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| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES 1 4 |
| 2. AMENDMENT/MODIFICATION NO. 000001 | 3. EFFECTIVE DATE 07/27/2012 | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY DOI, National Business Center, AQD Division 4/ Branch 1 300 East Mallard Drive Suite 200 Boise ID 83706 | CODE D41 | 7. ADMINISTERED BY (If other than Item 6) DOI, National Business Center, AQD Suite 200 Division 4/ Branch 1 300 East Mallard Drive Boise ID 83706 | CODE D41 |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) | | (x) 9A. AMENDMENT OF SOLICITATION NO. D12PS00089 | |
| | | x 9B. DATED (SEE ITEM 11) 07/27/2012 | |
| | | 10A. MODIFICATION OF CONTRACT/ORDER NO. | |
| | | 10B. DATED (SEE ITEM 13) | |
| CODE | FACILITY CODE | 11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS | |
| <input checked="" type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input checked="" type="checkbox"/> 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 <u>7</u> 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)

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: |
| | 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 section headings, including solicitation/contract subject matter where feasible.)

The purpose of this amendment is to provide the number of historical flight hours flown in support of BSEE Camarillo and make changes to requirements, specifications, and offeror instructions in the solicitation. The date and time offers are due has not been changed because of this amendment.

1. Historic flight time use is as follows:

12/2007 - 9/2008: 254 hours
10/2008 - 9/2009: 300 hours
10/2009 - 9/2010: 250 hours
10/2010 - 9/2011: 302 hours
10/2011 - 7/2012: 187 hours

Continued ...

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.

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| 15A. NAME AND TITLE OF SIGNER (Type or print) | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) John Hedeon | |
| 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign) | 15C. DATE SIGNED | 16B. UNITED STATES OF AMERICA (Signature of Contracting Officer) | 16C. DATE SIGNED |

NAME OF OFFEROR OR CONTRACTOR

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | <p>All of the below amendment changes will be included in the conformed contract to be awarded.</p> <p>2. Page 5, add acronym as follows:</p> <p>IPP - Invoice Processing Platform</p> <p>3. Page 6, change Crew Complement Required to read as follows:</p> <p>Pilot-in-Command (PIC), Mechanic, Relief PIC and Mechanic, as needed to meet B12.</p> <p>4. Page 6, change Minimum Helicopter Requirements to read:</p> <p>Seating: Five (5) insured passenger seats not including pilot, but including copilot seat in an aircraft normally single-pilot operated.</p> <p>Payload: Internal payload (HIGE) of 850 pounds at 30 degrees C at 1,000 feet pressure altitude using a pilot weight of 200 pounds, required survival kit and fuel for 2.5 hours.</p> <p>Power plant: Turbine engine.</p> <p>5. Page 6, change Target Helicopter Requirements to read:</p> <p>Airspeed: 138 knots VNE.</p> <p>Seating: Opposed seating for aft passengers.</p> <p>Payload: Internal payload (HIGE) of 1,200 pounds at 30 degrees C at 1,000 feet pressure altitude using a pilot weight of 200 pounds, required survival kit and fuel for 2.5 hours.</p> <p>6. Page 9, paragraph B2.2, the following is added to the end of the paragraph:</p> <p>Note: Contractor may be allowed 6 months from contract start date to secure the authorization to carry hazardous materials. Contractor must provide proof that application has been made prior to contract start date to amend the Contractor's Operation Specifications allowing carriage of hazardous materials.</p> <p>Continued ...</p> | | | | |

NAME OF OFFEROR OR CONTRACTOR

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | <p>7. Page 11, paragraph B6.23, is changed to read as follows:</p> <p>Emergency escape window panels or jettisonable doors if manufactured and approved for make, model, and configuration of helicopter.</p> <p>8. Page 11, paragraph B7.3.1.1 is changed to read as follows:</p> <p>One automatic-portable/automatic-fixed or automatic-fixed Emergency Locator Transmitter (ELT) certified to Technical Standard Order (TSO) C126, meeting the same requirements as those detailed for airplanes in 14 CFR Part 91.207 (excluding section f). The ELT and remote antenna system must be installed in accordance with the ELT and/or aircraft manufacturers (OEM) instructions in a conspicuous or marked location.</p> <p>9. Page 16, paragraph B13, Mechanic Requirement, is changed to read as follows:</p> <p>A mechanic (other than the pilot) must be available at the designated base to maintain the aircraft in accordance with the Contractor's FAA-approved maintenance program. Although the services under this contract are required seven (7) days a week as scheduled by the government, the mechanic does not need to remain at the designated base, but must be available to do a daily post-flight inspection of the aircraft 5 days a week (Monday through Friday). The mechanic must be available at any other time when aircraft inspection or maintenance is required.</p> <p>10. Page 20, paragraph B22.3.3 is changed to read as follows:</p> <p>PLBs with same specifications in B22.3.2(b) above are required for all passengers. (McMurdo Fast Find Plus PLBs will provided by the government.)</p> <p>11. Page 30, C4, all references to Internet Payment Platform (IPP) are changed to read:</p> <p>Invoice Processing Platform (IPP).</p> <p>12. Page 38, paragraph C24.6, the Exhibit name is Continued ...</p> | | | | |

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|-----------------|---|-----------------|-------------|-------------------|---------------|
| | <p>changed to read:</p> <p>Helicopter Fuel Consumption Chart.</p> <p>13. Pages 38/39, paragraph C28.2 is changed to read:</p> <p>C28.2 Relief Crew Availability. The services under this contract are required seven (7) days a week throughout the exclusive use period as scheduled by the Government. The Contractor shall be responsible for providing and scheduling relief crews to ensure that daily contract schedules are met. Only crew personnel approved for use under this contract shall be used to provide relief services.</p> <p>14. Page 47, the Exhibit is changed to remove references to weight reduction.</p> <p>15. Page 50, paragraph D3.2 is changed to read:</p> <p>D3.2 The solicitation response will consist of seven (7) volumes (original plus six copies) each consisting of two separate sections. Section I will be your legal offer described in paragraph D4.1 below, and Section II described in D4.2 will be your written offeror capability information. The seven (7) volumes shall be identified by Section (I or II), be bound separately with each sub-section tabbed and identified as shown below under D4. NOTE: If an offeror's safety program is extensive in number of pages, it may be submitted in a CD format which is readable by Microsoft Office Word 2007 or as a PDF file in place of a paper copy of the safety program. Please consider the provisions of C8.1 when submitting your proposal. (2-sided documents when possible.)</p> | | | | |