

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT		1. CONTRACT ID CODE K		PAGE OF PAGES 1 11	
2. AMENDMENT/MODIFICATION NO. 0002		3. EFFECTIVE DATE See Blk. 16C		4. REQUISITION/PURCHASE REQ. NO. N/A	
5. PROJECT NO. (If applicable)		6. ISSUED BY DEFENSE ENERGY SUPPORT CENTER, ROOM 2954 8725 JOHN J. KINGMAN ROAD, SUITE 4950 FT. BELVOIR, VA 22060-6222 FAX 703-767-9044 BUYER/SYMBOL – ERIN S. RALPH/DESC-BZD PHONE - (703) 767-9294 PPNs: 2.99		7. ADMINISTERED BY (If other than Item 6) CODE SC0600	
8. NAME AND ADDRESS OF CONTRACTOR (NO., street, city, county, State, and ZIP Code)			9a. AMENDMENT OF SOLICITATION NO. X SP0600-04-R-0054		
			9b. DATED (SEE ITEM 11) January 21, 2004		
			10a. MODIFICATION OF CONTRACT/ORDER NO.		
			10b. DATED (SEE ITEM 13)		
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS					
<p>[X] The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers [X] 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 <u>1</u> 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.</p>					
12. ACCOUNTING AND APPROPRIATION DATA (If required)					
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.					
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, 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:					
D. OTHER (Specify type of modification and authority)					
E. IMPORTANT: Contractor [X] 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..)					
See Attached Pages					
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 OF CONTRACTING OFFICER JOY E. MULLORI		
15B. NAME OF CONTRACTOR/OFFEROR BY _____ (Signature of person authorized to sign)		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA BY _____ (Signature of Contracting Officer)	
				16C. DATE SIGNED	

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A. The date and time originally scheduled for the closing of the solicitation and submission of initial offers is changed from Wednesday, February 4, 2004, at 1:00 P.M. (1300 hours), local time, Ft. Belvoir, Virginia, USA to **Monday, February 9, 2004, at 9:00 A.M. (0900 hours), local time, Ft. Belvoir, Virginia, USA..**

B. **The following changes are made to DD Form 1707 located on Page 1 of the Solicitation Package:**

1. Block 5 – Items to be Purchased:

Basic Requirement Delivery Period for Unleaded Gasoline and Diesel Only (April 1, 2004 through June 30, 2004)

- a. The Basic Unleaded Gasoline (GIQ) quantity is increased by 14,265,099 USG from 57,061,341 USG to **71,326,440 USG.**
- b. The Basic Diesel (DIQ) quantity is increased by 66,452,372 USG from 28,649,548 USG to **95,101,920 USG.**
- c. The Basic Liquefied Petroleum Gas (LPG) is cancelled; therefore, the quantity is decreased by 61,200 MT from 61,200 MT to **0 MT.**
- d. The Delivery Period for Unleaded Gasoline and Diesel is changed from April 1, 2004 through June 30, 2004, with 6 one-month option periods to **April 1, 2004 through June 30, 2004, with three (3), three (3) month option periods.**
- e. The Option Period Quantities for Unleaded Gasoline and Diesel are as follows:

Option Period 1 (July 1, 2004 through September 30, 2004)

The Unleaded Gasoline quantity is **71,326,440 USG.**

The Diesel quantity **95,101,920 USG.**

The LPG quantity is **0 MT.**

Option Period 2 (October 1, 2004 through December 31, 2004)

The Unleaded Gasoline quantity is **71,326,440 USG.**

The Diesel quantity **95,101,920 USG.**

The LPG quantity is **0 MT.**

Option Period 3 (January 1, 2005 through March 31, 2005)

The Unleaded Gasoline quantity is **71,326,440 USG.**

The Diesel quantity **95,101,920 USG.**

The LPG quantity is **0 MT.**

Basic Requirement Delivery Period for Kerosene Only (October 1, 2004 through December 31, 2004)

- f. The Basic Kerosene (KIQ) quantity is increased by 38,872,802 USG from 32,453,638 USG to **71,326,440 USG**.
- g. The Delivery Period for Kerosene is changed from April 1, 2004 through June 30, 2004, with 6 one-month option periods to **October 1, 2004 through December 31, 2004, with one (1), three (3) month option period**.
- h. The Option Period Quantities for Kerosene is as follows:

Option Period 1 (January 1, 2004 through March 31, 2004)

The Kerosene quantity is **71,326,440 USG**.

