

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE J - FFP	PAGE OF PAGES 1 of 3
2. AMENDMENT/MODIFICATION NO. P00010		3. EFFECTIVE DATE 28 AUG 2018	4. REQUISITION/PURCHASE REQ.NO.		5. PROJECT NO. (If applicable)
6. ISSUED BY AFLCMC/HIAK		CODE FA8732	7. ADMINISTERED BY (If other than Item 6)		CODE FA8732
DEPARTMENT OF THE AIR FORCE (AFMC) AFLCMC/HIK 490 EAST MOORE DR., SUITE 130 MAFB - GUNTER ANNEX AL 36114-3000 AUDREY M. ROBINSON (334) 416-5506 audrey.robinson.2@us.af.mil			DEPARTMENT OF THE AIR FORCE (AFMC) AFLCMC/HIK 490 EAST MOORE DRIVE SUITE 270 MAFB-GUNTER ANNEX AL 36114-3000		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) TYTO ATHENE, LLC 510 SPRING ST STE 200 HERNDON VA 20170-5148 (703) 885-7900				(X)	9A. AMENDMENT OF SOLICITATION NO.
					9B. DATED (SEE ITEM 11)
				X	10A. MODIFICATION OF CONTRACT/ORDER NO. FA8732-15-D-0035
					10B. DATED (SEE ITEM 13) 15 MAY 2015
CODE 0TPR9		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 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 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)					
13. THIS ITEM APPLIES ONLY TO MODIFICATION OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.					
(X)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: () THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. 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 FAR 43.103(b).				
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: FAR 42.12 Novation and Change-of-Name Agreements and FAR 43.103(a)(3) Bilateral				
	D. OTHER (Specify type of modification and authority)				
E. IMPORTANT: Contractor is not, X 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.) See Continuation 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)			16A. NAME AND TITLE OF SIGNER (Type or print)		
			TIMOTHY H. DOWLING Contracting Officer		
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED	16B. UNITED STATES OF AMERICA		16C. DATE SIGNED
			//signed//		28 AUG 2018
_____ (Signature of person authorized to sign)			BY _____ (Signature of Contracting Officer)		

14A. This modification is to execute the approved Change of Name Agreement from NEXTIRAONE FEDERAL, LLC to TYTO ATHENE, LLC. The change of name agreement has been fully executed and is dated 28 August 2018. See Name Change Notice and associated documentation in Section J, Attachment 10 (7 pages). Change of name is as follows:

Old name:

NextiraOne Federal, LLC

CAGE Code: 0TPR9 DUNS: 786457689

New name:

Tyto Athene, LLC

CAGE Code: 0TPR9 DUNS: 786457689

14B. All other terms and conditions remains unchanged.

SCHEDULE OF CHANGES

DOCUMENT	PGS	DATE	TITLE
ATTACHMENT 10	7		CHANGE OF NAME AGREEMENT AND SUPPORTING DOCUMENTATION



March 27, 2019

Timothy H. Dowling
Contracting Officer
Department of the Air Force
Business and Enterprise Systems Directorate
490 E. Moore Drive
Building 892, Room 130
Maxwell-Gunter Annex, AL 36114
timothy.dowling@us.af.mil
Phone: (334) 416-4019

**RE: Change-of-Name of NextiraOne Federal, LLC to Tyto Athene, LLC
Agreement and Supporting Documentation**

**Enclosed: (1) Change-of-Name Agreement (three originals)
(2) Delaware Secretary of State Certification of the Amended and
Restated Certificate of Formation of NextiraOne Federal, LLC
(3) The Tyto Athene, LLC Opinion of Counsel Letter**

Dear Mr. Dowling:

Tyto Athene, LLC is pleased to provide the enclosed Change-of-Name Agreement of NextiraOne Federal, LLC to Tyto Athene, LLC for the Department of the Air Force contract number FA8732-15-D-0035 and supporting documentation (i.e., the Delaware Secretary of State Certification of the Amended and Restated Certificate of Formation of NextiraOne Federal, LLC and the Opinion of Counsel Letter).

