

**PORT EVERGLADES FRANCHISE APPLICATION**

An application will not be deemed complete and ready for processing until all required documents and fees are received.

**A separate application must be filed for each type of franchise applied for.**

FRANCHISE TYPE  
CHECK ONE

STEAMSHIP AGENT

STEVEDORE

CARGO HANDLER

TUGBOAT & TOWING

VESSEL BUNKERING

VESSEL OILY WASTE REMOVAL

VESSEL SANITARY WASTE WATER REMOVAL

MARINE TERMINAL SECURITY

MARINE TERMINAL SECURITY

FIREARMS CARRYING SECURITY PERSONNEL

NON-FIREARMS CARRYING SECURITY PERSONNEL

**Note: Applicant is the legal entity applying for the franchise. If the Applicant is granted the franchise, it will be the named franchisee. All information contained in this application shall apply only to the Applicant, and not to any parent, affiliate, or subsidiary entities.**

Applicant's

Name Port Contractors - Southeast, LLC

(Name as it appears on the certificate of incorporation, charter, or other legal documentation as applicable, evidencing the legal formation of the Applicant)

Applicant's Business Address 529 Terminal Avenue New Castle, DE 19720  
Number / Street City/State/Zip

Phone # (302 ) 655-7300 E-mail address tdevelli @portcontractors.com

Fax #: (302 ) 658-4075

**Name of the person authorized to bind the Applicant (Person's signature must appear on Page 13.)**

Name Anthony Develli

Title President

Business Address 529 Terminal Avenue New Castle, DE 19720  
Number / Street City/State/Zip

Phone # (302 ) 655-7300 E-mail address tdevelli @portcontractors.com

Fax #: (302 ) 658-4075

Provide the Name and Contact Information of Applicant's Representative to whom questions about this application are to be directed (if different from the person authorized to bind the Applicant):

Representative's Name Tim Beckel

Representative's Title Director, Legal Affairs

Representative's Business Address 529 Terminal Avenue New Castle, DE 1972  
Number / Street City/State/Zip

Representative's Phone # ( 302 ) 893-9463

Representative's E-mail address tim.beckel @enstructure.com

Representative's Fax # (302 ) 658-4075

**PLEASE COMPLETE THIS APPLICATION AND LABEL ALL REQUIRED BACKUP DOCUMENTATION TO CLEARLY IDENTIFY THE SECTION OF THE APPLICATION TO WHICH THE DOCUMENTATION APPLIES (I.E....., SECTION A, B, C, etc.).**

**Section A**

1. List the name(s) of Applicant's officers, including, CEO, COO, CFO, director(s), member(s), partner(s), shareholder(s), principal(s), employee(s), agents, and local representative(s) active in the management of the Applicant.

Officers:

Title President  
First Name Anthony Middle Name \_\_\_\_\_  
Last Name Develli  
Business Street Address 529 Terminal Avenue  
City, State, Zip Code New Castle, DE 19720  
Phone Number (302) 655-7300 Fax Number (302) 658-4075  
Email Address tdevelli @ portcontractors.com .

Title \_\_\_\_\_  
First Name \_\_\_\_\_ Middle Name \_\_\_\_\_  
Last Name \_\_\_\_\_  
Business Street Address \_\_\_\_\_  
City, State, Zip Code \_\_\_\_\_  
Phone Number ( ) \_\_\_\_\_ Fax Number ( ) \_\_\_\_\_  
Email Address \_\_\_\_\_ @ \_\_\_\_\_ .

Title \_\_\_\_\_  
First Name \_\_\_\_\_ Middle Name \_\_\_\_\_  
Last Name \_\_\_\_\_  
Business Street Address \_\_\_\_\_  
City, State, Zip Code \_\_\_\_\_  
Phone Number ( ) \_\_\_\_\_ Fax Number ( ) \_\_\_\_\_  
Email Address \_\_\_\_\_ @ \_\_\_\_\_ .

Title \_\_\_\_\_  
First Name \_\_\_\_\_ Middle Name \_\_\_\_\_  
Last Name \_\_\_\_\_  
Business Street Address \_\_\_\_\_  
City, State, Zip Code \_\_\_\_\_  
Phone Number ( ) \_\_\_\_\_ Fax Number ( ) \_\_\_\_\_  
Email Address \_\_\_\_\_ @ \_\_\_\_\_ .

Attach additional sheets if necessary.

2. RESUMES: Provide a resume for each officer, director, member, partner, shareholder, principal, employee, agent, and local representative(s) active in the management of the Applicant, as listed above.

**Section B**

1. Place checkmark to describe the Applicant:  
( ) Sole Proprietorship ( ) Corporation ( ) Partnership ( ) Joint Venture (X) Limited Liability Company
2. Provide copies of the documents filed at the time the Applicant was formed including Articles of Incorporation (if a corporation); Articles of Organization (if an LLC); or Certificate of Limited Partnership or Limited Liability Limited Partnership (if a partnership). If the Applicant was not formed in the State of Florida, provide a copy of the documents demonstrating that the Applicant is authorized to conduct business in the State of Florida.

**Section C**

1. Has there been any change in the ownership of the Applicant within the last five (5) years? (e.g., any transfer of interest to another party)  
Yes X No \_\_\_ If "Yes," please provide details in the space provided. Attach additional sheets if necessary.  
Applicant recently acquired by PCI Operations Holding LLC. This is in connection with the acquisition of the Port Contractors organization by Enstructure, LLC. See attached press release.
2. Has there been any name change of the Applicant or has the Applicant operated under a different name within the last five (5) years?  
Yes \_\_\_ No X If "Yes," please provide details in the space provided, including: Prior name(s) and Date of name change(s) filed with the State of Florida's Division of Corporations or other applicable state agency. Attach additional sheets if necessary.
3. Has there been any change in the officers, directors, executives, partners, shareholders, or members of the Applicant within the past five (5) years?  
Yes X No \_\_\_ If "Yes," please provide details in the space provided, including:  
Prior officers, directors, executives, partners, shareholders, members  
Name(s) Michael Evanko, President  
New officers, directors, executives, partners, shareholders, members  
Name(s) Anthony Develli, President  
Also supply documentation evidencing the changes including resolution or minutes appointing new officers, list of new principals with titles and contact information, and effective date of changes. Attach additional sheets if necessary.  
See attached announcement.

**Section D**

Provide copies of all fictitious name registrations filed by the Applicant with the State of Florida's Division of Corporations or other State agencies. If none, indicate "None" None.

**Section E**

1. Has the Applicant acquired another business entity within the last five (5) years?  
Yes\_\_\_ NoX If "Yes," please provide the full legal name of any business entity which the Applicant acquired during the last five (5) years which engaged in a similar business activity as the business activity which is the subject of this Port Everglades Franchise Application.  
If none, indicate "None" \_\_\_\_\_.
2. Indicate in the space provided the date of the acquisition and whether the acquisition was by a stock purchase or asset purchase and whether the Applicant herein is relying on the background and history of the acquired firm's officers, managers, employees and/or the acquired firm's business reputation in the industry to describe the Applicant's experience or previous business history. Attach additional sheets if necessary.

N/A

3. Has the Applicant been acquired by another business entity within the last five (5) years? YesX  
No\_\_\_ If "Yes," provide the full legal name of any business entity which acquired the Applicant during the last five (5) years which engaged in a similar business activity as the business activity which is the subject of this Port Everglades Franchise Application.  
If none, indicate "None" \_\_\_\_\_.  
Applicant recently acquired by PCI Operations Holding LLC. This is in connection with the acquisition of the Port Contractors organization by Enstructure, LLC. See attached press release.
4. Indicate in the space provided the date of the acquisition and whether the acquisition was by a stock purchase or asset purchase and whether the Applicant herein is relying on the background and history of the parent firm's officers, managers, employees and/or the parent firm's business reputation in the industry to describe the Applicant's experience or previous business history. Attach additional sheets if necessary.

See attached press release.

**Section F**

Provide the Applicant's previous business history, including length of time in the same or similar business activities as planned at Port Everglades.

Applicant has provided stevedoring services at Port Everglades and elsewhere in the State of Florida since at least August 30, 2011.

**Section G**

1. Provide a list of the Applicant's current managerial employees, including supervisors, superintendents, and forepersons.  
Dennis Moro
2. List the previous work history/experience of the Applicant's current managerial employees, including their active involvement in seaports and length of time in the same or similar business activities as planned at Port Everglades.

Attached

**Section H**

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. **Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).**

If none, state "None" \_\_\_\_\_.

Seaport Port Everglades Number of Years Operating at this Seaport 10+

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

| Client Name (Company) | Number of Years Applicant has Provided Services to this Client |
|-----------------------|--|
| Edwards Transport     |  |
| DYT                   |  |
| Bahamas Ferries       |  |
| Sevenstar             |  |
| General Electric      |  |
| BBC Chartering        |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |

**Section H**

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. **Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).**

If none, state "None" \_\_\_\_\_.

Seaport Port of Palm Beach Number of Years Operating at this Seaport 11

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

| Client Name (Company) | Number of Years Applicant has Provided Services to this Client |
|-----------------------|--|
| Bahamas Ferries       |  |
| Sevenstar             |  |
| BBC Chartering        |  |
| Edwards Transport     |  |
| DYT                   |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |

**Section H**

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. **Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).**

If none, state "None" \_\_\_\_\_.

Seaport Port Canaveral Number of Years Operating at this Seaport 11

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

| Client Name (Company) | Number of Years Applicant has Provided Services to this Client |
|-----------------------|--|
| BBC Chartering        |  |
| General Electric      |  |
| Edwards Transport     |  |
| DYT                   |  |
| Sevenstar             |  |
| Bahamas Ferries       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |

**Section H**

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. **Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).**

If none, state "None" \_\_\_\_\_.

Seaport Port Manatee Number of Years Operating at this Seaport 11

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

| Client Name (Company) | Number of Years Applicant has Provided Services to this Client |
|-----------------------|--|
| BBC Chartering        |  |
| DYT                   |  |
| Edwards Transport     |  |
| General Electric      |  |
| Sevenstar             |  |
| Bahamas Ferries       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |
|                       |  |



### Section I

1. Provide a description of all past (within the last five (5) years) and pending litigation and legal claims where the Applicant is a named party, whether in the State of Florida or in another jurisdiction, involving allegations that Applicant has violated or otherwise failed to comply with environmental laws, rules, or regulations or committed a public entity crime as defined by Chapter 287, Florida Statutes, or theft-related crime such as fraud, bribery, smuggling, embezzlement or misappropriation of funds or acts of moral turpitude, meaning conduct or acts that tend to degrade persons in society or ridicule public morals.

The description must include all of the following:

- a) The case title and docket number
- b) The name and location of the court before which it is pending or was heard
- c) The identification of all parties to the litigation
- d) General nature of all claims being made

If none, indicate "None" None.

2. Indicate whether in the last five (5) years the Applicant or an officer, director, executive, partner, or a shareholder, employee or agent who is or was (during the time period in which the illegal conduct or activity took place) active in the management of the Applicant was charged, indicted, found guilty or convicted of illegal conduct or activity (with or without an adjudication of guilt) as a result of a jury verdict, nonjury trial, entry of a plea of guilty or nolo contendere where the illegal conduct or activity (1) is considered to be a public entity crime as defined by Chapter 287, Florida Statutes, as amended from time to time, or (2) is customarily considered to be a white-collar crime or theft-related crime such as fraud, smuggling, bribery, embezzlement, or misappropriation of funds, etc. or (3) results in a felony conviction where the crime is directly related to the business activities for which the franchise is sought.

Yes      No X

If you responded "Yes," please provide all of the following information for each indictment, charge, or conviction:

- a) A description of the case style and docket number
- b) The nature of the charge or indictment
- c) Date of the charge or indictment
- d) Location of the court before which the proceeding is pending or was heard
- e) The disposition (e.g., convicted, acquitted, dismissed, etc.)
- f) Any sentence imposed
- g) Any evidence which the County (in its discretion) may determine that the Applicant and/or person found guilty or convicted of illegal conduct or activity has conducted itself, himself or herself in a manner as to warrant the granting or renewal of the franchise.

### Section J

The Applicant must provide a current certificate(s) of insurance. Franchise insurance requirements are determined by Broward County's Risk Management Division and are contained in the Port Everglades Tariff No. 12 as amended, revised or reissued from time to time. The Port Everglades Tariff is contained in the Broward County Administrative Code, Chapter 42, and is available for inspection on line at: <http://www.porteverglades.net/development/tariff>.

**Section K**

1. The Applicant must provide its most recent audited or reviewed financial statements prepared in accordance with generally accepted accounting principles, or other documents and information which demonstrate the Applicant's creditworthiness, financial responsibility, and resources, which the Port will consider in evaluating the Applicant's financial responsibility.

2. Has the Applicant or entity acquired by Applicant (discussed in Section E herein) sought relief under any provision of the Federal Bankruptcy Code or under any state insolvency law filed by or against it within the last five (5) year period?

Yes \_\_\_ No X

If "Yes," please provide the following information for each bankruptcy or insolvency proceeding:

- a) Date petition was filed or relief sought
- b) Title of case and docket number
- c) Name and address of court or agency
- d) Nature of judgment or relief
- e) Date entered

3. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last five (5) year period by a court for the business or property of the Applicant?

Yes \_\_\_ No X

If "Yes," please provide the following information for each appointment:

- a) Name of person appointed
- b) Date appointed
- c) Name and address of court
- d) Reason for appointment

4. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last five (5) year period by a court for any entity, business, or property acquired by the Applicant?

Yes \_\_\_ No X

If "Yes," please provide the following information for each appointment:

- a) Name of person appointed
- b) Date appointed
- c) Name and address of court
- d) Reason for appointment

**Section L**

List four (4) credit references for the Applicant, one of which must be a bank. Use this format:

Name of Reference SEE ATTACHED Nature of Business \_\_\_\_\_

Contact Name \_\_\_\_\_ Title \_\_\_\_\_

Legal Business Street Address \_\_\_\_\_

City, State, Zip Code \_\_\_\_\_

Phone Number ( ) \_\_\_\_\_

(Provide on a separate sheet.)

**Section M**

1. Security: Pursuant to Port Everglades Tariff 12, Item 960, all Franchisees are required to furnish an Indemnity and Payment Bond or Irrevocable Letter of Credit drawn on a U.S. bank in a format and an amount not less than \$20,000 as required by Broward County Port Everglades Department.
2. Has the Applicant been denied a bond or letter of credit within the past five (5) years?  
Yes \_\_\_ No X  
If "Yes," please provide a summary explanation in the space provided of why the Applicant was denied. Use additional sheets if necessary.

**Section N**

1. Provide a list and description of all equipment currently owned and/or leased by the Applicant and intended to be used by the Applicant for the type of service(s) intended to be performed at Port Everglades including the age, type of equipment and model number.
2. Identify the type of fuel used for each piece of equipment.
3. Indicate which equipment, if any, is to be domiciled at Port Everglades.
4. Will all equipment operators be employees of the Applicant, on the payroll of the Applicant, with wages, taxes, benefits, and insurance paid by the Applicant?  
Yes \_\_\_ No \_\_\_  
If "No," please explain in the space provided who will operate the equipment and pay wages, taxes, benefits, and insurance, if the franchise is granted. Use additional sheets if necessary.

**Section O**

Provide a copy of the Applicant's current Broward County Business Tax Receipt (formerly Occupational License).

**Section P**

1. Provide a copy of Applicant's safety program.
2. Provide a copy of Applicant's substance abuse policy.
3. Provide a copy of Applicant's employee job training program/policy.
4. Provide information regarding frequency of training.
5. Include equipment operator certificates, if any.

### Section Q

1. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or fines from any federal, state, or local environmental regulatory agencies?  
Yes \_\_\_ No X
2. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or civil penalties from the U.S. Coast Guard?  
Yes \_\_\_ No X
3. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or fines from the Occupational Safety and Health Administration?  
Yes \_\_\_ No X

If you responded "Yes" to any of this section's questions 1, 2, or 3 above, please provide a detailed summary for each question containing the following information:

- a) Name and address of the agency issuing the citation or notice
- b) Date of the notice
- c) Nature of the violation
- d) Copies of the infraction notice(s) from the agency
- e) Disposition of case
- f) Amount of fines, if any
- g) Corrective action taken

Attach copies of all citations, notices of violations, warning notices, civil penalties and fines issued by local, state, and federal regulatory agencies, all related correspondence, and proof of payment of fines.

4. Provide a statement (and/or documentation) which describes the Applicant's commitment to environmental protection, environmental maintenance, and environmental enhancement in the Port. Applicant is fully committed to operate in a safe and environmentally conscious manner at all times. Applicant is further committed to comply with all environmental laws, regulations, and permits as related to the handling of cargo through Port Everglades. Applicant has an unblemished history of environmental compliance.

