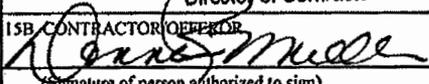
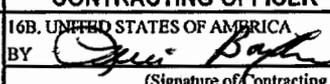


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. P00001		3. EFFECTIVE DATE See Block 16C	4. REQ/PURCH REQ.#	5. PROJECT NO. (IF APPLICABLE)		
6. ISSUED BY NAVSUP WEAPON SYSTEMS SUPPORT 5450 CARLISLE PIKE, P.O. BOX 2020 MECHANICSBURG, PA 17055-0788 POC: TERRI BAXTER, CODE 0272.15 Email: Terri.Baxter@Navy.Mil		CODE	7. ADMINISTERED BY SAME AS BLOCK 6 T. S. BAXTER CODE: 0272.15 PHONE: (717) 605-2003 EMAIL: Terri.Baxter@Navy.Mil		CODE N00104	
8. NAME AND ADDRESS OF CONTRACTOR GOVCONNECTION, INC. 7503 STANDISH PLACE ROCKVILLE, MD 20855-2731				9A. AMENDMENT OF SOLICITATION NO.		
(No., street, county, State and ZIP Code)				9B. DATED (SEE ITEM 11)		
BPA POC: YVETTE GAUSE PHONE: (301) 610-0753 Email: YGAUSE@GOVCONNECTION.COM				10a. MODIFICATION OF CONTRACT/ORDER N00104-12-A-ZF35 GS-35F-0750P		
CODE 0GTJ3 FACILITY CODE				X 10B. DATED (SEE ITEM 13) 1-Jul-12		
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 offers <input type="checkbox"/> is <input 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 ___ 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 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) N/A						
13. THIS ITEM APPLIES ONLY TO THE MODIFICATION OF CONTRACTS/ORDERS AS SPECIFIED ITEM 14.						
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: CONTRACT ORDER NO. IN ITEM 10A.		THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE				
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES 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: FAR 43.103(a)(3)				
D. OTHER (Specify type of modification and authority)						
E. IMPORTANT: Contractor			<input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return 1 copy.			
14. DESCRIPTION OF AMENDMENT/MODIFICATION (including solicitation/contract subject matter where feasible.)						
SEE PAGE 2						
DISTRIBUTION: (2) Purchase Order (1) Contractor (1) NAVSUP M0252 (EDA) (1) Thao.Vu@navy.mil						
Except as provided herein, all other terms and conditions of the contract remain unchanged and in full force and effect.						
15A. NAME AND TITLE OF SIGNER Donna R. Mullen, Director of Contracts			16A. NAME AND TITLE OF CONTRACTING OFFICER TERRI BAXTER CONTRACTING OFFICER			
(Type or print)			(Type or print)			
15B. CONTRACTOR/OFFEROR 		15C. DATE SIGNED 5/22/2013		16B. UNITED STATES OF AMERICA BY 		16C. DATE SIGNED 5/22/13
(Signature of person authorized to sign)				(Signature of Contracting Officer)		
NSN 7540-01-152-8870 PREVIOUS EDITION UNUSABLE		30-105 (SPCC/UVPT) (REV 10-84) (LOCAL)		STANDARD FORM 30 (REV. 10-83) Prescribed by USA FAR (48 CFR) 53-243		

1. The following paragraphs are hereby modified and/or added to the BPA General Terms and Conditions for clarification purposes:

Paragraph 7.1.1 is modified to read as follows:

7.1.1 The scope of the DoD ESI BPA catalog covers all Adobe Digital Media (formerly Desktop) products. The Contractor shall make available to all authorized users of this Agreement the products and services contained in Attachment A. The Government anticipates and reserves the right to add new Adobe programs and products to the catalog in accordance with paragraph 7.2, provided they are included on the contractor's GSA FSS contract.

Paragraph 7.2.4 is hereby added as follows:

7.2.4 In the event the Contractor's catalog changes are not timely updated in Attachment A to this BPA, the ordering office is authorized to issue a Delivery Order under this BPA for items listed on the contractor's GSA FSS catalog provided the required items are within the scope of this BPA and included on the Contractor's GSA FSS catalog at time of purchase. Contractor shall quote their applicable BPA discounted price at the same or greater discount level as the original BPA product prices.

Paragraph 10.1.4 is hereby added as follows:

10.1.4 This guide shall be continuously updated as required and shall not require formal modification to the BPA. All changes to the ordering guide shall be reviewed and approved by the PCO prior to posting.

2. Block 17a of the BPA Standard Form 1449 is hereby changed shown the Contractor POC as Yvette Gause, Phone (301) 610-0753, Email: ygause@govconnection.com

3. BPA Attachment A - Product and Price List is hereby deleted in its entirety and replaced with Attachment A to this modification.

4. BPA Attachment D - Ordering Guide is hereby deleted in its entirety and replaced with Attachment D to this modification with changes shown in "red" text.

5. BPA Attachment F - Report of Sales Format is hereby deleted in its entirety and replaced with Attachment F to this modification.

6. BPA Attachment G - Fees and Payments is hereby deleted in its entirety and replaced with Attachment G to this modification with changes shown in "red" text.

7. All other terms and conditions remain unchanged.