



COMMANDANT (CG-MER-1)
ATTN VESSEL RESPONSE PLAN PROGRAM
US COAST GUARD STOP 7516
2703 MARTIN LUTHER KING JR AVE SE
WASHINGTON DC 20593-7516

To Whom It May Concern,

I, [REDACTED], certify that this submission meets all applicable requirements set forth in Title 33 CFR 155 and Title 33 U.S.C. 1321(j)(5) and that I have identified and ensured the availability of, through contract or other approved means, the necessary private resources to respond to the maximum extent practical, a worst case discharge or a substantial threat of such a discharge from the vessels.

Sincerely,

[REDACTED]

National Director of Marine Operations
Entertainment Cruises a Hornblower Company
211 N. Union Street Suite 301
Alexandria, VA 22314

[REDACTED]

Entertainment Cruises, Inc.

Fleet Non-Tank Vessel Response Plan



Entertainment Cruises, by Hornblower Events
and Cruises. – Vessel Operations

Mystic Blue Cruises
Premier Yachts Inc.
Seadog Ventures
Spirit Cruises LLC

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 - a. Water Quality Insurance Syndicate**
 - b. OSRO Clean Harbors Environmental**
 - c. Ardent, LLC**

1) General Information

This Non-Tank Vessel Response Plan is submitted by Entertainment Cruises, Inc. for the vessels in the fleet that are greater than or equal to 400 Gross ITC Tons and are subject to 33CFR Parts 151,155 and 160, Non-Tank Vessel Response Plan.

The Entertainment Cruises Fleet consists of 42 vessels in United States, 9 of which are deemed to be subject to the Non-Tank Vessel Response Plan (greater than or equal to 400 Gross Tons ITC). These vessels are all US Coast Guard inspected passenger vessels and carry no cargo. All of the vessels in the fleet burn No. 2 Diesel for fuel. All vessels have a fuel capacity of less than 250 barrels with the average fuel capacity of 7,116 gallons.

This plan is designed to provide the Vessel Master & Crew with the appropriate information to prevent a spill or to mitigate the consequences if a spill does occur. In addition to this the plan is designed to ensure compliance with the applicable regulatory requirements for vessels in the Entertainment Cruises, Inc. fleet.

This plan has been submitted to the Coast Guard. No alteration or revision shall be made to any part of the plan without a review and revision at the corporate level. Changes shall be noted on the changes/revisions page. The plan will be audited for effectiveness and comprehensiveness annually and will be revised and resubmitted as necessary as improvements are identified.

CONCEPT OF ENTERTAINMENT CRUISES OPERATIONS

The Entertainment Cruises fleet is comprised of several different operational brands of passenger vessels conducting harbor dining, sightseeing cruises and private charters in multiple US cities. All Entertainment Cruises vessels located in the United States are certificated and inspected by U.S. Coast Guard and operate in compliance with all

Entertainment Cruises, Inc. Non-Tank Vessel Response Plan

applicable federal, state, and local laws. Entertainment Cruises vessels operate cruises of a short duration, typically less than 4 hours with the majority boarding & disembarking from the same dock. There are no overnight cruise vessels or operations in the Entertainment Cruises fleet currently. The vessels range in size from seventy to two hundred thirty feet in length and have a passenger capacity range from 150 to 850.

The Entertainment Cruises, Inc. brands are:

- Spirit Cruises: provides casual, entertainment focused, dining and sightseeing cruises in Boston, Chicago, New Jersey, New York, Norfolk, Philadelphia, Baltimore and Washington D.C.
- Odyssey Cruises: sophisticated fine dining cruises with professional live entertainment in Boston, Chicago, and Washington D.C.
- Bateaux New York: fine dining with professional and classic service aboard a French inspired glass enclosed vessel with unparalleled views of the New York City skyline.
- Mystic Blue Cruises: casual, contemporary, and fun dining and sightseeing cruises in Chicago.
- Elite Yacht Charters: high end yacht quality cruise with a focus on elegance, food quality, superior service, and privacy in Boston, Philadelphia, New York, Norfolk and Washington D.C. (none of the Elite vessels are subject to the NTVRP)
- Seadog Cruises: high energy sightseeing cruises in a single deck open top speedboat with operations in Chicago, IL. (None of the Seadog Ventures vessels are subject to the NTVRP)
- Potomac Riverboat Company: Sightseeing, Charter, and Water Taxi operations. (None of the PRC fleet are subject to the NTVRP).

Entertainment Cruises Structure:

- Local operations are typically comprised of Administrative and Sales Department functions that are office based, along with a vessel component, comprised of the marine and restaurant departments. The marine department operates the vessels in compliance with U.S. Coast Guard regulations, maintains the operational aspects of the vessel, and acts as first responder in emergency situations. The restaurant department operates the food & beverage and entertainment elements of cruises and provides a support role to the marine department during onboard emergency situations.
- Corporate functions are headquartered in Chicago; department specific corporate vice-presidents provide national leadership, compliance oversight, support, and formulate policy and strategy.

1(a) Vessels Subject to the Non-Tank Vessel Response Plan - Information & COTP Zones

City	Vessel Name	Official Number	IMO or Other Number	Built	Gross Reg Tons	ITC Gross Tons	Call Sign	COTP Zone
CHI	Odyssey Lake Michigan	991413	164	1993	88	1,611	WBU4276	Sec Lake Michigan; MSU Chicago
	Mystic Blue	1064928	74	1998	97	949	WCY3193	Sec Lake Michigan; MSU Chicago
Nor	Spirit of Norfolk	982944	8861618	1992	99	1,151	WDD4552	Sector Hampton Roads
Bos	Spirit of Boston	954835	HC-279	1990	94	975	WDD4774	Sector Boston
NYC	Atlantica	1141122	8986119	2003	98	727	WCF3327	Sector New York
	Celestial	1074793	230	1998	95	639	WCY5395	Sector New York
DC	Odyssey III	1030598	176	1995	94	1,669	WCT5769	Sector Baltimore/NCR
	Spirit Mt. Vernon	959325	158	1990	99	867	WDC4321	Sector Baltimore/NCR
	Spirit of Wash	966647	161	1991	97	1081	WDC9006	Sector Baltimore/NCR

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1 (b) Vessel Dock & Local Office Locations

City	Vessel Name	Official Number	Normal Operating Area	Home Dock Location	Local Office Location
	Corporate Office Entertainment Cruises, Inc.				NBC Tower; 455 N Cityfront Plaza Drive; Suite 2600; Chicago, IL 60611
Boston	Spirit of Boston	954835	Boston Harbor	200 Seaport Boulevard; Boston, MA	200 Seaport Boulevard, Suite 75 Boston, MA 02210
CHI	Odyssey LM	991413	Navy Pier - Chicago Waterfront	Navy Pier 300 E Grand; Chicago, IL	NBC Tower; 455 N Cityfront Plaza Drive; Suite 2600; Chicago, IL 60611
	Mystic Blue	1064928			
DC	Odyssey III	1030598	Potomac River; Georgetown to Mt Vernon	Pier 4; 6th & Water St. SW, Washington, DC	Pier 4, 580 Water St., SW Washington, DC 20024
	Spirit Mt. Vernon	959325			
	Spirit of Wash	966647			
NYC	Atlantica	1141122	New York Harbor, East River, Hudson River	Chelsea Piers, Pier 61 New York, NY	62 Chelsea Piers, Suite 200 New York, NY 10011
	Celestial	1074793			
NOR	Spirit of Norfolk	982944	Norfolk, Elizabeth River to the Navy Yard	Otter Berth; 333 Waterside Drive; Norfolk, VA	109 E. Main Street, Suite 500 Norfolk, VA 23510

2) Notification Procedures

Coast Guard/Federal Authority

The FOSC is a federal official, pre-designated by the EPA for inland areas and by the Coast Guard for coastal or major navigable waterways. These individuals coordinate all federal containment, removal, disposal efforts, and resources during an incident. The FOSC also coordinates federal efforts with the local community's response. Anyone responsible for reporting releases should be aware of which FOSC has responsibility for the affected area. For locations near the coast or a major waterway, there may be both a Coast Guard and EPA FOSC with assigned responsibilities within jurisdictional boundaries of various state or local entities.

2) Non Tank Vessel Response Plan Notification Procedures

All spills and pollution incidents of any type must be reported regardless of the cause or source of the spill. Safety of the passengers and crew are the first priority. Once that is secured, protection of the environment and mitigation of the incident is the next priority. Refer to the Entertainment Cruises Emergency Response Plan.

2 (a) OIL SPILL NOTIFICATION CALL CHAIN – External

Captain or First Responder (Notify)

- **QI Qualified Individual (City Director of Marine Operations)**
- **If QI unavailable – Notify the Alternate QI**

QI – Notify

- **US Coast Guard National Response Center 800-424-8802**

- **Local USCG Marine Safety Incident Reporting 24 hour number**
 - _____ **See Contact Info for each city**

- **Local emergency responders if needed – 911**

- **Water Quality Insurance Syndicate 800-736-5750**

- **Oil Spill Response Provider – 800-645-8265 (Clean Harbors)**

- **Environmental Protection Agency – (See Contact Info for each city)**

- **Salvage, Lightering, Marine Firefighting 206-332-8200**
Ardent Global

→ **Assistance as needed (see city contact list)**

- o **Marine Police or Fire Units**
- o **Towing vessel/salvage service**

Company Notifications – Follow Entertainment Cruises Call Chain (see EC Emergency Response Plan)

2 (b) EMERGENCY COMMUNICATION CHAIN – Internal

VESSEL

Captain (notify)

- City Director of Marine Operations (QI)
- **If DMO unavailable** – City General Manager

CITY LEVEL

City Director of Marine Operations (notify)

- City General Manger
- VP of Marine Operations

City General Manager (notify)

- Senior VP of Operations
- City Management Team
- Central Reservation System

CORPORATE LEVEL

Senior VP of Operations (notify)

- Company President
- Corporate Management Team

VP of Marine Operations (notify)

- Senior VP of Operations
- Company President

2 (c) Spill Notification Information to be Provided

- A) Vessel name, call sign & official number
- B) Date & time of incident
- C) Location of the incident
- D) Number of passengers _____ Number of crew _____
- E) Number of injuries (passengers & crew) and type(s) if applicable
- F) Assistance needed if any
- G) Course, speed & intended track of vessel
- H) Radio station & frequencies
- I) Date & time of next report
- J) Type & quantity of oil spilled
- K) Type & quantity of oil onboard
- L) Nature & detail of defects, damage, deficiencies, etc. (e.g. grounding, hose failure, tank overfill, collision, etc.)
- M) Spill details - has discharged been stopped, chance of continued discharge
- N) Weather & sea conditions
 - a. Visibility
 - b. Temperature
 - c. Wind
 - d. Sea Conditions
- O) Action taken or planned on scene
- P) Current condition of vessel

3) Shipboard Spill Mitigation

3 (a) Crew Duties – {refer to the Vessel Station Bill}

Captain: Primary Person-in-Charge (PIC) of all vessel emergency response activities; initiates plan execution by directing the actions of the crew, performing actions required to address the situation and follows notification procedures.

Mate/Senior Deckhand:

As directed by the Person-in-Charge, coordinates and participates in those actions necessary to stabilize the situation, ensure passenger & crew safety and protection of the environment. Directs efforts of deck and restaurant crew as appropriate to man emergency stations and control and abate effects of the incident.

Deckhands: perform duties as assigned by the Captain & Mate.

Restaurant Manager: Available to assist and support the Marine Crew as directed by the Captain. Restaurant Manager may direct or support passenger evacuation, passenger management, first aid and communications as needed.

3 (b) Steps to Prevent and/or Control a Discharge

Most Likely Occurrence for a Spill in the EC Fleet

- **During fuel transfer**
- **Removal of waste oil containers to shoreside disposal**

Prevention:

- Follow vessel specific fuel transfer procedures
- Ensure communication methods, language, etc. are clear
- Ensure vessel is properly moored
- Ensure fuel hose is protected from kinks, chafing, etc.
- Sound tanks – ensure correct quantity of fuel is requested & transferred
- Ensure proper valves are open, containment in place & scuppers are blocked
- Ensure rate of transfer occurs at a safe pace
- Ensure waste oil containers are sealed properly and moved with caution

If a spill occurs

- Notify the PIC
- Identify the source & assess the situation
- Immediately cease all fuel transfer operations
- Notify proper agencies and company personnel

Further Measures:

- Locate source of leakage and begin clean-up procedures.
- Drain affected section of hose into an empty or slack tank (e.g. the slop tank or another fuel tank)

3 (c) Oil Spill/Emergency Procedures (see EC – Emergency Response Plan)

Spills Resulting From Collision, Allision, Grounding

- Follow oil spill procedures
- Follow collision, allision, grounding procedures in the Emergency Response Plan
- Secure tanks to minimize further loss of oil

Hull Failure or Breach

- Reduce speed or stop to minimize stress on the hull if underway
- Assess the immediate danger of sinking or capsize.
- Follow collision procedures
- The Master should then assess the situation for pollution purposes as follows:
 - If oil has spilled, or it is necessary to jettison oil in order to maintain stability, inform the appropriate parties.
 - If stability determinations cannot be made onboard, contact the naval architect for any pertinent calculations. Consider the forecast weather conditions and the effect they may have on the situation.
 - Sound all tanks and inspect all voids.

Hull Leakage

- If oil is noticed around the vessel and it appears to be coming from the vessel, a hull breach in way of a fuel tank may have occurred. If the source is identified as a breached fuel tank, attempt to secure the tank and transfer fuel to another tank if possible.
- If the leakage is located below the waterline, call in divers for further investigation.

Spills Resulting from a Fire or Explosion

- Each vessel in the fleet has a firefighting plan in place. Follow vessels pre-fire plan and procedures in the Emergency Response Plan.
- Follow oil spill procedures
- Follow collision, allision, grounding procedures in the Emergency Response Plan

Containment System Failure

- Stop transfer, sound emergency alarm.
- Form barrier with any materials available to keep contain oil
- Plug area where oil is emanating from or reduce oil level below the containment device

Hazardous Vapor Release

- None of the EC vessels carry substances that would generate hazardous vapor release.
- In the event that the vessel encountered an area with hazardous vapors, maneuver vessel upwind to avoid vapors.
- Sound emergency alarm.
- Shut down outside air to the accommodation spaces.

- Use Emergency Escape Breathing Devices (EEBD) or Self Contained Breathing Apparatus (SCBA) to protect personnel if they are exposed to hazardous vapors.

Lightering the Vessel

- The priority in most instances would be removal of weight up high on the vessel, evacuate passengers if applicable
- Fuel on EC vessels is all carried below deck. If removal of fuel is deemed necessary, remove the fuel to a storage facility, truck or another vessel
- Pump off potable water
- Empty sewage tanks by pumping to an approved shoreside connection or waste removal truck

3(d) Damage Stability

- **Vessels General Arrangement Plan, Midships Section Plan, Fuel Piping Diagrams and pumping plans as well as damage stability & residual strength calculations for each vessel are located in:**
 - **Shoreside in the company office for each city – address is listed in company contact information**
 - **Onboard the vessel in the pilothouse**
 - **Naval Architect Firm**
 - Dejong & Lebet Naval Architects (904-399-3673)
1734 Emerson Street; Jacksonville, FL 32207

4) Shore Based Response

4 (a) RESPONSIBILITIES – SHORESIDE PERSONNEL

Shore Based Response Structure (This is a city level plan; depending on the magnitude of the spill the Corporate Team will become involved as required).

a) Command & Control – City Director of Marine Operations (QI)

- Responsible for overall direction and control of spill mitigation, team coordination & resource allocation. Coordinates activities between OSRO and Salvage and Marine Firefighting provided as needed.

b) Public Information – Senior VP of Operations & City General Manager

- Responsible for external communications

c) Safety – City Director of Marine Operations (QI)

- Responsible for all safety aspects of the event for protection of passengers, crew, the environment and property.

d) Liaison with Governmental Agencies – City General Manager

- Responsible for interaction, timely communication and response for government agencies involved in the event

e) Spill Response Operations – Director of Marine Operations (QI)

- Responsible for overall coordination of the spill response operation.

f) Planning – Vice President of Marine Operations

g) Logistics & Support – General Manger

- Responsible to coordinate, organize and assign responsibility as required to best mitigate the spill and provide proper resources, both internal and external as needed.

h) Finance - General Manager & Chief Financial Officer

- Responsible to coordinate and secure all financial matters related to the event.

GENERAL MANAGER:

In the event of an oil spill or SMI (serious marine incident) or any significant incident, the General Manager (or ranking city manager if the General Manager is not available), shall be in charge of the overall business & public relations aspects of the emergency at the city level. The GM will coordinate with the vessel Captain, Director of Marine Operations and Marine Vice Presidents for all marine issues. The GM shall contact the corporate management team in accordance with company policy.

CITY MANAGEMENT TEAM:

The city management team will be tasked with providing support to the vessel. The needs will vary depending on the situation to support the Captain & crew but may include:

1. Assisting ship's crew as needed
2. Maintaining close, regular communication with the Coast Guard and other appropriate authorities
3. Communicating all pertinent information regarding the situation, the response and input from local authorities to the corporate management team
4. Contracting for towing services, diving services, medical services, emergency bus service
5. Coordinating with and expressing needs to the corporate management team regarding legal counsel and public relations firm involvement and support.
6. Coordinating with corporate management to designate a company spokesperson.
7. Provide assistance to the Captain to ensure required drug & alcohol testing and required regulatory reporting is accomplished

CORPORATE MANAGEMENT TEAM:

Depending on the magnitude of the spill, the Senior Vice President of Operations or next senior executive will convene a meeting or conference call depending on the severity of the situation. Duties of the Corporate Management team include:

1. Maintain communication with the local management team to ensure accurate timely information is relayed.
2. Define and direct the public relations strategy and ensure it is communicated to all involved, so as not to issue conflicting and confusing statements.
3. Ensure all required regulatory reporting has been accomplished.

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4. Contact & coordinate legal counsel as needed
5. Monitor assess and issue appropriate directives to serve the best interests of the passengers & crew, the environment, vessel and company.
6. Contact insurance carrier and investigator as necessary & coordinate as necessary.
7. Ensure all internal reporting & records keeping has been accomplished or initiated.
8. Coordinate & initiate any outside assistance needed from other agencies or EC operations
9. Depending on scope of the incident, members of the corporate team may respond to the scene assist and direct response & recovery activity as needed.

4 (b) Consistency with Area Contingency Plan

Information contained in the response plan is consistent with applicable Area Contingency Plans (ACPs) and the National Oil and Hazardous Substances Pollution Contingency Plan {reference 155.5030(f)}

5) Contact Information

5 (a) City Emergency Contact Information

Agency	Boston	Chicago	New York	Norfolk	Washington, DC
National Response Center	800-424-8802	800-424-8802	800-424-8802	800-424-8802	800-424-8802
US Coast Guard Local	617-223-3020	630-986-2155	718-354-4088	757-484-8192	410-576-2518
US Coast Guard 24 Hr	617-223-3201	414-747-7182	718-354-4353	757-668-5555	410-576-2693
Marine/Harbor Police/Ops	617-343-4721	312-742-3203	718-765-4100	757-638-6631	202-727-4582
Police/Fire/Emergency	911	911	911	911	911
Marine Fire Unit	617-561-1910	312-337-1130	212-570-4287	757-686-2525	202-727-4582
Clean Harbors	800-645-8265	800-645-8265	800-645-8265	800-645-8265	800-645-8265
State Police	617-567-2233	312-433-8000	973-578-8173	757-455-3980	911
Bomb Squad	617-567-2233	312-746-7618	911	911	202-645-3788
Air/Sea Rescue		312-742-3202			202-727-4582
WQIS	800-736-5750	800-736-5750	800-736-5750	800-736-5750	800-736-5750

5 (b) Salvage & Marine Firefighting Response Provider

Information regarding shipboard spill mitigation has been provided to the Salvage & Marine Response Provider listed below:

- Ardent Global
4687 World Houston Pkwy
Suite 200
Houston, Texas 77032
 - Phone: +1 832 850 4150 or 1 954 545-7872
 - Email: response@ardentglobal.com

Note: This plan incorporates resources identified in the Ardent Global current Core Geographic Specific Appendices accepted by the USCG. The most current is version 12, dated 1 July 2019. Entertainment Cruises has an agreement with Ardent Global to provide Salvage & Marine Firefighting Services and Response Time Frames in accordance with Table 155.4030(b).

