

2. Amendment/Modification No. 28	3. Effective Date 2002SEP30	4. Requisition/Purchase Req No. SEE SCHEDULE	5. Project No. (If applicable)
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6. Issued By TACOM-ROCK ISLAND AMSTA-LC-CAC-B ROCK WOODSTOCK (309)782-7237 ROCK ISLAND IL 61299-7630 EMAIL: WOODSTOCKR@RIA.ARMY.MIL	Code W52H09	7. Administered By (If other than Item 6) DCMA BIRMINGHAM BURGER PHILLIPS CENTER 1910 3RD AVE NORTH ROOM 201 BIRMINGHAM AL 35203-2376	Code S0101A
		SCD A PAS NONE ADP PT HQ0338	

8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) PEI ELECTRONICS INC 110 WYNN DRIVE HUNTSVILLE AL 35807-0929 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. DAAE20-98-G-0004/0030
	<input type="checkbox"/>	10B. Dated (See Item 13) 2000SEP25
Code 24290	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

KIND MOD CODE: G

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 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 checked="" type="checkbox"/>	C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of: far 43 103(a)	
<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) MAJ ERNEST DIXON DIXONE@RIA.ARMY.MIL (309)782-6759		
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 2002SEP30

Name of Offeror or Contractor: PEI ELECTRONICS INC

SECTION A - SUPPLEMENTAL INFORMATION

1. This modification increases funding available under CLINs 0006AN and 0017AE to the funding limits stipulated in Modification #23 of this delivery order in recognition of a determination by the Contracting Officer that PEI Electronics Inc Request for Equitable Adjustment (REA) PEI 283-02, 15 August 2002 is sufficient basis for reimbursement for costs incurred at Government direction.

CLIN 0006AN \$68,750 implies a balance adjustment of \$70,797 to fund the approved REA (total \$139,547.00).

CLIN 0017AE \$134,546.93 implies a balance adjustment of \$141,478.07 to fund the approved REA (total \$276,025).

The balance adjustment for CLIN 0006AN will be drawn from CLIN 0006AM (BRADS Legacy / BID), reducing available funds from \$1,631,250.00 to \$1,560,453.00. Both CLINs are funded through PRON# W126F93872.

The balance adjustment for CLIN 0017AE will be drawn from CLIN 0017AD (PEI CM/ED), reducing available funds from \$2,392,553.07 to \$2,251,075.00. Both CLINs are funded through PRON# W126F93972.

This modification constitutes a full release and accord and satisfaction of any and all claims, demands or causes of action that the contractor may have against the Government to date, arising out of or related to the REA (PEI 283-02), specifically including any claims for delay or additional cost for delayed performance.

This modification action constitutes full and complete compensation for the efforts specified in the subject CLINs. The total value (including all costs incurred to date) for each of the subject CLINs is as follows:

CLINs funding the REA specified activity:

CLIN	NOMENCLATURE	COST	COM	FEE	CLIN TOTAL
0006AN	BRADS BRIDGE FUNDING	\$ 127,727.00	\$ 447.00	\$ 11,373.00	\$ 139,547.00
0017AE	CM/ED BRIDGE FUNDING	\$ 252,646.00	\$ 883.00	\$ 22,496.00	\$ 276,025.00

CLINs decremented to support REA balance adjustment previously specified:

CLIN	NOMENCLATURE	COST	COM	FEE	CLIN TOTAL
0006AM	BRADS LEGACY / BID	\$1,428,283.00	\$4,993.00	\$ 127,177.00	\$1,560,453.00
0017AD	PEI CM/ED	\$2,060,409.00	\$7,203.00	\$ 183,463.00	\$2,251,075.00

2. This modification funds "STS YEAR THREE" CLIN as specified below:

CLIN	NOMENCLATURE	COST	COM	FEE	CLIN TOTAL
0010AC	Loader Verifier	\$ 188,694.00	\$ 618.00	\$ 16,793.00	\$ 206,105.00

3. Based upon the aforementioned actions in this modification, the Delivery Order 0030's value is hereby increased by \$206,105.00, from \$42,564,501.37 to \$42,770,606.37.

4. All other terms and conditions of Delivery Order 0030 of Basic Ordering Agreement DAAE20-98-G-0004 apply to this modification.

