

**AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT**

1. CONTRACT ID CODE  
 2. AMENDMENT/MODIFICATION NO. P00001  
 3. EFFECTIVE DATE SEP 02, 2009  
 4. REQUISITION/PURCHASE REQ. NO.  
 5. PROJECT NO. (if applicable)

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6. ISSUED BY CODE HHQ402  
 (b)(3):10 USC 424;(b)(6)  
 7. ADMINISTERED BY (if other than item 6) CODE ZD50  
 (b)(3):10 USC 424

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)  
 BIGELOW AEROSPACE ADVANCED SPACE STUDIES, DUNS: 827037768  
 LLC  
 1899 W BROOKS AVE  
 NORTH LAS VEGAS NV 890323671  
 Cage Code: 54JU7

(X) 8A. AMENDMENT OF SOLICITATION NO.  
 8B. DATED (SEE ITEM 11)  
 10A. MODIFICATION OF CONTRACT/ORDER NO. HHM402-06-C-0072  
 X  
 10B. DATED (SEE ITEM 13) SEP 22, 2008

CODE 00000434 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 9 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 your 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  
 Modification Amount: \$0.00  
 Modification Obligated Amount: \$0.00

**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 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: FAR 52.217-9 "Option to extend the term of the contract" (March 2000)  
 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.)

See attached document

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)  
 (b)(6)  
 15B. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)  
 (b)(3):10 USC 424;(b)(6)  
 15C. DATE SIGNED  
 9/4/09  
 15C. DATE SIGNED  
 08/00/09

SCHEDULE Continued

ITEM NO.	SUPPLIERS/SERVICES	QUANTITY	UNIT	UNIT PRICE \$	AMOUNT \$
	(Changed Line Item) Option Year: 22 September 2009 - 29 September 2010				OPT
1001	Monthly Status Reports (b)(4) Period of Performance: 09/22/2009 to 09/21/2010 (Changed Line Item)	(b)(4)	LO	(b)(4)	OPT
1002	Project Management Plan for Tasks 3.a.1 - 3.a.12 (b)(4) Period of Performance: 09/22/2009 to 09/21/2010 (Changed Line Item)		LO		OPT
1003	Research Report for Tasks 3.a.1. - 3.a.12 (b)(4) Period of Performance: 09/22/2009 to 09/21/2010 (Changed Line Item)		LO		OPT
1004	Comprehensive Integrated Threat Assessment Period of Performance: 09/22/2009 to 09/21/2010 (Changed Line Item)		LO		OPT
1005	Travel Period of Performance: 09/22/2009 to 09/21/2010 (Changed Line Item)		LO		OPT
1006	Other Direct Costs Period of Performance: 09/22/2009 to 09/21/2010		LO		OPT

The purpose of this modification is to:

- A) Extend the current period of performance to 30 September 2009
- B) Revise Option year dates to be 1 Oct 2009 to 30 September 2010
- C) Exercise Option year I subject to availability of funds
- D) LAW FAR 52.232-18 (APR 1984)

Funds are not presently available for this contract. The Government's obligation under this contract is contingent upon the availability of appropriated funds from which payment for contract purposes can be made. No legal liability on the part of the Government for any payment may arise until funds are made available to the Contracting Officer for the contract and until the Contractor receives notice of such availability, to be confirmed in writing by the Contracting Officer.

- E) All other terms and conditions remain unchanged
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**SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS**  
**OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, & 30**

1. REQUISITION NUMBER 679/0001Z/08		PAGE 1 OF 51	
2. CONTRACT NO. HHM402-08-C-0072	3. AWARD/EFFECTIVE DATE SEP 22, 2008	4. ORDER NUMBER	5. SOLICITATION NUMBER HHM402-08-R-0211
7. FOR SOLICITATION INFORMATION CALL: (b)(3):10 USC 424;(b)(6)		6. SOLICITATION ISSUE DATE SEP 01, 2008	
9. ISSUED BY (b)(3):10 USC 424		10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED OR <input type="checkbox"/> SET ASIDE: % FOR: <input type="checkbox"/> SMALL BUSINESS <input type="checkbox"/> EMERGING SMALL BUSINESS <input type="checkbox"/> HUBZONE SMALL BUSINESS <input type="checkbox"/> SERVICE-DISABLED VETERAN-OWNED SMALL BUSINESS <input type="checkbox"/> 8(A) NAICS: 541990 SIZE STANDARD:	
11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input checked="" type="checkbox"/> SEE SCHEDULE		12. DISCOUNT TERMS	
13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)		13b. RATING	
15. DELIVER TO See Schedule		16. ADMINISTERED BY Virginia Contracting Activity (b)(3):10 USC 424 Building 6000	
17a. CONTRACTOR/OFFEROR BIGELOW AEROSPACE ADVANCED SPACE 4640 S EASTERN AVE LAS VEGAS NV 891196135		18a. PAYMENT WILL BE MADE BY NSA Finance and Accounting Office P.O. Box 1685; ATTN: DF2111 Ft. George G. Meade MD 20755-6856	
17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER		18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a UNLESS BLOCK BELOW IS CHECKED <input type="checkbox"/> SEE ADDENDUM	

9. ISSUED BY (b)(3):10 USC 424	CODE HHQ402	10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED OR <input type="checkbox"/> SET ASIDE: % FOR: <input type="checkbox"/> SMALL BUSINESS <input type="checkbox"/> EMERGING SMALL BUSINESS <input type="checkbox"/> HUBZONE SMALL BUSINESS <input type="checkbox"/> SERVICE-DISABLED VETERAN-OWNED SMALL BUSINESS <input type="checkbox"/> 8(A) NAICS: 541990 SIZE STANDARD:
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11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input checked="" type="checkbox"/> SEE SCHEDULE	12. DISCOUNT TERMS	13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)	13b. RATING
15. DELIVER TO See Schedule	CODE 00000	16. ADMINISTERED BY Virginia Contracting Activity (b)(3):10 USC 424 Building 6000	14. METHOD OF SOLICITATION <input type="checkbox"/> RFQ <input type="checkbox"/> IFB <input checked="" type="checkbox"/> RFP

