



LINGUALISTEK SUPPLIER ANNUAL REPRESENTATIONS AND CERTIFICATIONS INSTRUCTION KEY

All questions referenced within MUST BE completed. If a question does not apply, select "has not" or other variation.

QUESTION NUMBER	DESCRIPTION	EXPLANATION
((a)(1))	Code: NAICS = North American Industry Classification System	Based on the North American Industry Classification (SIC) System, effective February 22, 2002. http://www.sba.gov/size/Table-of-Small-Business-Size-Standards-from-final-rule.html If you perform under multiple NAICS Codes and one of those NAICS Codes changes your business size, please complete a separate Annual Master Certification document for each NAICS Code.
((a)(2))	Small Business Size Standard	The size standard is used to determine the business size of a company either by the number of employees or by revenue, <i>based on the NAICS code (FAR19.102)</i> . http://www.sba.gov/size/Table-of-Small-Business-Size-Standards-from-final-rule.html
((3)(b)(1))	Is or Is Not a small business concern	e.g. ABC Co. is a storage battery mfr, NAICS=335911, Size Standard = 500 employees. However, ABC Co. has a total of 750 employees. Therefore, ABC Co. Is Not a small business. Note , if supplier Is a small business, must complete ((3)(b)(2)), ((3)(b)(3)), ((3)(b)(4)), ((3)(b)(5)), ((3)(b)(6)(i)), ((3)(b)(6)(ii)) and ((3)(b)(7))
((3)(b)(8))	Taxpayer Identification Number (TIN), also known as Employee Identification Number (EIN)	http://www.irs.gov/faqs/display/0,,i1%3D54%26genericId%3D11787,00.html
((3)(b)(9))	Type of Organization	Self explanatory
((3)(b)(10))	Common Parent	Select 'Name and TIN of common parent' if you are a subsidiary of another corporation, which is the common parent.
FAR Clause (52.222-22) (a) & (b)	Previous Contracts and Compliance Reports	Applies <u>only</u> to those companies who during any 12-month period (including the 12-months preceding the award of this contract), the Contractor has been or are awarded non-exempt Federal contracts and/or subcontracts that have an aggregate value in excess of \$10,000. All others select 'has not' .
FAR Clause (52.222-25) (a) & (b)	Affirmative Action Compliance	Applies <u>only</u> to those companies who during any 12-month period (including the 12-months preceding the award of this contract), the Contractor has been or are awarded non-exempt Federal contracts and/or subcontracts that have an aggregate value in excess of \$10,000. All others select 'has not' .
FAR Clause (52.209-5) (a), (b), (c) & (d)	Certification Regarding Debarment, Suspension, Proposed Debarment, and Other Responsibility Matters	The Excluded Parties List can be found at http://epls.arnet.gov/ .



The executed Representations and Certifications shall be valid for a period of 1 year. Should the information contained herein change, the Seller agrees to notify LinguaLISTek within a reasonable period subsequent to the change.

SUPPLIER ANNUAL REPRESENTATIONS AND CERTIFICATIONS

SMALL BUSINESS PROGRAM REPRESENTATIONS (52.219-1)

(a)(1) **The North American Industry Classification System (NAICS) code(s)** (effective February 22, 2002) applicable to this document is/are _____.

(2) The **small business size standard** is _____
[insert size standard based on NAICS code, FAR 19.102]

(3) The small business size standard for a concern which submits an offer in its own name, other than on a construction or service contract, but which proposes to furnish a product which it did not itself manufacture, is 500 employees.

(1) The Offeror represents as part of its offer that it

- is a small business concern.
 is not a small business concern.

(2) **(Complete only if the Offeror represented itself as a small business concern in paragraph (b)(1) of this provision.)** The Offeror represents, for general statistical purposes, that it

- is a **small** disadvantaged business concern as defined in 13 CFR 124.1002. **(Must be SBA certified)**
 is not a small disadvantaged business concern as defined in 13 CFR 124.1002.

