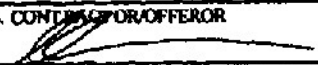
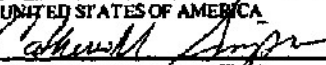


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE J	PAGE OF PAGES 1 7
2. AMENDMENT/MODIFICATION NO. 04	3. EFFECTIVE DATE 02-Nov-2007	4. REQUISITION/PURCHASE REQ. NO. SEE SCHEDULE		5. PROJECT NO. (if applicable)	
6. ISSUED BY UT/TRANS COM COMMAND ACQUISITION 808 SCOTT DR SCOTT AFB IL 62225-1300		7. ADMINISTERED BY (Mother Item Issue) See Item 6	CODE		
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) MEMO WORLDWIDE GOVERNMENT SERVICES LLC JOSEPH M. DASHNER 2800 CAMPUS DR, SUITE 200 SAN MATEO CA 94403-2012				9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				X 10A. MOD. OF CONTRACT/ORDER NO. HFC/11-07-D-0032-0001	
				X 10B. DATED (SEE ITEM 13) 17-Aug-2007	
CODE 43WAG		FACILITY CODE			
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 is extended, <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 this 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 such 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 data, 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 52.233-3 All 1, Protest After Award					
D. OTHER (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> 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: iclanb05155 The purpose of this modification to the task order is to cancel the stop work order that was issued on 30 Aug 07 as a result of the protest (GAO File B-268651) being withdrawn and closed by the Government Accountability Office on 30 Oct 07. The end of the period of performance is extended from 16 Aug 06 to 15 Oct 06. Funding (Fiscal Year 2008) is added to the task order to cover the Management Services (CLIN 0001) and Award Fee (CLIN 0003) that will be performed during the revised period of performance. The value of this task order is increased from \$1,100,465.00 to \$14,845,202.00 total. Refer to the Summary of Changes on the following pages for specific details. All other terms and conditions of this task order remain the same. Upon payment for services performed during the 2 week period of 17 Aug 07 and 30 Aug 07, the unit of issue in this task order will revert back to "month" in order to reflect the unit of issue as specified in the basic contract.					
Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as hereinafter changed, remain unchanged and in full force and effect.					
15A. NAME AND TITLE OF SIGNER (Type or print) Keith A. Dyer, Vice President			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) TEL: BMAR:		
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)		15C. DATE SIGNED 1 Nov, 2007		16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	
				16C. DATE SIGNED 2 NOV 07	

EXCEPTION TO SF 30
APPROVED BY CIRM 11.24

30-105-04

STANDARD FORM 30 (Rev. 10-83)
Prescribed by GSA

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION A - SOLICITATION/CONTRACT FORM

The total cost of this contract was increased by \$13,535,717.00 from \$1,109,485.00 to \$14,645,202.00.

SECTION B - SUPPLIES OR SERVICES AND PRICES

CLIN 0001

The CLIN extended description has changed from Transportation coordination services IAW Part I, Section C, Performance Work Statement (PWS), paragraphs 1.0 through 5.0 and 7.0, excluding 1.1.2.1.1. The fixed unit price is based on a historical range of transactions per month as defined in Section G-6. The Contractor shall perform all transportation coordination services to include surge requirements IAW Section C, PWS paragraph 1.4.5.27, unless otherwise specified IAW Section G-9, Management Services--Surge, covered under CLIN 0004. Long-term workload reductions under this CLIN will be handled IAW Section G-6 and Section I, FAR 52.243-1, Changes--Fixed Price Alternate I. The period of performance is 17 Aug 07 - 16 Aug 08. to Transportation coordination services IAW Part I, Section C, Performance Work Statement (PWS), paragraphs 1.0 through 5.0 and 7.0, excluding 1.1.2.1.1. The fixed unit price is based on a historical range of transactions per month as defined in Section G-6. The Contractor shall perform all transportation coordination services to include surge requirements IAW Section C, PWS paragraph 1.4.5.27, unless otherwise specified IAW Section G-9, Management Services--Surge, covered under CLIN 0004. Long-term workload reductions under this CLIN will be handled IAW Section G-6 and Section I, FAR 52.243-1, Changes--Fixed Price Alternate I. The period of performance is 17 Aug 07 - 16 Oct 08..

The pricing detail quantity has increased by 44.00 from 4.00 to 48.00.

The total cost of this line item has increased by \$12,204,335.00 from \$1,109,485.00 to \$13,313,820.00.

SUBCLIN 000101

The CLIN extended description has changed from The purpose of this SLIN is to add the funding and accounting line information for CLIN 0001 Management Services - Base Year 1. The period of performance is 17 Aug 07 - 16 Aug 08. to The purpose of this SLIN is to add the funding and accounting line information for CLIN 0001 Management Services - Base Year 1. The period of performance is 17 Aug 07 - 30 Aug 07..

The unit of issue has changed from Months to Week.

The MILSTRIP F3ST957221A001 has been deleted.