### Section R

Provide written evidence of Applicant's ability to promote and develop growth in the business activities, projects or facilities of Port Everglades through its provision of the services (i.e., stevedore, cargo handler or steamship agent) it seeks to perform at Port Everglades. For first-time applicants (stevedore, cargo handler and steamship agent), the written evidence must demonstrate Applicant's ability to attract and retain new business such that, Broward County may determine in its discretion that the franchise is in the best interests of the operation and promotion of the port and harbor facilities. The term "new business" is defined in Chapter 32, Part II of the Broward County Administrative Code as may be amended from time to time.

If you have checked an Applicant box for VESSEL BUNKERING, VESSEL OILY WASTE REMOVAL, VESSEL SANITARY WASTE WATER REMOVAL, OR MARINE TERMINAL SECURITY, the following additional information is required:

**VESSEL BUNKERING**

**Section T-** A Letter of Adequacy from the U.S. Coast Guard and a copy of the applicant's operations manual approved by the U.S. Coast Guard.

**Section V-** A copy of the applicant's Oil Spill Contingency Plan for Marine Transportation Related Facilities approved by the U.S. Coast Guard.

**Section W-** A Terminal Facility Discharge Prevention and Response Certificate with a copy of an approved Oil Spill Contingency Plan from the Florida Dept. of Environmental Protection.

**Section Z-** An approved Discharge Cleanup Organization Certificate from the Florida Dept. of Environmental Protection which has been issued to the applicant or to its cleanup contractor with a copy of the cleanup contract showing the expiration date.

**VESSEL OILY WASTE REMOVAL**

**Section S -** Certificate of Adequacy in compliance with the Directives of MARPOL 73/75 and 33 CFR 158, if applicable.

**Section T-** A Letter of Adequacy from the U.S. Coast Guard and a copy of the Applicant's operations manual approved by the U.S. Coast Guard.

**Section U-** A Waste Transporter License from the Broward County Environmental Protection Department identifying the nature of the discarded hazardous (or non-hazardous) material to be transported.

**Section V-** A copy of the Applicant's Oil Spill Contingency Plan for Marine Transportation Related Facilities approved by the U.S. Coast Guard.

**Section W-** A Terminal Facility Discharge Prevention and Response Certificate with a copy of an approved Oil Spill Contingency Plan from the Florida Dept. of Environmental Protection.

**Section X-** A Used Oil Collector, Transporter, and Recycler Certificate from the Florida Dept. of Environmental Protection.

**Section Y-** An Identification Certificate from the U.S. Environmental Protection Agency.

**Section Z-** An approved Discharge Cleanup Organization Certificate from the Florida Dept. of Environmental Protection which has been issued to the Applicant or to its cleanup contractor with a copy of the cleanup contract showing the expiration date.

**VESSEL SANITARY WASTE WATER REMOVAL**

**Section U-** A Waste Transporter License from the Broward County Environmental Protection Department identifying the nature of the discarded hazardous (or non-hazardous) material to be transported.

**Section Z1-** A copy of the Applicant's operations manual.

**Section Z2-** A Septage Receiving Facility Waste Hauler Discharge Permit from the Broward County Water and Wastewater Services Operations Division.

**MARINE TERMINAL SECURITY**

**Section N1-** A list of all metal detection devices, walk-through and hand held, as well as all luggage and carryon x-ray machines owned or leased, to be used or domiciled at Port Everglades. Listing must include brand name and model.

**Section N2-** A copy of all manufacturers recommended service intervals and name of company contracted to provide such services on all aforementioned equipment.

**Section N3-** A description of current method employed to assure all equipment is properly calibrated and functioning.

**Section N4-** current training requirements and training syllabus for employees operating x-ray equipment. Highlight emphasis on weapon and contraband identification. Include equipment operator certificates, if any.

**Section O1-** Provide copies of all local, state and federal licenses, including:

- a. A copy of the Applicant's State of Florida Business License.
- b. A copy of security agency's Manager's "M" or "MB" License and a copy of the security agency's "B" or "BB" License issued by the Florida Department of Agriculture and Consumer Services.

**Section P3- SECURITY GUARDS / SUPERVISORS**

- a. Provide Applicant's background requirements, education, training etc., for personnel hired as security guards.
- b. Provide historic annual turnover ratio for security guards.
- c. Provide a copy of Applicant's job training program/policy including a copy of training curriculum and copies of all manuals and take-home materials made available to security guards. Include information regarding frequency of training.
- d. Provide background requirements, experience, licensing and any and all advanced training provided to supervisory personnel.
- e. Provide present policy for individual communication devices either required of security guards or supplied by the employer.
- f. Provide procurement criteria and source as well as Applicant's certification requirements for K-9 workforce.
- g. Provide information on the number of security guards / supervisors currently employed or expected to be employed to provide security services at Port Everglades.

Supervisors \_\_\_\_\_  
Class D Guards \_\_\_\_\_  
Class G Guards \_\_\_\_\_  
K-9 Handlers \_\_\_\_\_

By signing and submitting this application, Applicant certifies that all information provided in this application is true and correct. Applicant understands that providing false or misleading information on this application may result in the franchise application being denied, or in instances of renewal, a franchise revoked. Applicant hereby waives any and all claims for any damages resulting to the Applicant from any disclosure or publication in any manner of any material or information acquired by Broward County during the franchise application process or during any inquiries, investigations, or public hearings.


Applicant further understands that if there are any changes to the information provided herein (subsequent to this application submission) or to its officers, directors, senior management personnel, or business operation as stated in this application, Applicant agrees to provide such updated information to the Port Everglades Department of Broward County, including the furnishing of the names, addresses (and other information as required above) with respect to persons becoming associated with Applicant after its franchise application is submitted, and any other required documentation requested by Port Everglades Department staff as relating to the changes in the business operation. This information must be submitted within ten (10) calendar days from the date of any change made by the Applicant.

Applicant certifies that all workers performing functions for Applicant who are subject to the Longshore and Harbor Workers' Act are covered by Longshore & Harbor Workers' Act, Jones Act Insurance, as required by federal law.

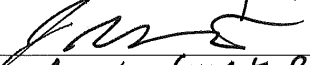
This application and all related records are subject to Chapter 119, F.S., the Florida Public Records Act.

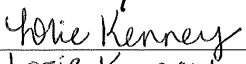
By its execution of this application, Applicant acknowledges that it has read and understands the rules, regulations, terms and conditions of the franchise it is applying for as set forth in Chapter 32, Part II, of the Broward County Administrative Code as amended, and agrees, should the franchise be granted by Broward County, to be legally bound and governed by all such rules, regulations, terms and conditions of the franchise as set forth in Chapter 32, Part II, of the Broward County Administrative Code as amended.

The individual executing this application on behalf of the Applicant, personally warrants that s/he has the full legal authority to execute this application and legally bind the Applicant.

Signature of Applicant's Authorized Representative  Date Signed 3/9/2022

Signature name and title - typed or printed Anthony Develli

Witness Signature (\*Required\*)   
Witness name-typed or printed Cory Gustafson

Witness Signature (\*Required\*)   
Witness name-typed or printed Lorie Kenney

If a franchise is granted, all official notices/correspondence should be sent to:

Name Anthony Develli Title President

Address 529 Terminal Ave, New Castle, DE 1972 Phone (302) 655-7300

2/16/22, 3:56 PM

Detail by Entity Name

DIVISION OF CORPORATIONS



[Department of State](#) / [Division of Corporations](#) / [Search Records](#) / [Search by Entity Name](#) /

## Detail by Entity Name

Foreign Limited Liability Company

**PORT CONTRACTORS - SOUTHEAST, LLC**

### Filing Information

**Document Number** M10000005324

**FEI/EIN Number** 27-4117367

**Date Filed** 12/03/2010

**State** DE

**Status** ACTIVE

**Last Event** LC STMNT OF RA/RO CHG

**Event Date Filed** 12/27/2021

**Event Effective Date** NONE

### Principal Address

529 TERMINAL AVENUE  
NEW CASTLE, DE 19720

### Mailing Address

529 TERMINAL AVENUE  
NEW CASTLE, DE 19720

### Registered Agent Name & Address

CORPORATION SERVICE COMPANY  
1201 HAYS STREET  
TALLAHASSEE, FL 32301-2525

Name Changed: 12/27/2021

Address Changed: 12/27/2021

### Authorized Person(s) Detail

#### Name & Address

Title MGR

PCI OPERATIONS, LLC  
529 TERMINAL AVENUE  
NEW CASTLE, DE 19720

Title President



2/16/22, 3:56 PM

Detail by Entity Name

Evanko, Michael  
529 TERMINAL AVENUE  
NEW CASTLE, DE 19720

**Annual Reports**

| Report Year | Filed Date |
|-------------|------------|
| 2019        | 04/01/2019 |
| 2020        | 04/09/2020 |
| 2021        | 07/27/2021 |

**Document Images**

|   |  |
|---|--|
| <a href="#">12/27/2021 -- CORLCRACHG</a>            | <a href="#">View image in PDF format</a> |
| <a href="#">07/27/2021 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">04/09/2020 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">09/26/2019 -- AMENDED ANNUAL REPORT</a> | <a href="#">View image in PDF format</a> |
| <a href="#">04/01/2019 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">06/29/2018 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">01/09/2017 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">04/05/2016 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">03/24/2015 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">01/15/2014 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">07/01/2013 -- REINSTATEMENT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">04/22/2011 -- ANNUAL REPORT</a>         | <a href="#">View image in PDF format</a> |
| <a href="#">12/03/2010 -- Foreign Limited</a>       | <a href="#">View image in PDF format</a> |

Florida Department of State, Division of Corporations

Anthony Develli, President

Tony was recently promoted to President of Port Contractors. Tony had been with Port Contractors for almost ten years, where he has been integral to the operational and financial growth of the Port Contractors terminal network. Tony's expertise as a seasoned operations leader will pave the way for new business development opportunities. Prior to this promotion, Tony led the Company's operations and commercial development efforts for all locations, with a focus on providing customers with quality service at competitive prices. He has extensive experience in the maritime industry in a variety of roles over the course of his career, including finance, operation sand sales.

Since joining the Company in 2012, Tony has brought many new customers on board and has successfully expanded customers' use of the Company's services.

Prior to joining the Company, Tony spent 14 years at Federal Marine Terminals ("FMT"), progressively advancing to become its Vice President of Commercial Development. Before FMT, Tony worked for Pacific Great Lakes, a stevedoring company, as a controller and then as its Director of Operations.

Tony earned his BS in Accounting from Clarion University and his MBA from Cleveland State.

SECTION A2

**Dennis Moro**  
**(561)290-9599**  
dmoro@portcontractors.com

## **Experience**

### **Port Contractors – Southeast, LLC**

February 2009 - Present

Terminal Superintendent – Manage our day to day operations at our multiple southeast locations.

### **Port of Palm Beach**

February 2008 – February 2009

Harbormaster – Manage day to day operations of the port. Including the overseeing of the port rail operation and all inbound and outbound vessel activity.

### **Palm Beach Steamship Agency**

1997 – February 2008

Ship Agent / Warehouse Manager / Stevedore – Handled all vessel CBP documentation and vessel husbandry. Coordinated the receiving and loading of all cargo. Also the loading and unloading of vessels while in port.

## **Skills**

- Crane operator
- Heavy equipment operator
- Forklift certified
- Certified Signalman
- Certified Rigger
- Certified in Mobile Crane Safety
- Proficient in Microsoft Office
- Bilingual

Port Contractors of South Carolina,  
LLC

Page 502 of 1

SECTION B2

fax sent by 3026582951

RL&F SERVICE CORP

12-10-08 12:02 pg. 2/2

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:09 PM 12/10/2008  
FILED 12:09 PM 12/10/2008  
SRV 081181067 - 4513793 FILE

CERTIFICATE OF FORMATION

OF

PORT CONTRACTORS OF SOUTH CAROLINA LLC

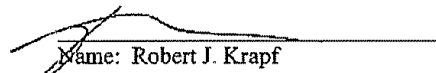
This Certificate of Formation of Port Contractors of South Carolina LLC (the "LLC"), dated as of December 10, 2008, is being duly executed and filed by Robert J. Krapf as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is Port Contractors of South Carolina LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is One Rodney Square, 10<sup>th</sup> Floor, Tenth and King Streets, Wilmington, New Castle County, Delaware, 19801.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is RL&F Service Corp., One Rodney Square, 10<sup>th</sup> Floor, Tenth and King Streets, Wilmington, New Castle County, Delaware, 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

  
Name: Robert J. Krapf  
Authorized Person

Port Contractors - Southeast, LLC

SECTION B2

# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "PORT CONTRACTORS OF SOUTH CAROLINA LLC", CHANGING ITS NAME FROM "PORT CONTRACTORS OF SOUTH CAROLINA LLC" TO "PORT CONTRACTORS - SOUTHEAST, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF AUGUST, A.D. 2010, AT 10:27 O'CLOCK A.M.

4513793 8100

100871702

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8206548

DATE: 09-02-10

Port Contractors - Southeast, LLC

SECTION B2

AMENDED AND RESTATED CERTIFICATE OF FORMATION

OF

PORT CONTRACTORS OF SOUTH CAROLINA LLC

This Amended and Restated Certificate of Formation of Port Contractors of South Carolina LLC (the "LLC"), dated as of August 31, 2010, has been duly executed and is being filed by Robert J. Krapf, as an authorized person in accordance with the provisions of 6 Del.C. §18-208, to amend and restate the original Certificate of Formation of the LLC, which was filed on December 10, 2008, with the Secretary of State of the State of Delaware (the "Certificate"), to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

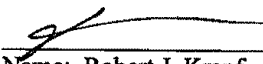
The Certificate is hereby amended and restated in its entirety to read as follows:

FIRST. The name of the limited liability company is Port Contractors - Southeast, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is One Rodney Square, 10<sup>th</sup> Floor, Tenth and King Streets, Wilmington, New Castle County, Delaware, 19801.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware is RL&F Service Corp., One Rodney Square, 10<sup>th</sup> Floor, Tenth and King Streets, Wilmington, New Castle County, Delaware, 19801.

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation as of the date first above written.

  
Name: Robert J. Krapf  
Authorized Person

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:27 AM 08/31/2010  
FILED 10:27 AM 08/31/2010  
SRV 100871702 - 4513793 FILE

850-617-6381

12/7/2010 12:19:48 PM PAGE 2/002 Fax Server

SECTION B2



December 7, 2010

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

PORT CONTRACTORS - SOUTHEAST, LLC  
529 TERMINAL AVENUE  
NEW CASTLE, DE 19720

Qualification documents for PORT CONTRACTORS - SOUTHEAST, LLC were filed on December 3, 2010, and assigned document number M1000005324. Please refer to this number whenever corresponding with this office.

Your limited liability company is now qualified and authorized to transact business in Florida as of the file date.

The certification you requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H10000260177.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added. It is your responsibility to remember to file your annual report in a timely manner.

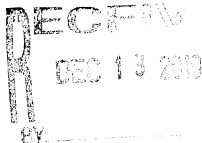
A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to [www.irs.gov](http://www.irs.gov).

Please be aware if the limited liability company address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please contact this office at the address given below.

Gretchen Harvey  
Document Specialist Supervisor  
Registration/Qualification Section  
Division of Corporations

Letter Number: 910A00028217



P.O BOX 6327 - Tallahassee, Florida 32314

850-617-6381

12/7/2010 12:19:48 PM PAGE 1/002 Fax Server

SECTION B2

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the application by PORT CONTRACTORS - SOUTHEAST, LLC, a Delaware limited liability company, authorized to transact business within the state of Florida on December 3, 2010, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H10000260177. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this limited liability company is M10000005324.

