

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Wednesday, February 15, 2012 10:46 AM
To: (b)(6) Privacy
Cc:
Subject: Signed Amendments
Attachments: Response to Questions SDVC-11-011-11-472.pdf; Extension DMO 04-497.pdf

(b)(6) Privacy

Please see attached the following signed amendments;

1. Request for current fee and demographics SDVC-11-011-11472
2. Extension DMO 04-497

Thank you,

(b)(6) Privacy

**AMENDMENT OF
SOLICITATION/CONTRACT (AGREEMENT)**

1. AMENDMENT OF: SOLICITATION CONTRACT (AGREEMENT)

SOLICITATION/CONTRACT NUMBER SDVC-11-011-11-472	AMENDMENT NUMBER One (1)	CONTRACT CONTROL NO. (If Applicable) N/A
--	---------------------------------	--

2. IF A SOLICITATION AMENDMENT

Refer to Section I "Instructions to Offerors" on reverse of this form and the following as indicated:

a. The time and date specified for receipt of proposals is:

Not extended

Extended until (local time at place of receipt of proposals)

Hour Date

_____ M, _____

b. The above solicitation is modified as set forth in Block 4 below.

3. IF A CONTRACT AMENDMENT

Refer to section II "Instructions to Contractors" on reverse of this form and the following as indicated:

a. The expiration date of the above CONTRACT is changed:

FROM TO

_____ | _____

b. The above CONTRACT is:

Not further modified.

Modified as set forth in Block 4 below.

4. DESCRIPTION OF AMENDMENT.

a. The following are responses to questions from offerors and is hereby incorporated into the solicitation:

1. What is the current fee that is being paid?
Response: The current fee is 18.93%

2. Can we get a copy of the current demographics?
Response: Total demographics to include Guard & Reserve is 52,652.



b. Schedule, consisting of five (5) pages, is hereby deleted in its entirety and replaced with Schedule, which is Attachment Number One (1) to this amendment consisting of five (5) pages. Changes made to paragraph five (5) and six (6) of the Schedule.

//////////////////////////////////////LAST ITEM//////////////////////////////////////

IN ALL OTHER RESPECTS, THE TERMS AND CONDITIONS OF THE SOLICITATION/CONTRACT, AS AMENDED, REMAIN IN FULL FORCE AND EFFECT.

SIGNATURES

5. NAME AND ADDRESS OF OFFEROR/CONTRACTOR (Street, City, County, State, and Zip Code)	6. ISSUED BY Army & Air Force Exchange Service Attn: SD-V/C (J. WORDLAW) 3911 S. Walton Walker Blvd. Dallas, TX 75236
--	---

SIGNATURE OF PERSON AUTHORIZED TO SIGN 	DATE 2-15-2012	SIGNATURE OF CONTRACTING OFFICER 	DATE 14 Feb 12
TYPED OR PRINTED NAME AND TITLE MARK MUSGRAVE CFO		TYPED OR PRINTED NAME OF CONTRACTING OFFICER JOHN WORDLAW	

SECTION I

Instructions to Offerors – Amendment of Solicitation. The following instructions apply unless specified otherwise in an Exchange letter accompanying this amendment.

a. Offerors must acknowledge receipt of this amendment prior to the hour and date specified for receipt of proposals in the original solicitation, or the hour and date specified in this amendment if such has been amended. Offeror must acknowledge by one of the following means:

- (1) By signing and returning all except one copy of this amendment.
- (2) By acknowledging receipt of this amendment on each copy of the proposal submitted;
- (3) By separate letter or telegram which includes a reference to the solicitation and amendment number.

b. Proposals must be based upon and refer to the solicitation as amended. Unless an acknowledgment of this amendment is received by the contracting officer before the hour and date specified for receipt of proposals, offeror's proposal may be considered nonresponsive.

c. If you desire to revise a proposal previously submitted, such revision must be received prior to the hour and date specified for receipt of proposals enclosed in a sealed envelope addressed to the issuing office, with the name and address of the offeror and the solicitation number on the face of the envelope. Telegraphic proposals will not be considered unless authorized by the solicitation; however, proposals may be modified by telegraphic notice provided such notice is received prior to the time set for receipt of proposals. Telegraphic modifications should not reveal the amount of the original or of the revised proposal.

