



VIA FedEx and Efiling at
www.ferc.gov

September 8, 2006

Mr. Jim Martin
Environmental Project Manager
Office of Energy Projects
Federal Energy Regulatory Commission
888 First Street, NE
Washington, D.C. 20426

RE: OEP/DG2E/GB3
Docket No. CP06-54-000
Broadwater Energy LLC

Dear Mr. Martin:

Enclosed please find American Bureau of Shipping's (ABS) submittal of an Organizational Conflict of Interest (OCI) Disclosure Statement and related documents in response to your letter dated August 17, 2006 to Broadwater Energy LLC's attorney. In this letter you stated the requirements of the Federal Energy Regulatory Commission's (FERC) "third-party contracting" (3PC) program calling it the "functional equivalent" of the United States Coast Guard's (USCG) Certifying Entity (CE) and indicated that FERC would apply these requirements in order to grant ABS approval to act as Certifying Entity (CE)/3PC on the Broadwater Project with regards to the requirements of the FERC, USCG, Deepwater Port Act and in accordance with Navigation and Vessel Instruction Circular (NVIC) 03-05.

ABS has a long history of working with various federal government agencies such as the USCG and MMS. ABS has worked on behalf of the USCG under various NVIC directives and has also acted as the Certification/Verification Agent (CVA) for the MMS on many offshore projects over the years. Given this experience, both the USCG and Broadwater have requested to have ABS act on the USCG's behalf as CE/3PC on this project. The classification, design review and survey activities and reports that ABS will be carrying out and generating as a part of the classification process on the Broadwater Floating Storage and Regasification Unit will often overlap with the activities and reporting that will be required on this project under the Deepwater Port Act and FERC requirements. Therefore, in the interests of efficiency, synergy and expediency, ABS respectfully requests FERC's review and approval of this submittal and requests FERC to set a date soonest for the pre-acceptance meeting for the final qualification of ABS as CE/3PC on this project.

List of Enclosures

- Appendix A – OCI Disclosure Statement
- Appendix B – OCI Questionnaire
- Appendix C – Contractor CEII Non-Disclosure Agreement

Please contact the undersigned at 281-877-5967 or by email at xperales@eagle.org with any questions or if further information is required.

Sincerely,



Kochitl M. Perales
Associate Counsel
American Bureau of Shipping

cc: Public File, Docket No. CP06-54-000

Sandra Barnett
Environmental Affairs Manager
TransCanada Corporation
450-1 Street SW
Calgary, Alberta, Canada T2P5H1

Captain L.W. Thomas
Chief, Office of Operating and Environmental Standards
United States Coast Guard
2100 Second Street, S.W.
Washington, D.C. 20593-0001
Staff Symbol: G-PSO-2

CDR J. P. Nadeau
Tank and Vessel Offshore Division
United States Coast Guard Marine Safety Center
Staff Symbol: MSC-3
2100 Second Street, S.W.
Washington, D.C. 20593

LCDR Alan L. Blume
Chief, Prevention Department
U.S. Coast Guard Sector Long Island Sound
120 Woodward Ave.
New Haven, CT 06512

APPENDIX A

OCI Disclosure Statement

I hereby certify (or as a representative of my organization, I hereby certify) that, to the best of my knowledge and belief, all relevant facts – concerning past, present or currently planned interests or activities (financial, contractual, organizational or otherwise) that relate to the proposed work and bear on whether I have (or the organization has) a possible conflict of interest with respect to (1) being able to render impartial, technically sound, and objective assistance or advice, or (2) being given an unfair competitive advantage¹ – are fully disclosed on the attached 4 pages (pages A-2 through A-5) and formatted to show:

- For ease of presentation, the OCI information is divided into four parts, indicating whether the possible OCI is: organizational, contractual, financial, or other;
- The company, agency, organization in which I (or my organization) have a past, present, or currently planned interest or activity (financial, contractual, organizational, or otherwise);
- A brief description of the relationship;
- The period of the relationship;
- The extent of the relationship (such as value of financial interest of work; percent of total holdings, total work, etc.); and
- A mitigation plan, as necessary.

Signature: Vincent F. Roth

Date: 8 SEPT 06

Name: VINCENT F. ROTH

Title: S.V.P. - CHIEF OF STAFF

Organization: American Bureau of Shipping

¹ An unfair competitive advantage does not include the normal flow of benefits from the performance of the contract.

Company: TransCanada Corporation (TransCanada)

Interest: Contractual, Financial

Description of Relationship:

ABS currently has an agreement to provide TransCanada with Approval in Principle (AIP) for their Barge and Ship Compressed Natural Gas (CNG) carrier concept vessel and ABS plans to execute a Request for Classification (RFC) Agreement with TransCanada to class this vessel in the future once construction is underway.

Period of Relationship:

The effective date of the RFC is unknown at this point. The length of a class relationship is one that may endure for the service life of the vessel. Therefore, the expected length of this relationship is related to be the expected service life of the vessel which is estimated to be 20 years. This may, however, be cut short should the vessel change ownership and the new owner seek to class the vessel with another classification society, or if the current owner decides to seek a change of class society.

