

Contract Modification
Contract No. MA-14150 MOD 001
Vessel: SPERRY
Contractor: ESCO MARINE, INC.
16200 Joe Garza Sr. Road
Brownsville, TX 78521

THIS MODIFICATION No. 1, dated as of August 12, 2011, to Contract No. MA-14150 dated August 9, 2011, by and between the UNITED STATES OF AMERICA, represented by the SECRETARY OF TRANSPORTATION, acting by and through the MARITIME ADMINISTRATOR who has designated the Director, Office of Ship Disposal, Maritime Administration, as the Contracting Officer, and ESCO Marine Inc.

Terms of the Modifications:

1. This modification is entered into pursuant to authority of: ARTICLE III. Contracting Officer's Technical Representative; Paragraph 1, Page 7, Contracting Officer's Technical Representative.
 - a. Insert "The COTR for this contract will be Jeff Siragusa @ 202-366-0270 from contract award through departure from the Shipyard. Kevin Smith @ 202-366-3798 will assume COTR duties once the vessel has departed the Shipyard and until the contract performance is completed" at the end of the paragraph.
2. This modification is entered into pursuant to authority of: ARTICLE V, Page 7, Period of Performance
 - a. Replace "The Contract Period of Performance is 256 calendar days from the undocking date of the vessel at the Shipyard set forth on page one of the Contract" WITH "The Contract Period of Performance is 256 calendar days from the undocking date of the vessel scheduled for October 14, 2011".
 - b. Insert "Contract start date is August 15, 2011" at the end of the paragraph.
3. This modification is entered into pursuant to authority of: ARTICLE XI. Towing Requirements; Paragraph 5, Page 14, Coordination.
 - a. Insert "The Allied Defense Recycling, LLC. Project Manager is Werner Hoyt @ (650) 291-5204" at the end of the paragraph.
4. This modification is entered into pursuant to authority of: ARTICLE XVI. Milestones / Deliverables, Paragraph 1, Performance Schedule Milestones, Page 28.
 - a. Milestone No. 15, Remove vessel from fleet; Change due date FROM **TBD by Shipyard** TO **September 28, 2011**.
 - b. Milestone No. 17, Vessel is Undocked and shifted to the Pier; Change due date FROM **TBD by Shipyard** TO **October 14, 2011**.

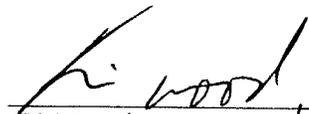
All other terms and conditions remain unchanged.

The Buyer is required to sign and return 3 copies.

IN WITNESS WHEREOF, the parties hereto have executed this Modification as of the day and year first above written.

ATTEST:

ESCO Marine Inc.

By:  Date: 8/11/11
(Title) Vice president
(Corporate Seal)

ATTEST:

UNITED STATES OF AMERICA
MARITIME ADMINISTRATION

By:  Date: 8/12/11
Curt Michanczyk
Director, Office of Ship Disposal
Contracting Officer