5 (b) Oil Spill Response Provider

- **Water Quality Insurance Syndicate 800-736-5750**
- **Clean Harbors 800-645-8265**

5 (c) Fleet Management Contact Information

For each operation (see Fleet Contact Information):

- **Qualified Individual – Director of Marine Operations**
- **Alternate QI – Assistant DMO or Senior Captain**

<i>Full Name</i>	<i>Department/Title</i>	<i>Business</i>	<i>Mobile</i>	<i>Home</i>	<i>Email</i>
[REDACTED]	Entertainment Cruises, Inc. 211 N. Union St, Suite 301; Alexandria, VA 22314	[REDACTED]	[REDACTED]	[REDACTED]	[REDACTED]
	VP of Marine Operations				
	National Director Marine Operations				
	National Director Marine Operations				
	National Director Marine Operations				

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Corporate Admin	Entertainment Cruises, Inc. NBC Tower; 455 N Cityfront Plaza Drive, Suite 2600; Chicago, IL 60611		
[Redacted]	President	[Redacted]	
	Chief Operations Officer	[Redacted]	
	Chief Financial Officer	[Redacted]	
	VP of Marketing	[Redacted]	
	Regional VP - Midwest	[Redacted]	
	Regional VP - Northeast	[Redacted]	
	Regional VP - Mid Atlantic	[Redacted]	
Mid-Atlantic Region			
Norfolk	109 E. Main Street, Suite 500, Norfolk, VA 23510		
[Redacted]	Director of Marine Operations	[Redacted]	
	Senior Captain	[Redacted]	
	General Manager	[Redacted]	
	Regional Director of Marine Operations	[Redacted]	
	Regional VP - Midatlantic	[Redacted]	
Baltimore	575 S Charles Street, Suite 501, Baltimore, MD 21201		
[Redacted]	Director Marine Operations	[Redacted]	
	General Manager	[Redacted]	
	Regional Director of Marine Operations	[Redacted]	
	Regional VP - Midatlantic	[Redacted]	
Greater Washington, DC	580 Water Street SW, Pier 4; Washington, DC 20024		
[Redacted]	Regional Director of Marine Operations	[Redacted]	
	Director Marine Operations	[Redacted]	
	Asst. Director Marine Operations	[Redacted]	
	General Manager	[Redacted]	
	Regional VP - Midatlantic	[Redacted]	
Alexandria - PRC	211 North Union, Suite 250 Alexandria, VA 22314		
[Redacted]	Director of Marine Operations	[Redacted]	
	Director of Maintenance	[Redacted]	
	Marine Operations Manager	[Redacted]	
	Regional Director of Marine Operations	[Redacted]	
	Regional VP - Mid-Atlantic	[Redacted]	

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Northeast Region					
Boston, MA	200 Seaport Boulevard, Suite 75; World Trade Center, Boston, MA 02210				
	Asst Director Marine Operations				
	Director of Marine Operations				
	General Manager				
	Regional VP - Northeast				
New York, NY	62 Chelsea Piers, Suite 200, New York, NY 10011				
	Director of Marine Operations				
	Senior Captain				
	General Manager				
	Regional VP - Northeast				
Philadelphia	123 Chestnut Street, Suite 402, Philadelphia, PA 19106				
	Director of Marine Operations				
	General Manager				
	Regional VP - Northeast				
Midwest Region					
Chicago, IL	NBC Tower; 455 N Cityfront Plaza Drive, Suite 2600; Chicago, IL 60611				
	Regional Director of Marine Operations				
	Captain Odyssey Lake Michigan				
	Captain Mystic Blue				
	Seadog Marine Manager				
	Regional VP - Midwest				

6) Training Procedures

Entertainment Cruises has elected to follow the Passenger Vessel Associations Alternative Training and Exercise Program. The Passenger Vessel Association (PVA) has submitted to Coast Guard Headquarters for review and approval an Alternative Training and Exercise Program (ATEP) for vessels with a fuel capacity of less than 250 barrels. This NTVRP contains the elements of the PVA ATEP.

The PVA ATEP's provisions differ from and are more flexible than the provisions of 33 CFR section 155.1055. The very essence of any ATEP is an alternative to the comparable CFR provision and therefore may differ from it to some extent.

Delivery of Training

Entertainment Cruises has discretion in determining the best manner by which training is to be delivered. As stated in the *Code of Federal Regulations*, "Training may be delivered via a number of different means; including classroom sessions, group discussions, video tapes, self study workbooks, resident training courses, on-the-job training, or other means as deemed appropriate to ensure proper instruction." The owner or operator may determine that equivalent work experience fulfills specific training requirements.

It is important that training be provided prior to the individual being assigned operational duties.

Also, the vessel owner or operator should ensure that a log or record is kept showing when training was provided, to whom it was provided, the means by which it was provided, and what subject matters were covered. Records documenting training shall be maintained for three years and shall be made available to Coast Guard inspection upon request. The vessel operator must ensure that records of training be made readily available to Coast Guard personnel during annual vessel inspections.

Elements of Training

All Vessel Crew Members

1. Know how to notify the vessel master in the event of an oil spill (or a threat of one).
2. Know the identity of the QI (and AQI).
3. Know how to notify shore-based personnel an oil spill (or a threat of one), in the event the master is unable to notify the QI.
4. Be familiar with the applicable Material Safety Data Sheets and their usage.
5. Be aware of the existence and importance of the vessel response plan and know how to access a copy of it.
6. Know the on-board location of equipment used to respond to and clean up a spill (including personal safety equipment), such as absorbent pads or cloths, gloves, eye or breathing protective devices, etc., and how to use it.
7. Know how to shut off sources of spilled oil (close spigots or valves, etc.)

Master

1. Know how to notify the QI (and AQI) in the event of an oil spill (or a threat of one). More specifically, know the acceptable methods of communication (radio, cell phone, etc.) and what type of information needs to be communicated.
2. Know how to notify appropriate Coast Guard officials, other governmental officials, the vessel owner, and other appropriate entities in the event of an oil spill (or a threat of one). More specifically, know the acceptable methods of communication (radio, cell phone, etc.) and what type of information needs to be communicated.
3. Know the Shipboard Spill Mitigation Procedures found in Section 3 of this plan.

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4. Know how to direct other vessel crew members in responding to an oil spill (or a threat of one), following the Shipboard Spill Mitigation Procedures found in Section 3 of this plan.
5. Be familiar with the applicable Material Data Safety Sheets and their usage.

The Qualified Individual (and Alternate Qualified Individual)

1. Know how to notify the Oil Spill Removal Organization, the salvage provider, and the marine firefighting company in the event of an oil spill (or a threat of one). More specifically, know the acceptable methods of communication (radio, cell phone, etc.) and what type of information needs to be communicated.
2. Know how to notify appropriate Coast Guard officials, other governmental officials, the vessel owner, and other appropriate entities in the event of an oil spill (or a threat of one). More specifically, know the acceptable methods of communication (radio, cell phone, etc.) and what type of information needs to be communicated.
3. Be familiar with the applicable Material Safety Data Sheets and their usage.
4. Be familiar with the responsibilities and duties of the vessel crew, as well as those of any shoreside employees that may be involved in spill response.
5. Be knowledgeable about the operational capabilities of the Oil Spill Removal Organization and Salvage Provider. Ensure that these organizations verify to your satisfaction that they are current with Coast Guard-required training and Occupational Safety and Health Administration (OSHA) requirements.
6. Know how to contract for services with the Oil Spill Removal Organization and Salvage Provider.
7. Be knowledgeable with the Area Contingency Plan.

Shore-Based Personnel (other than the Qualified Individual or AQI)

1. Know how to notify the vessel master in the event of an oil spill (or a threat of one).
2. Know the identity of the QI (and AQI) and how to notify him or her in the event of an oil spill (or a threat of one). More specifically, know the acceptable methods of communication (radio, cell phone, etc.) and what type of information needs to be communicated.
3. Be familiar with the applicable Material Safety Data Sheets and their usage.
4. Be aware of the existence and importance of the vessel response plan and know how to access a copy of it.
5. Know the location of equipment used to respond to and clean up a spill (including personal safety equipment), such as absorbent pads or cloths, gloves, eye or breathing protective devices, etc., and how to use it.
6. Know how to shut off sources of spilled oil (close spigots or valves, etc.)
7. Be familiar with the responsibilities and duties of the vessel crew that may be involved in spill response.

7) Drills & Exercises

Entertainment Cruises has elected to follow the Passenger Vessel Associations Alternative Training and Exercise Program (ATEP). The Passenger Vessel Association (PVA) has submitted to Coast Guard Headquarters for review and approval an Alternative Training and Exercise Program (ATEP) for vessels with a fuel capacity of less than 250 barrels. This NTVRP contains the elements of the PVA ATEP. The PVA ATEP's provisions differ from and are more flexible than the provisions of 33 CFR section 155.1055. The very essence of any ATEP is an alternative to the comparable CFR provision and therefore may differ from it to some extent.

The PVA ATEP requires QI Notification and Emergency Procedures exercises to be undertaken twice a year (rather than the quarterly schedule set in title 33 CFR section 155.1060).

1. Qualified Individual Notification Exercise. There will be two "Qualified Individual Notification Exercises" each year. If the passenger vessel operates seasonally, the two exercises shall take place during the operating season. One QI Notification Exercise shall simulate a discharge occurring during passenger vessel fueling. The other QI Notification Exercise shall simulate a discharge (or threat of discharge) occurring during passenger vessel operations. In each case, the appropriate employee or vessel crew member shall notify the Qualified Individual specified in the Vessel Response Plan, and the QI shall notify the appropriate Oil Spill Removal Organization and salvage provider.
2. Emergency Procedures Exercise. Twice a year, there will be an emergency procedures exercise at least one of which must be unannounced (that is, the personnel participating in the exercise shall not have been advised in advance of the exact date, time, and scenario of the exercise). If the passenger vessel operates seasonally (that is, no more than eight months during a calendar year), there need be but one exercise, which shall take place during the operating season. An emergency procedures exercise shall simulate a response by vessel-based and shore-based employees to a discharge (or threat of discharge) occurring during a specified passenger vessel casualty (grounding, collision, explosion or fire, hull failure, list, etc.). As part of each emergency procedures exercise, the QI shall notify the appropriate Oil Spill Removal Organization and salvage provider. Completion of the emergency procedures exercise can satisfy the QI Notification exercise involving passenger vessel operations (however, to satisfy the record-keeping provisions of #4 below, there must be two separate record entries made, one to demonstrate the QI notification exercise, one to demonstrate the emergency procedures exercise). Every three years, the exercise shall be designed to respond to a worst-case discharge scenario (i.e., loss of the entire fuel capacity in adverse weather).
3. If so directed by the applicable Coast Guard on-scene coordinator, a passenger vessel owner or operator shall participate in an area exercise. After participating in an area exercise, a passenger vessel owner or operator will not be required to participate in another area exercise for at least six (6) years.

Entertainment Cruises, Inc. Non-Tank Vessel Response Plan

4. The passenger vessel owner or operator shall maintain adequate exercise records, either on the vessel or at an appropriate location onshore. The record will indicate the date and type of exercise performed and will identify the individuals participating in the exercise. A record in the passenger vessel's log can be used to satisfy this requirement. Records must be maintained and available to the Coast Guard for three years following completion of the exercise. The vessel operator must ensure that records of exercises be made readily available to Coast Guard personnel during annual vessel inspections.
5. If, as a result of the Qualified Individual Notification Exercises or Emergency Procedures Exercises listed above, there are "lessons learned" which provide the basis for necessary amendments to the NTVRP, the vessel operator shall promptly incorporate the "lessons learned" into changes in the plan and submit the revised plan to the Coast Guard for review and approval.
6. Independent of the exercises required of the vessel operator described above, the identified OSRO has its own responsibility once a year to conduct an "equipment deployment" exercise. The vessel operator should obtain written confirmation from the OSRO that the annual equipment deployment exercise has taken place.

8) Plan Review & Updates

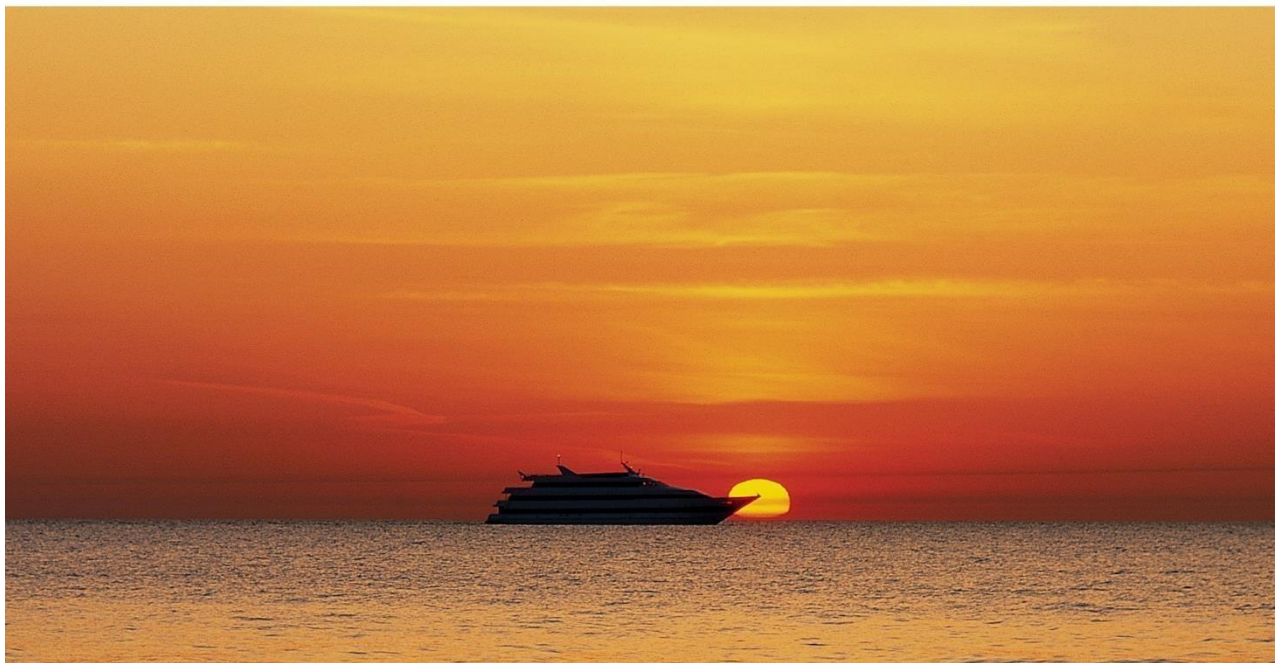
The Non Tank Vessel Response Plan:

- Annually undergo a formal review & revise plan as needed
- Any revisions or changes will be listed in the appropriate section
- Information from each drill and exercise will be incorporated into the review process as they happen. This information will be used to update the plan as an ongoing process

Entertainment Cruises, Inc. Non Tank Vessel Response Plan

Entertainment Cruises, Inc.

Fleet Non-Tank Vessel Response Plan



Appendices

Appendices

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Non Tank Vessel Response Plan

Geographic Specific Appendix

Sector Lake Michigan

† Areas of Operation

- Lake Michigan – Chicago Harbor
- Chicago River (mouth to North Branch)

† Volume of Oil used for Response

- MMPD: 1,026 g
- Worst Case Discharge: 10,264 g

† Federal & State Notifications

- National Response Center: 800-424-8802
- USCG Sector Lake Michigan: (414) 747-7182
- USCG MSU Chicago: (630) 986-2155
- Illinois EPA Region V – 800-282-9378

† Qualified Individual (QI)

- [REDACTED] - Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

† Alternate Qualified Individual (Mystic Blue)

- [REDACTED] – Marine Operations Manager
- Office: [REDACTED] Cell: [REDACTED]

† Alternate Qualified Individual (Odyssey II)

- [REDACTED] – Marine Operations Manager
- Office: [REDACTED] Cell: [REDACTED]

† OSRO:

- Clean Harbors Environmental Services
- 800-645-8265 (nationwide response number)

† Salvage, Emergency Lightering & Marine Firefighting Resources:

- Ardent Global
- 206-332-8200 (nationwide response number)

† WQIS (Water Quality Insurance Syndicate) ○ 800-736-5750

Non Tank Vessel Response Plan

Vessel Specific Appendix

Mystic Blue

- 1) USCG COTP Zone: Sector Lake Michigan
- 2) Area of Operation: Chicago, IL
 - a) Lake Michigan – Chicago Harbor
 - b) Chicago River (mouth to North Branch)
- 3) Vessel Data:
 - a) Passengers: 492
 - b) Total Volume
 - i) Fuel: 7,900 g
 - ii) Lube: 0
 - c) MMPD: 790 g
 - d) Worst Case Discharge: 7,900 g
 - e) Dimensions: 162' x 36' Draft: 6'
 - f) Tank Capacity:
 - i) Fuel: 7,900 g total (Port tank 4,400 g, Starboard tank 3,500 g)
 - ii) Lube: 0 iii) Potable: 4,500g iv) Ballast: 0 v) Slop: 0

+ Qualified Individual (QI)

- o [REDACTED] - Director of Marine Operations
- o Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- o [REDACTED] – Marine Operations Manager
- o Office: [REDACTED] Cell: [REDACTED]

Non Tank Vessel Response Plan

Vessel Specific Appendix

Odyssey Lake Michigan

- 1) USCG COTP Zone: Sector Lake Michigan
- 2) Area of Operation: Chicago
 - a) Lake Michigan – Chicago Harbor
 - b) Chicago River (mouth to North Branch)
- 3) Vessel Data:
 - a) Passengers: 749
 - b) Total Volume
 - i) Fuel: 10,264 g
 - ii) Lube: 110 g
 - c) MMPD: 1,026 g
 - d) Worst Case Discharge: 10,264 g
 - e) Dimensions: 200' x 40' Draft: 8.5'
 - f) Tank Capacity:
 - i) Fuel: 10,264 g (2 tanks each with a capacity of 5,132 g)
 - ii) Lube: 110 g iii) Potable: 11,000 g iv) Ballast: 0 v) Slop: 0

+ Qualified Individual (QI)

- o [REDACTED] Director of Marine Operations
- o Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- o [REDACTED] – Marine Operations Manager
- o Office: [REDACTED] Cell: [REDACTED]

Non Tank Vessel Response Plan

Geographic Specific Appendix

Sector Boston

+ Areas of Operation

- Boston Harbor

+ Volume of Oil used for Response

- MMPD 320 g
- Worst Case Discharge: 3,200 g

+ Federal & State Notifications

- National Response Center: 800-424-8802
- USCG Sector Boston: (617) 223-3201
- EPA Region I – (617) 918-1111

+ Qualified Individual

- [REDACTED] Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- [REDACTED] – Asst. Director of Marine Operations
- Cell: [REDACTED]

+ OSRO:

- Clean Harbors Environmental Services
- 800-645-8265 (nationwide response number)

+ Salvage, Emergency Lightering & Marine Firefighting Resources:

- Ardent Global
- 206-332-8200 (nationwide response number)

+ WQIS (Water Quality Insurance Syndicate)

- 800-736-5750

Non Tank Vessel Response Plan

Vessel Specific Appendix

Spirit of Boston

- 1) USCG COTP Zone: Sector Boston
- 2) Area of Operation:
 - a. Boston Harbor
- 3) Vessel Data:
 - a. Passengers: 600
 - b. Total Volume
 - i. Fuel: 3,200 g
 - ii. Lube: 100 g
 - c. MMPD: 320 g
 - d. Worst Case Discharge: 3,200 g
 - e. Dimensions: 192' x 35' Draft: 7'
 - f. Tank Capacity:
 - i. Fuel: 3,200 g (2 tanks each with a capacity of 1,600 g)
 - ii. Lube: 100 g
 - iii. Potable: 3,000 g
 - iv. Ballast: 0
 - v. Slop: 0

+ Qualified Individual

- [REDACTED]: Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- [REDACTED] – Asst. Director of Marine Operations
- Cell: [REDACTED]

Non Tank Vessel Response Plan

Geographic Specific Appendix

Sector New York

+ Areas of Operation

- New York Harbor (Hudson River to George Washington Bridge, East River to Triborough Bridge)

+ Volume of Oil used for Response

- MMPD 500 g
- Worst Case Discharge: 5,000 g

+ Federal & State Notifications

- National Response Center: 800-424-8802
- USCG Sector New York: (718) 354-4353
- EPA Region I – (617) 918-1111

+ Qualified Individual

- [REDACTED]: Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- [REDACTED] – Senior Captain
- Office: [REDACTED] Cell: [REDACTED]

