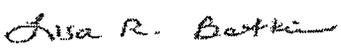


SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, AND 30				1. REQUISITION NUMBER SEE SCHEDULE		PAGE 1 OF 8	
2. CONTRACT NO. GS-35F-0383K		3. AWARD/EFFECTIVE DATE 06-Mar-2009		4. ORDER NUMBER M67854-09-F-4737		5. SOLICITATION NUMBER	
7. FOR SOLICITATION INFORMATION CALL:		a. NAME				b. TELEPHONE NUMBER (No Collect Calls)	
9. ISSUED BY MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: MOHAMED ELMI 2210 WILLIAMS STREET QUANTICO VA 22134 TEL: (703)432-5103 FAX: (703)784-0145		CODE M67854		10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED <input type="checkbox"/> SET ASIDE: % FOR <input type="checkbox"/> SB <input type="checkbox"/> HUBZONE SB <input type="checkbox"/> 8(A) <input type="checkbox"/> SVC-DISABLED VET-OWNED SB <input type="checkbox"/> EMERGING SB SIZE STD: NAICS:		11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input type="checkbox"/> SEE SCHEDULE <input type="checkbox"/> 13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700) 13b. RATING 14. METHOD OF SOLICITATION <input type="checkbox"/> RFQ <input type="checkbox"/> IFB <input type="checkbox"/> RFP	
15. DELIVER TO MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134		CODE M00083		16. ADMINISTERED BY SEE ITEM 9			
17a. CONTRACTOR/OFFEROR ERDAS INC. JUSTIN BYRD 5051 PEACH TREE CORNER CIR STE 100 NORCROSS GA 30092-2500 TEL. 770-776-3522		CODE 1DF94 FACILITY CODE 1DF94		18a. PAYMENT WILL BE MADE BY DFAS-COLUMBUS PO BOX 369022 ATTN: KANSAS M67443 COLUMBUS OH 43236-9022			
<input checked="" type="checkbox"/> 17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER		18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a. UNLESS BLOCK BELOW IS CHECKED <input checked="" type="checkbox"/> SEE ADDENDUM					
19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES			21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
SEE SCHEDULE							
25. ACCOUNTING AND APPROPRIATION DATA See Schedule					26. TOTAL AWARD AMOUNT (For Govt. Use Only) \$71,184.55		
<input type="checkbox"/> 27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1. 52.212-4. FAR 52.212-3. 52.212-5 ARE ATTACHED.				ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED			
<input type="checkbox"/> 27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4. FAR 52.212-5 IS ATTACHED.				ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED			
28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN <u>1</u> COPIES <input checked="" type="checkbox"/> TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN. REF: QUOTE #147182&M67854-00094737				29. AWARD OF CONTRACT: REFERENCE <input type="checkbox"/> OFFER DATED . YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS: SEE SCHEDULE			
30a. SIGNATURE OF OFFEROR/CONTRACTOR				31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER) <i>Lisa R. Botkin</i>		31c. DATE SIGNED 06-Mar-2009	
30b. NAME AND TITLE OF SIGNER (TYPE OR PRINT)		30c. DATE SIGNED		31b. NAME OF CONTRACTING OFFICER (TYPE OR PRINT) LISA BOTKIN / CONTRACTING OFFICER TEL: 703-432-5099 EMAIL: lisa.botkin@usmc.mil			

SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, AND 30				1. REQUISITION NUMBER SEE SCHEDULE		PAGE 1 OF 8		
2. CONTRACT NO. GS-35F-0383K		3. AWARD/EFFECTIVE DATE 06-Mar-2009	4. ORDER NUMBER M67854-09-F-4737		5. SOLICITATION NUMBER		6. SOLICITATION ISSUE DATE	
7. FOR SOLICITATION INFORMATION CALL:		a. NAME			b. TELEPHONE NUMBER (No Collect Calls)		8. OFFER DUE DATE/LOCAL TIME	
9. ISSUED BY MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: MOHAMED ELMI 2210 WILLIAMS STREET QUANTICO VA 22134 TEL: (703)432-5103 FAX: (703)784-0145		CODE M67854	10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED <input type="checkbox"/> SET ASIDE: % FOR <input type="checkbox"/> SB <input type="checkbox"/> HUBZONE SB <input type="checkbox"/> 8(A) <input type="checkbox"/> SVC-DISABLED VET-OWNED SB <input type="checkbox"/> EMERGING SB SIZE STD: NAICS:			11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input type="checkbox"/> SEE SCHEDULE 13a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700) 13b. RATING 14. METHOD OF SOLICITATION <input type="checkbox"/> RFQ <input type="checkbox"/> IFB <input type="checkbox"/> RFP		12. DISCOUNT TERMS NET 30 DAYS
15. DELIVER TO MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134		CODE M00083	16. ADMINISTERED BY SEE ITEM 9					
17a. CONTRACTOR/OFFEROR ERDAS INC. JUSTIN BYRD 5051 PEACH TREE CORNER CIR STE 100 NORCROSS GA 30092-2500 TEL. 770-776-3522		CODE 1DF94	18a. PAYMENT WILL BE MADE BY DFAS-COLUMBUS PO BOX 369022 ATTN: KANSAS M67443 COLUMBUS OH 43236-9022		CODE M67443			
FACILITY CODE 1DF94								
<input checked="" type="checkbox"/> 17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER		18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a. UNLESS BLOCK BELOW IS CHECKED <input checked="" type="checkbox"/> SEE ADDENDUM						
19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES			21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT	
SEE SCHEDULE								
25. ACCOUNTING AND APPROPRIATION DATA See Schedule					26. TOTAL AWARD AMOUNT (For Govt. Use Only) \$71,184.55			
<input type="checkbox"/> 27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1. 52.212-4. FAR 52.212-3. 52.212-5 ARE ATTACHED.				ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED				
<input type="checkbox"/> 27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4. FAR 52.212-5 IS ATTACHED.				ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED				
28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN 1 COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN. REF: QUOTE #147182&M67854-0Q094737				29. AWARD OF CONTRACT: REFERENCE <input type="checkbox"/> OFFER DATED . YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS: SEE SCHEDULE				
30a. SIGNATURE OF OFFEROR/CONTRACTOR 			31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER) 			31c. DATE SIGNED 06-Mar-2009		
30b. NAME AND TITLE OF SIGNER (TYPE OR PRINT) Justin Byrd Inside Sales		30c. DATE SIGNED 3/6/09	31b. NAME OF CONTRACTING OFFICER (TYPE OR PRINT) LISA BOTKIN / CONTRACTING OFFICER TEL: 703-432-5099 EMAIL: lisa.botkin@usmc.mil					

**SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS
(CONTINUED)**

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
SEE SCHEDULE					

32a. QUANTITY IN COLUMN 21 HAS BEEN
 RECEIVED INSPECTED ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED: _____

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32c. DATE	32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE
--	-----------	---

32e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE
	32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE

33. SHIP NUMBER <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	34. VOUCHER NUMBER	35. AMOUNT VERIFIED CORRECT FOR	36. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	37. CHECK NUMBER
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38. S/R ACCOUNT NUMBER	39. S/R VOUCHER NUMBER	40. PAID BY
------------------------	------------------------	-------------

41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT	42a. RECEIVED BY (<i>Print</i>)		
41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER	41c. DATE		
		42b. RECEIVED AT (<i>Location</i>)	
		42c. DATE REC'D (<i>YY/MM/DD</i>)	42d. TOTAL CONTAINERS

Section SF 1449 - CONTINUATION SHEET

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001		1	Each	\$62,576.28	\$62,576.28

IMAGINE SOFTWARE & MAINTENANCE

FFP

IMAGINE MAINTENANCE for 12 months which include the following:

IMAGINE SOFTWARE & MAINTENANCE for 12 months which include the following:

