARENE L. SPURLIN / CONTRACTING OFFICER		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
(Signature of person authorized to sign)			BY 		17-May-2002
			(Signature of Contracting Officer)		

EXCEPTION TO SF 30  
APPROVED BY OIRM 11-84

30-105-04

STANDARD FORM 30 (Rev. 10-83)  
Prescribed by GSA  
FAR (48 CFR) 53.243

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

- I. Note: Block 10B should read 05-DEC-2001. Because of SPS and electronic migration of contract the date was incorrect.
- II. Changes in Section B
  1. CLIN 0002
    - a. The contract type has changed from T&M to COST
  2. CLIN 0009
    - a. The contract type has changed from T&M to COST
  3. CLIN 0016
    - a. The contract type has changed from T&M to COST
  4. CLIN 0023
    - a. The contract type has changed from T&M to COST
  5. CLIN 0030
    - a. The contract type has changed from T&M to COST
  6. CLIN 0037
    - a. The contract type has changed from T&M to COST
  7. CLIN 0044
    - a. The contract type has changed from T&M to COST
  8. CLIN 0051
    - a. The contract type has changed from T&M to COST
- III. Changes in Section G
  1. Summary for the Payment Office: The total funded amount of the contract remains unchanged.

IV. Changes in Section J

1. The following educational requirement has been added to the "Programmer/Analyst": *Minimum Education:* Bachelors degree in computer science or related technical field.
2. The DD254 Attachment has been replaced in full with the following DD254:

DEPARTMENT OF DEFENSE CONTRACT SECURITY CLASSIFICATION SPECIFICATION <i>(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort.)</i>		<b>1. CLEARANCE AND SAFEGUARDING</b> a. FACILITY CLEARANCE REQUIRED (b)(2)High b. LEVEL OF SAFEGUARDING REQUIRED NONE	
<b>2. THIS SPECIFICATION IS FOR: (X and complete as applicable)</b> a. PRIME CONTRACT NUMBER USZA22-02-D-0015 b. SUBCONTRACT NUMBER		<b>3. THIS SPECIFICATION IS: (X and complete as applicable)</b> x a. ORIGINAL (Complete date in all cases) Date (YYMMDD) 010625 b. REVISED (Supersedes all previous specs) Revision No. Date (YYMMDD) c. FINAL (Complete Item 5 in all cases) Date (YYMMDD)	
x 2 SOLICITATION OR OTHER NUMBER USZA22-01-R-0012	DUE DATE (YYMMDD)		
<b>4. IS THIS A FOLLOW-ON CONTRACT?</b> <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO If YES, complete the following Classified material received or generated under _____ (Preceding Contract Number) is transferred to this follow-on contract			
<b>5. IS THIS A FINAL DD FORM 254?</b> <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO If Yes, complete the following: In response to the contractor's request dated _____, retention of the classified material is authorized for the period of _____			
<b>6. CONTRACTOR (Include Commercial and Government Entity (CAGE) Code)</b> (a) NAME, ADDRESS, AND ZIP CODE Gemini Industries, Inc Six Fortune Drive Billerica, MA 01821-3917 (b) CAGE CODE 0BAX9 (c) COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code) Defense Security Service Portsmouth Field Office 80 Daniel Street, RM 209 Portsmouth, NH 03802-7104			
<b>7. SUBCONTRACTOR</b> a. NAME, ADDRESS, AND ZIP CODE b. CAGE CODE c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code)			
<b>8. ACTUAL PERFORMANCE</b> a. LOCATION (b)(2)High b. CAGE CODE c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code) Defense Security Service Southeast Region 2300 Lake Park Drive Suite 250 Smyrna, GA 30080-7606			
<b>9. GENERAL IDENTIFICATION OF THIS PROCUREMENT</b> The objective of this contract action is to acquire intellectual capital support in the areas of system acquisition and development, and normal day-to-day business operations.			

10. THIS CONTRACT WILL REQUIRE ACCESS TO:	Y	N	11. IN PERFORMING THIS CONTRACT, THE CONTRACTOR WILL:	Y	N
	S	O		S	O
a. COMMUNICATIONS SECURITY (COMSEC) INFORMATION	(b)(2)High		a. HAVE ACCESS TO CLASSIFIED INFORMATION ONLY AT ANOTHER CONTRACTOR'S FACILITY OR A GOVERNMENT ACTIVITY	(b)(2)High	
b. RESTRICTED DATA			b. RECEIVE CLASSIFIED DOCUMENTS ONLY		
c. CRITICAL NUCLEAR WEAPON DESIGN INFORMATION			c. RECEIVE AND GENERATE CLASSIFIED MATERIAL		
d. FORMERLY RESTRICTED DATA			d. FABRICATE, MODIFY, OR STORE CLASSIFIED HARDWARE		
e. INTELLIGENCE INFORMATION			e. PERFORM SERVICES ONLY		
(1) Sensitive Compartmented Information (SCI)			f. HAVE ACCESS TO U.S. CLASSIFIED INFORMATION OUTSIDE THE U.S., PUERTO RICO, U.S. POSSESSIONS AND TRUST TERRITORIES		
(2) Non-SCI			g. BE AUTHORIZED TO USE THE SERVICES OF DEFENSE TECHNICAL INFORMATION CENTER (DTIC) OR OTHER SECONDARY DISTRIBUTION CENTER		
f. SPECIAL ACCESS INFORMATION			h. REQUIRE A COMSEC ACCOUNT		
g. NATO INFORMATION			i. HAVE TEMPEST REQUIREMENTS		
h. FOREIGN GOVERNMENT INFORMATION			j. HAVE OPERATIONS SECURITY (OPSEC) REQUIREMENTS		
i. LIMITED DISSEMINATION INFORMATION			k. BE AUTHORIZED TO USE THE DEFENSE COURIER SERVICE		
j. FOR OFFICIAL USE ONLY INFORMATION HANDLED BY DOD 5400.7-R			l. OTHER (Specify) (b)(2)High		
k. OTHER (Specify)			(b)(2)High		

