AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT	1. CONTRACT ID CODE	PAGE OF PAGES 1 / 7

2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
P00048	SEE BLOCK 16C		

6. ISSUED BY CODE N00039	7. ADMINISTERED BY (If other than Item 6) CODE S2203A
COMMANDER SPACE AND NAVAL WARFARE SYSTEMS COMMAND 4301 PACIFIC HIGHWAY SAN DIEGO, CA 92110-3127 Joel Judy, 02-21M, (619) 524-7179, joel.judy@navy.mil	DCMA Boston GD Government Systems Corporation 77 "A" Street Needham MA 02194-2892

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code)	(✓)	9A. AMENDMENT OF SOLICITATION NO.
General Dynamics Network Systems Inc. 77 "A" Street Needham Heights, MA 02194-2892		9B. DATED (SEE ITEM 11)
		10A. MODIFICATION OF CONTRACT/ORDER NO. N68939-97-D-0041
CODE 2D423 FACILITY CODE	✓	10B. DATED (SEE ITEM 13) 29 July 1997

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)

To Be Specified on the Individual Delivery Orders

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

(✓)	A.	THIS CHANGE ORDER IS ISSUED PURSUANT TO: SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. (Specify authority) THE CHANGES
	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)
X	C.	THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: **MUTUAL AGREEMENT OF THE PARTIES**
	D.	OTHER

E. IMPORTANT: Contractor is not X is required to sign this document and return 1 copies to the issuing office.

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

SEE ATTACHED PAGE

Continued on Page 2

15A. NAME AND TITLE OF SIGNER (Type or print) KL		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print)	
VIVID CONTRACT MGR GD-NS		CARLA J. BROWN	
15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign)	15C. DATE SIGNED 12/16/04	16B. UNITED STATES OF AMERICA (Signature of Contracting Officer)	16C. DATE SIGNED 12/16/04

1. Additional Meridian SL-100 voice products by Nortel are hereby updated as additional CLINs to the ViViD contract. The products to be added and their respective prices are listed below. All pricing Exhibits (B Tables) are replaced in their entirety and are available on the World Wide Web at: (<http://www.it-umbrella.navy.mil>).

CLIN	PART NUMBER	DESCRIPTION	ViViD Price
3806AA	00007287	INITIAL CD-ROM COMPACT DISK HLM-4031-001	$5,532.21
3806AB	00033457	MSL CCS7 SW APPLICATION KIT	$37,085.26
3806AC	00033463	MSL DWS APP KIT (PER DTCI)	$74,170.53
3806AD	00033464	MSL ISDN PRI SW ENABLER	$7,417.78
3806AE	00033467	MSL SCAI SW APPLICATION KIT	$17,307.34
3806AF	00033468	MSL SCAI SW ENABLER	$49.56
3806AG	00033994	MSL ACD SOFTWARE ENABLER (PER AGENT)	$132.96
3806AH	00034082	DSN SS7 SOFTWARE (FEDERAL ONLY)	$58,410.32
3806AJ	00034084	DSN NETWORK MGMT SOFTWARE (FEDERAL ONLY)	$42,030.05
3806AK	00036464	ESMA ENABLER	$19,779.13
3806AL	00040053	DSN CLASS SW ENABLER	$25.38
3806AM	00040055	DSN CLASS	$7,417.78
3806AN	00043354	RTU - PRI ON RSC-S	$65,929.63
3806AO	00044299	MSL CCS7 SW APPLICATION KIT CHANNELIZED	$37,085.26
3806AP	00044690	DSN ENHANCED SIGNALING SW (FEDERAL ONLY)	$98,894.44
3806AQ	00045978	IP TELEPHONY IGW CLIENT ENABLER	$83.40
3806AR	00045979	IP TELEPHONY LINE GATEWAY ENABLER	$19,779.13
3806AS	00046515	MSL15 TO MSL17 SW UPGRADE	$74,170.53
3806AT	00046814	MM OVERVIEW AND MERIDIAN MAIL FEATURE OPS VIDEO	$171.64
3806AU	A0271167	Line Cord 4 Conductor RJ11-RJ11	$14.50
3806AV	A0297963	Relay Rack (23 In. x 7 Ft.)	$1,248.58
3806AW	A0299899	RJ-11 Line Cord Silver Satin (14ft/4.3m) (Std) 2- conductor	$6.04
3806AX	A0344336	DB25 Male Pin Connector (AILU) (M232-422A)	$87.03
3806AY	A0346862	RJ-11 Line Cord Silver Satin (7ft/2.1m) 6- conductor	$6.04
3806AZ	A0346863	RJ-11 Line Cord Silver Satin (14ft/4.3m) 6- conductor	$8.46
3806BA	A0369788	Modem 2x4 Wire Switch Netwk	$1,261.88
3806BB	A0376171	Powell DEC Cable	$45.93
3806BC	A0378652	Null Modem Connector, Female/Male	$25.38
3806BD	A0600711	3270 COMMUNICATION CONTROLLER	$1,730.86
3806BE	A0620530	Modem for SMDI Link in T1 Application	$1,697.01
3806BF	A0630697	Tape Cartridge 0.250 Inch 1200FT 2.5GB	$103.95
3806BG	A0633585	MMGP R10 TAPE DRIVE CLEANING KIT	$101.53
3806BH	A0634101	RJ-11 Line Cord Silver Satin (25ft/7.6m) 2- conductor	$7.25
3806BJ	A0634492	FIBER REMOTE MULTI-IPE INTERFACE	$4,944.78
3806BK	A0638645	EXTERNAL MODEM (14,400BPD,V32.BIS W/V.42	$491.94
3806BL	A0648379	25 Foot Ethernet Cable, Category 5	$10.88
3806BM	A0674453	33.6 KBPS External Data/Fax Modem	$363.82
3806BN	A0720557	Handset Cord Platinum 12 Ft (M3900 Series)	$6.04
3806BO	A0720558	Handset Cord Charcoal 12 Ft. (i2002 M3900 Series) 7.00 W	$6.04
3806BP	A0720561	Handset Cord Platinum 6 Ft (M3900 Series)	$2.42
3806BQ	A0720562	Handset Cord Charcoal 6 Ft. (i2002 M3900 Series) 3.00 W	$2.42

