JAN 28 2000

MS 2730

Mr. W. D. Baker
Director, Trading and Supply
Paramount Petroleum Corporation
14700 Downey Avenue
Paramount, California 90731

Dear Mr. Baker:

Enclosed for your records is a fully executed copy of Modification No. 0002 to your sales Contract No 6300-99-102.

Should you have any questions, I may be reached at (303) 275-7385.

Sincerely,

/s/ Todd W. Leneau

Todd W. Leneau
Contracting Officer

Enclosure

bcc: R. Prael, COTR, MS-3131
Contract File
Reading File
ASC Chron

LMS:WASC:MS2730:TWLeneau:mjo:01/28/00:Mod-002.102-1

AMENDMENT OF SOLICITATI/ /MODIFICATION OF CONTRACT

1 CONTRACT ID CODE — PAGE 1 OF PAGES 2

2. AMENDMENT/MODIFICATION NO.	3. EFFECTIVE DATE	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
0002	11-10-99		

6. ISSUED BY — CODE MS 2730

Minerals Management Service
Procurement Branch, MS 2730
P. O. Box 25165
Denver Federal Center
Denver, Colorado 80225-0165

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

DUPLICATE ORIGINAL

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

Paramount Petroleum Corporation
14700 Downey Avenue
Paramount, California 90723

( ) 9A. AMENDMENT OF SOLICITATION NO.

9B. DATED (SEE ITEM 11)

10A. MODIFICATION OF CONTRACT/ORDER NO.

✓ 6300-99-102

10B. DATED (SEE ITEM 13) 11-10-99

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)

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 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:

D. OTHER (Specify type of modification and authority)

✓ Mutual Agreement of the parties.

E. IMPORTANT: Contractor [ ] is not, [X] is required to sign this document and return 3 copies to the issuing office.

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

Pursuant to a mutual agreement of the parties, this contract is hereby modified as stated below:

A) Section C, Paragraph C.8 (added by Modification No. 0001), is modified to delete the second paragraph defining Platt's/Argus Month of Delivery.

B) Section C, Paragraph C.1, Definitions, page 9, is modified to delete the paragraph entitled "Platt's/Argus Month of Delivery", and substitute in lieu thereof the following two paragraphs:

(Continued on Page 2 of 2)

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)
W.D. BAKER
DIRECTOR TRADING & SUPPLY

16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)
Todd W. Leneau

15B. CONTRACTOR/OFFEROR — (Signature of person authorized to sign)

15C. DATE SIGNED 1/25/00

16B. UNITED STATES OF AMERICA — BY (Signature of Contracting Officer)

16C. DATE SIGNED JAN 28 2000

Platt's Month of Delivery means Platt's quotes from the twenty-sixth day of the month two months prior to the physical month of delivery through the twenty-fifth day of the month one month prior to the physical month of delivery (excluding weekends and holidays).

Argus' Month of Delivery means Argus quotes from the first day through the last day of the month, one month prior to the physical month of delivery (excluding weekends and holidays).

----------Last Item----------