CLIN 0003

The CLIN extended description has changed from The contractor shall invoice for the amount of award fee earned. The amount of award fee earned out of the award fee pool will be unilaterally determined by the Government Award Fee Determining Official (FDO) at the end of the award fee period IAW the Award Fee Plan, Part III, Section J, Attachment 2, Section G-8, and Section H-6. The available award fee pool will be obligated under separate task order. Award fee will be assessed semiannually and a modification issued by the Contracting Officer against the task order authorizing payment for the amount of award fee earned. Unearned award fee will be deobligated by the Contracting Officer. The period of performance is 17 Aug 07 - 16 Aug 08. to The contractor shall invoice for the amount of award fee earned. The amount of award fee earned out of the award fee pool will be unilaterally determined by the Government Award Fee Determining Official (FDO) at the end of the award fee period IAW the Award Fee Plan, Part III, Section J, Attachment 2, Section G-8, and Section H-6. The available

award fee pool will be obligated under separate task order. Award fee will be assessed semiannually and a modification issued by the Contracting Officer against the task order authorizing payment for the amount of award fee earned. Unearned award fee will be deobligated by the Contracting Officer. The period of performance is 17 Aug 07 - 16 Oct 08..

The pricing detail quantity has increased by 2.00 from 0.00 to 2.00.

The total cost of this line item has increased by \$1,331,382.00 from \$0.00 to \$1,331,382.00.

SUBCLIN 000301

The CLIN extended description has changed from The purpose of this SLIN is to add funding and accounting line information for CLIN 0003 Award Fee - Base Year 1. The period of performance is 17 Aug 07 - 16 Aug 08. to The purpose of this SLIN is to add funding and accounting line information for CLIN 0003 Award Fee - Base Year 1. The period of performance is 17 Aug 07 - 30 Aug 07..

The MILSTRIP F3ST957221A001 has been deleted.

SUBCLIN 000102 is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
000102	Funding Management Services - Base Yr 1 FFP The purpose of this SLIN is to add the Fiscal Year 2008 funding and accounting line information for CLIN 0001 Management Services - Base Year 1. The period of performance is 1 Oct 07 - 16 Oct 08. FOB: Destination PURCHASE REQUEST NUMBER: F3ST907303A001 SIGNAL CODE: A		Week	\$0.00	
				NET AMT	\$0.00
	ACRN AB CIN: F3ST907303A0010000AA				\$12,759,077.50

SUBCLIN 000302 is added as follows:

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
000302	Award Fee - Base Yr 1 FFP The purpose of this SLIN is to add Fiscal Year 2008 funding and accounting line information for CLIN 0003 Award Fee - Base Year 1. The period of performance is 1 Oct 07 - 16 Oct 08. FOB: Destination PURCHASE REQUEST NUMBER: F3ST907303A001 SIGNAL CODE: A		Lot	\$0.00	
NET AMT					\$0.00
ACRN AB CIN: F3ST907303A0010000AA					\$1,331,382.00

SECTION E - INSPECTION AND ACCEPTANCE

The following Acceptance/Inspection Schedule was added for SUBCLIN 000102:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
Destination	Government	Destination	Government

The following Acceptance/Inspection Schedule was added for SUBCLIN 000302:

INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
Destination	Government	Destination	Government

SECTION F - DELIVERIES OR PERFORMANCE

The following Delivery Schedule item for CLIN 0001 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 16-AUG-2008	N/A	PROVIDED ON INDIV ORDERS NO CONTACT IDENTIFIED SEE SPECIFIC TASK ORDERS SCOTT AFB IL 62225 FOB: Destination	PROVID

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
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POP 17-AUG-2007 TO 16-OCT-2008	N/A	PROVIDED ON INDIV ORDERS NO CONTACT IDENTIFIED SEE SPECIFIC TASK ORDERS SCOTT AFB IL 62225 FOB: Destination	PROVID
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The following Delivery Schedule item for SUBCLIN 000101 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 16-AUG-2008	N/A	N/A FOB: Destination	

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 30-AUG-2007	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to SUBCLIN 000102:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-OCT-2007 TO 16-OCT-2008	N/A	N/A FOB: Destination	

The following Delivery Schedule item for CLIN 0003 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 16-AUG-2008	N/A	PROVIDED ON INDIV ORDERS NO CONTACT IDENTIFIED SEE SPECIFIC TASK ORDERS SCOTT AFB IL 62225 FOB: Destination	PROVID

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 16-OCT-2008	N/A	PROVIDED ON INDIV ORDERS NO CONTACT IDENTIFIED SEE SPECIFIC TASK ORDERS SCOTT AFB IL 62225 FOB: Destination	PROVID

The following Delivery Schedule item for SUBCLIN 000301 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 16-AUG-2008	N/A	N/A FOB: Destination	

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 17-AUG-2007 TO 30-AUG-2007	N/A	N/A FOB: Destination	

The following Delivery Schedule item has been added to SUBCLIN 000302:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-OCT-2007 TO 16-OCT-2008	N/A	N/A FOB: Destination	

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 \$13,535,717.00 from \$1,109,485.00 to \$14,645,202.00.

SUBCLIN 000101:

AA: 97X4930.FD50 6F7 70AB 124000 G02X05 59290 000000 667100 F67100 ESP:PD (CIN F3ST957221A001000101) was decreased by \$554,742.50 from \$1,109,485.00 to \$554,742.50

SUBCLIN 000102:

Funding on SUBCLIN 000102 is initiated as follows:

ACRN: AB

CIN: F3ST907303A0010000AA

Acctng Data: 97X4930.FD50 6F8 70AB 124000 G02X05 59290 000000 667100 F67100 ESP:PD

Increase: \$12,759,077.50

Total: \$12,759,077.50

SUBCLIN 000302:

Funding on SUBCLIN 000302 is initiated as follows:

ACRN: AB

CIN: F3ST907303A0010000AA

Acctng Data: 97X4930.FD50 6F8 70AB 124000 G02X05 59290 000000 667100 F67100 ESP:PD

Increase: \$1,331,382.00

Total: \$1,331,382.00

(End of Summary of Changes)