

2. Amendment/Modification No. 03	3. Effective Date 2004JUN21	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM-ROCK ISLAND AMSTA-AQ-ARCC-B RICHARD PERMANTIER (309)782-3430 ROCK ISLAND IL 61299-7630 EMAIL: PERMANTIER@RIA.ARMY.MIL	Code W52H09	7. Administered By (If other than Item 6) DCMA DETROIT US ARMY TANK & AUTOMOTIVE COMMAND (TACOM) ATTN: DCMAE-GJD WARREN MI 48397-5000	Code S2305A
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SCD C PAS NONE ADP PT SC1012

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) GENERAL DYNAMICS LAND SYSTEMS INC. 38500 MOUND ROAD STERLING HEIGHTS, MI. 48310-3260 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-G-0008/0003
	<input type="checkbox"/>	10B. Dated (See Item 13) 2004FEB06

Code 7W356 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)
SEE SECTION G

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

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) MARGARET C TUFTEE TUFTEEM@RIA.ARMY.MIL (309)782-7163		
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 2004JUN21

CONTINUATION SHEET**Reference No. of Document Being Continued**

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PIIN/SIIN DAAE20-02-G-0008/0003

MOD/AMD 03

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION A - SUPPLEMENTAL INFORMATION

1. THE PURPOSE OF THIS MODIFICATION 03 IS TO:

(A). DEFINITIZE LETTER MODIFICATION 02, DATED 9 MAR 04, WHICH IS INCORPORATED INTO THIS MODIFICATION AS ATTACHMENT 004. THERE IS NO FORMAL MODIFICATION 02. THE SYSTEM INADVERTANTLY CANCELLED MODIFICATION 02 AND WILL NOT BE USED.

(B). APPLY THE REOPENER CLAUSE INCORPORATED PER BASIC DELIVERY ORDER 0003. IN ACCORDANCE WITH THE FORWARD PRICING RATE RECOMMENDATIONS (FPRR) EFFECTIVE AS OF 12 FEB 04, THE RATES AFFECTING LABOR, INDIRECT COSTS, AND COST OF MONEY ARE REVISED DOWNWARD. BASED ON THE INCORPORATION OF THESE FPRR RATES, THE TOTAL 2004 ARMY FOX CONTRACT AMOUNT IS DECREASED BY \$77,092.00, FROM \$27,875,280.00 TO \$27,798,188.00. THE TOTAL ARMY 04 INCREMENTAL FUNDING THROUGH LETTER MODIFICATION 02 IS \$18,800,000.00. THE RESULTING BALANCE IS \$8,998,188.00.

SUMMARY:

	REVISED TOTAL (REOPENER)	BASIC DO 0003 (CLIN 0001AA)	LETTER MOD 02 (CLIN 0001AB)	TOTAL INCR FUND THRU LTR MOD 02	BALANCE ARMY
ESTIMATED COST:	25,477,994.00	2,107,064.00	15,115,895.00	17,222,959.00	8,255,035.00
FIXED FEE:	2,229,324.00	184,368.00	1,322,640.00	1,507,008.00	722,316.00
COST OF MONEY:	90,870.00	8,568.00	61,465.00	70,033.00	20,837.00
TOTAL:	27,798,188.00	2,300,000.00	16,500,000.00	18,800,000.00	8,998,188.00

(C). ADD ARMY INCREMENTAL FUNDING IN THE AMOUNT OF \$1,331,623.00. CLIN 0001AA IS INCREASED BY \$1,331,623.00 FROM \$2,300,000.00 TO \$3,631,623.00. THE COST BREAKDOWN AND TOTAL ARMY 04 INCREMENTAL FUNDING THROUGH MODIFICATION 03 IS \$20,131,623.00.

SUMMARY:

	ADD INCR FUNDING MOD 03 (CLIN 0001AA)	TOTAL INCR FUND THRU MOD 03	BALANCE ARMY AS OF MOD 03
ESTIMATED COST:	1,220,478.00	18,443,437.00	7,034,557.00
FIXED FEE:	106,792.00	1,613,800.00	615,524.00
COST OF MONEY:	4,353.00	74,386.00	16,484.00
TOTAL:	1,331,623.00	20,131,623.00	7,666,565.00

2. THE REOPENER CLAUSE APPLIES TO THE 2004 MARINE CORP FOX PER MODIFICATION 01; HOWEVER, INCORPORATION OF THE FPRR RATES RESULTED IN AN INCREASE TO THE AFFECTED RATES. SINCE THE AFFECTED RATES ARE SUBJECT TO DOWNWARD ADJUSTMENT ONLY, THE TOTAL AMOUNT OF \$1,592,654.00 FOR THE MARINE CORP REMAINS THE SAME.