Authentication Code: 910A00028217-120610-M10000005324-1/1

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Seventh day of December, 2010



*Dawn K. Roberts*  
Dawn K. Roberts  
Secretary of State



**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Port Contractors-Southeast, LLC  
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

\_\_\_\_\_  
Name of Person

\_\_\_\_\_  
Firm/Company

\_\_\_\_\_  
Address

\_\_\_\_\_  
City/State and Zip Code

\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

\_\_\_\_\_ at (\_\_\_\_\_) \_\_\_\_\_  
Name of Person Area Code & Daytime Telephone Number

**MAILING ADDRESS:**  
Division of Corporations  
Registration Section  
P.O. Box 6327  
Tallahassee, FL 32314

**STREET ADDRESS:**  
Division of Corporations  
Registration Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee     \$130.00 Filing Fee & Certificate of Status     \$155.00 Filing Fee & Certified Copy     \$160.00 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. Port Contractors - Southeast, LLC  
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. 12/10/2008 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. 9/23/2010  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 529 Terminal Avenue  
New Castle, DE 19720  
(Street Address of Principal Office)

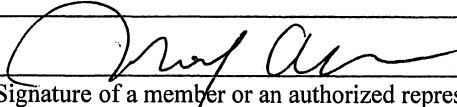
8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Greenhull Group, LLC  
529 Terminal Avenue  
New Castle, DE 19720

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Material Handling

  
\_\_\_\_\_  
Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael Evanko  
\_\_\_\_\_  
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Port Contractors-Southeast, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.*

C T Corporation System

Connie Bryan

By:

*Connie Bryan*  
(Signature)

Assistant Secretary

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

SECTION B2

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PORT CONTRACTORS - SOUTHEAST, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF DECEMBER, A.D. 2010.

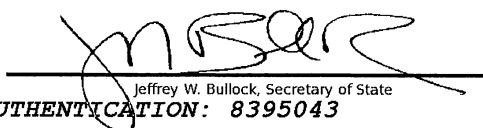
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

4513793 8300

101144081

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8395043

DATE: 12-02-10

SECTION C2



November 17, 2021

**Media Contact:**

Justin May, on behalf of Enstructure  
860-839-1538  
[jmay@gbpr.com](mailto:jmay@gbpr.com)

**Enstructure Acquires Port Contractors, Strategically Expanding to Mid-Atlantic Market**

*Expansion to Mid-Atlantic geo-market enhances Enstructure's terminal and logistics solutions while positioning Enstructure as a leading East Coast terminal operator*

**Wellesley, MA – November 17, 2021** – Enstructure, a leading U.S. terminal and logistics company, announced today that it has acquired Port Contractors and its affiliates ("Port Contractors").

Founded in 1974, Port Contractors provides high-quality stevedoring, material handling, warehousing, and logistics solutions to its diverse and long-standing customers. With primary operations in Wilmington, DE, Fairless Hills, PA, and Palm Beach, FL, the company services its customers across more than 205 acres, including 560,000 square feet of industrial warehousing and direct Class I railroad connectivity. Port Contractors' President, Mike Evanko, and its tenured management team will continue to lead the company's day-to-day operations.

"With the addition of Port Contractors to the Enstructure family of companies, we have expanded into the high-growth Mid-Atlantic market while partnering with Port Contractors ownership and its exceptional operating team led by Mike Evanko," said Matthew Satnick and Philippe De Montigny, Co-CEOs of Enstructure. "We are delighted to welcome Port Contractors to the team and look forward to supporting the company's long-standing customers with our broader terminal and logistics solutions."

"We are excited to partner with Enstructure as we look forward to Port Contractors' next phase of growth. Our team of approximately 65 employees will continue to provide an unparalleled level of customer service while leveraging Enstructure's broader terminal network and resources," said Mike Evanko, President of Port Contractors. "In joining the Enstructure family of companies, we are better positioned to serve our customers and their evolving supply chain needs."

Following the acquisition, Enstructure operates sixteen terminals across nine states with over 700 employees and approximately 3.8 million square feet of industrial warehouse capacity, including 19.2 million cubic feet of cold storage.

Seale & Associates acted as exclusive financial advisor to Port Contractors.

DocuSign Envelope ID: 95E29DD1-67C5-4E96-8405-986A5F9CE650

**RESOLUTIONS BY WRITTEN CONSENT  
OF THE SOLE MEMBER OF PORT CONTRACTORS - SOUTHEAST, LLC**

March 17, 2022

-----

THE UNDERSIGNED, the Authorized Representative of PCI Operations Holdings LLC, the sole member (the "**Sole Member**") of Port Contractors - Southeast, LLC, a Delaware limited liability company (the "**Company**"), hereby adopts by this written consent the following resolutions, each to have the same force and effect as though adopted at a duly convened meeting of the members of the Company held in accordance with applicable law and the limited liability company agreement of the Company effective as of January 1, 2022 (the "**LLC Agreement**"):

RESOLVED that effective January 1, 2022, the following persons have been and hereby are designated to serve in the offices of Company set opposite their respective names, and to hold such offices until their respective successors are duly designated or until their respective earlier resignations or removals:

| <u>Name</u>          | <u>Office</u>             |
|----------------------|---------------------------|
| Anthony Develli      | President                 |
| Cory Gustafson       | Director of Operations    |
| Matthew Satnick      | Authorized Representative |
| Philippe De Montigny | Authorized Representative |

RESOLVED, that all prior officers of the Company shall be deemed to be removed from their respective positions.

RESOLVED, that any and all acts of the officers of the Company, whether heretofore or hereafter taken or done, which are in conformity with the purposes and intent of these resolutions are hereby ratified, confirmed, adopted and approved as the acts of the Company.

This consent shall be filed in the books and records of the Company, as necessary.

*[SIGNATURE PAGE FOLLOWS]*

DocuSign Envelope ID: 95E29DD1-67C5-4E96-8405-986A5F9CE650

IN WITNESS WHEREOF, the undersigned has executed these Resolutions by Written Consent of the Sole Member as of the date first written above.

PCI OPERATIONS HOLDINGS LLC

By:   
Name: Matthew Satnick  
Title: Authorized Representative





AGENCY CUSTOMER ID: PORTCON

LOC #: \_\_\_\_\_



**ADDITIONAL REMARKS SCHEDULE**

Page 1 of 1

|                                       |           |  |  |
|---------------------------------------|-----------|--|--|
| AGENCY<br>Marsh & McLennan Agency LLC |           | NAMED INSURED<br>Port Contractors - Southeast, LLC<br>529 Terminal Ave<br>New Castle, DE 19720 |  |
| POLICY NUMBER                         |           | EFFECTIVE DATE:  |  |
| CARRIER                               | NAIC CODE |  |  |

**ADDITIONAL REMARKS**

**THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,**  
**FORM NUMBER:** 25 **FORM TITLE:** CERTIFICATE OF LIABILITY INSURANCE

Automobile Liability policy.  
MCS90 endorsement applies to the Automobile Liability policy.  
Waiver of subrogation form #WC000313 edition 04/84 applies to the Workers Compensation policy  
Notice of Cancellation form #WC994348 edition 04/18 applies to the Workers Compensation policy.

The General Liability policy includes a blanket additional insured endorsement to the certificate holder only when there is a written contract between the named insured and the certificate holder that requires such status.

The General Liability policy contains an endorsement with "Primary and NonContributory" wording that may apply only when there is a written contract between the named insured and the certificate holder that requires such wording.

The General Liability policy contains a blanket waiver of subrogation endorsement that may apply only when there is a written contract between the named insured and the certificate holder that requires such wording.

The Automobile Liability policy contains language that provides additional insured status to the certificate holder only when there is a written contract between the named insured and the certificate holder that requires such status.

The Automobile liability policy includes waiver of subrogation wording that may apply only when there is a written contract between the named insured and the certificate holder that requires such wording.

The Worker's Compensation policy includes a waiver of subrogation endorsement that may apply only when there is a written contract between the named insured and the certificate holder that requires such wording.

The General Liability, Worker's Compensation & Bumbershoot (excess liability) policies includes a blanket notice of cancellation to the certificate holder endorsement, providing for (30) days' advance written notice if the policy is canceled by the company, or 10 days' written notice before the policy is canceled for nonpayment of premium. Notice is sent to certificate holders with mailing addresses on file with the agent or the company. The endorsement does not provide for notice of cancellation to the certificate holder if the named insured requests cancellation.

The following Insurers apply to Bumbershoot (excess liability) policy #ZOB71M6894821ND:  
TRAVELERS PROPERTY CASUALTY CO OF AMERICA  
LIBERTY MUTUAL INSURANCE COMPANY  
STARR INDEMNITY & LIABILITY COMPANY PROVIDING

SECTION K

**Port Contractors, Inc. and Affiliates**

**Combined Financial Statements and  
Independent Auditors' Report**

**December 31, 2020 and 2019**

**Table of Contents**

|   | Page |
|---|------|
| Independent Auditors' Report.....   | 3    |
| Combined Financial Statements   |      |
| Combined Balance Sheets.....  | 5    |
| Combined Statements of Operations and Members' Equity.....  | 7    |
| Combined Statements of Cash Flows.....  | 8    |
| Notes to Combined Financial Statements.....   | 10   |
| Supplementary Information   |      |
| Combined Schedules of Cost of Operations.....   | 31   |
| Combined Schedules of General and Administrative Expenses .....                                   | 32   |
| Combining Balance Sheet.....  | 33   |
| Combining Statement of Operations and Members' Equity.....  | 35   |
| Combining Schedule of Cost of Operations.....   | 36   |
| Combining Schedule of General and Administrative Expenses.....                                    | 37   |
| Port Contractors, Inc. and Affiliates - Consolidating Schedules                                   |      |
| Consolidating Balance Sheet.....  | 38   |
| Consolidating Statement of Operations and Members' Equity.....                                    | 40   |
| Consolidating Schedule of Cost of Operations.....   | 41   |
| Consolidating Schedule of General and Administrative Expenses.....                                | 42   |
| PCI Operations, LLC and Affiliates - Consolidating Schedules                                      |      |
| Consolidating Balance Sheet.....  | 43   |
| Consolidating Statement of Operations and Retained Earnings and<br>Members' Equity (Deficit)..... | 47   |
| Consolidating Schedule of Cost of Operations.....   | 49   |
| Consolidating Schedule of General and Administrative Expenses.....                                | 51   |
| Bradin, LLC and Subsidiaries - Consolidating Schedules  |      |
| Consolidating Balance Sheet.....  | 53   |
| Consolidating Statement of Operations and Members' Equity.....                                    | 57   |
| Consolidating Schedule of Cost of Operations.....   | 59   |
| Consolidating Schedule of General and Administrative Expenses.....                                | 61   |



William A. Santora, CPA  
John A. D'Agostino, CPA, MST  
Heath N. Kahrs, CPA  
Robert S. Smith, CPA

Robert Freed, Principal  
Linda A. Pappajohn, Principal  
Stephen M. Conyers, CPA, Principal  
Theresa D. Jones, CPA, Principal  
Israel Mercado, CPA, Principal

### **Independent Auditors' Report**

To the Stockholders and Members  
Port Contractors, Inc. and Affiliates

### **Report on the Combined Financial Statements**

We have audited the accompanying combined financial statements of Port Contractors, Inc. and Affiliates (the Companies), which comprise the combined balance sheet as of December 31, 2020, the related combined statements of operations and retained earnings and members' equity, and cash flows for the year then ended, and the related notes to the combined financial statements.

### **Management's Responsibility for the Combined Financial Statements**

Management is responsible for the preparation and fair presentation of these combined financial statements in accordance with accounting principles generally accepted in the United States of America (GAAP); this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these combined financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatements of the combined financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Companies' preparation and fair presentation of the combined financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Companies' internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the combined financial statements.

We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our audit opinion.

To the Stockholders and Members

### **Opinion**

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the financial position of the Companies as of December 31, 2020, and the results of their operations and cash flows for the year then ended, in accordance with GAAP.

### **Prior Period Financial Statements**

The combined financial statements of the Companies, as of and for the year ended December 31, 2019, were audited by other auditors whose report, dated June 1, 2020, expressed an unmodified opinion on those statements.

### **Report on Supplementary Information**

Our audit was conducted for the purpose of forming an opinion on the combined financial statements as a whole. The accompanying supplementary information, as listed in the table of contents, as of and for the year ended December 31, 2020, is presented for purposes of additional analysis and is not a required part of the combined financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the combined financial statements. The information has been subjected to the auditing procedures applied in the audits of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements, or the combined financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the combined financial statements as a whole.

### **Prior Period Supplementary Information**

The accompanying supplementary information, as listed in the table of contents, as of and for the year ended December 31, 2019, was subjected to the auditing procedures applied in the 2019 audit of the basic combined financial statements by other auditors, whose report on such information stated that it was fairly stated in all material respects in relation to the 2019 combined financial statements as a whole.



A handwritten signature in cursive script, appearing to read "Auditor CPA Gracy", is written over a horizontal line.

May 20, 2021  
Newark, Delaware

**Port Contractors, Inc. and Affiliates**

**Combined Balance Sheets**

**December 31, 2020 and 2019**

| <b>Assets</b>                              |                     |                     |
|--|---------------------|---------------------|
|  | <u>2020</u>         | <u>2019</u>         |
| <b>CURRENT ASSETS</b>                      |                     |                     |
| Cash and cash equivalents                  | \$ 1,442,069        | \$ 3,637,467        |
| Accounts receivable                        | 4,009,265           | 4,701,481           |
| Accounts receivable - other                | 476,771             | 261,039             |
| Contract assets                            | 306,587             | 715,502             |
| Other receivables - stockholders/members   | 155,977             | 155,977             |
| Inventory                                  | 43,125              | 59,945              |
| Prepaid expenses                           | 632,277             | 794,588             |
| Prepaid income taxes                       | <u>286,419</u>      | <u>198,073</u>      |
| Total current assets                       | 7,352,490           | 10,524,072          |
| <b>PROPERTY AND EQUIPMENT</b>              |                     |                     |
| Land                                       | 12,265,162          | 12,202,938          |
| Equipment                                  | 4,909,709           | 5,027,310           |
| Transportation equipment                   | 936,519             | 872,371             |
| Buildings, leasehold and land improvements | 21,985,839          | 21,823,150          |
| Office furniture and fixtures              | 527,785             | 532,030             |
| Construction in progress                   | <u>243,525</u>      | <u>146,325</u>      |
|  | 40,868,539          | 40,604,124          |
| Less: accumulated depreciation             | <u>14,677,386</u>   | <u>14,144,796</u>   |
|  | 26,191,153          | 26,459,328          |
| <b>OTHER ASSETS</b>                        |                     |                     |
| Due from affiliates                        | 731,979             | 731,979             |
| Equity method investment                   | 5,341,284           | 5,541,035           |
| Investment in insurance contract           | 303,514             | 303,514             |
| Investments, at fair value                 | 918,809             | 496,049             |
| Terminal operation rights                  | 291,667             | 391,667             |
| Other assets                               | 44,647              | 44,647              |
| Derivative contract - interest rate swap   | <u>-</u>            | <u>28,023</u>       |
|  | <u>7,631,900</u>    | <u>7,536,914</u>    |
| <b>TOTAL ASSETS</b>                        | <u>\$41,175,543</u> | <u>\$44,520,314</u> |

See notes to combined financial statements.

