

BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS THAT **LAFAYETTE CONTRACTORS, LLC.**, a Virgin Islands limited liability company with a principal place of business at St. Thomas, USVI ("Grantor"), for consideration paid, does hereby grant, sell, transfer, and deliver to **MICHELLES TRANSPORTATION COMPANY, LLC**, a Virgin Islands limited liability company with its principal place of business at St. Thomas, USVI ("Grantee"), all of Grantor's right, title, and interest in and to the tangible personal property listed on Exhibit A attached hereto (the "Personal Property") **“AS IS AND WHERE IS.”**

TO HAVE AND TO HOLD all the Personal Property to the Grantee, its successors and assigns, for their own use and behalf forever.

Grantor hereby covenants with Grantee that, to the best of Grantor's knowledge, there is no assignment, mortgage, or pledge of or other encumbrance upon the Personal Property. Grantor agrees to warrant and defend title to the Personal Property against any person, firm, corporation or other entity.

IN WITNESS WHEREOF, **LAFAYETTE CONTRACTORS, LLC** by its President, has set its hand and seal to this Bill of Sale on this 14th day of May 2007.

Lafayette Contractors, LLC.

By: _____
W. John Amerling
Its: President

ACCEPTED AND AGREED

Michelle's Transportation Company, LLC.

By: _____
Jeffery E. Epstein
Member

EXHIBIT A

Description of Personal Property Being Sold:

1. **One SEVENTY FOUR FOOT (74") LNV MOTORIZED BARGE KNOWN AS "BERTHA" WITH ALUMINUM HULL WITH 14' BEAM AND TWIN DIESEL CATERPILLAR ENGINES MODEL _____.**
2. **Together with all personal property currently attached or affixed to said vessel all "as is where is" at the Inland Marine dry dock in Chesapeake, Virginia.**
3. ***Lafayette does not now or at any time make any warranty or guarantee of the condition or seaworthiness of this vessel, express or implied including the warranty of MERCHANTABILITY and FITNESS FOR A PARTICULAR PURPOSE.***