(3) **(Complete only if the Offeror represented itself as a small business concern in paragraph (b)(1) of this provision.)** The Offeror represents as part of its offer that it

- is a women-owned small business concern.
 is not a women-owned small business concern.

(4) **(Complete only if the offeror represented itself as a small business concern in paragraph (b)(1) of this provision.)** The Offeror represents as part of its offer that it

- is a veteran-owned small business concern.
 is not a veteran-owned small business concern.

(5) **(Complete only if the offer represented itself as a veteran-owned small business concern in paragraph (b)(4) of this provision.)** The Offeror represents as part of its offer that it

- is a service-disabled veteran-owned small business concern.
 is not a service-disabled veteran-owned small business concern.

ALTERNATE I. As prescribed in 19.307(a)(2), add the following paragraph (b)(6) to the basic provision:

(6) **(Complete only if Offeror represented itself as a small business concern in paragraph (b)(1) of this provision.)** The Offeror represents, as part of its offer, that:

is, a HUBZone small business concern listed, on the date of this representation, on the List of Qualified HUBZone Small Business Concerns maintained by the Small Business Administration, and no material change in ownership and control, principal office, or HUBZone employee percentage has occurred since it was certified by the Small Business Administration in accordance with 13 CFR part 126; **(Must be SBA certified)**

is not a HUBZone small business concern listed, on the date of this representation, on the List of Qualified HUBZone Small Business Concerns maintained by the Small Business Administration, and no material change in ownership and control, principal office, or HUBZone employee percentage has occurred since it was certified by the Small Business Administration in accordance with 13 CFR part 126; and

(ii) The Offeror represents, as part of its offer, that:

is a joint venture that complies with the requirements of 13 CFR part 126, and the representation in paragraph (b)(6)(i) of this provision is accurate for the HUBZone small business concern or concerns that are participating in the joint venture. **[The Offeror shall enter the name or names of the HUBZone small business concern or concerns that are participating in the joint venture: _____.]** Each HUBZone small business concern participating in the joint venture shall submit a separate signed copy of the HUBZone representation,

is not a joint venture that complies with the requirements of 13 CFR part 126, and the representation in paragraph (b)(6)(i) of this provision is accurate for the HUBZone small business concern or concerns that are participating in the joint venture. **[The Offeror shall enter the name or names of the HUBZone small business concern or concerns that are participating in the joint venture: _____.]** Each HUBZone small business concern participating in the joint venture shall submit a separate signed copy of the HUBZone representation.

ALTERNATE II. As prescribed in 19.307(a)(3), add the following paragraph (b)(7) to the basic provision:

(7) (Complete if Offeror represented itself as disadvantaged in paragraph (b)(2) of this provision). The Offeror shall check the category in which its ownership falls:

Black American.

Hispanic American.

Native American (American Indians, Eskimos, Aleuts, or Native Hawaiians).

Asian-Pacific American (persons with origins from Burma, Thailand, Malaysia, Indonesia, Singapore, Brunei, Japan, China, Taiwan, Laos, Cambodia (Kampuchea), Vietnam, Korea, The Philippines, U.S. Trust Territory of the Pacific Islands (Republic of Palau), Republic of the Marshall Islands, Federated States of Micronesia, the Commonwealth of the Northern Mariana Islands, Guam, Samoa, Macao, Hong Kong, Fiji, Tonga, Kiribati, Tuvalu, or Nauru).

Subcontinent Asian (Asian-Indian) American (persons with origins from India, Pakistan, Bangladesh, Sri Lanka, Bhutan, the Maldives Islands, or Nepal).

Individual/concern, other than one of the preceding.

52.226-2 HISTORICALLY BLACK COLLEGE OR UNIVERSITY AND MINORITY INSTITUTION REPRESENTATION (MAY 2001)

(1) The Offeror represents that it

is a historically black college or university.

is not a historically black college or university.

(2) The Offeror represents that it

is a minority institution.

is not a minority institution.

