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| 2. AMENDMENT/MODIFICATION NO. M045 | EFFECTIVE DATE 9-16-2011 | 4. REQUISITION/PURCHASE REQ. NO. Administrative RPPA | 5. PROJECT NO. (If applicable) |
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| 6. ISSUED BY U.S. Nuclear Regulator Commission Div. of Contrats Attn: Mandy Maer, 301492-3537 Mail Stop: TWB01-B10M Washington, DC 20555 | CODE 100 | 7. ADMINISTERED BY (If other than Item 6) U.S. Nuclear Regulatory Commission Div. of Contracts Mail Stop: TWB-01-B10M Washington, DC 20555 | CODE 3100 |
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| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State & ZIP Code) S C & A, INC SANFORD COHEN & ASSOCIATES 1608 SPRING HILL RD STE100 VIENNA VA 22182241 | (X) | 9A. AMENDMENT OF SOLICITATION NO |
| | | 9B. DATED (SEE ITEM 11) |
| | | 10A. MODIFICATION OF CONTRACT/ORDER NO. NRC10-07-399 |
| | | 10B. DATED (SEE ITEM 13) 08-8-2007 |
| CODE | | CILITY CODE |

11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS

The above numbered solicitations 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 the amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment number. 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 FUNDS
DUN: 071167910 NAICS: 541990 PSC: R799

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

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| (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. |
| X | 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 103(b). |
| | C. THIS SUPPLEMENTAL AGREEMENTS ENTERED INTO PURSUANT TO AUTHORITY OF: |
| | 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.

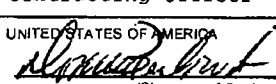
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF action headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to correct a math error in the total amount obligated for FY2010 under Article B.4(b). The amount should read \$82,102.00. The total amount obligated to the contract is revised to read \$2,218,352.00 because of the math error in Article B.4.

The period of performance for the contract is from August 8, 2007 through January 10, 2011 (UNCHANGED)
The total amount obligated to this contract is \$2,218,352.00 (CHANGED)
The current contract ceiling is \$2,218,352.00 (CHANGED)

NRC Project Officer: Keith Azariah-Kribbs 301-492-3678, keith.azariah-kribbs@nrc.gov
Contractor POC: Laurie Loomis 703-893-600 x213, lloomis@scainc.com

Except as provided herein, all terms and conditions of the document referenced Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

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| 15A. NAME AND TITLE OF SIGNER (Type & print) | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type & print) Donna Berkowitz Contracting Officer |
| 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign) | 15C. DATE SIGNED |
| | 16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer) |
| | 16C. DATE SIGNED 9/14/11 |

Article B.4 CONSIDERATION AND OBLIGATION—DELIVERY ORDERS (JUN1988) is revised as follows:

(a) The total estimated amount of this contract (ceiling) for the products/services ordered, delivered, and accepted under this contract is **\$2,218,352.00**. The Contracting Officer may unilaterally increase this amount as necessary for orders to be placed with the contractor during the contract period provided such orders are within any maximum ordering limitation prescribed under this contract.

(b) The amount presently obligated with respect to this contract is **\$2,218,352.00**. The Contracting Officer may issue orders for work up to the amount presently obligated. This obligated amount may be unilaterally increased from time to time by the Contracting Officer by written modification to this contract. The obligated amount shall, at no time exceed the contract ceiling as specified in paragraph (a) above. When and if the amount(s) paid and payable to the Contractor hereunder shall equal the obligated amount, the Contractor shall not be obligated to continue performance of the work unless and until the Contracting Officer shall increase the amount obligated with respect to this contract. Any work undertaken by the Contractor in excess of the obligated amount specified above is done so at the Contractor's sole risk.

A summary of obligations under this contract is provided below:

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| FY2007 | \$ 85,000.00 |
| FY2008 | \$ 537,000.00 |
| FY2009 | \$ 290,000.00 |
| FY2010 | \$ 321,102.00 |
| FY2011 (M034) | \$ 8,000.00 |
| FY2011 (M035) | \$ 85,000.00 |
| FY2011 (M036) | \$ 20,000.00 |
| FY2011 (M037) | \$ 50,000.00 |
| FY2011 (M038) | \$ 60,000.00 |
| FY2011 (M039) | \$ 10,000.00 |
| FY2011 (M040) | \$ 8,250.00 |
| FY2011 (M041) | \$ 130,000.00 |
| FY2011 (M042) | \$ 50,000.00 |
| FY2011 (M043) | \$ 35,000.00 |
| FY2011 (M044) | \$ 29,000.00 |
| | <u>\$ 2,218,352.00</u> |