SECTION II

Instructions to Contractor – Amendment of Contract.

Unless otherwise instructed, all except one copy of this amendment are to be executed by the person authorized to bind the firm contractually and returned to the contracting officer. The effective date will be the date the amendment is signed in block 6 by the contracting officer or the date(s) indicated in block 4, whichever is later.

SECTION I

Instructions to Offerors – Amendment of Solicitation. The following instructions apply unless specified otherwise in an Exchange letter accompanying this amendment.

a. Offerors must acknowledge receipt of this amendment prior to the hour and date specified for receipt of proposals in the original solicitation, or the hour and date specified in this amendment if such has been amended. Offeror must acknowledge by one of the following means:

- (1) By signing and returning all except one copy of this amendment.
- (2) By acknowledging receipt of this amendment on each copy of the proposal submitted;
- (3) By separate letter or telegram which includes a reference to the solicitation and amendment number.

b. Proposals must be based upon and refer to the solicitation as amended. Unless an acknowledgment of this amendment is received by the contracting officer before the hour and date specified for receipt of proposals, offeror's proposal may be considered nonresponsive.

c. If you desire to revise a proposal previously submitted, such revision must be received prior to the hour and date specified for receipt of proposals enclosed in a sealed envelope addressed to the issuing office, with the name and address of the offeror and the solicitation number on the face of the envelope. Telegraphic proposals will not be considered unless authorized by the solicitation; however, proposals may be modified by telegraphic notice provided such notice is received prior to the time set for receipt of proposals. Telegraphic modifications should not reveal the amount of the original or of the revised proposal.

SECTION II

Instructions to Contractor – Amendment of Contract.

Unless otherwise instructed, all except one copy of this amendment are to be executed by the person authorized to bind the firm contractually and returned to the contracting officer. The effective date will be the date the amendment is signed in block 6 by the contracting officer or the date(s) indicated in block 4, whichever is later.

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Monday, February 20, 2012 1:27 PM
To: (b)(6) Privacy
Cc:
Subject: FW: Sunland Optical Co., Inc.
Attachments: L_Wordlaw_AAFES_Contract DMO 04-497_SDVC-11-011-11-472_2012-0220.pdf
Importance: High

(b)(6) Privacy

as discussed by phone, please be advised that we have recalled the above letter regarding the conflict with the Solicitation.

Thanks

(b)(6) Privacy

haynesboone

February 20, 2012

(b)(6) Privacy

Via Electronic Mail: (b)(6) Privacy

(b)(6) Privacy

Army & Air Force Exchange Services
3911 S. Walton Walker Boulevard
Dallas, Texas 75236

**Re: Sunland Optical Co., Inc. Contract No. DMO 04-497
and Exchange Solicitation No. SDVC-11-011-11-472**

Dear (b)(6) Privacy

(b)(5) Attorney-Client Privilege

Very truly yours,

(b)(6) Privacy

Counsel for Sunland Optical Co., Inc.

cc: (b)(6) Privacy

C-275994_1.DOC

Haynes and Boone, LLP
Attorneys and Counselors
2033 Gateway Place, Suite 300
San Jose, California 95110
Phone: 408.660.4120
Fax: 408.660.4121
www.haynesboone.com

(b)(6) Privacy

From:

(b)(6) Privacy

Sent:

Monday, February 20, 2012 4:34 PM

To:

(b)(6) Privacy

Subject:

Davis Monthan AFB soliciatation -11-011-11-472

(b)(6) Privacy Just to keep you in the loop, Davis Monthan Solicitation SDVC -11-011-11-472 was Fed-ex overnight Tracking number 5127-9929-8717

(b)(6) Privacy

From:

(b)(6) Privacy

Sent:

Tuesday, February 21, 2012 8:38 AM

To:

(b)(6) Privacy

Subject:

Yesterday

Just a quick note to apologize for the mix up yesterday regarding note from lawyer. I was out of the country last week, so had to play catch up yesterday sorry about confusion.