**Port Contractors, Inc. and Affiliates**

**Combined Balance Sheets**

**December 31, 2020 and 2019**

**Liabilities and Stockholders' and Members' Deficit**

|   | <u>2020</u>         | <u>2019</u>         |
|---|---------------------|---------------------|
| <b>CURRENT LIABILITIES</b>  |                     |                     |
| Line of credit  | \$ 700,000          | \$ 1,400,000        |
| Accounts payable  | 1,661,126           | 2,165,065           |
| Accrued payroll and payroll taxes   | 138,764             | 134,770             |
| Accrued expenses  | 1,061,420           | 1,293,636           |
| Other current liabilities   | 553,687             | 709,120             |
| Current maturities of long-term debt  | 1,032,347           | 948,899             |
| Current maturities of subordinate debt                                      | <u>-</u>            | <u>567,705</u>      |
| Total current liabilities   | 5,147,344           | 7,219,195           |
| <b>LONG-TERM LIABILITIES</b>  |                     |                     |
| Share of deficiency in assets of equity investment                          | 2,492,079           | 2,491,695           |
| Derivative contract - interest rate swap                                    | 2,860,955           | -                   |
| Deferred tax liability  | 27,886              | 18,286              |
| Long-term debt, less current maturities and unamortized debt issuance costs | <u>33,971,378</u>   | <u>34,815,253</u>   |
| Total liabilities   | 44,499,642          | 44,544,429          |
| <b>STOCKHOLDERS' AND MEMBERS' DEFICIT</b>                                   |                     |                     |
| Common stock  | 16,500              | 16,500              |
| Additional paid-in capital  | 1,013,459           | 1,013,459           |
| Retained earnings and members' equity                                       | <u>12,602,961</u>   | <u>12,873,789</u>   |
|   | 13,632,920          | 13,903,748          |
| Less: noncontrolling interest   | <u>12,708,723</u>   | <u>9,679,567</u>    |
|   | 924,197             | 4,224,181           |
| Less: common stock held in treasury, at cost                                | <u>4,248,296</u>    | <u>4,248,296</u>    |
|   | <u>(3,324,099)</u>  | <u>(24,115)</u>     |
| <b>TOTAL LIABILITIES AND STOCKHOLDERS' AND MEMBERS' DEFICIT</b>             | <u>\$41,175,543</u> | <u>\$44,520,314</u> |

**Port Contractors, Inc. and Affiliates**  
**Combined Statements of Operations and Members' Equity**  
**For the Years Ended December 31, 2020 and 2019**

|  | <u>2020</u>          | <u>2019</u>          |
|--|----------------------|----------------------|
| <b>REVENUES</b>  |                      |                      |
| Revenue from contracts with customers                    | \$ 26,379,858        | \$ 30,714,446        |
| Rental income  | <u>4,631,823</u>     | <u>4,342,456</u>     |
| Total revenues   | 31,011,681           | 35,056,902           |
| <b>DIRECT EXPENSES</b>                                   |                      |                      |
| Cost of operations                                       | 22,145,470           | 24,246,161           |
| Depreciation and amortization                            | <u>536,498</u>       | <u>512,414</u>       |
| Total direct expenses                                    | <u>22,681,968</u>    | <u>24,758,575</u>    |
| <b>GROSS PROFIT</b>                                      | 8,329,713            | 10,298,327           |
| <b>INDIRECT EXPENSES</b>                                 |                      |                      |
| General and administrative                               | 4,549,142            | 5,103,073            |
| Depreciation and amortization                            | <u>419,521</u>       | <u>626,936</u>       |
|  | <u>4,968,663</u>     | <u>5,730,009</u>     |
| <b>INCOME FROM OPERATIONS</b>                            | 3,361,050            | 4,568,318            |
| <b>OTHER INCOME (EXPENSE)</b>                            |                      |                      |
| Equity in loss from investments                          | (135,135)            | (184,305)            |
| Investment income  | 26,179               | 28,643               |
| Interest expense   | (1,261,376)          | (1,694,528)          |
| Gain (loss) on swap agreements                           | (2,888,978)          | 1,009                |
| Gain on sale of property and equipment                   | 383,568              | 7,500                |
| Unrealized gain on investments                           | 114,247              | 4,830                |
| Realized gain (loss) on investments                      | (26,284)             | 128,507              |
| Gain on forgiveness of Paycheck Protection Program loan  | <u>1,122,100</u>     | <u>-</u>             |
|  | <u>(2,665,679)</u>   | <u>(1,708,344)</u>   |
| <b>INCOME BEFORE INCOME TAXES</b>                        | 695,371              | 2,859,974            |
| <b>PROVISION FOR INCOME TAXES</b>                        | <u>520,249</u>       | <u>492,021</u>       |
| <b>COMBINED NET INCOME</b>                               | 175,122              | 2,367,953            |
| <b>NET LOSS ATTRIBUTABLE TO NONCONTROLLING INTEREST</b>  | <u>(3,029,156)</u>   | <u>(154,592)</u>     |
| <b>NET INCOME ATTRIBUTABLE TO CONTROLLING INTEREST</b>   | 3,204,278            | 2,522,545            |
| <b>RETAINED EARNINGS AND MEMBERS' EQUITY - BEGINNING</b> | 12,873,789           | 15,780,236           |
| <b>DISTRIBUTIONS</b>                                     | <u>(3,475,106)</u>   | <u>(5,428,992)</u>   |
| <b>RETAINED EARNINGS AND MEMBERS' EQUITY - ENDING</b>    | <u>\$ 12,602,961</u> | <u>\$ 12,873,789</u> |

See notes to combined financial statements.



**Port Contractors, Inc. and Affiliates**

**Combined Statements of Cash Flows**

**For the Years Ended December 31, 2020 and 2019**

|   | <u>2020</u>      | <u>2019</u>     |
|---|------------------|-----------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>   |                  |                 |
| Combined net income   | \$ 175,122       | \$ 2,367,953    |
| Adjustments to reconcile combined net income to net cash provided by operating activities |                  |                 |
| Depreciation and amortization   | 956,019          | 1,139,350       |
| Equity in loss from investments   | 135,135          | 184,305         |
| (Gain) loss on swap agreements  | 2,888,978        | (1,009)         |
| Gain on sale of property and equipment  | (383,568)        | (7,500)         |
| Unrealized gain on investments  | (114,247)        | (4,830)         |
| Realized (gain) loss on investments   | 26,284           | (128,507)       |
| Gain on forgiveness of Paycheck Protection Program loan                                   | (1,122,100)      | -               |
| Deferred taxes  | 9,600            | (52,285)        |
| Changes in assets and liabilities   |                  |                 |
| (Increase) decrease in accounts receivable  | 692,216          | (1,519,974)     |
| Increase in accounts receivable - other   | (215,732)        | (41,498)        |
| Decrease in contract assets   | 408,915          | -               |
| Increase in other receivables - stockholders/members                                      | -                | (18,293)        |
| (Increase) decrease in inventory  | 16,820           | (19,360)        |
| (Increase) decrease in prepaid expenses   | 162,311          | (254,780)       |
| Increase in prepaid income taxes  | (88,346)         | (10,888)        |
| Decrease in other assets  | -                | 43,304          |
| Decrease in accounts payable  | (503,939)        | (67,126)        |
| Increase in accrued payroll and payroll taxes   | 3,994            | 40,095          |
| Increase (decrease) in accrued expenses   | (232,216)        | 297,582         |
| Decrease in other current liabilities   | <u>(155,433)</u> | <u>(20,342)</u> |
| Net cash provided by operating activities   | 2,659,813        | 1,926,197       |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>   |                  |                 |
| (Capital contributions to) distributions from equity investments                          | 65,000           | (647,000)       |
| Purchase of investment securities   | (1,225,126)      | (1,366,485)     |
| Proceeds from sale of investments   | 890,329          | 1,675,587       |
| Purchase of property and equipment  | (432,699)        | (731,789)       |
| Proceeds from sale of property and equipment  | <u>441,140</u>   | <u>7,500</u>    |
| Net cash used in investing activities   | (261,356)        | (1,062,187)     |

Continued...

**Port Contractors, Inc. and Affiliates**  
**Combined Statements of Cash Flows (Continued)**  
**For the Years Ended December 31, 2020 and 2019**

|  | <u>2020</u>         | <u>2019</u>         |
|--|---------------------|---------------------|
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>                                  |                     |                     |
| Payments on derivative contracts - interest rate swaps                       | \$ -                | \$ (229,000)        |
| Payment of loan acquisition costs  | -                   | (159,141)           |
| Net borrowings (repayments) under line of credit                             | (700,000)           | 900,000             |
| Repayment of subordinate debt  | (567,705)           | -                   |
| Proceeds from Paycheck Protection Program loan                               | 1,122,100           | -                   |
| Proceeds from issuance of long-term debt                                     | -                   | 10,753,667          |
| Repayment of long-term debt  | (973,144)           | (3,757,951)         |
| Repayment of capital lease obligation  | -                   | (201,402)           |
| Distributions to shareholders  | <u>(3,475,106)</u>  | <u>(5,970,904)</u>  |
| Net cash provided by (used in) financing activities                          | <u>(4,593,855)</u>  | <u>1,335,269</u>    |
| Net increase (decrease) in cash and cash equivalents                         | (2,195,398)         | 2,199,279           |
| CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR                                | <u>3,637,467</u>    | <u>1,438,188</u>    |
| CASH AND CASH EQUIVALENTS - END OF YEAR                                      | <u>\$ 1,442,069</u> | <u>\$ 3,637,467</u> |
| <b>SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION</b>                     |                     |                     |
| Cash paid during the year for interest                                       | <u>\$ 1,268,184</u> | <u>\$ 1,587,082</u> |
| <b>SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES</b> |                     |                     |
| Purchase of fixed assets through notes payable                               | <u>\$ 204,760</u>   | <u>\$ 80,580</u>    |

See notes to combined financial statements.

## **Port Contractors, Inc. and Affiliates**

### **Notes to Combined Financial Statements**

#### **Note A - The Companies**

Port Contractors, Inc. and PCI Operations, LLC are full service bulk handlers offering complete transportation and logistical management for the east coast of the United States of America. Bradin, LLC and Delport Holding Company are in the business of land development and rental of properties.

#### **Note B - Summary of Significant Accounting Policies**

##### **1. Principles of Combination**

The combined financial statements include the accounts of the following affiliated companies:

Port Contractors, Inc. and Affiliates  
PCI Operations, LLC and Affiliates  
Bradin, LLC and Subsidiaries  
Delport Holding Company

Port Contractors, Inc., Asiatic, LLC, and Greenhull Compost, LLC are consolidated. Asiatic, LLC invests in companies with both operations and rental properties. Greenhull Compost, LLC invested in a company whose primary operations were the receipt, composting, and subsequent sale of disposable materials.

PCI Operations, LLC and its single member LLCs, Port Contractors - Southeast, LLC; PCI of Virginia, LLC; PCI Fairless Hills, LLC; and PCI Wilmington, LLC have been presented as a single entity with its affiliate, Port Contractors Management, LLC (formally Greenhull Group, LLC), and PCI Trucking, LLC. Port Contractors Management, LLC is a management company.

Bradin, LLC and its single member LLCs, Lone, LLC; Hannah, LLC; Alma Properties, LLC; Franz, LLC; Gunner, LLC; Pigeon Point, LLC; Rail Barn, LLC; Port Ventures, LLC; Sherman Ventures, LLC; Mira, LLC; and Jetty, LLC have been presented as a single entity.

All material intercompany accounts and transactions have been eliminated in combination.

See Note B.2. regarding the consolidation of variable interest entities (VIE).

## **Port Contractors, Inc. and Affiliates**

### **Notes to Combined Financial Statements (Continued)**

#### **Note B - Summary of Significant Accounting Policies (Continued)**

##### **2. Consolidation of Variable Interest Entities**

Accounting principles generally accepted in the United States of America require the consolidation of a VIE with its primary beneficiary. A VIE is an entity that is not self-supporting and relies on another entity or individual for its financial support. A primary beneficiary is the entity or individual that gives the majority of support to a VIE. The management of Port Contractors, Inc. has determined that Port Contractors, Inc. is the primary beneficiary of VIEs Asiatic, LLC and Greenhull Compost, LLC and, accordingly, has consolidated those entities. The management of PCI Operations, LLC has determined that PCI Operations, LLC is the primary beneficiary of Port Contractors Management, LLC and, accordingly, has consolidated that entity.

Asiatic, LLC shares common ownership with Port Contractors, Inc. In addition, Port Contractors, Inc. provides financial support to, and guarantees the debt of, Deenah, LLC, an investee of Asiatic, LLC. See Note D for amounts contributed to Deenah, LLC for the years ended December 31, 2020 and 2019.

Greenhull Compost, LLC shares common ownership with Port Contractors, Inc. Greenhull Compost, LLC ceased operations in 2016.

Port Contractors Management, LLC shares common ownership with PCI Operations, LLC and Affiliates. Port Contractors Management, LLC is a management company providing services exclusively for PCI Operations, LLC and Affiliates, Port Contractors, Inc. and Affiliates, Bradin, LLC and Subsidiaries, and Delport Holding Company. Port Contractors Management charges each entity within PCI Operations, LLC and Affiliates, Port Contractors, Inc. and Affiliates, Bradin, LLC and Subsidiaries and Delport Holding Company an annual management fee. Port Contractors Management earned management fees totaling \$5,137,114 and \$4,363,033 for the years ended December 31, 2020 and 2019, respectively.

##### **3. Cash and Cash Equivalents**

For purposes of the combined statements of cash flows, the Companies include investments in money market funds in cash and cash equivalents.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**4. Revenue and Accounts Receivable**

The Companies recognize revenue from contracts with customers in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 606, unless the revenue is generated from activities outside the scope of that guidance, as follows:

|  | <u>2020</u>          | <u>2019</u>          |
|--|----------------------|----------------------|
| Revenue recognized in accordance with ASC 606        |                      |                      |
| Vessel   | \$ 15,226,811        | \$ 17,660,884        |
| Material handling                                    | 6,364,880            | 6,821,617            |
| Wharfage and dockage                                 | 2,903,180            | 3,806,396            |
| Time and materials                                   | 919,233              | 1,084,628            |
| Storage  | 509,575              | 855,751              |
| Other  | <u>456,179</u>       | <u>485,170</u>       |
| Revenue from contracts with customers                | <u>\$ 26,379,858</u> | <u>\$ 30,714,446</u> |
| Revenue recognized in accordance with other guidance |                      |                      |
| Rental income  | <u>\$ 4,631,823</u>  | <u>\$ 4,342,456</u>  |

Revenue from contracts with customers consists of revenue from marine terminal services and material handling services. The Companies recognize revenue when services are provided to customers in an amount that reflects the consideration the Companies expect to be entitled to in exchange for those services.

The Companies' contracts typically contain more than one performance obligation. The Companies allocate the total contract price to all distinct performance obligations using standalone selling prices. The Companies' contract revenues are recognized on the basis that the performance obligations under each contract are satisfied over time. The performance obligations are satisfied and control is transferred to the customer as the Companies perform the contracted services. The Companies' contracts fall under the "right-to-invoice" practical expedient, which allows an entity to recognize revenue equal to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance to date.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**4. Revenue and Accounts Receivable (Continued)**

Port Contractors - Southeast considers itself to be an agent for certain work performed at its Florida location, and agency revenue is, therefore, recorded net of related expenses.

Revenue disaggregated by type and geographic location is as follows for the year ended December 31,:

|   | 2020                |                     |                    |                     |
|---|---------------------|---------------------|--------------------|---------------------|
|   | Delaware            | Pennsylvania        | Florida            | Total               |
| Vessel                                      | \$11,857,613        | \$ 2,430,059        | \$ 939,139         | \$15,226,811        |
| Material handling                           | 5,335,573           | 854,733             | 174,574            | 6,364,880           |
| Wharfage and dockage                        | 1,838,116           | 1,065,064           | -                  | 2,903,180           |
| Time and materials                          | 675,319             | 132,420             | 111,494            | 919,233             |
| Storage                                     | 233,605             | 275,970             | -                  | 509,575             |
| Agency                                      | -                   | -                   | 180,800            | 180,800             |
| Scale                                       | 229,282             | -                   | -                  | 229,282             |
| Other                                       | 26,077              | 20,020              | -                  | 46,097              |
| Total revenue from contracts with customers | <u>\$20,195,585</u> | <u>\$ 4,778,266</u> | <u>\$1,406,007</u> | <u>\$26,379,858</u> |
|   | 2019                |                     |                    |                     |
|   | Delaware            | Pennsylvania        | Florida            | Total               |
| Vessel                                      | \$13,625,218        | \$ 3,481,779        | \$ 553,887         | \$17,660,884        |
| Material handling                           | 5,533,597           | 1,176,107           | 111,913            | 6,821,617           |
| Wharfage and dockage                        | 2,225,094           | 1,581,302           | -                  | 3,806,396           |
| Time and materials                          | 933,981             | 123,132             | 27,515             | 1,084,628           |
| Storage                                     | 372,978             | 482,773             | -                  | 855,751             |
| Agency                                      | -                   | -                   | 117,450            | 117,450             |
| Scale                                       | 321,932             | -                   | -                  | 321,932             |
| Other                                       | 21,949              | 23,839              | -                  | 45,788              |
| Total revenue from contracts with customers | <u>\$23,034,749</u> | <u>\$ 6,868,932</u> | <u>\$ 810,765</u>  | <u>\$30,714,446</u> |

Revenue generated from the rental of the Companies' real estate assets to third parties is recognized as earned, generally monthly, as prescribed in the rental agreement.

Accounts receivable consist of short-term receivables that arise in the normal course of business. Contract assets consist of amounts earned from contracts with customers that are unbilled by the Companies as of year end. Accounts receivable and contract assets consisted of the following at December 31,:

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**4. Revenue and Accounts Receivable (Continued)**

|   | <u>2020</u>         | <u>2019</u>         |
|---|---------------------|---------------------|
| Accounts receivable from contracts with customers | \$ 3,596,277        | \$ 4,113,672        |
| Accounts receivable from rental agreements        | <u>412,988</u>      | <u>587,809</u>      |
| Total accounts receivable                         | <u>\$ 4,009,265</u> | <u>\$ 4,701,481</u> |
| Contract assets                                   | <u>\$ 306,587</u>   | <u>\$ 715,502</u>   |

The Companies perform ongoing credit evaluations of their customers' financial condition and generally require no collateral from their customers. The Companies invoice monthly for rentals and weekly for most other services. Accounts are generally considered past due after 10 days for vessel revenue and after 30 days for all other revenue. Past due receivables generally do not accrue interest.