If you should have any questions regarding the enclosed Agreement and supporting documentation, please contact me directly.

Very truly yours,
TYTO ATHENE, LLC

Gregory M. Nicholson
Vice President, General Counsel & Secretary

Gregory M. Nicholson
Vice President, General Counsel & Secretary
Tyto Athene, LLC
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Change-of-Name Agreement

Tyto Athene, LLC (Contractor), a limited liability company duly organized and existing under the laws of the State of Delaware, and the United States of America (Government), enter into this Agreement as of 28 August 2018.

(a) The parties agree to the following facts:

(1) The Government, represented by the Contracting Officer of the Department of the Air Force, has entered into a certain contract with NextiraOne Federal, LLC, namely: FA8732-15-D-0035 (contracting office: Department of the Air Force, 502D Contracting Squadron). The term "the contract," as used in this Agreement, means the above contract and purchase orders, including all modifications, made by the Government and the Contractor before the effective date of this Agreement (whether or not performance and payment have been completed and releases executed if the Government or the Contractor has any remaining rights, duties, or obligations under these contracts and purchase orders).

(2) NextiraOne Federal, LLC, by an amendment to its certificate of formation, dated 27 August 2018 has changed its corporate name to Tyto Athene, LLC.

(3) This amendment accomplishes a change of corporate name only and all rights and obligations of the Government and of the Contractor under the contract are unaffected by this change.

(4) Documentary evidence of this change of corporate name has been filed with the Government.

(b) In consideration of these facts, the parties agree that --

(1) The contract covered by this Agreement is amended by substituting the name "Tyto Athene, LLC" for the name "NextiraOne Federal, LLC" wherever it appears in the contract; and

(2) Each party has executed this Agreement as of the day and year first above written.



United States of America,

By Timothy H Dowling

Title Contracting Officer

Tyto Athene, LLC,

By DSH

Title Chief Financial Officer

[Corporate Seal]

Certificate

I, Gregory M. Nicholson, certify that I am the Secretary of Tyto Athene, LLC; that Daniel Smith, who signed this Agreement for this company, was then Chief Financial Officer of this company; and that this Agreement was duly signed for and on behalf of this company by authority of its governing body and within the scope of its company powers. Witness my hand and the seal of this company this 26th day of March 2019.

By Gregory M. Nicholson

[Corporate Seal]

Delaware

The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "NEXTIRAONE FEDERAL, LLC", CHANGING ITS NAME FROM "NEXTIRAONE FEDERAL, LLC" TO "TYTO ATHENE, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2018, AT 10:42 O`CLOCK A.M.



3236405 8100
SR# 20186384422

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 203323415
Date: 08-28-18

AMENDED AND RESTATED CERTIFICATE OF FORMATION

OF

NEXTIRAONE FEDERAL, LLC


NEXTIRAONE FEDERAL, LLC, a Delaware limited liability company (hereinafter called the "Company"), pursuant to Section 18-208 of the Delaware Limited Liability Company Act, DOES HEREBY CERTIFY:

1. The date of filing of the original Certificate of Formation of the Company was May 25, 2000.
2. The original name of the Company was "Timeplex Federal Systems, LLC."
3. A Certificate of Amendment to Certificate of Formation was filed on June 16, 2000, changing the registered office and registered agent of the Company.
4. An Amended and Restated Certificate of Formation was filed on May 11, 2001, changing the name of the Company to "Nextira Federal LLC."
5. An Amended and Restated Certificate of Formation was filed on October 5, 2001, changing the name of the Company to "NextiraOne Federal, LLC".
6. The Certificate of Formation of the Company is hereby amended and restated to read in its entirety as follows:

FIRST. The name of the limited liability company is Tyto Athene, LLC.

SECOND. Its registered office in the State of Delaware is to be located at the Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801, and its registered agent at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has duly executed this Amended and Restated Certificate of Formation on behalf of the Company on August 27, 2018.

