RECORDATION NO. 7L 36A FILED 1991

MAY 31 1991 -10 35 AM

INTERSTATE COMMERCE COMMISSION

CHARTER SUPPLEMENT NO. 1

DATED MAY 31, 1991

BETWEEN

CARGILL LEASING CORPORATION

OWNER

AND

CONOCO INC.

CHARTERER

All right, title and interest in and to this Charter Supplement and the Vessels of the Owner has been assigned to, and is subject to a security interest in favor of, CORESTATES BANK, N.A., under the Security Agreement-Trust Deed dated as of May 15, 1991. To the extent, if any, that this Charter Supplement constitutes chattel paper (as such term is defined in the Uniform Commercial Code as in effect in any applicable jurisdiction), no security interest in this Charter Supplement may be perfected through the transfer or possession of any counterpart other than the original counterpart, which shall be identified as the counterpart containing the receipt therefor executed by CORESTATES BANK, N.A., on the signature page thereof.

CHARTER SUPPLEMENT NO. 1

THIS CHARTER SUPPLEMENT NO. 1 dated May 31, 1991, to Charter Agreement, dated as of May 15, 1991 (the *"Charter"*), between CARGILL LEASING CORPORATION, a Delaware Corporation (the *"Owner"*), and CONOCO INC., a Delaware corporation (the *"Charterer"*);

WITNESSETH:

WHEREAS, the Charter provides for the execution and delivery on the delivery date of a Vessel or Vessels of a Charter Supplement, substantially in the form hereof;

NOW, THEREFORE, in consideration of the premises and other good and sufficient consideration, the Owner and the Charterer hereby agree as follows:

(1) The Owner hereby confirms that it has let, chartered and demised to the Charterer under the Charter, and the Charterer hereby confirms that it has unconditionally accepted and hired from the Owner under the Charter, for all purposes thereof the following Vessel(s) (the "Delivered Vessel(s)") with the Class, Hull Number(s) and Fleet Number(s) as follows:

Class	Hull No.	Fleet No.
Oil Barge	90-2289	7021
Oil Barge	90-2290	7022
Oil Barge	90-2291	7023
Hot Oil Barge	4013	7019
Hot Oil Barge	4014	7020

(2) The delivery date of each Delivered Vessel is the date of this Charter Supplement: May 31, 1991.

(3) The delivery location of each Delivered Vessel is Lake Charles, Louisiana.

(4) The Acquisition Cost of each Delivered Vessel on the Delivery Date is as follows:

Class	Hull No.	Fleet No.	Acquisition Cost of Vessel
Oil Barge	90-2289	7021	$1,122,782
Oil Barge	90-2290	7022	1,122,782
Oil Barge	90-2291	7023	1,122,782
Hot Oil Barge	4013	7019	1,457,241
Hot Oil Barge	4014	7020	1,457,241
Total Acquisition Cost			$6,282,828

(5) This Charter Supplement is executed pursuant to, and incorporates by reference all of the terms, conditions and provisions of, the Charter. The Charterer hereby (a) acknowledges and certifies that each Vessel described herein has been selected by, delivered to, and inspected by, the Charterer; is located at the location set forth herein; and that, as between the Owner and the Charterer, each such Vessel is of a size, design, capacity and manufacture acceptable to and suitable for the Charterer's purposes, has been installed to the Charterer's satisfaction, and is in good working order, repair and condition; and (b) unconditionally accepts each such Vessel for charter under the Charter on the date hereof. The Owner and the Charter hereby agree that each Vessel described herein is hereby chartered from the Owner to the Charterer under, and is subject to all of the terms, conditions and provisions of, the Charter, including, without limitation, Sections 4 and 22 thereof; that the Term of each such Vessel commences on the date hereof and that such date is the Interim Term Commencement Date thereof; and that the amount of the Acquisition Cost for all Vessels covered by this Charter Supplement and the Interim Term and Basic Term thereof is as set forth herein. The Charterer certifies that its representations and warranties set forth in Section 3.2 of the Participation Agreement are true and correct on the date hereof.

(6) Interim Term: Commencing on the date hereof and ending on August 28, 1991.

(7) Basic Term: Eighteen (18) years, commencing on August 28, 1991 (the *"Basic Term Commencement Date"*) and ending on August 28, 2009.

