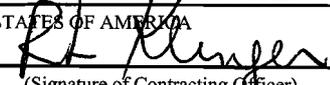


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAGES	
2. AMENDMENT/MODIFICATION NO. <b>P00003</b>			3. EFFECTIVE DATE <b>SEE BLOCK 16C</b>	4. REQ./PURCH REQ.#	5. PROJECT NO. (IF APPLICABLE)
6. ISSUED BY <b>NAVAL INVENTORY CONTROL POINT 10 CARLISLE PIKE, P.O. BOX 2020 CHANICSBURG, PA 17055-0788</b>		CODE <b>N00104</b>	7. ADMINISTERED BY <b>SAME AS BLOCK 6 S.C. JOHNSON CODE: 0272.5 PHONE: (717) 605-1548 EMAIL: SYLVIA_C_JOHNSON@ICPMECH.NAVY.MIL</b>		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)  <b>SOFTMART GOVERNMENT SERVICES, INC. 450 ACORN LANE DOWNTOWN, PA 19335</b>			9A. AMENDMENT OF SOLICITATION NO.		
			9B. DATED (SEE ITEM 11)		
			10a. MODIFICATION OF CONTRACT/ORDER <b>N00104-02-A-ZE84 GS-35F-0346J</b>		
			10B. DATED (SEE ITEM 13) <b>07/26/2002</b>		
CODE <b>1LW45</b>	FACILITY CODE		<b>X</b>		
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>					
<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) <b>N/A</b>					
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>X</b>		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).			
		C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:			
		D. OTHER (Specify type of modification and authority)			
E. IMPORTANT: Contractor		<b>X</b> is not,	is required to sign this document and return 2 copies.		
14. DESCRIPTION OF AMENDMENT/MODIFICATION (including solicitation/contract subject matter where feasible.)					
1. THE PURPOSE OF THIS MODIFICATION IS TO REVISE PARAGRAPH A.4 OF THE BPA TO READ AS FOLLOWS:  <b>BPA TERM. THE BPA EXPIRES UPON COMPLETION OF ALL ENROLLMENTS MADE WITHIN THE SPECIFIED ORDERING YEAR. THIS EXPIRATION IS CONTINGENT UPON THE CONTRACTOR MAINTAINING OR RENEWING A GSA FSS SCHEDULE. THE BPA WILL BE REVIEWED ANNUALLY. NEW ENROLLMENTS AND PRODUCTS MAY ONLY BE PURCHASED IN THE FIRST YEAR OF THE AGREEMENT. ORDERING OF DESKTOP CONFIGURATION AND SINGLE PRODUCT EXPIRES ON 6/26/2003. RENEWALS OF ENROLLMENTS THAT ARE MADE IN THE FIRST YEAR MAY BE ORDERED IN THE SECOND AND SUBSEQUENT YEARS UNTIL FULL PAYMENT HAS BEEN MADE AND THE TERM OF THE ENROLLMENT HAS EXPIRED.</b>					
2. ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.					
DISTRIBUTION:					
(2) PURCHASE FOLDER		(1) <a href="mailto:linda.greenwade@navy.mil">linda.greenwade@navy.mil</a>		(1) <a href="mailto:Karen.Walzer@mail1.monmouth.army.mil">Karen.Walzer@mail1.monmouth.army.mil</a>	
(1) CONTRACTOR		(1) <a href="mailto:rightmej@spawar.navy.mil">rightmej@spawar.navy.mil</a>		(1) <a href="mailto:Robert.Hamrick@gunter.af.mil">Robert.Hamrick@gunter.af.mil</a>	
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 (Type or print)			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)		
			<b>R. L. KLINGER CONTRACTING OFFICER</b>		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA BY 	
(Signature of person authorized to sign)				(Signature of Contracting Officer)	
				16C. DATE SIGNED <b>05/28/2003</b>	
NSN 7540-01-152-8070 PREVIOUS EDITION UNUSABLE		30-105 (SPCC OVPT) (REV 10-84) (LOCAL)		STANDARD FORM 30 (REV. 10-83) Prescribed by GSA FAR (48 CFR) 53-243	