

2. AMENDMENT/MODIFICATION NO. 0054	3. EFFECTIVE DATE 08/02/2011	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. <i>(If applicable)</i>
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6. ISSUED BY DOT/Maritime Administration, MAR-380 1200 New Jersey Ave SE, MAR380 W26-429 Washington, DC 20590	CODE 00091	7. ADMINISTERED BY <i>(If other than Item 6)</i>	CODE
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8. NAME AND ADDRESS OF CONTRACTOR <i>(No., street, county, State and Zip Code)</i>  MAERSK LINE LIMITED ONE COMMERCIAL PL 20TH FL NORFOLK, VA 23510-2126	9A. AMENDMENT OF SOLICITATION NO.
	9B. DATED <i>(SEE ITEM 11)</i>
	(X) 10A. MODIFICATION OF CONTRACT/ORDER NO. N033C055340
	(X) 10B. DATED <i>(SEE ITEM 13)</i> 10/11/2005

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)*  
See attached pages - accounting is listed under each CLIN.

**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: <i>(Specify authority)</i> THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
<input checked="" type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input type="checkbox"/>	D. OTHER <i>(Specify type of modification and authority)</i>

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.)*

- The purpose of this modification is to authorize and fund the award fee earned as performance incentive for FY10. The amount determined has been determined by the Fee Determination Official as broken out below.
- The total amount of this modification is: \$780,936.64; see each CLIN for the individual purchase requisition numbers and lines of accounting.
- All other terms and conditions remain unchanged.

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 <i>(Type or print)</i>	16A. NAME AND TITLE OF CONTRACTING OFFICER <i>(Type or print)</i> Jill M. Kline		
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. United States of America BY 	16C. DATE SIGNED 08/03/2011
<i>(Signature of person authorized to sign)</i>		<i>(Signature of Contracting Officer)</i>	

<b>CLIN #</b>	<b>DESCRIPTION</b>	<b>AMOUNT</b>
<b>6001</b>	<b>ALTAIR - FY10 Award Fee Incentive, PROJECT NO. MLL-ALR11-1002C, ACCT NO. 010-002</b>	<b>\$114,384.92</b>
	<p>Delivery Location Code: 00093-ALTAIR  ALTAIR  4401 RIVER ROAD  DGI/MARTEX TERMINAL  ATTN:John Kaltsutkis, Port Engineer  Marrero LA 70072-2124 USA</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: MA-PR616-20110454  Accounting Info: 70XR161710.2011.918FSALR00.1161000000.25418.61006600 / 70116118FSALR0 Funded: \$114,384.92</p>	
<b>6002</b>	<b>BELLATRIX - FY10 Award Fee Incentive, PROJECT NO. MLL-BEL11-1002C ACCT NO. 010-002</b>	<b>\$114,384.92</b>
	<p>Delivery Location Code: 00093-BELLATRIX  BELLATRIX  4401 RIVER ROAD  DGI/MARLEX TERMINAL  ATTN:John Kaltsutkis, Port Engineer  Marrero TX 70072-2124 USA</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: MA-PR616-20110455  Accounting Info: 70XR161710.2011.918FSBEL00.1161000000.25418.61006600 / 70116118FSBEL0 Funded: \$114,384.92</p>	
<b>6003</b>	<b>POLLUX - FY10 Award Fee Incentive, PROJECT NO. MLL-PLL10-1002B</b>	<b>\$89,233.16</b>
	<p>Delivery Location Code: 00092-POLLUX  POLLUX  PIER "S" Philadelphia Naval Shipyard  5195 S 19th St  Philadelphia PA 19112-1710 USA</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: PRSAR110021  Accounting Info: 70XR161710.2011.917FSPLL00.1161000000.25418.61006600 / 70116117FSPLL0 Funded: \$89,233.16</p>	
<b>6004</b>	<b>REGULUS - FY10 Award Fee Incentive, PROJECT NO. MLL-REG10-1002B</b>	<b>\$89,233.16</b>
	<p>Delivery Location Code: 00092-REGULUS  REGULUS  PIER "S"Philadelphia Naval Shipyard  5195 S 19th St.  Philadelphia PA 19112-1713 USA</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: PRSAR110021  Accounting Info: 70XR161710.2011.917FSREG00.1161000000.25418.61006600 / 70116117FSREG0 Funded: \$89,233.16</p>	

<b>CLIN #</b>	<b>DESCRIPTION</b>	<b>AMOUNT</b>
<b>6005</b>	<b>ANTARES - FY10 Award Fee Incentive, PROJECT NO. MLL-ANT10-1002B</b>	<b>\$89,233.16</b>
	<p>Delivery Location Code: 00092-ANTARES  ANTARES  PIER 8, North Locus Point  1450 Nicholson St.  Baltimore MD 21230-5309 USA</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: PRSAR110021  Accounting Info: 70XR161710.2011.917FSANT00.1161000000.25418.61006600 / 70116117FSANT0 Funded: \$89,233.16</p>	
<b>6006</b>	<b>DENEbola - FY10 Award Fee Incentive, PROJECT NO. MLL-DEN10-1002B</b>	<b>\$89,233.16</b>
	<p>Delivery Location Code: 00092-DENEbola  DENEbola  PIER 8 North Locust Point  1450 Nicholson St  Baltimore MD 21230-5309 USA</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: PRSAR110021  Accounting Info: 70XR161710.2011.917FSDEN00.1161000000.25418.61006600 / 70116117FSDEN0 Funded: \$89,233.16</p>	
<b>6007</b>	<b>ALGOL - FY10 Award Fee Incentive, PROJECT NO. MLL-ALG10-1002B</b>	<b>\$97,617.08</b>
	<p>Delivery Location Code: 00094-ALGOL  Algol  Ocean Duches Inc  COTR: Al Lipski  1499 Ferry Pt. Pier 2N  Alameda Ca 94501-7606</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: PRWRSM11007  Accounting Info: 70XR161710.2011.919FSALG00.1161000000.25418.61006600 / 70116119FSALG0 Funded: \$97,617.08</p>	
<b>6008</b>	<b>CAPELLA - FY10 Award Fee Incentive, PROJECT NO. MLL-CAP10-1002B</b>	<b>\$97,617.08</b>
	<p>Delivery Location Code: 00094-CAPELLA  Capella  Ocean Duches, Inc  COTR: A Lipski  1499 Ferry Pt. Pier 2N  Alameda Ca 94501-7606</p> <p>Payment will be made by: MARAD A/P Invoices, P.O. Box 25710, Oklahoma City, OK 73125</p> <p>Requisition No: PRWRSM11006  Accounting Info: 70XR161710.2011.919FSCAP00.1161000000.25418.61006600 / 70116119FSCAP0 Funded: \$97,617.08</p>	