(8) The Charterer hereby confirms its agreement, in accordance with the Charter as supplemented by this Charter Supplement, on each Charter Hire Payment Date, to pay timely Charter Hire for each Vessel leased hereunder as provided in the Charter. The amounts of Basic Charter Hire applicable to each Vessel delivered hereunder are set forth in Exhibit A hereto.

(9) All of the provisions of the Charter are hereby incorporated by reference in this Charter Supplement to the same extent as if fully set forth herein.

(10) This Charter Supplement may be executed by the parties hereto in separate counterparts, each of which when so executed shall be an original but all such counterparts shall together constitute but one and the same instrument.

(11) This Charter Supplement and the rights and obligations of the parties hereunder shall be construed in accordance with and governed by the maritime laws of the United States and, to the extent applicable, the laws of the State of New York (without regard to its conflict of laws provisions).

(12) All capitalized terms used herein which are otherwise defined herein shall have the meaning given to such terms in the Charter.

IN WITNESS WHEREOF, the Owner and the Charterer have caused this Charter Supplement to be duly executed as of the date and year first above written.

CARGILL LEASING CORPORATION

By _____
Its Vice President

OWNER

STATE OF MINNESOTA)
) SS
COUNTY OF HENNEPIN)

On this 29th day of May, 1991, before me personally appeared Philip J. Martini to me personally known, who being by me duly sworn, says that he is the Vice President of CARGILL LEASING CORPORATION, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

_____
Notary Public

SANDRA L. CAMPOS
NOTARY PUBLIC - MINNESOTA
HENNEPIN COUNTY
My commission expires 4/9/93

[NOTARIAL SEAL]

My commission expires: 4/9/93

CONOCO INC.

By _____
Its Attorney-In-Fact

CHARTERER

STATE OF Illinois)
) SS
COUNTY OF Cook)

On this 30th day of May, 1991, before me personally appeared James E. Hammelman, to me personally known, who being by me duly sworn, says that he is the Attorney-In-Fact of CONOCO INC., that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

OFFICIAL SEAL
JOANNE SEROPIAN
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. DEC. 10,1993

Joanne Seropian
Notary Public

[NOTARIAL SEAL]

My commission expires: 12/10/93

SUMMARY SCHEDULE OF BASIC CHARTER HIRE PAYMENTS
(ALL VESSELS)

Date	Percentage of Acquisition Cost
11/28/91	2.31945
2/28/92	2.31945
5/28/92	2.31945
8/28/92	2.31945
11/28/92	2.31945
2/28/93	2.31945
5/28/93	2.31945
8/28/93	2.31945
11/28/93	2.31945
2/28/94	2.31945
5/28/94	2.31945
8/28/94	2.31945
11/28/94	2.31945
2/28/95	2.31945
5/28/95	2.31945
8/28/95	2.31945
11/28/95	2.31945
2/28/96	2.31945
5/28/96	2.31945
8/28/96	2.31945
11/28/96	2.31945
2/28/97	2.31945
5/28/97	2.31945
8/28/97	2.31945
11/28/97	2.31945
2/28/98	2.31945
5/28/98	2.31945
8/28/98	2.83488
11/28/98	2.83488
2/28/99	2.83488
5/28/99	2.83488
8/28/99	2.83488
11/28/99	2.83488
2/28/00	2.83488
5/28/00	2.83488
8/28/00	2.83488
11/28/00	2.83488
2/28/01	2.83488
5/28/01	2.83488
8/28/01	2.83488
11/28/01	2.83488
2/28/02	2.83488
5/28/02	2.83488
8/28/02	2.83488
11/28/02	2.83488
2/28/03	2.83488
5/28/03	2.83488
8/28/03	2.83488
11/28/03	2.83488
2/28/04	2.83488
5/28/04	2.83488
8/28/04	2.83488
11/28/04	2.83488

EXHIBIT A
(to Charter Supplement)

Date	Percentage of Acquisition Cost
2/28/05	2.83488
5/28/05	2.83488
8/28/05	2.83488
11/28/05	2.83488
2/28/06	2.83488
5/28/06	2.83488
8/28/06	2.83488
11/28/06	2.83488
2/28/07	2.83488
5/28/07	2.83488
8/28/07	2.03488
11/28/07	2.83488
2/28/08	2.83488
5/28/08	2.83488
8/28/08	2.83488
11/28/08	2.83488
2/28/09	2.83488
5/28/09	2.83488
8/28/09	2.83488

