

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   3
2. AMENDMENT/MODIFICATION NO. 0049	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY SPRO U.S. Department of Energy SPRO 900 Commerce Road East US 492 New Orleans LA 70123	CODE 01601	7. ADMINISTERED BY (If other than Item 6) SPRO U.S. Department of Energy SPRO 900 Commerce Road East US 492 New Orleans LA 70123	CODE 01601
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) FLUOR FEDERAL PETROLEUM OPERATIONS, LLC Attn: Paul Avery 850 S. Clearview Parkway New Orleans LA 701233401		(x)	9A. AMENDMENT OF SOLICITATION NO.
CODE 078490442		FACILITY CODE	9B. DATED (SEE ITEM 11)
		x	10A. MODIFICATION OF CONTRACT/ORDER NO. DE-FE0011020
			10B. DATED (SEE ITEM 13) 09/18/2013

**11. THIS ITEM ONLY 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)

See Schedule

**13. THIS ITEM ONLY APPLIES TO MODIFICATION 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.
	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:
X	D. OTHER (Specify type of modification and authority) See 14. below.

**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.)

Bilateral modification pursuant to the authority of FAR 1.08(d), contract clauses H.2 Modification Authority, H .21 Work Authorization Directives, I.105 DEAR 970.5204-2 Laws, Regulations, and DOE Directives, I.109 DEAR 970.5215-1 Total Available Fee, and mutual agreement of the parties.

A. Reference Section B, B.5 - Contract Value: The contract value is revised as follows:  
 •The Fiscal Year (FY) 2016 estimated costs are revised to reflect the actual costs as reported in the Statement of Cost Incurred and Claimed (SCIC). The FY 2016 Fee is revised to reflect the actual Fee Earned.  
 •The FY 2017 estimated costs are revised to reflect the Final Annual Operating Plan (CR Level) to included DOE approved changes and carryover, and Work Authorization Directive Continued ...

Except as provided herein, all terms and conditions of the document referenced in Item 9 A or 10A, as heretofore changed, remains 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) Sally L. Leingang	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA Signature on File (Signature of Contracting Officer)	16C. DATE SIGNED 02/14/2017

NAME OF OFFEROR OR CONTRACTOR  
FLUOR FEDERAL PETROLEUM OPERATIONS, LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>revisions issued through January 2017.</p> <p>As a result, the total contract value is increased by \$32,429,236 from \$759,072,574 to \$791,501,810. (See attached Section B)</p> <p>B. Reference Section I - Contract Clauses: Contract Clauses have been revised to incorporate the changes delineated below to the Federal Acquisition Regulations (FAR) through Federal Acquisition Circular 2005-95, and Department of Energy Acquisition Regulations (DEAR).</p> <p>I.14 FAR 52.204-7 SYSTEM FOR AWARD MANAGEMENT (Oct 2016)                      I.16 FAR 52.204-10 REPORTING EXECUTIVE COMPENSATION AND FIRST-TIER SUBCONTRACT AWARDS (Oct 2016)                      I.23 FAR 52.219-8 UTILIZATION OF SMALL BUSINESS CONCERNS (Nov 2016)                      I.24 FAR 52.219-9 SMALL BUSINESS SUBCONTRACTING PLAN (Jan 2017)                      I.44 FAR 52.222-26 EQUAL OPPORTUNITY (Sep 2016)                      I.76 FAR 52.234-4 EARNED VALUE MANAGEMENT (Nov 2016)                      I.90 DEAR 952.204-2 SECURITY (Aug 2016)                      I.140 DEAR 970.5244-1 CONTRACTOR PURCHASING SYSTEM (Aug 2016)                      I.141 DEAR 970.5245-1 PROPERTY (Aug 2016)                      I.144 FAR 52.204-13 SYSTEM FOR AWARD MANAGEMENT MAINTENANCE (Oct 2016)                      I.151 FAR 52.203-99 PROHIBITION ON CONTRACTING WITH ENTITIES THAT REQUIRE CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS - REPRESENTATIONS (Deviation 2015-02) (Feb 2015) is deleted and replaced with I.151 FAR 52.203-19 PROHIBITION ON REQUIRING CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS OR STATEMENTS (JAN 2017) (See attached Section I)</p> <p>C. Reference Section J, Attachment F - List of Applicable DOE/SPRPMO Directives: The Directives List is revised to incorporate the following changes:                      Change 1 to DOE O 142.3A- Unclassified Foreign Visits and Assignments (01/18/17) is added;                      DOE O 221.1B - Reporting Fraud Waste, and Abuse to the Office of Inspector General (09/27/16) is added; replacing DOE O 221.1A (04/19/08).                      DOE O 251.1C - Departmental Directives Program Continued ...</p>				

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DE-FE0011020/0049

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NAME OF OFFEROR OR CONTRACTOR  
FLUOR FEDERAL PETROLEUM OPERATIONS, LLC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>(01/15/09) is deleted.                      Change 1 to DOE O 442.2 - Differing Professional Opinions for Technical Issues Involving Environmental, Safety, and Health Technical Concerns (10/04/16) is added.                      DOE O 460.1D - Hazardous Materials Packaging and Transportation Safety (12/29/16) is added; replacing DOE O 460.1C - Packaging and Transportation Safety (05/14/10).                      DOE O 470.3C - Design Basis Threat (DBT) (11/23/16) is added; replacing DOE O 470.3B - Graded Security Protection Plan (08/12/08).                      SPRPMO N 450.11 - SPR Environmental, Security, Safety, Health, and Emergency Preparedness Goals, FY 2017 (09/13/16) is added; replacing SPRPMO N 450.10 FY 2016 Goals (01/15/16). (See attached Section J, Attachment F)                      Payment:                          OR for SPRO                          U.S. Department of Energy                          Oak Ridge Financial Service Center                          P.O. Box 6017                          Oak Ridge TN 37831                      FOB: Destination                      Period of Performance: 04/01/2014 to 03/31/2019</p>				