



PETRÓLEO BRASILEIRO S.A.  
PETROBRAS

PEI  
FPSO Cidade de Niteroi  
Anexo 15c

Compromisso  
CCA/PETROBRAS -  
Revalidado  
Seção 1 de 7

1

Amendment No. 1 to CCA Contract No. C01-012  
Effective 09/01/06

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Duplicate Original

### CONTRACT AMENDMENT

It is hereby agreed between the Clean Caribbean Corporation d/b/a Clean Caribbean & Americas ("CCA") and Petroleo Brasileiro S.A. ("Purchaser") that the provisions of the Clean Caribbean Corporation Sale Agreement, Contract No. C01-012, dated to be effective as of June 1, 2001, be amended as follows:

Article II, Paragraph 2.1 – Term – is hereby replaced with the following:

2. Term. Subject to Section 9.13 hereof, this Agreement shall be effective as of September 1, 2006 and shall terminate on August 31, 2010 (the "Term"), unless earlier terminated pursuant to Sections 2.2 and/or 2.3 hereof.

Except as modified hereinabove, all other terms and conditions of Contract No. C01-012 shall remain in full force and effect.

**Clean Caribbean Corporation**

**Company**

By:

By:

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Name:

Paul A. Schuler

Name:

\_\_\_\_\_

Title:

President

Title:

\_\_\_\_\_

Date:

July 13, 2006

Date:

\_\_\_\_\_



PDA: (Initiators)

POWER OF ATTORNEY

BY THIS POWER OF ATTORNEY effective as of September 1, 2006, **Petroleo Brasileiro S.A.**, a corporation duly incorporated and existing under the laws of Brasil (hereinafter called the "Corporation"), hereby constitutes and appoints those individuals identified on **Exhibit A**, attached hereto and made a part hereof for all purposes, as the true and lawful attorneys of the Corporation to serve, in every place for and in the name of and on behalf of the Corporation, and to initiate, do and execute all acts or documents necessary in connection with the purchase, activation, deployment, transport, exportation and rapid deployment of inventory and equipment of the Clean Caribbean Corporation d/b/a Clean Caribbean & Americas, by or on behalf of the Corporation, or one of its affiliate corporations. Without limiting the generality of the foregoing, said attorneys are authorized to do the following:

1. To modify, execute and deliver any and all agreements, certificates, applications or other instruments necessary in connection with the above authority.
2. Generally to do, execute and suffer every such other act, deed, writing, matter or thing on behalf of and for the Corporation and in its name as the Attorneys think necessary or expedient in the execution of the powers and authorities hereby conferred.
3. To acknowledge this Power of Attorney in the name of and as the act and deed of the Corporation; to register and record the same in the proper office or registry of any jurisdiction; and to initiate and procure to be done any and every other act and thing whatsoever which may be in any way requisite or proper for authenticating and giving full effect to this Power of Attorney according to the law and usages of any jurisdiction as fully and effectually as could the Corporation.

From time-to-time the Corporation may remove or replace any individual listed on **Exhibit A**, attached hereto, or appoint a substitute to those individuals listed on **Exhibit A**, attached hereto, with the authority to exercise all or any of the powers conferred by this Power of Attorney upon such terms as the Corporation deems appropriate, and to further amend such powers, or remove any such substitute or replacement at the pleasure or discretion of the Corporation.

The Corporation covenants for itself and its successors to ratify whatever the Attorney(s) or the lawful substitute or substitutes may legally do or cause to be done by virtue of this Power of Attorney.

This Power of Attorney shall be effective as of September 1, 2006; and shall remain in effect until August 31, 2010, or until sooner revoked.

IN WITNESS WHEREOF, the Corporation has caused this Power of Attorney to be signed by one of its duly authorized corporate officers, attested and sealed as indicated below.

