

**MODIFICATION TO COOPERATIVE
MULTI-SITE AGREEMENT**

BP Exploration & Oil Inc., Amoco Oil Company (collectively BP) and the Pennsylvania Department of Environmental Protection (Department) agree that a modification to the 2001 Cooperative Multi-Site Agreement (Agreement) is appropriate in light of, among other circumstances, passage and implementation of the Uniform Environmental Covenants Act (UECA), creating the need for more attention to future requirements and post remediation care plan obligations.

In keeping with Section XI.B.1. of the Agreement, BP Exploration & Oil, Inc., Amoco Oil Company and the Pennsylvania Department of Environmental Protection (Parties) agree as follows:

1. Section XI.A.1. is amended to change the termination date of the Agreement from December 31, 2010 to December 31, 2011. Also, at any time during the term of this Agreement, the Oversight Committee may extend the termination date for up to an additional year, or until December 31, 2012, with the vote and decision recorded and published in the Oversight Committee meeting minutes.

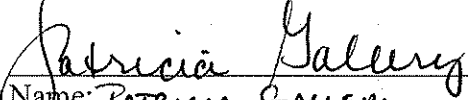
2. Sections IX.A.2.b and IX.A.2.c are amended so that the annual additional contribution by BP shall be \$43,575 for 2011.

3. Section IX.A.2 is amended so that the Baseline Payment for the year ending December 31, 2011 shall be \$40,000. In the event that the DEP's actual oversight costs for those years exceed \$40,000, a request from DEP for payment of additional oversight costs shall be addressed pursuant to Section IX.A.5.a.

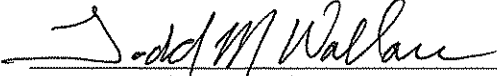
4. Section VI.A.1. is amended as to future dates and targets as follows:

<u>Date</u>	<u>Minimum Target</u>
December 31, 2011	100%

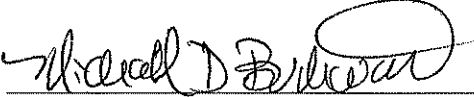
FOR: BP Exploration & Oil Inc.

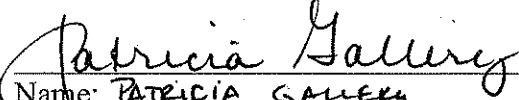

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FOR: THE COMMONWEALTH OF PENNSYLVANIA, DEPARTMENT OF ENVIRONMENTAL PROTECTION


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FOR: Amoco Oil Company


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Name: Douglas S. Reinhart
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Date: 3/19/2010