CLIN	PART NUMBER	DESCRIPTION	ViViD Price
3806BR	AS7012	Meridian Mail Networking Modem Package	$1,212.32
3806BS	AS7047D	Meridian Mail Modular GP MMP40 1 to 2 Node Expansion Package DC	$7,788.85
3806BT	AS7048D	Meridian Mail Modular GP MMP40 2 to 3 Node Expansion Package DC	$7,788.85
3806BU	AS7070D	Meridian Mail Modular GP Spares Package	$6,923.42
3806BV	AS7082	Meridian Mail Alternative Remote Access Package	$1,593.06
3806BW	AS7112	4 Port Full Service Voice Processing Package, Modular GP	$9,692.55
3806BX	AS7113	4 Port Basic Service Voice Processing Package, Modular GP	$3,323.92
3806BY	NT0X25AH	EARTHQUAKE EMI FRAMEWORK ASSEMBLY	$641.82
3806BZ	NT0X50AG	FILLER FACEPLATE 2.22	$26.59
3806CA	NT1F04GA66	Shoulder Rest Platinum	$12.09
3806CB	NT1F04GA70	Shoulder Rest Charcoal	$12.09
3806CC	NT2F21AA	Meridian Mail Release 13 Modular Option GP Manual	$30.22
3806CD	NT2F24AA	Meridian Mail Release 13 Voice Messaging Package (15 Per Package)	$18.13
3806CE	NT2F25AA	Meridian Mail Release 13 CD ROM Package (NTP)	$30.22
3806CF	NT2F26AA	Meridian Mail Release 13 Call Answering (VMUIF) Package	$163.17
3806CG	NT2F27AA	Meridian Mail Release 13 Voice Messaging (VMUIF) Package	$53.18
3806CH	NT2F78AA	M3901 Feature Card Label Sheet	$25.38
3806CJ	NT2F83AA	M3900 Telephone Number Card Pack of 50	$35.05
3806CK	NT2F84AA	M3901 clear plastic feature label cover (pack15)	$10.88
3806CL	NT2K10WD	M2000/M3000 Power Supply Board	$55.60
3806CM	NT2K28AB03	Meridian Display Option, Black (10 Language)	$139.00
3806CN	NT2K28AB35	Meridian Display Option, Ash (10 Language)	$139.00
3806CO	NT2K28AB93	Meridian Display Option, Gray (10 Language)	$139.00
3806CP	NT2K28AD03	Meridian Display Option, Black (3 Language)	$131.75
3806CQ	NT2K28AD35	Meridian Display Option, Ash (3 Language)	$131.75
3806CR	NT2K28AD93	Meridian Display Option, Gray (3 Language)	$131.75
3806CS	NT2K40WA	External Alerter Interface (M2000 Series)	$27.80
3806CT	NT2K69AA	Meridian Communications Adapter (MCA) (M2000 Series)	$207.90
3806CU	NT2X48BA	DIG 4 CH MF REC	$500.40
3806CV	NT2X48BB	DIG 4 CH DTMF REC	$500.40
3806CW	NT3X55BA	LINE CARD STORAGE CHASSIS ASSY	$155.92
3806CX	NT3X91AA	REM OFF TST LINE I/F TRK	$265.91
3806CY	NT4R03AB	RS232C Service Module	$1,385.17
3806CZ	NT4R04AB	General Purpose Signal Processor	$9,692.55
3806DA	NT5B56AA	Power Bar Module 110/120V	$15.71
3806DB	NT5C05DD	200 AMP RECTIFIERS	$9,131.71
3806DC	NT5C06CD	RECTIFIER, MPR15, BASIC 110V, DOLPHIN GREY	$1,993.14
3806DD	NT5C08AC	RECTIFIER	$5,778.78
3806DE	NT5C12AB	PWR SHELF FOR MPR50 RECTS	$1,130.13
3806DF	NT5D13AA	Cable 2 FT Line Side T1 maintenance interface IO Panel to PE Option 11C-81C (LST1)	$139.00
3806DG	NT5P99BA	HELMSMAN/CD-ROM PLATFORM-LARGE MONITOR	$15,435.07
3806DH	NT6C13PB	PCB (50A LOW VOLTAGE DISCONNECT)	$418.21
3806DJ	NT6C25FB	CONTROLLER FOR 12 RECTS GRAY	$1,051.57
3806DK	NT6C2620-2	600AMP CHARGE /SHUNT PANEL	$1,506.04

