AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE 11SC007075 5. PROJECT NO. (If applicable) 00518

2. AMENDMENT/MODIFICATION NO. 391 4. REQUISITION/ PURCHASE REQ. NO. Items 1 & 2

3. EFFECTIVE DATE See Block 16C 7. ADMINISTERED BY (If other than Item 6) 00518

8. ISSUED BY CODE Oak Ridge U.S. Department of Energy
Oak Ridge
P.O. Box 2001
Oak Ridge TN 37831

9A. AMENDMENT OF SOLICITATION NO. Oak Ridge

9B. DATED (SEE ITEM 11) P.O. Box 2001

10A. MODIFICATION OF CONTRACT/ORDER NO. Oak Ridge
DE-AC05-06OR23100

10B. DATED (SEE ITEM 13) Oak Ridge TN 37831

11/SC007075 Items 1 & 2

12. ACCOUNTING AND APPROPRIATION DATA (If required) Net Increase: $17,591,345.86

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 52.232-22 Limitation of Funds; B-4 Obligation of Funds

D. OTHER (Specify type of modification and authority) 

E. IMPORTANT: Contractor is not, is required to sign this document and return copies to the issuing office.

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.

Tax ID Number: 62-0476816
DUNS Number: 041152224

Technical Services for Management of the Oak Ridge Institute of Science and Education

The purpose of this modification is to oblige funding in the amount of $17,591,345.86. (Of this amount $11,519,914.69 is non-appropriated funds. The cumulative amount of non-appropriated funds obligated to the contract beginning with modification 071, dated 7/29/2009, is $46,130,133.17.) Clause B.4 Obligation of Funds, paragraph (a) is revised as follows:

"Pursuant to the Clause in Section I, FAR 52.232-22 entitled "Limitation of Funds," total funds in the amount of $1,166,639,052.22 are obligated herewith and made available for Continued ...

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) Mary L. Crow

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)

15B. CONTRACTOR/OFFEROR

16B. UNITED STATES OF AMERICA

15C. DATE SIGNED 16C. DATE SIGNED

08/29/2011

Signature on File

(Signature of person authorized to sign) (Signature of Contracting Officer)
<table>
<thead>
<tr>
<th>ITEM NO. (A)</th>
<th>SUPPLIES/SERVICES (B)</th>
<th>QUANTITY (C)</th>
<th>UNIT (D)</th>
<th>UNIT PRICE (E)</th>
<th>AMOUNT (F)</th>
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<tbody>
<tr>
<td></td>
<td>payment of allowable costs and maximum fee to be incurred from the effective date of this contract through the period estimated to end December 31, 2015.&quot;</td>
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<td>FOB: Destination</td>
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<td>Period of Performance: 01/01/2006 to 12/31/2015</td>
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