+ OSRO:

- Clean Harbors Environmental Services
- 800-645-8265 (nationwide response number)

+ Salvage, Emergency Lightering & Marine Firefighting Resources:

- Ardent Global
- 206-332-8200 (nationwide response number)

+ WQIS (Water Quality Insurance Syndicate)

- 800-736-5750

Non Tank Vessel Response Plan

Vessel Specific Appendix

Atlantica

- 1) USCG COTP Zone: Sector New York
- 2) Area of Operation:
 - a. New York Harbor (Hudson River to George Washington Bridge, East River to Triborough Bridge)
- 3) Vessel Data:
 - a. Passengers: 400
 - b. Total Volume
 - i. Fuel: 5,000 g
 - ii. Lube: 0
 - c. MMPD: 500 g
 - d. Worst Case Discharge: 5,000 g
 - e. Dimensions: 200' x 40' Draft: 5'
 - f. Tank Capacity:
 - i Fuel: 5,000
 - ii.Lube: 0 iii. Potable: 4,160 g iv. Ballast: 0 v. Slop: 0

+ Qualified Individual

- o [REDACTED]: Director of Marine Operations
- o Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- o [REDACTED] – Senior Captain
- o Office: [REDACTED] Cell: [REDACTED]

Non Tank Vessel Response Plan

Vessel Specific Appendix

Celestial

- 1) USCG COTP Zone: Sector New York
- 2) Area of Operation:
 - a. New York Harbor (Hudson River to George Washington Bridge, East River to Triborough Bridge)
- 3) Vessel Data:
 - a. Passengers: 374
 - b. Total Volume
 - i. Fuel: 5000 g
 - ii. Lube: 0
 - c. MMPD: 500 g
 - d. Worst Case Discharge: 5000 g
 - e. Dimensions: 200' x 40' Draft: 5'
 - f. Tank Capacity:
 - i) Fuel: 5000 g (2 tanks each with a capacity of 2,500 g)
 - ii) Lube: 0
 - iii) Potable: 3,000 g
 - iv) Ballast: 0
 - v) Slop: 0

† Qualified Individual

- [REDACTED]: Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

† Alternate Qualified Individual

- [REDACTED] – Senior Captain
- Office: [REDACTED] Cell: [REDACTED]

Non Tank Vessel Response Plan

Geographic Specific Appendix

Sector Hampton Roads – Norfolk, VA

+ Areas of Operation

- Elizabeth River (Norfolk Waterfront to US Navy Yard)

+ Volume of Oil used for Response

- MMPD: 900 g
- Worst Case Discharge: 9,800 g

+ Federal & State Notifications

- National Response Center: 800-424-8802
- USCG Sector Hampton Roads: (757) 668-5555
- EPA Mid-Atlantic Region III: (800) 438-2474
- Joint Harbor Operations Control (757) 638-6631

+ Qualified Individual

- [REDACTED] - Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- [REDACTED] – Captain
- Office: [REDACTED] Cell: [REDACTED]

+ OSRO:

- Clean Harbors Environmental Services
- 800 645-8265 (nationwide response number)

+ Salvage, Emergency Lightering & Marine Firefighting Resources:

- Ardent Global
- 206-332-8200 (nationwide response number)

+ WQIS (Water Quality Insurance Syndicate)

- 800-736-5750

○

Non Tank Vessel Response Plan

Vessel Specific Appendix

Spirit of Norfolk

- 1) USCG COTP Zone: Hampton Roads
- 2) Area of Operation: Norfolk, VA
 - a. Elizabeth River (Norfolk Waterfront to US Navy Yard)
- 3) Vessel Data:
 - a. Passengers: 600
 - b. Total Volume
 - i. Fuel: 9,800 g
 - ii. Lube: 75 g
 - c. MMPD: 980 g
 - d. Worst Case Discharge: 9,800 g
 - e. Dimensions: 187' x 38' Draft: 7'
 - f. Tank Capacity:
 - i. Fuel: 9,800 (2 tanks each with a capacity of 4,900 g)
 - ii. Lube: 75 g
 - iii. Potable: 11,000 g
 - iv. Ballast: 0
 - v. Slop: 0

+ Qualified Individual

- o [REDACTED] - Director of Marine Operations
- o Office: [REDACTED] Cell: [REDACTED]

+ Alternate Qualified Individual

- o [REDACTED] - Captain
- o Office: [REDACTED] Cell [REDACTED]
- o

Non Tank Vessel Response Plan

Geographic Specific Appendix

Sector Maryland - NCR

✦ Area of Operation: Washington, DC

- Potomac River (Washington Channel, Georgetown to National Harbor)
- Anacostia River

✦ Volume of Oil used for Response

- MMPD: 920 g
- Worst Case Discharge: 9,200 g

✦ Federal & State Notifications

- National Response Center: 800-424-8802
- USCG Sector Maryland - NCR: (410) 576-2693
- EPA Mid-Atlantic Region III: (800) 438-2474

✦ Qualified Individual

- [REDACTED] – Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

✦ Alternate Qualified Individual

- [REDACTED] – Assistant Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

✦ OSRO:

- Clean Harbors Environmental Services
- 800 645-8265 (nationwide response number)

✦ Salvage, Emergency Lightering & Marine Firefighting Resources:

- Ardent Global
- 206-332-8200 (nationwide response number)

✦ WQIS (Water Quality Insurance Syndicate)

- 800-736-5750

-

Non Tank Vessel Response Plan

Vessel Specific Appendix

Odyssey III

- 1) USCG COTP Zone: Sector Baltimore
- 2) Area of Operation: Washington, DC
 - a. Potomac River (Washington Channel, Georgetown to National Harbor) b. Anacostia River
- 3) Vessel Data:
 - a. Passengers: 600
 - b. Total Volume
 - i. Fuel: 9,200 g
 - ii. Lube: 75 g capacity (not in use)
 - c. MMPD: 920 g
 - d. Worst Case Discharge: 9,200 g
 - e. Dimensions: 230' x 63' Draft: 6'
 - f. Tank Capacity:
 - i. Fuel: 9,200 g
 - a. 3 tanks – 2 main tanks each hold 3,700 g and bow thruster tank capacity is 1,800 g.
 - ii. Lube: 75 g
 - iii. Potable: 13,000 g
 - iv. Ballast: 541.6 Long Tons
 - v. Slop: 0

✦ Qualified Individual

- [REDACTED] – Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

✦ Alternate Qualified Individual

- [REDACTED] – Assistant Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

Non Tank Vessel Response Plan

Vessel Specific Appendix

Spirit of Mt Vernon

- 1) USCG COTP Zone: Sector Baltimore

- 2) Area of Operation: Washington, DC
 - a. Potomac River (Washington Channel, Georgetown to National Harbor) b. Anacostia River

- 3) Vessel Data:
 - a. Passengers: 573
 - b. Total Volume
 - i. Fuel: 6,000 g
 - ii. Lube: 75 g capacity (not in use)

 - c. MMPD: 600 g

 - d. Worst Case Discharge: 6,000 g

 - e. Dimensions: 175' x 35' Draft: 7'

 - f. Tank Capacity:
 - i. Fuel: 6,000 g (2 tanks each tank has a capacity of 3000 g)
 - ii. Lube: 75 g
 - iii. Potable: 5,500 g
 - iv. Ballast: 0
 - v. Slop: 0

✦ Qualified Individual

- [REDACTED] – Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

✦ Alternate Qualified Individual

- [REDACTED] – Assistant Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

Non Tank Vessel Response Plan

Vessel Specific Appendix

Spirit of Washington

- 1) USCG COTP Zone: Sector Baltimore

- 2) Area of Operation: Washington, DC
 - a. Potomac River (Washington Channel, Georgetown to National Harbor) b. Anacostia River

- 3) Vessel Data:
 - a. Passengers: 510
 - b. Total Volume
 - i. Fuel: 8,480 g
 - ii. Lube: 100

 - c. MMPD: 840 g

 - d. Worst Case Discharge: 8,480 g

 - e. Dimensions: 175' x 38' Draft: 9'

 - f. Tank Capacity:
 - i. Fuel: 8,480 g (2 tanks each with a capacity of 4,240 g)
 - ii. Lube: 100 iii. Potable: 8,000 g iv. Ballast: 0 v. Slop: 0

✦ Qualified Individual

- [REDACTED] – Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

✦ Alternate Qualified Individual

- [REDACTED] – Assistant Director of Marine Operations
- Office: [REDACTED] Cell: [REDACTED]

Appendix 2

Emergency Action Checklist

- b. Assess Safety
 - i. Notify passengers & crew
 - ii. Implement & enforce safety precautions & safety zones
 - iii. Secure all sources of ignition
- c. Stop the Flow
 - i. Immediately secure valves, pumps or hoses that may be contributing to the release
 - ii. Stop the discharge in any safe way possible
 - iii. Transfer oil to an alternate tank or shoreside container/facility if possible and beneficial
- d. Initiate Containment
 - i. Block areas of outflow (i.e. plug scuppers)
 - ii. Deploy containment boom, use absorbents & spill kit
 - iii. Assess volume of spill
- e. Notify Appropriate Parties
 - i. Initiate notification procedures
 - ii. Report any damage or injuries. Request emergency medical or evacuation assistance, if necessary
 - iii. Contact vessels in your area for assistance as needed
- f. Personal Protection
 - i. Use personal protection equipment; implement isolation or decontamination as appropriate. Dispose of materials in accordance with the appropriate Material Safety Data Sheets (MSDS) for the substances involved.

Appendix 3

Standard Fuel Transfer Procedures

- a. Sound all fuel tanks, log readings
- b. Determine amount of fuel to be transferred
- c. Amount, rate & method of transfer to be agreed upon by both PICs
- d. Monitor rate of transfer to prevent over filling or over pressurizing the system
- e. Ensure vessels moorings are secure & proper for all conditions of current, tidal fluctuation, vessel traffic, surge, wind, and weather
- f. Ensure fuel transfer hose is of proper pressure rating, length & fitting match
- g. Ensure fuel transfer hose & connections are in sound condition
- h. Ensure fuel transfer hose is properly supported to prevent kinking, damage or strain
- i. Ensure the fuel transfer system, valves, manifolds, vents, etc. are configured properly for transfer
- j. Secure containment
- k. Test communication system
- l. Ensure emergency shut-down system is ready & in working order
- m. The Mate is the designated PIC (person in charge for the receiving unit)
- n. Identify the PIC for the delivery unit
- o. Ensure each PIC is at the transfer site and immediately available.
- p. Ensure both PICs are ready and agree to begin transferring operations.
- q. Ensure no repair work is being done in the area without the knowledge or permission of the both PICs

- r. Ensure there are no open flames, no hot work or smoking onboard or in the adjacent area
- s. Ensure both PICs remain at their stations for the entire fuel transfer
- t. Ensure tanks are periodically gauged to determine level
- u. PICs shall communicate frequently to monitor status of transfer operation and appropriate time to cease transfer
- v. When transfer is complete: drain & remove transfer hose
- w. Secure onboard fuel fill connection

Appendix 4

Incident Reporting Form for National Response Center

Please fill out the form as completely as possible. Fields in RED are mandatory entries.		
IS THIS A DRILL REPORT ? YES NO		YOUR E-MAIL ADDRESS:
REPORTING PARTY		SUSPECTED RESPONSIBLE PARTY
Phone 1: Type:	Last Name:	
Last Name:	First Name:	
First Name:	Phone 1: Type:	
Phone 2: Type:	Phone 2: Type:	
Phone 3: Type:	Phone 3: Type:	
Company:	Company:	
Org Type:	Org Type:	
Address:	Address:	
City:	City:	
State:	State:	
ZIP:	ZIP:	
Does the caller wish to remain Confidential ?	Yes No	
Are you calling on behalf of responsible party ?	Yes No	
Are you or your company responsible for the material released ?	Yes No	
INCIDENT DESCRIPTION		
Description of Incident:		
Incident (DD/MM/YY)	Date:	Time:
Occurred/Discovered/Planned:		
Type of Incident: VESSEL	Incident Cause:	
INCIDENT LOCATION		
Location Description:		
Address Location:	State:	
	County:	

Entertainment Cruises, Inc. Non-Tank Vessel Response Plan

		ZIP:	
Nearest City:	Distance from City:	Units:	
Direction:	Range:	Section:	Township:
Latitude:	Degrees:	Minutes:	Seconds: Quadrant:
Longitude:	Degrees:	Minutes:	Seconds: Quadrant:
VESSEL DETAILS			
VESSEL #1			
Vessel Type:		Vessel Name:	
Vessel #:	Flag:	Length:	Beam: Draft:
Hull Construction:		Vessel Aground: Yes No	
Fuel Capacity:	Fuel on Board:		
Cargo Capacity:	Cargo on Board:		
VESSEL #2			
Vessel Type:		Vessel Name:	
Vessel #:	Flag:	Length:	Beam: Draft:
Hull Construction:		Vessel Aground: Yes No	
Fuel Capacity:	Fuel on Board:		
Cargo Capacity:	Cargo on Board:		
MATERIAL INVOLVED			
Material	Chris Code (Use UNK if not known)	Amount Released	Units
MATERIAL IN WATER INFORMATION			
Amount in Water: Units:		Body of Water Affected:	
Offshore: Yes No	River Mile Marker:	Tributary of:	
Water Supply Contaminated: Yes No Unknown		Water Temperature: Units:	
Wave Condition: Speed: Units: Direction:			
SHEEN INFORMATION			
Sheen Length: Units:		Sheen Width: Units:	
Color:		Direction of Movement:	

Odor Description:		
IMPACT INFORMATION		
Medium Affected:		Detailed Medium Information:
Fire ?	Yes No Unknown	Fire Extinguished ? Yes No Unknown
Injuries ?	Yes No Unknown	Number of Injuries ?
Fatalities ?	Yes No Unknown	Number of Fatalities ?
Evacuations ?	Yes No Unknown	Number of Evacuations ?
Damages ?	Yes No Unknown	Damage in Dollars:
Roads Closed ?	Yes No Unknown	Road:
Track Closed ?	Yes No Unknown	Track:
Air Corridor Closed ?	Yes No Unknown	Air Corridor:
Waterway Closed ?	Yes No Unknown	Waterway:
Community Impact Due to Material Yes No		Media Interest:
WEATHER INFORMATION		
Weather Conditions:		Air Temperature: Unit:
Wind Speed: Unit:		Wind Direction:
REMEDIAL ACTION INFORMATION		
Remedial Action Taken:		
Release Secured ? Yes No Unknown		Duration of Release ? Unit:
Rate of Release ? Unit: Per:		
ADDITIONAL AGENCY INFORMATION		
Federal Agency Notified:		
State/Local Agency Notified:		
State/Local Agency On-Scene:		
State Agency's Report Number:		
ADDITIONAL INFORMATION		
Additional Information:		

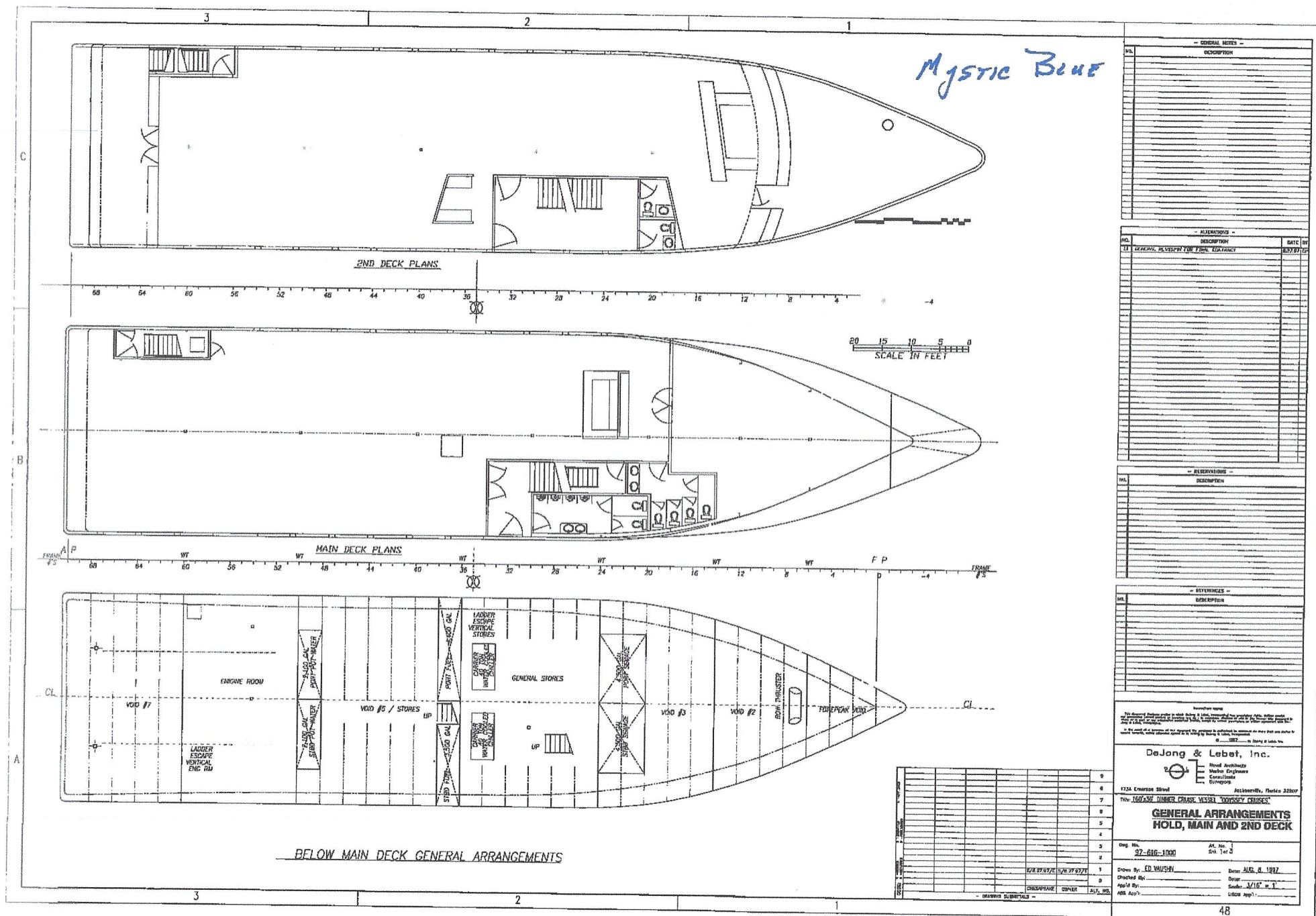
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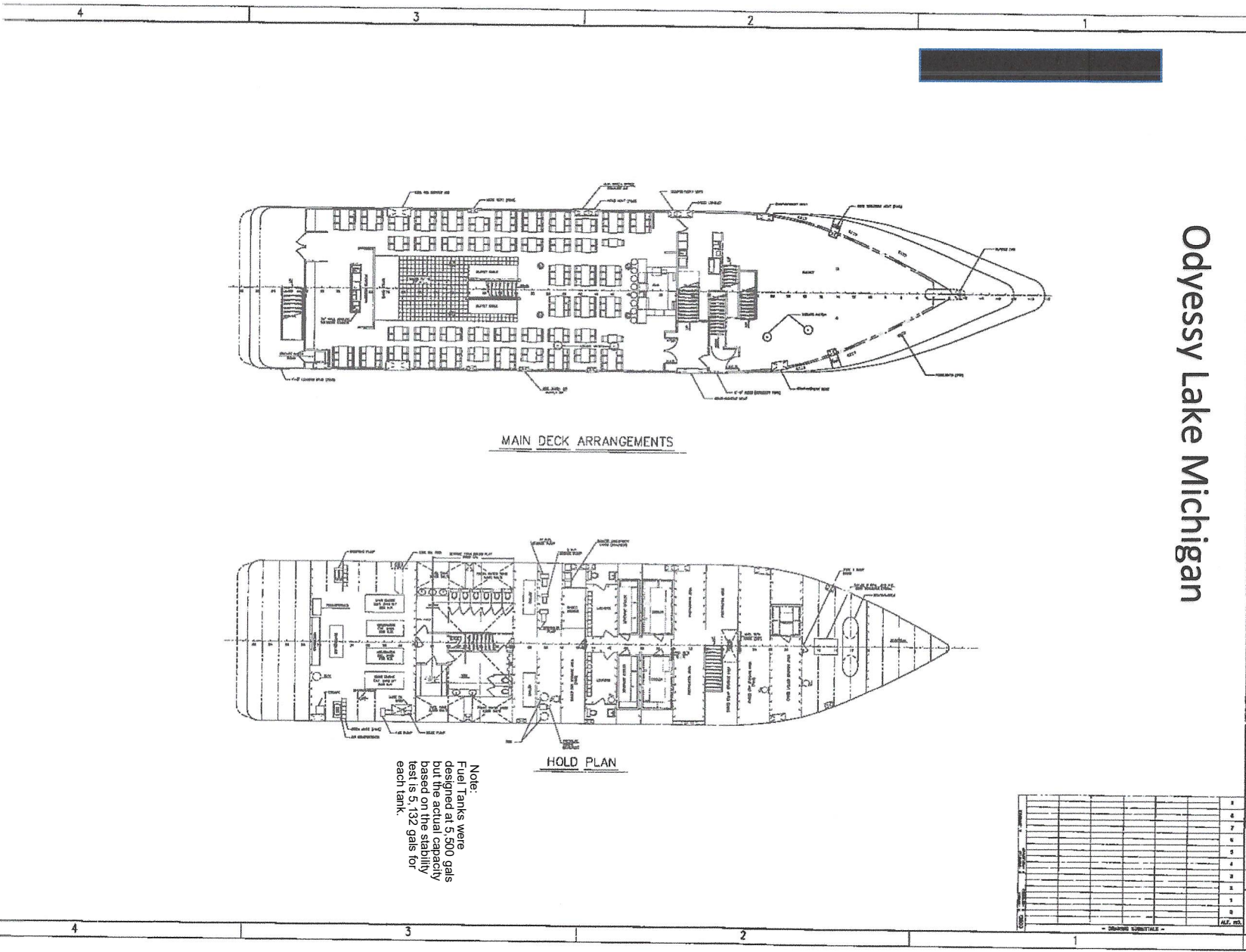
Vessel Drawings (See Separate Attachment)

