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| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES |
| | | | 1 3 |
| 2. AMENDMENT/MODIFICATION NO. M0007 | 3. EFFECTIVE DATE 09/23/2016 | 4. REQUISITION/PURCHASE REQ. NO. OCHCO-16-0249 | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY US NRC - HQ ACQUISITION MANAGEMENT DIVISION MAIL STOP 3WFN-05-C64MP WASHINGTON DC 20555-0001 | CODE NRCHQ | 7. ADMINISTERED BY (If other than Item 6) | CODE |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) ADVANCED COMPUTER LEARNING COMPANY LLC ATTN JACK ZEIGLER 208 HAY STREET SUITE 2C FAYETTEVILLE NC 283015534 | | (X) 9A. AMENDMENT OF SOLICITATION NO. | |
| CODE 141415021 FACILITY CODE | | 9B. DATED (SEE ITEM 11) | |
| | | X 10A. MODIFICATION OF CONTRACT/ORDER NO. NRC-HQ-84-14-C-0010 | |
| | | 10B. DATED (SEE ITEM 13) 09/16/2014 | |

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 ACKNOWLEDGEMENT 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) Net Increase: \$949,421.00
See Schedule

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

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| 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. |
| | 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) FAR 43.103(a)(3) MUTUAL AGREEMENT OF THE PARTIES |

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

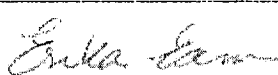
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)
The purpose of this modification is to provide incremental funding in the amount of \$949,421.00, thereby increasing the total obligation from \$1,127,732.99 to \$2,077,153.99.

Obligated Amount: \$2,077,153.99 (Changed)
Ceiling amount: \$4,000,000.00 (Unchanged)
Period of Performance: 09/16/2014 to 09/15/2017 (Unchanged)

LIST OF CHANGES:

Reason for Modification : Funding Only Action
Obligated Amount for this Modification: \$945,000.00
New Total Obligated Amount for this Award: \$2,072,732.99
Continued ...

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

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| 15A. NAME AND TITLE OF SIGNER (Type or print) | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) ERIKA EAM |
| 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign) | 15C. DATE SIGNED 11  |
| | 16C. DATE SIGNED 09/23/2016 |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
NRC-HQ-84-14-C-0010/M0007

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NAME OF OFFEROR OR CONTRACTOR
ADVANCED COMPUTER LEARNING COMPANY LLC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|--|-----------------|-------------|-------------------|---------------|
| | <p>Incremental Funded Amount changed: from \$1,127,732.99 to \$2,072,732.99 CHANGES FOR LINE ITEM NUMBER: 1 Obligated Amount for this modification: \$945,000.00 Incremental Funded Amount changed from \$1,127,732.99 to \$2,072,732.99</p> <p>NEW ACCOUNTING CODE ADDED: Account code: 2016-X0200-FEEBASED-84-84D003-11-N-157-1084-251F BBFY 2016 EBFY Fund X0200 Funds Source FEEBASED YBA Office 84 Division 84D003 Branch Cost Ctr (Job Code) 1084 Major prog/business 11 Product Line N Product 157 BOC 251F REIM Agreement Num REIM Agmt Line Num FAIMIS Template Name 11-N-157-1084 Quantity: 0 Amount: \$945,000.00 Percent: 23.625 Subject To Funding: N Payment Address: Delivery: 15 Days After Award Delivery Location Code: TTC US NRC TECHNICAL TRAINING CENTER OSBORNE OFFICE CENTER 5746 MARLIN ROAD SUITE 200 CHATTANOOGA TN 37411-5677 USA</p> <p>Period of Performance: 09/16/2014 to 09/15/2017</p> | | | | |

Accordingly, the following specific change is to be made to the Contract:

1. Standard Form (SF) 1449, Block 20, SCHEDULE OF SUPPLIES/SERVICES, delete in its entirety and replace with the following:
"The purpose of this award is to provide Instructional Design Support as part of the Agency's Learning Transformation Initiative.

REF#: SBA# 046/14/407420/01

Period of Performance: 9/16/2014 – 9/15/2017
Total Contract Ceiling: NTE \$4,000,000.00
Total Exercised Ceiling: NTE \$4,000,000.00
Total Obligated Amount: \$2,077,153.99"

2. Section B.2 NRCB084 CONSIDERATION AND OBLIGATION -- LABOR-HOUR CONTRACT, delete in its entirety and replace with the following:

- "(a) The ceiling price to the Government for full performance under this contract is: \$4,000,000.00
- (b) The contract includes direct labor hours at specified fixed hourly rates, inclusive of wages, fringe, overhead, general and administrative expenses, and profit.
- (c) It is estimated that the amount currently obligated will cover performance through: \$2,077,153.99.
- (d) This is an incrementally-funded contract and FAR 52.232-22 -- "Limitation of Funds" applies."

All other terms and conditions remain the same.

END OF MODIFICATION, M0007I