

2. AMENDMENT/MODIFICATION NO. M038	3. EFFECTIVE DATE 3100	4. REQUISITION/PURCHASE REQ. NO. See below	5. PROJECT NO. (if applicable)
6. ISSUED BY U.S. Nuclear Regulatory Commission Division of Contracts Contract Management Branch No. 1 Mail Stop T-7-I-2 Washington, DC 20555		7. ADMINISTERED BY (if other than item 6) U.S. Nuclear Regulatory Commission Division of Contracts Mail Stop T-7-I-2 Washington, DC 20555	

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) SPS CONSULTING, LLC 7910 WOODMONT AVE STE 1100 BETHESDA MD 208144300	(X)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
		10A. MODIFICATION OF CONTRACT/ORDER NO. NRC-10-04-398
	X	10B. DATED (SEE ITEM 13) 08-01-2004

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)
See below

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

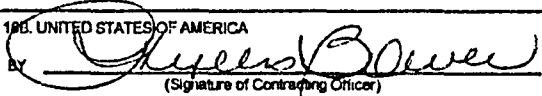
(X)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET 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) Incremental Funding Extension of Performance

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.)
The purpose of this modification is to (1) obligate funds in the amount of \$33,270 for NRR, \$3,503 for OIP.

TOTAL OBLIGATED: \$36,773
 31X0200.57G FFS #: OIP06408 B&R: 57G1511A292 JCN: L2336 BOC: 252A OBLIGATE: \$ 3,503
 31X0200 FSS #: NRR04398(3) B&R: 62015111112 JCN: J3211 BOC: 1180 OBLIGATE: \$33,270

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)	15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Phyllis Bower Contracting Officer
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED
15D. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)	15E. DATE SIGNED 5/3/08

The purpose of this modification is to (1) obligate funds in the amount of \$36,773 for NRR and OIP. Accordingly, the contract is hereby modified as follows:

1. Under Section B.2, CONSIDERATION AND OBLIGATION-DELIVERY ORDERS (JUN 1989), the first sentence of paragraph (a) is revised as follows:

“(a) The amount presently obligated with respect to this contract is \$1,089,222.41.”

All other terms and conditions, including the ceiling amount of \$2,961,395, remain unchanged.

A summary of obligations, from the award date through the date of this modification, are provided below:

FY 04 Obligations:	\$ 79,413.92
FY 05 Obligations:	\$ 326,272.49
FY 05 Deobligations:	(\$ 19,300.00)
FY 06 Obligations:	\$ 702,836.00

Cumulative Obligations: \$1,089,222.40

This modification obligates FY'06 funds in the amount of \$36,773.

BLOCK NO. 12--ACCOUNTING AND APPROPRIATION DATA:

MOD NO.	OFFICE	APPN NO.	B&R NO.	JOB CODE	FFS NO.	OBLIGATED AMOUNT
1	NMSS	31X0200	450-14-203-160	J5518	5004R144	\$5,624
2	ADM	X0200	440-15-511306	B1452		\$3,110
3	ADM	X0200	44015-511306	B1452		\$4,974.72
	CFO	31X0200	47N-15-531-352	M7053	CF004334	\$7,424
	HR	31X0200	4-8415-512310	A8409		\$9,696
	NMSS	31X0200	450-15-203-160	J5518	5004R158	\$21,371.20
4	NSIR	X0200	41115-131398	R1138	NSR-04-558	\$27,214
5	CFO	X0200	57N-15-5H1351	N7204	CFO05303	\$7,900
	OIP	31X0200.57G	57G-15-11A-292	L2336	OIP05300	\$3,600
6	NSIR	31X0200.511	511-15-11C-398	R1138	NSR05142	\$35,004
7	NRR	31X0200.520	520-15-111-112	J3211	NRR0439803	\$30,885
	CFO	31X0200	57N-15-5H1-352	M7053	CFO05309	\$13,500
8	HR	31X0200	5-8415-5C2310	A8409		\$7,930
9	NMSS	31X0200	55015344160	J5518	5005R045	\$11,023
10	SBCR	31X0200	57P-15-5C2-320	N7233	700500034	\$ 3,375
11	NSIR	31X0200.511	511-15-11C-398	R1138	NSR-05-142	\$43,237
12	RES	31X0200.560	56015111197	N6120	RES-C05-363	\$15,000
13	CFO	31X0200	57N-15-531352	M7053	CFO05319	\$15,800
14	CFO	31X0200	57N-15-5H1351	N7204	CFO05303	(\$4,300)
15	NMSS	31X0200	55015344160	J5518	5005R068	\$4,499.20
	NRR	31X0200.520	520-15-111-112	J3211	NRR0439803(2)	\$8,085
16	ADM	X0200	54015-5B2306	B1452		\$12,437
	OIP	31X0200.57G	57G-15-11A292	L2336	OIP05310	\$ 3,850
	CFO	31X0200	57-N-15-5H1352	M073	CFO05335	\$14,600
17	ADM	X0200	540-15-5B2306	B1452		\$1,285.71
	OIP	31X0200.57G	57G-15-11A-292	L2336	OIP05310	\$ 171
	RES	31X0200.560	56015111197	N6120	RES-C05-432	\$5,000

