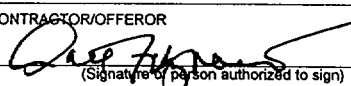
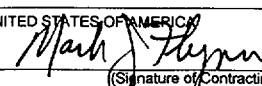


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE		PAGE 1 OF PAGES 2	
2. AMENDMENT/MODIFICATION NO. 003		3. EFFECTIVE DATE MAY 02 2001		4. REQUISITION/PURCHASE REQ. NO. OCIO-01-175-12/11/00		5. PROJECT NO. (If applicable)	
6. ISSUED BY U.S. Nuclear Regulatory Commission Division of Contracts and Property Mgt. Attn: Mark Flynn, MS T-7-I-2 IT Acquisition Management Branch Washington DC 20555		CODE		7. ADMINISTERED BY (If other than Item 6)		CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) FileNET Corporation Attn: Gail Fitzmaurice Professional Services Contract Manager 115 Standish Ave. Plymouth, MA 02360				(X)		9A. AMENDMENT OF SOLICITATION NO.	
						9B. DATED (SEE ITEM 11)	
						10A. MODIFICATION OF CONTRACT/ORDER NO. NRC-33-01-175	
				X		10B. DATED (SEE ITEM 13) 11-01-2000	
CODE		FACILITY CODE		11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS			
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> 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 of 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 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 page 2.							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
(X) 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) Mutual agreement of the parties							
X							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>2</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) See page 2 for description of 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) Gail Fitzmaurice Contracts Manager				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Mark J. Flynn Contracting Officer			
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)		15C. DATE SIGNED 05/02/01		16B. UNITED STATES OF AMERICA  BY (Signature of Contracting Officer)		16C. DATE SIGNED 4/2/01	

The purpose of this modification is to de-obligate excess funding in the amount of \$268,000.00. Accordingly, the contract is modified as follows:

Section B.5, "Consideration and Obligation--Delivery Orders (JUN 1988)," the first sentence of paragraph (b) is deleted in its entirety and replaced with the following:

"(b) The amount presently obligated with respect to this contract is \$355,502.00."

Accounting Data for Modification No. 3 is as follows:

APPN No:	31X0200.110
B&R No:	11015524120
Job Code:	J1017
BOC No:	2570
De-obligated Amount:	\$268,000.00

A summary of obligations for this contract, from award date through the date of this action, is given below:

Total FY01 Obligations:	\$623,502.00
Total FY01 De-obligations:	(268,000.00)
Cumulative total of NRC obligations:	\$355,502.00

This modification de-obligates FY01 funds in the amount of \$268,000.00.

All other terms and conditions of this contract remain unchanged.