DD Form 254, DEC 1999

PREVIOUS EDITION IS OBSOLETE

12. PUBLIC RELEASE. Any information (classified or unclassified) pertaining to this contract shall not be released for public dissemination except as provided by the Industrial Security Manual or unless it has been approved for public release by appropriate U.S. Government agency. Proposed public releases shall be submitted for approval prior to release. Direct Through (Specify)

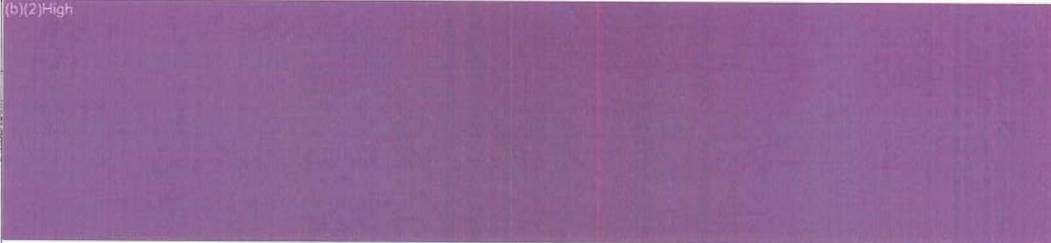
PUBLIC RELEASE OF ANY INFORMATION PERTAINING TO THIS CONTRACT IS NOT AUTHORIZED

To the Directorate for Freedom of Information and Security Review, Office of the Assistant Secretary of Defense (Public Affairs)\* for review.

\* In the case of non-DoD User Agencies, requests for disclosure shall be submitted to that agency

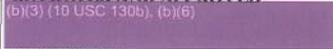
**13. SECURITY GUIDANCE.** The security classification guidance needed for this classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes; to challenge the guidance or the classification assigned to any information or material furnished or generated under this contract; and to submit any questions for interpretation of the guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. *(Fill in as appropriate for the classified effort. Attach, or forward under separate correspondence, any documents/guides/extracts referenced herein. Add additional pages as needed to provide complete guidance.)*

(b)(2)High



**REVIEWED AND APPROVED**

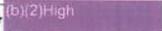
(b)(3) (10 USC 130b), (b)(6)



25 JUNE 2001

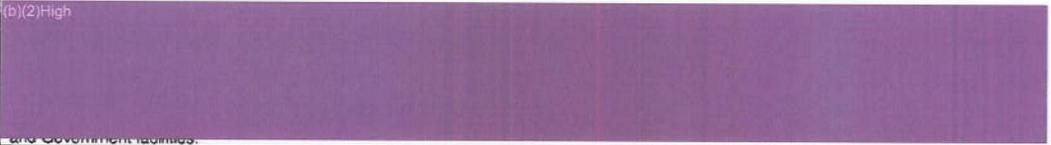
**14. ADDITIONAL SECURITY REQUIREMENTS.** Requirements, in addition to ISM requirements, are established for

(b)(2)High



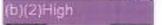
YES NO

(b)(2)High



**15. INSPECTIONS.** Elements of this contract are outside the inspection responsibility of the cognizant security office.

(b)(2)High



(b)(2)High



**16. CERTIFICATION AND SIGNATURE.** Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

<b>a. TYPED NAME OF CERTIFYING OFFICIAL</b> (b)(3) (10 USC 1305), (b)(6)	<b>b. TITLE</b> Project Manager	<b>c. TELEPHONE (Include Area Code)</b> (b)(6)
<b>d. ADDRESS (Include Zip Code)</b> HQ USSOCOM /SOAL 7701 TAMPA POINT BLVD MACDILL AFB, FL 33621-5323	<b>17. REQUIRED DISTRIBUTION</b>	
<b>e. SIGNATURE</b>	<input checked="" type="checkbox"/>	a. CONTRACTOR
	<input type="checkbox"/>	b. SUBCONTRACTOR
	<input checked="" type="checkbox"/>	c. COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR
	<input checked="" type="checkbox"/>	d. U.S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION
<input checked="" type="checkbox"/>	e. ADMINISTRATIVE CONTRACTING OFFICER	
<input checked="" type="checkbox"/>	f. OTHERS AS NECESSARY	

DD FORM 254 (BACK), DEC 1999

V. All other terms and conditions remain unchanged.