

2. Amendment/Modification No. 03	3. Effective Date 2003DEC09	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM-ROCK ISLAND AMSTA-LC-CSC-C ANN HAMERLINCK (309)782-3946 ROCK ISLAND IL 61299-7630  EMAIL: HAMERLINCKA@RIA.ARMY.MIL	Code	W52H09	7. Administered By (If other than Item 6) DCMA DALLAS 1200 MAIN STREET DALLAS TX 75202-4399	Code	S4402A
			SCD B	PAS NONE	ADP PT HQ0339

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code)  LITTON SYSTEMS INC. ELECTRO-OPTICAL SYSTEMS DIV 12024 FORESTGATE DRIVE DALLAS, TX. 75243-5411  TYPE BUSINESS: Large Business Performing in U.S.	<input type="checkbox"/>	9A. Amendment Of Solicitation No.
	<input type="checkbox"/>	9B. Dated (See Item 11)
	<input checked="" type="checkbox"/>	10A. Modification Of Contract/Order No. DAAE20-02-D-0007/0012
	<input type="checkbox"/>	10B. Dated (See Item 13) 2003SEP26
Code 27777	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 8 and 15, and returning \_\_\_\_\_ copies of the amendments; (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)  
NO CHANGE TO OBLIGATION DATA

**13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS**

KIND MOD CODE: B

It Modifies The Contract/Order No. As Described In Item 14.

<input type="checkbox"/>	A. This Change Order is Issued Pursuant To: The Contract/Order No. In Item 10A.	The Changes Set Forth In Item 14 Are Made In
<input checked="" type="checkbox"/>	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).	
<input type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:	
<input type="checkbox"/>	D. Other (Specify type of modification and authority)	

E. IMPORTANT: Contractor  is not,  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.)  
  
SEE SECOND PAGE FOR DESCRIPTION

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) JERRY L YOWELL YOWELLJ@RIA.ARMY.MIL (309)782-6736		
15B. Contractor/Offeror  (Signature of person authorized to sign)	15C. Date Signed	16B. United States Of America  By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed  2003DEC09

**CONTINUATION SHEET****Reference No. of Document Being Continued****Page 2 of 4**

PIIN/SIIN DAAE20-02-D-0007/0012

MOD/AMD 03

**Name of Offeror or Contractor:** LITTON SYSTEMS INC.

## SECTION A - SUPPLEMENTAL INFORMATION

THE PURPOSE OF THIS MODIFICATION IS TO CHANGE THE DELIVERY DATE AS FOLLOWS:

FROM:

500 30 JUN 2004  
500 30 JUL 2004  
500 30 AUG 2004  
500 30 SEP 2004  
272 30 OCT 2004  
14 30 OCT 2004  
186 31 OCT 2004  
28 30 OCT 2004  
2 29 NOV 2004  
186 30 NOV 2004

TO:

1880 30 APR 2004  
808 30 MAY 2004

THE DELIVERY CHANGES ARE AT NOT COST TO THE GOVERNMENT.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

\*\*\* END OF NARRATIVE A 006 \*\*\*

CONTINUATION SHEET

Reference No. of Document Being Continued  
 PIIN/SIIN DAAE20-02-D-0007/0012 MOD/AMD 03