C. The following changes are made to the Solicitation Package:

1. Page 7, Paragraph 1, SUPPLIES TO BE FURNISHED, is modified as follows:

1. SUPPLIES TO BE FURNISHED

The supplies to be furnished during the contract period under Purchase Program 2.99 and all associated data are as follows:

BASIC REQUIREMENT FOR UNLEADED GASOLINE AND DIESEL ONLY
(DELIVERY PERIOD: APRIL 1, 2004 THROUGH JUNE 30, 2004)

Item	Product/Specification	Estimated Quantity (USG & MT)
0100	Benzene, Unleaded Gasoline Product Code: GIQ NSN 9130-01-516-4058	71,326,440 USG
0200	Diesel Product Code: DIQ NSN: 9130-01-516-4058	95,101,920 USG

Item	Location/activity	Method of delivery	Estimated Quantity (USG)
0101	Diwaniayh, Iraq	TT	10,461,210 USG
0102	Latifiya, Iraq	TT	12,363,250 USG
0103	Rasafa, Iraq	TT	12,363,250 USG
0104	Mushada, Iraq	TT	12,363,250 USG
0105	Al Ramadi-Iraq	TT	23,775,480 USG
0201	Al-Ramadi, Iraq	TT	35,663,220 USG
0202	Diwaniayh, Iraq	TT	16,405,081 USG
0203	Latifiya, Iraq	TT	16,405,081 USG
0204	Rasafa, Iraq	TT	16,405,081 USG
0205	Hilla, Iraq	TT	10,223,457 USG

OPTION 1 (DELIVERY PERIOD: JULY 1, 2004 THROUGH SEPTEMBER 30, 2004)

Item	Location/activity	Method of delivery	Estimated Quantity (USG)
0101	Diwaniayh, Iraq	TT	10,461,210 USG
0102	Latifiya, Iraq	TT	12,363,250 USG
0103	Rasafa, Iraq	TT	12,363,250 USG
0104	Mushada, Iraq	TT	12,363,250 USG
0105	Al Ramadi-Iraq	TT	23,775,480 USG
0201	Al-Ramadi, Iraq	TT	35,663,220 USG
0202	Diwaniayh, Iraq	TT	16,405,081 USG
0203	Latifiya, Iraq	TT	16,405,081 USG
0204	Rasafa, Iraq	TT	16,405,081 USG
0205	Hilla, Iraq	TT	10,223,457 USG

OPTION 2 (DELIVERY PERIOD: OCTOBER 1, 2004 THROUGH DECEMBER, 2004)

Item	Location/activity	Method of delivery	Estimated Quantity (USG)
0101	Diwaniayh, Iraq	TT	10,461,210 USG
0102	Latifiya, Iraq	TT	12,363,250 USG
0103	Rasafa, Iraq	TT	12,363,250 USG
0104	Mushada, Iraq	TT	12,363,250 USG
0105	Al Ramadi-Iraq	TT	23,775,480 USG
0201	Al-Ramadi, Iraq	TT	35,663,220 USG
0202	Diwaniayh, Iraq	TT	16,405,081 USG
0203	Latifiya, Iraq	TT	16,405,081 USG
0204	Rasafa, Iraq	TT	16,405,081 USG
0205	Hilla, Iraq	TT	10,223,457 USG

OPTION 3 (DELIVERY PERIOD: JANUARY 1, 2005 THROUGH MARCH 31, 2005)

