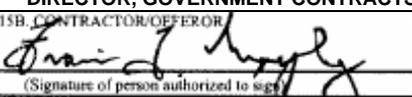
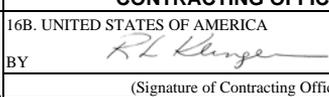


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			I. CONTRACT ID CODE	PAGE OF PAGES	
2. AMENDMENT/MODIFICATION NO. P00003		3. EFFECTIVE DATE SEE BLOCK 16C	4. REQ./PURCH REQ.#	5. PROJECT NO. (IF APPLICABLE)	
6. ISSUED BY NAVAL INVENTORY CONTROL POINT 5450 CARLISLE PIKE, P.O. BOX 2020 MECHANICSBURG, PA 17055-0788		CODE N00104	7. ADMINISTERED BY SAME AS BLOCK 6 SYLVIA NEIDIG, CODE 0272.5 PHONE: 717-605-1548 EMAIL: SYLVIA.NEIDIG@NAVY.MIL		CODE N00104
8. NAME AND ADDRESS OF CONTRACTOR GARTNER, INC. 56 TOP GALLANT ROAD STAMFORD, CT 06904-2212 POC: TRACEY HABER PHONE: 703-387-5676 EMAIL: TRACEY.HABER@GARTNER.COM			9A. AMENDMENT OF SOLICITATION NO.		
			9B. DATED (SEE ITEM 11)		
			10a. MODIFICATION OF CONTRACT/ORDER X N00104-07-A-ZF30 GS-35F-5014H & GS-10F-0581P		
			10b. DATED (SEE ITEM 13) 12/05/2006		
CODE 0EFU3	FACILITY CODE				
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 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	is not,	X is required to sign this document and return 1 copy.			
14. DESCRIPTION OF AMENDMENT/MODIFICATION (including solicitation/contract subject matter where feasible.)					
1. THE PURPOSE OF THIS MODIFICATION IS TO UPDATE THE PRODUCTS MADE AVAILABLE UNDER THIS BPA AND TO MAKE ADMINISTRATIVE CHANGES.					
2. THE PRICING MATRIX INCORPORATED IN ATTACHMENT A TO THE BPA IS HEREBY DELETED IN ITS ENTIRETY AND REPLACED WITH ATTACHMENT A TO THIS MODIFICATION. PRICE REVISIONS ARE INCORPORATED FOR THE GITL REFERENCE AND ADVISOR PRODUCT DUE TO CHANGES IN THE UNDERLYING GSA SCHEDULE PRICES					
3. THE CONTRACTING OFFICE POC INFORMATION APPEARING IN PARAGRAPH B.2.A OF THE BPA IS CHANGED AS FOLLOWS: FROM: POC - SYLVIA JOHNSON EMAIL - SYLVIA.JOHNSON@NAVY.MIL TO: POC - SYLVIA NEIDIG EMAIL - SYLVIA.NEIDIG@NAVY.MIL					
4. THE CODE FOR THE PROGRAM MANAGEMENT OFFICE APPEARING IN PARAGRAPH B.2.B OF THE BPA IS CHANGED AS FOLLOWS: FROM: CODE 2829 TO: CODE 55190					
5. THE ATTENTION LINE FOR THE AIR FORCE FEE PAYMENTS APPEARING IN PARAGRAPH 3.3 OF ATTACHMENT B TO THE BPA IS CHANGED AS FOLLOWS: FROM: MS. URSULA HAKES TO: MS. SHANNA OLINGER					
6. ALL OTHER BPA TERMS AND CONDITIONS REMAIN UNCHANGED.					
DISTRIBUTION: (2) PURCHASE FOLDER (1) ELIZABETH.VONASEK@NAVY.MIL (1) ITSERVICESBPA@GUNTER.AF.MIL (1) CONTRACTOR (1) ADELIA.WARDLE@US.ARMY.MIL (1) SUSAN.LIZZI@DLA.MIL (1) PEGGY.HARPE@NAVY.MIL (1) MARGARET.KIRSCH@US.ARMY.MIL (1) JONNICE.MEDLEY@DISA.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 FRANCIS T. MURPHY DIRECTOR, GOVERNMENT CONTRACTS			16A. NAME AND TITLE OF CONTRACTING OFFICER R. L. KLINGER CONTRACTING OFFICER		
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)		15C. DATE SIGNED 9/10/07	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)		16C. DATE SIGNED 09/10/2007
NSN 7540-01-152-8070	30-105	STANDARD FORM 30 (REV. 10-83)			
PREVIOUS EDITION UNUSABLE	(SPCC OVPT) (REV 10-84) (LOCAL)	Prescribed by GSA	FAR (48 CFR) 53-243		

