

AMENDMENT NUMBER ONE TO CONTRACT NUMBER 29435 29435

RE: Renewal of Contract No. 29435 for Furnishing and Delivering Petroleum Products (PA-00506, BPLB06000011)

This Amendment to Contract is made and entered as of January 22, 2007 by and between the CITY OF LONG BEACH, a municipal corporation, and GP Resources, DBA General Petroleum. (Contractor) Inc.

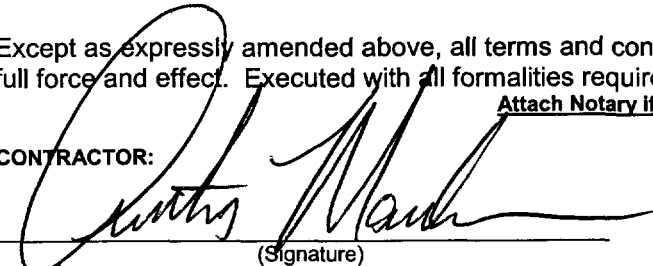
Contract No. 29435 is amended by mutual agreement of the parties and as indicated below by a check or other mark preceding the appropriate amendment:

- 1. The term is extended to January 19, 2008.
- 2. \$125,200 has been added to the 1st renewal term for a total "not to exceed" amount of \$250,400.
- 3. Prices during this period shall remain firm.
- 4. The price for certain items shall be increased as shown on Exhibit "A", which is attached hereto and incorporated herein by this reference.
- 5. The price for certain items shall be decreased as shown on Exhibit "A", which is attached hereto and incorporated herein by this reference.
- 6. The discount offered to the City is increased by ____ %.
- 7. The items or locations identified on Exhibit "B", which is attached hereto and incorporated herein by this reference, are hereby deleted from the Contract.
- 8. The locations identified on Exhibit "B", which is attached hereto and incorporated herein by this reference, are hereby added to the Contract.
- 9. Current permits, licenses, insurance and other required information are enclosed as Addendum No. 1.

Except as expressly amended above, all terms and conditions in this Contract are ratified and confirmed and remain in full force and effect. Executed with all formalities required by law as of the date first stated above.

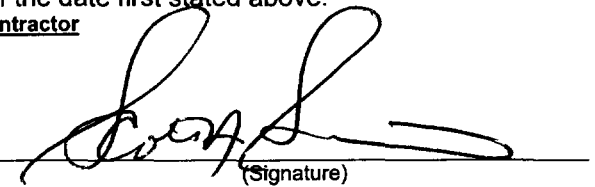
Attach Notary if Out-of-State Contractor

CONTRACTOR:


(Signature)

ANTHONY MARCHESE
(Print / Type Name)

President / Vice President / Secretary / Treasurer
(circle one)


(Signature)

SCOTT A. SMITH
(Print / Type Name)

President / Vice President / Secretary / Treasurer
(circle one)

THE CITY OF LONG BEACH:

By: 
City Manager

Approved as to form:
ROBERT E. SHANNON, City Attorney

By: 
Deputy Attorney

3/12/07

EXHIBIT "A"



A Pecos Company

February 23, 2007

Peggy L. Chambers
City of Long Beach
Purchasing Department
Fax: 562-570-5099

Dear Peggy:

General Petroleum hereby agrees to renew contract #29435 (PA000506) for lubricants. (Formerly 28626 PA 00704). The prices below reflect a price increase on October 1, 2006 of \$0.28 per gallon or \$0.04 per pound.

Product	Units	New Price
1A-RPM HD 15W40	500 Gallons Bulk	\$5.07/gallon
1B	55 Gallon Drum	\$5.57/gallon
1C	12/1 Quart Case (1.885/qt)	\$7.94/gallon
2A-Rykon AW Hyd.	500 Gallons Bulk	\$4.29/gallon
2B	55 Gallon Drum	\$4.69/gallon
3A-RPM Univ. Gear Lube	250 Gallon (1800 pounds)	\$0.875/pound
4A-ATF Dexron III	500 Gallons Bulk	\$4.52/gallon
4B	55 Gallon Drum	\$4.92/gallon
5A-Moly Grease EP2	400 pound drums	\$1.685/pound
6A THF 100	500 Gallons Bulk	\$5.72/gallon
6B	55 Gallon Drum	\$6.02/gallon

Thank you for your continued business, if you have any questions please contact me directly.

Best regards,

George Hopwood
Manager Government Sales
General Petroleum

General Petroleum

Corporate Offices:
G.P. Resources, Inc.
19501 South Santa Fe Avenue
Rancho Dominguez, CA 90221

Mailing Address:
G.P. Resources, Inc.
P.O. Box 499
Long Beach, CA 90801-0499

corporate: 310 356-2300
corporate fax: 310 637-9231
web: www.generalpetroleum.com