SCHEDULE OF BASIC CHARTER HIRE PAYMENTS AND STIPULATED CASUALTY VALUE/TERMINATION VALUE PERCENTAGES

(Vessel Fleet No. 7021)

Date	Basic Charter Hire Amount
11/28/91	26042.35
2/28/92	26042.35
5/28/92	26042.35
8/28/92	26042.35
11/28/92	26042.35
2/28/93	26042.35
5/28/93	26042.35
8/28/93	26042.35
11/28/93	26042.35
2/28/94	26042.35
5/28/94	26042.35
8/28/94	26042.35
11/28/94	26042.35
2/28/95	26042.35
5/28/95	26042.35
8/28/95	26042.35
11/28/95	26042.35
2/28/96	26042.35
5/28/96	26042.35
8/28/96	26042.35
11/28/96	26042.35
2/28/97	26042.35
5/28/97	26042.35
8/28/97	26042.35
11/28/97	26042.35
2/28/98	26042.35
5/28/98	26042.35
8/28/98	26042.35
11/28/98	31829.54
2/28/99	31829.54
5/28/99	31829.54
8/28/99	31829.54
11/28/99	31829.54
2/28/00	31829.54
5/28/00	31829.54
8/28/00	31829.54
11/28/00	31829.54
2/28/01	31829.54
5/28/01	31829.54
8/28/01	31829.54
11/28/01	31829.54
2/28/02	31829.54
5/28/02	31829.54
8/28/02	31829.54
11/28/02	31829.54

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
8/28/91	108.44224
11/28/91	108.63951
2/28/92	108.77154
5/28/92	108.86344
8/28/92	108.91348
11/28/92	108.92117
2/28/93	108.88307
5/28/93	108.80841
8/28/93	108.69643
11/28/93	108.55240
2/28/94	108.37361
5/28/94	108.16728
8/28/94	107.93291
11/28/94	107.67123
2/28/95	107.38040
5/28/95	107.06569
8/28/95	106.72672
11/28/95	106.36421
2/28/96	105.97704
5/28/96	105.56893
8/28/96	105.13956
11/28/96	104.68862
2/28/97	104.21450
5/28/97	103.72011
8/28/97	103.20517
11/28/97	102.66832
2/28/98	102.10725
5/28/98	101.52463
8/28/98	100.92016
11/28/98	99.77723
2/28/99	98.60146
5/28/99	97.39648
8/28/99	96.16173
11/28/99	94.89628
2/28/00	93.59937
5/28/00	92.27142
8/28/00	90.91205
11/28/00	89.52597
2/28/01	88.11815
5/28/01	86.68610
8/28/01	85.22962
11/28/01	83.75459
2/28/02	82.26833
5/28/02	80.76546
8/28/02	79.24594
11/28/02	77.71159

Date	Basic Charter Hire Amount
2/28/03	31829.54
5/28/03	31829.54
8/28/03	31829.54
11/28/03	31829.54
2/28/04	31829.54
5/28/04	31829.54
8/28/04	31829.54
11/28/04	31829.54
2/28/05	31829.54
5/28/05	31829.54
8/28/05	31829.54
11/28/05	31829.54
2/28/06	31829.54
5/28/06	31829.54
8/28/06	31829.54
11/28/06	31829.54
2/28/07	31829.54
5/28/07	31829.54
8/28/07	31829.54
11/28/07	31829.54
2/28/08	31829.54
5/28/08	31829.54
8/28/08	31829.54
11/28/08	31829.54
2/28/09	31829.54
5/28/09	31829.54
8/28/09	31829.54
Total	2129685.59

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
2/28/03	76.16664
5/28/03	74.60522
0/20/03	73.02736
11/28/03	71.43506
2/28/04	69.83299
5/20/04	68.21478
8/28/04	66.58048
11/28/04	64.93233
2/28/05	63.27549
5/28/05	61.60300
8/28/05	59.91499
11/28/05	58.21394
2/28/06	56.50555
5/20/06	54.78225
8/28/06	53.04420
11/28/06	51.29419
2/28/07	49.53849
5/28/07	47.76129
8/28/07	45.94385
11/28/07	44.08829
2/28/08	42.20010
5/28/08	40.26940
8/28/08	38.29531
11/28/08	36.27993
2/28/09	34.22859
5/28/09	32.13136
8/28/09	30.00000

