

2. AMENDMENT/MODIFICATION NO. 392
 3. EFFECTIVE DATE See Block 16C
 4. REQUISITION/PURCHASE REQ. NO. 10NA002198
 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE 05005
 7. ADMINISTERED BY (If other than Item 6) CODE 05005
 NNSA/Sandia Site Office
 U.S. Department of Energy
 NNSA/Sandia Site Office
 P.O. Box 5400
 Sandia Site Office (MS 0184)
 Albuquerque NM 87185-5400

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 SANDIA CORPORATION
 Attn: GARY B. ZURA
 1515 EUBANK BLVD. SE
 P.O. BOX 5800, MS-0180, 87185-0180
 ALBUQUERQUE NM 871233453
 CODE 007113228 FACILITY CODE
 9A. AMENDMENT OF SOLICITATION NO. (x)
 9B. DATED (SEE ITEM 11)
 10A. MODIFICATION OF CONTRACT/ORDER NO. DE-AC04-94AL85000 (x)
 10B. DATED (SEE ITEM 13) 10/15/1993

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: \$809,178.00

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 Clause I.96, DEAR 970.5232-4 OBLIGATION OF FUNDS (DEC 2000)

E. IMPORTANT: Contractor is not, is required to sign this document and return 0 copies to the issuing office.

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

A. The Department of Energy hereby revises Section B-2, Contract Type and Value, paragraph (e), as follows:

Funds Obligated through Modification 391: \$31,739,282,111.50
 Funds Obligated by this Modification 392: \$809,178.00 (ARRA Funding)
 Funds Obligated Since Inception of Contract: \$31,740,091,289.50

B. Contract Clause B-9999, American Recovery and Reinvestment Act Work Values, is updated to add Work Authorization GT-100003-20685-10 Revisions 3 (\$399,458.00); 4 (\$372,215.00); and 5 (\$37,505.00), in the total modification amount of \$809,178.00.

FOB: Destination

Period of Performance: 10/01/1993 to 09/30/2012

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) Martha L. Youngblood
 15B. CONTRACTOR/OFFEROR
 15C. DATE SIGNED
 16B. UNITED STATES OF AMERICA
 16C. DATE SIGNED 08/24/2010
 (Signature of person authorized to sign) (Signature of Contracting Officer)