

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   2
2. AMENDMENT/MODIFICATION NO. 0033	3. EFFECTIVE DATE 07/28/2012	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
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 94804	CODE 00094
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Pacific-Gulf Marine, Inc. Post Office Box 6479 New Orleans LA 70174-6479		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 720794824 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C05016	
		10B. DATED (SEE ITEM 13) 07/28/2005	

**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	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.
X	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 0 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

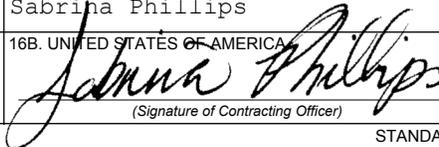
HQ Admin Mod JAN 2013

This modification supercedes Modification No. 32 with adjusted final Ship Manager fixed fee per diem rates for Contract Year 8, SubLine Item AC RRF-10. The rates established herein reflect adjustment to prior year rates following the adjustment methodology set forth in Contract Provision G.2.e Adjustments to Per Diem Rates. Adjustment based on the agreement under Modification 0027 is also included. These rates are retroactive to the beginning of Contract Year 8 on 07/28/2012. Adjustments will be made by modification of fixed fee task orders in effect for Contract Year 8.

All other Terms and Conditions remain unchanged.

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)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
		Sabrina Phillips	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)			02/27/2013
		(Signature of Contracting Officer)	

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DTMA8C05016/0033

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NAME OF OFFEROR OR CONTRACTOR  
Pacific-Gulf Marine, Inc.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>LIST OF CHANGES: Reason for Modification: Other Administrative Action</p> <p>CHANGES FOR LINE ITEM NUMBER: 801AC Unit Price changed from \$3858.37000 to \$4073.92000</p> <p>CHANGES FOR LINE ITEM NUMBER: 802AC Unit Price changed from \$3858.37000 to \$4073.92000</p> <p>CHANGES FOR LINE ITEM NUMBER: 803AC Unit Price changed from \$3858.37000 to \$4073.92000</p> <p>Payment: MARAD A/P INVOICES P.O.BOX 25710 OKLAHOMA CITY OK 73125</p> <p>FOB: Destination Period of Performance: 07/28/2005 to 07/27/2015</p>				