

Company Name:
Reed Elsevier, Inc.

Contract Number:
03CSFC70103

Order Number:
HSCEOP-07-F-00106 (HSCEOP07F00106)

Period of Performance:
10/01/2006 through 09/30/2008

Latest Modification Processed:
P00005

Services Provided:

Contract shall provide a Fedlink subscription with unlimited use to LexisNexis Online Research Database (including the Law Enforcement Solution Page and Accurint) including training and support for unlimited users.

ORDER FOR SUPPLIES OR SERVICES

PAGE OF PAGES

1 4

IMPORTANT: Mark all packages and papers with contract and/or order numbers.

| | | | | | |
|--|--|---|---------------------------|---|--|
| 1. DATE OF ORDER 09/22/2006 | | 2. CONTRACT NO. (If any) 03CSFC70103 | | 6. SHIP TO: a. NAME OF CONSIGNEE U.S. Dept. of Homeland Security | |
| 3. ORDER NO. HSCEOP-07-F-00106 | | 4. REQUISITION/REFERENCE NO. ASF7MRQ0003 | | b. STREET ADDRESS Immigration and Customs Enforcement ICE, Asset Forfeiture 425 I St., NW, RM. 3040 Attn: Jesus R. Ramos | |
| 5. ISSUING OFFICE (Address correspondence to) U.S. Dept. of Homeland Security Office of Procurement Operations Dept. Operations Acquisition Div. 245 Murray Lane, SW Building 410 Washington DC 20528 | | | | c. CITY Washington | |
| 7. TO: a. NAME OF CONTRACTOR REED ELSEVIER INC | | | | f. SHIP VIA | |
| b. COMPANY NAME | | | | 8. TYPE OF ORDER <input type="checkbox"/> a. PURCHASE <input checked="" type="checkbox"/> b. DELIVERY | |
| c. STREET ADDRESS DBA LEXISNEXIS 9393 SPRINGBORO PIKE | | | | REFERENCE YOUR: Please furnish the following on the terms and conditions specified on both sides of this order and on the attached sheet, if any, including delivery as indicated. | |
| d. CITY MIAMISBURG | | e. STATE OH | f. ZIP CODE 45342-4424 | | |
| 9. ACCOUNTING AND APPROPRIATION DATA SEE ATTACHMENT A | | | | 10. REQUISITIONING OFFICE | |
| 11. BUSINESS CLASSIFICATION (Check appropriate box(es)) <input type="checkbox"/> a. SMALL <input type="checkbox"/> b. OTHER THAN SMALL <input type="checkbox"/> c. DISADVANTAGED <input type="checkbox"/> d. WOMEN-OWNED <input type="checkbox"/> e. HUBZone <input type="checkbox"/> f. EMERGING SMALL BUSINESS <input type="checkbox"/> g. SERVICE-DISABLED VETERAN-OWNED | | | | 12. F.O.B. POINT Destination | |
| 13. PLACE OF a. INSPECTION Destination | | b. ACCEPTANCE Destination | | 14. GOVERNMENT B/L NO. | |
| | | | | 15. DELIVER TO F.O.B. POINT ON OR BEFORE (Date) 09/30/2007 | |
| | | | | 16. DISCOUNT TERMS Net 30 | |

17. SCHEDULE (See reverse for Rejections)

| ITEM NO. (a) | SUPPLIES OR SERVICES (b) | QUANTITY ORDERED (c) | UNIT (d) | UNIT PRICE (e) | AMOUNT (f) | QUANTITY ACCEPTED (g) |
|-----------------|--|-------------------------|-------------|-------------------|---------------|--------------------------|
| | Tax ID Number: 52-1471842 DUNS Number: 877672683 FEDLINK IDIQ Contract No: 03CSFC70103 Direct Express authorized through Library of Congress. Period of Performance: 10/01/2006 to Continued ... | | | | | |

| | | | | | | | |
|-------------------------------------|---|----------------|---------------------------|--|-----------------|--|---------------------------------|
| SEE BILLING INSTRUCTIONS ON REVERSE | 18. SHIPPING POINT | | 19. GROSS SHIPPING WEIGHT | | 20. INVOICE NO. | | 17(h) TOTAL (Cont. pages) |
| | 21. MAIL INVOICE TO: | | | | | | |
| | a. NAME U.S. Dept. Of Homeland Security | | | | | | \$0.00 |
| | b. STREET ADDRESS (or P.O. Box) Immigration and Customs Enforcement Ice, Asset Forfeiture 425 I St., NW, RM. 3040 Attn: Jesus R. Ramos | | | | | | \$0.00 |
| c. CITY Washington | | d. STATE DC | e. ZIP CODE 20536 | | | | |

| | | | | | | |
|--|--|--|--|--|--|--|
| 22. UNITED STATES OF AMERICA BY (Signature) | | | 23. NAME (Typed) VICKI L. GRANAT TITLE: CONTRACTING/ORDERING OFFICER | | | |
|--|--|--|--|--|--|--|

**ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION**

PAGE OF PAGES

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IMPORTANT: Mark all packages and papers with contract and/or order numbers.

DATE OF ORDER
09/22/2006

CONTRACT NO.
03CSFC70103

ORDER NO.
HSCEOP-07-F-00106

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY ORDERED (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) | QUANTITY ACCEPTED (G) |
|-----------------|--|----------------------------|-------------|----------------------|---------------|-----------------------------|
| 0001 | <p>09/30/2007</p> <p>The contractor shall provide a FEDLINK SUBSCRIPTION with unlimited use to LexisNexis Online Research (including the Law Enforcement Solution Page and Accurint) @ \$33.81/user/month for 4,572 IDs = \$154,579.32 x 12 months = \$1,854,951.</p> <p>Accounting Info: SEE ATTACHMENT A \$1,854,951.84 (Subject to Availability of Funds)</p> | 12 | MO | 154,579.32 | 0.00 | |
| 0002 | <p>The contractor shall provide additional Accurint Services to include: Phones Plus and Phone Network Gateway @\$9.84/user/month for 4,572 IDs = \$44,988.48 x 12 month.</p> <p>Accounting Info: SEE ATTACHMENT A \$539,861.76 (Subject to Availability of Funds)</p> <p>REF: Prior Delivery Order: HSCEOP-06-F-00717</p> <p>This purchase order is Subject to FAR 52.232-18 Availability of Funds (APR 1984)</p> <p>Contact Information: Dora Gainey-Tancil (202) [REDACTED]</p> <p>Program/Invoice POC: Jesus R. Romas (202) [REDACTED]</p> <p>Invoicing Instructions - Send one original invoice to the Program POC. The program official must determine if goods/service have been received and accepted before Dallas Finance Center can process the invoice for payment.</p> <p>Continued ...</p> | 12 | MO | 44,988.48 | 0.00 | |

TOTAL CARRIED FORWARD TO 1ST PAGE (ITEM 17(H))

**ORDER FOR SUPPLIES OR SERVICES
SCHEDULE - CONTINUATION**

PAGE OF PAGES

3 4

IMPORTANT: Mark all packages and papers with contract and/or order numbers.

| | | |
|-----------------------------|-----------------------------|--------------------------------|
| DATE OF ORDER 09/22/2006 | CONTRACT NO. 03CSFC70103 | ORDER NO. HSCEOP-07-F-00106 |
|-----------------------------|-----------------------------|--------------------------------|

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY ORDERED (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) | QUANTITY ACCEPTED (G) |
|-----------------|---|-------------------------|-------------|-------------------|---------------|--------------------------|
| | Payment Inquiries: Dallas Finance Center Customer Service (214) 915-6277 The total amount of award: \$2,394,813.60. The obligation for this award is shown in box 17(i). | | | | | |

TOTAL CARRIED FORWARD TO 1ST PAGE (ITEM 17(H))

| | | | |
|--|---------------------------------|---|--------------------------------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES 1 4 |
| 2. AMENDMENT/MODIFICATION NO. P00001 | 3. EFFECTIVE DATE 01/25/2007 | 4. REQUISITION/PURCHASE REQ. NO. VARIOUS | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY U.S. Dept. of Homeland Security Office of Procurement Operations Dept. Operations Acquisition Div. 245 Murray Lane, SW Building 410 Washington DC 20528 | CODE DHS/OPO/DOAD | 7. ADMINISTERED BY (If other than Item 6) U.S. Dept. Of Homeland Security Immigration and Customs Enforcement 425 I Street, NW Rm 2208 Washington DC 20536 | CODE ICE |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) REED ELSEVIER INC DBA LEXISNEXIS 9393 SPRINGBORO PIKE MIAMISBURG OH 45342-4424 | | (x) 9A. AMENDMENT OF SOLICITATION NO. | |
| CODE 8776726830000 FACILITY CODE | | 9B. DATED (SEE ITEM 11) | |
| | | x 10A. MODIFICATION OF CONTRACT/ORDER NO. 03CSFC70103 HSCEOP-07-F-00106 | |
| | | 10B. DATED (SEE ITEM 11) 09/22/2006 | |