Management determines the allowance for doubtful accounts based upon prior experience and its assessment of the collectibility of specific accounts. The allowance for doubtful accounts was \$15,000 at December 31, 2020 and 2019. Uncollectible accounts receivable are charged off when management determines that all reasonable collection efforts have been exhausted.

**5. Inventory**

Inventory consists of supplies and is stated at the lower of cost, using the first-in, first-out (FIFO) method, and net realizable value.

**6. Property and Equipment**

Property and equipment are valued at cost. Maintenance, repairs, and minor renewals are charged directly to expense as incurred. Additions and betterments to property and equipment are capitalized. The Companies capitalize all assets with a cost of \$5,000 or greater.

When assets are disposed of, the related cost and accumulated depreciation thereon are removed from the accounts, and any resulting gain or loss is included in the combined statement of operations and members' equity.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**6. Property and Equipment (Continued)**

Depreciation of property and equipment is provided by use of the straight-line method over the estimated useful lives of the assets.

**7. Investments at Fair Value**

The Companies' investments, which are bought and held principally for the purpose of selling them on an as-needed basis, are classified as available-for-sale securities. The change in fair value of available-for-sale securities is included in the combined statement of operations and members' equity.

**8. Equity Investments**

Asiatic, LLC owns a 50% interest in Baltimore Western Marine Terminal, LLC (BWMT) and a 50% interest in Deenah, LLC. The investments were initially recorded at cost and are subsequently adjusted for Asiatic, LLC's proportionate share of earnings, contributions, and distributions.

**9. Derivative Financial Instruments**

The Companies hold derivative financial instruments for the purpose of hedging the risks of certain identifiable transactions. In general, the types of risks hedged are those relating to the changes in fair value of certain identifiable transactions caused by movements in interest rates.

The Companies recognize all derivative instruments at fair value as either assets or liabilities on the combined balance sheets. The accounting for changes in the fair value of a derivative instrument depends on whether it has been designated and qualifies as part of a hedging relationship. For derivatives not designated as hedges, the gain or loss is recognized in current earnings. For the year ended December 31, 2020, the Companies recognized a loss of \$2,888,978 on the swap agreement. The Companies recognized a gain of \$1,009 on the swap agreement for the year ended December 31, 2019.

**10. Loan Acquisition Costs**

Loan acquisition costs are amortized over the term of the loan using the straight-line method, which approximates the effective-interest method, and are deducted from long-term debt on the combined balance sheets.



**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**11. Income Taxes**

Port Contractors, Inc., with stockholder consent, and Port Contractors Management, LLC, with member consent, each elected to be treated as an S Corporation for income tax purposes. As S Corporations, the income of these companies is taxed on the individual stockholders' and members' tax returns. In the event of distribution, retained earnings of \$343,975, which were accumulated as of the date of Port Contractors, Inc.'s S Corporation election, will be taxable to the stockholders of record on the date of distribution.

Bradin, LLC, Asiatic, LLC, and Greenhull Compost, LLC file partnership tax returns. As such, the income of these companies is taxed on the individual members' tax returns.

PCI Operations, LLC elected to be taxed as a corporation. Delport Holding Company is also taxed as a corporation.

Deferred income taxes are provided using the liability method, whereby deferred tax assets are recognized for deductible temporary differences and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases.

Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of the changes in tax laws and rates as of the date of enactment.

When tax returns are filed, it is highly certain that some positions taken would be sustained upon examination by the taxing authorities, while others are subject to uncertainty about the merits of the position taken or the amount of the position that would ultimately be sustained. The benefit of a tax position is recognized in the financial statements in the period during which, based on all available evidence, management believes it is more likely than not that the position will be sustained upon examination, including the resolution of appeals or litigation processes, if any. Tax positions taken are not offset or aggregated with other positions. Tax positions that meet the more likely than not recognition threshold are measured as the largest amount of tax benefit that is more than 50%

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**11. Income Taxes (Continued)**

likely of being realized upon settlement with the applicable taxing authority. If applicable, the portion of the benefits associated with tax positions taken that exceeds the amount measured as described above is reflected as a liability for unrecognized tax benefits in the accompanying combined balance sheets along with any associated interest and penalties that would be payable to the taxing authorities upon examination. PCI Operations, LLC and Delport Holding Company have no liabilities, interest, or penalties associated with unrecognized tax benefits for the years ended December 31, 2020 and 2019. PCI Operations, LLC and Delport Holding Company are no longer subject to federal and state income tax examinations for fiscal years ended prior to December 31, 2017.

**12. Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities, at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

**13. Advertising**

The Companies expense advertising costs as they are incurred. Total advertising costs of \$3,855 and \$8,000 were incurred for the years ended December 31, 2020 and 2019, respectively.

**14. Fair Value Measurements**

The Companies' investments, as described in Notes B.7. and C, are measured at fair value. In addition, the Companies are involved in an interest rate swap, as described in Notes B.9. and I, which is also measured at fair value.

FASB authoritative guidance on *Fair Value Measurements* establishes a hierarchy for information and valuations used in measuring fair value, which is broken down into the following three levels.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**14. Fair Value Measurements (Continued)**

Level 1: Valuations are based on quoted market prices in active markets for identical assets or liabilities.

Level 2: Valuations are based on inputs that are observable, either directly or indirectly, other than quoted prices included within Level 1.

Level 3: Valuations are based on information that is unobservable and significant to the overall fair value measurement.

**15. Recent Accounting Pronouncements Not Yet Adopted**

In February 2016, FASB issued Accounting Standards Update (ASU) 2016-02, *Leases (Topic 842)*. The guidance in this ASU supersedes the leasing guidance in *Leases (Topic 840)*. Under the new guidance, lessees are required to recognize lease assets and lease liabilities on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. Leases with a term of 12 months or less will be accounted for similar to existing guidance for operating leases today.

The new standard requires lessors to account for leases using an approach that is substantially equivalent to existing guidance for sales-type leases, direct financing leases, and operating leases. In June 2020, FASB issued ASU 2020-05, *Revenue from Contracts with Customers (Topic 606) and Leases (Topic 842): Effective Dates for Certain Entities*, which defers the effective date of ASU 2016-02 an additional year, making it effective for annual reporting periods beginning after December 15, 2021. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the combined financial statements, with certain practical expedients available. The Companies are currently evaluating the impact of the adoption of ASU 2016-02 on the combined financial statements.

In June 2016, FASB issued ASU 2016-13, *Financial Instruments-Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*, which creates a new credit impairment standard for

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note B - Summary of Significant Accounting Policies (Continued)**

**15. Recent Accounting Pronouncements Not Yet Adopted (Continued)**

financial assets measured at amortized cost and available-for-sale debt securities. The ASU requires financial assets measured at amortized cost (including loans, trade receivables, and held-to-maturity debt securities) to be presented at the net amount expected to be collected, through an allowance for credit losses that are expected to occur over the remaining life of the asset, rather than incurred losses. The ASU requires that credit losses on available-for-sale debt securities be presented as an allowance rather than as a direct write-down. The measurement of credit losses for newly recognized financial assets (other than certain purchased assets) and subsequent changes in the allowance for credit losses are recorded in the statement of income as the amounts expected to be collected change. The ASU is effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. The Companies are currently evaluating the impact of the adoption of ASU 2016-13 on the combined financial statements.

**Note C - Investments at Fair Value**

Cost and fair market value of available-for-sale securities were as follows as of December 31,:

|  | 2020                    |                    |
|--|-------------------------|--------------------|
|  | Fair<br>Market<br>Value | Unrealized<br>Gain |
| Cost   |                         |                    |
| Equity - mutual funds, ETFs,<br>and UITs       | \$ 480,616              | \$ 123,254         |
| Fixed income - mutual funds,<br>ETFs, and UITs | <u>305,748</u>          | <u>9,191</u>       |
|  | <u>\$ 786,364</u>       | <u>\$ 132,445</u>  |

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note C - Investments at Fair Value (Continued)**

|  | <u>2019</u>       |                          |                               |
|--|-------------------|--------------------------|-------------------------------|
|  | <u>Cost</u>       | <u>Fair Market Value</u> | <u>Unrealized Gain (Loss)</u> |
| Equity - mutual funds, ETFs, and UITs      | \$ 296,435        | \$ 308,722               | \$ 12,287                     |
| Fixed income - mutual funds, ETFs and UITs | <u>188,502</u>    | <u>187,327</u>           | <u>(1,175)</u>                |
|  | <u>\$ 484,937</u> | <u>\$ 496,049</u>        | <u>\$ 11,112</u>              |

**Note D - Equity Investments**

The investments at equity/share of deficiency in assets of equity investment are as follows as of December 31, 2020:

|                   | <u>Deenah, LLC</u>  | <u>BWMT, LLC</u>      | <u>Total</u>        |
|-------------------|---------------------|-----------------------|---------------------|
| Beginning balance | \$ 5,541,035        | \$ (2,491,695)        | \$ 3,049,340        |
| Contributions     | 135,000             | -                     | 135,000             |
| Return of capital | (200,000)           | -                     | (200,000)           |
| Equity in loss    | <u>(134,751)</u>    | <u>(384)</u>          | <u>(135,135)</u>    |
| Ending balance    | <u>\$ 5,341,284</u> | <u>\$ (2,492,079)</u> | <u>\$ 2,849,205</u> |

The assets, liabilities, and results of operations of these companies are as follows as of and for the year ended December 31, 2020:

|             | <u>Deenah, LLC</u>   | <u>BWMT, LLC</u>      |
|-------------|----------------------|-----------------------|
| Assets      | <u>\$ 14,446,727</u> | <u>\$ 1,736</u>       |
| Liabilities | <u>\$ 3,900,328</u>  | <u>\$ (5,038,069)</u> |
| Net loss    | <u>\$ (269,502)</u>  | <u>\$ (768)</u>       |

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note D - Equity Investments (Continued)**

The investments at equity/share of deficiency in assets of equity investment are as follows as of December 31, 2019:

|                   | <u>Deenah, LLC</u>  | <u>BWMT, LLC</u>      | <u>Total</u>        |
|-------------------|---------------------|-----------------------|---------------------|
| Beginning balance | \$ 5,077,944        | \$ (2,491,299)        | \$ 2,586,645        |
| Contributions     | 647,000             | -                     | 647,000             |
| Equity in loss    | <u>(183,909)</u>    | <u>(396)</u>          | <u>(184,305)</u>    |
| Ending balance    | <u>\$ 5,541,035</u> | <u>\$ (2,491,695)</u> | <u>\$ 3,049,340</u> |

The assets, liabilities, and results of operations of these companies are as follows as of and for the year ended December 31, 2019:

|             | <u>Deenah, LLC</u>  | <u>BWMT, LLC</u>    |
|-------------|---------------------|---------------------|
| Assets      | <u>\$15,477,866</u> | <u>\$ 2,505</u>     |
| Liabilities | <u>\$ 4,593,841</u> | <u>\$ 5,038,069</u> |
| Net loss    | <u>\$ (367,818)</u> | <u>\$ (792)</u>     |

**Note E - Lines of Credit**

Port Contractors, Inc., PCI Wilmington, LLC, and Port Contractors Management, LLC are co-borrowers on a \$3,000,000 working capital line of credit expiring September 30, 2021. The interest rate is 30-day LIBOR plus 150 basis points (1.65% at December 31, 2020). The line of credit balance was \$700,000 and \$1,400,000 at December 31, 2020 and 2019, respectively.

Port Contractors, Inc., PCI Wilmington, LLC, and Port Contractors Management, LLC are co-borrowers on a \$3,000,000 equipment line of credit expiring September 30, 2021. The interest rate is 30-day LIBOR plus 150 basis points (1.65% at December 31, 2020). There was no balance drawn against the equipment line of credit at December 31, 2020 and 2019.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note F - Long-Term Debt**

Long-term debt consisted of the following at December 31,:

|  | <u>2020</u>          | <u>2019</u>          |
|--|----------------------|----------------------|
| PCI Wilmington, LLC, M&T Bank, maturing in September 2022. Payable in monthly installments totaling \$2,365, including interest at 3.55%. Collateralized by all non-real estate assets.  | \$ 48,052            | \$ 74,190            |
| Port Contractors, Inc., PCI Wilmington, LLC, and Port Contractors Management, LLC as co-borrowers, WSFS Bank, maturing in September 2039. Payable in fixed monthly principal installments (increasing annually), balloon payment due September 2039. Bears interest at a variable rate of 30-day LIBOR plus 178 basis points (1.93% at December 31, 2020). Collateralized by land and buildings. | 34,924,360           | 35,847,114           |
| PCI Trucking, LLC, M&T Bank, maturing in June 2024. Payable in monthly installments of \$4,535, balloon payment due June 2024. Interest rate is fixed at 2.99%. Collateralized by all non-real estate assets.  | 180,508              | -                    |
|  | <u>35,152,920</u>    | <u>35,921,304</u>    |
| Less: current maturities   | 1,032,347            | 948,899              |
| Less: unamortized debt issuance costs  | 149,195              | 157,152              |
| <b>LONG-TERM DEBT</b>  | <u>\$ 33,971,378</u> | <u>\$ 34,815,253</u> |

As of December 31, 2020 the aggregate maturities of long-term debt are as follows:

|            |                      |
|------------|----------------------|
| 2021       | \$ 1,032,370         |
| 2022       | 1,061,727            |
| 2023       | 1,077,517            |
| 2024       | 1,088,028            |
| 2025       | 1,098,944            |
| Thereafter | <u>29,794,334</u>    |
|            | <u>\$ 35,152,920</u> |

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note G - Subordinate Debt**

Subordinated debt consisted of the following at December 31,:

|  | <u>2020</u> | <u>2019</u>    |
|--|-------------|----------------|
| Port Contractors, Inc.<br>Note payable to former stockholder -<br>paid in full in 2020 | \$ -        | \$ 567,705     |
| Less: current maturities   | <u>-</u>    | <u>567,705</u> |
|  | <u>\$ -</u> | <u>\$ -</u>    |

**Note H - Economic Relief**

During the year ended December 31, 2020, the Companies applied for and received funding of \$1,122,100 from the Paycheck Protection Program (PPP) under Division A, Title I of the Coronavirus Aid, Relief, and Economic Security Act (CARES) Act, which was enacted on March 27, 2020. Under terms of the PPP, certain amounts of the loan may be forgiven if they are used for qualified business expenses as described in the CARES Act and subsequent Small Business Administration (SBA) guidance. The loan bears interest at 1% and interest payments are deferred for 10 months from the end of the Company's loan forgiveness covered period. The Company recognized a gain on forgiveness of the loan during the year ended December 31, 2020 as all expenses required for forgiveness were incurred during the year, and the gain was therefore realizable. The loan was subsequently forgiven after year end, as disclosed in Note U.

**Note I - Interest Rate Swap**

During 2019, the Companies entered into an interest rate swap agreement with Huntington Bank, adjusting the effective cost of the Company's note payable to WSFS Bank described in Note F from a variable rate of 30-day LIBOR plus 1.78% to a fixed rate of 3.5%. At December 31, 2020, the interest rate swap contract was recorded as a liability of the Companies in the amount of \$2,860,955. The interest rate swap contract was recorded as an asset of the Companies in the amount of \$28,023 at December 31, 2019.



**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note J - Fair Value Measurement**

The table below presents the balance of assets and liabilities measured at fair value on a recurring basis by level within the hierarchy:

| Description                            | Fair Value<br>12/31/2020 | Level 1           | Level 2             | Level 3     |
|--|--------------------------|-------------------|---------------------|-------------|
| <b>ASSETS</b>                          |                          |                   |                     |             |
| Available-for-sale securities          | \$ <u>918,809</u>        | \$ <u>918,809</u> | \$ <u>-</u>         | \$ <u>-</u> |
| <b>LIABILITIES</b>                     |                          |                   |                     |             |
| Derivative contracts - swap agreements | \$ <u>2,860,955</u>      | \$ <u>-</u>       | \$ <u>2,860,955</u> | \$ <u>-</u> |
| <b>Note K - Retirement Plan</b>        |                          |                   |                     |             |
| Description                            | Fair Value<br>12/31/2019 | Level 1           | Level 2             | Level 3     |
| <b>ASSETS</b>                          |                          |                   |                     |             |
| Available-for-sale securities          | \$ 496,049               | \$ 496,049        | \$ -                | \$ -        |
| Derivative contracts - swap agreements | <u>28,023</u>            | <u>-</u>          | <u>28,023</u>       | <u>-</u>    |
| Totals                                 | \$ <u>524,072</u>        | \$ <u>496,049</u> | \$ <u>28,023</u>    | \$ <u>-</u> |

The fair market value of available-for-sale securities is based on quoted market prices. The fair value of the interest rate swap (used for purposes other than trading) is the estimated amount the Companies would receive or pay to terminate the swap agreement at the reporting date, taking into account current interest rates.