CLIN	PART NUMBER	DESCRIPTION	ViViD Price
3806DL	NT6C2620-3	800 AMP CAPACITY CHARGE AND SHUNT PANEL	$1,506.04
3806DM	NT6C29BB	DC PWR SYS. 15 AMP	$4,658.32
3806DN	NT6D4417	Modular Classic/Shelf Scsi/Back Plane Cable	$35.05
3806DO	NT6D4419	M2250 Console-Chameleon	$51.97
3806DP	NT6D48FA	2.0 GB Modular Hard Disk Drive	$1,039.48
3806DQ	NT6R82AA	MMGP MODULAR OPT. GP REFERENCE MAN., REL	$27.80
3806DR	NT6R85AA	MMGP MULTI-CUSTOMER SYST. REF. MAN., REL	$27.80
3806DS	NT6X02UF	UNIVERSAL FIBER KIT	$19.34
3806DT	NT6X05AA	LCM DRAWER UNIT	$485.90
3806DU	NT6X21AC	LINE CARD - P-PHONE (TYPE C)	$111.20
3806DV	NT6X51AC	LCM PROCESSOR CIRCUIT PACK	$413.37
3806DW	NT6X52AA	DIGROUP CONTROL CARD CP	$298.55
3806DX	NT6X69LB	MESSAGE PROTOCOL AND DOWNLOADABLE TONES CP (50 MSE	$1,829.97
3806DY	NT6X70AA	CONTINUITY TONE DETECTOR CP	$526.99
3806DZ	NT6X73AA	LINE CONTROL CARD CP	$8,842.83
3806EA	NT6X75AA	ESA TONE & CLOCK CP	$519.74
3806EB	NT6X78AB	CLASS MODEM RESOURCE CP	$2,077.75
3806EC	NT7B53FA-93	KSU - MICS 0X32 E/F/S 110 V	$742.14
3806ED	NT7X05AA	PERIPHERAL LOADER CP	$2,967.35
3806EE	NT8B10CA-35	Radio Frequency Filter Kit	$16.92
3806EF	NT8B90AL-93	Analog Terminal Adapter 2	$124.50
3806EG	NT8D09AL	Flexible Analogue Line Card with High Voltage Message Waiting	$1,730.86
3806EH	NT8D49AA	Column Spacer Kit (2.75 In.)	$174.05
3806EJ	NT8D63AA	Mat4 MDR 2000 2MB Buffer Box	$278.00
3806EK	NT8D81AA	Backplane to Input/Output Cable	$51.97
3806EL	NT8D92AB	Controller to I/O Cable (20 Inch)	$42.30
3806EM	NT9D18AA	Panel Side Cover UEM Left/Right	$87.03
3806EN	NT9F98BA	Symposium Web Client 4.0 Base Software and Documentation	$1,903.70
3806EO	NT9X17DA	ENET 64 PORT CP (PLM APPR REQ)	$5,934.71
3806EP	NT9X19EA	NEG. PWR. CONVERTER FILLER PANEL	$160.76
3806EQ	NT9X23BA	DS-30 4PORT PADDLEBOARD (STP) CP	$3,116.02
3806ER	NT9X25AA	MS - PORT EXTENDER P.B.	$495.57
3806ES	NT9X49CC	MS P-BUS TERMINATOR CP	$1,272.76
3806ET	NT9X73BA	ENHANCED LMS-FBUS RATE ADAPTER CP	$4,672.83
3806EU	NT9X74DA	REPEATER/TERMINATOR CARD	$989.92
3806EV	NT9X76AA	STP SIGNALLING TERMINAL CP	$1,033.44
3806EW	NT9X77AB	STP V.35 INTERFACE PADDLEBOARD	$1,149.47
3806EX	NT9X79AA	F-BUS EXTENSION PADDLEBOARD	$311.84
3806EY	NT9X79BA	F-BUS EXTENSION CP E/W TERMINATIONS	$311.84
3806EZ	NT9X84AA	ETHERNET INTERFACE CP	$1,357.37
3806FA	NT9X85AA	DIX - (ETHERNET) PB CP	$678.08
3806FB	NT9X96AA	LIS FBUS CONTROLLER CP	$11,126.06
3806FC	NT9X98AA	LIS FIBER INTERFACE PB CP	$5,934.71
3806FD	NTAG81CA	PC Maintenance Cable	$55.60
3806FE	NTAK1118	Cable 6 FT Option 11C 1-Port SDI DE9F-DB25F	$62.85
3806FF	NTAX74AA	MCP - MCS CELLULAR PROCESSOR	$29,470.47