Extent of the Relationship:

The AIP relationship is an on-going one that lasts for as long as the development of the concept lasts. At any point that the client makes conceptual changes in their design, they seek ABS's acceptance of those changes to ensure they are on the right track for class acceptance in the future. The class relationship is a continuous one that involves the periodic review of a vessel or marine structure for compliance with the class society's standards, known as Rules, as well as other international regulations and requirements. Besides the periodic reviews for compliance, should a vessel sustain damage or require repairs or modifications for other reasons, the class society will be called upon to verify that such work is done in compliance with the Rules and standards that apply. Each survey or review performed by ABS will be billed at the applicable rates either quoted in the RFC or published in an ABS rate schedule.

The fees that ABS expects to collect on this project by the end of the AIP relationship will total approximately forty-thousand dollars (\$40,000.00 USD).

Mitigation Plan:

ABS believes that a mitigation plan is not necessary for this perceived COI. ABS is a not-for-profit corporation whose mission is to serve the public interest as well as the needs of its clients by promoting the security of life, property and the natural environment primarily through the development and verification of standards for the design, construction and operational maintenance of marine-related facilities. ABS objectively applies the Rules and standards of the international marine industry to accomplish its mission. Furthermore, as noted in the OCI Disclosure Statement, an unfair competitive advantage does not include the normal flow of benefits from the performance of the contract. Therefore, ABS maintains that its impartiality will be unaffected by the relationship with TransCanada described above, and asserts that it has gone through an equitable bidding process and marketing effort to gain the business relationship that it currently has with TransCanada and has not been given an unfair competitive advantage with regards to the project at hand as a result of the relationship described here.

Company: Broadwater Energy LLC (TransCanada Corporation and Shell Oil Company)

Interest: Contractual, Financial

Description of Relationship:

ABS has provided Broadwater Energy with Approval in Principle (AIP) for the FSRU that is the subject of this application and ABS hopes to execute a Request for Classification (RFC) Agreement with Broadwater to class this marine facility.

Period of Relationship:

The effective date of the AIP was July 27, 2005, but the meetings and discussions that led up to the AIP work date back to November 2004. ABS therefore has had a longstanding relationship with Broadwater that ties to the development of the project. Furthermore, the length of a class relationship is one that may endure for the service life of the vessel. Therefore, the expected length of this relationship is related to be the expected service life of the vessel which is estimated to be 30+ years. This may, however, be cut short should the vessel change ownership and the new owner seek to drop ABS class or class the vessel with another classification society, or if the current owner decides to drop class or seek a change of class society.

Extent of the Relationship:

The class relationship is a continuous one that involves the periodic review of a vessel or marine structure for compliance with the class society's standards, known as Rules, as well as other international regulations and requirements. Besides the periodic reviews for compliance, should a vessel sustain damage or require repairs or modifications for other reasons, the class society will be called upon to verify that such work is done in compliance with the Rules and standards that apply. Each survey or review performed by ABS will be billed at the applicable rates either quoted in the RFC or published in an ABS rate schedule.

Mitigation Plan:

ABS believes that a mitigation plan is not necessary for this perceived COI. ABS is a not-for-profit corporation whose mission is to serve the public interest as well as the needs of its clients by promoting the security of life, property and the natural environment primarily through the development and verification of standards for the design, construction and operational maintenance of marine-related facilities. ABS objectively applies the Rules and standards of the international marine industry to accomplish its mission. Furthermore, as noted in the OCI Disclosure Statement, an unfair competitive advantage does not include the normal flow of benefits from the performance of the contract. Therefore, ABS maintains that its impartiality will be unaffected by the relationship with Broadwater described above, and asserts that it has gone through an equitable bidding process and marketing effort to gain the business relationship that it currently has with Broadwater and has not been given an unfair competitive advantage with regards to the project at hand as a result of the relationship described here.

Company: Shell Oil Company (Shell) and various Shell subsidiaries and affiliates

Interest: Contractual, Financial

Description of Relationship:

ABS currently has Request for Classification (RFC) Agreements with Shell Offshore Inc. (for a MODU), Shell Brazil Ltda. (for an FPSO), and Shell International Trading and Shipping Company (for two oil tankers) for classification services.

ABS subsidiaries and affiliates have also done work for numerous Shell entities over the past three year period, the details of which are set forth in the explanation to question 6 of the OCI Questionnaire. These activities are not pursuant to longstanding contractual relationships, and instead are of an ad hoc nature.

Period of Relationship:

The effective dates of the RFCs are: October 2002 for the MODU, August 1995 for the FPSO and February 2001 and August 2002 for the oil tankers. The length of a class relationship is one that may endure for the service life of the vessel. Therefore, the expected length of these relationships is related to be the expected service life of the vessel. This may, however, be cut short should the vessel change ownership and the new owner seek to class the vessel with another classification society, or if the current owner decides to seek a change of class society.

Extent of the Relationship:

The class relationship is a continuous one that involves the periodic review of a vessel or marine structure for compliance with the class society's standards, known as Rules, as well as other international regulations and requirements. Besides the periodic reviews for compliance, should a vessel sustain damage or require repairs or modifications for other reasons, the class society will be called upon to verify that such work is done in compliance with the Rules and standards that apply. Each survey or review performed by ABS will be billed at the applicable rates either quoted in the RFC or published in an ABS rate schedule.