PRODUCTS AND PRICES

GARTNER CORE RESEARCH

FOR RENEWAL ONLY

CLIN	DESCRIPTION	QTY	UNIT PRICE
1001	Core Research - Reference Members FOR RENEWAL ORDERS ONLY		
1001AA	Reference Members - Qty 1 through 9	Each User @	\$9,453.00
1001AB	Reference Members - Qty 10 through 24	Each User @	\$7,088.00
1001AC	Reference Members - Qty 25 through 49	Each User @	\$4,961.00
1001AD	Reference Members - Qty 50 through 99	Each User @	\$4,017.00
1001AE	Reference Members - Qty 100 through 249	Each User @	\$3,072.00
1001AF	Reference Members – Over 250	Individually Negotiated	
1001AG	Deleted - Reference Members - Over 1,000		Deleted
1001AH	Deleted - Reference Members - Additional or Secondary Media		Deleted

CLIN	DESCRIPTION	QTY	UNIT PRICE
1002	Core Research - Advisor Members FOR RENEWAL ORDERS ONLY		
1002AA	Advisor Members - Qty 1 through 9	Each User @	\$15,950.00
1002AB	Advisor Members - Qty 10 through 24	Each User @	\$8,862.00
1002AC	Advisor Members - Qty 25 through 49	Each User @	\$7,563.00
1002AD	Advisor Members - Qty 50 through 99	Each User @	\$6,613.00
1002AE	Advisor Members - Qty 100 through 249	Each User @	\$5,790.00
1002AF	Advisor Members – Over 250	Individually Negotiated	
1002AG	Deleted - Advisor Members - Over 1,000		Deleted
1002AH	Deleted - Advisor Members - Additional or Secondary Media		Deleted

NOTES: (CLINS 1001 & 1002)

- Pricing is for Annual Membership.
- All Memberships commence on the first of the calendar month.
- Aggregate Reference and Advisor Seats at the Agency/Bureau/Operating Unit level only — on a single Purchase Order—to determine price per seat.
- CORE seats do not contribute ("count") toward EXP multi-member discount.
- GITL, EXP, Best Practice Council memberships do contribute ("count") toward determining CORE multi-user price level.
- Effective 2/1/2007, the above pricing structure is no longer available to new clients.
- Renewals of existing seats will be accepted, at the same number of Users / price level contained in the aggregate Purchase Order in effect on 1/31/2007, unless the renewal (number of Users) aggregate drops to a lower price level.
- Conversely, upon renewal, seat additions that increase or raise the aggregate number of users to a new or higher quantity (i.e., a lower price per user) are no longer permitted. Additional seats that satisfy the aggregation requirements will be priced at the "existing" (prior) price level.

GARTNER CORE RESEARCH

FOR NEW CLIENTS

CLIN	DESCRIPTION	QTY	UNIT PRICE
1003	Core Research - Reference Members – FOR NEW CLIENTS		
1003AA	Reference Member – Single User	1	\$14,438.00
1003AB	Reference Member – Multi Users	Each User @	\$8,624.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
1004	Core Research - Advisor Members – FOR NEW CLIENTS		
1004AA	Advisor Member – Single User	1	\$22,190.00
1004AB	Advisor Member – Multi Users	Each User @	\$16,376.00

NOTES: (CLINS 1003 & 1004)

- Pricing is for Annual Membership.
- All Memberships commence on the first of the calendar month.
- Aggregate Reference and Advisor Seats at the Agency/Bureau/Operating Unit level only — on a single Purchase Order—to determine price per seat.
- CORE seats do not contribute (“count”) toward EXP multi-member discount.
- GITL, EXP, Best Practice Council memberships do contribute (“count”) toward determining CORE multi-user price level.

CLINS 1005 - 1999 ARE RESERVED

GARTNER FOR IT LEADERS (GITL)

CLIN	DESCRIPTION	QTY	UNIT PRICE
2001	Gartner for IT Leaders (GITL) - Reference User Product Code: REFROLE		
2001AA	GITL Reference User - Single User - per user	1	\$17,150.00
2001AB	GITL Reference User - Multi User - per user	1	\$11,270.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
2002	Gartner for IT Leaders (GITL) - Advisor User Product Code: ADVROLE		
2002AA	GITL Advisor User - Single User - per user	1	\$24,990.00
2002AB	GITL Advisor User - Multi User - per user	1	\$19,110.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
2003	Gartner for IT Leaders (GITL) - Premier User Product Code: PREMROLE		
2003AA	GITL Premier User - Single User - per user	1	\$42,630.00
2003AB	GITL Premier User - Multi User - per user	1	\$36,750.00

NOTES:

- Pricing is for Annual Membership.
- All GITL Memberships commence on the first of the calendar month.
- Aggregate Reference, Advisor and Premier Users at the Agency/Bureau/Operating Unit level only - on a single Purchase Order—to determine price per User.
- GITL seats do not contribute (“count”) toward EXP multi-member discount.

CLINS 2004 - 2999 ARE RESERVED

GARTNER EXECUTIVE PROGRAMS (EXP)

CLIN	DESCRIPTION	QTY	UNIT PRICE
3001	EXP CIO Signature		
3001AA	Standard Pricing - Annual Membership for one member	1	\$66,028.00
3001AB	Deleted - Renewal Price for Signature Renewals <i>before</i> 01/01/2007		Deleted
3001AC	Deleted - Renewal Price for Signature Renewals <i>after</i> 01/01/2007		Deleted
3001AD	Additional EXP Research Reports (up to 10 sets) - Annual Price	1 set	\$5,000.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
3002	EXP Premier		
3002AA	Standard Pricing - Annual Membership for one member	1	\$32,462.00
3002AB	Multi Membership – 2nd and additional memberships from same agency	1	\$29,070.00
3002AC	Deleted - Multi Membership - 3rd, 4th and 5th members		Deleted
3002AD	Renewal Only - *Not Available for New Orders Multi Membership - 6 and up members from same agency *Effective 2/1/2007, this price is only available for renewal of existing memberships previously discounted at the 6+ member price level.	1	\$26,362.00
3002AE	Deleted - Multi Membership - 11th and up members		Deleted
3002AF	Deleted - EXP Premier Additional Reports (EXPA)		Deleted
3002AG	Deleted - EXP Premier - People3 Annual Compensation Report (EXPB)		Deleted
3002AH	Deleted - EXP Premier - People3 Trend Reports (EXPC)		Deleted

CLIN	DESCRIPTION	QTY	UNIT PRICE
3003	EXP HR		
3003AA	Standard Pricing - Annual Membership for one member	1	\$30,524.00
3003AB	Multi Membership – 2nd and additional memberships from same agency	1	\$27,520.00
3003AC	Deleted - Multi Membership - 3rd, 4th and 5th members		Deleted
3003AD	Deleted - Multi Membership - 6th, 7th, 8th, 9th and 10th members		Deleted

NOTES:

- All EXP memberships commence on the first day of a calendar month.
- EXP CIO Signature is not eligible for multi-member discount. However, Signature membership does contribute (“count”) toward determining EXP Premier multi-member discount level(s).
- Multi-membership discounts (for multiple memberships from the same Agency) are not restricted to a single site but must be ordered on the same Purchase Order and reflect a common "Bill To" address.
- CORE or GITL seats do not contribute (“count”) toward EXP multi-member discount.
- EXP HR members are provided a 10 percent discount on Human Capital Management Workshops.
- EXP CIO Signature - All deliverables are available to the Member and Designated Delegates only, except as otherwise stated herein.
- EXP Premier - All deliverables are available to the registered Member only.
- Services are to be used for each Member’s / Designated Delegate’s individual business purposes for the benefit of Client.
- Gartner periodically updates Service names and deliverables to reflect client needs and market relevance.

