

2. AMENDMENT/MODIFICATION NO. 392	3. EFFECTIVE DATE See Block 16C	4. REQUISITION/PURCHASE REQ. NO. 12EM002348	5. PROJECT NO. (If applicable) 1 3
--------------------------------------	------------------------------------	--	---------------------------------------

6. ISSUED BY Richland Operations Office U.S. Department of Energy Richland Operations Office P.O. Box 550, MSIN A7-80 Richland WA 99352	CODE 00601	7. ADMINISTERED BY (If other than Item 6) Richland Operations Office U.S. Department of Energy Richland Operations Office P.O. Box 550, MSIN A7-80 Richland WA 99352	CODE 00601
--	---------------	---	---------------

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) WASHINGTON CLOSURE HANFORD, LLC Attn: Carol A. Johnson, President 2620 Fermi Avenue Richland WA 99354 CODE 167280762 FACILITY CODE	(x)	9A. AMENDMENT OF SOLICITATION NO. 9B. DATED (SEE ITEM 11) X 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC06-05RL14655 10B. DATED (SEE ITEM 13) 03/23/2005
--	-----	--

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)

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:
	D. OTHER (Specify type of modification and authority)
X	B.5 - Changes to Target Cost, Target Fee, and Schedule

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

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

Tax ID Number: 94-1381538
 DUNS Number: 167280762
 A. The purpose of this modification is to revise Contract Attachment J-11, "RCC Funding Profile."
 Period of Performance: 03/23/2005 to 09/30/2015

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) Jewel J. Short
15B. CONTRACTOR/OFFEROR <i>(Signature of person authorized to sign)</i>	16B. UNITED STATES OF AMERICA <i>(Signature of Contracting Officer)</i>
15C. DATE SIGNED	16C. DATE SIGNED 06/12/2012

SF30 BLOCK 14 CONTINUATION:

B. The RCC Funding Profile for fiscal years 2012, 2013, 2014 and 2015 is being changed to reflect the impact of the Government’s decision to not exercise CLIN 2. Contract Modification No. 248 dated January 18, 2011 (deductive change) removed the remaining target cost and fee from CLIN 2. The revised funding profile is also consistent with planned funding requirements reflected in the planning document submitted by WCH to RL senior management on May 18, 2012.

C. Contract Section J, Attachment J-11, *RCC Funding Profile*, is hereby changed as follows:

FROM:

Fiscal Year	Annual Budget Authority (\$1M)*	Cumulative Budget Authority (\$1M)*
2005**	107**	107
2006	183	290
2007	212	502
2008	232	734
2009	242	976
2010	297	1,273
2011	376	1,649
2012	406	2,055
2013	416	2,471
2014	409	2,880
2015	299	3,179
Total	3,179	

TO:

Fiscal Year	Annual Budget Authority (\$1M)*	Cumulative Budget Authority (\$1M)*
2005**	107**	107
2006	183	290
2007	212	502
2008	232	734
2009	242	976
2010	297	1,273
2011	376	1,649
2012	302	1,951
2013	300	2,251
2014	280	2,531
2015	201	2,732
Total	2,732	

D. Contract replacement page J-38 (Attachment J-11) is attached.

There are no other changes to the terms and conditions of the contract.

End of Modification No. 392

ATTACHMENT J-11 RCC FUNDING PROFILE

In accordance with the Section B clause entitled *Changes to Target Cost, Target Fee, and Schedule*, the following is the projected funding profile for this Contract:

Fiscal Year	Annual Budget Authority (\$1M)*	Cumulative Budget Authority (\$1M)*
2005**	\$ 107**	\$ 107
2006	183	290
2007	212	502
2008	232	734
2009	242	976
2010	297	1,273
2011	376	1,649
2012	302	1,951
2013	300	2,251
2014	280	2,531
2015	201	\$2,732
Total	\$2,732	

* Includes Contractor Fee and Escalation

**The funding profile of \$107M for FY 2005 was based on the Contract Award Date of January 31, 2005. The funding includes \$5.2M for Transition Activities. The remaining \$101.8M will be reduced by \$12.725M per month on a pro rata basis for each day thru the end of the Contract Transition Period, August 26, 2005.

In accordance with the Section B clause entitled *Obligation and Availability of Funds*, and the Section B clause entitled *Changes to Target Cost, Target Fee, and Schedule*, funds will be obligated to the Contract each Fiscal Year. Within each Fiscal Year, funds will be obligated with the following quarterly allocations: a minimum of 25% of the total by January 1 of the Fiscal Year; a minimum of 50% of the total by April 1 of the Fiscal Year; and 100% of the total by July 1 of the Fiscal Year.