The fees that ABS has collected to date for work under these RFCs over the last three years totals thirty-eight thousand, four hundred and sixty-four dollars (\$38,464.00 USD).

In addition, the fees collected by ABS subsidiaries and affiliates for work done for numerous Shell companies over the last three years totals three million, eight hundred thirteen thousand, two hundred ninety-six dollars (\$3,813,296.00 USD).

Mitigation Plan:

ABS believes that a mitigation plan is not necessary for this perceived COL. ABS is a not-for-profit corporation whose mission is to serve the public interest as well as the needs of its clients by promoting the security of life, property and the natural environment primarily through the development and verification of standards for the design, construction and operational maintenance of marine-related facilities. ABS objectively applies the Rules and standards of the international marine industry to accomplish its mission. Furthermore, as noted in the OCI Disclosure Statement, an unfair

competitive advantage does not include the normal flow of benefits from the performance of the contract. Therefore, ABS maintains that its impartiality will be unaffected by the relationships with the various Shell entities described above, and asserts that it has gone through an equitable bidding process and marketing effort to gain the business relationships that it currently has with Shell and has not been given an unfair competitive advantage with regards to the project at hand as a result of the relationship described here.

APPENDIX B

Name of Person

Or Organization: **American Bureau of Shipping**

OCI Questionnaire ¹

1. Will you (or your organization) be involved in the performance of any portion of the proposed work under this solicitation:

 No.
 Yes. The portion of the proposed work; the proposed hours and dollar value; and the type of involvement are fully disclosed on the attached pages.

2. What is (are) the major type(s) of business conducted by you (or your organization)? Please reply on the attached pages.

3. Do you (or your organization) have any affiliates?

 No.
 Yes. The name and a description of the major type(s) of business that each affiliate conducts are disclosed on the attached pages.

4. Will any of the following be involved in performing the proposed work under this solicitation: (a) any entities owned or represented by you (or your organization); (b) your organization's Chief Executive or any of its directors; or (c) any affiliates?²

 No.
 Yes. A full disclosure and discussion is given in the attached pages.

5. Are you (or your organization) an energy concern? ²

 No
 Yes. A full disclosure and discussion is given in the attached pages.

1 All questions in the questionnaire apply to affiliates as well. Whenever possible, each affiliate should submit a separate questionnaire. However, in the event each affiliate does not submit a separate questionnaire (for instance, to avoid completing a large number of questionnaires), this questionnaire must incorporate information regarding all affiliates.

2 See Definitions in Chapter 4.

APPENDIX B

6. Within the past 3 years have you (or your organization) had a direct or indirect relationship (financial, organization, contractual or otherwise) with any business entity that could be affected in any way by the proposed work under this solicitation?

Your Name or Organization: **American Bureau of Shipping**

- No.
 Yes. List the business entity(ies) showing the nature of your relationship (including the dates of the relationship, and the dollar value of any financial relationship) and how it would be affected by the proposed work under this solicitation.

7. What percentage of your total income for the current and preceding fiscal years resulted from arrangements with any of the entities identified in Question 6 above?

<0.1% For the current fiscal year - from 01/01 /2006 to 12/31/2006

<0.1% For the preceding fiscal year - from 01/01/2005 to 12/31/2005

<0.1% For the second preceding fiscal year – from 01/01/2004 to 12/31/2004

8. Do you (or your organization) currently have or have you had during the last 6 years any arrangements (for example, contracts and cooperative agreements) awarded, administered, or funded – wholly or partly – by the Commission or any other Federal agency which relate to the proposed Statement of Work?

- No.
 Yes. A full disclosure and discussion is given on the attached pages.

9. Do you (or your organization) have or have you ever had any contracts, agreements, special clauses, or other arrangements which prohibit you (or your organization) from proposing work to be performed in this solicitation or any portion thereof?

- No.
 Yes. A full disclosure and discussion is given on the attached pages.

APPENDIX B

10. Do you (or your organization) have any involvement with or interest (direct or indirect) in technologies which are or may be subjects of the contract, or which may be substitutable for such technologies?

No.
 Yes. A full disclosure and discussion is given on the attached pages.

Your Name

Or Organization: American Bureau of Shipping

11. Could you (or your organization) in either your private or Federal Government business pursuits use information acquired in the performance of the proposed work under this solicitation; such as:

(a) Data generated under the contract?
(b) Information concerning Commission plans and programs?
(c) Confidential and proprietary data of others?

No.
 Yes. A full disclosure and discussion is given on the attached pages.

12. Under the proposed work under this solicitation, will you (or your organization) evaluate or inspect your own services or products, or the services or products of any other entity that has a relationship (such as client, organizational, financial, or other) with you (or your organization)? This could include evaluating or inspecting a competitor's goods and services.

No.
 Yes. A full disclosure and discussion is given on the attached pages.

13. To avoid what you perceive as a possible OCI, do you (or your organization) propose to: exclude portions of the proposed work; employ special clauses; or take other measures?