Name of Offeror or Contractor: LITTON SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT																																																																																																												
0002AB	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>PRODUCTION QUANTITY WITHOUT FIRST ARTICLE/OV</u></p> <p>NOUN: M24 MINI BINOCULARS                      PRON: W13A0C54M1 PRON AMD: 03 ACRN: AA                      AMS CD: 31303334                      CUSTOMER ORDER NO: MIPR3M1BRHBINO</p> <p><u>Packaging and Marking</u></p> <p><u>Inspection and Acceptance</u>                      INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u></p> <p>DOC SUPPL</p> <table border="0"> <tr> <td><u>REL CD</u></td> <td><u>MILSTRIP</u></td> <td><u>ADDR</u></td> <td><u>SIG CD</u></td> <td><u>MARK FOR</u></td> <td><u>TP CD</u></td> </tr> <tr> <td>001</td> <td>W52H093265T968</td> <td>W31G1Z</td> <td>J</td> <td></td> <td>2</td> </tr> <tr> <td></td> <td><u>PROJ CD</u></td> <td><u>BRK BLK PT</u></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td colspan="5">RFI</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DEL DATE</u></td> <td></td> <td></td> <td></td> </tr> <tr> <td>001</td> <td>1,880</td> <td>30-APR-2004</td> <td></td> <td></td> <td></td> </tr> <tr> <td>002</td> <td>392</td> <td>30-MAY-2004</td> <td></td> <td></td> <td></td> </tr> <tr> <td>003</td> <td colspan="5">DELETED</td> </tr> <tr> <td>004</td> <td colspan="5">DELETED</td> </tr> <tr> <td>005</td> <td colspan="5">DELETED</td> </tr> <tr> <td>006</td> <td colspan="5">DELETED</td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u>                      (W31G1Z) XR W0L7 ANNISTON MUNITIONS CENTER                      TRANS OFFICER 256 235 6837 CL V                      7 FRANKFORD AVE BLDG 380                      ANNISTON AL 36201-4199</p> <p><u>CONTRACT/DELIVERY ORDER NUMBER</u>                      DAAE20-02-D-0007/0012</p> <p>DOC SUPPL</p> <table border="0"> <tr> <td><u>REL CD</u></td> <td><u>MILSTRIP</u></td> <td><u>ADDR</u></td> <td><u>SIG CD</u></td> <td><u>MARK FOR</u></td> <td><u>TP CD</u></td> </tr> <tr> <td>002</td> <td>W52H093278T968</td> <td>W81DJM</td> <td>J</td> <td></td> <td>2</td> </tr> <tr> <td></td> <td><u>PROJ CD</u></td> <td><u>BRK BLK PT</u></td> <td></td> <td></td> <td></td> </tr> <tr> <td></td> <td colspan="5">9GF</td> </tr> <tr> <td><u>DEL REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DEL DATE</u></td> <td></td> <td></td> <td></td> </tr> <tr> <td>001</td> <td>200</td> <td>30-MAY-2004</td> <td></td> <td></td> <td></td> </tr> <tr> <td>002</td> <td colspan="5">DELETED</td> </tr> </table> <p>FOB POINT: Origin</p> <p>SHIP TO: <u>PARCEL POST ADDRESS</u>                      (W81DJM) XU W4UJ USAG ALASKA                      SAT STOR SSA SUP DIV DOL BLDG 804</p>	<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	001	W52H093265T968	W31G1Z	J		2		<u>PROJ CD</u>	<u>BRK BLK PT</u>					RFI					<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	1,880	30-APR-2004				002	392	30-MAY-2004				003	DELETED					004	DELETED					005	DELETED					006	DELETED					<u>REL CD</u>	<u>MILSTRIP</u>	<u>ADDR</u>	<u>SIG CD</u>	<u>MARK FOR</u>	<u>TP CD</u>	002	W52H093278T968	W81DJM	J		2		<u>PROJ CD</u>	<u>BRK BLK PT</u>					9GF					<u>DEL REL CD</u>	<u>QUANTITY</u>	<u>DEL DATE</u>				001	200	30-MAY-2004				002	DELETED					2688	EA	\$ ** N/A **	\$ 833,280.00
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Reference No. of Document Being Continued  
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Name of Offeror or Contractor: LITTON SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
	600 RICHARDSON DRIVE TPF FT RICHARDSON AK 99505-7000  <u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE20-02-D-0007/0012  DOC SUPPL <u>REL CD MILSTRIP ADDR SIG CD MARK FOR TP CD</u> 003 W52H093279T970 W36R4X J 2 <u>PROJ CD BRK BLK PT</u> RFI <u>DEL REL CD QUANTITY DEL DATE</u> 001 216 30-MAY-2004  002 DELETED 003 DELETED  FOB POINT: Origin  SHIP TO: <u>PARCEL POST ADDRESS</u> (W36R4X) XU TRANS OFFICER CENTRAL RECEIVING POINT BLDG J2050 COOK ST FT BRAGG NC 28310-5000  <u>CONTRACT/DELIVERY ORDER NUMBER</u> DAAE20-02-D-0007/0012				