By: 
Jeffrey D. Murray, its Manager



March 27, 2019

Timothy H. Dowling
Contracting Officer
Department of the Air Force
Business and Enterprise Systems Directorate
490 E. Moore Drive
Building 892, Room 130
Maxwell-Gunter Annex, AL 36114
timothy.dowling@us.af.mil
Phone: (334) 416-4019

RE: Change-of-Name of NextiraOne Federal, LLC to Tyto Athene, LLC

Dear Mr. Dowling:

I am the General Counsel of Tyto Athene, LLC, a Delaware limited liability company, with offices located at 510 Spring Street, Suite 200, Herndon, VA 20170 (the "Company"). I am furnishing this opinion to you in that capacity in connection with the change-of-name of the Company from "NextiraOne Federal, LLC" to "Tyto Athene, LLC" for the Department of the Air Force contract number FA8732-15-D-0035 (contracting office: Department of the Air Force, 502D Contracting Squadron).

In connection with this opinion, I have examined originals, photocopies of originals or certified copies of such certificates, documents, records and instruments, and made such inquiries, as I have deemed relevant and necessary as a basis for my opinion herein. I have also reviewed such matters of law as I have considered relevant for the purposes of this opinion.

In my examination of such matters, I have assumed the authenticity of all such documents submitted to me as originals, the genuineness of all signatures on such documents submitted to me as originals, the authority of persons signing in a representative capacity and the conformity to the originals of all copies submitted to me as certified, conformed or copies, and the authenticity of the originals of such copies, and I have relied upon the aforesaid documents with respect to the accuracy of material factual matters contained therein. As to various facts relevant to my opinion which were not independently established by me, I also have relied upon information given to me by officers or other representatives of the Company. I have made no independent examination of factual matters set forth in the aforesaid documents or representations for the purpose of rendering this opinion. To my knowledge, I know of no facts, however, which leads me to believe that such factual matters are untrue or inaccurate in any material respect.

Gregory M. Nicholson
Vice President, General Counsel & Secretary
Tyto Athene, LLC
510 Spring Street, Suite 200, Herndon, VA 20170 ☐ 703-885-7848
gregory.nicholson@gotyto.com
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Based upon and subject to the foregoing and the qualifications set forth below, I am of the opinion that:

1. The Company executed its Amended and Restated Certificate of Formation on August 27, 2018 formally changing the Company's name from "NextiraOne Federal, LLC" to "Tyto Athene, LLC."
2. The Company's change-of-name was properly affected in accordance with applicable law as the Amended and Restated Certificate of Formation was then filed with the Secretary of State of the State of Delaware registering the Company's change-of-name.
3. The Secretary of State of the State of Delaware certified the copy of the Amended and Restated Certificate of Formation changing the Company's name to "Tyto Athene, LLC" as of 10:42 AM on August 28, 2018.

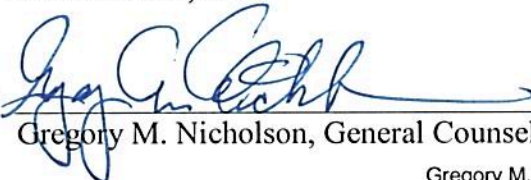
This opinion is limited to and covers only the laws of the Commonwealth of Virginia, the Delaware General Corporation Law and the federal laws of the United States. In giving this opinion, I am not passing on any matters of the laws of any jurisdiction other than those set forth in the preceding sentence and only as they currently exist.

This opinion is issued as of the date hereof and is necessarily limited to the laws now in effect and the facts and circumstances known on the date hereof. I am not assuming any obligation to review or update this opinion should applicable law or the existing facts or circumstances change.

My advice is provided herein solely for your information and benefit solely in connection with the change-of-name matter referred to in the first paragraph of this letter. This opinion does not extend to and may not be quoted in whole or in part or otherwise referred to or relied upon by the named addressee of this opinion for any other purpose or by any other party other than the named addressee of this opinion for any purpose without my express written consent.

Very truly yours,

TYTO ATHENE, LLC

By: 

Gregory M. Nicholson, General Counsel

Gregory M. Nicholson
Vice President, General Counsel & Secretary
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