No.
 Yes. A full discussion is given on the attached pages.
 No possibility of an OCI is perceived. This answer is briefly justified on the attached pages.

APPENDIX B

I hereby certify that I have authority to represent my organization, if applicable, and that – to the best of my knowledge and belief – the facts and representations presented on the four pages of this questionnaire and on pages B-5 through B-13 of the attachment to it are accurate and complete.

I recognize that OCI is an ongoing obligation. Should I become aware of any actual or potential OCI during performance of this contract, I will advise the OEP staff and American Bureau of Shipping and Broadwater Energy LLC and propose mitigation or explain why none is needed.

Signature: Vincent F. Roth Date: 8 SEPT 06

Name: VINCENT F. ROTH Title: S.V.P.-CHIEF OF STAFF

Organization: American Bureau of Shipping

Explanations Corresponding to Questionnaire

1. *Will you (or your organization) be involved in the performance of any portion of the proposed work under this solicitation:*

() No.

(X) Yes. The portion of the proposed work; the proposed hours and dollar value; and the type of involvement are fully disclosed on the attached pages.

Type of Involvement: ABS will perform the classification, review and Certifying Entity (CE) functions for the Broadwater Project in accordance with the Deepwater Port Act and under the direction and guidance of the USCG and FERC. Furthermore, ABS does not intend to subcontract any of its duties to another party.

Proposed Hours: The hours that will be spent on this project have yet to be determined and will be subject to the details that will be provided by Broadwater Energy LLC.

Dollar Value: \$138 per hour Houston Engineering;
\$150 per hour Survey rate with appropriate foreign country port multiplier

2. *What is (are) the major type (s) of business conducted by you (or your organization)? Please reply on the attached pages.*

ABS is one of the world's leading classification societies. Our mission is to serve the public interest as well as the needs of our clients by promoting the security of life, property and the natural environment primarily through the development and verification of standards for the design, construction and operational maintenance of marine-related facilities.

From our worldwide headquarters in Houston, TX, USA, ABS delivers engineering and survey services to a worldwide client list through a network of local representative offices in over 70 countries.

The core competencies of this worldwide network of ABS professionals lie in the fields of survey, engineering and auditing. Our engineers offer a spectrum of skills from naval architecture to hydrodynamics to ergonomics. Our marine surveyors bring experience and professional judgment to their task of assessing the compliance of a vessel or offshore structure with the ABS Rules and relevant statutory regulations throughout its life, from drawing board to scrapyard.

Our auditors specialize in management and security systems, particularly those conforming to the International Safety Management (ISM) and International Ship and Port Facility Security (ISPS) Codes. Backing these field representatives is an unequivocal commitment to research and development. The ABS Technology Department is recognized as a leader of technical innovation in the marine and offshore sectors.

The responsibility of the classification society is to verify that merchant ships and marine structures presented to it comply with Rules that the society has established for design, construction and periodic survey. The classification society records, reports and recommends in accordance with what it has seen at the time of a vessel's construction and subsequent surveys.

The classification procedure is a procedure involving the following:

- The development of standards, known as Rules
- Technical plan review and design analysis
- Surveys during construction
- Source inspection of materials, equipment and machinery
- Acceptance by the Classification Committee
- Subsequent periodic surveys for maintenance of class
- Survey of damage, repairs and modifications.

For more information please visit the ABS web site at www.eagle.org.

3. *Does your organization have any affiliates? If yes, the name and a description of the major types of business that each affiliate conducts are disclosed on the attached pages.*

ABS Group Services, Inc. (ABS Group) was founded in 1990. It is a wholly owned subsidiary of ABS Group of Companies, Inc. (holding company) which in turn is a wholly subsidiary of American Bureau of Shipping (ABS) that primarily provides risk assessment and consulting services to the marine industry, transportation industry, construction industry and other industrial and government applications.

ABS Group's purpose is to expand the mission and diversify the activities of ABS by offering risk management, safety, quality and environmental consulting and certification services to a wide range of industries and companies worldwide.

A full listing and description of ABS subsidiaries and affiliates is attached at the end of this questionnaire on page B-13.

6. *Within the past 3 years have you (or your organization) had a direct or indirect relationship (financial, organizational, contractual or otherwise) with any business entity that could be affected in any way by the proposed work under this solicitation?*

Organization: American Bureau of Shipping (ABS)

Within the last three years, ABS has had the following relationships that could be perceived to be affected by the proposed work under this solicitation and ABS includes them here in the interest of full disclosure. However, ABS maintains that it does not believe that any of the work listed here will have a negative impact on ABS's ability to carry out its duties on the Broadwater Project impartially, nor will it be affected in any way by the proposed work under this solicitation.

A. Broadwater FSRU: ABS has had an ongoing relationship with Broadwater, providing Approval in Principle services for Broadwater Energy's FSRU at the concept review stage and providing a statement that ABS will class subject facility as long as the conditions of AIP have been met during the design and construction phases. ABS is under contract to provide Broadwater with input related to classification requirements based on ABS Rules and international marine Rules on an as-needed basis during the development phase of the Broadwater FSRU.

