

**COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF ENVIRONMENTAL PROTECTION**

In the Matter of  
BP Exploration & Oil Inc. and Amoco Oil Company

**JUNE 2007 MODIFICATION TO COOPERATIVE  
MULTI-SITE AGREEMENT**

**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, the number of Sites addressed having been increased from 177 to 234, and the need to modify BP's work schedules in order to account for Department regional workload issues, as contemplated under Section VI.B.3. of the Agreement.

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, 2008 to December 31, 2009. 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, 2010, with the vote and decision recorded and published in the Oversight Committee meeting minutes.

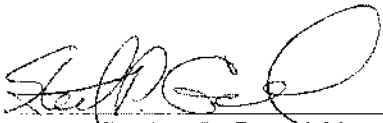
2. Sections IX.A.2.b and IX.A.2.c are amended so that the annual additional contribution by BP shall be \$13,575 for 2007, 2008 and 2009. For ease of administration, BP shall make a single payment of \$40,725 by June 30, 2009, or, with DEP's concurrence, BP shall make annual payments of \$13,575.

3. Section IX.A.2 is amended so that the Baseline Payment for the years ending December 31, 2007, 2008 and 2009 shall be \$70,000. In the event that the DEP's actual oversight costs for those years exceed \$70,000, 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:

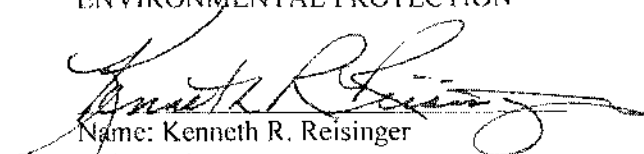
<u>Date</u>	<u>Minimum Target</u>
December 31, 2009	100%

FOR: BP Exploration & Oil Inc.



Name: Stephen P. Gonzalski  
Title: Environmental Business Manager

FOR: THE COMMONWEALTH OF PENNSYLVANIA, DEPARTMENT OF ENVIRONMENTAL PROTECTION

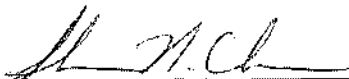


Name: Kenneth R. Reisinger  
Title: Director  
Bureau of Waste Management

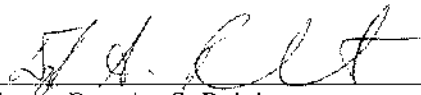
FOR: Amoco Oil Company



Name: Michael D. Buchwach  
Title: Assistant Counsel



Name: Shawn N. Croucher  
Title: Environmental Business Manager



Name: Douglas S. Reinhart  
Title: Attorney

Date: 6/28/07