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Tuesday, February 21, 2012 9:33 AM
To: (b)(6) Privacy
Subject: RE: Sunland Optical Co., Inc.

(b)(5) Attorney Work-Product Privilege

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Monday, February 20, 2012 1:00 PM
To: (b)(6) Privacy
Cc:
Subject: Sunland Optical Co., Inc.
Importance: High

(b)(6) Privacy please see the attached letter and advise.

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy
Sent: Monday, February 20, 2012 12:51 PM
To: (b)(6) Privacy
Cc:
Subject: Sunland Optical Co., Inc.
Importance: High

Please see the attached correspondence.

haynesboone

(b)(6) Privacy

Haynes and Boone, LLP
Silicon Valley Office
2033 Gateway Place, Suite 300
San Jose, CA 95110

(t) 408.660.4197
(f) 408.660.4297
(m) 214.675.8258

Dallas Office

2323 Victory Avenue, Suite 700
Dallas, TX 75219-7673

(t) 214.651.5197

(f) 214.200.0705

[vCard](#) | [Bio](#) | [Website](#)

CIRCULAR 230 NOTICE: To ensure compliance with requirements imposed by U.S. Treasury Regulations, Haynes and Boone, LLP informs you that any U.S. tax advice contained in this communication (including any attachments) was not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

CONFIDENTIALITY NOTICE: This electronic mail transmission is confidential, may be privileged and should be read or retained only by the intended recipient. If you have received this transmission in error, please immediately notify the sender and delete it from your system.

(b)(6) Privacy

From:

(b)(6) Privacy

Sent:

Tuesday, February 21, 2012 12:18 PM

To:

(b)(6) Privacy

Subject:

Davis Monthan Bid, delivery receipt

(b)(6) Privacy

just for your information, Please be advised that the bid was delivered and signed for by (b)(6) Privacy February 21, 2012, at 10.26 am

Thanks

(b)(6) Privacy

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Tuesday, February 21, 2012 12:47 PM
To: (b)(6) Privacy
Subject: RE: Sunland Optical Co., Inc.

(b)(5) Attorney Work-Product Privilege

From: (b)(6) Privacy
Sent: Tuesday, February 21, 2012 10:09 AM
To: (b)(6) Privacy
Subject: RE: Sunland Optical Co., Inc.

(b)(5) Attorney Work-Product Privilege

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy
Sent: Tuesday, February 21, 2012 9:33 AM
To: (b)(6) Privacy
Subject: RE: Sunland Optical Co., Inc.

(b)(5) Attorney Work-Product Privilege

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Monday, February 20, 2012 1:00 PM
To: (b)(6) Privacy
Cc:
Subject: Sunland Optical Co., Inc.
Importance: High

(b)(6) Privacy please see the attached letter and advise.

(b)(6) Privacy

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy

Sent: Monday, February 20, 2012 12:51 PM

To: (b)(6) Privacy

Cc:

Subject: Sunland Optical Co., Inc.

Importance: High

Please see the attached correspondence.

haynesboone

(b)(6) Privacy

Haynes and Boone, LLP

Silicon Valley Office

2033 Gateway Place, Suite 300

San Jose, CA 95110

(t) 408.660.4197

(f) 408.660.4297

(m) 214.675.8258

Dallas Office

2323 Victory Avenue, Suite 700

Dallas, TX 75219-7673

(t) 214.651.5197

(f) 214.200.0705

[vCard](#) | [Bio](#) | [Website](#)

CIRCULAR 230 NOTICE: To ensure compliance with requirements imposed by U.S. Treasury Regulations, Haynes and Boone, LLP informs you that any U.S. tax advice contained in this communication (including any attachments) was not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code or (ii) promoting, marketing or recommending to another party any transaction or matter addressed herein.

