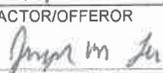
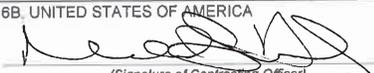


| | | | | |
|--|---|--|--------------------------------|--|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | 1. CONTRACT ID CODE | PAGE OF PAGES 1 4 | |
| 2. AMENDMENT/MODIFICATION NO. 0001 | 3. EFFECTIVE DATE 11/30/2012 1/30/13 | 4. REQUISITION/PURCHASE REQ. NO. MA-PR615-20130378 | 5. PROJECT 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 OCEAN SERVICES, INC ONE BALA PLAZA - EAST SUITE 600 BALA CYNWYD PA 19004-1496 | | (x) 9A. AMENDMENT OF SOLICITATION NO. | | |
| | | 9B. DATED (SEE ITEM 11) | | |
| | | (x) 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C11024 KOS24A2013010 | | |
| CODE 106639086 FACILITY CODE | | 10B. DATED (SEE ITEM 13) 11/09/2012 | | |
| 11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS | | | | |
| <input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended. <input type="checkbox"/> 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) 70XR161710.2013.931FSANT00.1361000000.25432.61006600 / 70136131FSANT0 Net Decrease: -\$129,849.00 | | | | |
| 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 <input type="checkbox"/> is not. <input checked="" type="checkbox"/> is required to sign this document and return <u>1</u> copies to the issuing office. | | | | |
| 14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.) FY13 ANT M&R REPAIRS A | | | | |
| The purpose of this modification is to implement a reduction in scope and authorized funding affecting previously authorized Service Requests listed below. This action is being taken preparatory to potential budget cuts that may or may not transpire within the near term. To the degree this reduction ultimately may not be required; a subsequent modification may be issued reinstating these requirements and funding as appropriate. | | | | |
| LIST OF WORK ITEMS REMOVED: | | | | |
| S/R Number | TITLE | | | |
| 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 ASST SECRETARY | | 16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Melinda Simmons-Healy | | |
| 15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign) | 15C. DATE SIGNED 1-30-13 | 16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer) | 16C. DATE SIGNED 01-30-2013 | |

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DTMA8C11024/KOS24A2013010/0001

PAGE OF
2 4

NAME OF OFFEROR OR CONTRACTOR
KEYSTONE OCEAN SERVICES, INC

| ITEM NO. (A) | SUPPLIES/SERVICES (B) | QUANTITY (C) | UNIT (D) | UNIT PRICE (E) | AMOUNT (F) |
|-----------------|---|-----------------|-------------|-------------------|---------------|
| | 1308906 - TOPSIDE PRESERVATION 1308959 - HOTEL LOCK REPAIRS 1308986 - FY13 HABITABILITY REPAIRS 1308995 - FY13 ENGINE ROOM PRESERVATION 1309236 - SCRUBBER SWEEPER; PURCHASE Delivery Location Code: 00092-ANTARES ANTARES PIER 8, North Locus Point 1450 Nicholson St. Baltimore MD 21230-5309 USA Payment: MARAD A/P INVOICES 6500 SOUTH MACARTHUR BLVD OKLAHOMA CITY OK 73169 FOB: Destination Period of Performance: 11/16/2012 to 11/15/2013 Previous Total: \$317,800.00 This Modification: -\$129,849.00 Grand Total: \$187,951.00 | | | | |

FY13 M&R REPAIRS

The purpose of this project is to accomplish MARAD approved specific work items on the ship's approved business plan as identified below. All completed work shall be in compliance with applicable standards as set forth in the Ship Manager contract at C.6.3, Compliance Documents, and subparagraphs thereto, at the time of acceptance.

Ship Manager is authorized to create additional SRs/MRs in NS5 to support this Task Order only if the additional SRs/MRs fall within the original scope of the work items described below on this Task Order. SM shall reference the supplemented original SR/MR # under "Remarks" in each new SR/MR. Furthermore, the Ship Manager is authorized to modify the description in their RFQ and PO documents, resulting from this Task Order, if required to improve their specification as more information becomes available during the Ship Manager's purchasing process - but only if the modified description falls within the scope of work items authorized in this Task Order.