SIGNED, SEALED AND DELIVERED ) **Petroleo Brasileiro S.A.**

) By:

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) Title: \_\_\_\_\_

Attest

By:

\_\_\_\_\_  
Title:



**Summary of Petrobras Employees Authorized to Request CCA Equipment.**  
(As of September 1, 2005)

<b>Name/Title</b>	<b>Location</b>	<b>Date Added</b>
Agostinho da Mota Robalinho da Silva Safety, Environment & Health Manager	Campos Basin	February 28, 2002
Claudio Roberto Ultra Soares	UN-Sul	March 21, 2002
Luiz Amaury Rediguleri	UN-Sul	March 21, 2002
Ricardo Jose Moura da Silva Contingency Manager of E&P-SERV	Campos Basin	June 18, 2003
Luiz Flavio do Prado Ribeiro Manager of Safety, Environment & Health of Petrobras/UN-BA	Salvador/Brazil	July 7, 2003
Antonio Jose Pinheiro Rivas General Manager UN-BA	Salvador/Brazil	July 7, 2003
Plinio Cesar de Mello General Manager of Campos Basin	Campos Basin	December 15, 2003
Jose Miranda Formigli Filho General Manager of E&P-SERV	Campos Basin	December 19, 2003
Fernando Ricardo Afonso O. Lima	Natal	January 23, 2004
Eugenio Dezen	Aracaju	January 23, 2004
Murilo Tancredo Tavares dos Santos	Aracaju	January 23, 2004
Marcus Vinicius Lisboa Brandao Consultor Tecnico	HSE Division	April 30, 2004
Isaac Rafael Wegner	Rio de Janeiro	April 30, 2004
Ricardo Casselli Moni	Rio de Janeiro	August 30, 2005
Ricardo Abi Ramia da Silva General Manager of Downstream	UN-Rio	August 30, 2005



PQA: (Export)

**POWER OF ATTORNEY**

BY THIS POWER OF ATTORNEY, effective as of September 1, 2006, **Petroleo Brasileiro S.A.**, a corporation duly incorporated and existing under the laws of Brasil (hereinafter called the "Corporation"), hereby constitutes and appoints:

**Paul A. Schuler**, President and General Manager of the Clean Caribbean Corporation d/b/a Clean Caribbean & Americas ("Primary Attorney"); or in his absence or stead, **H. R. Przelomski**, Vice President of the Clean Caribbean Corporation d/b/a Clean Caribbean & Americas d/b/a Clean Caribbean & Americas ("Secondary Attorney"), or **Mike Gass**, Vice President of the Clean Caribbean Corporation d/b/a Clean Caribbean & Americas ("Secondary Attorney"), or **Christine Lane**, Vice President of the Clean Caribbean Corporation d/b/a Clean Caribbean & Americas ("Secondary Attorney") to serve as the true and lawful attorneys of the Corporation in matters pertaining directly and specifically to the exportation, packaging, shipment and transportation of Clean Caribbean & Americas equipment and inventory purchased by or on behalf of the Corporation, and in such capacity, to do and execute all acts strictly necessary in connection with the exportation and deployment of said inventory and equipment to international locations within or contiguous to the Caribbean Sea, Southern Atlantic Ocean or Gulf of Mexico, and without limiting the generality of the foregoing, to do the following acts:

1. To modify, execute and deliver any and all export agreements, certificates, applications or other instruments pertaining expressly and strictly to the exportation and deployment of Clean Caribbean & Americas inventory and equipment, which has been purchased by or on behalf of the Corporation, and which is being transported or deployed to an international location within the area described above.
2. To acknowledge this Power of Attorney in the name of and as the act and deed of the Corporation; to register and record the same in the proper office or registry of any jurisdiction contiguous to or within the Caribbean Sea, South Atlantic Ocean or Gulf of Mexico, and to procure or proceed with any and every other act and thing whatsoever which may be in any way requisite or proper for authenticating and giving full effect to this Power of Attorney according to the law and usages of any jurisdiction, as fully and effectually as could the Corporation, for the purposes stated herein.

The Corporation covenants for itself and its successors to ratify whatever the Attorneys (either the Primary Attorney or the Secondary Attorney) may legally do or cause to be done by virtue of this Power of Attorney, within the limits of authority specified herein.

This Power of Attorney shall be effective as of September 1, 2006; and shall remain in effect until August 31, 2010, or until sooner revoked.

IN WITNESS WHEREOF, the Corporation has caused this Power of Attorney to be signed by one of its duly authorized corporate officers, attested and sealed as indicated below.

SIGNED, SEALED AND DELIVERED ) **Petroleo Brasileiro S.A.**

) By:

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) Title:

Attest

By:

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Title: