

224-003800-013

SECOND AMENDMENT TO

RECEIVED

AMENDED AND RESTATED PREFERENTIAL ASSIGNMENT AGREEMENT

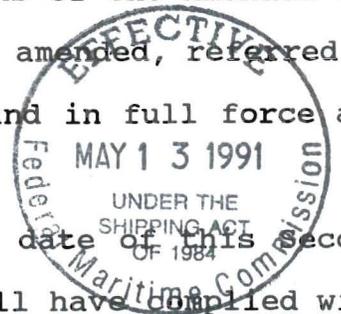
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THIS SECOND AMENDMENT TO AMENDED AND RESTATED PREFERENTIAL ASSIGNMENT AGREEMENT is entered into as of the APRIL 29, 1993, pursuant to Ordinance No. HD-1617, adopted by said Board of Harbor Commissioners of the City of Long Beach at its meeting of MARCH 29, 1993 by and between the CITY OF LONG BEACH, a municipal corporation, acting by and through its Board of Harbor Commissioners ("City"), and CALIFORNIA UNITED TERMINALS, a California joint venture ("Assignee").

1. **SUBSTITUTION OF JOINT VENTURERS:** Pursuant to the provisions of paragraph 41 of that certain written Fourth Amendment to and Restatement of Preferential Assignment Agreement dated as of November 16, 1989 (Harbor Department Document No. HD-4679 and Federal Maritime Commission Agreement No. 224-003800-004), as amended, City and Assignee acknowledge and agree that Hyundai Merchant Marine (America), Inc. shall be substituted in the place and stead of Kerr Terminals, Inc. as a member of the California joint venture doing business as California United Terminals.

2. **FORCE AND EFFECT:** Except as expressly provided in this Second Amendment, the terms and conditions of the Amended and Restated Preferential Assignment Agreement, as amended, referred to in paragraph 1 above shall remain unchanged and in full force and effect.

3. **EFFECTIVE DATE:** The effective date of this Second Amendment shall be the date on which City shall have complied with the provisions of the Shipping Act of 1984 with respect to the



John R. Calhoun
City Attorney of Long Beach
333 West Ocean Boulevard
Long Beach, California 90802
Telephone (310) 590-2200

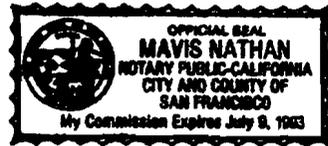
STATE OF CALIFORNIA }
 COUNTY OF ~~LOS ANGELES~~ } SS.
 San Francisco
 On Feb. 25, 1993, before me, Mavis Nathan, a
 Notary Public in and for said State, personally appeared G. Scott Jones

↑ STAPLE HERE ↓

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.
 WITNESS my hand and official seal.

Signature Mavis Nathan
Mavis Nathan
 Name (Typed or Printed)

L-10 (7/91)



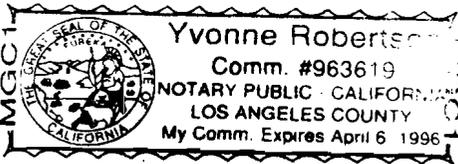
(This area for official notarial seal)

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

No. 5193

State of California }
 County of Los Angeles }
 On March 1, 1993 before me, Yvonne Robertson Notary Public,
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"
 personally appeared H. K. Choi
NAME(S) OF SIGNER(S)

personally known to me - OR - proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Yvonne Robertson
 SIGNATURE OF NOTARY

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
President
TITLE(S)
- PARTNER(S) LIMITED
 GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: _____

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)
Hyundai Merchant
Marine (America) Inc.

OPTIONAL SECTION

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

TITLE OR TYPE OF DOCUMENT 2nd Amendment to ^{amended and restated} Perf. Assignment Agreement
 NUMBER OF PAGES 2 DATE OF DOCUMENT 3/1/93
 SIGNER(S) OTHER THAN NAMED ABOVE _____

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

1 filing of marine terminal agreements.

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CALIFORNIA UNITED TERMINALS,
a California joint venture

GENERAL STEAMSHIP INTERNATIONAL, LTD.

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February 25, 1993

By: *G. Scott Jones*
Name: G. Scott Jones
Title: President

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HYUNDAI MERCHANT MARINE (AMERICA), IN

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March 1, 1993

By: *H. K. Choi*
Name: H. K. CHOI
Title: PRESIDENT

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ASSIGNEE

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CITY OF LONG BEACH, a municipal
corporation, acting by and through
its Board of Harbor Commissioners

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April 29, 1993

By: *S. R. Dillenbeck*
S. R. Dillenbeck
Executive Director
Long Beach Harbor Department

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CITY

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The foregoing document is hereby approved as to form.

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JOHN R. CALHOUN, City Attorney

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March 31, 1993

By: *Simon Oster*
Senior Deputy

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**Certified as a True and
Correct Copy**

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A. Richard Aschieris
Executive Secretary
Board of Harbor Commissioners
of the City of Long Beach,
California
Dated May 3, 1993

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ECP:pw
2/2/93
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