- Quantity of 3 – SWM Renewal LPS Stereo, Product #88132
- Quantity of 3 – SWM Renewal LPS Terrain Editor, Product #88133
- Quantity of 3 – SWM Renewal IMAGINE AutoSync, Product # 88342
- Quantity of 3 – SWM Renewal IMAGINE DeltaCue, Product #5301251
- Quantity of 3 – SWM Renewal ERDAS MosaicPro, Product #53026611
(POP 2/1/2009 – 1/31/2010)

FOB: Destination

MILSTRIP: M0008309RC00011

PURCHASE REQUEST NUMBER: M0008309RC00011

NET AMT

\$62,576.28

ACRN AA

CIN: M0008309RC0001100010001

\$62,576.28

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0002		1	Each	\$8,608.27	\$8,608.27
	IMAGINE SOFTWARE & MAINTENANCE				
	FFP				
	IMAGINE SOFTWARE & MAINTENANCE for 12 months which include the following:				
	• Quantity of 3 – SWM Renewal LPS Stereo, Product #88132				
	• Quantity of 3 – SWM Renewal LPS Terrain Editor, Product #88133				
	• Quantity of 3 – SWM Renewal IMAGINE AutoSync, Product # 88342				
	• Quantity of 3 – SWM Renewal IMAGINE DeltaCue, Product #5301251				
	• Quantity of 3 – SWM Renewal ERDAS MosaicPro, Product #53026611				
	FOB: Destination				
	MILSTRIP: M0008309RC00011				
	PURCHASE REQUEST NUMBER: M0008309RC000110001				

NET AMT \$8,608.27

ACRN AA \$8,608.27
 CIN: M0008309RC0001100010002

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
1001		1	Each	\$71,184.56	\$71,184.56
OPTION	Additional Option Yr of Maintenance Supp				
	FFP				
	Additional Option Year of 12 months Maintenance and Support for item in CLINs 0001 & 0002(POP) 2/1/2010 – 1/31/2011				
	FOB: Destination				
	PURCHASE REQUEST NUMBER: M0008309RC000110001				

NET AMT \$71,184.56

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
1002 OPTION	Additional Option Yr of Maintenance Supp FFP Additional Option Year of 12 months Maintenance and Support for item in CLINs 0001 & 0002(POP) 2/1/2011 – 1/31/2012 FOB: Destination PURCHASE REQUEST NUMBER: M0008309RC000110001	1	Each	\$71,185.56	\$71,185.56

NET AMT \$71,185.56

INSPECTION AND ACCEPTANCE TERMS

Supplies/services will be inspected/accepted at:

CLIN	INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
0001	Destination	Government	Destination	Government
0002	Destination	Government	Destination	Government
1001	Destination	Government	Destination	Government
1002	Destination	Government	Destination	Government

DELIVERY INFORMATION

CLIN	DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
0001	POP 01-FEB-2009 TO 31-JAN-2010	N/A	MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134 (703) 432-7132 FOB: Destination	M00083
0002	POP 01-FEB-2009 TO 31-JAN-2010	N/A	(SAME AS PREVIOUS LOCATION) FOB: Destination	M00083
1001	POP 01-FEB-2010 TO 31-JAN-2011	N/A	(SAME AS PREVIOUS LOCATION) FOB: Destination	M00083

1002 POP 01-FEB-2011 TO N/A (SAME AS PREVIOUS LOCATION) M00083
31-JAN-2012 FOB: Destination

ACCOUNTING AND APPROPRIATION DATA

AA: 179110627A0 250 00027 067443.2D M00083
COST CODE: 9RC00011IDQH
AMOUNT: \$71,184.55
CIN M0008309RC0001100010001: \$62,576.28
CIN M0008309RC0001100010002: \$8,608.27

SPECIAL CONTRACT REQUIREMENTS PACKAGING AND MARKING

Data Deliverables

All data deliverables and correspondence shall be submitted to the Project Officer (PO). A copy of all correspondence sent to the PO shall be provided to the Contracting Officer.