**Note K - Retirement Plan**

PCI Wilmington, PCI Fairless Hills, PCI - Southeast, and Port Contractors Management, LLC sponsor a 401(k) retirement profit-sharing plan, which covers eligible full- and part-time employees. The employees can contribute amounts under a salary reduction agreement up to specified limits. The Companies' matching contribution is \$.33 for every \$1 of compensation, which the employee elects to defer up to a maximum of 2% of compensation. The Board of Directors did not make a discretionary profit-sharing contribution for 2020 or 2019. Total 401(k) expense was \$52,057 and \$80,990 for 2020 and 2019, respectively.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note L - Related-Party Transactions**

The following table summarizes the related-party transactions included on the accompanying combined balance sheets at December 31,:

|   | <u>2020</u>       | <u>2019</u>       |
|---|-------------------|-------------------|
| Receivables from stockholders and members | \$ <u>155,977</u> | \$ <u>155,977</u> |
| Due from affiliates                       | \$ <u>731,979</u> | \$ <u>731,979</u> |

At December 31, 2020 and 2019, amounts due from affiliates include \$723,243 due from Deenah, LLC, an equity-method investee of the Companies. The receivable from Deenah, LLC bears no interest and has no stated due date.

**Note M - Leases**

As Lessee

The Companies lease various pieces of equipment and office space under operating leases expiring through 2025. Rent expense amounted to \$1,357,465 and \$1,069,071 for the years ended December 31, 2020 and 2019, respectively.

Future minimum lease payments are as follows for the years ending December 31,:

|      |                     |
|------|---------------------|
| 2021 | \$ 1,271,768        |
| 2022 | 826,574             |
| 2023 | 576,502             |
| 2024 | 122,673             |
| 2025 | 4,664               |
|      | <u>\$ 2,802,181</u> |

As Lessor

The Companies lease a portion of their shop, office, yard, storage land, and equipment. Rental income from these leases amounted to \$4,631,823 and \$4,342,456 for the years ended December 31, 2020 and 2019, respectively. Leased assets were recorded at a cost of \$17,081,606 at December 31, 2020 and 2019, and had a net book value of \$11,294,784 and \$11,703,000 at December 31, 2020 and 2019, respectively.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note M - Leases (Continued)**

Future minimum rental income is as follows for the years ending December 31,:

|            |                     |
|------------|---------------------|
| 2021       | \$ 4,306,167        |
| 2022       | 3,125,581           |
| 2023       | 2,612,563           |
| 2024       | 862,774             |
| 2025       | 19,333              |
| Thereafter | <u>338,330</u>      |
|            | <u>\$11,264,748</u> |

**Note N - Income Taxes**

The provision for income taxes consisted of the following components for the years ended December 31,:

|                                  | <u>2020</u>       | <u>2019</u>       |
|----------------------------------|-------------------|-------------------|
| Current                          |                   |                   |
| Federal                          | \$ 346,615        | \$ 381,703        |
| State                            | <u>164,034</u>    | <u>162,603</u>    |
|                                  | 510,649           | 544,306           |
| Deferred                         |                   |                   |
| Federal                          | 6,750             | (35,545)          |
| State                            | <u>2,850</u>      | <u>(16,740)</u>   |
|                                  | <u>9,600</u>      | <u>(52,285)</u>   |
| Total provision for income taxes | <u>\$ 520,249</u> | <u>\$ 492,021</u> |

The Companies' deferred tax liability results from the difference between the net value of property and equipment for book and tax purposes.

**Note O - Commitments and Contingencies**

Port Contractors, Inc. guarantees the debt of Deenah, LLC (an equity-method investee of the Companies). The debt, which is payable to WSFS Bank and matures in November 2021, had a balance of \$3,853,210 at December 31, 2020 and 2019. Land owned by Deenah, LLC is collateral for the debt and has a cost basis of \$8,840,989. The collateralized land was last appraised in 2019 at a value of \$10,500,000.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note O - Commitments and Contingencies (Continued)**

One of the properties on which the Companies conducted operations was examined by regulatory agencies, and it was determined that hazardous substances were present in concentrations sufficient to warrant remedial action under applicable environmental laws. Management has reviewed this matter with its legal counsel and believes that the ultimate resolution will not have a material effect on the Companies' financial position or results of operations.

PCI Wilmington has entered into a stevedoring and terminal services agreement, with GT USA Wilmington, LLC (GT USA). Under the terms of this agreement, GT USA is appointed as the exclusive service provider for PCI Wilmington's stevedoring and terminal service needs at the Port of Wilmington. This agreement runs through June 30, 2029.

**Note P - Concentrations of Credit Risk**

Financial instruments that potentially subject the Companies to significant concentrations of credit risk are principally cash, accounts receivable, and contract assets. Cash deposits are maintained in highly rated financial institutions within the Companies' operating area, and management continually monitors the financial strength of the institutions to minimize its risk. Accounts at these institutions are insured by the Federal Deposit Insurance Corporation for up to \$250,000. Amounts in excess of insured limits were \$384,814 and \$376,665 at December 31, 2020 and 2019, respectively.

Accounts receivable and contract assets represent unsecured credit sales whose collectibility is periodically reviewed by management. The majority of the Companies' receivables are generated from services provided in Delaware, Pennsylvania, and Florida.

**Note Q - Major Customers**

For the years ended December 31, 2020 and 2019, revenue from three major customers accounted for 62% and 64% of total revenues, respectively. Accounts receivable and contract assets from these customers accounted for 70% and 75% of total accounts receivable and contract assets as of December 31, 2020 and 2019, respectively.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note R - Common Stock and Treasury Stock**

Common stock and treasury stock consisted of the following shares as of December 31, 2020 and 2019:

|                | Port<br>Contractors,<br>Inc. | Delport<br>Holding<br>Company |
|----------------|------------------------------|-------------------------------|
| Authorized     | 500.00                       | 500.00                        |
| Issued         | 282.50                       | 282.50                        |
| Outstanding    | 97.50                        | 97.50                         |
| Treasury Stock | 185.00                       | 185.00                        |

Common stock has no stated par value.

**Note S - COVID-19 Pandemic**

In 2020, the COVID-19 pandemic in the United States, including geographical regions in which the Companies operate, caused business disruption through mandated and voluntary closings of businesses. The Companies, however, were deemed to be an essential business, therefore, they remained operational and did not experience a drastic negative impact due to COVID-19. The extent of the impact of COVID-19 on the Companies' operational and financial performance will continue to depend on certain developments, including the duration and spread of the outbreak and its impact on the Companies' customers, vendors, and employees, all of which are uncertain and cannot be predicted.

**Note T - Reclassifications**

Certain reclassifications have been made to the prior year's combined financial statements in order to conform to the current year presentation. The reclassification had no effect on previously reported net income or retained earnings and members' equity.

**Note U - Subsequent Events**

Management has evaluated all subsequent events through the date of the independent auditors' report, which is the date the combined financial statements were available to be issued.

**Port Contractors, Inc. and Affiliates**

**Notes to Combined Financial Statements (Continued)**

**Note U - Subsequent Events (Continued)**

On January 29, 2021, the Company received confirmation of forgiveness of its PPP loan and related interest in full.

During 2021, the Company applied for and received funding of \$620,410 for a second draw PPP loan under Section 311 of the Consolidated Appropriations Act, which was enacted on December 27, 2020. Similar to first draw PPP loans, second draw PPP loans may be forgiven if used for qualified expenses. Determination of whether or not the loan was used for qualified expenses and is ultimately forgiven is within the discretion of the SBA. The Company expects to use the funds on eligible purposes in order to apply and receive full forgiveness for the second draw loan in 2021.

CONFIDENTIAL

**Supplementary Information**

**Port Contractors, Inc. and Affiliates**

**Combined Schedules of Cost of Operations**

**For the Years Ended December 31, 2020 and 2019**

|   | <u>2020</u>                 | <u>2019</u>                 |
|---|-----------------------------|-----------------------------|
| General labor                             | \$ 3,968,831                | \$ 3,762,718                |
| Payroll taxes                             | 109,728                     | 132,662                     |
| 401(k) matching expense                   | 19,087                      | 17,323                      |
| Employee benefits                         | 585,986                     | 651,293                     |
| Damage claims                             | 3,420                       | 12,355                      |
| Equipment rent and leases                 | 1,884,683                   | 2,357,172                   |
| Equipment repairs and maintenance         | 729,182                     | 932,343                     |
| Facility rent, maintenance, and utilities | 343,170                     | 329,627                     |
| Fuel                                      | 279,895                     | 493,167                     |
| Insurance                                 | 76,833                      | 50,239                      |
| Materials                                 | 226,237                     | 322,694                     |
| Pass-through and other direct costs       | 404,400                     | 306,341                     |
| Subcontracting                            | 12,713,654                  | 14,036,584                  |
| Supplies                                  | 404,872                     | 291,827                     |
| Taxes and licenses                        | <u>395,492</u>              | <u>549,816</u>              |
| <b>TOTALS</b>                             | <b><u>\$ 22,145,470</u></b> | <b><u>\$ 24,246,161</u></b> |



**Port Contractors, Inc. and Affiliates**  
**Combined Schedules of General and Administrative Expenses**  
**For the Years Ended December 31, 2020 and 2019**

|                             | <u>2020</u>                | <u>2019</u>                |
|-----------------------------|----------------------------|----------------------------|
| Salary                      | \$ 2,527,930               | \$ 2,734,612               |
| Payroll taxes               | 137,685                    | 130,691                    |
| 401(k) matching expense     | 17,232                     | 38,364                     |
| Employee benefits           | 110,097                    | 136,833                    |
| Bad debt expense            | -                          | 49,171                     |
| Bank and investment charges | 36,986                     | 39,658                     |
| Dues and subscriptions      | 36,606                     | 58,444                     |
| Insurance                   | 551,749                    | 558,324                    |
| Office equipment costs      | 183,722                    | 200,197                    |
| Office expense              | 181,300                    | 185,173                    |
| Professional fees           | 365,903                    | 510,000                    |
| Taxes and licenses          | 352,602                    | 355,430                    |
| Travel                      | <u>47,330</u>              | <u>106,176</u>             |
| <b>TOTALS</b>               | <b>\$ <u>4,549,142</u></b> | <b>\$ <u>5,103,073</u></b> |

**Port Contractors, Inc. and Affiliates**

**Combining Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Assets**

|   | Port<br>Contractors,<br>Inc. and<br>Affiliates | PCI<br>Operations,<br>LLC and<br>Affiliates | Bradin, LLC<br>and<br>Subsidiaries | Delport<br>Holding<br>Company | Eliminations          | 2020                 | 2019                 |
|---|--|---|------------------------------------|-------------------------------|-----------------------|----------------------|----------------------|
| <b>CURRENT ASSETS</b>                         |  |   |                                    |                               |                       |                      |                      |
| Cash and cash equivalents                     | \$ 269,002                                     | \$ 424,833                                  | \$ 747,438                         | \$ 796                        | \$ -                  | \$ 1,442,069         | \$ 3,637,467         |
| Accounts receivable                           | 1,369,061                                      | 2,551,958                                   | 88,246                             | -                             | -                     | 4,009,265            | 4,701,481            |
| Accounts receivable - other                   | 476,771  | -   | -                                  | -                             | -                     | 476,771              | 261,039              |
| Contract assets                               | 86,853   | 219,734                                     | -                                  | -                             | -                     | 306,587              | 715,502              |
| Other receivables -<br>stockholders/members   | 99,245   | 56,732                                      | -                                  | -                             | -                     | 155,977              | 155,977              |
| Inventory                                     | 10,122   | 33,003                                      | -                                  | -                             | -                     | 43,125               | 59,945               |
| Prepaid expenses                              | 142,445  | 359,909                                     | 115,642                            | 14,281                        | -                     | 632,277              | 794,588              |
| Prepaid income taxes                          | -  | 286,419                                     | -                                  | -                             | -                     | 286,419              | 198,073              |
| <b>Total current assets</b>                   | <b>2,453,499</b>                               | <b>3,932,588</b>                            | <b>951,326</b>                     | <b>15,077</b>                 | <b>-</b>              | <b>7,352,490</b>     | <b>10,524,072</b>    |
| <b>PROPERTY AND EQUIPMENT</b>                 |  |   |                                    |                               |                       |                      |                      |
| Land  | 197,908  | -   | 11,918,339                         | 148,915                       | -                     | 12,265,162           | 12,202,938           |
| Equipment                                     | 2,520,218                                      | 1,013,282                                   | 1,376,209                          | -                             | -                     | 4,909,709            | 5,027,310            |
| Transportation equipment                      | 413,122  | 523,397                                     | -                                  | -                             | -                     | 936,519              | 872,371              |
| Buildings, leasehold and land<br>improvements | 3,178,621                                      | -   | 18,461,787                         | 345,431                       | -                     | 21,985,839           | 21,823,150           |
| Office furniture and fixtures                 | 467,840  | 1,980                                       | 57,965                             | -                             | -                     | 527,785              | 532,030              |
| Construction in progress                      | 77,952   | 29,450                                      | 136,123                            | -                             | -                     | 243,525              | 146,325              |
|   | 6,855,661                                      | 1,568,109                                   | 31,950,423                         | 494,346                       | -                     | 40,868,539           | 40,604,124           |
| Less: accumulated depreciation                | 5,349,195                                      | 833,746                                     | 8,149,014                          | 345,431                       | -                     | 14,677,386           | 14,144,796           |
|   | 1,506,466                                      | 734,363                                     | 23,801,409                         | 148,915                       | -                     | 26,191,153           | 26,459,328           |
| <b>OTHER ASSETS</b>                           |  |   |                                    |                               |                       |                      |                      |
| Accounts receivable from affiliates           | 11,779,210                                     | 44,372,114                                  | 7,977,138                          | 104,110                       | (64,232,572)          | -                    | -                    |
| Due from affiliates                           | 723,243  | -   | 8,736                              | -                             | -                     | 731,979              | 731,979              |
| Equity method investment                      | 5,341,284                                      | -   | -                                  | -                             | -                     | 5,341,284            | 5,541,035            |
| Investment in insurance contract              | 303,514  | -   | -                                  | -                             | -                     | 303,514              | 303,514              |
| Investments, at fair value                    | -  | -   | 918,809                            | -                             | -                     | 918,809              | 496,049              |
| Terminal operation rights                     | -  | 291,667                                     | -                                  | -                             | -                     | 291,667              | 391,667              |
| Other assets                                  | 2,225  | 42,422                                      | -                                  | -                             | -                     | 44,647               | 44,647               |
| Derivative contract - interest rate<br>swap   | -  | -   | -                                  | -                             | -                     | -                    | 28,023               |
|   | 18,149,476                                     | 44,706,203                                  | 8,904,683                          | 104,110                       | (64,232,572)          | 7,631,900            | 7,536,914            |
| <b>TOTAL ASSETS</b>                           | <b>\$ 22,109,441</b>                           | <b>\$ 49,373,154</b>                        | <b>\$ 33,657,418</b>               | <b>\$ 268,102</b>             | <b>\$(64,232,572)</b> | <b>\$ 41,175,543</b> | <b>\$ 44,520,314</b> |

