

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. G. RACT ID CODE AC	PAGE OF PAGES 1   1
2. AMENDMENT/MODIFICATION NO. M054	3. EFFECTIVE DATE See Block 16.c	4. REQUISITION/PURCHASE REQ. NO. NOPR	5. PROJECT NO. (If applicable)	
6. ISSUED BY U. S. Department of Energy National Nuclear Security Administration P. O. Box 2001 Oak Ridge, TN 37831		7. ADMINISTERED BY (If other than Item 6) CODE		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)  BWXT Y-12, L.L.C. P.O. Box 2009 MS 8014 Oak Ridge, TN 37831-8014		( )  <input type="checkbox"/>	9A. AMENDMENT OF SOLICITATION NO.	
			9B. DATED (SEE ITEM 11)	
		X	10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC05-00OR22800	
			10B. DATED (SEE ITEM 13) August 31, 2000	
CODE	FACILITY CODE			

**11. THIS ITEM APPLIES TO AMENDMENTS OF SOLICITATIONS**

The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers  is extended,  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 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 APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

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.
<input type="checkbox"/>	
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) Public Law 95-91 and Mutual Agreement

E. IMPORTANT: Contractor      is not X is required to sign this document and return   2   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 modification is to replace the current Attachment D "Key Personnel" with the enclosed Attachment D which is effective February 1, 2003 in order to show the General Manager as Denny Ruddy rather than John T. Mitchell, Jr.

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) Ron Wessel Director, Office of Prime Contract		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) William W. Wistrom Contracting Officer	
15B. CONTRACT/OFFEROR BY <u>    </u> (Signature of person authorized to sign)	15C. DATE SIGNED <u>  1/17/03  </u>	16B. UNITED STATES OF AMERICA BY <u>    </u> (Signature of Contracting Officer)	16C. DATE SIGNED <u>  1/17/03  </u>

**SECTION J - ATTACHMENT D**

**KEY PERSONNEL**

General Manager  
Deputy General Manager, Operations  
Deputy General Manager, Programs  
Director, DSW Program  
Director, Campaigns Program  
Director, RTBF Program  
Director, Planning and Integration  
Director, ES&H  
Director, Manufacturing  
Director, Capital Programs

Denny Ruddy  
James A Conner, Jr.  
Gregory H. Baker  
William G. Reis  
Kevin R. Finney  
Christopher L. Clark  
Larry E. Cumberland  
Leslie H. Reed  
Richard V. Carlson  
Mark S. Barth

Effective as of February 1, 2003