

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   2
2. AMENDMENT/MODIFICATION NO. 0002	3. EFFECTIVE DATE 12/15/2011	4. REQUISITION/PURCHASE REQ. NO. MA-PR615-20120263	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S.DOT/ Maritime Administration Atlantic Div. Acquisition Office MAR-380-2 7737 Hampton Blvd Building 19 Suite 300 NORFOLK VA 23505-1204	CODE 00092	7. ADMINISTERED BY (If other than Item 6) U. S. DOT Maritime Administration Atlantic Div. Acquisition Office MAR-380.2 7737 Hampton Blvd Building 19 Suite 300 Norfolk VA 23505-1204	CODE 00092
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Keystone Shipping Services, Inc. Attn: Louis A. Cavaliere SUITE 600, ONE BALA PLAZA EAST BALA CYNWYD PA 19004-1496		(x) 9A. AMENDMENT OF SOLICITATION NO.	9B. DATED (SEE ITEM 11)
CODE 008862315	FACILITY CODE	X 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C05003 KEY03A2012001	10B. DATED (SEE ITEM 13) 10/19/2011

**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) Net Decrease: -\$57,405.60  
70XR161710.2012.9174ORAC00.1261000000.25418.61006600 / 7012611740RAC0

**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.
	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).
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF FAR 52.243-2 CHANGES - Cost Reimbursement (ALT III) (Aug 87)
	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.)

CAPE RACE FY 12 M&R SM FIXED FEES

Reason for Modification : Supplemental Agreement for work within scope

This modification is issued to decrease Ship Manager Fixed Fees for 10 days at sea trial.

As a result, this task order is decreased by (\$57,405.60) from \$528,131.52 to \$470,725.92.

Obligated Amount for this Modification: (\$57,405.60)

New Total Obligated Amount for this Award: \$470,725.92

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) Joseph M. Lee Accountant	16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) EILEEN WILLIAMS
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 12-16-11
15D. UNITED STATES OF AMERICA	16C. DATE SIGNED 12/16/2011
 (Signature of Contracting Officer)	

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DTMA8C05003/KEY03A2012001/0002

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NAME OF OFFEROR OR CONTRACTOR  
Keystone Shipping Services, Inc.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>CHANGES FOR LINE ITEM NUMBER: 701AA Quantity changed from 92 to 82</p> <p>Total Amount changed from \$528,131.52 to \$470,725.92</p> <p>CHANGES FOR ACCOUNTING CODE: 70XR161710.2012.91740RAC00.1261000000.25418.61006600 / 7012611740RAC0 Quantity changed from 92 to 82 Amount changed from \$528,131.52 to \$470,725.92</p> <p>Delivery Location Code: 00092-CAPE RACE CAPE RACE C/O Earl Industries 2 Harper Avenue Portsmouth VA 23707 USA</p> <p>Payment: MARAD A/P INVOICES P.O.BOX 25710 OKLAHOMA CITY OK 73125</p> <p>FOB: Destination Period of Performance: 10/01/2011 to 09/30/2012</p>				