INSPECTION AND ACCEPTANCE

Final inspection and acceptance of deliverables under this contract shall be performed by the designated PO.

DELIVERIES OR PERFORMANCE

The Period of Performance for the CLINs are as follows:

CLIN 0001	01 February 2009 - 31 January 2010
CLIN 0002	01 February 2009 - 31 January 2010
CLIN 1001	01 February 2010 - 31 January 2011
CLIN 1002	01 February 2011 - 31 January 2012

CLINs 1001 is optional and to be exercised at the discretion of the Government.

Remittance Address

Payment will be made to the contractor via Electronic Funds Transfer (EFT) provided by the contractor in the Central Contractor Registration (CCR).

Preparation of Vouchers

All vouchers submitted for payment under this contract shall include documentation to support all ODC costs. This documentation shall be submitted to the PO to assist with invoice certification.

Submission of Invoices

In compliance with DFARS 252.232-7003, "Electronic Submission of Payment Requests (March 2003)", the United States Marine Corps (USMC) utilizes WAWF-RA to electronically process vendor requests for payment. The contractor is required to utilize this system when processing invoices and receiving reports under this contract - unless the provision at DFARS 252.232-7003(c) applies. The contractor shall (i) register to use WAWF-RA at <https://wawf.eb.mil> and (ii) ensure an Electronic Business Point of Contact is designated in the Central Contractor Registration at <http://www.ccr.gov/>, within ten (10) days after award of the contract or modification incorporating WAWF-RA into the contract. The USMC WAWF-RA point of contact for this contract is Sherri Whetzel and can be reached by phone at (703) 432-5087 or via email at sherri.whetzel.ctr@usmc.mil. The alternate USMC WAWF-RA point of contact is Lisa Hickman. She can be reached at 703-432-5088 or via email at lisa.hickman.ctr@usmc.mil.

The contractor is directed to use the "2 -in-1" format when processing invoices and receiving reports. For all requirements, the contractor shall use the DODAAC M00083, for all shipping addresses.

To expedite payment, when submitting invoices for payment the contractor is advised to check the applicable box to notify the Government point of contact electronically of an invoice submission.

DFAS-Columbus
P.O. Box 369022
Attn: Kansas-M67443
Columbus, Ohio 43236-9022

E-Mail: CCO-KC-VPIS@DFAS.MIL
PHONE: 1-800-756-4571 #2 then #4
WAWF: <https://wawf.eb.mil>
VPIS: <https://WWW.dfas.mil/money/vendor>

Data entry information in WAWF:
Payment Office DoDAAC: M67443
Issue By DoDAAC: M67854
Admin Office DoDAAC: M67854
Service Acceptor DoDAAC: M00083
Contract Number: M67854-09-F-4737

Points of Contact

a. Government Contracting Officer:

Ms Lisa Botkin
Commanding General
MARCORSYSCOM
2210 Williams Street
Quantico, VA 22134
Phone: (703) 432-5099
Fax: (703) 784-0145

b. Project Officer:

Nadine Beach
Intelligence Activity
Commanding Officer
2033 Barnett Avenue
Quantico, Va 22134
Phone: 703-432-7132

Email: nbeach@mcia.osis.gov

**SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS
(CONTINUED)**

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
<p>SEE SCHEDULE</p>					

32a. QUANTITY IN COLUMN 21 HAS BEEN
 RECEIVED INSPECTED ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED: _____

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32c. DATE	32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE
--	-----------	---

32e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE
	32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE

33. SHIP NUMBER	34. VOUCHER NUMBER	35. AMOUNT VERIFIED CORRECT FOR	36. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	37. CHECK NUMBER
PARTIAL FINAL				

38. S/R ACCOUNT NUMBER	39. S/R VOUCHER NUMBER	40. PAID BY
------------------------	------------------------	-------------