Item	Location/activity	Method of delivery	Estimated Quantity (USG)
0101	Diwaniayh, Iraq	TT	10,461,210 USG
0102	Latifiya, Iraq	TT	12,363,250 USG
0103	Rasafa, Iraq	TT	12,363,250 USG
0104	Mushada, Iraq	TT	12,363,250 USG
0105	Al Ramadi-Iraq	TT	23,775,480 USG
0201	Al-Ramadi, Iraq	TT	35,663,220 USG
0202	Diwaniayh, Iraq	TT	16,405,081 USG
0203	Latifiya, Iraq	TT	16,405,081 USG
0204	Rasafa, Iraq	TT	16,405,081 USG
0205	Hilla, Iraq	TT	10,223,457 USG

BASIC REQUIREMENT FOR KEROSENE ONLY

(DELIVERY PERIOD: OCTOBER 1, 2004 THROUGH DECEMBER 31, 2004)

Item	Product/Specification	Estimated Quantity (USG & MT)
0000	Kerosene Product Code: KIQ NSN 9140-01-516-4042	71,326,440 USG

Item	Location/activity	Method of delivery	Estimated Quantity (USG)
0001	Diwaniayh, Iraq	TT	13,789,778 USG
0002	Latifiya, Iraq	TT	13,789,778 USG
0003	Rasafa, Iraq	TT	9,985,702 USG
0004	Mushada, Iraq	TT	9,985,702 USG
0005	Al-Ramadi, Iraq	TT	23,775,480 USG

OPTION 1 (DELIVERY PERIOD: JANUARY 1, 2005 THROUGH MARCH 31, 2005)

Item	Location/activity	Method of delivery	Estimated Quantity (USG)
0001	Diwaniayh, Iraq	TT	13,789,778 USG
0002	Latifiya, Iraq	TT	13,789,778 USG
0003	Rasafa, Iraq	TT	9,985,702 USG
0004	Mushada, Iraq	TT	9,985,702 USG
0005	Al-Ramadi, Iraq	TT	23,775,480 USG

NOTES:

1. All FOB Origin offers of kerosene, unleaded gasoline, and diesel must be made from a location in Kuwait.
 2. All FOB Destination deliveries of kerosene, unleaded gasoline, and diesel to be made to Al Diwaniyah, Latifiyah, Rasafa, Mushada, and Hilla, Iraq must meet the U.S. Military at the Kuwaiti Border in order to be escorted as a convoy into Iraq.
 3. All FOB Destination deliveries of kerosene, unleaded gasoline, and diesel to be made to Al-Ramadi, Iraq must meet the U.S. Military at the Jordanian Border in order to be escorted as a convoy into Iraq.
2. Page 10, Paragraphs 2(e)(3) and (5)(d), Convoy Requirements, are deleted and replaced as follows:
- (3) Contractor will be responsible for recovery of tractors and tankers. Contractors are responsible for the safeguarding of any and all products (situation depending on the military escorts), and reporting any loss of product to a representative of the Management Contractor or the U.S. Government upon submission of delivery ticket.
 - (5)(d) Pre-checking their convoys for proper documentation, passports, equipment serviceability, trucks are topped off with ground fuel, unloading documents, and operator's license. The Management Contractor or the U.S. Government will provide a pre-check list for convoy commanders.
3. Page 11, Paragraph g(3), Additional Documentation Requirements, is deleted and replaced as follows:
- (3) Loss of Product: Any loss of product will be reported to a representative of the Management Contractor or the U.S. Government upon submission of delivery ticket and followed up with a written report within 24 hours. Statement will be provided to the Management Contractor by any and all involved within 24 hours upon the convoys return.
4. Page 11, Paragraph g(5) and (7) are deleted in their entirety.
5. Page 16, Paragraph 8, DELIVERY AND ORDERING PERIODS, is deleted and replaced by an amended version located on page 9 of the subject amendment.
6. Page 23, Paragraph 23, ORDERING, paragraph (c) is deleted and replaced as follows:
- (c) If mailed, a delivery order or task order is considered "issued" when the Government deposits the order in the mail. Orders may be issued orally, by facsimile, or by electronic commerce methods.
7. Page 23, Paragraph 23, ORDERING, paragraph (d) is deleted in its entirety