(a) Definitions as used in this provision:

“Small business concern”, as used in this provision, means a concern, including its affiliates, that is independently owned and operated, not dominant in the field of operation in which it is bidding on Government contracts, and qualified as a small business under the criteria in 13 CFR Part 121 and the size standard in paragraph (a) of this provision. **Notice:**

- (1) If this solicitation is for supplies and has been set aside, in whole or in part, for small business concerns, then the clause in this solicitation providing notice of the set-aside contains restrictions on the source of the end items to be furnished.
- (2) Under 15 U.S.C. 645(d), any person who misrepresents a firm's status as a small, small disadvantaged, or women-owned small business concern in order to obtain a contract to be awarded under the preference programs established pursuant to section 8(a), 8(d), 9, or 15 of the Small Business Act or any other provision of Federal law that specifically references section 8(d) for a definition of program eligibility, shall-
 - (i) Be punished by imposition of fine, imprisonment, or both;
 - (ii) Be subject to administrative remedies, including suspension and debarment; and
 - (iii) Be ineligible for participation in programs conducted under the authority of the Act.

“Women-owned small business concern,” as used in this provision, means a small business concern -
-(1) That is at least 51 percent owned by one or more women; or, in the case of any publicly owned business, at least 51 percent of the stock of which is owned by one or more women; and (2) Whose management and daily business operations are controlled by one or more women. N68936-01-R-0079

“Veteran-owned small business concern” means a small business concern-- (1) Not less than 51 percent of which is owned by one or more veterans (as defined at 38 U.S.C. 101(2)) or, in the case of any publicly owned business, not less than 51 percent of the stock of which is owned by one or more veterans; and (2) The management and daily business operations of which are controlled by one or more veterans.

“Service-disabled veteran” means a veteran, as defined in 38 U.S.C. 101(2), with a disability that is service connected, as defined in 38 U.S.C. 101(16).

“Service-disabled veteran-owned small business concern”--(1) Means a small business concern--(i) Not less than 51 percent of which is owned by one or more service-disabled veterans or, in the case of any publicly owned business, not less than 51 percent of the stock of which is owned by one or more service-disabled veterans; and(ii) The management and daily business operations of which are controlled by one or more service-disabled veterans or, in the case of a veteran with permanent and severe disability, the spouse or permanent caregiver of such veteran.

“Historically black college or university” means an institution determined by the Secretary of Education to meet the requirements of 34 CFR 608.2. For the Department of Defense, the National Aeronautics and Space Administration, and the Coast Guard, the term also includes any nonprofit research institution that was an integral part of such a college or university before November 14, 1986.

“Minority institution” means an institution of higher education meeting the requirements of Section 1046(3) of the Higher Education Act of 1965 (20 U.S.C. 1067k, including a Hispanic-serving institution of higher education, as defined in Section 316(b)(1) of the Act (20 U.S.C. 1101a))

(8) Taxpayer Identification Number (TIN). TIN: _____; TIN has been applied for; TIN is not required because; Offeror is a nonresident alien, foreign corporation, or foreign partnership that does not have income effectively connected with the conduct of a trade or business in the United States and does not have an office or place of business or a fiscal paying agent in the United States; Offeror is an agency or instrumentality of a foreign government; Offeror is an agency or instrumentality of the Federal Government.

(9) Type of organization. Sole proprietorship; Partnership; Corporate entity (not tax-exempt); Corporate entity (tax-exempt); Government entity (Federal, State, or local); Foreign government; International organization per 26 CFR 1.6049-4; Other _____.



(10) Common parent. [] Offeror is not owned or controlled by a common parent; [] Name and TIN of common parent: Name _____, TIN _____.

DATA UNIVERSAL NUMBERING SYSTEMS (DUNS) NUMBER (OCT 2003)

(1) DUNS NUMBER. [] DUNS #: _____; [] DUNS # has been applied for; [] DUNS # is not required because; [] Offeror is a nonresident alien, foreign corporation, or foreign partnership that does not have income effectively connected with the conduct of a trade or business in the United States and does not have an office or place of business or a fiscal paying agent in the United States; [] Offeror is an agency or instrumentality of a foreign government; [] Offeror is an agency or instrumentality of the Federal Government.

