

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE	PAGE OF PAGES 1   2
2. AMENDMENT/MODIFICATION NO. PA05	3. EFFECTIVE DATE SEE BLOCK 16C	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (IF APPLICABLE)	
6. Issued By Code	QTACA	7. ADMINISTERED BY (If other than Item 6) Code		
U.S. GENERAL SERVICES ADMINISTRATION ENTERPRISE GWAC CENTER 9988 HIBERT STREET, SUITE 310 SAN DIEGO, CA 92131				
8. Name and Address of Contractor (No., street, county, State and ZIP Code)		(x)	9A. AMENDMENT OF SOLICITATION NO.	
ENGINEERING AND PROFESSIONAL SERVICES, INC. 78 APPLE STREET TINTON FALLS, NJ 07724-2600			9B. DATED (SEE ITEM 11)	
			10A. MODIFICATION OF CONTRACT/ORDER NO. GS00Q09BGD0028	
		X	10B. DATED (SEE ITEM 13) 05/01/2009	
CODE	FACILITY CODE			

**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.

Offer's 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)  
N/A

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

	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.
X	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). Administrative changes per FAR 43.103 (b)(1)
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority)

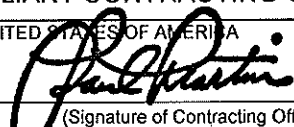
E. IMPORTANT: Contractor  is not,  is required to sign this document and return 1 copies to the issuing office.

1. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

A. The above numbered contract is hereby modified to recognize modification PA 108 on GSA Connections Contract GS00T03AHD0003 changing the Contractor's name from Engineering & Professional Services, Inc to EPS Corporation. The modification is attached and includes identification of the Alliant contract GS00Q09BGD0028 within the modification.

B. Support for this modification is found in the May 19, 2009, Change-of-Name Agreement from Engineering & Professional Services, Inc. to EPS Corporation, executed on behalf of the Government by the DCMA ACO, who for purposes of name change serving as

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)	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) PAUL MARTIN ALLIANT CONTRACTING OFFICER
15B. CONTRACTOR/OFFEROR	16B. UNITED STATES OF AMERICA
15C. DATE SIGNED	16C. DATE SIGNED 06 MAR 2011
(Signature of person authorized to sign)	BY  (Signature of Contracting Officer)

Government-wide "Responsible Contracting Officer" under FAR 42.1205. The May 19, 2009 Change-of Name Agreement expressly covers this contract and is attached to and made a part of this modification.

- C. A copy of the document effecting the name change, authenticated by the appropriate State Official, is attached to and made a part of this modification.
- D. This modification accomplishes a change in corporate name and addresses only and all rights and obligations of the Government and of Contractor under this contract are unaffected by this change.
- E. The price of the contract is not affected by this modification.

**End of Modification**

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1 CONTRACT ID CODE	PAGE 1 OF 2 PAGES
2 AMENDMENT/MODIFICATION NO <b>PA108</b>	3 EFFECTIVE DATE <b>See Block 16c</b>	4 REQUISITION/PURCHASE REQ NO <b>N/A</b>	5 PROJECT NO (if applicable)	
6 ISSUED BY <b>General Services Administration Federal Acquisition Service (QTAF) 10304 Eaton Place (3rd Floor) Fairfax City, VA 22030</b>		7 ADMINISTERED BY (if other than Item 6)		CODE
8 NAME AND ADDRESS OF CONTRACTOR  <b>Engineering &amp; Professional Services, Inc. 78 Apple Street Tinton Falls, NJ 07724-3325</b>			(4) 9A AMENDMENT OF SOLICITATION NO	
			9B DATED (SEE ITEM 11)	
			10A MODIFICATION OF CONTRACT/ORDER NO <b>X GS00T03AHD0003</b>	
			10B DATED (SEE ITEM 13) <b>01/30/2003</b>	
CODE	FACILITY CODE			

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 \_\_\_ copy 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 DATA 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 data specified.

2 ACCOUNTING AND APPROPRIATION DATA (if required)

No Change in Obligation Amount

13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.

(4) 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 43.101(b)
X C	THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: <b>FAR Part 42.1205 Agreement to Recognize Contractor's Change of Name</b>
D	OTHER (Specify type of modification and authority)



E. IMPORTANT: Contractor is not is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

**A. The purpose of this modification to Connections Contract GS00T03AHD0003 is to execute Change of Name from Engineering & Professional Services, Inc. to EPS Corporation.**

**B. Support for this modification is found in the May 19, 2009, Change-of-Name Agreement from Engineering & Professional Services, Inc. to EPS Corporation, executed on behalf of the Government by Lawrence Huczko, who for purposes of name change serving as Government-wide "Responsible Contracting Officer" under FAR 42.1205. The May 19, 2009 Change-of-Name Agreement expressly covers this contract and is attached to and made a part of this modification.**

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) <b>JOHN E. GAGLIANO SR VP, Chief Operating Officer and Counsel</b>	16A NAME AND TITLE OF CONTRACTING OFFICER (Type or print) <b>General John T. Braun, Contracting Officer</b>
15B CONTRACTOR OFFEROR 	15C DATE SIGNED <b>11/17/09</b>
16B UNITED STATES OF AMERICA BY 	16C DATE SIGNED <b>11/19/2009</b>

- C. A copy of the document effecting the name change, authenticated by the appropriate State Official, is attached to and made a part of this modification.**
- D. This modification accomplishes a change in corporate name and addresses only and all rights and obligations of the Government and of Contractor under this contract are unaffected by this change.**
- E. The price of the contract is not affect by this modification.**