SCHEDULE OF BASIC CHARTER HIRE PAYMENTS AND STIPULATED CASUALTY VALUE/TERMINATION VALUE PERCENTAGES

(Vessel Fleet No. 7022)

Date	Basic Charter Hire Amount
11/28/91	26042.35
2/28/92	26042.35
5/28/92	26042.35
8/28/92	26042.35
11/28/92	26042.35
2/28/93	26042.35
5/28/93	26042.35
8/28/93	26042.35
11/28/93	26042.35
2/28/94	26042.35
5/28/94	26042.35
8/28/94	26042.35
11/28/94	26042.35
2/28/95	26042.35
5/28/95	26042.35
8/28/95	26042.35
11/28/95	26042.35
2/28/96	26042.35
5/28/96	26042.35
8/28/96	26042.35
11/28/96	26042.35
2/28/97	26042.35
5/28/97	26042.35
8/28/97	26042.35
11/28/97	26042.35
2/28/98	26042.35
5/28/98	26042.35
8/28/98	26042.35
11/28/98	31829.54
2/28/99	31829.54
5/28/99	31829.54
8/28/99	31829.54
11/28/99	31829.54
2/28/00	31829.54
5/28/00	31829.54
8/28/00	31829.54
11/28/00	31829.54
2/28/01	31829.54
5/28/01	31829.54
8/28/01	31829.54
11/28/01	31829.54
2/28/02	31829.54
5/28/02	31829.54
8/28/02	31829.54
11/28/02	31829.54

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
8/28/91	108.44224
11/28/91	108.63951
2/28/92	108.77154
5/28/92	108.86344
8/28/92	108.91348
11/28/92	108.92117
2/28/93	108.88307
5/28/93	108.80841
8/28/93	108.69643
11/28/93	108.55240
2/28/94	108.37361
5/28/94	108.16728
8/28/94	107.93291
11/28/94	107.67123
2/28/95	107.38040
5/28/95	107.06569
8/28/95	106.72672
11/28/95	106.36421
2/28/96	105.97704
5/28/96	105.56893
8/28/96	105.13956
11/28/96	104.68862
2/28/97	104.21450
5/28/97	103.72011
8/28/97	103.20517
11/28/97	102.66832
2/28/98	102.10725
5/28/98	101.52463
8/28/98	100.92016
11/28/98	99.77723
2/28/99	98.60146
5/28/99	97.39648
8/28/99	96.16175
11/28/99	94.89628
2/28/00	93.59937
5/28/00	92.27142
8/28/00	90.91205
11/28/00	89.52597
2/28/01	88.11815
5/28/01	86.68610
8/28/01	85.22962
11/28/01	83.75459
2/28/02	82.26833
5/28/02	80.76546
8/28/02	79.24594
11/28/02	77.71159

Date	Basic Charter Hire Amount
2/28/03	31829.54
5/28/03	31829.54
8/28/03	31829.54
11/28/03	31829.54
2/28/04	31829.54
5/28/04	31829.54
8/28/04	31829.54
11/28/04	31829.54
2/28/05	31829.54
5/28/05	31829.54
8/28/05	31829.54
11/28/05	31829.54
2/28/06	31829.54
5/28/06	31829.54
8/28/06	31829.54
11/28/06	31829.54
2/28/07	31829.54
5/28/07	31829.54
8/28/07	31829.54
11/28/07	31829.54
2/28/08	31829.54
5/28/08	31829.54
8/28/08	31829.54
11/28/08	31829.54
2/28/09	31829.54
5/28/09	31829.54
8/28/09	31829.54
Total	2129685.59

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)	
Date	Value
2/28/03	76.16664
5/28/03	74.60522
8/28/03	73.02736
11/28/03	71.43506
2/28/04	69.83299
5/28/04	68.21478
8/28/04	66.58048
11/28/04	64.93233
2/28/05	63.27549
5/28/05	61.60300
8/28/05	59.91499
11/28/05	58.21394
2/28/06	56.50555
5/28/06	54.78225
8/28/06	53.04420
11/28/06	51.29419
2/28/07	49.53849
5/28/07	47.76129
8/28/07	45.94305
11/28/07	44.08829
2/28/08	42.20010
5/28/08	40.26940
8/28/08	38.29531
11/28/08	36.27993
2/28/09	34.22859
5/28/09	32.13136
8/28/09	30.00000