CLIN	PART NUMBER	DESCRIPTION	ViViD Price
3806FG	NTBB06GA-93	Modular ICS Fiber 6-Port Expansion Cartridge	$742.14
3806FH	NTBB20FB-93	Fiber Trunk Module 110/120V	$334.81
3806FJ	NTBB41FB-93	Fiber OX16 Station Module 110	$581.38
3806FK	NTBX36BA	ISDN ENHANCED LINE DRAWER BUS INTERFACE CONTROLLER	$240.53
3806FL	NTCW84JA	M1 Backplane to 50 pin I/O Panel Mounting connector with ITG specific filtering	$27.80
3806FM	NTDW01AA	Meridian Mail 13 CD Rom	$35.05
3806FN	NTDW01AC	Meridian Mail Release 13.12 PC CD ROM	$30.22
3806FO	NTDW86AA	i2050 Software Telephone for SL100	$35.05
3806FP	NTE904CA	8 ADV NET CLASS SET ISM	$520.95
3806FQ	NTE970CA	DSN-OPT 61C CPP SYS	$11,827.06
3806FR	NTEX14AB	USB Audio Adapter (Headset not included)	$139.00
3806FS	NTEX14AC	USB Audio Kit includes GNN DuraPlus Monaural Headset	$241.74
3806FT	NTEX20AA	INTRA F-BUS A TERMINATION PADDLE BOARD CP	$198.23
3806FU	NTEX20BA	INTRA F-BUS B TERMINATION PADDLE BOARD CP	$198.23
3806FV	NTEX25AA	CHANNEL BUS CONTROLLER CP	$7,417.78
3806FW	NTEX25BA	CHANNEL BUS CONTROLLER CP (RIGHT)	$7,417.78
3806FX	NTEX26AA	CHANNEL BUS INTERFACE PADDLE BOARD CP	$1,484.28
3806FY	NTEX28AA	LIS DS30 LINK INTERFACE PADDLE BOARD CP	$3,709.49
3806FZ	NTFX30AA	IOM MAIN CONTROLLER CARD	$4,698.21
3806GA	NTFX32BA	DDU PLUG-IN MODULE ASSEMBLY	$5,934.71
3806GB	NTFX32CB	DAT PLUG-IN MODULE ASSEMBLY	$5,934.71
3806GC	NTFX34AA	IOM RS232 SMART CONNECTOR ASSEMBLY	$446.01
3806GD	NTFX36AA	IOM PERTEC SMART CONNECTOR ASSEMBLY	$267.12
3806GE	NTG301AA	EDRAM VOICE FILE: ENGLISH	$1.21
3806GF	NTHU30DA	OPTION 61C SINGLE GP PKG DC	$11,792.42
3806GG	NTMF94EA	Cable with E-Lan MIITG Pentium Shielded I/O T-Lan	$125.70
3806GH	NTMN0004	Hold Key Keycap Kit Icon keycaps (red) QTY 50	$30.22
3806GJ	NTMN0005	Hold Key Keycap Kit Icon keycaps (gray) QTY 50	$30.22
3806GK	NTMN19AA	Key Cap Removal Tool (M3905 and i200x)	$18.13
3806GL	NTMN31BB66	M3901 Entry Platinum: Meridian/Succession	$55.60
3806GM	NTMN31BB70	M3901 Entry Charcoal: Meridian/Succession	$55.60
3806GN	NTMN32GA66	M3902 Basic Rel. 3 Platinum: Meridian/Succession	$114.83
3806GO	NTMN32GA70	M3902 Basic Rel. 3 Charcoal: Meridian/Succession	$114.83
3806GP	NTMN33GA66	M3903 Enhanced Rel. 3 Platinum: Meridian/Succession	$232.07
3806GQ	NTMN33GA70	M3903 Enhanced Release 3 Charcoal: Meridian/Succession	$232.07
3806GR	NTMN34GA66	M3904 Professional Rel. 3 Platinum: Meridian/Succession	$380.74
3806GS	NTMN34GA70	M3904 Professional Release 3 Charcoal: Meridian/Succession	$380.74
3806GT	NTMN35GA66	M3905 Call Center Rel. 3 Platinum: Meridian/Succession	$380.74
3806GU	NTMN35GA70	M3905 Call Center Release 3 Charcoal: Meridian/Succession	$380.74
3806GV	NTMN37BA66	M3900 Key-Based Expansion Module - Platinum without footstand	$103.95
3806GW	NTMN37BA70	M3900 Key-Based Expansion Module - Charcoal without footstand	$103.95
3806GX	NTMN38AB70	M3900 KBA Double Footstsand Charcoal	$18.13
3806GY	NTMN72AA-66	Full-Duplex Handsfree Accessory, Platinum	$131.75
3806GZ	NTMN72AA-70	Full Duplex Handsfree Accessory, Charcoal	$131.75

