

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE
Page
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2. AMENDMENT/MODIFICATION NO. 0002
3. EFFECTIVE DATE 06/18/2009
4. REQUISITION/PURCHASE REQ. NO.
5. PROJECT NO. (If applicable)

6. ISSUED BY CODE 00094
DOT/Maritime Administration, WR Acquisition
201 Mission Street, Suite 1800
San Francisco, CA 94105-1905
7. ADMINISTERED BY (If other than Item 6) CODE 00094
DOT/Maritime Administration, WR Acquisition
201 Mission Street, Suite 1800
San Francisco, CA 94105-1905

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and Zip Code)
FINCANTIERI MARINE GROUP LLC
605 N THIRD ST
STURGEON BAY, WI 54235-2324
9A. AMENDMENT OF SOLICITATION NO.
9B. DATED (SEE ITEM 11)
(X) 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA4P09021
(X) 10B. DATED (SEE ITEM 13) 05/01/2009
CODE * FACILITY CODE

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 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)
2009 - - X1750 - SMR1 20 - SM - R107 - 0 - 0000 - 160000 - - - - 25431 - 6100 - 6600 -

**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:
FAR 43.103(a) Bilateral Contract Modification
 D. OTHER (Specify type of modification and authority)

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.)
MODIFICATION 0002 INCREASES THE SUPPLEMENTAL FUNDING AND AWARDS OPTION CLINS.

- 1) CLIN 0042 - Under Water Hull Preservation:
OPTION CLINS 0041AB, 0042AD, 0042AE, and 0042AG \$60,000.00
- 2) CLIN 0061 - Off Load Fluids & Storage:
OPTION CLIN 0061A/B Off Load Lube Oil IAW applicable SOW \$2,320.00
- 3) CLIN 0062 - Tank Cleaning:
OPTION CLIN 0062AB - Clean two (2) additional tanks and provide Gas Free Certificate: Safe For Entry \$10,800.00
OPTION CLIN 0062AC - Clean two (2) Lube Oil Tanks and provide Gas Free Certificate: Safe For Entry \$10,800.00
- 4) Additional Supplemental Funding is required to address growth due to additional regulatory requirements; late identification of work requirements by ships force, vessel preparations for extended cruise in 2010, additional tank cleaning in preparations for USCG and ABS inspections.
CLIN 0064AA: Supplemental Labor - Increase funding by \$40,000.00
CLIN 0064AB: Supplemental Material - Increase funding \$90,000.00

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)
PATRICK J. O'HERN, VICE PRESIDENT + GENERAL MANAGER
15B. CONTRACTOR/OFFEROR
(Signature of person authorized to sign)
15C. DATE SIGNED
7/9/09
16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
Patricia L. Etridge
16B. United States of America
BY Patricia L. Etridge
(Signature of Contracting Officer)
16C. DATE SIGNED
7/9/09

Line Item Summary	Document Number DTMA4P09021/0002	Title TSSM DRYDOCK AVAILABILITY	Page 2 of 4
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Total Funding: \$824,550.00

FYs	Fund	Budget Org	Sub	Object Class	Sub	Program	Cost Org	Sub	Proj/Job No.	Sub	Reporting Category
Division		Closed FYs		Cancelled Fund							

Line Item Number	Description	Delivery Date (Start date to End date)	Quantity	Unit of Issue	Unit Price	Total Cost
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MOD 0002 INCR SUPPL CLIN AND AWARD OPTION CLINS
PRWR0900044 0001

0001	GENERAL REQUIREMENTS	07/01/2009	0.00	N/C	\$0.00	\$0.00
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(05/26/2009 to 07/01/2009)

Change in Funding

PER ATTACHED STATEMENT OF WORK

Paragraph 3.1.29 requiring Liquidation damages is removed.

Funding Information:

2009 - - X1750 - SMR1 20 - SM - R107 - 0 - 0000 - 160000 -
- - - 25431 - 6100 - 6600 -
213,920.00

0042AB	Spot Blast To SSPC SP10: per Sq. Ft. - OPTION		1.00	JOB	(\$6,520.00)	\$7,500.00
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Change in Extended Description, Quantity, Unit Price

Spot blast (SSPC SP-10) - Freeboard: Approximately 3,000 Sq. Ft.

MOD 0002 THE COST OF THIS LINE ITEM IS DECREASED DUE AS THE ACTUAL FOOTAGE REQUIRING BLASTING WAS LESS PER CONDITION FOUND REPORT# 004D. ✓

0042AD	Underwater Hull: Brush Blast per SSPC-SP7: per Sq. Ft. - OPTION		1.00	JOB	(\$14,000.00)	\$25,000.00
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Change in Extended Description, Quantity, Unit Price

AMENDMENT 0006 CORRECTION

"Brush Blast (SSPC-SP7) Keel to top of Deep Load Line: Approximately 12,000 square feet".