SCHEDULE OF BASIC CHARTER HIRE PAYMENTS AND STIPULATED CASUALTY VALUE/TERMINATION VALUE PERCENTAGES

(Vessel Fleet No. 7023)

Date	Basic Charter Hire Amount
11/28/91	26042.35
2/28/92	26042.35
5/28/92	26042.35
8/28/92	26042.35
11/28/92	26042.35
2/28/93	26042.35
5/28/93	26042.35
8/28/93	26042.35
11/28/93	26042.35
2/28/94	26042.35
5/28/94	26042.35
8/28/94	26042.35
11/28/94	26042.35
2/28/95	26042.35
5/28/95	26042.35
8/28/95	26042.35
11/28/95	26042.35
2/28/96	26042.35
5/28/96	26042.35
8/28/96	26042.35
11/28/96	26042.35
2/28/97	26042.35
5/28/97	26042.35
8/28/97	26042.35
11/28/97	26042.35
2/28/98	26042.35
5/28/98	26042.35
8/28/98	26042.35
11/28/98	31829.54
2/28/99	31829.54
5/28/99	31829.54
8/28/99	31829.54
11/28/99	31829.54
2/28/00	31829.54
5/28/00	31829.54
8/28/00	31829.54
11/28/00	31829.54
2/28/01	31829.54
5/28/01	31829.54
8/28/01	31829.54
11/28/01	31829.54
2/28/02	31829.54
5/28/02	31829.54
8/28/02	31829.54
11/28/02	31829.54

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
8/28/91	108.44224
11/28/91	108.63951
2/28/92	108.77154
5/28/92	108.86344
8/28/92	108.91348
11/28/92	108.92117
2/28/93	108.88307
5/28/93	108.80841
8/28/93	108.69643
11/28/93	108.55240
2/28/94	108.37361
5/28/94	108.16728
8/28/94	107.93291
11/28/94	107.67123
2/28/95	107.38040
5/28/95	107.06569
8/28/95	106.72672
11/28/95	106.36421
2/28/96	105.97704
5/28/96	105.56893
8/28/96	105.13956
11/28/96	104.68862
2/28/97	104.21450
5/28/97	103.72011
8/28/97	103.20517
11/28/97	102.66832
2/28/98	102.10725
5/28/98	101.52463
8/28/98	100.92016
11/28/98	99.77723
2/28/99	98.60146
5/28/99	97.39648
8/28/99	96.16175
11/28/99	94.89628
2/28/00	93.59937
5/28/00	92.27142
8/28/00	90.91205
11/28/00	89.52597
2/28/01	88.11815
5/28/01	86.68610
8/28/01	85.22962
11/28/01	83.75459
2/28/02	82.26833
5/28/02	80.76546
8/28/02	79.24594
11/28/02	77.71159

Date	Basic Charter Hire Amount
2/28/03	31829.54
5/28/03	31829.54
8/28/03	31829.54
11/28/03	31829.54
2/28/04	31829.54
5/28/04	31829.54
8/28/04	31829.54
11/28/04	31829.54
2/28/05	31829.54
5/28/05	31829.54
8/28/05	31829.54
11/28/05	31829.54
2/28/06	31829.54
5/28/06	31829.54
8/28/06	31829.54
11/28/06	31829.54
2/28/07	31829.54
5/28/07	31829.54
8/28/07	31829.54
11/28/07	31829.54
2/28/08	31829.54
5/28/08	31829.54
8/28/08	31829.54
11/28/08	31829.54
2/28/09	31829.54
5/28/09	31829.54
8/28/09	31829.54
Total	2129685.59

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
2/28/03	76.16664
5/28/03	74.60522
8/28/03	73.02736
11/28/03	71.43506
2/28/04	69.83299
5/28/04	68.21478
8/28/04	66.58048
11/28/04	64.93233
2/28/05	63.27549
5/28/05	61.60300
8/28/05	59.91499
11/28/05	58.21394
2/28/06	56.50555
5/28/06	54.78225
8/28/06	53.04420
11/28/06	51.29419
2/28/07	49.53849
5/28/07	47.76129
8/28/07	45.94305
11/28/07	44.08829
2/28/08	42.20010
5/28/08	40.26940
8/28/08	38.29531
11/28/08	36.27993
2/28/09	34.22859
5/28/09	32.13136
8/28/09	30.00000