ABS has realized \$34,560.00 in revenue for providing the AIP services described above. Currently, ABS only has a contract to provide classification related services on a time and materials basis.

B. TransCanada - Compressed Natural Gas (CNG) marine transportation projects: ABS is currently reviewing TransCanada's Barge and Ship CNG carrier concept for Approval in Principle and future classification work based on the ABS CNG Guide. ABS is also reviewing TransCanada's GTM (Gas Transport Module) for CNG transportation for CNG container certification.

1. ABS has a contract with WaveSpec (a subcontractor of TransCanada Naval Architectural) for \$36,000 to provide classification and AIP related review. Work is ongoing and no invoice has been issued.
2. ABS Consulting has conducted HAZID for TransCanada's CNG Barge and Ship and generated a HAZID report under a separate agreement. ABS participated in the HAZID for classification/AIP related work.

C. Shell: Over the last three years, ABS and its subsidiaries and affiliates have done various small jobs for the following Shell entities: Shell International Trading & Shipping Co., Shell UK Exploration & Production, Shell Brasil Ltda., Shell Chemicals, Shell Chile S.A.C.I., Shell Eastern Petroleum Ltd., Shell Exploration & Production Co.,

Shell Gabon, Shell Global Solutions (UK), Shell Helas S. A., Shell Inter Petroleum Maatschapaj BV, Shell International E&P, Inc., Shell International E&P SIEP, Shell Iran Offshore Ltd., Shell Lubricants, Shell Oil Products US, Shell Phillippines Exploration (SPEX), Shell Reearch Ltd., Shell Shipping Technology, Shell Technology Explo & Production, SEhl TODD Oil Services, Shell Trading & Shipping Ltd., Shell UK Exploration & Production, Shell UK Limited, and Shell UK Oil Products. The total fees collected by ABS and its subsidiaries and affiliates over the last three years for the work done for these various Shell entities totals \$3,851,760.00 USD.

11. *Could you (or your organization) in either your private or Federal Government business pursuits use information acquired in the performance of the proposed work under this solicitation; such as:*

- (a) Data generated under the contract?*
- (b) Information concerning Commission plans and programs?*
- (c) Confidential and proprietary data of others?*

() No

(X) Yes. A full disclosure and discussion is given on the attached pages.

ABS mission is to serve the public interest as well as the needs of our clients by promoting the security of life, property and the natural environment primarily through the development and verification of standards for the design, construction and operational maintenance of marine-related facilities.

As a not for profit classification society ABS job is to generate Rules and Guides from experienced gained from working on all project. Therefore, based on technical knowledge gained from proposed work ABS either published Rules, Guides etc. if there is no standard exist or modified their existing publication if necessary.

ABS never published and disclosed technical data or information to any third party.

12. *Under the proposed work under this solicitation, will you (or your organization) evaluate or inspect your own services or products, or the services or products of any other entity that has relationship (such as client, organizational, financial, or other) with you (or your organization)? This could include evaluating or inspecting a competitor's goods and services.*

No

Yes. A full disclosure and discussion is given on the attached pages.

ABS is not planning to do any design work for this project. The only analysis that will be done by ABS will be what is required by the ABS Rules and regulations for verification as an independent check. ABS Group will not do any consulting work for this project. Therefore, ABS will not review or Survey its own work.

On other marine projects, there is a possibility that ABS may be involved with the same designer, manufacturer, or shipyard for classification activity. Most vendors involved on the Broadwater Project have a relationship with ABS for classification work on other projects: such as SBM where ABS has reviewed SBM's mooring system work and has classed their FPSO, etc. At present, ABS is not aware of how many more vendors Broadwater will employ for whom ABS has done classification work. However, for the Broadwater Project specifically, the only direct relationship that has existed has been between Broadwater and ABS for the purposes of providing the Approval in Principle and other related classification guidance as outlined in the response to Question 6 above. No direct relationship has existed between any Broadwater contractor and ABS with specific reference to the Broadwater Project.

For the Broadwater Project, ABS is not aware if an ABS competitor (another classification society) will be involved or not. If they are involved in providing any services, the situation could arise where ABS has to do either verification or Survey work per the ABS Rules and Guides that could involve ABS's review of that competitor's work. Furthermore, as a Certifying Entity (CE) per USCG NVIC 03-05, ABS would be required to review their work for verification purposes.

In any case, ABS's role will remain that of an independent reviewer performing Survey work in accordance with the policies and procedures normally employed by ABS for classification work.

13. *To avoid what you perceive as a possible OCI, do you (or your organization) propose to: exclude portion of the proposed work; employ special clauses; or take other measure?*

() No

() Yes. A full discussion is given on the attached pages.

(X) No possibility of an OCI perceived. This answer is briefly justified on the attached pages.