18						\$0.00
19	RES	31X0200.560	56015111197	N6120	RES-C05-450	\$5,000
20	RES	31X0200.560	56015111197	N6120	RES-C05-484	\$15,667.58
21						\$0.00
22	RES	31X0200.560	56015111197	N6120	RES-C05-491	\$15,000
	NSIR	31X0200.511	5111511C160	R1120	11050172	\$18,536
					(ADM-04-398)	
23	NMSS	31X0200	55015344160	J5518	5005R127	\$12,707
	OCFO	X0200	57N155H1351	N7204	CFO05358	\$7,000
24	NRR	31X0200.520	520-15-111-112	J3211	NRR-04-398-03	\$15,180
25	NSIR	31X0200.511	511-15-11C-398	R1138	NSR-05-142	(\$15,000)
	HR	31X0200	6-8415-5C1310	A8409	HR-06-371	\$10,129
	OCFO	X0200	67N-15-5H1351	N7204	CFO-06-301	\$6,500
26						\$0.00
27	RES	31X0200.660	66015111197	N6120	RES-C06-317	\$13,000
	RES	31X0200.660	66015111197	N6120	RES-C06-318	\$29,000
	RES	31X0200.660	66015111197	N6120	RES-C06-319	\$32,000
28	OIP	31X0200.67G	67G1511A202	L2336	OIP06301	\$3,503
29	OIP	31X0200.67G	67G1511A292	L2336	OIP06303	\$2,569
	OCFO	X0200	67N155H1351	N7204	CFO06309	\$6,500
	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$64,000
30	NMSS	31X0200	65015344160	J5518	5006R027	\$15,179
	OIS	31X0200.610	61015501324	J1258	10670567C	\$60,000
31	NSIR	31X0200.611	6111511C398	R1138	NSR-06-145	\$31,975
	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$13,780
	OCFO	X0200	67N-15-5H1352	M7053	CFO06312	\$9,000
	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$10,045
	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$13,545
	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$12,380
	NRR	31X0200.660	62015111112	J3211	NRR0439803	\$935

32	RES	31X0200.660	66015111197	N6120	RES-C06-605	\$19,383
	OCFO	31X0200	67N155H1352	M7053	CFO06325	\$11,000
33	NSIR	31X0200.611	6111511C398	R1138	NSR-06-145	\$123,873
	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$ 50,675
34	NRR	31X0200.620	62015111112	J3211	NRR0439803(2)	\$ 556
	NMSS	31X0200	65015344160	J5518	5006R061	\$10,000
35	NRR	31X0200.620	62015111112	J3211	NRR0439803(2)	\$68,980
	NRR	31X0200.620	62015111112	J3211	NRR0439802(1)	\$27,556
	STP	31X0200	67Q15344160	E7044	STP06300	\$20,000
36	NRR	31X0200.620	62015111112	J3211	NRR04398(2)	\$27,325
37	NRR	31X0200.620	62015111112	J3211	NRR04398(3)	\$35,910
38	NRR	31X0200.620	62015111112	J3211	NRR0439803	\$33,270
	OIP	31X0200.57G	57G1511A292	L2336	OIP06308	\$ 3,503