Appendix 7

Proof of Oil Spill Response Organization & SMFF Provider
(Separate Attachments)

- a) Water Quality Insurance Syndicate
- b) OSRO Clean Harbors Environmental
- c) Ardent, LLC

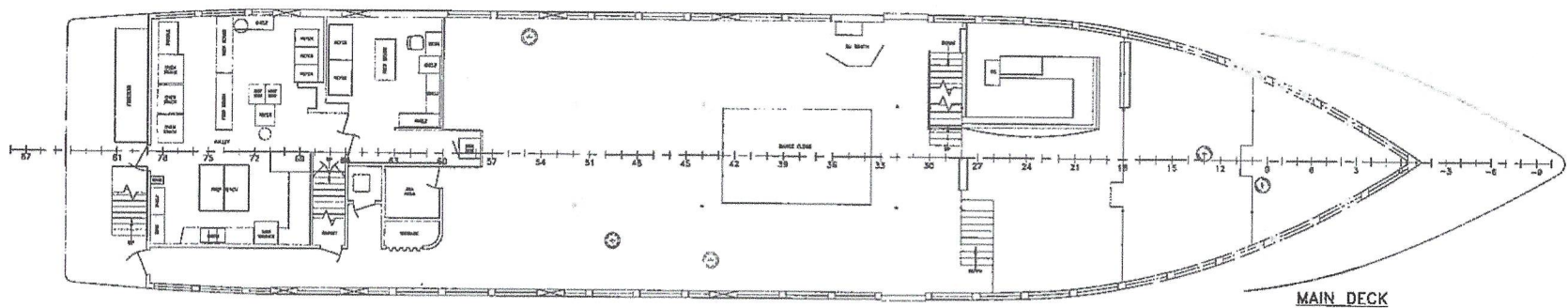




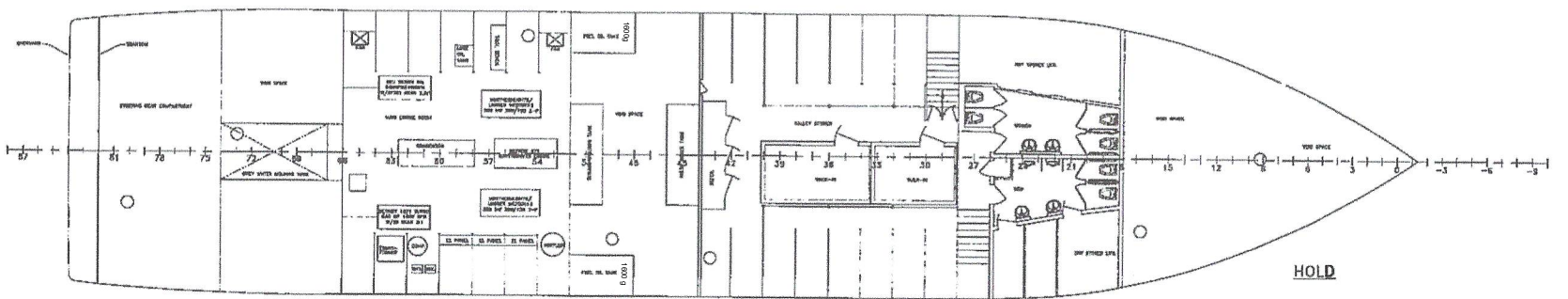
Note:
Fuel Tanks were designed at 5,500 gals but the actual capacity based on the stability test is 5,132 gals for each tank.

- GENERAL NOTES -		
NO.	DESCRIPTION	
- ALTERATIONS -		
NO.	DESCRIPTION	DATE BY
- REVISIONS -		
NO.	DESCRIPTION	
- REFERENCES -		
NO.	DESCRIPTION	
<small>REPRODUCED FROM</small> ALL RIGHTS RESERVED BY THE U.S. COAST GUARD AND U.S. MARINE POLICE. THIS DRAWING IS THE PROPERTY OF THE U.S. COAST GUARD AND U.S. MARINE POLICE. IT IS TO BE USED ONLY FOR THE PURPOSES FOR WHICH IT WAS ISSUED. IT IS NOT TO BE REPRODUCED OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF THE U.S. COAST GUARD AND U.S. MARINE POLICE.		
DeJong & Label, Inc. An Affiliates Marine Engineering Consultants Services Appleton, WI 54912		
1224 Sherman Street The 207'x37'x12' DANIEL GONZALEZ VESSEL GENERAL ARRANGEMENTS -HOLD & MAIN DECK-		
Drawn By	NOEL WADSWORTH	Date: APRIL 22, 1987
Checked By		Date:
App'd By		Date:
Scale		
- DRAWING SUBMITTALS -		

SPIRIT OF BOSTON



MAIN DECK



HOLD

DeJong & Lebet, Inc.
 1754 Erieview Blvd
 Columbus, Ohio 43260
 (614) 291-1100
 Fax: (614) 291-1155
 www.dejonglebet.com

The General Arrangement Plan is a plan showing the arrangement of the hull, superstructure, and deck arrangements of a vessel. It is a technical drawing showing the layout of the vessel's hull, superstructure, and deck arrangements. It is a technical drawing showing the layout of the vessel's hull, superstructure, and deck arrangements.

The-192'x35'x0.5' Passenger Vessel
GENERAL ARRANGEMENTS
 HOLD & MAIN DECK

Dep. No. DP-1131-1001 4L No. 1
 1 OF 2

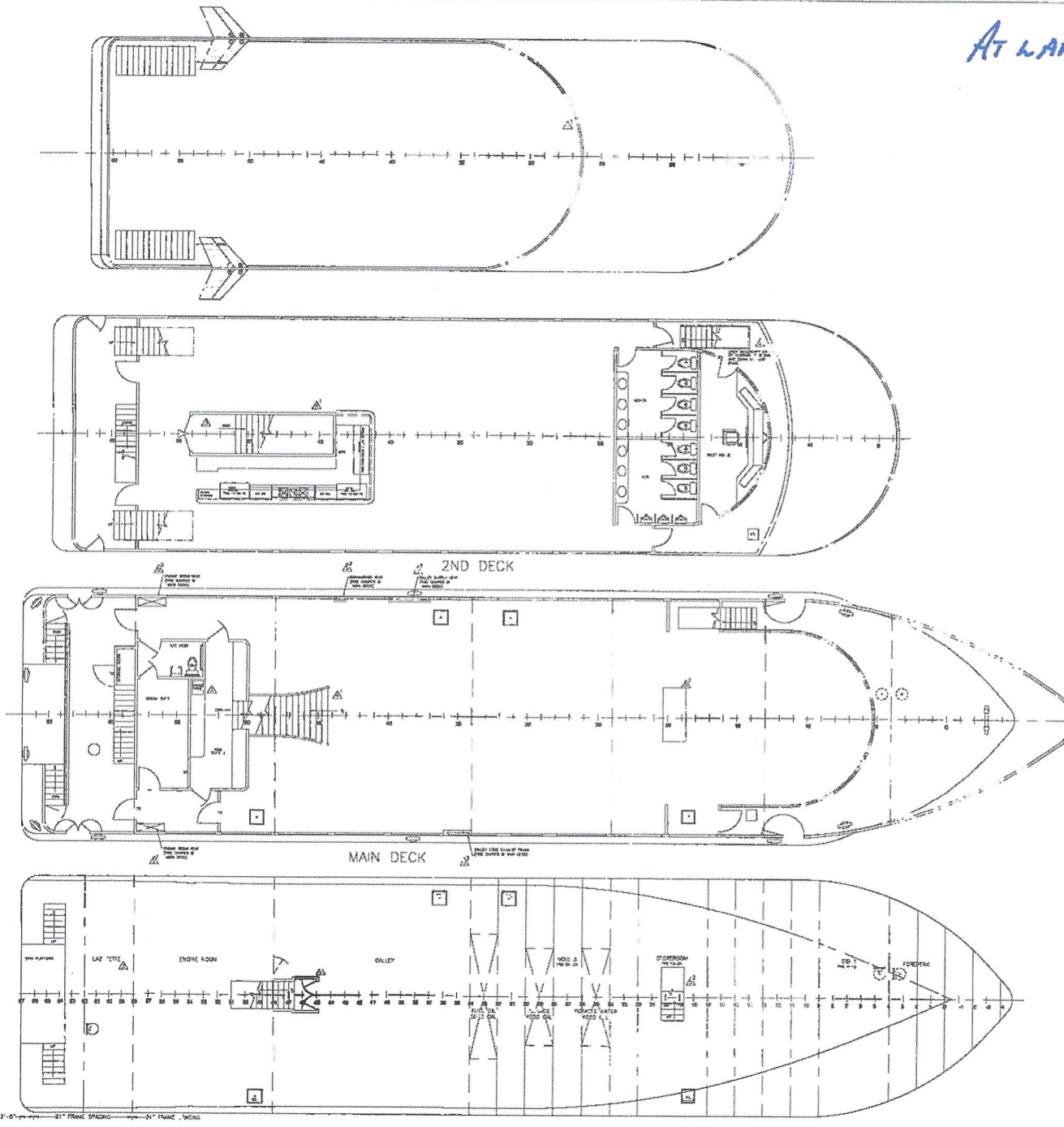
Drawn By: JACOB DONALD Date: MAY 25, 2014
 Check'd By: 51 of 84
 App'd By:

GENERAL NOTES		ALTERATIONS		RECONSTRUCTION		REVISIONS	
NO.	DESCRIPTION	NO.	DESCRIPTION	NO.	DESCRIPTION	NO.	DESCRIPTION

CG 076

SPIRIT OF NORFOLK Non-Tank Vessel Response Plan (NTRP)

AT LANTICIA



GENERAL NOTES	
NO.	DESCRIPTION

REFERENCES		DATE
NO.	DESCRIPTION	DATE
1.1	General Plans from NY No. 1000	11/14/00
1.2	Deck Plan No. 1001	11/14/00
1.3	Deck Plan No. 1002	11/14/00
1.4	Deck Plan No. 1003	11/14/00
1.5	Deck Plan No. 1004	11/14/00
1.6	Deck Plan No. 1005	11/14/00
1.7	Deck Plan No. 1006	11/14/00
1.8	Deck Plan No. 1007	11/14/00
1.9	Deck Plan No. 1008	11/14/00
1.10	Deck Plan No. 1009	11/14/00
1.11	Deck Plan No. 1010	11/14/00

RESERVATIONS	
NO.	DESCRIPTION

REFERENCES	
NO.	DESCRIPTION

NO.	DESCRIPTION	DATE
1/1/02	Deck Plan No. 1001	1/1/02
1/1/02	Deck Plan No. 1002	1/1/02
1/1/02	Deck Plan No. 1003	1/1/02
1/1/02	Deck Plan No. 1004	1/1/02
1/1/02	Deck Plan No. 1005	1/1/02
1/1/02	Deck Plan No. 1006	1/1/02
1/1/02	Deck Plan No. 1007	1/1/02
1/1/02	Deck Plan No. 1008	1/1/02
1/1/02	Deck Plan No. 1009	1/1/02
1/1/02	Deck Plan No. 1010	1/1/02

The information shown on this plan is for general information only and is not intended to be used for legal purposes. It is the responsibility of the user to verify the accuracy of the information shown on this plan. Dejong & Lebet, Inc. is not responsible for any errors or omissions on this plan. © 2001 Dejong & Lebet, Inc.

Dejong & Lebet, Inc.

1724 Westmore Street
 Chesapeake, Virginia 23060
 Phone: (757) 268-8888
 Fax: (757) 268-8888
 www.dejonglebet.com

150x24' Dinner Vessel

GENERAL ARRANGEMENT

Doc. No. D2-887-1001

As of May 7, 2001

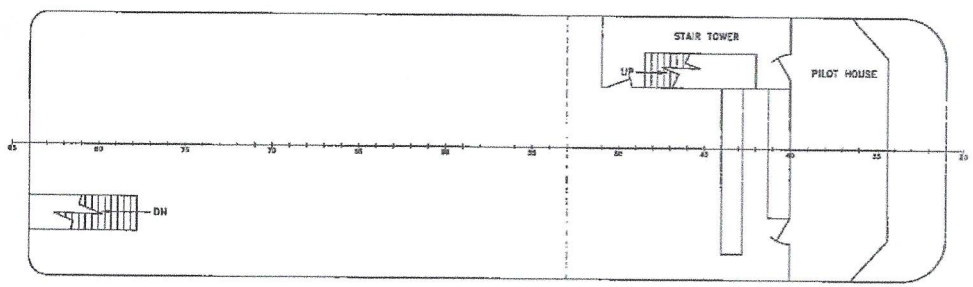
Drawn by: Dan Turner
 Date: May 27, 2002
 Rev. by: [redacted]
 Date: [redacted]
 52 of 84

CG 076

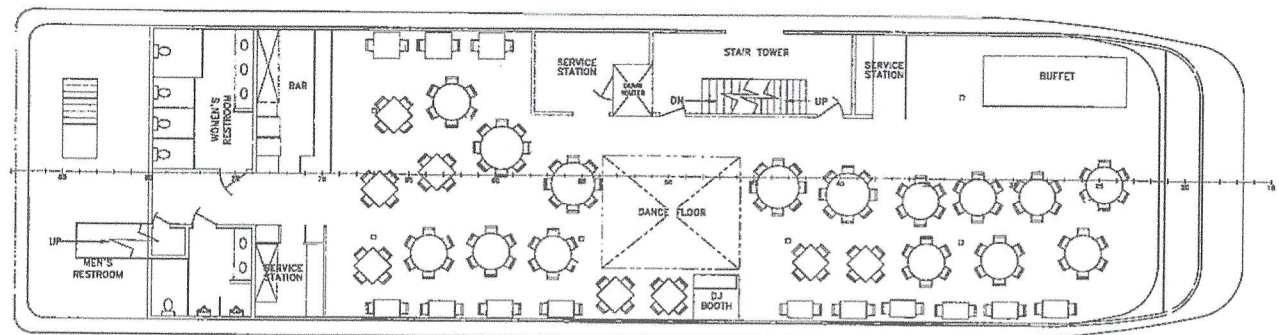
SPIRIT OF NORFOLK Non-Tank Vessel Response Plan (NTRP)

ANSI-E (34"x44")

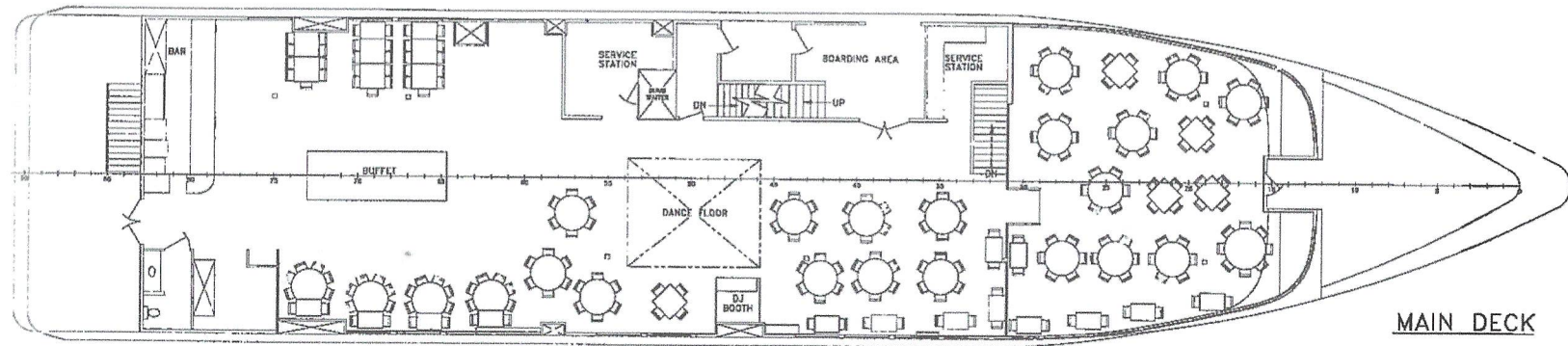
Spirit of Norfolk



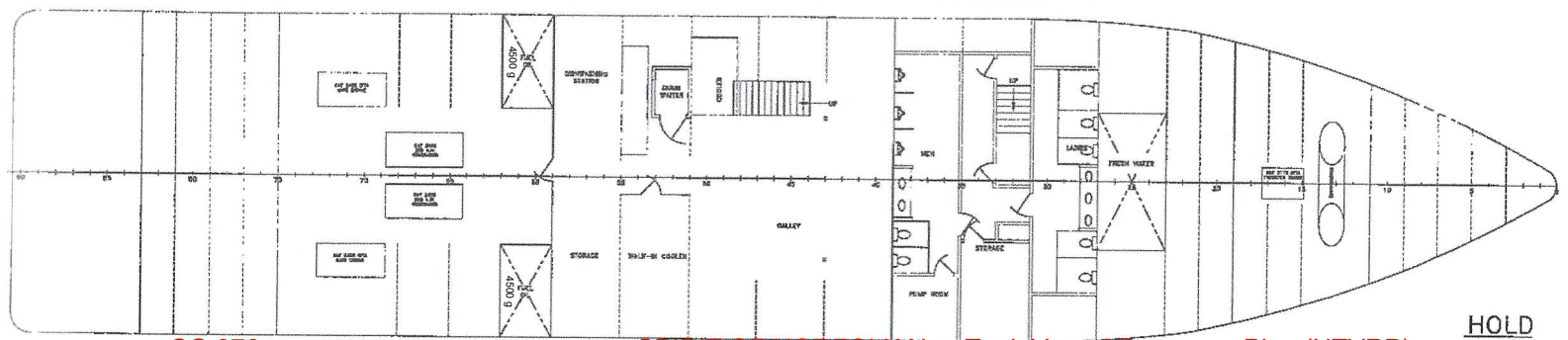
THIRD DECK



SECOND DECK



MAIN DECK



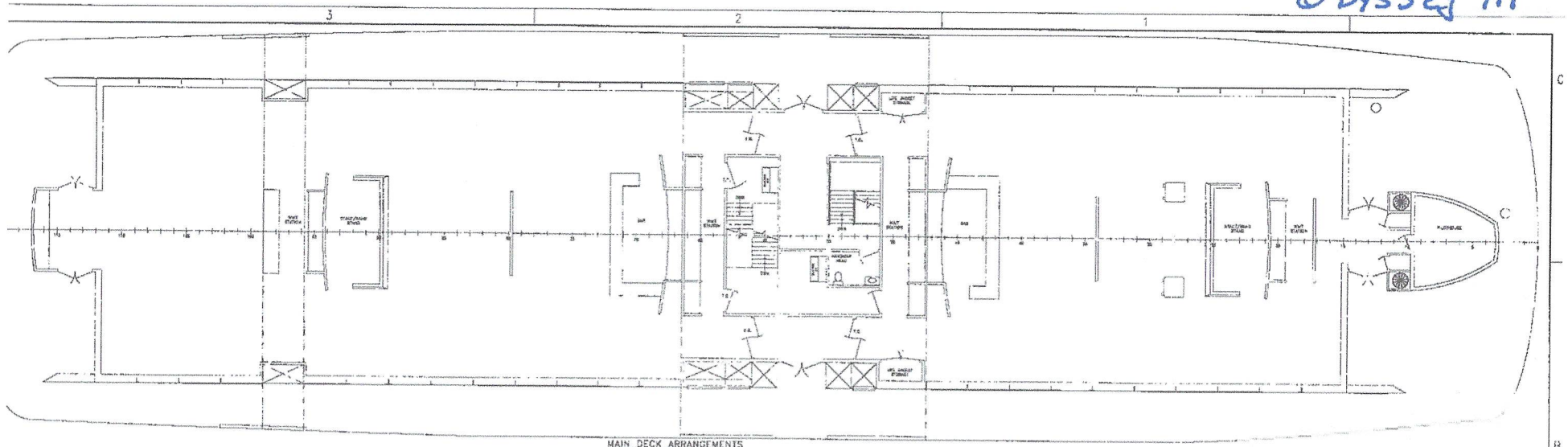
HOLD

CG 076

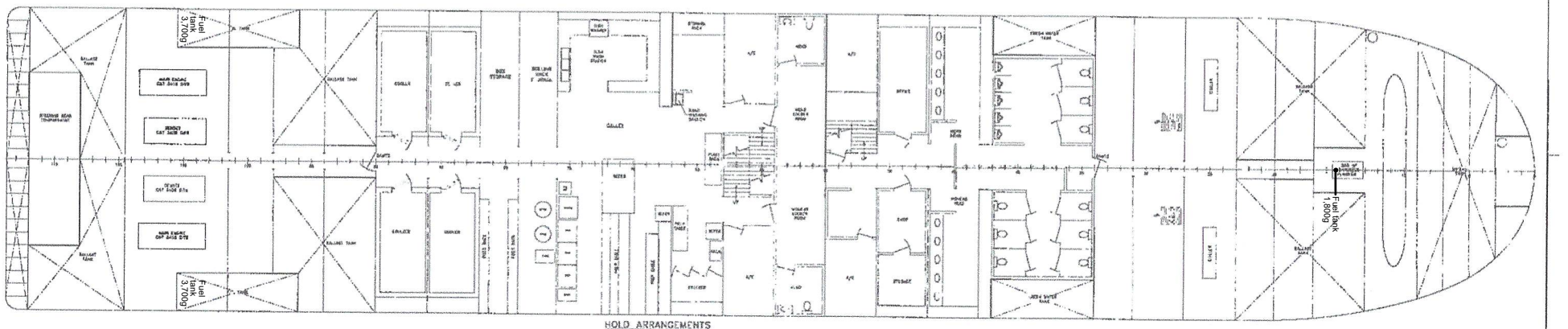
SPRIT OF NORFOLK Non-Tank Vessel Response Plan (NTVRP)