SCHEDULE OF BASIC CHARTER HIRE PAYMENTS AND STIPULATED CASUALTY VALUE/TERMINATION VALUE PERCENTAGES

(Vessel Fleet No. 7019)

Date	Basic Charter Hire Amount
11/28/91	33799.96
2/28/92	33799.96
5/28/92	33799.96
8/28/92	33799.96
11/28/92	33799.96
2/28/93	33799.96
5/28/93	33799.96
8/28/93	33799.96
11/28/93	33799.96
2/28/94	33799.96
5/28/94	33799.96
8/28/94	33799.96
11/28/94	33799.96
2/28/95	33799.96
5/28/95	33799.96
8/28/95	33799.96
11/28/95	33799.96
2/28/96	33799.96
5/28/96	33799.96
8/28/96	33799.96
11/28/96	33799.96
2/28/97	33799.96
5/28/97	33799.96
8/28/97	33799.96
11/28/97	33799.96
2/28/98	33799.96
5/28/98	33799.96
8/28/98	33799.96
11/28/98	33799.96
2/28/99	41311.06
5/28/99	41311.06
8/28/99	41311.06
11/28/99	41311.06
2/28/00	41311.06
5/28/00	41311.06
8/28/00	41311.06
11/28/00	41311.06
2/28/01	41311.06
5/28/01	41311.06
8/28/01	41311.06
11/28/01	41311.06
2/28/02	41311.06
5/28/02	41311.06
8/28/02	41311.06
11/28/02	41311.06

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
8/28/91	108.44224
11/28/91	108.63951
2/28/92	108.77154
5/28/92	108.86344
8/28/92	108.91348
11/28/92	108.92117
2/28/93	108.88307
5/28/93	108.80841
8/28/93	108.69643
11/28/93	108.55240
2/28/94	108.37361
5/28/94	108.16728
8/28/94	107.93291
11/28/94	107.67123
2/28/95	107.38040
5/28/95	107.06569
8/28/95	106.72672
11/28/95	106.36421
2/28/96	105.97704
5/28/96	105.56893
8/28/96	105.13956
11/28/96	104.68862
2/28/97	104.21450
5/28/97	103.72011
8/28/97	103.20517
11/28/97	102.66832
2/28/98	102.10725
5/28/98	101.52463
8/28/98	100.92016
11/28/98	99.77723
2/28/99	98.60146
5/28/99	97.39648
8/28/99	96.16175
11/28/99	94.89628
2/28/00	93.59937
5/28/00	92.27142
8/28/00	90.91205
11/28/00	89.52597
2/28/01	88.11815
5/28/01	86.68610
8/28/01	85.22962
11/28/01	83.75459
2/28/02	82.26833
5/28/02	80.76546
8/28/02	79.24594
11/28/02	77.71159

Date	Basic Charter Hire Amount
2/28/03	41311.06
5/28/03	41311.06
8/28/03	41311.06
11/28/03	41311.06
2/28/04	41311.06
5/28/04	41311.06
8/28/04	41311.06
11/28/04	41311.06
2/28/05	41311.06
5/28/05	41311.06
8/28/05	41311.06
11/28/05	41311.06
2/28/06	41311.06
5/28/06	41311.06
8/28/06	41311.06
11/28/06	41311.06
2/28/07	41311.06
5/28/07	41311.06
8/28/07	41311.06
11/28/07	41311.06
2/28/08	41311.06
5/28/08	41311.06
8/28/08	41311.06
11/28/08	41311.06
2/28/09	41311.06
5/28/09	41311.06
8/28/09	41311.06
Total	2764085.25

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
2/28/03	76.16664
5/28/03	74.60522
8/28/03	73.02736
11/28/03	71.43506
2/28/04	69.83299
5/28/04	68.21478
8/28/04	66.58048
11/28/04	64.93233
2/28/05	63.27549
5/28/05	61.60300
8/28/05	59.91499
11/28/05	58.21394
2/28/06	56.50555
5/28/06	54.78225
8/28/06	53.04420
11/28/06	51.29419
2/28/07	49.53849
5/28/07	47.76129
8/28/07	45.94385
11/28/07	44.08829
2/28/08	42.20010
5/28/08	40.26940
8/28/08	38.29531
11/28/08	36.27993
2/28/09	34.22859
5/28/09	32.13136
8/28/09	30.00000

