

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			BPA NO.	1. CONTRACT ID CODE	PAGE 1 OF 2
2. AMENDMENT/MODIFICATION NO. M003	3. EFFECTIVE DATE 03-16-2012	4. REQUISITION/PURCHASE REQ. NO. R3-12-005 1/18/12		5. PROJECT NO. (If applicable)	
6. ISSUED BY U.S. Nuclear Regulatory Commission Div. of Contracts Attn: Wanda M Brown Mail Stop T-7-I-2 Washington, DC 20555	CODE 3100	7. ADMINISTERED BY (If other than Item 6) U.S. Nuclear Regulatory Commission Div. of Contracts Mail Stop T-7-I-2 Washington, DC 20555		CODE 3100	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) LEVEL 3 COMMUNICATIONS, LLC 1025 ELDORADO BLVD BROOMFIELD CO 800218254 CODE 073090917 FACILITY CODE			(X)	9A. AMENDMENT OF SOLICITATION NO.	
				9B. DATED (SEE ITEM 11)	
				10A. MODIFICATION OF CONTRACT/ORDER NO. NRC-30-10-002	
			X	10B. DATED (SEE ITEM 13) 03-16-2010	

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 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) 2012-93-51-J-144 J9328 2360 31x0200
 FFS# RQ-121058 Obligate \$30,000.00
 NAICS 517911 PSC D313

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(X)	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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) 52.217-9 Option to Extend the Term of the Contract

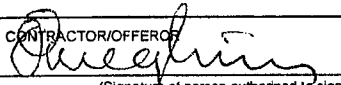
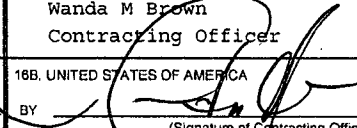
E. IMPORTANT: Contractor is not, is required to sign this document and return ¹ _____ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
 The purpose of this modification is (1) exercise option year 2,3 and 4, (2) provide funding in the amount of \$30,000.00

*See page 2 for modification details

 Current Ceiling \$89,875.20 (changed)
 Total Obligations \$89,875.20 (changed)
 Period of Performance: 3/16/2010-3/15/2015 (changed)

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) Dwight Steiner, VP Managing Corporate Counsel		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Wanda M Brown Contracting Officer	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 2/21/2012	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	16C. DATE SIGNED 2-25-12

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The purpose of this modification is to (1) exercise the second, third and fourth option years in accordance with FAR clause 52-217-19, entitled "Option to Extend the Term of the Contract, thereby extending the contract period of performance through March 16, 2015 and (2) provide funding in the amount of **\$30,000.00** thereby increasing the obligation amount from \$64,908.80 to **\$94,908.80**, and (3) increase the ceiling by \$89,826.00 from \$22,908 to **\$112,784.00**

Accordingly, the following section paragraph 1 is hereby revised to read as follows .

B.5 CONSIDERATION AND OBLIGATION—DELIVERY ORDERS (JUNE 1988)

"a" The total estimated amount of contract (ceiling) for the products/services ordered, delivered, and accepted under this contract is **\$112,784.00**

"b" the amount presently obligated with respect to this contract is **\$94,908.80**.

Accordingly, the following section paragraph 1 is hereby revised to read as follows:

B.6 DURATION OF CONTRACT PERIOD (MAR 1987) ALTERNATE 4 (JUNE 1988)

The ordering period for this contract shall commence on March 17, 2010 and will expire on **March 16, 2015**

Option 2 – From March 17, 2012 to March 16, 2013 is hereby exercised.

Option 3 – From March 17, 2013 to March 16, 2014 is hereby exercised.

Option 4 – From March 17, 2014 to March 16, 2015 is hereby exercised

Accordingly, the following section of the contract is hereby modified:

C.5 52.217-9 OPTION TO EXTEND THE TERM OF THE CONTRACT (MAR 2000)

(a) The Government may extend the term of this contract by written notice to the Contractor within 60 days; provided that the Government gives the Contractor a preliminary written notice of its intent to extend at least 30 days before the contract expires. The preliminary notice does not commit the Government to an extension.

(b) If the Government exercises this option, the extended contract shall be considered to include this option clause.

(c) The total duration of this contract, including the exercise of any options under this clause, shall not exceed **March 16, 2015**.

C.6 52.232-19 AVAILABILITY OF FUNDS FOR THE NEXT FISCAL YEAR (APR 1984)

Funds are not presently available for performance under this contract beyond **3/16/15**. The Government's obligation for performance of this contract beyond that date 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 for performance under this contract beyond **3/16/15**, until funds are made available to the Contracting Officer for performance and until the Contractor receives notice of availability, to be confirmed in writing by the Contracting Officer.

A summary of obligations under this task order, from date of award through this modification, is given below:

Total FY 10 obligations	\$22,908.80
Total FY 11 obligations	\$42,000.00
Total FY 12 obligations	<u>\$30,000.00</u>
 Total obligated amount	 \$94,908.80

This modification does obligate funds in the amount of **\$30,000.00**; all other terms and conditions shall remain unchanged.