**Port Contractors, Inc. and Affiliates**

**Combining Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Liabilities and Stockholders' and Members' Equity (Deficit)**

|   | Port<br>Contractors,<br>Inc. and<br>Affiliates | PCI<br>Operations,<br>LLC and<br>Affiliates | Bradin, LLC<br>and<br>Subsidiaries | Delport<br>Holding<br>Company | Eliminations          | 2020                 | 2019                 |
|---|--|---|------------------------------------|-------------------------------|-----------------------|----------------------|----------------------|
| <b>CURRENT LIABILITIES</b>  |  |   |                                    |                               |                       |                      |                      |
| Line of credit  | \$ -   | \$ 700,000                                  | \$ -                               | \$ -                          | \$ -                  | \$ 700,000           | \$ 1,400,000         |
| Accounts payable  | 38,507   | 1,583,060                                   | 39,559                             | -                             | -                     | 1,661,126            | 2,165,065            |
| Accrued payroll and payroll taxes   | -  | 138,764                                     | -                                  | -                             | -                     | 138,764              | 134,770              |
| Accrued expenses  | 8,356  | 1,040,235                                   | 12,829                             | -                             | -                     | 1,061,420            | 1,293,636            |
| Other current liabilities   | 151,849  | 309,646                                     | 92,192                             | -                             | -                     | 553,687              | 709,120              |
| Current maturities of long-term debt  | -  | 1,032,347                                   | -                                  | -                             | -                     | 1,032,347            | 948,899              |
| Current maturities of subordinate debt                                      | -  | -   | -                                  | -                             | -                     | -                    | 567,705              |
| <b>Total current liabilities</b>  | <b>198,712</b>                                 | <b>4,804,052</b>                            | <b>144,580</b>                     | <b>-</b>                      | <b>-</b>              | <b>5,147,344</b>     | <b>7,219,195</b>     |
| <b>LONG-TERM LIABILITIES</b>  |  |   |                                    |                               |                       |                      |                      |
| Share of deficiency in assets of equity investment                          | 2,492,079                                      | -   | -                                  | -                             | -                     | 2,492,079            | 2,491,695            |
| Derivative contract - interest rate swap                                    | -  | 2,860,955                                   | -                                  | -                             | -                     | 2,860,955            | -                    |
| Deferred tax liability  | -  | 27,886                                      | -                                  | -                             | -                     | 27,886               | 18,286               |
| Due to affiliates   | 29,255,273                                     | 2,036,999                                   | 32,242,875                         | 697,425                       | (64,232,572)          | -                    | -                    |
| Long-term debt, less current maturities and unamortized debt issuance costs | -  | 33,971,378                                  | -                                  | -                             | -                     | 33,971,378           | 34,815,253           |
| <b>Total liabilities</b>  | <b>31,946,064</b>                              | <b>43,701,270</b>                           | <b>32,387,455</b>                  | <b>697,425</b>                | <b>(64,232,572)</b>   | <b>44,499,642</b>    | <b>44,544,429</b>    |
| <b>STOCKHOLDERS' AND MEMBERS' EQUITY (DEFICIT)</b>                          |  |   |                                    |                               |                       |                      |                      |
| Common stock  | 1,000  | -   | -                                  | 15,500                        | -                     | 16,500               | 16,500               |
| Additional paid-in capital  | 935,959  | -   | -                                  | 77,500                        | -                     | 1,013,459            | 1,013,459            |
| Retained earnings and members' equity                                       | 1,992,957                                      | 8,524,937                                   | 1,269,963                          | 815,104                       | -                     | 12,602,961           | 12,873,789           |
|   | 2,929,916                                      | 8,524,937                                   | 1,269,963                          | 908,104                       | -                     | 13,632,920           | 13,903,748           |
| Less: noncontrolling interest   | 9,855,670                                      | 2,853,053                                   | -                                  | -                             | -                     | 12,708,723           | 9,679,567            |
|   | (6,925,754)                                    | 5,671,884                                   | 1,269,963                          | 908,104                       | -                     | 924,197              | 4,224,181            |
| Less: common stock held in treasury, at cost                                | 2,910,869                                      | -   | -                                  | 1,337,427                     | -                     | 4,248,296            | 4,248,296            |
|   | (9,836,623)                                    | 5,671,884                                   | 1,269,963                          | (429,323)                     | -                     | (3,324,099)          | (24,115)             |
| <b>TOTAL LIABILITIES AND STOCKHOLDERS' AND MEMBERS' EQUITY (DEFICIT)</b>    | <b>\$ 22,109,441</b>                           | <b>\$ 49,373,154</b>                        | <b>\$ 33,657,418</b>               | <b>\$ 268,102</b>             | <b>\$(64,232,572)</b> | <b>\$ 41,175,543</b> | <b>\$ 44,520,314</b> |

**Port Contractors, Inc. and Affiliates**

**Combining Statement of Operations and Members' Equity**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|   | Port<br>Contractors,<br>Inc. and<br>Affiliates | PCI<br>Operations,<br>LLC and<br>Affiliates | Bradin, LLC<br>and<br>Subsidiaries | Delpport<br>Holding<br>Company | Eliminations        | 2020                 | 2019                 |
|---|--|---|------------------------------------|--------------------------------|---------------------|----------------------|----------------------|
| <b>REVENUES</b>   |  |   |                                    |                                |                     |                      |                      |
| Revenue from contracts with customers                     | \$ 12,200,807                                  | \$ 28,653,418                               | \$ -                               | \$ -                           | \$(14,474,367)      | \$ 26,379,858        | \$ 30,714,446        |
| Rental income   | <u>1,808,758</u>                               | <u>1,812,079</u>                            | <u>3,801,886</u>                   | <u>104,110</u>                 | <u>(2,895,010)</u>  | <u>4,631,823</u>     | <u>4,342,456</u>     |
| Total revenues  | 14,009,565                                     | 30,465,497                                  | 3,801,886                          | 104,110                        | (17,369,377)        | 31,011,681           | 35,056,902           |
| <b>DIRECT EXPENSES</b>                                    |  |   |                                    |                                |                     |                      |                      |
| Cost of operations  | 12,951,981                                     | 23,219,445                                  | 121,128                            | 1,438                          | (14,148,522)        | 22,145,470           | 24,246,161           |
| Depreciation and amortization                             | <u>45,609</u>                                  | <u>206,288</u>                              | <u>284,601</u>                     | <u>-</u>                       | <u>-</u>            | <u>536,498</u>       | <u>512,414</u>       |
| Total direct expenses                                     | <u>12,997,590</u>                              | <u>23,425,733</u>                           | <u>405,729</u>                     | <u>1,438</u>                   | <u>(14,148,522)</u> | <u>22,681,968</u>    | <u>24,758,575</u>    |
| GROSS PROFIT  | 1,011,975                                      | 7,039,764                                   | 3,396,157                          | 102,672                        | (3,220,855)         | 8,329,713            | 10,298,327           |
| <b>INDIRECT EXPENSES</b>                                  |  |   |                                    |                                |                     |                      |                      |
| General and administrative                                | 827,688  | 4,028,400                                   | 2,774,583                          | 139,326                        | (3,220,855)         | 4,549,142            | 5,103,073            |
| Depreciation and amortization                             | <u>98,115</u>                                  | <u>116,290</u>                              | <u>205,116</u>                     | <u>-</u>                       | <u>-</u>            | <u>419,521</u>       | <u>626,936</u>       |
|   | <u>925,803</u>                                 | <u>4,144,690</u>                            | <u>2,979,699</u>                   | <u>139,326</u>                 | <u>(3,220,855)</u>  | <u>4,968,663</u>     | <u>5,730,009</u>     |
| INCOME (LOSS) FROM OPERATIONS                             | 86,172   | 2,895,074                                   | 416,458                            | (36,654)                       | -                   | 3,361,050            | 4,568,318            |
| <b>OTHER INCOME (EXPENSE)</b>                             |  |   |                                    |                                |                     |                      |                      |
| Equity in loss from investments                           | (135,135)                                      | -   | -                                  | -                              | -                   | (135,135)            | (184,305)            |
| Investment income   | 1,053  | -   | 25,126                             | -                              | -                   | 26,179               | 28,643               |
| Interest expense  | (4,913)  | (1,256,463)                                 | -                                  | -                              | -                   | (1,261,376)          | (1,694,528)          |
| Gain (loss) on swap agreements                            | -  | (2,888,978)                                 | -                                  | -                              | -                   | (2,888,978)          | 1,009                |
| Gain on forgiveness of Paycheck Protection Program loan   | -  | 1,122,100                                   | -                                  | -                              | -                   | 1,122,100            | -                    |
| Gain (loss) on sale of assets                             | (22,009)                                       | 405,577                                     | -                                  | -                              | -                   | 383,568              | 7,500                |
| Unrealized gain on investments                            | -  | -   | 114,247                            | -                              | -                   | 114,247              | 4,830                |
| Realized gain (loss) on investments                       | <u>-</u>                                       | <u>-</u>                                    | <u>(26,284)</u>                    | <u>-</u>                       | <u>-</u>            | <u>(26,284)</u>      | <u>128,507</u>       |
|   | <u>(161,004)</u>                               | <u>(2,617,764)</u>                          | <u>113,089</u>                     | <u>-</u>                       | <u>-</u>            | <u>(2,665,679)</u>   | <u>(1,708,344)</u>   |
| NET INCOME (LOSS) BEFORE INCOME TAXES                     | (74,832)                                       | 277,310                                     | 529,547                            | (36,654)                       | -                   | 695,371              | 2,859,974            |
| PROVISION FOR INCOME TAXES                                | -  | <u>520,249</u>                              | -                                  | -                              | -                   | <u>520,249</u>       | <u>492,021</u>       |
| NET INCOME (LOSS)   | (74,832)                                       | (242,939)                                   | 529,547                            | (36,654)                       | -                   | 175,122              | 2,367,953            |
| NET INCOME (LOSS) ATTRIBUTABLE TO NONCONTROLLING INTEREST | <u>(140,180)</u>                               | <u>(2,888,976)</u>                          | <u>-</u>                           | <u>-</u>                       | <u>-</u>            | <u>(3,029,156)</u>   | <u>(154,592)</u>     |
| NET INCOME (LOSS) ATTRIBUTABLE TO CONTROLLING INTEREST    | 65,348   | 2,646,037                                   | 529,547                            | (36,654)                       | -                   | 3,204,278            | 2,522,545            |
| RETAINED EARNINGS AND MEMBERS' EQUITY - BEGINNING         | 2,262,610                                      | 5,878,900                                   | 3,880,521                          | 851,758                        | -                   | 12,873,789           | 15,780,236           |
| DISTRIBUTIONS   | <u>(335,001)</u>                               | <u>-</u>                                    | <u>(3,140,105)</u>                 | <u>-</u>                       | <u>-</u>            | <u>(3,475,106)</u>   | <u>(5,428,992)</u>   |
| RETAINED EARNINGS AND MEMBERS' EQUITY - ENDING            | <u>\$ 1,992,957</u>                            | <u>\$ 8,524,937</u>                         | <u>\$ 1,269,963</u>                | <u>\$ 815,104</u>              | <u>\$ -</u>         | <u>\$ 12,602,961</u> | <u>\$ 12,873,789</u> |

**Port Contractors, Inc. and Affiliates**

**Combining Schedule of Cost of Operations**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|  | Port<br>Contractors,<br>Inc. and<br>Affiliates | PCI<br>Operations,<br>LLC and<br>Affiliates | Bradin, LLC<br>and<br>Subsidiaries | Delpport<br>Holding<br>Company | Eliminations          | 2020                 | 2019                 |
|--|--|---|------------------------------------|--------------------------------|-----------------------|----------------------|----------------------|
| General labor                                | \$ -   | \$ 3,968,831                                | \$ -                               | \$ -                           | \$ -                  | \$ 3,968,831         | \$ 3,762,718         |
| Payroll taxes                                | -  | 109,694                                     | 34                                 | -                              | -                     | 109,728              | 132,662              |
| 401(k) matching expense                      | -  | 19,087                                      | -                                  | -                              | -                     | 19,087               | 17,323               |
| Employee benefits                            | -  | 585,986                                     | -                                  | -                              | -                     | 585,986              | 651,293              |
| Damage claims                                | (251)  | 3,671                                       | -                                  | -                              | -                     | 3,420                | 12,355               |
| Equipment rent and leases                    | 181,343  | 1,694,669                                   | 8,671                              | -                              | -                     | 1,884,683            | 2,357,172            |
| Equipment repairs and<br>maintenance         | 22,737   | 695,803                                     | 9,204                              | 1,438                          | -                     | 729,182              | 932,343              |
| Facility rent, maintenance, and<br>utilities | 75,455   | 193,008                                     | 74,707                             | -                              | -                     | 343,170              | 329,627              |
| Fuel   | -  | 279,895                                     | -                                  | -                              | -                     | 279,895              | 493,167              |
| Insurance                                    | -  | 76,833                                      | -                                  | -                              | -                     | 76,833               | 50,239               |
| Land rents and storage costs                 | 1,480,700                                      | 1,414,310                                   | -                                  | -                              | (2,895,010)           | -                    | -                    |
| Materials                                    | -  | 226,237                                     | -                                  | -                              | -                     | 226,237              | 322,694              |
| Pass-through and other direct<br>costs       | 153,766  | 233,463                                     | 17,171                             | -                              | -                     | 404,400              | 306,341              |
| Service costs                                | 11,253,512                                     | -   | -                                  | -                              | (11,253,512)          | -                    | -                    |
| Subcontracting                               | (216,187)                                      | 12,928,791                                  | 1,050                              | -                              | -                     | 12,713,654           | 14,036,584           |
| Supplies                                     | 376  | 394,753                                     | 9,743                              | -                              | -                     | 404,872              | 291,827              |
| Taxes and licenses                           | 530  | 394,414                                     | 548                                | -                              | -                     | 395,492              | 549,816              |
| <b>TOTALS</b>                                | <b>\$ 12,951,981</b>                           | <b>\$ 23,219,445</b>                        | <b>\$ 121,128</b>                  | <b>\$ 1,438</b>                | <b>\$(14,148,522)</b> | <b>\$ 22,145,470</b> | <b>\$ 24,246,161</b> |

**Port Contractors, Inc. and Affiliates**

**Combining Schedule of General and Administrative Expenses**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|                             | Port<br>Contractors,<br>Inc. and<br>Affiliates | PCI<br>Operations,<br>LLC and<br>Affiliates | Bradin, LLC<br>and<br>Subsidiaries | Delport<br>Holding<br>Company | Eliminations          | 2020                | 2019                |
|-----------------------------|--|---|------------------------------------|-------------------------------|-----------------------|---------------------|---------------------|
| Salary                      | \$ -   | \$ 2,527,930                                | \$ -                               | \$ -                          | \$ -                  | \$ 2,527,930        | \$ 2,734,612        |
| Payroll taxes               | -  | 137,685                                     | -                                  | -                             | -                     | 137,685             | 130,691             |
| 401(k) matching expense     | -  | 17,232                                      | -                                  | -                             | -                     | 17,232              | 38,364              |
| Employee benefits           | -  | 110,097                                     | -                                  | -                             | -                     | 110,097             | 136,833             |
| Bad debt expense            | -  | -   | -                                  | -                             | -                     | -                   | 49,171              |
| Bank and investment charges | 26,430   | 10,322                                      | 234                                | -                             | -                     | 36,986              | 39,658              |
| Dues and subscriptions      | -  | 36,606                                      | -                                  | -                             | -                     | 36,606              | 58,444              |
| Insurance                   | 56,639   | 465,532                                     | 29,578                             | -                             | -                     | 551,749             | 558,324             |
| Management fees             | 627,180  | -   | 2,469,061                          | 124,614                       | (3,220,855)           | -                   | -                   |
| Office equipment costs      | -  | 183,722                                     | -                                  | -                             | -                     | 183,722             | 200,197             |
| Office expense              | 7,714  | 173,586                                     | -                                  | -                             | -                     | 181,300             | 185,173             |
| Professional fees           | 53,833   | 233,507                                     | 76,329                             | 2,234                         | -                     | 365,903             | 510,000             |
| Taxes and licenses          | 55,892   | 84,851                                      | 199,381                            | 12,478                        | -                     | 352,602             | 355,430             |
| Travel                      | -  | 47,330                                      | -                                  | -                             | -                     | 47,330              | 106,176             |
| <b>TOTALS</b>               | <b>\$ 827,688</b>                              | <b>\$ 4,028,400</b>                         | <b>\$ 2,774,583</b>                | <b>\$ 139,326</b>             | <b>\$ (3,220,855)</b> | <b>\$ 4,549,142</b> | <b>\$ 5,103,073</b> |

