



Comprehensive Infrastructure Agreement Amendment Approval Form

Contract Between:

Northrop Grumman Information Technology, Inc.
7575 Colshire Drive
McLean, Virginia 22109-7508

and

The Commonwealth of Virginia
110 South Seventh Street
Richmond, Virginia, 23219

Contract Number	VA-051114-NG
Change Control Number	Amendment No. 35
Section(s) of CIA Referenced – Identify section(s) of CIA modified, including Attachments and Schedules	Section 5.2.3 of Schedule 10.1
Description of Approved Contract Change – Provide a brief description of contract change	Includes rent costs for RPB being paid by Northrop Grumman post- February 2008.



In accordance with Section 27.5 Amendments, and pursuant to the mutual agreement of the parties, this AGREEMENT is modified as follows:

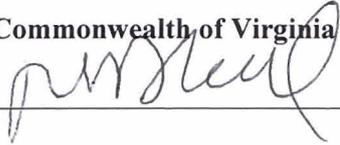
Section 5.2.3 of Schedule 10.1 of the Comprehensive Infrastructure Agreement is hereby modified as follows:

The "Facility Fees" consist of two components: (a) a one-time fee during Contract Year One for the Commonwealth Enterprise Solution Center and Southwest Enterprise Solution Center, which is the amount specified for One-Time Data Center Build Costs in Attachment 10.1.6 (Post-Transition Phase Fees - Fixed Recurring Fees and Resource Unit Rates); and (b) an annual fee for the ongoing provision of the facilities (data centers and VITA offices), which is the amount specified by Contract Year for Annual Recurring Data Center Build Costs in Attachment 10.1.6 (Post-Transition Phase Fees – One-Time and Fixed Recurring Facilities Fees). Unless otherwise specified, one-twelfth of the applicable one-time Facility Fee shall be invoiced in accordance with the Agreement for each month during Contract Year One, and the annual recurring Facility Fee shall be invoiced in accordance with the Agreement for each month, using the monthly Fees provided for in Attachment 10.1.6 (Post-Transition Phase Fees – One-Time and Fixed Recurring Facilities Fees) hereto, during the applicable Contract Year. Vendor shall commence invoicing the Commonwealth for the Facility Fees for the Commonwealth Enterprise Solution Center upon the Commonwealth's receipt of a copy of the certificate of occupancy for the Commonwealth Enterprise Solution Center. Vendor shall commence invoicing the Commonwealth for the Facility Fees for the Southwest Enterprise Solution Center upon the Commonwealth's receipt of a copy of the certificate of occupancy for the Southwest Enterprise Solution Center. In the event that a delay in the delivery of Critical Milestone 68 (RPB Migration Complete) causes the Commonwealth to incur rent costs for RPB beyond February 2008, Vendor will reimburse such costs up to one hundred and sixty-four thousand dollars per month (\$164,000/month).

The parties have executed this Agreement on the dates indicated below.

Executed by:

The Commonwealth of Virginia

By:  _____

Name: Fred Duball

Title: SMO Director

Date: 6/29/2007

Northrop Grumman Information Technologies, Inc.

By:  _____

Name: Julia Donley

Title: Contracts Director

Date: 28 June 2007