CONFIDENTIALITY NOTICE: This electronic mail transmission is confidential, may be privileged and should be read or retained only by the intended recipient. If you have received this transmission in error, please immediately notify the sender and delete it from your system.

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Thursday, August 02, 2012 8:57 AM
To: (b)(6) Privacy
Subject: FW: Sunland Optical Davis-Monthan AFB Proposal
Attachments: Sunland Optical Davis-Monthan Proposal Letter.pdf

As requested

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy
Sent: Thursday, February 23, 2012 4:57 PM
To: (b)(6) Privacy
Cc:
Subject: Sunland Optical Davis-Monthan AFB Proposal

(b)(6) Privacy see the attached letter regarding the recent proposal submission by Sunland Optical for the solicitation for a vision center at Davis-Monthan AFB. Please respond accordingly.

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com



EXCHANGE

ARMY & AIR FORCE EXCHANGE SERVICE
3911 S. Walton Walker Blvd. (PZ-PS)
Dallas, TX 75236-1598
1-800-234-4008

Sunland Optical, Inc.

(b)(6) Privacy

1156 Barranca Dr.
El Paso, TX 79935

23 February 2012

Dear Offeror:

Reference SOL# SDVC-11-011-11-472 for the Vision Center at Davis-Monthan AFB. In review of your proposal, there are several issues that must be corrected in order for the Exchange to be able to consider your proposal.

I have been informed by Sunland Optical, CFO, (b)(6) Privacy that Sunland Optical owns a machine that takes Adobe PDF files and converts them into Word documents for manipulation. The Exchange provides its solicitation documents in the format of PDF files so that offerors cannot manipulate the terms and conditions outlined in the solicitation. This method helps to preserve the integrity of the procurement process. Sunland Optical was previously informed by Exchange Contracting Officer (b)(6) Privacy on August 16, 2011 that submitting in revised documents is not acceptable. Despite this notification, Sunland has again submitted manipulated documents. In order to correct this issue, Sunland Optical needs to do the following:

The following items are included in the binders that should be separated and submitted identical to the same format it was sent in the solicitation, as the original documents provided and CANNOT be altered or substituted:

- Exchange Form 4450-002 (pages 1 -4): My name has been inputted and is incorrectly spelled. The original document I sent you had no name listed as the Contracting Officer. The document has clearly been altered as it no longer contains the Exchange Form number. My document contains this information.
- Exhibit D – page 3 does not resemble the page provided via the solicitation link. It has clearly been altered.
- Exhibits G and Exhibit H– again the pages do not completely resemble the PDF files provided by the Exchange, and have clearly been manipulated as described by Mark Musgrave. Also, Sunland Optical did not fill in the “Alternative Service Time limits” indicated on page 5 of Exhibit H.
- Exh E – again the pages have been manipulated and need to be corrected.
- Financial and Technical Capability Sheet has also been manipulated. It now list the solicitation number on the top right-hand corner, which is not how the original document was provided by the CO.
- Sunland also did not include a resume for all Key personnel along with their proposal as instructed.

Request that you re-submit the following separately in the same format as they were sent in the solicitation: Exchange Form 4450-002, all required pages of Exhibit D, Exhibit E, Exhibit G, and Exhibit H, Financial and Technical Capability Form and resume for key personnel that were to be returned as a part of your technical proposal.

I would recommend on future proposals that the noted items not be included in the binder and submitted separately in the same format as sent in the solicitation.

