

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

1. CONTRACT ID CODE

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2. AMENDMENT/MODIFICATION NO. 0002
 3. EFFECTIVE DATE 01/01/2008
 4. REQUISITION/PURCHASE REQ. NO. PRSAR070506
 5. PROJECT NO. (If applicable)

6. ISSUED BY CODE 00092
 DOT/Maritime Administration, SAR Acquisition
 Office of Acquisition, MRG-7200,7737 Hampton Boulevard, Building 4D,
 Room 211
 Norfolk, VA 23505

7. ADMINISTERED BY (If other than Item 6) CODE

8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and Zip Code)

 Keystone Shipping Co
 1 BALA PLAZA EAST, STE 600,
 BALA CYNWYD, PA 19004-1403

9A. AMENDMENT OF SOLICITATION NO.
 9B. DATED (SEE ITEM 11)
 (X) 10A. MODIFICATION OF CONTRACT/ORDER NO. DTMA1A90015 / S15KEY07007
 (X) 10B. DATED (SEE ITEM 13) 05/21/2007

CODE * FACILITY CODE

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 ACKNOWLEDGMENT 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)

See Line Item Detail

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. |
| <input type="checkbox"/> | |
| <input type="checkbox"/> | 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). |
| <input type="checkbox"/> | C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: |
| <input checked="" type="checkbox"/> | D. OTHER (Specify type of modification and authority) GAA Reimbursables |

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.)
 Incrementally fund layberth costs for extended period of performance. See Line Item Summary.

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) Milton G. Spears |
| 15B. CONTRACTOR/OFFEROR | 16B. United States of America |
| (Signature of person authorized to sign) | BY  (Signature of Contracting Officer) |
| 15C. DATE SIGNED | 16C. DATE SIGNED 02/12/2008 |

| | | | |
|--------------------------|--|------------------------------------|-----------------------|
| Line Item Summary | Document Number S15KEY07007/0002 | Title SAV TOW & LAYBERTH | Page 2 of 2 |
|--------------------------|--|------------------------------------|-----------------------|

Total Funding: \$357,970.00

| | | | | | | | | | | | |
|-------------------------|-------------------|-----------------------|------------|---------------------|------------|----------------|-----------------|------------|---------------------|------------|---------------------------|
| FYs | Fund | Budget Org | Sub | Object Class | Sub | Program | Cost Org | Sub | Proj/Job No. | Sub | Reporting Category |
| See Line Item(s) | | | | | | | | | | | |
| Division | Closed FYs | Cancelled Fund | | | | | | | | | |

| Line Item Number | Description | Delivery Date (Start date to End date) | Quantity | Unit of Issue | Unit Price | Total Cost |
|------------------|-------------|---|----------|---------------|------------|------------|
|------------------|-------------|---|----------|---------------|------------|------------|

| | | | | | | |
|------|---------------------------|----------------------------|------|-----|-------------|-------------|
| 0001 | LAYBERTH COSTS - SAVANNAH | (05/17/2007 to 12/31/2007) | 0.00 | LOT | \$45,070.00 | \$45,070.00 |
|------|---------------------------|----------------------------|------|-----|-------------|-------------|

Change in Funding, Unit Price

The purpose of this Task Order is to provide funding to the General Agent to tow the vessel to the layberth at BAE Norfolk, pay layberth charges, provide line handlers, pilotage, electrical hookups and utility service costs while at the layberth.

The General Agent is to advise the COTR in writing when this Task Order is 75% expended.

All completed work shall be in compliance with applicable standards as set forth in the General Agency Agreement.

Ref Req No: PRSAR070506

Funding Information:

2008 - - X1768 - 1SD - SD - SAR0 - 0 - 0000 - 160000 - -
 25431 - - - 6100 - 6600 -
 45,070.00

Previous Total: \$312,900.00
Modification Total: \$45,070.00
Grand Total: \$357,970.00
 (Includes Discounts)