(2) If the offeror does not have a DUNS number, it should contact Dun and Bradstreet directly to obtain one.

(1) An offeror may obtain a DUNS number--

(i) If located within the United States, by calling Dun and Bradstreet at 1-866-705-5711 or via the Internet at <http://www.dnb.com>; or

(ii) If located outside the United States, by contacting the local Dun and Bradstreet office.

(2) The offeror should enter the following information:

(i) Company name.

(ii) Tradestyle, doing business, or other name by which your entity is commonly recognized.

(iii) Company physical street address, city, state and Zip Code.

(iv) Company mailing address, city, state and Zip Code (if separate from physical).

(v) Company telephone number.

(vi) Date the company was started.

(vii) Number of employees at your location.

(viii) Chief executive officer/key manager.

(ix) Line of business (industry).

(x) Company headquarters name and address (reporting relationship within your entity).

PROHIBITION OF SEGREGATED FACILITIES (52.222-21)

(a) "Segregated facilities," as used in this clause, means any waiting rooms, work areas, rest rooms and wash rooms, restaurants and other eating areas, time clocks, locker rooms and other storage or dressing areas, parking lots, drinking fountains, recreation or entertainment areas, transportation, and housing facilities provided for employees, that are segregated by explicit directive or are in fact segregated on the basis of race, color, religion, sex, or national origin because of written or oral policies or employee custom. The term does not include separate or single-user rest rooms or necessary dressing or sleeping areas provided to assure privacy between the sexes.

(b) The Contractor agrees that it does not and will not maintain or provide for its employees any segregated facilities at any of its establishments, and that it does not and will not permit its employees to perform their services at any location under its control where segregated facilities are maintained. The Contractor agrees that a breach of this clause is a violation of the Equal Opportunity clause.

(c) The Contractor shall include this clause in every subcontract and purchase order that is subject to the Equal Opportunity clause of any contract of which this Annual Master Certification is a part.

PREVIOUS CONTRACTS AND COMPLIANCE REPORTS (52.222-22)

The Offeror represents that:

(a) It [] **has**, [] **has not** participated in a previous contract or subcontract subject to the Equal Opportunity clause of this document;

(b) It [] **has**, [] **has not** filed all required compliance reports; and

(c) Representations indicating submission of required compliance reports, signed by proposed subcontractors, will be obtained before subcontract awards.

AFFIRMATIVE ACTION COMPLIANCE (52.222-25)

Federal contractors, who do not have 50 or more employees and a contract of \$50,000 or more, mark **Has Not**. The Offeror represents that:

(a) It [] **has** developed and has on file, [] **has not** developed and does not have on file at each establishment, affirmative action programs required by the rules and regulations of the Secretary of Labor (41 CFR 60-1 and 60-2), or

(b) It [] **has not** previously had contracts subject to the written affirmative action programs requirement of the rules and regulations of the Secretary of Labor.

EQUAL OPPORTUNITY COMPLIANCE (52.222-26)

By submission of this Annual Master Certification, the Offeror represents that, to the best of its knowledge and belief, except as noted below up to the date of signature of this document, no written notice such as a show cause letter, a letter indicating probable cause, or any other formal written notification citing specific deficiencies, has been received by the Offeror from any Federal Government agency or representative thereof that the Offeror or any of its divisions or affiliates or known first-tier subcontractor is in violation of any of the provisions of Executive Order 11246 of September 24, 1965, Executive Order 11375 of October 13, 1967, or rules and regulations of the Secretary of Labor (FAR Part 22) and specifically as to not having an acceptable affirmative action program or being in noncompliance with any other aspect of the Equal Employment Opportunity Program. It is further agreed that should there be any change (i) in the Offeror's status or circumstances between this date and the date of expiration of this document, or any extension thereof, or (ii) during any contract or extension thereof resulting from this document, Lingual Information System Technologies, Inc., will be notified promptly.