SCHEDULE OF BASIC CHARTER HIRE PAYMENTS AND STIPULATED CASUALTY VALUE/TERMINATION VALUE PERCENTAGES

(Vessel Fleet No. 7020)

Date	Basic Charter Hire Amount
11/28/91	33799.96
2/28/92	33799.96
5/28/92	33799.96
8/28/92	33799.96
11/28/92	33799.96
2/28/93	33799.96
5/28/93	33799.96
8/28/93	33799.96
11/28/93	33799.96
2/28/94	33799.96
5/28/94	33799.96
8/28/94	33799.96
11/28/94	33799.96
2/28/95	33799.96
5/28/95	33799.96
8/28/95	33799.96
11/28/95	33799.96
2/28/96	33799.96
5/28/96	33799.96
8/28/96	33799.96
11/28/96	33799.96
2/28/97	33799.96
5/28/97	33799.96
8/28/97	33799.96
11/28/97	33799.96
2/28/98	33799.96
5/28/98	33799.96
8/28/98	33799.96
11/28/98	33799.96
2/28/99	41311.06
5/28/99	41311.06
8/28/99	41311.06
11/28/99	41311.06
2/28/00	41311.06
5/28/00	41311.06
8/28/00	41311.06
11/28/00	41311.06
2/28/01	41311.06
5/28/01	41311.06
8/28/01	41311.06
11/28/01	41311.06
2/28/02	41311.06
5/28/02	41311.06
8/28/02	41311.06
11/28/02	41311.06

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
8/28/91	108.44224
11/28/91	108.63951
2/28/92	108.77154
5/28/92	108.86344
8/28/92	108.91348
11/28/92	108.92117
2/28/93	108.88307
5/28/93	108.80841
8/28/93	108.69643
11/28/93	108.55240
2/28/94	108.37361
5/28/94	108.16728
8/28/94	107.93291
11/28/94	107.67123
2/28/95	107.38040
5/28/95	107.06569
8/28/95	106.72672
11/28/95	106.36421
2/28/96	105.97704
5/28/96	105.56893
8/28/96	105.13956
11/28/96	104.68862
2/28/97	104.21450
5/28/97	103.72011
8/28/97	103.20517
11/28/97	102.66832
2/28/98	102.10725
5/28/98	101.52463
8/28/98	100.92016
11/28/98	99.77723
2/28/99	98.60146
5/28/99	97.39648
8/28/99	96.16173
11/28/99	94.89628
2/28/00	93.59937
5/28/00	92.27142
8/28/00	90.91205
11/28/00	89.52597
2/28/01	88.11815
5/28/01	86.68610
8/28/01	85.22962
11/28/01	83.75459
2/28/02	82.26833
5/28/02	80.76546
8/28/02	79.24594
11/28/02	77.71159

Date	Basic Charter Hire Amount
2/28/03	41311.06
5/28/03	41311.06
8/28/03	41311.06
11/28/03	41311.06
2/28/04	41311.06
5/28/04	41311.06
8/28/04	41311.06
11/28/04	41311.06
2/28/05	41311.06
5/28/05	41311.06
8/28/05	41311.06
11/28/05	41311.06
2/28/06	41311.06
5/28/06	41311.06
8/28/06	41311.06
11/28/06	41311.06
2/28/07	41311.06
5/28/07	41311.06
8/28/07	41311.06
11/28/07	41311.06
2/28/08	41311.06
5/28/08	41311.06
8/28/08	41311.06
11/28/08	41311.06
2/28/09	41311.06
5/28/09	41311.06
8/28/09	41311.06
Total	2764085.25

Stipulated Casualty Value/Termination Value (as a percentage of acquisition cost)

Date	Value
2/28/03	76.16664
5/28/03	74.60522
8/28/03	73.02736
11/28/03	71.43506
2/28/04	69.83299
5/28/04	68.21478
8/28/04	66.58048
11/28/04	64.93233
2/28/05	63.27549
5/28/05	61.60300
8/28/05	59.91499
11/28/05	58.21394
2/28/06	56.50555
5/28/06	54.78225
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2/28/07	49.53849
5/28/07	47.76129
8/28/07	45.94385
11/28/07	44.08829
2/28/08	42.20010
5/28/08	40.26940
8/28/08	38.29531
11/28/08	36.27993
2/28/09	34.22859
5/28/09	32.13136
8/28/09	30.00000