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)
VARIOUS Net Increase: \$2,394,813.60

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 Unilateral - FAR 52.232-18 Availability of Funds |

E. IMPORTANT: Contractor is not. is required to sign this document and return _____ 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: 52-1471842
DUNS Number: 877672683
Discount Terms:
Net 30
FOB: Destination
REF: Requisition Numbers - ASF7MRQ0003.2 (483,146.64) and ASF7MRQ0003A (\$1,911,666.96) See Attachment A

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) | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Jose Blanco |
| 15B. CONTRACTOR/OFFEROR (Signature of person authorized to sign) | 15C. DATE SIGNED |
| 16B. UNITED STATES OF AMERICA (Signature of Contracting Officer) | 16C. DATE SIGNED |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00001

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2 4

NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | <p>The purpose of this modification is as follows:</p> <p>1) In accordance with FAR Clause 52.232-18 Availability of Funds April 1984, the Contracting Officer hereby notifies the Contractor that funds in the amount of \$2,394,813.60 are now available on delivery order HSCEOP-07-F-00106.</p> <p>This modification changes the obligated amount from \$0.00 to \$2,394,813.60 for a net increase of \$2,394,813.60.</p> <p>All other terms and conditions remain the same.</p> <p>Questions, regarding this modification contact Dora Gainey-Tancil, Contract Specialist, on (202) [REDACTED] or E-mail: [REDACTED]</p> | | | | |

| | | | |
|---|-------------------|---|---|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES |
| | | | 1 4 |
| 2. AMENDMENT/MODIFICATION NO. | 3. EFFECTIVE DATE | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
| P00002 | 09/28/2007 | ASF8MRQ0003 | |
| 6. ISSUED BY | CODE | 7. ADMINISTERED BY (If other than Item 6) | CODE |
| ICE/NV/OI WEST | ICE/NV/OI WEST | ICE/NV/OI WEST | ICE/NV/OI WEST |
| ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536 | | ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Attn: Dora Gainey-Tancil Washington DC 20536 | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) | | (x) | 9A. AMENDMENT OF SOLICITATION NO. |
| REED ELSEVIER INC DBA LEXISNEXIS 9393 SPRINGBORO PIKE MIAMISBURG OH 45342-4424 | | | |
| | | | 9B. DATED (SEE ITEM 11) |
| | | X | 10A. MODIFICATION OF CONTRACT/ORDER NO. |
| | | | 03CSFC70103 |
| | | | HSCEOP-07-F-00106 |
| | | | 10B. DATED (SEE ITEM 11) |
| CODE | 8776726830000 | FACILITY CODE | 09/28/2007 |

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)
SEE ATTACHMENT A

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 | Bi-Lateral - FAR 52.217-9 & 52.232-18 Subject to Availability of Funds |

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.)

Tax ID Number: 52-1471842

DUNS Number: 877672683

The purpose of this modification is as follows:

A. To incorporate FAR Clause 52-217-9 Option to Extend the Term of the Contract and exercise Option Period 1.

B. To incorporate FAR Clause 52.232-18 Availability of Funds.

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) | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) | |
| | | Aprell Joyce | |
| 15B. CONTRACTOR/OFFEROR | 15C. DATE SIGNED | 16B. UNITED STATES OF AMERICA | 16C. DATE SIGNED |
| (Signature of person authorized to sign) | | (Signature of Contracting Officer) | |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00002