**End of Modification**

**GSA Exhibit  
to  
Change-Of-Name-Change  
for EPS Corporation**

GSA Contracting Activity Address	Program Name	Procurement Contracting Officer	Contract Number
GSA/FSS, Procurement Operations Divisions, 7FXP 819 Taylor Street, Room 6A24 Fort Worth, TX 76102-6114	GSA LOGWORLD	LYNN J. SPRINGER  P: 253-931-7901 F: 253-931-7174 <a href="mailto:Lynn.springer@gsa.gov">Lynn.springer@gsa.gov</a>	GS-10F-0193P
GSA Management Services Center 400 15th St SW Auburn, WA 98001-6599	GSA MOBIS	Kimberly McFall P: 253-931-7277 F: 253-931-7174 <a href="mailto:Kimberly.McFall@gsa.gov">Kimberly.McFall@gsa.gov</a>	GS-10F-0587P
GSA/FSS, Procurement Operations Divisions, 7Q 819 Taylor Street, Room 7A37 Fort Worth, TX 76102-6114	GSA Schedule 84	Brend McCall P: 817-574-2301 F: 817-574-2688 <a href="mailto:brenda.mccall@gsa.gov">brenda.mccall@gsa.gov</a>	GS-07F-7821C
IIS General Services Administration EAS-Enterprise GWAC Center West 9988 Hibert Street, Suite 310 San Diego, CA 92131	GSA Alliant	Paul Martin P: 858-530-3176 <a href="mailto:paul.martin@gsa.gov">paul.martin@gsa.gov</a>	GS00Q09BGL0028

## CHANGE-OF-NAME AGREEMENT

EPS CORPORATION, formerly known as ENGINEERING AND PROFESSIONAL SERVICES, INC. (Contractor), a corporation duly organized and existing under the laws of the state of Delaware and with a headquarters business address of 78 Apple Street, Tinton Falls, New Jersey 07724, and the UNITED STATES OF AMERICA (Government), enter into this Agreement as of the 31<sup>st</sup> day of March 2009.

(a) The parties agree to the following facts:

(1) The Government, represented by various Contracting Officers of the agencies with responsibility for the contracts shown on the list attached as "Exhibit A," has entered into certain contracts and purchase orders with EPS Corporation. These contracts are identified in the attached list marked "Exhibit A" and incorporated in this Agreement by reference. The term "the contracts," as used in this Agreement, means the above contracts and purchase orders and all other contracts and purchase orders, including all modifications, made by the Government and the Contractor before the effective date of this Agreement (whether or not performance and payment have been completed and releases executed if the Government or the Contractor has any remaining rights, duties, or obligations under these contracts and purchase orders).

(2) Engineering and Professional Services, Inc., by an amendment to its certificate of incorporation, dated March 26 2009 and filed with the state of Delaware on March 31, 2009, has changed its corporate name to EPS Corporation.

(3) This amendment accomplishes a change of corporate name only and all rights and obligations of the Government and of the Contractor under the contracts are unaffected by this change.

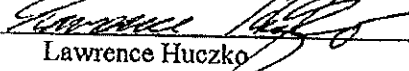
(4) Documentary evidence of this change of corporate name has been filed with the Government.

(b) In consideration of these facts, the parties agree that --

(1) The contracts covered by this Agreement are amended by substituting the name "EPS Corporation" for the name "Engineering and Professional Services, Inc." wherever it appears in the contracts; and

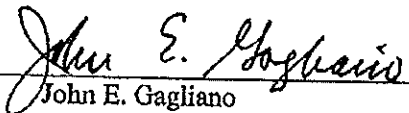
(2) Each party has executed this Agreement as of the day and year first above written.

**UNITED STATES OF AMERICA**

By   
Lawrence Huczko

Title: Administrative Contracting Officer  
Defense Contract Management Agency

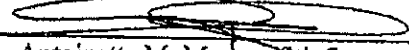
**EPS CORPORATION**  
(formerly known as Engineering and Professional Services, Inc.)

By   
John E. Gagliano

Title: Senior Vice President, Chief Operating Officer and General Counsel

**CERTIFICATE**

I, Antoinette M. Musorrafti, certify that I am the Secretary of EPS Corporation; that John E. Gagliano, who signed this Agreement for this corporation, was then the Senior Vice President, Chief Operating Officer and General Counsel of this corporation; and that this Agreement was duly signed for and on behalf of this corporation by authority of its governing body and within the scope of its corporate powers. Witness my hand and the seal of this corporation this 27<sup>th</sup> day of April 2009.

By   
Antoinette M. Musorrafti, Secretary

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ENGINEERING AND PROFESSIONAL SERVICES INC.", CHANGING ITS NAME FROM "ENGINEERING AND PROFESSIONAL SERVICES INC." TO "EPS CORPORATION", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MARCH, A.D. 2009, AT 11:30 O'CLOCK A.M.

2023813 8100

090377398

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7256686

DATE: 04-21-09



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:30 AM 03/31/2009  
FILED 11:30 AM 03/31/2009  
SRV 090321539 - 2023813 FILE

**STATE OF DELAWARE  
CERTIFICATE OF NAME CHANGE AMENDMENT  
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

**FIRST:** That at a meeting of the Board of Directors of **ENGINEERING AND PROFESSIONAL SERVICES INC.** resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED,** that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "1" so that, as amended, said Article shall be and read as follows:

- 1. The name of the corporation is EPS CORPORATION.**

**SECOND:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF,** said corporation has caused this certificate to be signed this 26<sup>th</sup> day of March 2009.

By: \_\_\_\_\_

Antoinette M. Musorafiti  
Secretary

