

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE

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2. AMENDMENT/MODIFICATION NO. 0002 3. EFFECTIVE DATE 02/24/2009 4. REQUISITION/PURCHASE REQ. NO. See Lines 5. PROJECT NO. (If applicable)

6. ISSUED BY DOT/Maritime Administration, WR Acquisition Office of Acquisition, MRG-4200,201 Mission Street, Suite 2200 San Francisco, CA 94105-1905

7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and Zip Code) Dale Sirois PACIFIC-GULF MARINE, INC. 401 WHITNEY AVE STE 511 Gretna, LA 70056-2504

9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

(X) 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C05013 / PGM13W08020

(X) 10B. DATED (SEE ITEM 13) 08/27/2008

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.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

- 2008 - 70X - 4303000 - 70 - 0861 - 33 - 40HNY0 - 9 - 33 - 40HNY0 - 0 - - 25432 - 0861 - 0000 - 00

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

Table with 2 columns: CHECK ONE, and options A, B, C, D. Option D is checked.

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.) Statement of Work replaced in its entirety and delivery date extended from 12//312008 to 5/15/2009.

Table with 4 columns: 15A. NAME AND TITLE OF SIGNER, 16A. NAME AND TITLE OF CONTRACTING OFFICER, 15B. CONTRACTOR/OFFEROR, 15C. DATE SIGNED, 16B. United States of America, 16C. DATE SIGNED.

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Total Funding: \$2,768,850.00

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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CAPE HENRY Replace SOW Extension HNY08 1006 A
PRWRSM8140 0003

0001	SHIPYARD DRY DOCKING	05/15/2009	0.00	LOT	\$0.00	\$0.00
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Change in Delivery Date, Extended Description
Base year 3, Ship group 13, Ship 1 (CAPE HENRY)
CLIN 0301AE; PROJECT NO. PGM HNY08 1006 A1

Drydocking

See attached MOD 0002 SOW replacement in its entirety.

Ref Req No: PRWRSM08140/0001

0002	TRANSIT AND LOCAL TOWING; PROVIDE	05/15/2009	0.00	JOB	\$0.00	\$0.00
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Change in Delivery Date, Extended Description
Base year 3, Ship group 13, Ship 1 (CAPE HENRY)
CLIN 0301AE; PROJECT NO. PGM HNY08 1006 A
TRANSIT OF THE SHIP TO SHIPYARD IN ACCORDANCE WITH CLIN 0002.

See attached MOD 0002 SOW replacement in its entirety.

0003	TECHNICAL SERVICES AND MATERIAL; PROVIDE	05/15/2009	0.00	JOB	\$0.00	\$0.00
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Change in Delivery Date, Extended Description
Base year 3, Ship group 13, Ship 1 (CAPE HENRY)
CLIN 0301AE; PROJECT NO. PGM HNY08 1006 A

PROJECT SUPPORT ACTIVITIES TO INCLUDE; THE SERVICES OF AN ASSISTANT PORT ENGINEER, ADMINISTRATIVE ASSISTANT, PAINT REPRESENTATIVE, SM PERSONNEL SUPPORT, AS REQUIRED, THE PURCHASE OF LONG LEAD TIME MATERIAL AND OTHER P.O. LEVEL PROCUREMENTS REQUIRED TO SUPPORT THE PROJECT N ACCORDANCE WITH CLIN 0003.

See attached MOD 0002 SOW replacement in its entirety.

Previous Total: \$2,768,850.00
Modification Total: \$0.00
Grand Total: \$2,768,850.00
(Includes Discounts)

Distribution: K Antoniadis, G Thornton, C Johnston, S Wong, M Huey, MARADObligations@faa.gov, J Quach, Ship Manager

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SECTION C -- DESCRIPTIONS AND SPECIFICATIONS

C.1 MOD 0002 EXTENSION TO 5/15/09 AND SOW CHANGES

Cape Henry PRWRSM08140/0003
Project: PGM-HNY08-1006A
M&R Dry Docking
PGM13W08020
Modification #2

This attachment replaces in its entirety the scope of work detailed in the previous modification.