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2 4

NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|--|-----------------|-------------|-------------------|---------------|
| | <p>Pursuant to Clause 52.217-9 Option to Extend the Term of the Contract (Mar 2000), the Government hereby exercises Option Year 1, for the period of October 1, 2007 through September 30, 2008.</p> <p>This option is being exercised pursuant to Clause 52.232-18 Availability of Funds. The obligation of funds will be accomplished by a subsequent modification.</p> <p>52.232-18 Availability of Funds (Apr 1984) Funds are not presently available for the entire period, for this contract. The Government's obligation under this contract is contingent upon the availability of appropriated funds from which payment for contract purposes can be made. No legal liability on the part of the Government for any payment may arise until funds are made available to the Contracting Officer for this contract and until the Contractor receives notice of such availability, to be confirmed in writing by the Contracting Officer, as outlined above.</p> <p>Once funds become available for this modification, the total task order amount will increased by: \$2,538,700, From: \$2,394,813.60 To: \$4,933,513.60. FOB: Destination Period of Performance: 10/01/2007 to 09/30/2008</p> | | | | |
| 0003 | <p>LEXIS-NEXIS SERVICES (INCLUDES ACCESS TO ACCURINT LE W/ PHONES DATA PACKAGE, LEXIS.COM, NEWNEXIS.COM AND LAW ENFORCEMENT SOLUTIONS PAGE) \$2,538,700.00</p> <p>***PENDING FY 08 FUNDING***</p> <p>Accounting Info: SEE ATTACHMENT A \$0.00 (Subject to Availability of Funds) CONTACT INFORMATION:</p> <p>PROGRAM OFFICE POC: Sabrina Sweat (202) [REDACTED] b6</p> <p>PROCUREMENT POC: Dora Gainey-Tancil (202) [REDACTED] b6</p> <p>INVOICE POC: Shirley Ealey, (214) [REDACTED] b6 Continued ...</p> | 1 | EA | 0.00 | 0.00 |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00002

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NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | <p>Invoicing Instructions: Send one original invoice to the Program point of contact. The program official must determine if service have been received and accepted before Dallas Finance Center can process the Invoice for payment.</p> <p>Please include Task Order Number HSCEOP-07-F-00106 on all invoices to expedite payment.</p> | | | | |

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|---|-------------------|---|--------------------------------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES |
| | | | 1 4 |
| 2. AMENDMENT/MODIFICATION NO. | 3. EFFECTIVE DATE | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
| P00003 | 10/01/2007 | ASF8MRQ0003.1 | |
| 6. ISSUED BY | CODE | 7. ADMINISTERED BY (If other than Item 6) | CODE |
| ICE/NV/OI WEST | ICE/NV/OI WEST | ICE/Investigations/OI West | ICE/NV/OI WEST |
| ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536 | | ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536 | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) | | (x) 9A. AMENDMENT OF SOLICITATION NO. | |
| REED ELSEVIER INC DBA LEXISNEXIS 9393 SPRINGBORO PIKE MIAMISBURG OH 45342-4424 | | 9B. DATED (SEE ITEM 11) | |
| | | x 10A. MODIFICATION OF CONTRACT/ORDER NO. | |
| | | 03CSEFC70103 | |
| | | HSCEOP-07-F-00106 | |
| | | 10B. DATED (SEE ITEM 11) | |
| CODE | FACILITY CODE | 09/22/2006 | |
| 8776726830000 | | | |

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)

SEE ATTACHMENT A

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 | Unilateral: FAR 52.232-18 Availability of Funds |

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

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

DUNS Number: 877672683

The purpose of this modification is as follows:

1. In accordance with the Continuing Resolution Act H.J. Res 52, Fiscal Year 2008, add funding in the amount of \$324,953.60 to Contract Line Item Number (CLIN) 0003 Option Year I (FY08).

Pursuant to FAR 52.232-18 "Availability of Funds" April 1984, the Contractor is hereby notified that funds are presently available for Task Order HSCEOP-07-F-00106, in the amount of \$324,953.60.

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) | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) | |
| | | Aprell Joyce | |
| 15B. CONTRACTOR/OFFEROR | 15C. DATE SIGNED | 16B. UNITED STATES OF AMERICA | 16C. DATE SIGNED |
| (Signature of person authorized to sign) | | (Signature of Contracting Officer) | |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00003