The relevant FERC instructions regarding the identification and disclosure of OCI state that an OCI exists when the nature of the work to be performed may, without some restriction (mitigation plan): (i) result in an unfair competitive advantage to a contractor; or (ii) impair the contractor's objectivity in performing the contract work. Factors that FERC identifies in determining whether there is an OCI include: (a) whether there is an ongoing relationship with the applicant; (b) if contractor has been involved with the applicant on the project before the FERC application is made; (c) whether contractor has a financial interest in the outcome of FERC's decision; and (d) whether contractor would be called on to review its own work. The answers to (a), (b) and (c) are "Yes" since ABS has already performed an Approval In Principle on this project (ongoing relationship and prior involvement), and without FERC approval, ABS would lose the ability to collect a fee for classification services (financial interest in the outcome), and these facts seem to present the possibility of an OCI. However, FERC must take into account the unique nature of the work and role of a classification society on a project like the Broadwater Project. Where these factors may serve as adequate indicators for a 3PC OCI for the environmental arena, as applied to ABS in this case of the Broadwater FSRU, they do not result in the same conclusion as due deference must be given to the type of work and the specifics surrounding the role of ABS as a contractor on this project. A class society must by its very nature survive on its reputation for fairness and integrity in the even-handed application of its Rules and other international and industry standards. It is a business of review, recommendation and verification and as such ABS would perform in an impartial manner and would not seek to gain an unfair competitive advantage.

**American Bureau of Shipping
Subsidiary and Affiliated Organizations
as of 1 September 2006**

Name of Subsidiary	Type of Operation	Ownership
1 ABS Antwerp B.V.B.A.	Collecting and disseminating information upon subjects of marine or commercial interest and promoting the security of life and property on the seas and the natural environment	100% owned by American Bureau of Shipping
2 ABS Boiler & Marine Insurance Co.	Provides policies of insurance for American Bureau of Shipping and its subsidiaries. Also certifies boilers and pressure vessels according to the guidelines of the National Board of Boiler and Pressure Vessel Inspectors and the ASME Code.	100% owned by ABS Holdings, Inc.
3 ABS Boiler & Marine Technical Services Co. (Taiwan)	Performs inspection of pressure vessels manufactured in the Republic of China under the American Society of Mechanical Engineers (ASME) code requirements.	99.84% owned by subsidiaries of American Bureau of Shipping, ABS Boiler & Marine Insurance Co. - ABSG Consulting Inc. ABS Group of Companies, NJ - .16% owned by other American Citizens
4 ABS CCS Risk Management Consulting Ltd.	Risk consulting and management consulting to domestic clients in China	50% ABSG Consulting Inc. 50% CCS Industrial Corporation
5 ABS Classification (Romania) Ltd.SRL Limited Liability Company	Surveying all types of vessels, including but not limited to ships, yachts, and drilling platforms for classification. Performing statutory surveys & issuing Statutory Certificates. Surveying damage, material and equipment testing and certification, including all measures necessary to support these goals.	100% owned by American Bureau of Shipping
6 ABS Consulting (Hellas) S.A.	Risk consulting services to domestic clients in Greece	100% owned by ABS Group Ltd.

7	ABS Consulting (India) Pvt. Ltd.	Risk consulting and management consulting services in India.	100% owned by ABSG Consulting Inc.
8	ABS Consulting (Malaysia) Sdn. Bhd.	Inspects, tests and surveys marine and non-marine materials, machinery and equipment. Secures, for the benefit of the community, high technical standards of design, manufacture, construction, 'maintenance, operation and performance for the purpose of enhancing the safety of life and property at sea and on land.	50% owned by ABS Group of Companies (NJ) 50% owned by ABSG Consulting Inc.
9	ABS Consulting (S) Pte Ltd.	Risk Management and information services based on engineering, science and technology. Offers all risk services to business, industry and government.	100% owned by ABSG Consulting Inc.
10	ABS Consulting Ltd.	Risk Management and information services based on engineering, science and technology. Offers all risk services to business, industry and government.	100% owned by ABSG Consulting Inc.
11	ABS Europe Ltd.	Provides technical, inspection, testing, specialist engineering, consultancy, quality audit in material, machinery, equipment and vessels, and in relation to the construction and maintenance of marine and non-marine material, machinery, equipment and vessels.	99% owned by ABS; 1% by ABS Group of Companies, Inc. (NJ)
12	ABS Group Ltd.	Provides inspection, certification, and evaluation services in diverse businesses, other than shipbuilding.	99% owned by ABS Europe Ltd.; 1% owned by ABSG Consulting Inc.
13	ABS Group of Companies, Inc. (NJ)	An investment holding company	100% owned by American Bureau of Shipping
14	ABS Group Services de Mexico S.A. de C.V.	Performance of all functions, relating to industrial verification, quality evaluations and marine services.	99.47% owned by ABSG Consulting Inc. .53% owned by alternate directors
15	ABS Group Services do Brasil Ltda.	Renders specialized services regarding design revision, inspection of materials and equipment during manufacture assembly and services - renders advisory services for the implementation of quality systems and the auditing of such	99% owned by ABSG Consulting Inc. 1% owned by ABS Group Services, Inc.