Please correct and fax these items to my attention by Friday, February 24th. Please mail the original copies for delivery on Monday, 27 February 2012. Your response may be emailed to

(b)(6) Privacy

If you have any questions, please contact

(b)(6) Privacy

(b)(6) Privacy

Failure to provide the requested

information may result in your proposal being found nonresponsive and not further considered.

Sincerely,

<<Signed>>

(b)(6) Privacy

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Thursday, February 23, 2012 6:43 PM
To: (b)(6) Privacy
Cc:
Subject: RE: Sunland Optical Davis-Monthan AFB Proposal

(b)(6) Privacy

Just to let you know, all of the items on the list you sent are in the FedEx box tonight for delivery tomorrow. Thanks for the information.

Tracking # 5127 9929 9524

Please let us know if you need anything else.

(b)(6) Privacy

Sunland Optical

From: (b)(6) Privacy
Sent: Thursday, February 23, 2012 3:57 PM
To: (b)(6) Privacy
Cc:
Subject: Sunland Optical Davis-Monthan AFB Proposal

(b)(6) Privacy see the attached letter regarding the recent proposal submission by Sunland Optical for the solicitation for a vision center at Davis-Monthan AFB. Please respond accordingly.

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Friday, February 24, 2012 11:58 AM
To: (b)(6) Privacy
Cc:
Subject: RE: Sunland Optical Davis-Monthan AFB Proposal

You are welcome.

Just to confirm. FedEx shows that it was delivered @ 10:20 this morning and was signed by (b)(6) Privacy

(b)(6) Privacy

Sunland Optical

From: (b)(6) Privacy
Sent: Friday, February 24, 2012 7:20 AM
To: (b)(6) Privacy
Cc:
Subject: RE: Sunland Optical Davis-Monthan AFB Proposal

(b)(6) Privacy thanks.

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy
Sent: Thursday, February 23, 2012 6:43 PM
To: (b)(6) Privacy
Cc:
Subject: RE: Sunland Optical Davis-Monthan AFB Proposal

(b)(6) Privacy

Just to let you know, all of the items on the list you sent are in the FedEx box tonight for delivery tomorrow. Thanks for the information.

Tracking # 5127 9929 9524

Please let us know if you need anything else.

(b)(6) Privacy

Sunland Optical

From: (b)(6) Privacy

Sent: Thursday, February 23, 2012 3:57 PM

To: (b)(6) Privacy

Cc:

Subject: Sunland Optical Davis-Monthan AFB Proposal

(b)(6) Privacy see the attached letter regarding the recent proposal submission by Sunland Optical for the solicitation for a vision center at Davis-Monthan AFB. Please respond accordingly.

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Saturday, March 24, 2012 2:57 PM
To: (b)(6) Privacy
Cc:
Subject: FW: response to DM bid email of 3/23

Importance: High

(b)(6) Privacy

The email popped back with zip files. So the FedEx box that you receive on Monday will have the thumb drive in it so this should give you what you need.

(b)(6) Privacy

Sunland Optical

From: (b)(6) Privacy
Sent: Saturday, March 24, 2012 1:48 PM
To: (b)(6) Privacy
Cc:
Subject: response to DM bid email of 3/23
Importance: High

(b)(6) Privacy

We apologize for the delay and inconvenience these items have caused to the committee and (b)(6) in particular. We appreciate your patience and have learned from this experience. We have fixed our format.

Clarification of each item are listed in red below in each item. Accurate identified factor / attachments are listed. Also, we have attached 2 zip files, which contain copies of these attachments

Attachment 1 contains copies of the pages from the Factor Attachments book that you identified below to ensure clarity. No changes have been made to these pages.

There were other like issues not identified that we have listed and also attached the pages in attachment 2, also in a zip file. Please see listing and clarification in red below your list.

(b)(6) we are sending an overnight packet, arriving Monday am which contains 4 copies of your email and the attachments in the zip files. The copies are in order of your items. This packet also includes a thumb drive with the attached files as well. This packet is being sent with the same label as the bid itself.