41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT	42a. RECEIVED BY (<i>Print</i>)		
41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER	41c. DATE	42b. RECEIVED AT (<i>Location</i>)	
		42c. DATE REC'D (<i>YY/MM/DD</i>)	42d. TOTAL CONTAINERS

Section SF 1449 - CONTINUATION SHEET

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001	IMAGINE SOFTWARE & MAINTENANCE FFP IMAGINE MAINTENANCE for 12 months which include the following: IMAGINE SOFTWARE & MAINTENANCE for 12 months which include the following: <ul style="list-style-type: none"> • Quantity of 3 – SWM Renewal LPS Stereo, Product #88132 • Quantity of 3 – SWM Renewal LPS Terrain Editor, Product #88133 • Quantity of 3 – SWM Renewal IMAGINE AutoSync, Product # 88342 • Quantity of 3 – SWM Renewal IMAGINE DeltaCue, Product #5301251 • Quantity of 3 – SWM Renewal ERDAS MosaicPro, Product #53026611 (POP 2/1/2009 – 1/31/2010) FOB: Destination MILSTRIP: M0008309RC00011 PURCHASE REQUEST NUMBER: M0008309RC00011	1	Each	\$62,576.28	\$62,576.28
				NET AMT	\$62,576.28
	ACRN AA CIN: M0008309RC0001100010001				\$62,576.28

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0002		1	Each	\$8,608.27	\$8,608.27

IMAGINE SOFTWARE & MAINTENANCE
FFP

IMAGINE SOFTWARE & MAINTENANCE for 12 months which include the following:

- Quantity of 3 – SWM Renewal LPS Stereo, Product #88132
- Quantity of 3 – SWM Renewal LPS Terrain Editor, Product #88133
- Quantity of 3 – SWM Renewal IMAGINE AutoSync, Product # 88342
- Quantity of 3 – SWM Renewal IMAGINE DeltaCue, Product #5301251
- Quantity of 3 – SWM Renewal ERDAS MosaicPro, Product #53026611

FOB: Destination

MILSTRIP: M0008309RC00011

PURCHASE REQUEST NUMBER: M0008309RC000110001

NET AMT	\$8,608.27
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ACRN AA

CIN: M0008309RC0001100010002

\$8,608.27

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
1001		1	Each	\$71,184.56	\$71,184.56

OPTION

Additional Option Yr of Maintenance Supp
FFP

Additional Option Year of 12 months Maintenance and Support for item in CLINs
0001 & 0002(POP) 2/1/2010 – 1/31/2011

FOB: Destination

PURCHASE REQUEST NUMBER: M0008309RC000110001

NET AMT	\$71,184.56
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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
1002		1	Each	\$71,185.56	\$71,185.56
OPTION	Additional Option Yr of Maintenance Supp FFP Additional Option Year of 12 months Maintenance and Support for item in CLINs 0001 & 0002(POP) 2/1/2011 – 1/31/2012 FOB: Destination PURCHASE REQUEST NUMBER: M0008309RC000110001				

NET AMT

\$71,185.56

INSPECTION AND ACCEPTANCE TERMS

Supplies/services will be inspected/accepted at:

CLIN	INSPECT AT	INSPECT BY	ACCEPT AT	ACCEPT BY
0001	Destination	Government	Destination	Government
0002	Destination	Government	Destination	Government
1001	Destination	Government	Destination	Government
1002	Destination	Government	Destination	Government

DELIVERY INFORMATION

CLIN	DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
0001	POP 01-FEB-2009 TO 31-JAN-2010	N/A	MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134 (703) 432-7132 FOB: Destination	M00083
0002	POP 01-FEB-2009 TO 31-JAN-2010	N/A	(SAME AS PREVIOUS LOCATION) FOB: Destination	M00083
1001	POP 01-FEB-2010 TO 31-JAN-2011	N/A	(SAME AS PREVIOUS LOCATION) FOB: Destination	M00083