		systems.	
16	ABS Group Services, Inc.	To analyze, inspect, appraise and evaluate equipment, components, specifications, designs & systems for ports, power generation utilities, petrochemical industry, civil construction, process equipment manufacturing, transportation and other industrial and government applications.	100% owned by ABS Group of Companies, Inc. (NJ)
17	ABS Holdings, Inc.	An investment holding company	100% owned by American Bureau of Shipping
18	ABS Industrial Verification (India) Pvt. Ltd.	Promotes the security of life and property by performing the functions of inspecting, testing surveying and classifying marine and non-marine material, machinery and equipment in accordance with established rules, regulations and standards, and provides technical, advisory and other services and facilities in connection therewith.	85% owned by ABSG Consulting Inc. 15% owned by Indian Employees
19	ABS Infolink (India) Pvt. Ltd.	Provision of software services in India.	100% owned by ABS Group of Companies, Inc. (NJ)
20	ABS InfoLink Inc.	Develops and distributes management system software as well as the installation, maintenance, repair, training, consulting and other related services.	100% owned by ABS Holdings, Inc.
21	ABS Italy SRL	Principal activities are the classification and certification of marine vessels, structures, materials and equipment.	100% owned by ABS Europe Ltd.;
22	ABS Limited	Principal activities are the classification and certification of marine vessels, structures, materials and equipment.	100% Beneficially owned by American Bureau of Shipping
23	ABS Ltd.	Principal activities are classification and certification of marine vessels, structures materials and equipment.	98% held by ABS Europe Ltd. 2% held by Alain Billard
24	ABS Marine Casualty Response, Inc.	Analyzes, inspects, tests, surveys, appraises, reviews records and evaluates marine vessels, structures, material, machinery and equipment on behalf of industrial, commercial, and governmental clients.	100% owned by ABS Holdings, Inc.
25	ABS Marine Services Ltd.	Analyzes, inspects, tests, surveys, appraises,	99% owned by ABS Europe, Ltd.;

reviews records and evaluates marine vessels, structures, material, machinery and equipment on behalf of industrial, commercial, and governmental clients.

1% owned by ABSG Consulting Inc.

- | | | | |
|----|--------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|
| 26 | ABS Maritime Services (Hellas) | Analyzes, inspects, tests, surveys, appraises, reviews records and evaluates marine vessels & structures, and related material, machinery and equipment on behalf of industrial, commercial, and governmental clients. Also evaluates and consults on marine management, safety, risk & hazards, training and security systems. | 100% owned by ABS Maritime Serv |
| 27 | ABS Maritime Services, Inc. | Analyzes, inspects, tests, surveys, appraises, reviews records and evaluates marine vessels & structures, and related material, machinery and equipment on behalf of industrial, commercial, and governmental clients. Also evaluates and consults on marine management, safety, risk & hazards, and security systems. | 100% owned by ABS Holdings, Inc. |
| 28 | ABS Nautical Systems LLC | (a) to develop and distribute marine management systems software for individual vessels and fleets of vessels; and (b) to provide installation, maintenance, repair, training, consulting and other services with respect to such marine vessel management systems software. | 75% owned by ABS InfoLink Inc.
10 % owned by Kostas Douzinas

10 % owned by Nancy Douzinas
5% beneficial interest to Evan Michael |
| 29 | ABS Poland, Ltd. | Provides technical, inspection, testing, specialist engineering, consultancy, quality audit in material, machinery, equipment and vessels, and in relation to the construction and maintenance of marine and non-marine material, machinery, equipment and vessels. | 100% owned by American Bureau of Shipping |
| 30 | ABS QE Japan Inc. | Provision of auditing and evaluation services regarding quality, environmental, safety, risk, business and other management systems pursuant to ISO standards or the relevant legislation; Provision of analysis, verification, inspection, test, survey, assessment, audit and evaluation regarding structures, materials, machinery | 100% owned by ABS Quality Evaluati
Inc. |

equipment and systems relating thereto of electric power industry and construction industry pursuant to the relevant standards and legislation applicable thereto.

31	ABS Quality Evaluations, Inc.	Evaluate the quality control and quality assurance programs of marine and industrial organizations against industrial and commercial standards.	100% owned by ABS Group of Companies, Inc. (N.J.)
32	ABS Quality Evaluations Ltd.	Evaluate the quality control and quality assurance programs of marine and industrial organizations against industrial and commercial standards.	99% owned by ABS Europe, Ltd; 1% by ABS/QE and ABSG Consulting
33	ABSG Consulting (Canada) Ltd.	Inspection, testing and surveying of marine and non-marine materials, machinery and equipment in order to provide quality assurance for the industry.	100% owned by ABSG Consulting Inc
34	ABSG Consulting de Venezuela, C.A.	Provision of services to the private and public sector to assist clients in the preservation of life, property and the environment. Integrated Risk Management Solutions including Quality, Safety, Health and Environmental (QSHE) consulting services aimed to prevent, protect and mitigate risks for capital projects, business processes, assets and/or maintenance programs.	100% owned by ABSG Consulting Inc
35	ABSG Consulting Inc. (formerly ABS Group Inc.)	Provides inspection, certification, and evaluation services in diverse businesses, other than shipbuilding.	91% owned by ABS Group of Companies, Inc. (NJ), 9% owned by ABS BMIC
36	American Bureau of Shipping (Hellas)	Classification society in the Hellenic Republic managed by American Bureau of Shipping.	Civil Law Partnership - 99% owned by American Bureau of Shipping - 1% by Greek Citizen
37	American Bureau of Shipping (Hong Kong) Ltd.	Principal activities of the company are the classification and certification of marine vessels, structures, materials and equipment.	50% owned by American Bureau of Shipping - 50% owned by ABS Group of Companies, Inc. (NJ)
38	American Bureau of Shipping (Malaysia) Sdn. Bhd.	Secures for the benefit of the community high, technical standards of design, manufacture, construction, maintenance, operation and performance for the purpose of enhancing the safety of life and property at sea and on land.	40% owned by American Bureau of Shipping 60% owned by Malaysians (James Addie AK Tungeng 30% and Ramli Bin Adam 30%/ABS employee;

