**ANNEX L**

**FORM OF ANNUAL VESSEL CONDITION, MAINTENANCE AND CLASS CERTIFICATION**

**[Shipowner Name]**

**ANNUAL VESSEL**

**CONDITION, MAINTENANCE AND CLASS CERTIFICATION**

**OFFICER’S CERTIFICATE**

Pursuant to Sections 13.08 and 13.12 of the Consolidated Agreement, dated as of \_\_\_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_, MA-\_\_\_\_\_\_ (the “***Agreement***”) between \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, a \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, (the “***Shipowner***”), and the United States of America, represented by the Maritime Administrator of the Maritime Administration (the “***Administrator****”*). Capitalized terms used herein, unless otherwise noted, have the respective meanings set forth in the Agreement.The undersigned officer of the Shipowner hereby certifies that, to the best of his or her knowledge and belief, and as of \_\_\_\_\_\_\_\_\_\_\_\_, 20\_\_\_\_:

1. The undersigned (a) has read the covenants, agreements and conditions set forth in the Agreement and (b) has made or caused to be made such examination or investigation as is necessary to enable the undersigned to express an informed opinion with respect to such covenants, agreements and conditions set forth in the Agreement.
2. Attached hereto as (a) Exhibit A is a copy of the current certificate of class issued by the Classification Society showing that the classification and rating has been maintained for each Vessel and (b) Exhibit B are copies of all Classification Society reports, including periodic and damage surveys for each Vessel issued since the last certificate attesting to the class and condition of the vessel was issue by the Shipowner.
3. Attached hereto as Exhibit C are copies of the current certificate of documentation and certificate of inspection issued by the US Coast Guard showing that each Vessel is documented and properly maintained.
4. The condition and maintenance of each Vessel is set forth on Exhibit D.
5. The Shipowner is in compliance with all other covenants, agreements, and conditions contained in the Agreement, the Mortgage, and all other Transaction Documents.
6. Each of the undersigned is a the duly designated, qualified and acting officer of the Shipowner or the Affiliate Guarantor, as the case may be, and as such, is authorized to execute and deliver this certificate on behalf of the Shipowner or the Affiliated Guarantor.

*(Signatures on Next Page)*

 ***IN WITNESS WHEREOF***, the undersigned has caused this Certificate to be duly executed by its duly authorized officers as of , 20\_\_\_.

**[NAME OF ShipowneR]**

 By:

 Name:

 Title:

As to Paragraphs 1 and 2: **[NAME OF AFFILIATE GUARANTOR]**

 By:

 Name:

 Title:

 **EXHIBIT A**

**Certificates of Class**

**EXHIBIT B**

**Copies of All Classification Society Reports, Including**

**Periodic and Damage Surveys for Each Vessel**

**EXHIBIT C**

**Certificates of DOCUMENTATION and INSPECTION**

**EXHIBIT D**

**CONDITION AND MAINTENANCE OF EACH VESSEL**

*(End of Annex L)*