- GENERAL NOTES -		
NO.	DESCRIPTION	
- ALTERATIONS -		
NO.	DESCRIPTION	DATE BY
- REFERENCES -		
NO.	DESCRIPTION	
- DRAWING SUBMITTALS -		
NO.	DESCRIPTION	DATE
<p>DeJong & Lebel, Inc.</p> <p>187'x40'x12'-0" EXHIBITION BOAT</p> <p>GENERAL ARRANGEMENTS ALL DECK</p> <p>Drawn by: JACOB CONNALLY Date: AUG 9, 2011</p> <p>Checked by: _____</p> <p>Scale: _____</p> <p>ANSI-E (34"x44")</p>		

ODYSSEY III



MAIN DECK ARRANGEMENTS



HOLD ARRANGEMENTS

SECTION	DESCRIPTION	NO.	SECTION	DESCRIPTION	NO.
1	BRIDGE	1	1	ENGINE ROOM	1
1	BRIDGE	2	1	ENGINE ROOM	2
1	BRIDGE	3	1	ENGINE ROOM	3
1	BRIDGE	4	1	ENGINE ROOM	4
1	BRIDGE	5	1	ENGINE ROOM	5
1	BRIDGE	6	1	ENGINE ROOM	6
1	BRIDGE	7	1	ENGINE ROOM	7
1	BRIDGE	8	1	ENGINE ROOM	8
1	BRIDGE	9	1	ENGINE ROOM	9
1	BRIDGE	10	1	ENGINE ROOM	10
1	BRIDGE	11	1	ENGINE ROOM	11
1	BRIDGE	12	1	ENGINE ROOM	12
1	BRIDGE	13	1	ENGINE ROOM	13
1	BRIDGE	14	1	ENGINE ROOM	14
1	BRIDGE	15	1	ENGINE ROOM	15
1	BRIDGE	16	1	ENGINE ROOM	16
1	BRIDGE	17	1	ENGINE ROOM	17
1	BRIDGE	18	1	ENGINE ROOM	18
1	BRIDGE	19	1	ENGINE ROOM	19
1	BRIDGE	20	1	ENGINE ROOM	20
1	BRIDGE	21	1	ENGINE ROOM	21
1	BRIDGE	22	1	ENGINE ROOM	22
1	BRIDGE	23	1	ENGINE ROOM	23
1	BRIDGE	24	1	ENGINE ROOM	24
1	BRIDGE	25	1	ENGINE ROOM	25
1	BRIDGE	26	1	ENGINE ROOM	26
1	BRIDGE	27	1	ENGINE ROOM	27
1	BRIDGE	28	1	ENGINE ROOM	28
1	BRIDGE	29	1	ENGINE ROOM	29
1	BRIDGE	30	1	ENGINE ROOM	30

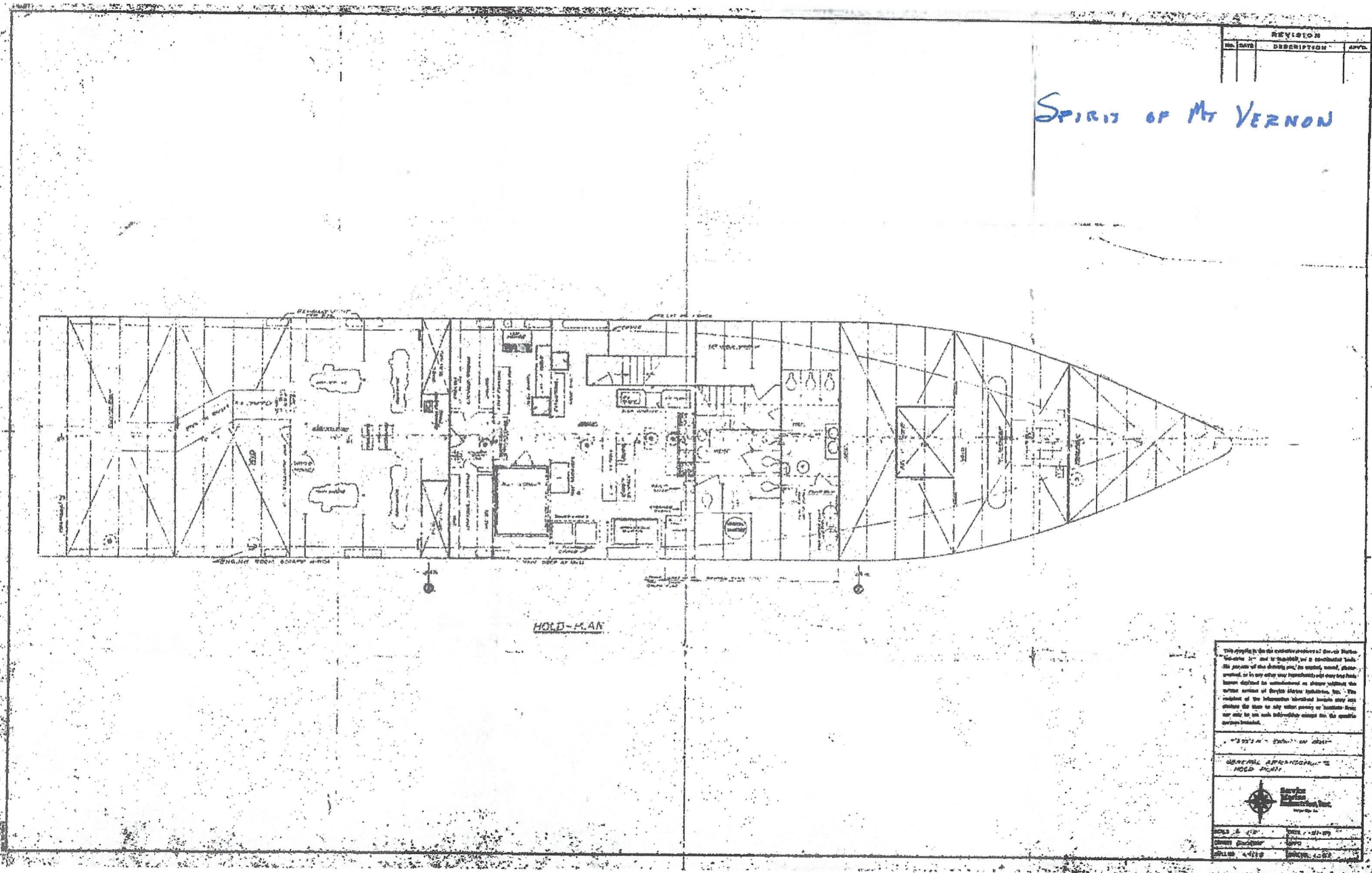
DeJong & Lebet, Inc.

1224 Everett Street
 Everett, WA 98201
 Phone: (206) 835-1100
 Fax: (206) 835-1101
 E-mail: info@dejonglebet.com

GENERAL ARRANGEMENTS

Date: JACOB CONNALLY 02 May 10, 2010
 Owner: [Redacted]
 A.R. No.: [Redacted]
 A.R. No.: [Redacted]

46 CFR 158.101-1
 46 CFR 158.101-2
 46 CFR 158.101-3
 46 CFR 158.101-4
 46 CFR 158.101-5
 46 CFR 158.101-6
 46 CFR 158.101-7
 46 CFR 158.101-8
 46 CFR 158.101-9
 46 CFR 158.101-10
 46 CFR 158.101-11
 46 CFR 158.101-12
 46 CFR 158.101-13
 46 CFR 158.101-14
 46 CFR 158.101-15
 46 CFR 158.101-16
 46 CFR 158.101-17
 46 CFR 158.101-18
 46 CFR 158.101-19
 46 CFR 158.101-20
 46 CFR 158.101-21
 46 CFR 158.101-22
 46 CFR 158.101-23
 46 CFR 158.101-24
 46 CFR 158.101-25
 46 CFR 158.101-26
 46 CFR 158.101-27
 46 CFR 158.101-28
 46 CFR 158.101-29
 46 CFR 158.101-30





WRITTEN CONSENT Salvage & Marine Firefighting

This Written Consent (the "Consent") is made and entered into on this **23rd of December 2019** by and between: **Entertainment Cruises by Hornblower Events and Cruises**, a company duly incorporated under the laws of **the United States** having its principal office at **455 North Cityfront Plaza Drive, Suite 2600, Chicago, IL 60611** (hereinafter referred to as "VO").

and

Ardent Americas LLC, a company duly incorporated and existing under the laws of Delaware, having its principal office at 4687 World Houston Parkway, Suite 200, Houston, Texas 77032 USA (hereinafter referred to as "Ardent"),

[VO] and Ardent are hereinafter referred to as a "Party" and collectively as "Parties".

WHEREAS, [VO] is an **American** company whose vessel(s) transit through Navigable Waters of the United States and carry less than 2,500 barrels of oil as propulsion fuel.

WHEREAS, [VO] is required to comply with Title 33 Part 155 of the United States Code of Federal Regulations - Oil or Hazardous Material Pollution Prevention Regulations for Vessels (hereinafter referred to as the "33 CFR 155"), specifically 33 CFR 155 Subpart J for Nontank Vessels - Salvage and Marine Fire-Fighting Requirements; Vessel Response Plans for Oil (hereinafter referred to as the "Regulations");

WHEREAS, Ardent is a qualified provider of salvage and marine fire-fighting services as listed in the Regulations.

WHEREAS, the Parties wish to agree to the terms set forth herein for the planning and provision of salvage and marine fire-fighting services as set out in this Agreement, in respect to the vessel(s) listed in **Appendix I**.

NOW, THEREFORE, IT IS AGREED AS FOLLOWS:

This Consent certifies that Ardent has entered into an agreement with [VO] and hereby consents to be named as the primary salvage and marine fire-fighting services resource provider in the client's Nontank Vessel Response Plan (hereinafter referred to as the "NTVRP").

Ardent hereby warrants that it fully meets all of the fifteen qualifying criteria listed in 33 CFR 155.4050 of the Regulations, and further certifies that upon notification of an incident requiring salvage and/or marine firefighting response by the [VO] or their authorized representative, Ardent agrees to and is capable of providing, and intends to commit to providing, the required services as listed in the Regulations. These services will be provided under a mutually agreeable contract and to the best of Ardent's capability, within the planning response timeframes listed in 33 CFR Table 155.4030(b), for the COTP zones specifically listed in the client's NTVRP.



This Consent will be included in the NTVRP, which will be held by the vessel on board, the [VO], and the vessel's Qualified Individual. This Consent must be presented to the U.S. Coast Guard for inspection upon their request.

Ardent, in accordance with the Oil Pollution Act of 1990 (OPA-90) and the California Code of Regulations, Title 14, certifies that [VO], as Plan Holder, has ensured the availability of the required personnel and equipment capable of responding to a maritime emergency requiring salvage, lightering, or marine firefighting, as applicable, within the required response times and in the specific Geographic Regions listed in the NTVRP for the covered vessel(s) named in **Appendix I** below.

Ardent further agrees that [VO] has the right to name Ardent and its resources for the Oil Pollution Act of 1990 and the California Code of Regulations, Title 14, for the covered vessel(s).

For the provision of standby services, [VO] shall pay to Ardent an annual retainer fee of **\$0** per vessel listed in **Appendix I**. Retainer fee is payable in advance and non-refundable and shall be due thirty (30) days after receipt of invoice.

This Consent shall commence on the date of its execution and be valid for a period of **one (1)** years and shall be automatically renewed upon expiry for an additional twelve (12) month periods indefinitely unless notified otherwise by either Party with sixty (60) days prior written notice.

Notwithstanding, Ardent reserves the right to rescind this authorization in the event of termination of its contractual arrangements with the aforementioned covered vessel(s).

IN WITNESS WHEREOF, the parties have duly executed this document on the date stipulated in the 1st paragraph of this Agreement.

Ardent Americas LLC

Name: [Redacted]

Title: OPA-90 Program Manager

Signed: _____

Entertainment Cruises by Hornblower Events and Cruises

Name: [Redacted]

Title: National Director of Marine Operations

Signed: [Redacted]



APPENDIX I: Entertainment Cruises by Hornblower Events and Cruises:VESSEL LIST

NO.	VESSEL NAME	IMO/OFFICIAL NUMBER
1	Odyssey Lake Michigan	991413
2	Mystic Blue	1064928
3	Spirit of Norfolk	982944
4	Spirit of Boston	954835
5	Atlantica	1141122
6	Celestial	1074793
7	Odyssey III	1030598
8	Spirit Mt. Vernon	959325
9	Spirit of Wash	966647



LOC #:

ADDITIONAL REMARKS SCHEDULE

Page _ of _

AGENCY Aon Risk Services Northeast, Inc.		NAMED INSURED Entertainment Cruises, Inc.	
POLICY NUMBER See Certificate Number: 570075231568		EFFECTIVE DATE:	
CARRIER See Certificate Number: 570075231568	NAIC CODE		

ADDITIONAL REMARKS

**THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,
FORM NUMBER: ACORD 25 FORM TITLE: Certificate of Liability Insurance**

Additional Description of Operations / Locations / Vehicles:

Vessels Insured: Spirit of Norfolk; Spirit of Philadelphia; Spirit of New York; Celestial; Spirit of New Jersey; Atlantica; Manhattan Elite; Spirit of Boston; Spirit of Chicago; Spirit of Mt. Vernon; Spirit of Washington; Spirit of Baltimore; Inner Harbor Spirit; Freedom Elite; Capital Elite; Seaport Elite II; National Elite; Chicago Elite; Boston Elite; Odyssey; Odyssey Lake Michigan; Odyssey III; Mystic Blue; Sea Dog I; Sea Dog II; Sea Dog III; Sea Dog IV; Sea Dog V; Cherry Blossom; Miss Christin; Admiral Tilp; Matthew Hayes; Miss Mallory; Lady Josephine; Commander Jacques; Miss Sophie; Potomac 1; Potomac 2, Potomac 3 and Potomac 4., Odyssey Chicago River; Virginia Elite



STANDBY EMERGENCY RESPONSE AGREEMENT

This Agreement is made this 30th day of October 2014, by and between Safety-Kleen Systems, Inc., and its affiliated companies, a Wisconsin corporation, with offices located at 2600 North Central Expressway, Suite 400, Richardson, TX 75080, ("Contractor") and Entertainment Cruises, incorporated in Chicago, IL 60611, with its principal place of business at 455 N Cityfront Plaza Chicago, IL 60611 ("Customer").

WHEREAS, Contractor is engaged in the business of providing Emergency Response Services ("Services") to respond to discharges of oil or other hazardous substances; and

WHEREAS, Customer desires to engage Contractor to provide such Services; and

WHEREAS, Customer and Contractor desire to establish the terms and conditions pursuant to which such Services will be provided.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the parties, intending to be legally bound, agree as follows:

ARTICLE 1. Purpose

- 1.1 This Agreement establishes the terms and conditions pursuant to which Contractor may furnish Customer with certain Services in connection with response to discharges of oil or other hazardous substances.
- 1.2 This Agreement shall not obligate Customer to purchase Services from Contractor, nor shall it obligate Contractor to provide Services, but shall govern all orders for Services issued by Customer and which are accepted by Contractor. Contractor will use best efforts to respond to requests by Customer for Services.

ARTICLE 2. Scope of Services

- 2.1 The Services contemplated in connection with the response to discharges of oil or other hazardous substances may include, but not be limited to, the following:
 - o Containment, recovery, repackaging and removal of materials;
 - o Site evaluation, decontamination and restoration;
 - o Transportation, storage, treatment or disposal of wastes;

- o Technical services, including sampling, laboratory analysis, and other related services;
- o Standby of personnel and equipment in anticipation of imminent activation;
- o Training and mock spill drill deployments.

ARTICLE 3. Contractor's Warranties

- 3.1 Contractor shall provide supervision, labor, materials, tools, equipment and subcontracted items for the performance of the Services.
- 3.2 Contractor shall take necessary precautions for the safety of its employees, and shall comply with applicable provisions of the Occupational Safety and Health Act. It is understood and agreed, however, that Contractor shall not be responsible for the elimination or abatement of safety hazards created by or otherwise resulting from work being performed by Customer's employees, its other contractors or agents.
- 3.3 Contractor represents that it holds the permits and licenses required for the performance of Services.

ARTICLE 4. Customer's Warranties

- 4.1 Customer shall provide full and complete information regarding its requirements for the Services.
- 4.2 Customer shall designate a representative ("Customer's Representative") who shall be fully acquainted with the Services to be provided hereunder and who shall be authorized to approve changes in the Services; render decisions promptly; authorize commitments and expenditures on behalf of Customer; approve Contractor's daily worksheets and to accept, verify and approve Contractor's invoices.
- 4.3 Customer shall be responsible for repairs to all private property, roadways, structures and rights-of-way resulting from Contractor's reasonable use thereof.
- 4.4 Customer represents and warrants that it shall provide payment to Contractor for the services provided by Contractor as set forth in Article 5.
- 4.5 Customer shall communicate to Contractor all special hazards or risks known to or learned by the Customer during the term hereof which are related to the performance of Services pursuant to this Agreement.
- 4.6 Customer shall provide full and complete information regarding the site, surface and subsurface conditions, utility locations, site ownership, contractor access, hazardous materials or wastes and other substances or hazards likely to be present and any other

reports, documentation or information concerning the site or Scope of Work which may reasonably be provided to Contractor. Customer represents and warrants to Contractor that Customer has the requisite legal right, title, and interest necessary to provide access to the job site. In the event subsurface or latent conditions at the work site materially differ from those indicated in the contract documents or if the latent or subsurface physical conditions are of an unusual nature not ordinarily found to exist in environmental service activities identified in the contract documents, the Contractor shall be entitled to an equitable adjustment of the Contract price and time.