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE20-98-G-0004/0030 MOD/AMD 28

Name of Offeror or Contractor: PEI ELECTRONICS INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0006AM	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>NOUN: BRADS LEGACY/BID SECURITY CLASS: Unclassified PRON: W126F93872 PRON AMD: 01 ACRN: BA AMS CD: 538006000000 CUSTOMER ORDER NO: B023AD05D2D2</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 30-SEP-2003</p> <p style="text-align: right;">\$ 1,560,453.00</p>				\$ 1,560,453.00
0006AN	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: BRADS BRIDGE FUNDING SECURITY CLASS: Unclassified PRON: W126F93872 PRON AMD: 01 ACRN: BA AMS CD: 538006000000 CUSTOMER ORDER NO: B023AD05D2D2</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 30-SEP-2003</p> <p style="text-align: right;">\$ 139,547.00</p>				\$ 139,547.00
0010AC	<p><u>SERVICES LINE ITEM</u></p> <p>NOUN: DSESTS SLV STS SECURITY CLASS: Unclassified PRON: 472TSU0247 PRON AMD: 01 ACRN: BC AMS CD: 31206500023</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 30-SEP-2004</p> <p style="text-align: right;">\$ 206,105.00</p>				\$ 206,105.00
0017AD	<p><u>SERVICES LINE ITEM</u></p>				\$ 2,251,075.00

CONTINUATION SHEET

Reference No. of Document Being Continued
 PIIN/SIIN DAAE20-98-G-0004/0030 MOD/AMD 28

Name of Offeror or Contractor: PEI ELECTRONICS INC

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT						
	NOUN: PEI CM/ED SECURITY CLASS: Unclassified PRON: W126F93972 PRON AMD: 01 ACRN: BA AMS CD: 538006000000 CUSTOMER ORDER NO: B023AD05D2D2 <u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin <u>Deliveries or Performance</u> DLVR SCH PERF COMPL <table border="0" data-bbox="267 598 771 651"> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td>0</td> <td>30-SEP-2003</td> </tr> </table> <p style="text-align: right;">\$ 2,251,075.00</p>	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	30-SEP-2003				
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>									
001	0	30-SEP-2003									
0017AE	<u>SERVICES LINE ITEM</u> NOUN: PEI CM/ED BRIDGE FUNDING SECURITY CLASS: Unclassified PRON: W126F93972 PRON AMD: 01 ACRN: BA AMS CD: 538006000000 CUSTOMER ORDER NO: B023AD05D2D2 <u>Inspection and Acceptance</u> INSPECTION: Origin ACCEPTANCE: Origin <u>Deliveries or Performance</u> DLVR SCH PERF COMPL <table border="0" data-bbox="267 1123 771 1176"> <tr> <td><u>REL CD</u></td> <td><u>QUANTITY</u></td> <td><u>DATE</u></td> </tr> <tr> <td>001</td> <td>0</td> <td>30-SEP-2003</td> </tr> </table> <p style="text-align: right;">\$ 276,025.00</p>	<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>	001	0	30-SEP-2003				\$ 276,025.00
<u>REL CD</u>	<u>QUANTITY</u>	<u>DATE</u>									
001	0	30-SEP-2003									

CONTINUATION SHEET

Reference No. of Document Being Continued

PIIN/SIIN DA4E20-98-G-0004/0030 **MOD/AMD** 28

Name of Offeror or Contractor: PEI ELECTRONICS INC

SECTION G - CONTRACT ADMINISTRATION DATA

LINE ITEM	PRON/ AMS_CD	ACRN	OBLG STAT/ JOB ORD_NO	PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
0006AM 538006000000	W126F93872	BA	1	\$ 1,631,250.00	\$ -70,797.00	\$ 1,560,453.00
0006AN 538006000000	W126F93872	BA	1	\$ 68,750.00	\$ 70,797.00	\$ 139,547.00
0010AC 31206500023	472TSU0247	BC	1 2GAAU1	\$ 0.00	\$ 206,105.00	\$ 206,105.00
0017AD 538006000000	W126F93972	BA	1	\$ 2,392,553.07	\$ -141,478.07	\$ 2,251,075.00
0017AE 538006000000	W126F93972	BA	1	\$ 134,546.93	\$ 141,478.07	\$ 276,025.00
				NET CHANGE	\$ 206,105.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	BA	21 22035000026X6X1853800602516	S01021	W31P4Q \$ 0.00
Army	BC	21 22033000025R5R02P31206531E9	S20113	W56HZV \$ 206,105.00
				NET CHANGE \$ 206,105.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 42,564,501.37	\$ 206,105.00	\$ 42,770,606.37