CLIN	PART NUMBER	DESCRIPTION	ViViD Price
3806HA	NTMN82BA	Personal Directory PC Utility Software (M3900 Series): Meridian/Succession	$25.38
3806HB	NTRG13AB	Telset Guide Package	$60.43
3806HC	NTS134AA	Software Feature, Personal Mailbox Administration (PMA)	$692.58
3806HD	NTS137AA	Meridian Mail Reporter Single-Site to Multi-Site Upgrade Package	$692.58
3806HE	NTV403EA	Ethernet Adapter Kit	$346.90
3806HF	NTWB15CA	INTELL PERIPH EQUIP MOD PKG DC	$4,092.47
3806HG	NTZB58DA	MSM RLS 12 FAX ON DEMAND SW	$6,923.42
3806HH	NTZC57CA	Meridian Mail Release 13 Base Software	$1,385.17
3806HJ	NTZD69AA	Meridian Mail Release 4 to Release 13 Software Migration, GP to Modular GP	$4,638.98
3806HK	NTZD69BA	Meridian Mail Modular GP Release 5 to Release 13 Upgrade or Migration from GP to Modular GP	$4,638.98
3806HL	NTZD69CA	Meridian Mail Modular GP Release 7 to Release 13 Upgrade or Migration from GP to Modular GP	$4,154.29
3806HM	NTZD69DA	Meridian Mail Modular GP Release 8 to Release 13 Upgrade or Migration from GP to Modular GP	$3,738.50
3806HN	NTZD69EA	Meridian Mail Modular GP Release 9/10/11/12 to Release 13 Upgrade or Migration from GP to Modular GP	$1,177.27
3806HO	P0680793	Wall Mount Handset Clip (1 each for all Meridian Digital Telephones)	$1.21
3806HP	P0699798	Cooling Unit Filter Assembly	$37.47
3806HQ	P0699851	Top Cap Cable Egress Panel	$30.22
3806HR	P0741308	Meridian Voice Forms Reference Manual	$24.17
3806HS	P0741311	MM VOICE MESSAGING USER GUIDE (15/PK)	$39.89
3806HT	P0746603	Circuit Breaker Kit 10A (Auxiliary)	$70.10
3806HU	P0746605	Circuit Breaker Kit 20A (Auxiliary)	$70.10
3806HV	P0746607	Breaker 30 Ampere SYSTEM600/48	$70.10
3806HW	P0780103	Single Key Expansion Module Footstand Black (M2000 Series)	$7.25
3806HX	P0780135	Single Key Expansion Module Footstand Ash, (M2000 Series)	$7.25
3806HY	P0780235	Double Key Expansion Module Footstand Ash (M2000 Series)	$14.50
3806HZ	P0780293	Double Key Expansion Module Footstand Gray (M2000 Series)	$14.50
3806KA	P0813801	Omni Outdoor Antenna Extension Cable (12 Ft. 3 In.)	$55.60
3806KB	P0816320	CEP KIT GRAY	$2,387.18
3806KC	P0839945	MMail VM Updating VM Cards	$6.04
3806KD	P0874537	T7406 Leather Pouches - Standard	$54.39
3806KE	P0875903	Meridian Mail Release 12 Voice Services Application Guide	$24.17
3806KF	P0904477	Label Overlay Oxford Grey Lower UEM	$51.97
3806KG	P0907072	PC Application Guide - MM13	$13.30
3806KH	QCAD370C	POWER PLANT 20 INCH CABLE	$257.45
3806KJ	QPP352C	ALARM UNIT	$180.10
3806KK	QPP374C	FUSE/ALARM 2	$134.17
3806KL	QPP502D	2WFXO W/GAIN	$565.67
3806KM	QPP556A	LINE INTERFACE MODE 3	$236.90
3806KN	QTBIX16A	BIX PUNCH DOWN TOOL	$27.80
3806KO	QTBIX17A	COOK QTBIX17A TEST PROBE	$41.10