ARTICLE 5. Compensation

- 5.1 The payment terms set forth herein are contingent upon the approval of Contractor's Credit Department. In the event of a change in Customer's financial condition, Contractor reserves the right to alter, change, or modify payment terms, and to immediately stop work. The failure of Contractor to exercise its rights under this article at any time shall not constitute a waiver of Contractor's continuing right to do so.
- 5.2 Customer agrees to pay Contractor an initial subscription fee of \$2,250.00(250.00 per location) within thirty (30) days of execution of this Agreement, and an annual renewal fee of \$1,350.00 (\$150 per location) each year thereafter due on or before the anniversary date of execution of this Agreement. Customer agrees to pay Contractor for Services in accordance with Contractor's Rate Schedule for emergency response work ("Rates") in effect at the time Services are rendered. Customer hereby assigns to Contractor all rights to any insurance payments that Customer may be entitled to receive to pay for the Services provided under this Agreement and hereby authorizes its insurance company or agent to pay Contractor directly. Customer's obligation to pay amounts due pursuant to this Agreement shall not be conditioned upon or limited by the types, amounts or availability of insurance coverage.
- 5.3 Contractor will present its first invoice to Customer as soon as possible following commencement of Services provided hereunder, and may issue subsequent invoices every five (5) days thereafter. Customer agrees to pay the full amount of each invoice amount within fifteen (15) business days of the date of receipt of said invoice by Customer's Representative.
- 5.4 Customer agrees that interest shall accrue and will be paid to Contractor on any unpaid balance of any invoice after fifteen (15) business days of receipt of invoice by Customer at the rate of one and one half percent (1.5%) per month or the maximum amount allowed by law.
- 5.5 In the event that legal or other action is required to collect unpaid balances of invoices due Contractor, Customer agrees to pay all costs of collection, litigation or settlement incurred by Contractor, including reasonable attorneys fees. "Legal or other action" as used above shall include bankruptcy and insolvency proceedings.

- 5.6 In the event that work is suspended or terminated for any reason prior to the completion of the Services, Customer agrees to pay for labor, equipment, materials, disposal and other costs incurred by Contractor at the Rates and for reasonable demobilization costs.
- 5.7 Customer agrees to pay Contractor in accordance with the Rates for any litigation support or testimony provided by Contractor in connection with, or arising out of, the work performed by Contractor hereunder.

ARTICLE 6. Changes in Work

- 6.1 Customer agrees to pay Contractor at the Rates for any costs incurred or delays resulting from Contractor's response to any emergency condition which threatens safety of persons or property during the performance of the Services.
- 6.2 If any change occurs during the term of this Agreement with respect to any laws, rules, regulations or ordinances which affect the rights or obligations of Customer or Contractor under this Agreement, or the applicability of any taxes or fees, or the cost of handling waste materials, Customer and Contractor shall negotiate in good faith to bring this Agreement into conformance with such change or changes. In the event that such agreement cannot be reached, Customer or Contractor shall have the right to terminate this Agreement immediately upon written notice to the other party.

ARTICLE 7. Insurance

- 7.1 Contractor shall keep in effect during the term of this Agreement the following insurance coverages:

COVERAGE	LIMITS
Worker's Compensation	Statutory
Auto Liability	\$1 million per occurrence
	\$1 million aggregate
Comprehensive General Liability	\$1 million per occurrence
	\$3 million aggregate

- 7.2 Contractor shall provide Customer with a certificate of insurance upon written request.

ARTICLE 8. Indemnification

- 8.1 Contractor shall indemnify, defend and hold harmless Customer, its parent and affiliated companies and their respective directors, officers, employees and agents from and against any and all costs, liabilities, claims, demands and causes of action including, without limitation, bodily injury to or death of any person or destruction of

or damage to any property, except natural resource and other damages as provided in Section 8.3, which Customer may suffer, incur, or pay out, to the extent such are caused by the negligence or willful misconduct of Contractor, its agents or employees during the performance of this Agreement, or Contractor's failure to comply with any laws, regulations or lawful authority, or failure to comply with its obligations under this Agreement; except to the extent such liabilities, claims, demands and causes of action result from Customer's failure to comply with any laws, regulations or other lawful authority, or Customer's failure to comply with its obligations under this Agreement or result from the negligence or willful misconduct of Customer, its employees or agents.

8.2 Customer shall indemnify, defend and hold harmless Contractor, its parent and affiliated companies and their respective directors, officers, employees and agents from and against any and all costs, liabilities, claims, demands and causes of action including, without limitation, any bodily injury to or death of any person or destruction of or damage to property which Contractor may suffer, incur, or pay out, to the extent such are caused by the negligence or willful misconduct of Customer, its employees or agents or the failure of Customer to comply with any laws, regulations or other lawful authority or the failure of Customer to comply with its duties or obligations under this Agreement; except to the extent such liabilities, claims, demands and causes of action result from Contractor's failure to comply with any laws, regulations or lawful authority, or Contractor's failure to comply with its obligations under this Agreement or result from the negligence or willful misconduct of Contractor, its employees or agents.

8.3 Notwithstanding the foregoing, Customer shall indemnify, defend and hold harmless Contractor, its parent and affiliated companies and their respective directors, officers, employees, agents and subcontractors from and against any and all costs, liabilities, claims, demands and causes of action for pollution damages; contamination or adverse effects on the environment; destruction of, damage to, or loss of, whether actual or alleged, any property or natural resources, including the cost of assessing the damage; injury to or economic losses resulting from destruction of real or personal property; damages for loss of subsistence use of natural resources; damages equal to the loss of profits or impairment of earning capacity due to the injury, destruction or loss of real property, personal property or natural resources; damages for net costs of providing increased or additional public services; removal costs; and any other costs assessable under the Oil Pollution Act of 1990, the Comprehensive Environmental Response, Compensation and Liability Act or other local, state or Federal law or lawful authority applicable to discharges or releases of oil or hazardous substances which Contractor, individually or collectively, may suffer, incur, or pay out in connection with, or arising out of, the release of oil or hazardous substances by Customer; provided, however, that the foregoing indemnity shall not apply to any claims, liabilities or causes of action caused by the transportation or disposal of waste materials by Contractor.

ARTICLE 9. Excuse of Performance

The performance of this Agreement, except for the payment of money for Services already rendered, may be suspended by either party in the event performance of this Agreement is prevented by a cause or causes beyond the reasonable control of such party. Such causes shall include but not be limited to: acts of God, acts of war, riot, fire, explosion, accidents, inclement weather, or sabotage; lack of adequate fuel, power, raw materials, labor or transportation facilities; changes in government laws, regulations, orders, or defense requirements; restraining orders, labor dispute, strike, lock-out or injunction (provided that neither party shall be required to settle a labor dispute against its own best judgements). The party which is prevented from performing by a cause beyond its reasonable control shall use its best efforts to eliminate such cause or event.

ARTICLE 10. Termination

This Agreement may be terminated by either party upon forty-eight (48) hours prior notice to the other party.

ARTICLE 11. Notice

Any notice to be given under this Agreement shall be in writing and delivered to the address listed below:

Customer:

- _____ Spirit of Baltimore & Inner Harbor Spirit Promenade Inner Harbor 561 Light St; Baltimore, MD 21202
- _____ Spirit of Boston 200 Seaport Boulevard; Boston, MA 02210
- Odyssey I 60 Rowes Wharf, Boston, MA 02210
- Spirit of Chicago, Odyssey II, & Mystic Blue Navy Pier; 300 S Grand; Chicago, IL 60611
- Lady Windrdige & Windridge K 2950 NE 32nd Avenue Ft. Lauderdale, FL 33308
- Atlantica, Celestial, Spirit of NY, & Spirit of NJ Chelsea Piers, Pier 61 New York, NY 10011
- Spirit of Norfolk Otter Berth; 333 Waterside Drive; Norfolk, VA 23510
- Spirit of Philly 401 S Columbus Blvd; Philadelphia, PA 19106
- Odyssey III, Spirit Mt. Vernon, & Spirit of Wash Pier 4; 6th & Water St. SW, Washington, DC 20024

Contractor: Safety-Kleen Systems, Inc.
2600 N. Central Expressway, Suite 400
Richardson, TX 75080

With a copy to:



Clean Harbors Environmental Services, Inc.
42 Longwater Drive,
P.O. Box 9149
Norwell, MA 02061-9149
Attn: General Counsel (Urgent Contract Matter)

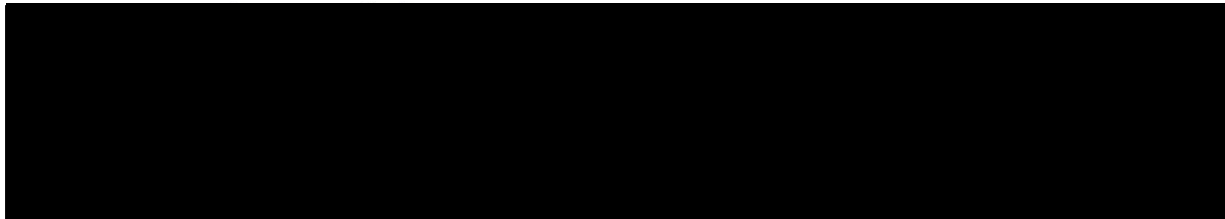
ARTICLE 12. Additional Provisions

- 12.1 Limitation of Liability - Customer agrees that Contractor shall not be responsible for pre-existing contamination at the job location, natural resource damage, or for indirect, incidental, consequential or special damages, including loss of use or lost profits, resulting from or arising out of the performance of the Scope of Work by Contractor, its employees, agents and/or subcontractors.
- 12.2 Waiver - Any waiver by either party of any provision or condition of this Agreement shall not be construed or deemed to be a waiver of any other provision or condition of this Agreement, nor a waiver of a subsequent breach of the same provision or condition.
- 12.3 Severability - If any section, subsection, sentence or clause of this Agreement shall be deemed to be illegal, invalid or unenforceable for any reason, such illegality, invalidity or unenforceability shall not affect the legality, validity or enforceability of this Agreement or other sections of this Agreement.
- 12.4 Entire Agreement - This Agreement and any Exhibits to this Agreement represent the entire understanding and agreement between Customer and Contractor and supersedes any and all prior agreements, whether written or oral, that may exist between the parties regarding same. Modifications to this Agreement shall be in writing and shall be signed by the Customer and Contractor. Additional, conflicting or different terms on any Purchase Order or other preprinted document issued by Customer shall be void and are hereby expressly rejected by Contractor.
- 12.5 Survival - The provisions contained in Articles 3, 4, 5, 8 and 12 shall survive and remain in effect following the termination of this Agreement.
- 12.6 Applicable Law - This Agreement shall be interpreted and enforced according to the Laws of the Commonwealth of Massachusetts and the parties agree to submit to the jurisdiction of the courts of the Commonwealth of Massachusetts for any disputes arising under this Agreement.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed by their duly authorized representatives as of the day and year first above written.

CUSTOMER

SAFETY-KLEEN SYSTEMS, INC.





Title: Executive Vice President,
Branch Sales & Service

NOTE: To enable quick execution, Safety-Kleen has pre-signed this Standby Emergency Response Agreement. Any modifications to this Agreement, however, will render Safety-Kleen's signature null and void unless signed below by a Safety-Kleen authorized representative and accompanied by a stamp of approval from Safety-Kleen's legal department.

Approved as modified:

SAFETY-KLEEN SYSTEMS, INC.

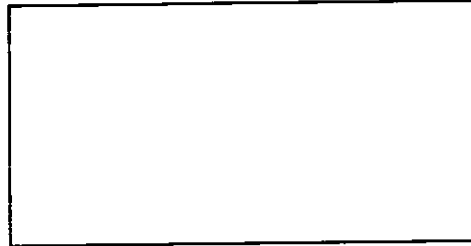
By: _____

Title: _____

Date: _____

Approved as to Form:

SAFETY-KLEEN LEGAL DEPARTMENT





284 Eastern Ave. • P.O. Box 6069
 Chelsea, Massachusetts 02150
 Phone: (617) 884-7800 • Fax: (617) 884-7638

MATERIAL SAFETY DATA SHEET

DYED ULTRA-LOW SULFUR DIESEL

PRODUCT CODE: UD PAGE 1 OF 3

SECTION 1

PRODUCT INFORMATION

PRODUCT NAME	DYED ULTRA-LOW SULFUR DIESEL	24-HOUR EMERGENCY ASSISTANCE	CHEMTREC 1-800-262-8200
PRODUCT SYNONYMS	NON-HIGHWAY DIESEL, OFF-ROAD DIESEL, DYED #2 FUEL OIL	In case of an accident involving hazardous materials, the Chemical Transportation Emergency Center (CHEMTREC) which is a voluntary program of the Chemical Manufacturer's Association (CMA) operates a 24-hour nationwide telephone number which can be contacted for assistance.	
PRODUCT FAMILY	CAS NUMBER	NATIONAL EMERGENCY RESPONSE CENTER	1-800-424-8802
MOTOR FUELS	MIXTURE	REGIONAL CENTER FOR POISON CONTROL AND PREVENTION	1-800-222-1222
PRODUCT CODES	UD, FLE 8841, FLE 8842	GENERAL ASSISTANCE	DENNIS K. BURKE, INC. 1-800-289-2875
PREPARATION DATE	SEPTEMBER 15, 2012		

SECTION 2

HAZARDOUS INGREDIENTS/IDENTITY INFORMATION

DOES PRODUCT CONTAIN HAZARDOUS INGREDIENTS? .. YES **DOES PRODUCT CONTAIN CARCINOGENS (NTP, IARC, or OSHA)? .. YES**

INGREDIENT	CAS NUMBER	PERCENT	OSHA-PEL	ACGIH-TLV
Diesel Fuel No. 2	68476-34-6	60-100	Not established	TWA: 100 mg/m ³
Benzene	71-43-2	<0.1	TWA: 10 ppm STEL: 5 ppm Ceiling: 25 ppm	TWA: 0.5 ppm STEL: 2.5 ppm
Benzo[a]pyrene	50-32-8	<0.1	TWA: 0.2 mg/m ³	TWA: 0.2 mg/m ³
Naphthalene	91-20-3	<0.1	TWA: 10 ppm	TWA: 10 ppm STEL: 15 ppm
Toluene	108-88-3	<0.1	TWA: 200 ppm Ceiling: 300 ppm	TWA: 20 ppm Skin: 50 ppm

SECTION 3

PHYSICAL AND CHEMICAL CHARACTERISTICS

Appearance . . . Dyed red liquid	Vapor Pressure 2.12-26.4 mmHg at 21°C (70°F)
Odor Kerosene odor	Vapor Density Not available
Boiling Point . . . 160-380°C (320-716°F)	Octanol/Water Coefficient 3.3-7.06 (log Kow)
Flash Point 46-71°C (115-160°F) Closed Cup	Auto-ignition Temperature . . . 257°C (495°F)
Pour Point -40--17°C (-40-0°F)	Flammability Limits in Air . . . UEL % = 6.0-7.5
Specific Gravity 0.83-0.88 at 20°C (68°F)	Percent Volatility Not available
Viscosity 1.3-3.6 cSt at 40°C (104°F)	
Evaporation Rate Not available	

HAZARDOUS MATERIAL IDENTIFICATION SYSTEM (HMIS)

HEALTH	* 1
FLAMMABILITY	2
PHYSICAL HAZARD	0
PERSONAL PROTECTION	B

* denotes chronic effects noted in mds

HMIS AND NFPA LEGEND

- 4 - Severe
- 3 - Serious
- 2 - Moderate
- 1 - Slight
- 0 - Minimal

NFPA FIRE HAZARD RATING



SARA TITLE III INFORMATION

ACUTE HAZARD (Immediate Health) YES

CHRONIC HAZARD (Delayed Health) YES

FIRE HAZARD YES

SUDDEN PRESSURE RELEASE HAZARD NO

REACTIVITY HAZARD NO

SECTION 302 EXTREMELY HAZARDOUS SUBSTANCE .. NO

SECTION 311 HAZARDOUS SUBSTANCE .. YES

DOT REQUIREMENTS

DOT PROPER SHIPPING NAME
DIESEL FUEL

DOT HAZARD CLASS
CLASS 3

DOT PLACARDS REQUIRED
1993

DOT PACKING GROUP
III

SHIPPING DESCRIPTION
DIESEL FUEL, 3, NA 1993, PG III



Additional copies of this MSDS can be downloaded from our website at www.burkeoil.com

MATERIAL SAFETY DATA SHEET

DENNIS K. BURKE, INC.

DYED ULTRA-LOW SULFUR DIESEL

PRODUCT CODE: UD PAGE 2 OF 3

SECTION 4

FIRE AND EXPLOSION HAZARD DATA

EXTINGUISHING MEDIA – Carbon dioxide, dry chemical, or foam. For larger fires, use water spray, fog, or foam.

FIRE FIGHTING PROCEDURES – Firefighters should wear full protective clothing including self-contained breathing apparatus. Use a water fog to cool fire-exposed containers, structures, and to protect personnel. Drums may explode in heat of fire.

Vapors are heavier than air, and could spread along the ground and collect in low or confined areas like basements and sewers. Vapors could also travel along ground to a distant source of ignition and flash back. Do not flush down public sewers or other drainage systems.

HAZARDOUS COMBUSTION PRODUCTS – Irritating or toxic substances may be emitted upon thermal decomposition. May include oxides of carbon, oxides of nitrogen, polycyclic aromatic hydrocarbons (PAHs), and aromatic hydrocarbons.

EXPLOSION HAZARDS – Vapors are sensitive to static discharge. Product is not expected to be sensitive to mechanical impact.

SECTION 5

STABILITY AND REACTIVITY DATA

STABILITY – Stable under normal temperatures and pressures. Flammable liquid and vapor. Vapor can cause flash fire.

CONDITIONS TO AVOID – Do not store or pour near heat, open flames, static discharge, sparks and other ignition sources. Prevent vapor accumulation. Do not mix with other chemicals.

INCOMPATIBILITY (Materials To Avoid) – This product may react with oxidizing materials.

HAZARDOUS DECOMPOSITION – Thermal decomposition may release oxides of carbon, oxides of nitrogen, aromatic hydrocarbons, and possibly other toxic substances.

HAZARDOUS POLYMERIZATION – Hazardous polymerization does not occur.

SECTION 6

EMERGENCY AND FIRST AID PROCEDURES

INHALATION – Remove victim from source of exposure to fresh air. If breathing is difficult, provide oxygen. Give artificial respiration if breathing has stopped. Apply CPR if both pulse and breathing have stopped. Keep victim warm and at rest. Get medical attention immediately.

INGESTION – DO NOT INDUCE VOMITING. If vomiting occurs, keep person's head lower than hips to help prevent pulmonary aspiration. Never give anything by mouth if the victim is unconscious or convulsing. Get medical attention immediately.

SKIN CONTACT – Remove contaminated clothes and shoes. Wash skin thoroughly with soap and water. Get medical attention if irritation persists. Wash contaminated clothes.

EYE CONTACT – Flush immediately with cool water for at least 15 minutes. Remove contact lenses if worn. Eyelids should be held away from the eyeball to ensure thorough rinsing. Get medical attention if irritation persists.

NOTES TO PHYSICIAN – Symptoms may be delayed.

SECTION 7

HEALTH HAZARD DATA

POTENTIAL SHORT TERM HEALTH EFFECTS

ROUTES OF EXPOSURE – Eye, skin contact, skin absorption, inhalation, and ingestion.

EYE CONTACT – Causes irritation.

SKIN CONTACT – Causes irritation.

SKIN NOTATIONS – ACGIH Threshold Limit Values

Benzene 71-43-2 Skin, potential significant contribution to overall exposure by the cutaneous route

Naphthalene 91-20-3 Skin, potential significant contribution to overall exposure by the cutaneous route

Diesel Fuel No. 2 68476-34-6 Skin, potential significant contribution to overall exposure by the cutaneous route (listed under Diesel fuel)

INHALATION – Excessive intentional inhalation may cause respiratory tract irritation and central nervous system effects (headache or dizziness).

INGESTION – Harmful if swallowed. May cause stomach distress, nausea or vomiting.

TARGET ORGANS – Skin, eyes, blood, kidney, liver, and respiratory system.

SIGNS AND SYMPTOMS – Symptoms may include redness, edema, drying, defatting and cracking of the skin. Symptoms of overexposure may be headache, dizziness, tiredness, nausea and vomiting.