Line Item: 001
END OF PERFORMANCE PERIOD IS JANUARY 31, 2009

101.) OFFICE FACILITIES; PROVIDE

Intent: Provide private office, equipment and supplies for PGM and Owner's personnel during the contract period.

103.) GANGWAYS; PROVIDE

Intent: Provide a lighted and secure gangway access to the vessel 24 hours each day for the duration of the contract.

104.) WET BERTH, TUGS & PILOTS AND SERVICES; PROVIDE

Intent: Provide Quote for wet bearthage, tugs and pilots for shifting and general services to the vessel.

105.) SEWER SYSTEM SHORE; CONNECT

Intent: Connect the vessel's sewage system overboard to a shore sewage disposal system during drydock while crew is living aboard.

106.) SHORE POWER; PROVIDE

Intent: Provide shore power services to be supplied to the vessel while she is drydocked and/or berthed at the Contractor's facility.

107.) FIRE PROTECTION; PROVIDE

Intent: Provide fire protection while the vessel is at the Contractor's facility.

108.) POTABLE, FRESH AND COOLING WATER; PROVIDE

Intent: Provide potable and fresh water for the vessel.

109.) COMPRESSED AIR; PROVIDE

Intent: Provide dry compressed air for ship's force or owner furnished sub-contractor's use.

110.) OIL & WATER; PUMP AND DISPOSE

Intent: Pump and dispose of accumulated waste oil and bilge water.

111.) DEBRIS & GARBAGE; REMOVE

Intent: Remove debris and garbage and high pressure wash the weather decks of the vessel prior to the vessel's departure from the Contractor's facility.

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113.) DECK PROTECTION; PROVIDE

Intent: Provide deck protection for the vessel during and after the completion of the drydocking and repairs.

114.) LIGHTING, TEMPORARY; PROVIDE

Intent: Provide temporary lighting for safety purposes for the duration of the contract.

115.) VESSEL SECURITY; PROVIDE

THIS ITEM IS CANCELLED IN ITS ENTIRITY

Intent: Provide security to the entire vessel during the duration of the contract.

116.) ENGINE ROOM BILGES; CLEAN

Intent: Remove all Contractor generated waste: including oil, debris, and liquids from the engine room bilges.

117.) CHEMIST & COMPETENT PERSON; PROVIDE

Intent: Provide the services of a Marine Chemist to certify that working spaces are safe for entry and hot work. Also provide services for daily update of the certifications.

118.) HAZARDOUS WASTE; REMOVE

THIS ITEM IS CANCELLED IN ITS ENTIRITY

Intent: Remove any hazardous wastes generated during the performance of this drydocking.

119.) PRODUCTION CONTROL; ARRANGE

THIS ITEM IS CANCELLED IN ITS ENTIRITY

Intent: Formulate the planning, documentation and monitoring of a contract. Provide three copies of all the documents at the end of the drydock.

201.) DRYDOCK; PREPARE

Intent: Provide Laydays and prepare the drydock to accept the vessel and restore the drydock after all repairs/inspections have been successfully completed.

202.) RUDDER; EXAMINE

Intent: Provide all labor, material, and equipment to examine and test the rudder, pintle pin and nut.

203.) PROPELLER; CLEAN, REMOVE, AND TEST

Intent: Clean the vessel's propeller, remove it from the tailshaft, perform non-destructive testing as required, and install upon completion.

204.) TAILSHAFT WEARDOWN READINGS; RECORD

Intent: Take and record two sets of stern tube bearing wear down readings at the tailshaft outboard seal housing.

206C.) STERN TUBE O.B. SEAL, IN PLACE; RENEW

Intent: Renew the outboard stern tube oil seal assemblies in place. All work specified within this work item shall be completed under the direct supervision of a Contractor furnished manufacturer's service engineer.

206D.) STERN TUBE I.B. SEAL, IN PLACE; RENEW

Intent: Renew the inboard stern tube oil seal assemblies in place. All work specified within this work item shall be completed under the direct supervision of a Contractor furnished manufacturer's service engineer.

