

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>		1. CONTRACT ID CODE	PAGE OF PAGES 1   4
2. AMENDMENT/MODIFICATION NO. 0002	3. EFFECTIVE DATE 05/19/2011	4. REQUISITION/PURCHASE REQ. NO. MA-PR616-20110359	5. PROJECT NO. (If applicable) KEY-KNX11-1005A
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) Keystone Shipping Services, Inc. Attn: Louis A. Cavaliere One Bala Plaza East, Suite 600 Bala Cynwyd PA 19004-1496		(x) 9A. AMENDMENT OF SOLICITATION NO.	
CODE 008862315 FACILITY CODE		9B. DATED (SEE ITEM 11)	
		x 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA8C05007 KEY07G2011010	
		10B. DATED (SEE ITEM 13) 12/17/2010	

**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: \$416,000.00  
70XR161710.2011.93240KNX00.1161000000.25432.61006600 / 7011613240KNX0

**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 Task Order-Reimbursable

**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: (A) Add SRs 4450008, 4443563, 4450693, 4450694, 4450695, 4450696, 4450697, 4450011, 4450701, 4450013, 4450090, 4450702, 4443609, 4445319, 4450704, 4450705, 4450706, 4450707, 4450708, 4450713, and, 4450716, and, (B) provide requisite increase in funding.

**LIST OF CHANGES:**

Reason for Modification : Supplemental Agreement for work within scope,

Obligated Amount for this Modification: \$416,000.00.

New Total Obligated Amount for this Award: \$860,000.00.

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)	
		MARIE CASSE	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
_____ (Signature of person authorized to sign)		_____ Marie Casse (Signature of Contracting Officer)	05/19/2011

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
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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 LINE ITEM NUMBER: 602AE Description changed from Cost reimbursable items - CAPE KNOX</p> <p>FY11 M&amp;R REPAIRS PROJECT NO. KEY-KNX11-1005A ACCOUNT NO. 010-005</p> <p>ADD THE FOLLOWING SR's:</p> <p>SR # 4450008 Main Engine, Refurbish Spares INTENT Take delivery of the following used main engine spares and refurbish same to OEM specs: 2 Skirts, 1 crown, 1 bearing</p> <p>SR # 4443563 Aux Sys, Heat Exchangers FY11 SSDG Coolers INTENT: Provide labor and material to open air, jacket water and lube oil coolers for cleaning and inspection on SSDG #3 &amp; 4.</p> <p>SR # 4450693 Piston Cooling Pump req 4440348 PARTS INTENT- Provide funds for piston cooling water pump spare parts REQ 4440348</p> <p>SR # 4450694 Boiler Feed Pump engine req 4440268 PARTS INTENT- Provide funds for Boiler Feed Pump spare parts REQ 4440268</p> <p>SR # 4450695 Cyl Cooling Water pump req 4440343 PARTS INTENT- Provide funds for Cylinder Cooling Water Pump spare parts REQ 4440343</p> <p>SR # 4450696 Aux Sys, Piping Repairs, Replacement FY11 INTENT- Provide labor, materials and services to correct piping deficiencies in engine room and AC cooling piping in port void.</p> <p>SR # 4450697 Aux Sys, Hydraulic Repairs FY11 INTENT- Provide labor, materials and services to correct hydraulic deficiencies</p> <p>SR # 4450011 Aux Sys, CA Replacement, Ingersol rand INTENT- To procure and install new Ingersol Rand compressor as replacment Control Air Compressor Continued ...</p>				

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REFERENCE NO. OF DOCUMENT BEING CONTINUED  
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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>SR # 4450701 Electrical, Switchboard Meter Calibration FY11 INTENT- To provide labor and materials to test and calibrate all meters on Main Switchboard</p> <p>SR # 4450013 Electrical, EDG, Suvey power relays to replace INTENT- To provide electrical consultant to survey current EDG relays to finde suitable modern replacment</p> <p>SR # 4450090 Automation, Automation Repairs FY11 INTENT- To provide Marine Automation Technician to address automation deficiencies and TLI improvement</p> <p>SR # 4450702 Cargo Gear, Ramp Structural Repairs INTENT- To provide labor, services and material to correct ramp structeral repairs with ramp foot identified in Cargotech Survey Report</p> <p>SR # 4443609 Cargo Gear, Ramp Hydraulic Repairs INTENT- To provide labor, services and material to correct ramp hydraulic repairs with ramp foot identified in Cargotech Survey Report</p> <p>SR # 4445319 Cargo Gear, Ramp Electical Repairs FY11 INTENT- To provide labor, services and material to correct ramp electrical repairs with ramp foot identified in Cargotech Survey Report</p> <p>SR # 4450704 Cargo Gear, Ramp Preservation, Flaps &amp; foot INTENT- To provide labor, services and material to correct ramp caoting repairs with ramp foot identified in Cargotech Survey Report</p> <p>SR # 4450705 Cargo Gear, Annual OEM Survey INTENT- To provide OEM certified Field Service Engineers to survey Cargo Ramp, stores crane and Cargo Water Tight Doors</p> <p>SR # 4450706 Deck Equipment, Forklift Maintenance INTENT- To provide certified forktruck mechanic to inspect and service forklift at forklift service facility.</p> <p>SR # 4450707 Habitability, NORIT filter service Continued ...</p>				

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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>FY11 INTENT- To provide OEM certified Field Service Technician to change out domestic potable water filter.</p> <p>SR # 4450708 Habitability, Elevator Dumbwaiter Service FY11 INTENT- To provide certified elevator mechanics to conduct safety check and mechanical inspection of elevator and dumbwaiter.</p> <p>SR # 4450713 Preservation Cargo Door Maintenance FY11 INTENT- To provide labor, material and services to correct Cargo Door deficiencies, replace gasket, and change wires and inspect sheaves.</p> <p>SR # 4450716 Lifesaving, Fire Detection System Troubleshooting INTENT- INTENT- To provide certified Fire System Technician to survey and troubleshoot system alarms associated with seasonal heat.</p> <p>Total Amount changed from \$444,000.00 to \$860,000.00.</p> <p>Obligated Amount for this modification: \$416,000.00.</p> <p>CHANGES FOR DELIVERY LOCATION: 00093-CAPE KNOX Amount changed from \$40,000.00 to \$860,000.00.</p> <p>CHANGES FOR ACCOUNTING CODE: 70XR161710.2011.93240KNX00.1161000000.25432.61006600 / 7011613240KNX0 Amount changed from \$444,000.00 to \$860,000.00.</p> <p>Delivery Location Code: 00093-CAPE KNOX CAPE KNOX Poland Street Wharf Berth 3 Door 38 ATTN:Chris Keefe, Port Engineer New Orleans LA 70146 USA</p> <p>Payment: MARAD A/P INVOICES P.O.BOX 25710 OKLAHOMA CITY OK 73125</p> <p>FOB: Destination Period of Performance: 12/17/2010 to 09/30/2011</p>				