

<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 02/24/2012	4. REQUISITION/PURCHASE REQ. NO. MA-PR615-20120429	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.	
CODE 008862315			9B. DATED (SEE ITEM 11)	
FACILITY CODE		x	10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C05003 KEY03A2012011	
			10B. DATED (SEE ITEM 13) 11/22/2011	

**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: \$60,915.00  
70XR161710.2012.93140RAC00.1261000000.25432.61006600 / 7012613140RAC0

**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 II) (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.)

FY12 M&R REGULATORY FEES & SUPPORT CAPE RACE  
LIST OF CHANGES:  
Reason for Modification: Funding Only Action

Obligated Amount for this Modification: \$60,915.00  
Total Amount changed from \$63,335.00 to \$124,250.00  
New Total Obligated Amount for this Award: \$124,250.00

CHANGES FOR LINE ITEM NUMBER: 701AE  
Obligated Amount for this modification: \$60,915.00

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)		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)	
		EILEEN WILLIAMS	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		 (Signature of Contracting Officer)	02/24/2012

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DTMA8C05003/KEY03A2012011/0002

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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: 70XR161710.2012.93140RAC00.1261000000.25432.610066 00 / 7012613140RAC0 Amount changed from \$63,335.00 to \$124,250.00 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: 11/22/2011 to 12/23/2012</p>				