Please let us know what else you might need.

Thank you

(b)(6) Privacy

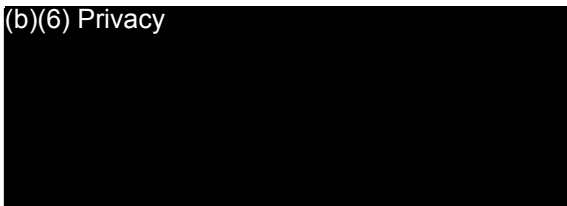
Sunland Optical

(b)(5) Deliberative Process Privilege

-
-
-
-
-
-
-
-
-
-

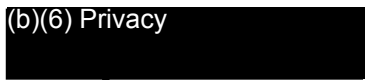


(b)(6) Privacy



Visit our online store! www.shopmyexchange.com

(b)(6) Privacy



Vice President Operations
Sunland Optical
915.591.9483 x227
915.225.0698 fax
915.491.1475 cell

(b)(6) Privacy

From: (b)(6) Privacy
Sent: Monday, March 26, 2012 4:59 PM
To: (b)(6) Privacy
Subject: RE: response to DM bid email of 3/23

Yes, you can pick up after 0900 tomorrow. I am shutting down.

Sincerely,

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy
Sent: Monday, March 26, 2012 4:56 PM
To: (b)(6) Privacy
Subject: FW: response to DM bid email of 3/23
Importance: High

(b)(6) Privacy did you received a FedEx package for me today?

(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

From: (b)(6) Privacy
Sent: Saturday, March 24, 2012 2:57 PM
To: (b)(6) Privacy
Cc:
Subject: FW: response to DM bid email of 3/23
Importance: High

(b)(6) Privacy

The email popped back with zip files. So the FedEx box that you receive on Monday will have the thumb drive in it so this should give you what you need.

(b)(6) Privacy

Sunland Optical

From: (b)(6) Privacy
Sent: Saturday, March 24, 2012 1:48 PM
To: (b)(6) Privacy

Cc: (b)(6) Privacy

Subject: response to DM bid email of 3/23

Importance: High

(b)(6) Privacy

We apologize for the delay and inconvenience these items have caused to the committee and (b)(6) in particular. We appreciate your patience and have learned from this experience. We have fixed our format.

Clarification of each item are listed in red below in each item. Accurate identified factor / attachments are listed. Also, we have attached 2 zip files, which contain copies of these attachments

Attachment 1 contains copies of the pages from the Factor Attachments book that you identified below to ensure clarity. No changes have been made to these pages.

There were other like issues not identified that we have listed and also attached the pages in attachment 2, also in a zip file. Please see listing and clarification in red below your list.

(b)(6) we are sending an overnight packet, arriving Monday am which contains 4 copies of your email and the attachments in the zip files. The copies are in order of your items. This packet also includes a thumb drive with the attached files as well. This packet is being sent with the same label as the bid itself.

Please let us know what else you might need.

Thank you

(b)(6) Privacy

Sunland Optical

From: (b)(6) Privacy

Sent: Friday, March 23, 2012 3:02 PM

To: (b)(6) Privacy

Cc:

Subject: Davis-Monthan Sunland Proposal Clarification

Importance: High

(b)(6) regarding the Davis-Monthan AFB proposal Sunland submitted to the Exchange. The committee members found the following issues that need clarification. Please submit in your response no later than 27 March 2012.

- (b)(5) Deliberative Process Privilege
-
-
-
-

(b)(5) Deliberative Process Privilege



Thanks in advance for your assistance.

Other items.

(b)(5) Deliberative Process Privilege



(b)(6) Privacy



(b)(6) Privacy

Visit our online store! www.shopmyexchange.com

(b)(6) Privacy

Vice President Operations
Sunland Optical
915.591.9483 x227
915.225.0698 fax
915.491.1475 cell