

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES 1 4
2. AMENDMENT/MODIFICATION NO. 0002	3. EFFECTIVE DATE See Blk 16C 02/24/2012	4. REQUISITION/PURCHASE REQ. NO. MA-PR615-20120437	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 KEY03A2012007	10B. DATED (SEE ITEM 13) 10/25/2011

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 Increase: \$287,350.00
70XR161710.2012.93140RAY00.1261000000.25432.61006600 / 7012613140RAY0

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: Clause: 52.243-2 -- Changes --Cost-Reimbursement
	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.)

This Modification is issued to provide additional funds, increase the scope of work with additional SR Repairs, and to extend the Period of Performance End date from 30 Sep 2012 to 24 Oct 2012.

Reason for Modification : Change Order

Obligated Amount for this Modification: \$287,350.00

New Total Obligated Amount for this Award: \$536,100.00

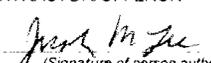
CHANGES FOR LINE ITEM NUMBER: 702AE

Total Amount changed from \$248,750.00 to \$536,100.00

Obligated Amount for this modification: \$287,350.00

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 ACSI Secretary		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) EILEEN WILLIAMS	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED 3-13-12	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)	16C. DATE SIGNED 03-14-2012

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DTMA8C05003/KEY03A2012007/0002

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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 ACCOUNTING CODE: 70XR161710.2012.93140RAY00.1261000000.25432.610066 00 / 7012613140RAY0 Amount changed from \$248,750.00 to \$536,100.00</p> <p>Delivery Location Code: 00092-CAPE RAY CAPE RAY 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: 10/25/2011 to 10/24/2012</p>				

KEY03A2012007 – 0002

CAPE RAY FY12 M&R SR LISTING

BASELINE

SR/WO #: 4583692 DEFERRED VOYAGE REPAIRS

The intent of this item is to complete voyage repairs as listed in the approved business plan and iaw the SR SOW.

MOD 001 12/23/2011

SR/WO #: 1307021 CARGO LIFT, 50 TON UPPER CYLINDER SEALS RENEW

The intent of this project is to renew the seals required for the 50 ton upper cylinder.

SR/WO #: 4583326 TOP END OVERHAUL #2 ADG

The intent of this project is perform a top end overhaul of the NR 2 ADG.

SR/WO #: 4583693 MAIN ENGNE INTAKES AND EXHAUST VALVE INSPECTION

The intent of this project is to perform an engine intake and exhaust valve inspection to assess condition and wear. Replace items as required iaw SR SOW.

SR/WO #: 4583694 MAIN ENGINE FUEL PUMPS, OPEN AND INSPECT

The intent of this project is to open and inspect main engine fuel pumps and replace worn parts as required.

SR/WO #: 4583698 CARGO LIFT REPAIRS, HYDRAULIC

The intent of this project is to repair the cargo lift system.

SR/WO #: 4583707 REPLACE BALLAST PMP DISCH VLVS AND ACTUATORS

The intent of this project is to replace ballast pump discharge valves and actuators with like material.

MOD 002 1/26/2012

SR/WO #: 1303920 HABITABILITY, OFFICERS AND CREW LOUNGES

The intent of this project is repair, replace or procure new, items to the officers and crew lounges.

SR/WO #: 1306075 USED FORKLIFT PROCUREMENT

The intent of this project is procuring a used forklift for vessel use.

SR/WO #: 1306997 CELL PHONE REPEATER IN ENGINE ROOM

The intent of this project is to procure and install a cell phone repeater in the engine room.

SR/WO #: 1307005 ME/SSDG SURVEYS/REPAIRS

The intent of this project is to provide funding for ongoing Surveys and Repairs to the Main Engines & SSDG Engines that are beyond the scope of normal emerging repairs.

SR/WO #: 1307022 BEARING, MAIN THRUST & CLUTCH TWO YEAR MAINTENANCE (PM)

The intent of this project is to complete the required 2 year thrust maintenance iaw PM plan.

SR/WO #: 1307184 BRIDGE NAVIGATION WATCH ALARM SYSTEMS

The intent of this project is to install a Bridge Navigation Alarm System.

SR/WO #: 4583691 PERSONEL ELEVATOR, O/H PANELS, LEDS

The intent of this project is to overhaul 4 control panels to new condition.

SR/WO #: 4583704 MAIN ENGINE L.O. BACKFLUSH FILTER OVERHAULS

The intent of this project is to overhaul back flush filters, motor and renew all parts as required.

SR/WO #: 4583705 PROCURE AND INSTALL VARIOUS FLOW METERS

The intent of this project is to procure and install various flow meters iaw SOW.

SR/WO #: 4583757 PROCURE 1 20FT CONTAINER

The intent of this project is to procure one 20 foot container for storage.