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208.) SEA VALVE AND O.B DISCHARGE VALVE; OVERHAUL

Intent: Open the sea valves and overboard discharge valves for overhaul and regulatory body survey.

209.) SEA CHESTS & HULL PENETRATIONS; INSPECT

Intent: Open and remove the four (4) sea chest strainer plates while the ship is in drydock, clean and paint to the first sea valve all suction and overboard lines, and perform non-destructive testing on the sea chests and valve spool pieces to meet regulatory requirements.

210.) UNDERWATER HULL CATHODIC PROTECTION; INSPECT

Intent: Provide labor, equipment and material to inspect the vessel's Cathodic Protection System.

211.) UNDERWATER HULL ZINC ANODES; REPLACE

Intent: Crop and remove all installed zinc anodes on the underwater hull areas, including bow and stern thruster tunnels, sea chests, rudder and stern frame. Contractor shall then renew all existing zinc anodes on the vessel's hull using new weld strap type anodes to be located in the same positions.

212.) ANCHOR, CHAINS, LOCKERS & WINDLASSES; INSPECT & PRESERVE

Intent: Provide all labor, material and equipment to remove and preserve the anchors, anchor chains, chain lockers, chain locker eductor system and windlasses for inspections. Upon completion of satisfactory inspections and repairs restore the anchor and chains in good order.

213.) BOW & STERN THRUSTERS; INSPECT

Intent: Provide the necessary labor, material and equipment to examine the bow and stern thruster.

214.) MARINE GROWTH PREVENTION SYSTEM; SERVICE

Intent: Service the vessel's marine growth prevention system while on drydock. Work shall be performed by a manufacturer's service engineer.

215.) HULL BLASTING & PAINTING; ACCOMPLISH

Intent: Provide the labor, materials, equipment and services to clean, prepare, and coat the vessel's underwater hull and freeboard surfaces.

216.) AUDIO GAUGINGS; ACCOMPLISH

Intent: Provide the necessary labor, material and equipment to accomplish all gaugings required during drydocking and develop a report for ABS.

217.) GROWTH OR UNFUNDED REPAIRS; PROVIDE

Intent: The intent of this Service Req. is to fund growth for the drydock items.

301.) MATERIAL HANDLING; ASSIST

Intent: Provide shipyard crane, forklift and shipping, receiving and storing services.

303.) ECHO-SOUNDER; REPLACE

Intent: The intent of this specification is for the Contractor to replace the forward Echo-Sounder with a new Owner Furnished (OFE).

306.) NOT USED

307.) SIMPLIFIED VOYAGE DATA RECORDER; INSTALL

Intent: Install a Contractor provided S-VDR in accordance with the current regulatory requirements.

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308.) EVAPORATOR O.B DISCHARGE; RELOCATE

Intent: Relocate two (2) evaporator overboard discharge lines to new locations and to install the necessary piping to connect the evaporators to the new discharges.

OPTIONAL ITEMS

102.) TOWING; PROVIDE (OPTIONAL)

Intent: Provide towing requirements to and from the Contractor's facility.

112.) SANITARY FACILITIES; PROVIDE (OPTIONAL)

Intent: Provide portable toilets for ship's force and Owner's personnel use and the maintenance and cleanliness of the toilet and shower facilities during the contract period.

205.) TAILSHAFT; SURVEY (OPTIONAL)

Intent: Draw inward and remove the tailshaft from the stern tube. Clean and prepare for regulatory body inspection. After the inspection is completed, reinstall the tailshaft. The work specified within the work item shall be performed under the supervision of Contractor-furnished service engineers.

206A.) STERN TUBE O.B SEAL, SHOP; OVERHAUL (OPTIONAL)

Intent: Overhaul the outboard stern tube oil seal assembly in conjunction with the work item 203 entitled "Propeller Cleaning, Removal and Testing". All work specified within this work item shall be under the direct supervision of a Contractor furnished manufacturer's service engineer.