39	American Bureau of Shipping do Brazil Ltda.	Rendering of specialized services to shipowners, outfitters, insurance companies, charterers and other parties interested in classification, analysis of ship designs, survey of ships, and the publication of Rules.	Civil partnership-49% owned by ABS 51% owned by Brazilian Nationals
40	American Bureau of Shipping, Rijeka d.o.o.	Surveying all types of vessels, including but not limited to ships, yachts, drilling platforms, offshore structures and other marine structures for classification and for performing statutory surveys and issuing statutory certificates as well as surveying damages, material and equipment testing and certification, including all measures necessary to support these goals.	100% owned by American Bureau of Shipping
41	American Bureau of Shipping Sdn. Bhd. (Brunei)	Secures for the benefit of the community high, technical standards of design, manufacture, construction, maintenance, operation and performance for the purpose of enhancing the safety of life and property at sea and on land.	Beneficially owned by American Bureau of Shipping
42	American Bureau of Shipping, Inc.	Name holding corporation	100% owned by American Bureau of Shipping
43	Armory Properties, Ltd.	Real estate company formed to purchase ABS House in London, England. ABS House is occupied by ABS personnel.	100% owned by American Bureau of Shipping
44	EQE Bulgaria A.D.	Risk Management and information services based on engineering, science and technology. Offers all risk services to business, industry and government.	70% owned by ABSG Consulting Inc. 30% owned by local residents
45	EQE Consultants South Africa (Proprietary) Limited	Risk Management and information services based on engineering, science and technology. Offers all risk services to business, industry and government.	100% owned by ABS Consulting Ltd.
46	EQECAT SARL	Risk Management and information services based on engineering, science and technology. Offers all risk services to business, industry and government.	100% owned by ABS Consulting Ltd.

47	EQE New Zealand Ltd.	No activity in this entity since acquisition of EQE in January 2000	
48	EQECAT Ltd.	Dormant entity	100% owned by EQECAT, Inc.
49	EQECAT, Inc.	Software development and catastrophe modelling - natural and man-made disasters	100% owned by ABSG Consulting Inc
50	EQE International Ltd.	Risk Management and information services based on engineering, science and technology. Offers all risk services to business, industry and government.	100% owned by ABSG Consulting Inc.
51	EQE-ISS Ltd.	No activity in this entity since acquisition of EQE in January 2000	
52	PLG, Inc.	Holding company only	100% owned by ABSG Consulting Inc
53	Prosoft Resources Ltd.	Dormant entity since EQE acquired in January 2000	100% owned by EQE International Ltd.
54	Quality Resources de Mexico, S.A. de C.V.	Services for installations, systems, units, equipment, machinery and components of land, sea and port industries - offshore and inland.	99% owned by ABS Group Services de Mexico S.A. de C.V. 1% owned by Enrique Perez Grovas (Mexican attorney)
55	Shanghai ABS Technical Inspection Co. Ltd.	Inspecting testing services and management systems consulting	60% owned by ABSG Consulting 40% owned by Shanghai Inspection C.
56	United Pacific PLG Inc. - Korea [END OF REPORT]	Risk consulting services in Korea	44% owned by PLG 56% owned by Korean Nationals

CONTRACTOR CEII NON-DISCLOSURE AGREEMENT

On behalf of American Bureau of Shipping, I certify that American Bureau of Shipping will abide by the following terms with respect to critical energy infrastructure information (CEII) that the company has access to because of its work for the Federal Energy Regulatory Commission:

- Only authorized company employees with a need for the information will be given access to CEII. American Bureau of Shipping will maintain a list of each employee who is given access to CEII, including a listing of each project for which the employee has been given CEII.
- American Bureau of Shipping will not provide CEII to or discuss CEII with anyone outside the company, except that CEII may be discussed with the project's owner, operator, or applicant.
- Any copies made of CEII will be marked as CEII, and treated as CEII.
- CEII will be used only in performance of American Bureau of Shipping's work for the Federal Energy Regulatory Commission. When American Bureau of Shipping has completed work on the project, all CEII will be returned to the Commission.
- I acknowledge that a violation of this agreement may result in negative consequences and could affect American Bureau of Shipping's ability to contract with the Commission in the future.

By: *[Signature]*

Title: S.V.P. CHIEF OF STAFF

Representing: American Bureau of Shipping

Date: 8 SEPT 06

Submission Contents

ABS OCI Discl Stmt for Broadwater Energy FSRU per 3PC Program
FERCLetterAppABC.PDF..... 1-27