

JAN - 3 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 0001 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

I:MS:WASC:MS2730:TWLeneau:mjo:01/03/00:Mod-001.102-1

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT

2. AMENDMENT/MODIFICATION NO. 0001		3. EFFECTIVE DATE 11-10-99	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable)
6. ISSUED BY Minerals Management Service Procurement Branch, MS 2730 P. O. Box 25165 Denver Federal Center Denver, Colorado 80225-0165		CODE MS 2730	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 11) 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 is required to sign this document and return 3 copies to the issuing office.

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

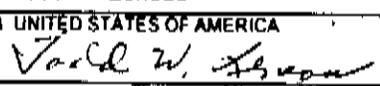
Pursuant to a mutual agreement of the parties, this contract is hereby modified as stated below:

Section C, is modified to add the following paragraph:

"C.8 Price Variations Pricing in this contract is based on the average of the Platt's Oilgram spot price for Alaska North Slope (ANS) and Petroleum Argus' ANS spot value applicable to the month of delivery. A gravity adjustment will be made when the delivered gravity deviates more than 1/10 of one degree from the assumed delivered gravity. This results in a further reduction in the price paid if the crude is more than 1/10 of one degree heavier than the assumed delivered API gravity, and an addition to the price if the crude oil is more than 1/10 of one degree lighter than the assumed delivered gravity. The gravity adjustment will be based on the California Chevron Crude Oil Bulletins applicable for the month of delivery.

The Platt's/Argus Month of Delivery means the 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)."

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/OFFICER  (Signature of person authorized to sign)		15C. DATE SIGNED 12/29/99	16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)
		16C. DATE SIGNED JAN - 3 2000	