206B.) STERN TUBE I.B SEAL, SHOP; OVERHAUL (OPTIONAL)

Intent: Overhaul the inboard stern tube oil seal assemblies in conjunction with the work item 205 entitled "Tailshaft Survey." All work specified within this work item shall be under the direct supervision of a Contractor furnished manufacturer's service engineer.

207.) STERN TUBE BEARING; RECONDITION (OPTIONAL)

Intent: Remove, recondition, and reinstall the vessel's stern tube bearings.

302.) ANCHOR WINDLASS BRAKE BANDS; RENEW (OPTIONAL)

Intent: To renew the Anchor Windlass break bands and maintain the break band drum surface and operating mechanism.

304.) AUXILIARY SWITCHBOARDS; CLEAN (OPTIONAL)

Intent: Inspect, maintain and clean the Auxiliary Switchboards.

305.) MAIN SWITCHBOARD; CLEAN (OPTIONAL)

Intent: Inspect, maintain and clean the Main Switchboard.

Line Item: 002

END OF PERFORMANCE PERIOD IS NOVEMBER 17, 2008

A.) TRANSIT AND LOCAL TOWING; PROVIDE

Intent: To provide the following services -

1.) TRANSIT SERVICES; PROVIDE

The intent of this item is to provide crew, agent services, pilots, tugs, line handling and all other services necessary to safely transit the Cape Henry to a shipyard out of San Francisco for its scheduled drydocking availability.

2.) LOCAL TOWING; PROVIDE

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The intent of this item is to provide tugs, pilots, line handling and all other necessary services to transfer the vessel from Pier 96 to a local shipyard.

Line Item: 003

END OF PERFORMANCE PERIOD IS MAY 15, 2009

A.) TECHNICAL SERVICES AND MATERIAL; PROVIDE

Intent: The intent of this item is to purchase Government Furnished Material (GFM) for the accomplishment of work specified in the drydocking specifications. Also, to purchase material, provide services, and accomplish necessary repairs identified during transit and drydocking but which cannot be accomplished during the drydocking availability due to time and long lead time material constraints. The repairs will be accomplished upon return of the ship to its home port. -

1.) PAINT REPRESENTATIVE; PROVIDE

The intent of this item is to provide an independent paint representative, with industry acceptable certifications, to represent the Owner's interests of insuring coating compatibility to existing coatings, compliance to MARAD coating guidelines, and Manufacturer's surface preparation and product applications are adhered to during the 2008 Drydocking.

2.) ASSISTANT PORT ENGINEER; PROVIDE

The intent of this item is to provide the services of an Assistant Port Engineer, with experience in drydocking of ships to attend the Cape Henry during the FY08 Drydock. The Assistant Port Engineer needs to be familiar with the Project Administration System (PAS) used by MARAD.

3.) ADMINISTRATIVE ASSISTANT; PROVIDE

The intent of this item is to provide the services of an Administrative Assistant, with computer skills and familiarity with the Project Administration System (PAS), to assist the Assistant Port Engineer with administrative requirements during the vessel's 2008 Drydocking period.

4.) OWN STAFF; PROVIDE

The intent of this item is to provide funds for Own Staff expenses incurred during 2008 Drydocking of the Cape Henry.

5.) LONG LEAD MATERIAL; PURCHASE

The intent of this item is for the vessel to purchase the inboard and outboard seals and provide as G.F.M.

6.) WINCH MOTOR, #4; REPAIR

The intent of this item is to rewind #4 winch motor, repair winch motor controller lugs, and repair wiring as determined necessary during drydock.

7.) #5 SSDG AIR COOLER; PROCURE & INSTALL

The intent of this item is to procure and install 2 Vestas air coolers for #5 SSDG.

8.) GALLEY DECK; RESURFACE

The intent of this work order is to resurface the galley deck.

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9.) POTABLE WATER; REPAIRS

The intent of this work order is to repair the potable water leak in the 1st Engineer's stateroom, behind a false bulkhead.