1002	POP 01-FEB-2011 TO 31-JAN-2012	N/A	(SAME AS PREVIOUS LOCATION) FOB: Destination	M00083
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ACCOUNTING AND APPROPRIATION DATA

AA: 179110627A0 250 00027 067443 2D M00083
 COST CODE: 9RC00011IDQH
 AMOUNT: \$71,184.55
 CIN M0008309RC0001100010001: \$62,576.28
 CIN M0008309RC0001100010002: \$8,608.27

SPECIAL CONTRACT REQUIREMENTS **PACKAGING AND MARKING**

Data Deliverables

All data deliverables and correspondence shall be submitted to the Project Officer (PO). A copy of all correspondence sent to the PO shall be provided to the Contracting Officer.

INSPECTION AND ACCEPTANCE

Final inspection and acceptance of deliverables under this contract shall be performed by the designated PO.

DELIVERIES OR PERFORMANCE

The Period of Performance for the CLINs are as follows:

CLIN 0001	01 February 2009 - 31 January 2010
CLIN 0002	01 February 2009 - 31 January 2010
CLIN 1001	01 February 2010 - 31 January 2011
CLIN 1002	01 February 2011 - 31 January 2012

CLINs 1001 is optional and to be exercised at the discretion of the Government.

Remittance Address

Payment will be made to the contractor via Electronic Funds Transfer (EFT) provided by the contractor in the Central Contractor Registration (CCR).

Preparation of Vouchers

All vouchers submitted for payment under this contract shall include documentation to support all ODC costs. This documentation shall be submitted to the PO to assist with invoice certification.

Submission of Invoices

In compliance with DFARS 252.232-7003, "Electronic Submission of Payment Requests (March 2003)", the United States Marine Corps (USMC) utilizes WAWF-RA to electronically process vendor requests for payment. The contractor is required to utilize this system when processing invoices and receiving reports under this contract - unless the provision at DFARS 252.232-7003(c) applies. The contractor shall (i) register to use WAWF-RA at <https://wawf.eb.mil> and (ii) ensure an Electronic Business Point of Contact is designated in the Central Contractor Registration at <http://www.ccr.gov/>, within ten (10) days after award of the contract or modification incorporating WAWF-RA into the contract. The USMC WAWF-RA point of contact for this contract is Sherri Whetzel and can be reached by phone at (703) 432-5087 or via email at sherri.whetzel.ctr@usmc.mil. The alternate USMC WAWF-RA point of contact is Lisa Hickman. She can be reached at 703-432-5088 or via email at lisa.hickman.ctr@usmc.mil.

The contractor is directed to use the "2 -in-1" format when processing invoices and receiving reports. For all requirements, the contractor shall use the DODAAC M00083, for all shipping addresses.

To expedite payment, when submitting invoices for payment the contractor is advised to check the applicable box to notify the Government point of contact electronically of an invoice submission.

DFAS-Columbus
P.O. Box 369022
Attn: Kansas-M67443
Columbus, Ohio 43236-9022

E-Mail: CCO-KC-VPIS@DFAS.MIL
PHONE: 1-800-756-4571 #2 then #4
WAWF: <https://wawf.eb.mil>
VPIS: <https://WWW.dfas.mil/money/vendor>

Data entry information in WAWF:
Payment Office DoDAAC: M67443
Issue By DoDAAC: M67854
Admin Office DoDAAC: M67854
Service Acceptor DoDAAC: M00083
Contract Number: M67854-09-F-4737

Points of Contact

a. Government Contracting Officer:

Ms Lisa Botkin
Commanding General
MARCORSYSCOM
2210 Williams Street
Quantico, VA 22134
Phone: (703) 432-5099
Fax: (703) 784-0145

b. Project Officer:

Nadine Beach
Intelligence Activity
Commanding Officer
2033 Barnett Avenue
Quantico, Va 22134
Phone: 703-432-7132

