

**MODIFICATION #2 to
BASIC ORDERING AGREEMENT**

No. LLNL-BOA-2006-001

The following changes are hereby made to the Basic Ordering Agreement (hereinafter called "BOA")

The first sentence of Article 2 – Term is hereby deleted and replaced with the following:

“The term of this BOA is from August 1, 2006 through February 1, 2014.”

IN WITNESS WHEREOF, the parties hereto have executed this document as of the day and year of Seller's signature date.

ACKNOWLEDGED AND CONFIRMED;

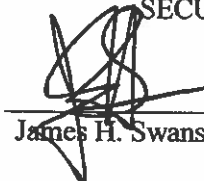
GRAINGER INDUSTRIAL SUPPLIES

LAWRENCE LIVERMORE NATIONAL
SECURITY, LLC

BY:



BY:



James H. Swanson

TITLE:

Service Govt. SALES MANAGER

TITLE:

Contract Administrator

LLNL Supply Chain Management
Department

DATE:

August 7, 2009

DATE:

9/1/09

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID Code		PAGE OF PAGES 1 2	
2. AMENDMENT/MODIFICATION NO. PO-0037	3. EFFECTIVE DATE 08-01-2009	4. REQUISITION/PURCHASE ORD. NO.	5. PROJECT NO. (IF APPLICABLE) 06105
6. ISSUED BY Code		7. ADMINISTERED BY (If other than Item 6) Code	
CTR FAC MAINT & HWD 1500 E BANNISTER ROAD KANSAS CITY, MO 64131		GSA/FAS CONT MGMT DIV (5FQ) 230 S DEARBORN ST CHICAGO IL 60604 312-353-5473	

8. Name and Address of Contractor (No., street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.
W. W. GRAINGER, INC. 100 GRAINGER PKWY LAKE FOREST, IL 600450000		9B. DATED (See Item 11)
CODE	FACILITY CODE	10A. MODIFICATION OF CONTRACT/ORDER NO. GS-06P-0007J
		10B. DATED (See Item 15) FEB 01, 1999

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 10, 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 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.

B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation data, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF:

C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:

D. OTHER (Specify type of modification and authority)
 52.212-4 Changes, 552.243-72 Modifications and I-PSS-163, Option to Extend the term of the Contract (Evergreen); FAR 43.102 Policy and 43.103(b) Types of Contract Modification and Clauses

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.)
 The above numbered contract is modified as follows:

Continue next Page...

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) DANIEL ZOGAN FEDERAL CONTRACTS Mgr.	15A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Ellen F. Upchurch Supervisory Contracting Officer
15B. CONTRACTOR/OFFEROR 	15B. UNITED STATES OF AMERICA
15C. DATE SIGNED 7/29/09	15C. DATE SIGNED 7/30/09

NSN 7540-01-152-9070
PREVIOUS EDITION UNUSABLE

20-105

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA,
FAR (48 CFR) 53.243

Description...

1. By mutual agreement of both parties, the above contract is extended for the period August 2, 2009 through February 1, 2014.
2. No changes in pricing are being made in this modification and all discounts will remain unchanged contingent upon the outcome of final negotiations at the conclusion of the audit (A040100/F/6/X05072). For the purposes of this option all pricing/discounts are based upon Grainger's electronic pricelist as previously accepted. There is no change to the Basis of Award (BOA) and Most Favored Customer (MFC).
3. The completed Option Package as submitted by Grainger is hereby incorporated into this contract. This modification also incorporates the re-representation of size status (FAR 213-3(c)) into this contract. The clauses previously completed by the vendor, including the Commercial Sales Practices Format and any correspondence previously incorporated into this contract, remain in effect through the life of this option except as changed by this modification or otherwise authorized by the Contracting Officer.
4. The contractor shall update electronic file submissions to reflect all modifications. In addition, the contractor shall distribute a supplemental paper Federal Supply Schedule Pricelist reflecting accepted changes within 15 days after the effective date of this modification. At a minimum, distribution shall be made to those ordering activities that previously received the basic document. In addition, two supplemental price lists shall be submitted to the Contracting Officer and one copy shall be submitted to General Services Administration, FSS Attn: Schedules Information Center - 1500 East Bannister Road, Bldg 4, Kansas City, MO 64131.
5. All other terms and conditions remain unchanged. This modification is issued at no cost to either party.

NO OTHER CHANGES