CLIN	PART NUMBER	DESCRIPTION	ViViD Price
3806KP	SW7008B	Network Message Services Prime Site Software, Release 11 and Later	$3,461.71
3806KQ	SW7023	Meridian Mail Additional Language	$415.79
3806KR	SW7042B	Meridian Mail AMIS Open Networking	$2,077.75
3806KS	SW7043	Meridian Mail Multiple Administration	$346.90
3806KT	SW7062	Meridian Mail GP Multi-SMDI Software	$2,077.75
3806KU	SW7065	Meridian Mail Basic to Full Service per Port Software Upgrade	$1,593.06
3806KV	SW7068	Network Message Services Remote Site Software, Release 11	$1,385.17

2. Due to the revision of a part number, the following CLIN's and their respective Exhibit Tabs are hereby updated as follows:

CLIN	FORMER PART NUMBER	NEW PART NUMBER	B-TABLE EXHIBIT TAB	DESCRIPTION	ViViD PRICE
1205CA	NT8D02EA	NT8D02GA	B_A1A-P43 DSS	Digital Line Card (System level price; see Bundle)	$1,747.64
3000CS	NT8D02EA	NT8D02GA	B_A1B-P43 DSS Upgrade	In/Output Controller Terminal CP (System level price; see Bundle)	$1,747.64

3. The following CLIN's are hereby deleted as a result of them no longer being available from Enterasys.

CLIN	PART NUMBER	DESCRIPTION	ViViD PRICE
4745DS	SPMA-5000 HHP1E	Cabletron - SPECTRUM Portable Mgt. App.; Core SW for SNMP Mgt. of SmartSwitch II (HP-OV)	$3,693.59
4745DT	SPMA-5038 HHP1E	Cabletron - SPECTRUM Portable Mgt. App.; Client SW for SNMP Mgt. of SmartSwitch II (HP-OV)	$1,382.62

4. This modification constitutes the entire understanding between the parties and supercedes the terms and conditions of all other prior or contemporaneous oral or written agreements between the parties. Failure by either party to enforce any of the provisions of this modification shall not be construed as a waiver by such party of any such provisions, nor shall such failure affect the validity and enforceability of this modification in any way.