Email: nbeach@mcia.osis.gov

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES	
			J	1	4
2. AMENDMENT/MODIFICATION NO. P00001	3. EFFECTIVE DATE 11-Mar-2009	4. REQUISITION/PURCHASE REQ. NO. SEE SCHEDULE		5. PROJECT NO.(If applicable)	
6. ISSUED BY MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: LISA BOTKIN 2210 WILLIAMS STREET QUANTICO VA 22134-5010	CODE M67854	7. ADMINISTERED BY (If other than item 6) MARINE CORPS SYSTEMS COMMAND, CTQ ATTN: MOHAMED ELMI 2210 WILLIAMS STREET QUANTICO VA 22134		CODE	M67854
8. NAME AND ADDRESS OF CONTRACTOR (No., Street, County, State and Zip Code) ERDAS INC. JUSTIN BYRD 5051 PEACH TREE CORNER CIR STE 100 NORCROSS GA 30092-2500			9A. AMENDMENT OF SOLICITATION NO.		
			9B. DATED (SEE ITEM 11)		
			X	10A. MOD. OF CONTRACT/ORDER NO. M67854-09-F-4737	
			X	10B. DATED (SEE ITEM 13) 06-Mar-2009	
CODE 1DF94	FACILITY CODE 1DF94				
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offer <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offer 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)					
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: (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 43.103(B).				
C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:					
D. OTHER (Specify type of modification and authority)					
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> 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.) Modification Control Number: sw hetzel091868 The purpose of this administrative modification is to change Block 15 delivery from MARCORSSYSCOM to Marine Corps Intelligence Activity (MCIA).					
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)			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) LISA BOTKIN / CONTRACTING OFFICER TEL: 703-432-5099 EMAIL: lisa.botkin@usmc.mil		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY <i>Lisa R. Botkin</i>		16C. DATE SIGNED 17-Mar-2009	
(Signature of person authorized to sign)		(Signature of Contracting Officer)			

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

SUMMARY OF CHANGES

SECTION SF 1449 - CONTINUATION SHEET

DELIVERIES AND PERFORMANCE

The following Delivery Schedule item for CLIN 0001 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-FEB-2009 TO 31-JAN-2010	N/A	MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134 (703) 432-7132 FOB: Destination	M00083

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-FEB-2009 TO 31-JAN-2010	N/A	MARINE CORPS INTELLIGENCE ACTIVITY NADINE D. BEACH 2033 BARNETT AVE QUANTICO VA 22134 703-432-7132 FOB: Destination	M00083

The following Delivery Schedule item for CLIN 0002 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-FEB-2009 TO 31-JAN-2010	N/A	MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134 (703) 432-7132 FOB: Destination	M00083

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
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POP 01-FEB-2009 TO 31-JAN-2010	N/A	MARINE CORPS INTELLIGENCE ACTIVITY NADINE D. BEACH 2033 BARNETT AVE QUANTICO VA 22134 703-432-7132 FOB: Destination	M00083
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The following Delivery Schedule item for CLIN 1001 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-FEB-2010 TO 31-JAN-2011	N/A	MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134 (703) 432-7132 FOB: Destination	M00083

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-FEB-2010 TO 31-JAN-2011	N/A	MARINE CORPS INTELLIGENCE ACTIVITY NADINE D. BEACH 2033 BARNETT AVE QUANTICO VA 22134 703-432-7132 FOB: Destination	M00083

The following Delivery Schedule item for CLIN 1002 has been changed from:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
POP 01-FEB-2011 TO 31-JAN-2012	N/A	MARCORSYSCOM NADINE BEACH 2033 BARNETT AVENUE QUANTICO VA 22134 (703) 432-7132 FOB: Destination	M00083

To:

DELIVERY DATE	QUANTITY	SHIP TO ADDRESS	UIC
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POP 01-FEB-2011 TO
31-JAN-2012

N/A

MARINE CORPS INTELLIGENCE
ACTIVITY
NADINE D. BEACH
2033 BARNETT AVE
QUANTICO VA 22134
703-432-7132
FOB: Destination

M00083

(End of Summary of Changes)