SECTION 8

TOXICOLOGICAL DATA

CHRONIC EFFECTS – Prolonged or repeated exposure can cause kidney damage.

SENSITIZATION – Non-hazardous by OSHA criteria.

CARCINOGENICITY – Contains potential carcinogens.

MUTAGENICITY – Contains a potential mutagen.

REPRODUCTIVE EFFECTS – Non-hazardous by OSHA criteria.

TERATOGENICITY – Contains a potential teratogen.

COMPONENT ANALYSIS - LC50

INGREDIENT	LC50
Benzene	13050 ppm rat; 13700 mg/l/4h rat
Benzo[a]pyrene	Not available
Naphthalene	Not available
Diesel Fuel No. 2	> 5 mg/l rat
Toluene	12.5 mg/l/4h rat

COMPONENT ANALYSIS - ORAL LD50

INGREDIENT	LD50
Benzene	690 mg/kg rat; 4700 mg/kg mouse
Benzo[a]pyrene	Not available
Naphthalene	490 mg/kg rat; 533 mg/kg mouse; 1200 mg/day guinea pig
Diesel Fuel No. 2	5000 mg/kg rat
Toluene	636 mg/kg rat

MATERIAL SAFETY DATA SHEET

DYED ULTRA-LOW SULFUR DIESEL

DENNIS K. BURKE, INC.

PRODUCT CODE: UD PAGE 3 OF 3

SECTION 9 STORAGE AND HANDLING

STORAGE - Keep out of reach of children. Store in tightly closed containers in cool, dry, isolated, well-ventilated area away from heat, sources of ignition and incompatibles. Keep container closed; replace cap or bung.

VENTILATION - Use only in well ventilated area. Mechanical exhaust recommended for use in enclosed or semi-enclosed work area. Use process enclosures, local exhaust ventilation, or other engineering controls, to control airborne levels below recommended exposure limits that are listed in Section 3.

HANDLING - Use only non-sparking tools and intrinsically safe electrical equipment. Keep head away from container when opening or dispensing. Ground and bond containers when transferring material. Have clean emergency eye wash and shower available in work area.

EMPTY CONTAINERS - Empty containers may contain flammable or combustible residue or vapors. Do not use pressure to empty drum or explosion may result. Do not cut, drill, weld, reuse or dispose of containers unless precautions are taken against these hazards.

HYGIENIC PRACTICES - When using do not eat or drink. Wash hands with soap and water before breaks and immediately after handling the product. Launder contaminated clothing.

SECTION 10 PERSONAL PROTECTIVE EQUIPMENT

EYE PROTECTION - Wear safety glasses or face shield as a good general safety practice. Have eye washing facility readily available where eye contact can occur.

HAND PROTECTION - Wear protective gloves made of nitrile rubber, Viton™, PVC gloves, Tychem™ BR/LV, Tychem™ TK.

SKIN AND BODY PROTECTION - Use of protective coveralls and long sleeves is recommended. If clothing or footwear becomes contaminated with the product, remove it immediately and completely decontaminate it before re-use, or discard it.

RESPIRATORY PROTECTION - For confined spaces, wear a NIOSH-approved (or equivalent) full-facepiece airline respirator in the positive pressure mode with emergency escape provisions. Respirator should be selected by and used under the direction of a trained health and safety professional following requirements found in OSHA's respirator standard (29 CFR 1910.134) and ANSI's standard for respiratory protection (Z88.2).

SECTION 11 ACCIDENTAL RELEASE MEASURES

STEPS TO BE TAKEN IF MATERIAL IS RELEASED OR SPILLED - Shut off ignition sources; no flares, smoking or flames in hazard area. Keep unnecessary personnel away.

PERSONAL PRECAUTIONS - Do not touch or walk through spilled material. Do not touch damaged containers or spilled material unless wearing appropriate protective clothing. Keep people away from and upwind of spill or leak.

CONTAINMENT METHODS - Stop leak if you can do so without risk. Prevent entry into waterways, sewers, basements or confined areas. Product is a water pollutant and should be prevented from contaminating soil, entering drainage systems, and bodies of water.

The Clean Water Act requires the reporting of any discharge of oil and petroleum (in any kind or form) into surface waters. Immediately call the National Emergency Response Center at 1-800-424-8802.

CLEAN UP METHODS - To clean small spills, transfer bulk of product into another container. Small spills may be absorbed with non-reactive absorbent. Sweep up and shovel contaminated material with non-sparking tools, and place in suitable, covered, labeled containers.

WASTE DISPOSAL METHODS - Dispose of in accordance with applicable federal, state and local regulations.

SECTION 12 REGULATORY INFORMATION

This product is defined as a "Hazardous Chemical" by the OSHA Hazard Communication Standard, 29 CFR 1910.1200. All components are listed in EPA's Toxic Substances Control Act (TSCA) Inventory List.

CERCLA/SARA - Hazardous Substances and their Reportable Quantities	
Benzene	71-43-2 10 Lb final RQ; 4.54 kg final RQ
Benzo[a]pyrene	50-32-8 1 Lb final RQ; 0.454 kg final RQ
Naphthalene	91-20-3 100 Lb final RQ; 45.4 kg final RQ
Toluene	108-88-3 1000 Lb final RQ; 454 kg final RQ

CERCLA/SARA - Section 313 - Emission Reporting	
Benzene	71-43-2 0.1 % de minimis concentration
Benzo[a]pyrene	50-32-8 0.1 % Supplier notification limit (listed under Chemical Category N590, Polycyclic aromatic compounds)
Naphthalene	91-20-3 0.1 % de minimis concentration
Toluene	108-88-3 1.0 % de minimis concentration

CWA (Clean Water Act) - Hazardous Substances	
Benzene	71-43-2 Present
Naphthalene	91-20-3 Present
Toluene	108-88-3 Present

CWA (Clean Water Act) - Priority Pollutants	
Benzene	71-43-2 Present
Benzo[a]pyrene	50-32-8 Present
Naphthalene	91-20-3 Present
Toluene	108-88-3 Present

CWA (Clean Water Act) - Toxic Pollutants	
Benzene	71-43-2 Present
Naphthalene	91-20-3 Present
Toluene	108-88-3 Present

Connecticut - Carcinogenic Substances	
Benzene	71-43-2 Present
Benzo[a]pyrene	50-32-8 Meets the definition of a carcinogen from the Secretary of Labor.

Massachusetts - RTK (Right To Know) List	
Benzene	71-43-2 Carcinogen; Extraordinarily hazardous
Benzo[a]pyrene	50-32-8 Carcinogen; Extraordinarily hazardous
Naphthalene	91-20-3 Present
Toluene	108-88-3 Present

New York - Reporting Releases Part 597 - List of Hazardous Substances	
Benzene	71-43-2 10 Lb RQ (air); 1 Lb RQ (land/water)
Benzo[a]pyrene	50-32-8 1 Lb RQ (air); 1 Lb RQ (land/water)
Naphthalene	91-20-3 100 Lb RQ (air); 1 Lb RQ (land/water)
Toluene	108-88-3 1000 Lb RQ (air); 1 Lb RQ (land/water)

Pennsylvania - RTK (Right to Know) - Special Hazardous Substances	
Benzene	71-43-2 Present
Benzo[a]pyrene	50-32-8 Present

Pennsylvania - RTK (Right to Know) List	
Benzene	71-43-2 Environmental hazard; Special hazardous substance
Benzo[a]pyrene	50-32-8 Environmental hazard; Special hazardous substance
Naphthalene	91-20-3 Environmental hazard
Toluene	108-88-3 Environmental hazard

Rhode Island - Hazardous Substance List	
Benzene	71-43-2 Toxic (skin); Flammable (skin); Carcinogen (skin)
Benzo[a]pyrene	50-32-8 Toxic
Naphthalene	91-20-3 Toxic; Flammable
Toluene	108-88-3 Toxic (skin); Flammable (skin)

This information is based on the data available to us and considered to be correct. However, Dennis K. Burke, Inc. makes no warranty, expressed or implied regarding the accuracy of data, or results obtained from the use thereof. Dennis K. Burke, Inc. assumes no responsibility for injury or loss from the use of the product described.



284 Eastern Ave. · P.O. Box 6069
 Chelsea, Massachusetts 02150
 Phone: (617) 884-7800 · Fax: (617) 884-7638

MATERIAL SAFETY DATA SHEET

DYED ULTRA-LOW SULFUR DIESEL

PRODUCT CODE: UD PAGE 1 OF 3

SECTION 1

PRODUCT INFORMATION

PRODUCT NAME DYED ULTRA-LOW SULFUR DIESEL	24-HOUR EMERGENCY ASSISTANCE CHEMTREC 1-800-262-8200 In case of an accident involving hazardous materials, the Chemical Transportation Emergency Center (CHEMTREC) which is a voluntary program of the Chemical Manufacturer's Association (CMA) operates a 24-hour nationwide telephone number which can be contacted for assistance.
PRODUCT SYNONYMS NON-HIGHWAY DIESEL, OFF-ROAD DIESEL, DYED #2 FUEL OIL	NATIONAL EMERGENCY RESPONSE CENTER 1-800-424-8802 REGIONAL CENTER FOR POISON CONTROL AND PREVENTION 1-800-222-1222
PRODUCT FAMILY MOTOR FUELS CAS NUMBER MIXTURE	GENERAL ASSISTANCE DENNIS K. BURKE, INC. 1-800-289-2875
PRODUCT CODES UD, FLE 8841, FLE 8842	
PREPARATION DATE SEPTEMBER 15, 2012	

SECTION 2

HAZARDOUS INGREDIENTS/IDENTITY INFORMATION

DOES PRODUCT CONTAIN HAZARDOUS INGREDIENTS? .. YES	DOES PRODUCT CONTAIN CARCINOGENS (NTP, IARC, or OSHA)? .. YES			
INGREDIENT	CAS NUMBER	PERCENT	OSHA-PEL	ACGIH-TLV
Diesel Fuel No. 2	68476-34-6	60-100	Not established	TWA: 100 mg/m ³
Benzene	71-43-2	<0.1	TWA: 10 ppm STEL: 5 ppm Ceiling: 25 ppm	TWA: 0.5 ppm STEL: 2.5 ppm
Benzo[a]pyrene	50-32-8	<0.1	TWA: 0.2 mg/m ³	TWA: 0.2 mg/m ³
Naphthalene	91-20-3	<0.1	TWA: 10 ppm	TWA: 10 ppm STEL: 15 ppm
Toluene	108-88-3	<0.1	TWA: 200 ppm Ceiling: 300 ppm	TWA: 20 ppm Skin: 50 ppm

SECTION 3

PHYSICAL AND CHEMICAL CHARACTERISTICS

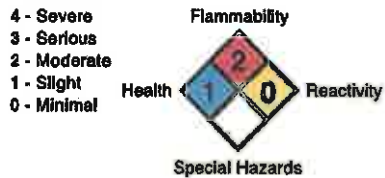
Appearance . . . Dyed red liquid	Vapor Pressure 2.12-26.4 mmHg at 21°C (70°F)
Odor Kerosene odor	Vapor Density Not available
Boiling Point . . . 160-380°C (320-716°F)	Octanol/Water Coefficient 3.3-7.06 (log Kow)
Flash Point 46-71°C (115-160°F) Closed Cup	Auto-Ignition Temperature . . . 257°C (495°F)
Pour Point -40--17°C (-40-0°F)	Flammability Limits in Air . . . UEL % = 6.0-7.5
Specific Gravity 0.83-0.88 at 20°C (68°F)	Percent Volatility Not available
Viscosity 1.3-3.6 cSt at 40°C (104°F)	
Evaporation Rate Not available	

HAZARDOUS MATERIAL IDENTIFICATION SYSTEM (HMIS)

HEALTH	* 1
FLAMMABILITY	2
PHYSICAL HAZARD	0
PERSONAL PROTECTION	B

* denotes chronic effects noted in MSDS

NFPA FIRE HAZARD RATING



SARA TITLE III INFORMATION

ACUTE HAZARD (Immediate Health) YES
CHRONIC HAZARD (Delayed Health) YES
FIRE HAZARD YES
SUDDEN PRESSURE RELEASE HAZARD NO
REACTIVITY HAZARD NO
SECTION 302 EXTREMELY HAZARDOUS SUBSTANCE . . . NO
SECTION 311 HAZARDOUS SUBSTANCE . . YES

DOT REQUIREMENTS

DOT PROPER SHIPPING NAME
DIESEL FUEL
DOT HAZARD CLASS
CLASS 3
DOT PLACARDS REQUIRED
1993
DOT PACKING GROUP
III
SHIPPING DESCRIPTION
DIESEL FUEL, 3, NA 1993, PG III



Additional copies of this MSDS can be downloaded from our website at www.burkeoil.com

MATERIAL SAFETY DATA SHEET

DYED ULTRA-LOW SULFUR DIESEL

DENNIS K. BURKE, INC.

PRODUCT CODE: UD PAGE 2 OF 3

SECTION 4

FIRE AND EXPLOSION HAZARD DATA

EXTINGUISHING MEDIA – Carbon dioxide, dry chemical, or foam. For larger fires, use water spray, fog, or foam.

FIRE FIGHTING PROCEDURES – Firefighters should wear full protective clothing including self-contained breathing apparatus. Use a water fog to cool fire-exposed containers, structures, and to protect personnel. Drums may explode in heat of fire.

Vapors are heavier than air, and could spread along the ground and collect in low or confined areas like basements and sewers. Vapors could also travel along ground to a distant source of ignition and flash back. Do not flush down public sewers or other drainage systems.

HAZARDOUS COMBUSTION PRODUCTS – Irritating or toxic substances may be emitted upon thermal decomposition. May include oxides of carbon, oxides of nitrogen, polycyclic aromatic hydrocarbons (PAHs), and aromatic hydrocarbons.

EXPLOSION HAZARDS – Vapors are sensitive to static discharge. Product is not expected to be sensitive to mechanical impact.

SECTION 5

STABILITY AND REACTIVITY DATA

STABILITY – Stable under normal temperatures and pressures. Flammable liquid and vapor. Vapor can cause flash fire.

CONDITIONS TO AVOID – Do not store or pour near heat, open flames, static discharge, sparks and other ignition sources. Prevent vapor accumulation. Do not mix with other chemicals.

INCOMPATIBILITY (Materials To Avoid) – This product may react with oxidizing materials.

HAZARDOUS DECOMPOSITION – Thermal decomposition may release oxides of carbon, oxides of nitrogen, aromatic hydrocarbons, and possibly other toxic substances.

HAZARDOUS POLYMERIZATION – Hazardous polymerization does not occur.

SECTION 6

EMERGENCY AND FIRST AID PROCEDURES

INHALATION – Remove victim from source of exposure to fresh air. If breathing is difficult, provide oxygen. Give artificial respiration if breathing has stopped. Apply CPR if both pulse and breathing have stopped. Keep victim warm and at rest. Get medical attention immediately.

INGESTION – DO NOT INDUCE VOMITING. If vomiting occurs, keep person's head lower than hips to help prevent pulmonary aspiration. Never give anything by mouth if the victim is unconscious or convulsing. Get medical attention immediately.

SKIN CONTACT – Remove contaminated clothes and shoes. Wash skin thoroughly with soap and water. Get medical attention if irritation persists. Wash contaminated clothes.

EYE CONTACT – Flush immediately with cool water for at least 15 minutes. Remove contact lenses if worn. Eyelids should be held away from the eyeball to ensure thorough rinsing. Get medical attention if irritation persists.

NOTES TO PHYSICIAN – Symptoms may be delayed.

SECTION 7

HEALTH HAZARD DATA

POTENTIAL SHORT TERM HEALTH EFFECTS

ROUTES OF EXPOSURE – Eye, skin contact, skin absorption, inhalation, and ingestion.

EYE CONTACT – Causes irritation.

SKIN CONTACT – Causes irritation.

SKIN NOTATIONS – ACGIH Threshold Limit Values

Benzene 71-43-2 Skin, potential significant contribution to overall exposure by the cutaneous route

Naphthalene 81-20-3 Skin, potential significant contribution to overall exposure by the cutaneous route

Diesel Fuel No. 2 68476-34-6 Skin, potential significant contribution to overall exposure by the cutaneous route (listed under Diesel fuel)

INHALATION – Excessive intentional inhalation may cause respiratory tract irritation and central nervous system effects (headache or dizziness).

INGESTION – Harmful if swallowed. May cause stomach distress, nausea or vomiting.

TARGET ORGANS – Skin, eyes, blood, kidney, liver, and respiratory system.

SIGNS AND SYMPTOMS – Symptoms may include redness, edema, drying, defatting and cracking of the skin. Symptoms of overexposure may be headache, dizziness, tiredness, nausea and vomiting.

SECTION 8

TOXICOLOGICAL DATA

CHRONIC EFFECTS – Prolonged or repeated exposure can cause kidney damage.

SENSITIZATION – Non-hazardous by OSHA criteria.

CARCINOGENICITY – Contains potential carcinogens.

MUTAGENICITY – Contains a potential mutagen.

REPRODUCTIVE EFFECTS – Non-hazardous by OSHA criteria.

TERATOGENICITY – Contains a potential teratogen.

COMPONENT ANALYSIS - LC50

INGREDIENT	LC50
Benzene	13050 ppm rat; 13700 mg/l/4h rat
Benzo[a]pyrene	Not available
Naphthalene	Not available
Diesel Fuel No. 2	> 5 mg/l rat
Toluene	12.5 mg/l/4h rat

COMPONENT ANALYSIS - ORAL LD50

INGREDIENT	LD50
Benzene	690 mg/kg rat; 4700 mg/kg mouse
Benzo[a]pyrene	Not available
Naphthalene	490 mg/kg rat; 533 mg/kg mouse; 1200 mg/day guinea pig
Diesel Fuel No. 2	5000 mg/kg rat
Toluene	636 mg/kg rat

MATERIAL SAFETY DATA SHEET

DYED ULTRA-LOW SULFUR DIESEL

DENNIS K. BURKE, INC.

PRODUCT CODE: UD PAGE 3 OF 3

SECTION 9

STORAGE AND HANDLING

STORAGE – Keep out of reach of children. Store in tightly closed containers in cool, dry, isolated, well-ventilated area away from heat, sources of ignition and incompatibles. Keep container closed; replace cap or bung.

VENTILATION – Use only in well ventilated area. Mechanical exhaust recommended for use in enclosed or semi-enclosed work area. Use process enclosures, local exhaust ventilation, or other engineering controls, to control airborne levels below recommended exposure limits that are listed in Section 3.

HANDLING – Use only non-sparking tools and intrinsically safe electrical equipment. Keep head away from container when opening or dispensing. Ground and bond containers when transferring material. Have clean emergency eye wash and shower available in work area.

EMPTY CONTAINERS – Empty containers may contain flammable or combustible residue or vapors. Do not use pressure to empty drum or explosion may result. Do not cut, drill, weld, reuse or dispose of containers unless precautions are taken against these hazards.

HYGIENIC PRACTICES – When using do not eat or drink. Wash hands with soap and water before breaks and immediately after handling the product. Launder contaminated clothing.

SECTION 10

PERSONAL PROTECTIVE EQUIPMENT

EYE PROTECTION – Wear safety glasses or face shield as a good general safety practice. Have eye washing facility readily available where eye contact can occur.

HAND PROTECTION – Wear protective gloves made of nitrile rubber, Viton™, PVC gloves, Tychem™ BR/LV, Tychem™ TK.

SKIN AND BODY PROTECTION – Use of protective coveralls and long sleeves is recommended. If clothing or footwear becomes contaminated with the product, remove it immediately and completely decontaminate it before re-use, or discard it.

RESPIRATORY PROTECTION – For confined spaces, wear a NIOSH-approved (or equivalent) full-facepiece airline respirator in the positive pressure mode with emergency escape provisions. Respirator should be selected by and used under the direction of a trained health and safety professional following requirements found in OSHA's respirator standard (29 CFR 1910.134) and ANSI's standard for respiratory protection (Z88.2).

SECTION 11

ACCIDENTAL RELEASE MEASURES

STEPS TO BE TAKEN IF MATERIAL IS RELEASED OR SPILLED – Shut off ignition sources; no flares, smoking or flames in hazard area. Keep unnecessary personnel away.

PERSONAL PRECAUTIONS – Do not touch or walk through spilled material. Do not touch damaged containers or spilled material unless wearing appropriate protective clothing. Keep people away from and upwind of spill or leak.