D. The following changes are made to the Offeror Submission Package:

1. Page O-4, is deleted and replaced by the amended version of the OFFEROR SCHEDULE located on Pages 10 through 11 of the subject amendment.
2. Page O-5, the following correction is made:

DELETE:

NOTE: Please provide an offer price for the basic requirement and each option. If the government elects to exercise the option periods, the extended contract will continue to escalate on the same basis as the basic award prices. See EVALUATION OF OPTIONS on Page 20.

REPLACE WITH:

NOTE: Please provide an offer price for the basic requirement. The option prices will be escalated from the basic price so no separate option price is needed. If the Government decides to exercise the option periods, the extended contract would continue to escalate the basic prices. See EVALUATION OF OPTIONS on Page 20

8. DELIVERY AND ORDERING PERIODS

(a) This clause applies to all modes of delivery, whether origin or destination.

(b) The period of this contract during which the Ordering Officer may order and the Contractor shall deliver, if ordered, shall be as follows unless the item in the Schedule specifies otherwise:

- (1) **Unleaded Gasoline and Diesel** - For the basic period: Ordering Period Begins: Date of Award and Ends: June 30, 2004.
- (2) **Unleaded Gasoline and Diesel** -For the basic period: Delivery Period Begins: April 1, 2004 and Ends: June 30, 2004 .
- (3) **Unleaded Gasoline and Diesel** -For option period one: Ordering Period Begins: Date option is exercised and Ends: September 30, 2004.
- (4) **Unleaded Gasoline and Diesel** -For option period one: Delivery Period Begins: July 1, 2004 and Ends: September 30, 2004.
- (5) **Unleaded Gasoline and Diesel** -For option period two: Ordering Period Begins: Date option is exercised and Ends: December 31, 2004.
- (6) **Unleaded Gasoline and Diesel** -For option period two: Delivery Period Begins: October 1, 2004 and Ends: December 31, 2004 .
- (7) **Unleaded Gasoline and Diesel** - For option period three: Ordering Period Begins: Date option is exercised and Ends: March 31, 2005.
- (8) **Unleaded Gasoline and Diesel** -For option period three: Delivery Period Begins: January 31, 2005 and Ends: March 31, 2005 .
- (9) **Kerosene** - For the basic period: Ordering Period Begins: Date of Award and Ends: December 31, 2004.
- (10) **Kerosene** - For the basic period: Delivery Period Begins: October 1, 2004 and Ends: December 31, 2004 .
- (11) **Kerosene** - For option period one: Ordering Period Begins: Date option is exercised and Ends: March 31, 2005.
- (12) **Kerosene** - For option period one: Delivery Period Begins: January 1, 2005 and Ends: March 31, 2005.

(c) Notwithstanding the foregoing, deliveries made prior to the delivery period at the option of the Contractor and pursuant to an order by the Government shall be deemed to have been made under this contract at the applicable contract price(s).

(d) Notwithstanding the foregoing delivery period(s), if an order is placed prior to the end of the ordering period that requires delivery within 30 days following the end of the ordering period, the Contractor shall deliver the ordered volume.

(e) Insofar as practicable, the Government will attempt to lift in approximately equal monthly quantities for the life of the contract. However, if the monthly pro rata for tanker lifting is less than the Contractor's maximum parcel size, the Government reserves the right to order volumes equal to the maximum parcel size per delivery.

(f) Unless otherwise specifically stated in this contract, and notwithstanding (e) above, where the total estimated quantity for any individual product or grade of product awarded under this contract is equal to or less than 30,000 barrels, the Government may order, and the Contractor shall deliver, if ordered, the entire quantity in one delivery.