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NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|--|-----------------|-------------|-------------------|---------------|
| | <p>This availability provides 12.8% of the Option Year I amount, and accordingly, is calculated to cover up to 46 days of service and/or availability from October 1, 2007 through November 16, 2007.</p> <p>Likewise, the Contractor is hereby notified that funds are not presently available for this Task Order beyond November 16, 2007. The Government's obligation under this Task Order beyond this date is contingent upon the availability of appropriated funds from which payment for contract purposes can be made. No legal liability on the part of the Government for any payment after this date may arise until funds are made available to the Contracting Officer and until the Contractor receives notice of such availability, to be confirmed in writing by the Contracting Officer.</p> <p>As a result of the changes cited above, the total obligated amount of this Task Order has changed from \$2,394,813.60 to \$2,719,767.20, for a net increase of \$324,953.60. The current Task Order award amount remains at \$4,933,513.60.</p> <p>All other terms and conditions remain the same. Discount Terms: Net 30 FOB: Destination Period of Performance: 10/01/2007 to 09/30/2008 --- --- CONTACT INFORMATION: PROGRAM OFFICE POC: Sabrina Sweat (202) [REDACTED] b6 Scott Tutko (202) [REDACTED] b6 PROCUREMENT POC: Clint Sade (202) [REDACTED] b6 INVOICE POC: Shirley Ealey, (214) [REDACTED] b6 Invoicing Instructions: Send one original invoice to the Program point of contact. The program official must determine if service have been received and accepted before Dallas Finance Center can process the Invoice for payment. Continued ...</p> | | | | |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00003

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NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | Please include Task Order Number HSCEOP-07-F-00106 on all invoices to expedite payment. | | | | |

| | | | |
|---|-------------------|---|--------------------------------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES |
| | | | 1 3 |
| 2. AMENDMENT/MODIFICATION NO. | 3. EFFECTIVE DATE | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
| P00004 | 01/04/2008 | ASF8MRQ0003.3 | |
| 6. ISSUED BY | CODE | 7. ADMINISTERED BY (If other than Item 6) | CODE |
| ICE/NV/OI WEST | | ICE/NV/OI WEST | |
| ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536 | | ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536 | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) | | (x) 9A. AMENDMENT OF SOLICITATION NO. | |
| REED ELSEVIER INC DBA LEXISNEXIS 9393 SPRINGBORO PIKE MIAMISBURG OH 45342-4424 | | 9B. DATED (SEE ITEM 11) | |
| | | x 10A. MODIFICATION OF CONTRACT/ORDER NO. | |
| | | 03CSFC70103 | |
| | | HSCEOP-07-F-00106 | |
| | | 10B. DATED (SEE ITEM 11) | |
| CODE | FACILITY CODE | 09/22/2006 | |
| 8776726830000 | | | |

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) Net Increase: \$324,953.60
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. |
| 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). |
| | 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 _____ copies to the issuing office.

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

DUNS Number: 877672683
The purpose of this modification is as follows:

In accordance with FAR Clause 52.232-18 "Availability of Funds" April 1984, the Contracting Officer hereby notifies the contractor that funds in the amount of \$324,953.60 are now available on delivery order HSCEOP-07-F-00106

This modification increases the obligated amount from 324,953.60 by 324,953.60 for a new total amount of 649,907.20.

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) | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) | |
| | | Aprell Joyce | |
| 15B. CONTRACTOR/OFFEROR | 15C. DATE SIGNED | 16B. UNITED STATES OF AMERICA | 16C. DATE SIGNED |
| (Signature of person authorized to sign) | | (Signature of Contracting Officer) | |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00004

PAGE 2 OF 3

NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | <p>All other terms and conditions remain the same. Discount Terms: Net 30 Delivery Location Code: ICE/INV/HQ-D4 ICE Ofc of Investigations HQ Div. 4 Immigration and Customs Enforcement 425 I Street, NW Room 3040 Washington DC 20536</p> <p>Accounting Info: [REDACTED] b2High</p> <p>FOB: Destination</p> | | | | |
| 0004000 | <p>LEXIS-NEXIS SERVICES (INCLUDES ACCESS TO ACCURINT TO ACCURINT LE W/ PHONES DATA PACKAGE, LEXIS.COM, NEWNEXIS.COM AND LAW ENFORCEMENT SOLUTIONS PAGE) 1/3/2008-2/18/2008 Fully Funded Obligation Amount\$324,953.60</p> <p>CONTACT INFORMATION:</p> <p>PROGRAM OFFICE POC: Sabrina Sweat (202) [REDACTED] b6 Scott Tutko (202) [REDACTED] b6</p> <p>PROCUREMENT POC: Wayne Johnson (202) [REDACTED] b6</p> <p>INVOICE POC: Shirley Ealey, (214) [REDACTED] b6</p> <p>Invoicing Instructions: Send one original invoice to the Program point of contact. The program official must determine if service have been received and accepted before Dallas Finance Center can process the Invoice for payment.</p> <p>Please include Task Order Number HSCEOP-07-F-00106 on all invoices to expedite payment.</p> | 1 | EA | 324,953.60 | 324,953.60 |