CONTAINMENT METHODS – Stop leak if you can do so without risk. Prevent entry into waterways, sewers, basements or confined areas. Product is a water pollutant and should be prevented from contaminating soil, entering drainage systems, and bodies of water.

The Clean Water Act requires the reporting of any discharge of oil and petroleum (in any kind or form) into surface waters. Immediately call the National Emergency Response Center at 1-800-424-8802.

CLEAN UP METHODS – To clean small spills, transfer bulk of product into another container. Small spills may be absorbed with non-reactive absorbent. Sweep up and shovel contaminated material with non-sparking tools, and place in suitable, covered, labeled containers.

WASTE DISPOSAL METHODS – Dispose of in accordance with applicable federal, state and local regulations.

SECTION 12

REGULATORY INFORMATION

This product is defined as a "Hazardous Chemical" by the OSHA Hazard Communication Standard, 29 CFR 1910.1200. All components are listed in EPA's Toxic Substances Control Act (TSCA) Inventory List.

CERCLA/SARA - Hazardous Substances and their Reportable Quantities

Benzene	71-43-2	10 Lb final RQ; 4.54 kg final RQ
Benzo[a]pyrene	50-32-8	1 Lb final RQ; 0.454 kg final RQ
Naphthalene	91-20-3	100 Lb final RQ; 45.4 kg final RQ
Toluene	108-88-3	1000 Lb final RQ; 454 kg final RQ

CERCLA/SARA - Section 313 - Emission Reporting

Benzene	71-43-2	0.1 % de minimis concentration
Benzo[a]pyrene	50-32-8	0.1 % Supplier notification limit (listed under Chemical Category N690, Polycyclic aromatic compounds)
Naphthalene	91-20-3	0.1 % de minimis concentration
Toluene	108-88-3	1.0 % de minimis concentration

CWA (Clean Water Act) - Hazardous Substances

Benzene	71-43-2	Present
Naphthalene	91-20-3	Present
Toluene	108-88-3	Present

CWA (Clean Water Act) - Priority Pollutants

Benzene	71-43-2	Present
Benzo[a]pyrene	50-32-8	Present
Naphthalene	91-20-3	Present
Toluene	108-88-3	Present

CWA (Clean Water Act) - Toxic Pollutants

Benzene	71-43-2	Present
Naphthalene	91-20-3	Present
Toluene	108-88-3	Present

Connecticut - Carcinogenic Substances

Benzene	71-43-2	Present
Benzo[a]pyrene	50-32-8	Meets the definition of a carcinogen from the Secretary of Labor.

Massachusetts - RTK (Right To Know) List

Benzene	71-43-2	Carcinogen; Extraordinarily hazardous
Benzo[a]pyrene	50-32-8	Carcinogen; Extraordinarily hazardous
Naphthalene	91-20-3	Present
Toluene	108-88-3	Present

New York - Reporting Releases Part 597 - List of Hazardous Substances

Benzene	71-43-2	10 Lb RQ (air); 1 Lb RQ (land/water)
Benzo[a]pyrene	50-32-8	1 Lb RQ (air); 1 Lb RQ (land/water)
Naphthalene	91-20-3	100 Lb RQ (air); 1 Lb RQ (land/water)
Toluene	108-88-3	1000 Lb RQ (air); 1 Lb RQ (land/water)

Pennsylvania - RTK (Right to Know) - Special Hazardous Substances

Benzene	71-43-2	Present
Benzo[a]pyrene	50-32-8	Present

Pennsylvania - RTK (Right to Know) List

Benzene	71-43-2	Environmental hazard; Special hazardous substance
Benzo[a]pyrene	50-32-8	Environmental hazard; Special hazardous substance
Naphthalene	91-20-3	Environmental hazard
Toluene	108-88-3	Environmental hazard

Rhode Island - Hazardous Substance List

Benzene	71-43-2	Toxic (skin); Flammable (skin); Carcinogen (skin)
Benzo[a]pyrene	50-32-8	Toxic
Naphthalene	91-20-3	Toxic; Flammable
Toluene	108-88-3	Toxic (skin); Flammable (skin)

This information is based on the data available to us and considered to be correct. However, Dennis K. Burke, Inc. makes no warranty, expressed or implied regarding the accuracy of data, or results obtained from the use thereof. Dennis K. Burke, Inc. assumes no responsibility for injury or loss from the use of the product described.



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MATERIAL SAFETY DATA SHEET

FLEETLINE SAE 15W-40 XHD ENGINE OIL

MSDS CODE: FLE 7750

Copies of this MSDS can be downloaded from our website at www.burkeoil.com

SECTION 1 IDENTIFICATION

Product Name FLEETLINE SAE 15W-40 XHD ENGINE OIL
Product Codes FLE 7750, FLE 7751, FLE 7752
Product Family Petroleum Hydrocarbons
CAS No. Mixture
Synonyms Lubricating Oil
Recommended Use Motor Oil
Revision Date September 1, 2013

24-Hour Emergency Assistance
CHEMTREC – 1-800-424-9300

In case of an accident involving hazardous materials, the Chemical Transportation Emergency Center (CHEMTREC), which is a voluntary program of the Chemical Manufacturer's Association (CMA), operates a 24-hour nationwide telephone number, which can be contacted for assistance.

Regional Center for Poison Control and Prevention – 1-800-222-1222
Serving Massachusetts and Rhode Island

General Assistance
Dennis K. Burke, Inc. – 1-800-289-2875

SECTION 2 HAZARDS IDENTIFICATION

Hazard Signal Word – CAUTION!

Hazards Overview

- Hot oil can cause skin burns on contact.
- Spills may create a slipping hazard.
- May be harmful if swallowed.
- May irritate eyes or skin.

OSHA Physical Hazard Classification - Combustible

NFPA Flammability Classification – NFPA Class-IIIB Combustible Material

Hazardous Material Identification System (HMIS) Hazard Rating

HEALTH	1
FLAMMABILITY	1
REACTIVITY	0
PERSONAL PROTECTION	C

HMIS HAZARD INDEX
4 - Severe
3 - Serious
2 - Moderate
1 - Slight
0 - Minimal
* - Chronic Health

HMIS Personal Protective Equipment



National Fire Prevention Association (NFPA) Hazard Rating



Health Hazard	Fire Hazard Flash Points	Reactivity Hazard	Specific Hazard
4 - Deadly	4 - Below 73°F	4 - May Detonate	OXY - May Detonate
3 - Extreme Danger	3 - Below 100°F	3 - Shock/Heat May Detonate	ACID - Acid
2 - Hazardous	2 - Below 200°F	2 - Violent Chemical Change	ALK - Alkali
1 - Slightly Hazardous	1 - Above 200°F	1 - Unstable If Heated	COR - Corrosive
0 - Normal Material	0 - Will Not Burn	0 - Stable	* - Use NO WATER
			RAO - Radiation Hazard

Potential Health Effects

Major Routes of Entry: Skin contact

Signs and Symptoms of Acute Exposure

Inhalation – Low risk at ambient temperatures. At elevated temperatures, prolonged breathing of vapors or mist can cause headache, dizziness, nausea, and respirator irritation.

Skin Contact – May cause mild irritation. Repeated or prolonged contact with skin could cause redness, itching, or inflammation. Skin contact with hot oil can result in severe burns.

Eye Contact – May cause mild irritation. Symptoms include stinging, watering, redness, and swelling.

Ingestion – May be harmful if swallowed. May cause throat irritation, nausea, vomiting and diarrhea.

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Chronic Health Effects Summary – Prolonged or repeated skin contact can cause mild irritation and inflammation. Repeated or prolonged inhalation of petroleum-based mineral oil mists at concentrations above applicable workplace exposure levels can cause respiratory irritation.

Conditions Aggravated by Exposure – Pre-existing skin conditions could be aggravated by significant exposure to this product.

Carcinogenic Potential – This product does not contain any components at concentrations above 0.1%, which are considered carcinogens by OSHA, IARC or NTP.

SECTION 3

COMPOSITION AND INFORMATION ON INGREDIENTS

Component Names	CAS Registry No.	Concentration (Percent)
Highly-refined mineral oils (petroleum)	Various	60 - 100
Polybutene	9003-29-6	< 2
Zinc and zinc compounds	68649-42-3	1

SECTION 4

FIRST-AID MEASURES

Always take necessary precautions to ensure your own health and safety before attempting rescue or providing first aid.

Inhalation – This product is not expected to cause inhalation-related disorders under anticipated usage. Move victim to fresh air. Seek medical attention if breathing difficulty persists.

Skin Contact – Promptly remove contaminated clothing and shoes. Wash skin with mild soap and water. Seek medical attention if irritation persists. Thoroughly clean contaminated clothing and shoes before reuse. If burned by hot oil, cool skin with large amounts of cool water. If oil is injected under the skin, seek medical attention immediately.

Eye Contact – Flush immediately with lukewarm water. Remove contact lenses if worn. Eyelids should be held away from the eyeball to ensure thorough rinsing. Seek medical attention if excessive tearing, redness, or pain persists.

Ingestion – Do not induce vomiting. Do not give anything to drink. Never give anything by mouth to a person who is not fully conscious. Seek medical attention immediately.

Notes to Physician – Treat symptomatically.

SECTION 5

FIRE-FIGHTING MEASURES

Extinguishing Media – Use dry chemical, foam, carbon dioxide or water fog. Water or foam may cause frothing. Use a smothering technique to extinguish a combustible liquid fire. Use a water fog to cool fire-exposed containers, structures, and to protect personnel. Do not flush down public sewers or drainage systems.

Hazardous Combustion Products – Carbon dioxide, carbon monoxide, unburned hydrocarbons and oxides of sulfur, phosphorus, zinc and nitrogen.

Special Properties – This material will not burn unless preheated. When heated, this material will release vapors that can ignite when exposed to a source of ignition. Containers may explode in heat of fire.

Protection of Fire Fighters – Firefighters should use NIOSH-approved, positive pressure, self-contained breathing apparatus with full-body protective gear for fire emergencies.

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SECTION 6

ACCIDENTAL RELEASE MEASURES

Do not touch damaged containers or spilled material unless wearing appropriate protective equipment.

Slipping hazard; avoid walking through spilled product. Remove all ignition sources. Stop leak if you can do so without risk.

For small spills, transfer bulk of product into another container. Absorb residue with oil absorbent, dry earth, or sand, and place into sealable containers for later disposal.

For larger spills, contain spill and prevent releases from entering surface waters or sewer systems.

SECTION 7

HANDLING AND STORAGE

Handling – Keep containers tightly closed. Use in well-ventilated area away from heat, or other ignition sources. Avoid contact with oxidizing agents. Do not pressurize containers. Never siphon by mouth.

Avoid contact with eyes, skin, and clothing. Promptly remove contaminated clothing. Wash exposed skin thoroughly with soap and water after handling.

Prevent vapor accumulation. Use appropriate respiratory protection when concentrations are anticipated to exceed any established occupational exposure levels.

Storage – Keep containers tightly closed. Store in a cool, dry, well-ventilated area. Store only in approved containers. Do not store near heat, flame, or other ignition sources. Do not store near strong oxidizing agents. Do not store at elevated temperatures.

Storage area must meet OSHA requirements and applicable fire codes. Consult with appropriate federal, state and local authorities before reconditioning, recycling, or disposing empty containers and waste residue.

SECTION 8

EXPOSURE CONTROLS AND PERSONAL PROTECTION

Occupational Exposure Guidelines

Since specific exposure limits have not been established for this product, observe the "Oil Mist, Mineral" exposure limits as suggested guidelines.

Component	Workplace Exposure Levels
Mineral Oil	ACGIH TLV
	TWA: 5 mg/m ³ , 8 hours
	STEL: 10 mg/m ³ , 15 minutes
	OSHA PEL
	TWA: 5 mg/m ³ , 8 hours

Engineering Controls – Provide general ventilation or other engineering controls needed to maintain the airborne concentrations of vapors or mists below the applicable exposure limits. An eye wash station and safety shower should be located near the workstation.

Personal Protective Equipment – Personal protective equipment should be selected based on the application that the product is being used. The following pictograms represent the minimum requirements for personal protective equipment.

HMS Personal Protective Equipment



Eye Protection – Where eye contact is likely, safety glasses equipped with side shields are recommended. Wear goggles or face shield if splashing is anticipated.

Hand Protection – None required for incidental contact. Use chemical resistant gloves if frequent or prolonged contact is expected.

Body Protection – Avoid prolonged or repeated skin contact. Use clean protective clothing if splashing or spraying conditions are present, such as long-sleeved garment.

Respiratory Protection – No respiratory protection is normally required. If elevated airborne concentrations of oil mist are anticipated, a NIOSH-approved organic vapor respirator equipped with a dust/mist pre-filter should be used.

Personal Hygiene – Use good personal hygiene practices. Wash hands and other exposed skin areas with plenty of mild soap and water before eating, drinking, or smoking.

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SECTION 9

PHYSICAL AND CHEMICAL PROPERTIES (TYPICAL)

Physical State – Liquid
Color – Amber
Odor – Mild petroleum odor
Odor Threshold – Not available
pH – Not applicable
Melting Point/Freezing Point – Not available
Initial Boiling Point and Boiling Range – Not available
Flash Point – Open Cup: 228°C (442°F), Cleveland
Evaporation Rate – Not available
Flammability – Liquid or vapor
Upper and Lower Flammability Limits – Not available
Upper and Lower Explosive Limits – Not available
Vapor Pressure – <0.1 kPa (1 mmHg at 20°C)
Vapor Density – >1 (Air = 1)
Relative Density (Specific Gravity) – 0.88 (Water =1)
Solubility – Negligible solubility in cold water
Partition Coefficient (n-octanol/water) – Not available
Auto-ignition Temperature – Not available
Decomposition Temperature – Not available
Viscosity (D 445) – 117 cSt @ 40°C
Viscosity (ASTM D 2161) – 590 SUS @ 100°F
Specific Weight (Density) – 7.33 lbs/gal
Gravity, °API (ASTM D 287) – 29.3 @ 60°F

SECTION 10

STABILITY AND REACTIVITY INFORMATION

Reactivity – Not expected to occur under normal temperatures and pressures. Not reactive to water.
Chemical Stability – Stable under normal temperatures and pressures.
Possibility of Hazardous Reactions – Hazardous polymerization is not expected to occur.
Conditions to Avoid – Keep away from extreme heat, sparks, open flame, and strong oxidizing conditions. Prevent vapor accumulation.
Incompatible Materials – Avoid oxidizing agents.
Hazardous Decomposition Products – None under normal temperatures and pressures. No hazardous decomposition products were identified, other than the combustion products identified in Section 5 of this MSDS.

SECTION 11

TOXICOLOGY INFORMATION

Component Analysis - LD50/LC50

Highly-refined mineral oils (petroleum)

ORAL (LD50): Acute: >5000 mg/kg (Rat)

DERMAL (LD50): Acute: >2000 mg/kg (Rabbit)

Mineral oil mists derived from highly refined oils are reported to have low acute and sub-acute toxicities in animals. Effects from single and short-term repeated exposures to high concentrations of mineral oil mists well above applicable workplace exposure levels include lung inflammatory reaction, lipid granuloma formation and lipid pneumonia. In acute and sub-acute studies involving exposures to lower concentrations of mineral oil mists at or near current work place exposure levels produced no significant toxicological effects. In long-term studies (up to two years), no carcinogenic effects have been reported in any animal species tested.

Zinc and zinc compounds

ORAL (LD50): Acute: >2000 mg/kg (Rat)

DERMAL (LD50): Acute: >2000 mg/kg (Rat)

INHALATION (LC50), Acute: >1310 mg/L (Rat screen level), 4 hours

DRAIZE EYE, Acute: Severe eye irritant (Rabbit)

DRAIZE DERMAL, Acute: Mild to moderate skin irritant (Rabbit)

BUEHLER DERMAL, Acute: Non-sensitizing (Guinea Pig)

28-DAY DERMAL, Sub-Chronic: Severe skin irritant (Rabbit)
Reported reduced food consumption resulting in weight loss and testicular atrophy.

Carcinogens – Used motor oil was associated with cancer in life-time skin painting studies with laboratory animals. Avoid prolonged or repeated contact with used motor oil. Use of good hygiene practices will reduce the likelihood of potential health effects.

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SECTION 12

ECOLOGICAL INFORMATION

Ecotoxicity – Analysis for ecological effects has not been conducted on this product. However, if spilled, this product and any contaminated soil or water may be harmful to human, animal, and aquatic life. Also, the coating action associated with petroleum and petroleum products can be harmful or fatal to aquatic life and waterfowl.

Environmental Fate – An environmental fate analysis is not available for this specific product. Plants and animals may experience harmful or fatal effects when coated with petroleum products. Petroleum-based (mineral) lubricating oils normally will float on water. In stagnant or slow-flowing waterways, an oil layer can cover a large surface area. As a result, this oil layer might limit or eliminate natural atmospheric oxygen transport into the water. With time, if not removed, oxygen depletion in the waterway may be sufficient to cause a fish kill or create an anaerobic environment. This material contains phosphorus, which is a controlled element for disposal in effluent waters in most sections of North America. Phosphorus is known to enhance the formation of algae. Severe algae growth can reduce oxygen content in the water possibly below levels necessary to support marine life.

SECTION 13

DISPOSAL CONSIDERATIONS

Dispose of in accordance with federal, state and local regulations. Conditions of use may cause this product to become a "hazardous waste", as defined by federal or state regulations. The user must determine if the material is a "hazardous waste" at the time of disposal.

The responsibility for proper waste disposal lies with the owner of the waste. Disposal of waste material must be conducted in accordance with RCRA regulations (see 40 CFR 260 through 40 CFR 271). Contact your regional EPA office for guidance with disposal issues.

Empty drums and pails retain residue. Do not pressurize, cut, weld, drill, or grind empty containers. Do not expose empty container to heat, flame, or other ignition sources. Empty drums and pails should be drained completely, properly bunged or sealed, and promptly sent to a reconditioner.

SECTION 14

TRANSPORT INFORMATION

UN Number – Not regulated

UN Proper Shipping Name – Not regulated

Transport Hazard Class – Not regulated

Packing Group – Not applicable

Placard – Not required

US DOT Status – Not regulated as a hazardous material

Environmental Hazards – Not regulated

MARPOL III Status – Not a DOT "Marine Pollutant"
per 49 CFR 171.8

Transport in Bulk (according to Annex II of MARPOL 73/78 and the IBC Code) – Not applicable

Special Transportation Precautions – Not regulated

SECTION 15

REGULATORY INFORMATION

Volatile Organic Compounds (as regulated) – Negligible, as per 40 CFR 51.100(s)

TSCA Inventory – This product and/or its components are listed on the Toxic Substances Control Act (TSCA) inventory.

SARA 302/304 Emergency Planning and Notification – The Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III requires facilities subject to Subparts 302 and 304 to submit emergency planning and notification information based on Threshold Planning Quantities (TPQ) and Reportable Quantities (RQ) for "Extremely Hazardous Substances" listed in 40 CFR 302.4 and 40 CR 355:

No components were identified

SARA 311/312 Hazard Identification – The Superfund Amendments and Reauthorization Act of 1986 (SARA) Title III requires facilities subject to this subpart to submit aggregate information on chemicals by "Hazard Category" as defined in 40 CFR 370.2:

No components were identified

SARA 313 Toxic Chemical Notification and Release Reporting – This product contains the following components in concentrations above *de minimis* levels that are listed as toxic chemicals in 40 CFR Part 372:

Zinc and zinc compounds, Concentration: <2%

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CERCLA – The Comprehensive Environmental Response, Compensation, and Liability Act of 1980 (CERCLA) in 40 CFR Part 302, Table 302.4 requires notification of the National Response Center concerning releases of "hazardous substances" at or above their reportable quantities (RQ). Chemical substances present in this product that may be subject to this requirement are:

Zinc and zinc compounds, Concentration: <2%

Clean Water Act (CWA) – This product is classified as an oil under Section 311 of the Clean Water Act (CWA) and the Oil Pollution Act of 1990 (OPA). Discharges or spills which produce a visible sheen on surface waters must be reported to the EPA's National Response Center at (800) 424-8802.

State Right-to-Know Lists)

New Jersey RTK (Right-to-Know) Label

Motor Oil

Additional Remarks – No additional regulatory remarks

SECTION 16

OTHER INFORMATION

Revision Date – September 1, 2013

Disclaimer of Liability – The information in this MSDS is based on the best data available to us and considered to be correct. However, Dennis K. Burke, Inc. makes no warranty, expressed or implied regarding the accuracy of data, or results obtained from the use thereof.