Work Item List

Modification No. 1 removes all Work Items below that are in ~~strikethrough~~ format

1308898 - EMERGENCY DIESEL ENGINE TOP END; OVERHAUL- ABSTRACT- The intent of this work item is to perform a top-end overhaul and make necessary repairs in accordance with the attached BAY Diesel Condition Report

1309057 - LIFEBOAT FIBERGLASS REPAIRS – ABSTRACT – Provide Labor and Material to repair the laminating fiberglass on the port & starboard lifeboats.

~~1308906 – TOPSIDE; PRESERVATION – ABSTRACT – Provide Labor and Material to preserve selected areas of topside and other spaces throughout the ship including the following: Flight Deck, Ramps, Curbs, Rails, Main Deck, "A" Deck overhead, Breezeway, Cargo Cranes, Fire Stations, Sea Sheds, etc. Follow MARAD painting guidelines. Provide labor and material for Contractor to preserve topside areas by providing labor and materials to scale, prime and paint specified areas on the flying bridge, flight deck and 01-06 levels. All work done as per MARAD coatings guidelines~~

1308908 -MAIN FEED STOP CHECKS OVERHAUL 2 EA. – ABSTRACT - Remove and repair as necessary 2 ea. 6" main feed stop check valves. Remove valves from the vessel to a reputable repair shop where each valve shall be disassembled and refurbished to manufacturer's design specifications. At the completion of the shop overhaul return valves to the ship and reinstalled with new contractor furnished hardware. . Perform a ship board Hydro test to be witnessed by the ships representative.

1308951 - STBY DIESEL ENGINE RAW WATER PUMP SUCTION PIPE REPAIR – ABSTRACT – Provide Labor and Material to remove, target and fabricate new 6" x 4" Dutchman for the raw water pump suction piping. Hydro test new piece and install in good order.

1308952 - PORT OUTBD DISTILL TANK STEEL RENEWAL – ABSTRACT – Provide Labor and Material to crop and insert an approximate 12' x 8" x 1/2" ABS Grade steel plate section in the port outboard distill tank, outboard end.

1308954 - REPLACE DETERIORATED SALT WATER SERVICE PIPING – ABSTRACT – Provide Labor and Material to replace deteriorated sea water service piping in lower level engine room.

~~1308959 – HOTEL LOCK; REPAIRS – ABSTRACT – Provide Labor and Material to repair Doors and Locks with defects. Work to include doors that need joiner work, locksets that need replacement and rooms with missing keys. Keys must match current configuration of Master Locksets.~~

1308960 - CARGO W.T. DOOR LEAKS; REPAIR – ABSTRACT - Provide labor and material to accomplish watertight door repairs.

~~1308986 – FY13 HABITABILITY REPAIRS – ABSTRACT – Provide Labor and Material to effect Habitability repairs (electrical, plumbing and fixtures) in crew cabins, ladder wells, galley, passageways and other vessel interior spaces, as well necessary painting and tile work.~~

1308994 - FY13 ASBESTOS ABATEMENT – ABSTRACT – Provide Labor and Material to remove harmful asbestos from steam and mud drums of the port and starboard boilers and the stack exhaust blanketing in the uptakes and replace with approved non-asbestos materials.

~~1308995 – FY13 ENGINE ROOM PRESERVATION MAINTENANCE – ABSTRACT – Provide Labor and Material to prepare and coat various areas in the engine room and engine room bilge in accordance with the MARAD Coating Guidelines and good marine practice.~~

1309050 - UPGRADE CARGO HOLD FIRE ALARMS – ABSTRACT – Provide Labor and Material to replace the smoke detectors in the cargo hold RO-RO spaces.

~~1309236 – SCRUBBER SWEEPER; PURCHASE – ABSTRACT – Procure a new scrubber sweeper to clean Cargo Decks. Supplier to provide shipboard training and demonstrate operation and maintenance of unit.~~