

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   5
2. AMENDMENT/MODIFICATION NO. 0003	3. EFFECTIVE DATE 05/21/2012	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable) SDP DRYDOCKING
6. ISSUED BY U.S. DOT/ Maritime Administration Pacific Div. Acquisition Office MAR 380-4 201 Mission Street Suite 1800 San Francisco CA 94105	CODE 00094	7. ADMINISTERED BY (If other than Item 6) U. S. DOT Maritime Administration Pacific Div. Acquisition Office MAR 380.4 201 Mission Street Suite 1800 San Francisco CA 94105	CODE 00094
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Allied Defense Recycling , LLC (dba: ADR) 1180 NIMITZ AVE VALLEJO CA 94592-1053		(X) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 176090780   FACILITY CODE		9B. DATED (SEE ITEM 11)	
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA-94-P-2012-0022	
		10B. DATED (SEE ITEM 13) 02/23/2012	

**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)  
See Schedule

**13. THIS ITEM ONLY APPLIES TO MODIFICATION OF CONTRACTS/ORDERS. IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

CHECK ONE X	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. FAR 52.212-4 c changes para
	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)

E. IMPORTANT: Contractor  is not.  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.)  
Dry-Dock the obsolete vessel Adventurer

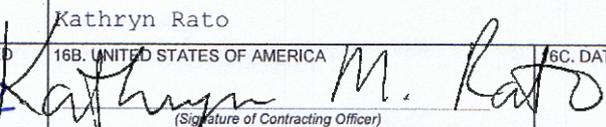
The purpose of this modification is to change the original price schedule to the revised attached .

The amounts that appear in the attached price schedule under the columns titled: "Delivered" Qty's and their extended amounts "Delivered" Amt become the revised price schedule.

The Purchase Order remains unchanged at \$410,616.20

Continued ...

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) JACK R. BILLINGS C/O	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Kathryn Rato
15B. CONTRACTOR/OFFEROR 	16B. UNITED STATES OF AMERICA 
15C. DATE SIGNED 5-21-12	16C. DATE SIGNED 5/22/12

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DTMA-94-P-2012-0022/0003

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NAME OF OFFEROR OR CONTRACTOR

Allied Defense Recycling , LLC (dba: ADR)

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>The \$101,356.20 shall not be DEobligated and shall be retained on this purchase order due to pending settlement of Equitable adjustment, of CLIN 406, laydays .</p> <p>Payment:  MARAD A/P INVOICES  P.O.BOX 25710  OKLAHOMA CITY OK 73125  Period of Performance: 04/11/2012 to 04/24/2012</p>				

ADV Drydocking Reconciliation Sheet									
ITEM NUMBER	CLIN	SERVICES	QUANTITY (ORDERED)	UNIT	UNIT PRICE	CONTRACT AMOUNT	QUANTITY (DELIVERED)	DELIVERED AMOUNT	VARIANCE
0001	0105	Gangway	1	JOB	\$2,640.00	\$2,640.00	1.00	\$2,640.00	\$0.00
0002	0108	Fire Protection	1	JOB	\$1,980.00	\$1,980.00	1.00	\$1,980.00	\$0.00
0003	0112	Hazardous Waste; Management	1	JOB	\$1,100.00	\$1,100.00	1.00	\$1,100.00	\$0.00
0004	0120	Production Scheduling	1	JOB	\$2,640.00	\$2,640.00	1.00	\$2,640.00	\$0.00
0005	0201	Drydocking	1	VES	\$115,000.00	\$115,000.00	1.00	\$115,000.00	\$0.00
0006	0202	Hull Cleaning	1	VES	\$76,000.00	\$76,000.00	1.00	\$76,000.00	\$0.00
0007	0203	Removal of Freeboard Exfoliating Paint	0	VES	\$0.00	\$0.00	0.00	\$0.00	\$0.00
0008	0204	Removal of Topside Exfoliating Paint	0	VES	\$0.00	\$0.00	0.00	\$0.00	\$0.00
0008AA	0204AA	Partial Removal of Topside Exfoliating Paint (Optional)	0	VES	\$0.00	\$0.00	0.00	\$0.00	\$0.00
0009	0401	Underwater Hull Steel Repairs/Renewals		JOB		\$0.00		\$0.00	\$0.00
0009AA	401AA	Hull Plating (Flat Insert) - 500 Pounds or less	1	LBS	\$10.00	\$10.00	0.00	\$0.00	\$10.00
0009AB	401AB	Hull Plating (Flat Insert) - 501-2500 Pounds	1	LBS	\$10.00	\$10.00	0.00	\$0.00	\$10.00
0009AC	401AC	Hull Plating (Flat Insert) - 2501-5000 Pounds	1	LBS	\$10.00	\$10.00	0.00	\$0.00	\$10.00
0009AD	401AD	Hull Plating (Flat Reinforcing) - 500 Pounds or less	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AE	401AE	Hull Plating (Flat Reinforcing) - 501-2500 Pounds	1500	LBS	\$9.50	\$14,250.00	0.00	\$0.00	\$14,250.00
0009AF	401AF	Hull Plating (Flat Reinforcing) - 2501-5000 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AG	401AG	Hull Plating (Shaped Insert) - 500 Pounds or less	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009AH	401AH	Hull Plating (Shaped Insert) - 501-2500 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00

