

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   2
2. AMENDMENT/MODIFICATION NO. 00001	3. EFFECTIVE DATE 11/24/2010	4. REQUISITION/PURCHASE REQ. NO. MA-PR616-20110086	5. PROJECT NO. (If applicable)
6. ISSUED BY U.S. DOT/ Maritime Administration Gulf Div.Acquisition Office, MAR 380.3 Hale Boggs Building 500 Poydras Street Suite 1223 New Orleans LA 70130-3396	CODE 00093	7. ADMINISTERED BY (If other than Item 6) U. S. DOT Maritime Administration Gulf Div. Acquisition Office, MAR 380.3 500 Poydras Street, Suite 1223 Hale Boggs Building New Orleans LA 70130-3396	CODE 00093
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) OCEAN SHIPHOLDINGS, INC. 16211 PARK TEN PLACE HOUSTON TX 77084-5113		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 760062109 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA1A92089 GAAOSI2011001	
		10B. DATED (SEE ITEM 13) 11/14/2010	

**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: \$740,375.00  
 70X1710SXX.2011.81138GDBUC.1138000000.25431.61006600 / 701138GDBUC000

**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).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
X	D. OTHER (Specify type of modification and authority) IAW G.11

**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return \_\_\_\_\_ 0 \_\_\_\_\_ copies to the issuing office.

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

The purpose of this modification is to provide additional funding in support of DTMA91-92-A-200089 USNS PAUL BUCK GA reimbursables in support of maintenance while awaiting deactivation, contract for dry-docking and layup.

**LIST OF CHANGES:**

Reason for Modification : Funding Only Action  
 Total Amount for this Modification: \$740,375.00  
 New Total Amount for this Version: \$2,740,375.00  
 New Revised Total Amount : \$2,859,000.00

CHANGES FOR LINE ITEM NUMBER: 8

Description changed from COST REIMBURSABLE

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) MARIE CASSE
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	16B. UNITED STATES OF AMERICA  (Signature of Contracting Officer)
15C. DATE SIGNED	16C. DATE SIGNED 11/24/2010

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DTMA1A92089/GAAOSI2011001/00001

PAGE OF  
2 2

NAME OF OFFEROR OR CONTRACTOR  
OCEAN SHIPHOLDINGS, INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
	<p>Provide funding for maintenance while awaiting deactivation, contract for dry-docking, and, layup, of the USNS PAUL BUCK , including subcontracts in support of same, and, towing to the Beaumont Reserve Fleet.</p> <p>Provide Port Engineer services during contract activities and delivery of the following documents and inventories:</p> <ul style="list-style-type: none"> <li>-Record of present topside coating constituents including paint manufacturer's product analysis;</li> <li>-Remaining onboard spare parts inventories;</li> <li>-Hazardous materials disposal records;</li> <li>-Hull gauging records and analysis;</li> <li>-ABS CAP (Condition Assessment Program) survey records;</li> <li>-Regulatory Documents and Certifications (Blue Books);</li> <li>-Project Administration System reports and records for dry-dock and Layup contracts.</li> </ul> <p>CHANGES FOR ACCOUNTING CODE: 70X1710SXX.2011.81138GDBUC.1138000000.25431.61006600 / 701138GDBUC000</p> <p>New Payment Address: MARAD A/P INVOICES P.O.BOX 25710 OKLAHOMA CITY OK 73125</p> <p>Delivery Location Code: 00093 U.S. DOT/Maritime Administration Gulf Division Operations Hale Boggs Federal Building 500 Poydras St., Suite 1223 NEW ORLEANS LA 70130 USA</p> <p>Payment: MARAD A/P INVOICES P.O.BOX 25710 OKLAHOMA CITY OK 73125</p> <p>FOB: Destination Period of Performance: 10/01/2010 to 09/30/2011</p>				