15. DELIVER TO See Schedule	CODE 00000	16. ADMINISTERED BY Virginia Contracting Activity (b)(3):10 USC 424 Building 6000	CODE ZD50
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17a. CONTRACTOR/OFFEROR BIGELOW AEROSPACE ADVANCED SPACE 4640 S EASTERN AVE LAS VEGAS NV 891196135	CODE 00000434	FAC CODE (b)(3):26 USC 6103	18a. PAYMENT WILL BE MADE BY NSA Finance and Accounting Office P.O. Box 1685; ATTN: DF2111 Ft. George G. Meade MD 20755-6856	CODE NSA01A
TELEPHONE NO.		18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a UNLESS BLOCK BELOW IS CHECKED <input type="checkbox"/> SEE ADDENDUM		

17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER	18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a UNLESS BLOCK BELOW IS CHECKED <input type="checkbox"/> SEE ADDENDUM
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19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
Please	see continuation page for line item details.				

*(Use Reverse and/or Attach Additional Sheets as Necessary)*

25. ACCOUNTING AND APPROPRIATION DATA See Schedule	26. TOTAL AWARD AMOUNT (For Govt. Use Only) \$10,000,000.00
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27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1, 52.212-4. FAR 52.212-3 AND 52.212-5 ARE ATTACHED. ADDENDA	<input checked="" type="checkbox"/> ARE	<input type="checkbox"/> ARE NOT ATTACHED
27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4. FAR 52.212-5 IS ATTACHED. ADDENDA	<input checked="" type="checkbox"/> ARE	<input type="checkbox"/> ARE NOT ATTACHED

28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN 4 COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED	29. AWARD OF CONTRACT: REF. _____ OFFER DATED _____ YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS:
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30a. SIGNATURE OF OFFEROR/CONTRACTOR	31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER)
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30b. NAME AND TITLE OF SIGNER (Type or print)	30c. DATE SIGNED	31b. NAME OF CONTRACTING OFFICER (Type or print)	31c. DATE SIGNED SEP 22, 2008
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19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT

32a. QUANTITY IN COLUMN 21 HAS BEEN

RECEIVED     INSPECTED     ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED: \_\_\_\_\_

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32c. DATE	32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE
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32e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE
	32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE

33. SHIP NUMBER <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	34. VOUCHER NUMBER	35. AMOUNT VERIFIED CORRECT FOR	36. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	37. CHECK NUMBER
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38. S/R ACCOUNT NO.	39. S/R VOUCHER NUMBER	40. PAID BY
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41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT	42a. RECEIVED BY ( <i>Print</i> )
41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER	41c. DATE
	42b. RECEIVED AT ( <i>Location</i> )
	42c. DATE REC'D ( <i>YY/MM/DD</i> )
	42d. TOTAL CONTAINERS

**SCHEDULE Continued**

ITEM NO.	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE \$	AMOUNT \$
0001	<p>(b)(3):10 USC 424;(b)(6)</p> <p>Bigelow Aerospace Advanced Space Studies, Inc (BAASS) proposal dated 9/3/2008 is incorporated by reference.</p> <p>Contract Type: Firm Fixed Price</p> <p>Base Year: 22 September 2008 - 29 September 2009</p> <p>Monthly Status Reports</p> <p>(b)(4)</p> <p>Accounting and Appropriation Data: ACRN: AA 9780100.4400 1082A9 25201 S49205 1SG2 B5P196G1 1106 610000</p>		LO		
0002	<p>Project Management Plan for Tasks 3.a.1 - 3.a.12</p> <p>(b)(4)</p> <p>Accounting and Appropriation Data: ACRN: AA 9780100.4400 1082A9 25201 S49205 1SG2 B5P196G1 1106 610000</p>		LO		
0003	<p>Research Report for Tasks 3.a.1. - 3.a.12</p> <p>(b)(4)</p> <p>Accounting and Appropriation Data: ACRN: AA 9780100.4400 1082A9 25201 S49205 1SG2 B5P196G1 1106 610000</p>		LO		
0004	<p>(b)(4)</p> <p>Comprehensive Integrated Threat Assessment</p> <p>Accounting and Appropriation Data: ACRN: AA 9780100.4400 1082A9 25201 S49205 1SG2 B5P196G1 1106 610000</p>		LO		
0005	<p>Travel</p> <p>Accounting and Appropriation Data: ACRN: AA 9780100.4400 1082A9 25201 S49205 1SG2 B5P196G1 1106 610000</p>		LO		
0006	<p>Other Direct Costs</p> <p>Accounting and Appropriation Data: ACRN: AA 9780100.4400 1082A9 25201 S49205 1SG2 B5P196G1 1106 610000</p>		LO		
1001	<p>Option Year: 22 September 2009 - 29 September 2010</p> <p>Monthly Status Reports</p> <p>(b)(4)</p>		LO		OPT

**SCHEDULE Continued**

ITEM NO.	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE \$	AMOUNT \$
1002	Project Management Plan for Tasks 3.a.1 - 3.a.12 (b)(4)		LO		OPT
1003	Research Report for Tasks 3.a.1. - 3.a.12 (b)(4)		LO	(b)(4)	OPT
1004	Comprehensive Integrated Threat Assessment		LO		OPT
1005	Travel		LO		OPT
1006	Other Direct Costs		LO		OPT