

2. AMENDMENT/MODIFICATION NO. 0001	3. EFFECTIVE DATE 11/07/2012	4. REQUISITION/PURCHASE REQ. NO. MA-PR640-20130003	5. PROJECT NO. (If applicable)
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6. ISSUED BY U.S. DOT/ Maritime Administration Office of Acquisition MAR-380 1200 NEW JERSEY AVENUE SE MAIL STOP W-28-201 WASHINGTON DC 20590-0001	CODE 00091	7. ADMINISTERED BY (If other than Item 6) U.S. DOT/Maritime Administration Office of Acquisition MAR-380 1200 New Jersey Avenue, SE Mail Stop W-28-201 Washington DC 20590-0001	CODE 00091
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8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) BAE SYSTEMS SAN FRANCISCO SHIP REPAIR INC. Attn: Hugh Vanderspek Foot of 20th St Pier 70 San Francisco CA 94107-7644	(x)	9A. AMENDMENT OF SOLICITATION NO.
		9B. DATED (SEE ITEM 11)
	x	10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA-91-P-2013-0003
		10B. DATED (SEE ITEM 13) 10/09/2012

**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) 70X1768000-2013-1SDSDSCP00-0000160000-25433-61006600	Net Decrease:	-\$680,824.06
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**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) Unilateral/FAR 52.212-4(1) Termination for the Government's Convenience

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

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)  
The purpose for this modification is to terminate the purchase order in its entirety at no cost to either party.

- A. Change the contract price from \$680,824.06 to read: \$0.00.
- B. Deobligate funds in the amount of \$680,824.06.

LIST OF CHANGES:  
Total Amount for this Modification: -\$680,824.06  
New Total Amount for this Version: \$0.00  
New Total Amount for this Award: \$0.00  
Obligated Amount for this Modification: -\$680,824.06  
New Total Obligated Amount for this Award: \$0.00  
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) Alfredia Rich-Murphy
15B. CONTRACTOR/OFFEROR  <i>(Signature of person authorized to sign)</i>	15C. DATE SIGNED
16B. UNITED STATES OF AMERICA  <i>(Signature of Contracting Officer)</i>	16C. DATE SIGNED 11/07/2012

**CONTINUATION SHEET**

REFERENCE NO. OF DOCUMENT BEING CONTINUED  
DTMA-91-P-2013-0003/0001

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NAME OF OFFEROR OR CONTRACTOR  
BAE SYSTEMS SAN FRANCISCO SHIP REPAIR INC.

ITEM NO. (A)	SUPPLIES/SERVICES (B)	QUANTITY (C)	UNIT (D)	UNIT PRICE (E)	AMOUNT (F)
0001	<p>Line item 1 canceled</p> <p>Delivery Location Code: 00091 U.S. DOT/Maritime Administration Office of Acquisition MAR-380 1200 New Jersey Avenue, SE MAIL STOP W-28-201 Washington DC 20590-0001 USA</p> <p>Payment: MARAD A/P INVOICES P.O.BOX 25710 OKLAHOMA CITY OK 73125</p> <p>FOB: Destination Period of Performance: 10/09/2012 to 12/31/2012</p> <p>The contractor shall dry-dock the obsolete SBRF vessel ROANOKE to perform underwater hull cleaning. The Docking date shall be November 13, 2012 and the undocking date shall be November 20, 2012. The contractor's itemized price sheet is incorporated in this purchase order. The Not-to-Exceed amount of this purchase order is \$680,824.00.</p> <p>The following are the Fixed Price items which are listed on the attached Price Sheet: 105 Gangways; 108 Fire Protection; 112 Waste Management; 120 Production Scheduling; 201 Drydocking; and 202 Hull Cleaning. The cost for the Supplemental and Optional items will be established by modification signed by the Contracting Officer.</p> <p>NOTE: This contract will be subject to the Federal Acquisition Regulation (FAR) 52.222-41 Service Contract Act of 1965. The applicable wage determinations, listed below, are EFFECTIVE June 13, 2012: Wage Determination 05-2069, Revision 12 applies to Sonoma, California and can be found on <a href="http://www.dol.gov">www.dol.gov</a>.</p>				-680,824.06