CERTIFICATION REGARDING DEBARMENT, SUSPENSION, PROPOSED DEBARMENT, AND OTHER RESPONSIBILITY MATTERS (52.209-5)

The Offeror certifies, to the best of its knowledge and belief, that the Offeror and/or any of its Principals:

(a) are, are not presently debarred, suspended, proposed for debarment, or declared ineligible for the award of contracts by any Federal agency;

(b) have, have not within a three-year period preceding the signature date of this document, been convicted of or had a civil judgment rendered against them for: commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) contract or subcontract; violation of Federal or state antitrust statutes relating to the submission of offers; or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property; and

(c) are, are not presently indicted for, or otherwise criminally or civilly charged by a governmental entity with commission of any of the offenses enumerated in subdivision (b) of this provision.

(d) has, has not within a three-year period preceding the signature date of this document, had one or more contracts terminated for default by any Federal agency.

This certification is a material representation of fact upon which reliance was placed when making award. If it is later determined that the Offeror knowingly rendered an erroneous certification, in addition to other remedies available to the Government, Lingual Information System Technologies, Inc. may terminate any contract resulting from this document for default.

CERTIFICATION AND DISCLOSURE REGARDING PAYMENTS TO INFLUENCE CERTAIN FEDERAL TRANSACTIONS (52.203-11)

(a) The definitions and prohibitions contained in the clause, at FAR 52.203-12, Limitation on Payments to Influence Certain Federal Transactions, included in this solicitation, are hereby incorporated by reference in paragraph (b) of this certification.

(b) The Offeror, by signing this document, hereby certifies to the best of his or her knowledge and belief that on or after December 23, 1989:

(1) No Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on his or her behalf in connection with the awarding of any Federal contract, the making of any Federal Grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.

(2) If any funds other than Federal appropriated funds (including profit or fee received under a covered Federal transaction) have been paid, or will be paid, to any person for influencing or attempting to influence an officer or employee of any agency, Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress on his or her behalf in connection with this solicitation, the Offeror shall complete and submit, with its offer, OMB standard form LLL, Disclosure of Lobbying Activities, to Lingual Information System Technologies, Inc.; and

(3) He or she will include the language of this certification in all subcontract awards at any tier and require that all recipients of subcontract awards in excess of \$100,000 shall certify and disclose accordingly.

(c) Submission of this certification and disclosure is a prerequisite for making or entering into any contract imposed by section 1352, title 31, United States Code. Any person who makes an expenditure prohibited under this provision or who fails to file or amend the disclosure form to be filed or amended by this provision, shall be subject to a civil penalty of not less than \$10,000, and not more than \$100,000, for each such failure.



REPRESENTATION AND CERTIFICATION

THIS CERTIFICATION CONCERNS A MATTER WITHIN THE JURISDICTION OF AN AGENCY OF THE UNITED STATES AND THE MAKING OF A FALSE, FICTITIOUS OR FRAUDULENT CERTIFICATION MAY RENDER THE MAKER SUBJECT TO PROSECUTION UNDER USC. SECTION 1001, TITLE 18.

_____ COMPANY NAME (TYPE OR PRINT)	_____ COMPANY ADDRESS (Street, City, State and Zip)
_____ COMPANY'S WEB SITE (URL) ADDRESS	_____ CONTACT'S EMAIL ADDRESS
_____ NAME AND TITLE OF PERSON AUTHORIZED TO BIND OFFEROR	_____ TELEPHONE NUMBER
_____ SIGNATURE OF PERSON AUTHORIZED TO BIND OFFEROR	_____ DATE

The Offeror shall provide immediate written notice to Lingual Information System Technologies, Inc. if, at any time prior to contract award, the Offeror learns that its certification was erroneous when submitted or has become erroneous by reason of changed circumstances.