CLINS 3004 - 6999 ARE RESERVED

HUMAN CAPITAL MANAGEMENT WORKSHOPS

CLIN	DESCRIPTION	QTY	UNIT PRICE
7001	Mission, Vision, Values Workshops		
7001AA	Each Workshop	1	\$42,820.00
7001AB	Each Workshop for EXP HR member	1	\$38,540.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
7002	Communication Strategy and Plan Workshop		
7002AA	Each Workshop	1	\$42,820.00
7002AB	Each Workshop for EXP HR member	1	\$38,540.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
7003	Leadership Development Workshop		
7003AA	Each Workshop	1	\$42,820.00
7003AB	Each Workshop for EXP HR member	1	\$38,540.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
7004	Organizational Design Workshop		
7004AA	Each Workshop	1	\$42,820.00
7004AB	Each Workshop for EXP HR member	1	\$38,540.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
7005	Human Capital Assessment Workshop		
7005AA	Each Workshop	1	\$42,820.00
7005AB	Each Workshop for EXP HR member	1	\$38,540.00

CLIN	DESCRIPTION	QTY	UNIT PRICE
7006	Organization Alignment Workshop		
7006AA	Each Workshop	1	\$42,820.00
7006AB	Each Workshop for EXP HR member	1	\$38,540.00
7006AC	Additional Competency Models - Additional competency model half-day workshop sessions can be purchased for \$11,335 per competency model workshop session if the definition of additional competency models is desired.	1	\$11,335.00

CLINS 7007 - 7999 ARE RESERVED

BEST PRACTICES COUNCILS

CLIN	DESCRIPTION	QTY	SINGLE MEMBER	MULTI MEMBER
8001	Best Practices Councils			
8001AA	Best Practices Council for Architect and Planning Executives	1	\$22,820.00	\$21,510.00
8001AB	Best Practices Council for Information Security Executives	1	\$22,820.00	\$21,510.00
8001AC	Best Practices Council for Emerging Technology Management Executives	1	\$22,820.00	\$21,510.00
8001AD	Best Practices Council for IT Sourcing Management Executives	1	\$22,820.00	\$21,510.00
8001AE	Best Practices Council for Enterprise Applications - SAP Executives	1	\$22,820.00	\$21,510.00
8001AF	Best Practices Council for Infrastructure Executives	1	\$22,820.00	\$21,510.00

NOTES:

- Pricing is for Annual Membership.
- All Best Practices Councils Memberships commence on the first of the calendar month.
- Multi-membership pricing (for multiple Best Practices Councils memberships from the same Agency) is not restricted to a single site but all Memberships must be ordered on the same Purchase Order and reflect a common "Bill To" address.
- Best Practices Councils Membership does not contribute ("count") toward CORE multi-seat discount rates.

CLINS 8002 - 8999 ARE RESERVED

GARTNER CONSULTING

CLIN	DESCRIPTION	HOURLY RATE	DAILY RATE
9001	IT Professional Services IT Contract GS-35F-5014H SIN 132-51		
9001AA	Vice President	\$488.64	\$3,909.12
9001AB	Director	\$405.02	\$3,240.16
9001AC	Associate Director	\$334.49	\$2,675.92
9001AD	Senior Consultant	\$264.97	\$2,119.76
9001AE	Consultant	\$195.46	\$1,563.68
9001AF	Associate Consultant	\$145.08	\$1,166.40

CLIN	DESCRIPTION	HOURLY RATE	DAILY RATE
9002	Professional Services MOBIS Contract GS-10F-0581P SINs 874-1, 874-3, 874-6 and 874-7		
9002AA	Vice President	\$488.64	\$3,909.12
9002AB	Director	\$405.02	\$3,240.16
9002AC	Associate Director	\$334.49	\$2,675.92
9002AD	Senior Consultant	\$264.97	\$2,119.76
9002AE	Consultant	\$195.46	\$1,563.68
9002AF	Associate Consultant	\$145.08	\$1,166.40

DoD ESI BPA Discounts on Gartner Consulting:

Orders: The following discounts will be applied based on the proposed value of each engagement. These discounts are applied against the "then current" GSA contract rates, based on the value of the individual Purchase Orders.

Modifications: If an order is modified to add additional funding and the total value of the order qualifies for a discount, the discount will apply to the modification only. The original order will not qualify for a retroactive discount based on modifications.

Proposed Engagement	Consulting Discount Levels
\$1 - \$249,999	Current GSA Professional Service Rates
\$250,000 - \$499,000	1% off current GSA Professional Services Rates
\$500,000 - \$999,999	2% off current GSA Professional Services Rates
\$1,000,000+	3% off current GSA Professional Services Rates