(g) Nothing included in this clause shall restrict the Government's rights under the DELIVERY-ORDER LIMITATIONS - SCOPE OF CONTRACT clause.

OFFER SCHEDULE

FOR UNLEADED GASOLINE AND DIESEL ONLY: BASIC REQUIREMENT AND OPTION PERIODS 1 – 3
FOB ORIGIN OFFERS ONLY

ITEM	PRODUCT	QUANTITY (USG)	MODE/ (ORIGIN)	RECEIVING ACTIVITY LOCATION/ FOB POINT	OFFER UNIT PRICE TO EXCLUDE TRANSPORTATION COST (USD/USG) EFFECTIVE JANUARY 01, 2004
0101	GIQ		TT/O	Diwaniayh, Iraq	
0102	GIQ		TT/O	Latifiya, Iraq	
0103	GIQ		TT/O	Rasafa, Iraq	
0104	GIQ		TT/O	Mushada, Iraq	
0202	DIQ		TT/O	Diwaniayh, Iraq	
0203	DIQ		TT/O	Latifiya, Iraq	
0204	DIQ		TT/O	Rasafa, Iraq	
0205	DIQ		TT/O	Hilla, Iraq	

FOR UNLEADED GASOLINE AND DIESEL ONLY: BASIC REQUIREMENT AND OPTION PERIODS 1 – 3
FOB DESTINATION OFFERS ONLY

ITEM	PRODUCT	QUANTITY (USG)	MODE/ (DEST.)	RECEIVING ACTIVITY LOCATION/ FOB POINT	OFFER UNIT PRICE TO INCLUDE TRANSPORTATION COST (USD/USG) EFFECTIVE JANUARY 01, 2004
0101	GIQ		TT/D	Diwaniayh, Iraq	
0102	GIQ		TT/D	Latifiya, Iraq	
0103	GIQ		TT/D	Rasafa, Iraq	
0104	GIQ		TT/D	Mushada, Iraq	
0105	GIQ		TT/D	Al-Ramadi, Iraq	
0201	DIQ		TT/D	Al-Ramadi, Iraq	
0202	DIQ		TT/D	Diwaniayh, Iraq	
0203	DIQ		TT/D	Latifiya, Iraq	
0204	DIQ		TT/D	Rasafa, Iraq	
0205	DIQ		TT/D	Hilla, Iraq	

FOR KEROSENE ONLY: BASIC REQUIREMENT AND OPTION PERIOD 1
FOB ORIGIN OFFERS ONLY

ITEM	PRODUCT	QUANTITY (USG)	MODE/ (ORIGIN)	RECEIVING ACTIVITY LOCATION/ FOB POINT	OFFER UNIT PRICE TO EXCLUDE TRANSPORTATION COST (USD/USG) EFFECTIVE JANUARY 01, 2004
0001	KIQ		TT/O	Diwaniayh, Iraq	
0002	KIQ		TT/O	Latifiya, Iraq	
0003	KIQ		TT/O	Rasafa, Iraq	
0004	KIQ		TT/O	Mushada, Iraq	

FOR KEROSENE ONLY: BASIC REQUIREMENT AND OPTION PERIOD 1
FOB DESTINATION OFFERS ONLY

ITEM	PRODUCT	QUANTITY (USG)	MODE/ (DEST.)	RECEIVING ACTIVITY LOCATION/ FOB POINT	OFFER UNIT PRICE TO INCLUDE TRANSPORTATION COST (USD/USG) EFFECTIVE JANUARY 01, 2004
0001	KIQ		TT/D	Diwaniayh, Iraq	
0002	KIQ		TT/D	Latifiya, Iraq	
0003	KIQ		TT/D	Rasafa, Iraq	
0004	KIQ		TT/D	Mushada, Iraq	
0005	KIQ		TT/D	Al-Ramadi, Iraq	