

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE	PAGE OF PAGES 1   3
2. AMENDMENT/MODIFICATION NO. PA07	3. EFFECTIVE DATE SEE BLOCK 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)	
6. ISSUED BY U.S. GENERAL SERVICES ADMINISTRATION ENTERPRISE ACQUISITION DIVISION 333 WEST BROADWAY, SUITE 950 SAN DIEGO, CA 92101-3805	CODE QTACA	7. ADMINISTERED BY (If other than Item 6) CODE		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) THOMAS & HERBERT CONSULTING LLC 1901 NORTH MOORE STREET, SUITE 700 ARLINGTON, VA 22209-1717		<input checked="" 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. GS00Q09BGD0058	
			10B. DATED (SEE ITEM 13) 05/01/2009	
CODE DUNS: 949264550	FACILITY CODE CAGE: 076K2			

**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 your 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)

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

CHECK ONE	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.
<input type="checkbox"/>	
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) Novation Agreement - FAR 42.1204


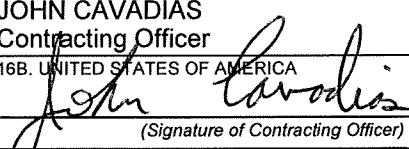
**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return \_\_\_\_\_ copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

a. This modification incorporates the multiple administrative changes outlined on pages 2 and 3 which affects contract GS00Q09BGD0058 resulting from the Novation Agreement contained in attachment 1 of this modification.

See summary of changes on the following pages

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) Rodney Thomas, Chairman & CEO	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) JOHN CAVADIAS Contracting Officer
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
15C. DATE SIGNED 8-2-13	16C. DATE SIGNED 29 July 2013

b. The following changes are accomplished pursuant to the Novation Agreement (see attachment1), between the original contractor, ManTech Enterprise Management Inc (transferor), CAGE 014R1, to Thomas & Herbert Consulting LLC (transferee), CAGE 076K2, and the UNITED STATES GOVERNMENT executed on October 5, 2012 under the authority of FAR 42.12.

(1) This modification changes the contractor name, address and CAGE code as follows:

From: MANTECH ENTERPRISE MANAGEMENT INC 2250 CORPORATE PARK DRIVE HERNDON, VA 20171-2898 DUNS: 783626682 CAGE: 014R1	To: THOMAS & HERBERT CONSULTING LLC 1901 NORTH MOORE STREET, SUITE 700 ARLINGTON, VA 22209-1717 DUNS: 949264550 CAGE: 076K2
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(2) The contractor's mailing address is changed as follows:

From: MANTECH ENTERPRISE MANAGEMENT INC 2250 CORPORATE PARK DRIVE HERNDON, VA 20171-2898	To: THOMAS & HERBERT CONSULTING LLC 1901 NORTH MOORE STREET, SUITE 700 ARLINGTON, VA 22209-1717
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c. This Novation Agreement includes *in part* the following provisions:

(1) Thomas & Herbert Consulting LLC (CAGE 076K2) assumes all obligations and liabilities of the ManTech Enterprise Management Inc (CAGE 014R1) under the contract by virtue of the above transfer, as if Thomas & Herbert Consulting LLC were the original party to the contract.

(2) ManTech Enterprise Management Inc (CAGE 014R1) confirms the transfer to Thomas & Herbert Consulting LLC (CAGE 076K2) and waives any claims or rights against the United States Government that it now has or may have in the future in connection with the contract.

(3) ManTech Enterprise Management Inc (CAGE 014R1) and Thomas & Herbert Consulting LLC (CAGE 076K2) agree that the Government is not obligated to pay or reimburse either of them for, or otherwise give effect to, any costs, taxes, or other expenses, or any related increases, directly or indirectly arising out of or resulting from the transfer of this agreement, other than

those that the Government in the absence of this transfer or agreement would have been obligated to pay or reimburse under the terms of the contract.

(4) No Alliant task orders have been awarded to ManTech Enterprise Management Inc (CAGE 014R1) under Alliant Contract GS00Q09BGD0058.

(5) Except as provided by this contract modification, all funding, contract terms and conditions of the affected contract remain unchanged and in full force and effect.

Attachment 1: Novation Agreement