MOD 0002 THE COST OF THIS LINE ITEM IS DECREASED DUE AS THE ACTUAL FOOTAGE REQUIRING BLASTING WAS LESS PER CONDITION FOUND REPORT# 004D. ✓

0042AE	Underwater Hull: SSPC-SP10 Touch-Up Coating: per Sq. Ft. - OPTION		1.00	JOB	(\$3,000.00)	\$6,000.00
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Change in Extended Description, Quantity, Unit Price

Spot blast (SSPC SP-10) - Underwater Hull: Approximately 3,000 Square Feet

SPC-SP10 Touch Up coating system as specified

MOD 0002 THE COST OF THIS LINE ITEM IS DECREASED DUE AS THE ACTUAL FOOTAGE REQUIRING BLASTING WAS LESS PER CONDITION FOUND REPORT# 004D. ✓

Line Item Summary	Document Number DTMA4P09021/0002	Title TSSM DRYDOCK AVAILABILITY	Page 3 of 4
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Total Funding: \$824,550.00											
FYs	Fund	Budget Org	Sub	Object Class	Sub	Program	Cost Org	Sub	Proj/Job No.	Sub	Reporting Category
Division	Closed FYs	Cancelled Fund									

Line Item Number	Description	Delivery Date (Start date to End date)	Quantity	Unit of Issue	Unit Price	Total Cost
0042AG	Underwater Hull: Keel to Deep Load Line: One (1) Full Coat, as Specified OPTION Change in Extended Description, Quantity, Unit Price Keel to top of Deep Load Line coating system applied as specified: One (1) full coat MOD 0002 THE COST OF THIS LINE ITEM IS INCREASED DUE TO ADDITIONAL MARAD DPO REQUIREMENTS TO ADJUST THE DEEP LOAD LINE INTERFACE AND TO APPLY ONE FULL COAT OF ENVIRONMENTALLY FRIENDLY AF, SAFEGUARD HEAVY METAL FREE ANTIFOULING PER CONDITION FOUND REPORT# 004D.		1.00	JOB	\$12,600.00	\$21,500.00
0043	STRUT BEARINGS: RTD REPLACEMENT Change in Extended Description PER ATTACHED STATEMENT OF WORK.		0.00	JOB	\$0.00	\$0.00
0061AB	Lube Oil Storage - OPTION ITEM Change in Extended Description, Quantity PER ATTACHED STATEMENT OF WORK BSC's price is reflective of pumping and storing full potential quantity of fuel and lube oil. Only actual quantity pumped and stored will be reimbursed at the bid unit prices accepted. OPTION ITEM EXERCISED PER CONDITION FOUND REPORT #031		1.00	JOB	\$0.00	\$2,320.00 ✓
0062AB	Fuel Oil Tanks - OPTION ITEM Change in Extended Description, Quantity, Unit Price PER ATTACHED STATEMENT OF WORK Fuel Oil Tank (4-12-0) Fuel Oil Tank (4-18-0) Fuel Oil Tank (4-72-2) Fuel Oil Tank (4-72-3) Fuel Oil Tank (4-72-4) Fuel Oil Tank (4-80-1)		1.00	JOB	(\$21,600.00)	\$10,800.00 ✓
0062AC	MOD 0002 EXERCISES CLIN 0062AB Lube Oil Tanks - OPTION ITEM Change in Extended Description, Quantity PER ATTACHED STATEMENT OF WORK Lube Oil Tank (4-60-1) Lube Oil Tank (4-60-2) MOD 0002 EXERCISES CLIN 0062AC		1.00	JOB	\$0.00	\$10,800.00 ✓

Line Item Summary

Document Number
DTMA4P09021/0002

Title
TSSM DRYDOCK AVAILABILITY

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Total Funding: \$824,550.00

FYs	Fund	Budget Org	Sub	Object Class	Sub	Program	Cost Org	Sub	Proj/Job No.	Sub	Reporting Category
Division											
Closed FYs											
Cancelled Fund											

Line Item Number	Description	Delivery Date (Start date to End date)	Quantity	Unit of Issue	Unit Price	Total Cost
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0064AA	SUPPLEMENTAL MANHOURS LABOR - OPTION ITEM		0.00	NTE	\$40.00	\$40,000.00
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Change in Extended Description, Unit Price

PLEASE PROVIDE THE HOURLY MANHOUR LABOR RATE OFFERED FOR SUPPLEMENTAL REPAIR WORK WHICH SHALL BE A YARDWIDE COMPOSITE LABOR RATE TO INCLUDE ALL MANAGEMENT, SUPERVISION, OVERHEAD, G&A, HANDLING CHARGES, FREIGHT AND PROFIT.

THIS IS A NOT TO EXCEED AMOUNT. THE TOTAL SHALL NOT EXCEED 2,000 MANHOURS TO BE ORDERED IN ACCORDANCE WITH SECTION H. SUPPLEMENTAL GROWTH REQUIREMENTS.

MOD 0002 INCREASES FUNDING FOR SUPPLEMENTAL LABOR AUTHORIZED FOR THIS LINE ITEM BY \$40,000.00

0064AB	SUPPLEMENTAL MATERIAL - OPTION ITEM		0.00	NTE	\$90,000.00	\$90,000.00
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Change in Extended Description, Unit Price

SUPPLEMENTAL MATERIAL - OPTION ITEM
THIS IS A NOT TO EXCEED AMOUNT.

THE TOTAL ORDERED SHALL NOT EXCEED \$110,000.00 IN ACCORDANCE WITH SECTION H. SUPPLEMENTAL GROWTH REQUIREMENTS. THERE IS TO BE NO BURDEN ON THESE CHARGES FOR EITHER SUBCONTRACTOR COSTS OR MATERIAL CHARGES. THE SUPPLEMENTAL MATERIAL DOLLARS WILL BE ALLOCATED BY THE COTR VIA DELIVERY ORDERS. ALL WORK WILL BE NEGOTIATED UNDER A FIXED PRICE DELIVERY ORDER.

MOD 0002 INCREASES THE FUNDING FOR SUPPLEMENTAL MATERIAL BY \$90,000.00.

Previous Total: \$610,630.00
Modification Total: \$213,920.00
Grand Total: \$824,550.00
(Includes Discounts)

DISTRIBUTION: VENDOR/COTR/CO/FCO

DUNS # 044391712