0009AI	401AI	Hull Plating (Shaped Insert) - 2501-5000 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009AJ	401AJ	Hull Plating (Shaped Reinforcing) - 500 Pounds or less	1	LBS	\$10.00	\$10.00	0.00	\$0.00	\$10.00
0009AK	401AK	Hull Plating (Shaped Reinforcing) - 501-2500 Pounds	1	LBS	\$10.00	\$10.00	0.00	\$0.00	\$10.00
0009AL	401AL	Hull Plating (Shaped Reinforcing) - 2501-5000 Pounds	1	LBS	\$10.00	\$10.00	0.00	\$0.00	\$10.00
0009AM	401AM	Deck Plating - 500 Pounds or less	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AN	401AN	Deck Plating - 501-2500 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AO	401AO	Deck Plating - 2501-5000 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AP	401AP	Bulkhead Plating - 500 Pounds or less	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AQ	401AQ	Bulkhead Plating - 501-2500 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AR	401AR	Bulkhead Plating - 2501-5000 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AS	401AS	Stringers - 500 Pounds or less	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009AT	401AT	Stringers - 501-2500 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009AU	401AU	Stringers - 2501-5000 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009AV	401AV	Frames - 500 Pounds or less	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AW	401AW	Frames - 501-2500 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AX	401AX	Frames - 2501-5000 Pounds	1	LBS	\$9.50	\$9.50	0.00	\$0.00	\$9.50
0009AY	401AY	Side Longitudinal - 500 Pounds or less	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009AZ	401AZ	Side Longitudinal - 501-2500 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009BA	401BA	Side Longitudinal - 2501-5000 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009BB	401BB	Bulkhead Stiffeners - 500 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009BC	401BC	Bulkhead Stiffeners - 501-2500 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00
0009BD	401BD	Bulkhead Stiffeners - 2501-5000 Pounds	1	LBS	\$11.00	\$11.00	0.00	\$0.00	\$11.00

0009BE	401BE	Welding: Clad Weld: 1 sq ft x 1/4"	0	SQF	\$0.00	\$0.00	0.00	\$0.00	\$0.00
0009	401BF	Welding: Seam & Butt Weld: 1 linear ft	4	FT	\$74.00	\$296.00	0.00	\$0.00	\$296.00
0010	0402	Towing To Contractor's Facility	0	VES	\$0.00	\$0.00	0.00	\$0.00	\$0.00
0010AA	0402AA	Option 1 - Towing To Contractor's Facility from SBRF	1	VES	\$64,000.00	\$64,000.00	1.00	\$64,000.00	\$0.00
0011	0404	Wet Berth and Mooring	1	VES	\$42,000.00	\$42,000.00	1.00	\$42,000.00	\$0.00
0011AA	0404AA	Wet Berth Maintenance (Optional)	5	DAY	\$1,950.00	\$9,750.00	0.00	\$0.00	\$9,750.00
0012	0405	Crane Service (Optional)	1	HR	\$450.00	\$450.00	0.00	\$0.00	\$450.00
0013	0406	Dry-dock Lay Day (Optional)	8	DAY	\$2,640.00	\$21,120.00	0.00	\$0.00	\$21,120.00
0014	0407	Dispose of Hazardous Waste (Optional)		JOB		\$0.00		\$0.00	\$0.00
0014AA	407AA	Paint Chip Disposal 1- 10 Drums (Optional)	1	DRUM	\$300.00	\$300.00	0.00	\$0.00	\$300.00
0014AB	407AB	Paint Chips > 10 Drums (Optional)	40	DRUM	\$300.00	\$12,000.00	0.00	\$0.00	\$12,000.00
0014AC	0407AC	Contaminated Water < or = 1000 (Optional)	1	GAL	\$1.85	\$1.85	0.00	\$0.00	\$1.85
0014AD	0407AD	Contaminated Water > 1000 (Optional)	1001	GAL	\$1.85	\$1,851.85	0.00	\$0.00	\$1,851.85
0014AE	0407AE	Organic Hull Waste-Non Hazardous	1	20 yd	\$3,900.00	\$3,900.00	0.00	\$0.00	\$3,900.00
0014AF	0407AF	Organic Hull Waste-Hazardous Non RCRA	2	20 yd	\$3,900.00	\$7,800.00	1.00	\$3,900.00	\$3,900.00
0015	408	Supplemental Work		HR		\$0.00		\$0.00	\$0.00
0015AA	0408AA	Supplemental Labor	200	HR	\$74.00	\$14,800.00	0.00	\$0.00	\$14,800.00
0015AB	0408AB	Supplemental Materials / Subcontractors	1	LOT	\$5,000.00	\$5,000.00	0.00	\$0.00	\$5,000.00
0016	0415	Temporary Lighting (Optional)				\$0.00		\$0.00	\$0.00
0016AA	0415AA	Install and Remove Lighting (Optional)	2	Spaces	\$2,460.00	\$4,920.00	0.00	\$0.00	\$4,920.00
0016AB	0415AB	Install and Remove Ventilation (Optional)	2	Spaces	\$2,460.00	\$4,920.00	0.00	\$0.00	\$4,920.00

	0415AC	Daily Charge for Maintenance of Lighting (Optional)	5	VES	120	\$600.00	0.00	\$0.00	\$600.00
0017	0418	Chemist Gas Free Certificate (Optional)	2	DAY	\$1,500.00	\$3,000.00	0.00	\$0.00	\$3,000.00
0017AA	0418AA	Competent Person (Optional)	0	JOB	\$0.00	\$0.00	0.00	\$0.00	\$0.00
<b>Totals</b>						\$410,616.20		\$309,260.00	\$101,356.20