

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE	PAGE OF PAGES
			1 3
2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
0001	See Block 16C	MA-PR615-20130377	
6. ISSUED BY	CODE	7. ADMINISTERED BY (If other than Item 6)	CODE
U.S.DOT/ Maritime Administration Atlantic Div. Acquisition Office MAR-380-2 7737 Hampton Blvd Building 19 Suite 300 NORFOLK VA 23505-1204	00092	U. S. DOT Maritime Administration Atlantic Div. Acquisition Office MAR-380.2 7737 Hampton Blvd Building 19 Suite 300 Norfolk VA 23505-1204	00092
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)		9A. AMENDMENT OF SOLICITATION NO.	
KEYSTONE OCEAN SERVICES, INC ONE BALA PLAZA - EAST SUITE 600 BALA CYNWYD PA 19004-1496		(x)	
		9B. DATED (SEE ITEM 11)	
		X 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C11024 KOS24A2013012	
		10B. DATED (SEE ITEM 13) 11/16/2012	
CODE	FACILITY CODE		
106639086			

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: -\$837,000.00
70XR161710.2013.951C1DEN00.1361000000.25432.61006600 / 70136151C1DEN0

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.

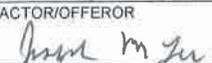
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

DEN FY13 EXTENDED SERVICES LIFE (ESL)/ RECAPITALIZATION

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.

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)	
Joseph M. Lee ASST SECRETARY		Melinda Simmons-Healy	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
 (Signature of person authorized to sign)	1-28-13	 (Signature of Contracting Officer)	01-28-2013

CONTINUATION SHEET

REFERENCE NO. OF DOCUMENT BEING CONTINUED
DTMA8C11024/KOS24A2013012/0001

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NAME OF OFFEROR OR CONTRACTOR
KEYSTONE OCEAN SERVICES, INC

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>LIST OF WORK ITEMS REMOVED:</p> <p>S/R Number TITLE</p> <p>1307083 - AIR COMPRESSORS, PROCURE & INSTALL NEW</p> <p>1308534 - UPGRADE FLIGHT DECK RAMP CONTROLS</p> <p>1308916 - OWS PIPING AND TRANSFER PUMP INSTALLATION</p> <p>1308926 - CONDENSATE TRANSFER PUMP INSTALLATION</p> <p>1309056 - MODULAR FOAM STATION RENEWAL</p> <p>1309063 - ELEVATOR MODERNIZATION</p> <p>1309072 - WBT ACTIVE CORROSION ABATEMENT</p> <p>Delivery Location Code: 00092-DENEBOLA DENEBOLA PIER 8 North Locust Point 1450 Nicholson St Baltimore MD 21230-5309 USA</p> <p>Payment: MARAD A/P INVOICES 6500 SOUTH MACARTHUR BLVD OKLAHOMA CITY OK 73169</p> <p>FOB: Destination</p> <p>Period of Performance: 11/16/2012 to 11/15/2013</p> <p>Previous Total: \$922,000.00</p> <p>This Modification: -\$837,000.00</p> <p>Grand Total: \$ 85,000.00</p>				

FY13 M&R EXTENDED SERVICE LIFE (ESL) / RECAPITALIZATION

The purpose of this project is to accomplish MARAD approved specific maintenance work items defined as Extended Service Life (ESL). ESL may include modernization of obsolete installations, blasting and coating tanks to ensure long term preservation, or conduct repairs which are not typical to the annual M&R budget.

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

~~WO/SR NOS.1307083 - AIR COMPRESSORS, PROCURE & INSTALL NEW - ABSTRACT - Procure & install three (3) new Quincy sf 75 skid mounted water cooled air compressors, including all necessary piping, electrical modifications and the installation of foundations, all bracketing, necessary supports and cableways.~~

~~1308534 - UPGRADE FLIGHT DECK RAMP CONTROLS - ABSTRACT - The intent of this SR is all the necessary requirements for replacing existing Flight Deck Ramp A Ramp Controller with PLC & HMID Controller.~~

~~1308916 - OWS PIPING AND TRANSFER PUMP INSTALLATION - ABSTRACT - Provide Labor and Material to hard pipe the OWS to #7 s double bottom, replacing existing hose connections and installation of a transfer pump.~~

~~1308926 - CONDENSATE TRANSFER PUMP; INSTALL - ABSTRACT - Provide Labor and Material to install a new transfer pump to fill the DC heater during plant startup and boiler operations.~~

1309054 - FIRE DETECTION ALARMS/MODS/REPEATERS FOR ROS- ABSTRACT - Provide Labor and Material to survey and install additional alarm repeaters onboard the vessel for ROS. All alarms shall sound and give indication of situation at vessel designated locations as per specification.

~~1309056 - MODULAR FOAM STATION RENEWALS - ABSTRACT - Provide Labor and Material to repair or replace the corroded foam firefighting station throughout the vessel with new stainless steel units.~~

~~1309063 - ELEVATOR MODERNIZATION - ABSTRACT - The intent of this specification is to provide all the materials, labor and engineering necessary for the UPGRADE and modernization of the ships personnel elevator.~~

~~1309072 - WBT ACTIVE CORROSION ABATEMENT - ABSTRACT - The intent of this specification is to provide all Labor and Material for the preservation of water ballast tanks. This specification is for the identification and abating of active corrosion in tanks and coating to prevent further damage to the vessel tanks, extending the vessel life.~~

0101619 - REPLACE FEED WATER REGULATORS - ABSTRACT - Provide Labor and Material to remove existing Feed Water Regulating Valves fabricate and install "Dutchman" and Install Government furnished Valves I.A.W. all USCG and ABS regulations and requirements. Supply and install all new fasteners and gaskets.