

AMENDMENT NO. THREE TO CONTRACT NO. 29053 29053

RE: Extension of Contract No. 29053 (PA-01305) for Furnishing and Delivering Gasoline and Diesel Fuel to the City of Long Beach (BPLB05000051)

This Amendment to Contract No. 29053 is made and entered as of April 11, 2008 by and between the CITY OF LONG BEACH, a municipal corporation, and Merrimac Energy Group (Contractor)

Contract No. 29053 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 October 11, 2008.
- 2. \$ 637,500 has been added for the six (6) month extension.
- 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:

Mary Hazelrigg (Signature)
Mary Hazelrigg (Print / Type Name)

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

Mary Hazelrigg (Signature)
Mary Hazelrigg (Print / Type Name)

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

THE CITY OF LONG BEACH:

By: Sj Assistant City Manager

City Manager

**EXECUTED PURSUANT
TO SECTION 301 OF
THE CITY CHARTER.**

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

1439443

ARTICLES OF INCORPORATION
OF
MERRIMAC PETROLEUM, INC.
A California Corporation

ENDORSED
FILED
in the office of the Secretary of State
of the State of California

JUN 22 1988

MARCH FONG EU, Secretary of State

I

The name of this corporation is MERRIMAC PETROLEUM, INC.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California, other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in this state of the corporation's initial agent for service of process is:

GARY E. HICKMAN
Attorney at Law
11770 Warner Ave., Suite 223
Fountain Valley, California 92708

IV

This corporation is authorized to issue only one class of shares of stock which shall be designated common stock.

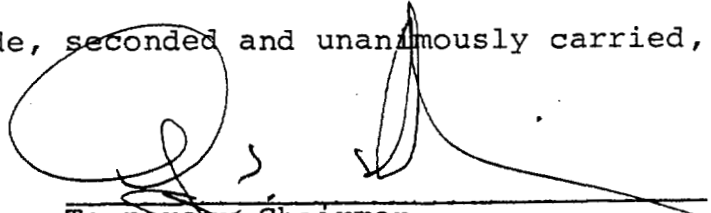
RESOLVED, that the President, or Vice President and the Chief Financial Officer of this corporation be, and they hereby are, authorized and directed to pay the expenses of the incorporation and organization of this corporation.

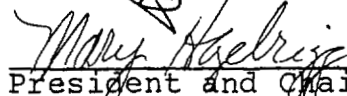
The Chairman then suggested that the Directors consider the proposal of

Said proposal is as follows:

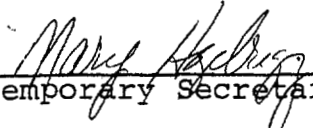
On motion duly made, seconded and unanimously carried, the following resolution was adopted:

There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.


Temporary Chairman


President and Chairman

ATTEST:


Temporary Secretary


Incorporator


Secretary

Incorporator

Incorporator