3. AS A RESULT OF THIS MODIFICATION, THE REOPENER CLAUSE NO LONGER APPLIES TO FUTURE ARMY OR MARINE CORP ACTIONS UNDER DO 0003.

4. AS A RESULT OF THIS ACTION, THE TOTAL AMOUNT ON DELIVERY ORDER 0003 IS INCREASED BY \$17,831,623.00 FROM \$3,892,654.00 TO \$21,724,277.00.

5. THE TOTAL CONTRACT AMOUNT FOR THE 2004 FOX ARMY AND MARINE CORP IS \$29,390,842.00.

SUMMARY:

	ARMY 2004 TOTAL	MC 2004 TOTAL	ARMY & MC 2004 TOTAL
ESTIMATED COST:	25,477,994.00	1,458,949.00	26,936,943.00
FIXED FEE:	2,229,324.00	127,659.00	2,356,983.00
COST OF MONEY:	90,870.00	6,046.00	96,916.00
TOTAL:	27,798,188.00	1,592,654.00	29,390,842.00

6. ALL OTHER TERMS AND CONDITIONS REMAIN THE SAME.

*** END OF NARRATIVE A 003 ***

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE20-02-G-0008/0003 MOD/AMD 03

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AA	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>NOUN: 9693FOX PRON: 174ABFOX17 PRON AMD: 04 ACRN: AA AMS CD: 11502040000</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL <u>REL CD QUANTITY DATE</u> 001 0 31-JAN-2005</p> <p>\$ 3,631,623.00</p>				\$ 3,631,623.00
0001AB	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: INCREASED FOX CLS COSTS RELAT PRON: W14TA185M1 PRON AMD: 01 ACRN: AC AMS CD: P135197.0000 CUSTOMER ORDER NO: MIPR4EAMSTA185</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL <u>REL CD QUANTITY DATE</u> 001 0 31-JAN-2005</p> <p>\$ 16,500,000.00</p>				\$ 16,500,000.00
0002AA	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: MC, FOX MAINT. FY04 PRON: T14A0AD6SB PRON AMD: 01 ACRN: AB CUSTOMER ORDER NO: M6785404MPJ5711</p> <p><u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL</p>				\$ 1,592,654.00

CONTINUATION SHEET

Reference No. of Document Being Continued
PIIN/SIIN DAAE20-02-G-0008/0003 MOD/AMD 03

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT									
	<table><thead><tr><th data-bbox="272 281 354 302"><u>REL CD</u></th><th data-bbox="461 281 574 302"><u>QUANTITY</u></th><th data-bbox="672 281 737 302"><u>DATE</u></th></tr></thead><tbody><tr><td data-bbox="298 306 331 327">001</td><td data-bbox="493 306 509 327">0</td><td data-bbox="639 306 769 327">31-JAN-2005</td></tr><tr><td data-bbox="418 361 435 382">\$</td><td data-bbox="483 361 623 382">1,592,654.00</td><td></td></tr></tbody></table>	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	31-JAN-2005	\$	1,592,654.00					
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>												
001	0	31-JAN-2005												
\$	1,592,654.00													

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN DAAE20-02-G-0008/0003 **MOD/AMD** 03

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	ACRN	OBLG STAT/ JOB ORD NO		PRIOR AMOUNT		INCREASE/DECREASE AMOUNT		CUMULATIVE AMOUNT
0001AA	174ABFOX17 11502040000	AA	1 4DA112	\$	2,300,000.00	\$	1,331,623.00	\$	3,631,623.00
0001AB	W14TA185M1 P135197.0000 MIPR4EAMSTA185	AC	2	\$	0.00	\$	16,500,000.00	\$	16,500,000.00
					NET CHANGE	\$	17,831,623.00		

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AA	21 42020000045Y5Y12P11502025AB	S19130	W91A2K \$ 1,331,623.00
Army	AC	21 4202000004762084P13519725FB	S09076	W52H09 \$ 16,500,000.00
NET CHANGE				\$ 17,831,623.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 3,892,654.00	\$ 17,831,623.00	\$ 21,724,277.00

CONTINUATION SHEET

Reference No. of Document Being Continued

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MOD/AMD 03

Name of Offeror or Contractor: GENERAL DYNAMICS LAND SYSTEMS INC.

SECTION J - LIST OF ATTACHMENTS

<u>List of</u> <u>Addenda</u>	<u>Title</u>	<u>Date</u>	<u>Number</u> <u>of Pages</u>	<u>Transmitted By</u>
Attachment 004	LETTER MODIFICATION 02	09-MAR-2004	001	