| | | | |
|---|-------------------|---|--------------------------------|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES |
| | | | 1 3 |
| 2. AMENDMENT/MODIFICATION NO. | 3. EFFECTIVE DATE | 4. REQUISITION/PURCHASE REQ. NO. | 5. PROJECT NO. (If applicable) |
| P00005 | 02/25/2008 | ASF8MRQ0003.4 | |
| 6. ISSUED BY | CODE | 7. ADMINISTERED BY (If other than Item 6) | CODE |
| ICE/NV/OI WEST | | ICE/MS Dallas/Investigations | ICE/MD/OI |
| ICE/Investigations/OI West Immigration and Customs Enforcement Office of Acquisition Management 425 I Street NW, Suite 2208 Washington DC 20536 | | ICE/MS Dallas/Investigations Immigration and Customs Enforcement Office of Acquisition Management 7701 N. Stemmons Freeway, Suite 300 Dallas TX 75247 | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) | | 9A. AMENDMENT OF SOLICITATION NO. | |
| REED ELSEVIER INC DBA LEXISNEXIS 9393 SPRINGBORO PIKE MIAMISBURG OH 45342-4424 | | (x) | |
| | | 9B. DATED (SEE ITEM 11) | |
| | | X | |
| | | 10A. MODIFICATION OF CONTRACT/ORDER NO. 03CSFC70103 HSCEOP-07-F-00106 | |
| | | 10B. DATED (SEE ITEM 11) 09/22/2006 | |
| CODE | 8776726830000 | 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 _____ 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) Net Increase: \$1,745,092.80
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 | D. OTHER (Specify type of modification and authority) Bilateral - Mutual Agreement of the parties |

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.)

DUNS Number: 877672683

Program/Invoice POC: mM. Scott Tutko, (202) b6

The purpose of this modification is to add line items 0005 and 0006 , to provide funding for continuance of services.

This modification increases the obligated amount from \$649,907.20 by \$1,745,092.80 for a new total amount of \$2,395,000.00. This delivery order is fully funded.

All other terms and conditions remain the same.

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) | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) | |
| | | Aprell Joyce | |
| 15B. CONTRACTOR/OFFEROR | 15C. DATE SIGNED | 16B. UNITED STATES OF AMERICA | 16C. DATE SIGNED |
| (Signature of person authorized to sign) | | (Signature of Contracting Officer) | |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
03CSFC70103/HSCEOP-07-F-00106/P00005

PAGE OF
2 3

NAME OF OFFEROR OR CONTRACTOR
REED ELSEVIER INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| 0005 | <p>Delivery: 30 Days After Award Discount Terms: Net 30 Delivery Location Code: ICE/INV DEPARTMENT OF HOMELAND SECURITY ICE/INV 10 CAUSEWAY STREET STE 722 BOSTON MA 02222</p> <p>FOB: Destination</p> <p>LEXIS-NEXIS SERVICES (INCLUDES ACCESS TO ACCURINT TO ACCURINT LE W/PHONES DATA PACKAGE, LEXIS.COM, NEWNEXIS.COM AND LAW ENFORCEMENT SOLUTIONS PAGE) 2/19/2008-9/30/2008</p> <p>Accounting Info: [REDACTED] b2High</p> <p>Funded: \$547,592.80</p> | 1 | EA | 547,592.80 | 547,592.80 |
| 0006 | <p>SAME AS ABOVE. (DIFFERENT FUNDING STRING)</p> <p>Accounting Info: [REDACTED] b2High</p> <p>Funded: \$1,197,500.00</p> <p>CONTACT INFORMATION:</p> <p>PROCUREMENT POC: Wayne Johnson (202 [REDACTED] b6)</p> <p>INVOICE POC: Shirley Ealey, (214) [REDACTED] b6</p> <p>Invoicing Instructions: Send one original invoice to the Program point of contact. The program official must determine if service have been received and accepted before Dallas Finance Center can process the Invoice for payment.</p> <p>Please include Task Order Number HSCEOP-07-F-00106 on all invoices to expedite payment.</p> | 1 | EA | 1,197,500.00 | 1,197,500.00 |