**Port Contractors, Inc. and Affiliates**

**Consolidating Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Assets**

|   | Port<br>Contractors,<br>Inc. | Asiatic, LLC        | Greenhull<br>Compost, LLC | Eliminations          | 2020                 | 2019                 |
|---|------------------------------|---------------------|---------------------------|-----------------------|----------------------|----------------------|
| <b>CURRENT ASSETS</b>                         |                              |                     |                           |                       |                      |                      |
| Cash and cash equivalents                     | \$ 258,241                   | \$ 224              | \$ 10,537                 | \$ -                  | \$ 269,002           | \$ 599,473           |
| Accounts receivable                           | 1,369,061                    | -                   | -                         | -                     | 1,369,061            | 1,882,315            |
| Accounts receivable - other                   | 476,771                      | -                   | -                         | -                     | 476,771              | 261,039              |
| Contract assets                               | 86,853                       | -                   | -                         | -                     | 86,853               | 203,376              |
| Other receivables -<br>stockholders/members   | 99,245                       | -                   | -                         | -                     | 99,245               | 99,245               |
| Inventory                                     | 10,122                       | -                   | -                         | -                     | 10,122               | 30,799               |
| Prepaid expenses                              | 142,445                      | -                   | -                         | -                     | 142,445              | 142,171              |
| <b>Total current assets</b>                   | <b>2,442,738</b>             | <b>224</b>          | <b>10,537</b>             | <b>-</b>              | <b>2,453,499</b>     | <b>3,218,418</b>     |
| <b>PROPERTY AND EQUIPMENT</b>                 |                              |                     |                           |                       |                      |                      |
| Land  | 197,908                      | -                   | -                         | -                     | 197,908              | 197,908              |
| Equipment                                     | 2,520,218                    | -                   | -                         | -                     | 2,520,218            | 2,621,295            |
| Transportation equipment                      | 413,122                      | -                   | -                         | -                     | 413,122              | 413,121              |
| Buildings, leasehold and land<br>improvements | 3,178,621                    | -                   | -                         | -                     | 3,178,621            | 3,178,621            |
| Office furniture and fixtures                 | 467,840                      | -                   | -                         | -                     | 467,840              | 467,839              |
| Construction in progress                      | 77,952                       | -                   | -                         | -                     | 77,952               | 45,000               |
|   | 6,855,661                    | -                   | -                         | -                     | 6,855,661            | 6,923,784            |
| Less: accumulated depreciation                | 5,349,195                    | -                   | -                         | -                     | 5,349,195            | 5,280,910            |
|   | 1,506,466                    | -                   | -                         | -                     | 1,506,466            | 1,642,874            |
| <b>OTHER ASSETS</b>                           |                              |                     |                           |                       |                      |                      |
| Accounts receivable from<br>affiliates        | 18,097,746                   | -                   | -                         | (6,318,536)           | 11,779,210           | 18,754,782           |
| Due from affiliates                           | 672,458                      | 50,785              | -                         | -                     | 723,243              | 723,243              |
| Equity method investment                      | -                            | 5,341,284           | -                         | -                     | 5,341,284            | 5,541,035            |
| Investment in insurance contract              | 303,514                      | -                   | -                         | -                     | 303,514              | 303,514              |
| Other assets                                  | 2,225                        | -                   | -                         | -                     | 2,225                | 2,225                |
|   | 19,075,943                   | 5,392,069           | -                         | (6,318,536)           | 18,149,476           | 25,324,799           |
| <b>TOTAL ASSETS</b>                           | <b>\$ 23,025,147</b>         | <b>\$ 5,392,293</b> | <b>\$ 10,537</b>          | <b>\$ (6,318,536)</b> | <b>\$ 22,109,441</b> | <b>\$ 30,186,091</b> |

**Port Contractors, Inc. and Affiliates**

**Consolidating Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Liabilities and Stockholders' and Members' Equity (Deficit)**

|  | Port<br>Contractors,<br>Inc. | Asiatic, LLC        | Greenhull<br>Compost, LLC | Eliminations          | 2020                 | 2019                 |
|--|------------------------------|---------------------|---------------------------|-----------------------|----------------------|----------------------|
| <b>CURRENT LIABILITIES</b>   |                              |                     |                           |                       |                      |                      |
| Line of credit   | \$ -                         | \$ -                | \$ -                      | \$ -                  | \$ -                 | \$ 1,400,000         |
| Accounts payable   | 26,096                       | 12,411              | -                         | -                     | 38,507               | 70,013               |
| Accrued expenses   | 8,356                        | -                   | -                         | -                     | 8,356                | 13,137               |
| Other current liabilities  | 151,849                      | -                   | -                         | -                     | 151,849              | 175,738              |
| Current maturities of subordinate debt                                   | -                            | -                   | -                         | -                     | -                    | 567,705              |
| Total current liabilities  | 186,301                      | 12,411              | -                         | -                     | 198,712              | 2,226,593            |
| <b>LONG-TERM LIABILITIES</b>   |                              |                     |                           |                       |                      |                      |
| Share of deficiency in assets of equity investment                       | -                            | 2,492,079           | -                         | -                     | 2,492,079            | 2,491,695            |
| Due to affiliates  | 22,819,799                   | 5,409,454           | 7,344,556                 | (6,318,536)           | 29,255,273           | 34,894,593           |
| Total liabilities  | 23,006,100                   | 7,913,944           | 7,344,556                 | (6,318,536)           | 31,946,064           | 39,612,881           |
| <b>STOCKHOLDERS' AND MEMBERS' EQUITY (DEFICIT)</b>                       |                              |                     |                           |                       |                      |                      |
| Common stock   | 1,000                        | -                   | -                         | -                     | 1,000                | 1,000                |
| Additional paid-in capital   | 935,959                      | -                   | -                         | -                     | 935,959              | 935,959              |
| Retained earnings and members' equity (deficit)                          | 1,992,957                    | (2,521,651)         | (7,334,019)               | 9,855,670             | 1,992,957            | 2,262,610            |
|  | 2,929,916                    | (2,521,651)         | (7,334,019)               | 9,855,670             | 2,929,916            | 3,199,569            |
| Less: noncontrolling interest  | -                            | -                   | -                         | 9,855,670             | 9,855,670            | 9,715,490            |
|  | 2,929,916                    | (2,521,651)         | (7,334,019)               | -                     | (6,925,754)          | (6,515,921)          |
| Less: common stock held in treasury, at cost                             | 2,910,869                    | -                   | -                         | -                     | 2,910,869            | 2,910,869            |
|  | 19,047                       | (2,521,651)         | (7,334,019)               | -                     | (9,836,623)          | (9,426,790)          |
| <b>TOTAL LIABILITIES AND STOCKHOLDERS' AND MEMBERS' EQUITY (DEFICIT)</b> | <b>\$ 23,025,147</b>         | <b>\$ 5,392,293</b> | <b>\$ 10,537</b>          | <b>\$ (6,318,536)</b> | <b>\$ 22,109,441</b> | <b>\$ 30,186,091</b> |



**Port Contractors, Inc. and Affiliates**

**Consolidating Statement of Operations and Members' Equity**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|  | Port<br>Contractors,<br>LLC | Asiatic, LLC          | Greenhull<br>Compost, LLC | Eliminations        | 2020                | 2019                |
|--|-----------------------------|-----------------------|---------------------------|---------------------|---------------------|---------------------|
| <b>REVENUES</b>  |                             |                       |                           |                     |                     |                     |
| Revenue from contracts with customers                          | \$ 12,200,807               | \$ -                  | \$ -                      | \$ -                | \$ 12,200,807       | \$ 14,659,983       |
| Rental income  | <u>1,808,758</u>            | <u>-</u>              | <u>-</u>                  | <u>-</u>            | <u>1,808,758</u>    | <u>2,203,021</u>    |
| Total revenues   | 14,009,565                  | -                     | -                         | -                   | 14,009,565          | 16,863,004          |
| <b>DIRECT EXPENSES</b>   |                             |                       |                           |                     |                     |                     |
| Cost of operations   | 12,951,981                  | -                     | -                         | -                   | 12,951,981          | 16,048,700          |
| Depreciation and amortization                                  | <u>45,609</u>               | <u>-</u>              | <u>-</u>                  | <u>-</u>            | <u>45,609</u>       | <u>56,041</u>       |
| Total direct expenses  | <u>12,997,590</u>           | <u>-</u>              | <u>-</u>                  | <u>-</u>            | <u>12,997,590</u>   | <u>16,104,741</u>   |
| GROSS PROFIT   | 1,011,975                   | -                     | -                         | -                   | 1,011,975           | 758,263             |
| <b>INDIRECT EXPENSES</b>                                       |                             |                       |                           |                     |                     |                     |
| General and administrative                                     | 822,643                     | 3,310                 | 1,735                     | -                   | 827,688             | 459,595             |
| Depreciation and amortization                                  | <u>98,115</u>               | <u>-</u>              | <u>-</u>                  | <u>-</u>            | <u>98,115</u>       | <u>273,600</u>      |
|  | <u>920,758</u>              | <u>3,310</u>          | <u>1,735</u>              | <u>-</u>            | <u>925,803</u>      | <u>733,195</u>      |
| INCOME (LOSS) FROM OPERATIONS                                  | 91,217                      | (3,310)               | (1,735)                   | -                   | 86,172              | 25,068              |
| <b>OTHER INCOME (EXPENSE)</b>                                  |                             |                       |                           |                     |                     |                     |
| Equity in loss from investments                                | -                           | (135,135)             | -                         | -                   | (135,135)           | (184,305)           |
| Investment income  | 1,053                       | -                     | -                         | -                   | 1,053               | 856,084             |
| Interest expense   | (4,913)                     | -                     | -                         | -                   | (4,913)             | (800,204)           |
| Gain (loss) on swap agreements                                 | -                           | -                     | -                         | -                   | -                   | 12,758              |
| Financing costs  | -                           | -                     | -                         | -                   | -                   | 46,327              |
| Gain (loss) on sale of assets                                  | <u>(22,009)</u>             | <u>-</u>              | <u>-</u>                  | <u>-</u>            | <u>(22,009)</u>     | <u>1,000</u>        |
|  | <u>(25,869)</u>             | <u>(135,135)</u>      | <u>-</u>                  | <u>-</u>            | <u>(161,004)</u>    | <u>(68,340)</u>     |
| NET INCOME (LOSS)  | 65,348                      | (138,445)             | (1,735)                   | -                   | (74,832)            | (43,272)            |
| NET LOSS ATTRIBUTABLE TO<br>NONCONTROLLING INTEREST            | -                           | -                     | -                         | (140,180)           | (140,180)           | (190,909)           |
| NET INCOME (LOSS) ATTRIBUTABLE TO<br>CONTROLLING INTEREST      | 65,348                      | (138,445)             | (1,735)                   | 140,180             | 65,348              | 147,637             |
| RETAINED EARNINGS AND MEMBERS'<br>EQUITY (DEFICIT) - BEGINNING | 2,262,610                   | (2,383,206)           | (7,332,284)               | 9,715,490           | 2,262,610           | 5,003,988           |
| DISTRIBUTIONS  | <u>(335,001)</u>            | <u>-</u>              | <u>-</u>                  | <u>-</u>            | <u>(335,001)</u>    | <u>(2,889,015)</u>  |
| RETAINED EARNINGS AND MEMBERS'<br>EQUITY (DEFICIT) - ENDING    | <u>\$ 1,992,957</u>         | <u>\$ (2,521,651)</u> | <u>\$ (7,334,019)</u>     | <u>\$ 9,855,670</u> | <u>\$ 1,992,957</u> | <u>\$ 2,262,610</u> |

**Port Contractors, Inc. and Affiliates**

**Consolidating Schedule of Cost of Operations**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|   | Port<br>Contractors,<br>Inc. | Asiatic, LLC | Greenhull<br>Compost, LLC | Eliminations | 2020                 | 2019                 |
|---|------------------------------|--------------|---------------------------|--------------|----------------------|----------------------|
| Employee benefits                         | \$ -                         | \$ -         | \$ -                      | \$ -         | \$ -                 | \$ 1,469             |
| Damage claims                             | (251)                        | -            | -                         | -            | (251)                | 975                  |
| Equipment rent and leases                 | 181,343                      | -            | -                         | -            | 181,343              | 163,998              |
| Equipment repairs and maintenance         | 22,737                       | -            | -                         | -            | 22,737               | 80,447               |
| Facility rent, maintenance, and utilities | 75,455                       | -            | -                         | -            | 75,455               | 100,801              |
| Land rents and storage costs              | 1,480,700                    | -            | -                         | -            | 1,480,700            | 3,353,060            |
| Materials                                 | -                            | -            | -                         | -            | -                    | (15,474)             |
| Pass-through and other direct costs       | 153,766                      | -            | -                         | -            | 153,766              | 151,857              |
| Service costs                             | 11,253,512                   | -            | -                         | -            | 11,253,512           | 12,616,145           |
| Subcontracting                            | (216,187)                    | -            | -                         | -            | (216,187)            | (404,009)            |
| Supplies                                  | 376                          | -            | -                         | -            | 376                  | 63                   |
| Taxes and licenses                        | 530                          | -            | -                         | -            | 530                  | (632)                |
| <b>TOTALS</b>                             | <b>\$ 12,951,981</b>         | <b>\$ -</b>  | <b>\$ -</b>               | <b>\$ -</b>  | <b>\$ 12,951,981</b> | <b>\$ 16,048,700</b> |

**Port Contractors, Inc. and Affiliates**

**Consolidating Schedule of General and Administrative Expenses**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|                             | Port<br>Contractors,<br>Inc. | Asiatic, LLC    | Greenhull<br>Compost, LLC | Eliminations | 2020              | 2019              |
|-----------------------------|------------------------------|-----------------|---------------------------|--------------|-------------------|-------------------|
| Bad debt expense            | \$ -                         | \$ -            | \$ -                      | \$ -         | \$ -              | \$ 49,171         |
| Bank and investment charges | 26,430                       | -               | -                         | -            | 26,430            | 30,672            |
| Insurance                   | 56,639                       | -               | -                         | -            | 56,639            | 4,003             |
| Management fees             | 627,180                      | -               | -                         | -            | 627,180           | 223,201           |
| Office expense              | 7,714                        | -               | -                         | -            | 7,714             | (18,637)          |
| Professional fees           | 48,788                       | 3,310           | 1,735                     | -            | 53,833            | 101,616           |
| Taxes and licenses          | 55,892                       | -               | -                         | -            | 55,892            | 69,533            |
| Travel                      | -                            | -               | -                         | -            | -                 | 36                |
| <b>TOTALS</b>               | <b>\$ 822,643</b>            | <b>\$ 3,310</b> | <b>\$ 1,735</b>           | <b>\$ -</b>  | <b>\$ 827,688</b> | <b>\$ 459,595</b> |

**Port Contractors, Inc. and Affiliates**

**PCI Operations, LLC and Affiliates -  
Consolidating Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Assets**

|  | PCI<br>Operations,<br>LLC | Port<br>Contractors -<br>Southeast,<br>LLC | PCI of<br>Virginia, LLC | PCI Fairless<br>Hills, LLC | PCI<br>Wilmington,<br>LLC |
|--|---------------------------|--|-------------------------|----------------------------|---------------------------|
| <b>CURRENT ASSETS</b>                    |                           |  |                         |                            |                           |
| Cash and cash equivalents                | \$ 316                    | \$ 58,084                                  | \$ 95                   | \$ 17,174                  | \$ 84,629                 |
| Accounts receivable                      | -                         | 221,885                                    | -                       | 545,631                    | 1,784,442                 |
| Contract assets                          | -                         | 83,858                                     | -                       | 33,156                     | 102,720                   |
| Other receivables - stockholders/members | 34,439                    | -  | 14,000                  | -                          | -                         |
| Inventory                                | -                         | -  | -                       | 20,463                     | 12,540                    |
| Prepaid expenses                         | -                         | -  | -                       | 128,169                    | 87,263                    |
| Prepaid income taxes                     | 286,419                   | -  | -                       | -                          | -                         |
| Total current assets                     | <u>321,174</u>            | <u>363,827</u>                             | <u>14,095</u>           | <u>744,593</u>             | <u>2,071,594</u>          |
| <b>PROPERTY AND EQUIPMENT</b>            |                           |  |                         |                            |                           |
| Equipment                                | -                         | 198,024                                    | 12,249                  | 570,459                    | 232,550                   |
| Transportation equipment                 | -                         | 130,291                                    | -                       | 188,346                    | -                         |
| Office furniture and fixtures            | -                         | 1,980                                      | -                       | -                          | -                         |
| Construction in progress                 | -                         | -  | -                       | 6,647                      | 22,803                    |
|  | -                         | 330,295                                    | 12,249                  | 765,452                    | 255,353                   |
| Less: accumulated depreciation           | -                         | 261,958                                    | 12,249                  | 511,664                    | 30,812                    |
|  | -                         | <u>68,337</u>                              | -                       | <u>253,788</u>             | <u>224,541</u>            |
| <b>OTHER ASSETS</b>                      |                           |  |                         |                            |                           |
| Accounts receivable from affiliates      | 79,961                    | 4,158                                      | 1,153,276               | 4,604,198                  | 11,018,819                |
| Terminal operation rights                | -                         | -  | -                       | 291,667                    | -                         |
| Other assets                             | -                         | 13,362                                     | 29,060                  | -                          | -                         |
| Derivative contract - interest rate swap | -                         | -  | -                       | -                          | -                         |
|  | <u>79,961</u>             | <u>17,520</u>                              | <u>1,182,336</u>        | <u>4,895,865</u>           | <u>11,018,819</u>         |
| <b>TOTAL ASSETS</b>                      | <u>\$ 401,135</u>         | <u>\$ 449,684</u>                          | <u>\$ 1,196,431</u>     | <u>\$ 5,894,246</u>        | <u>\$ 13,314,954</u>      |

| PCI Trucking,<br>LLC | PCI<br>Operations,<br>LLC<br>and<br>Subsidiaries | Port<br>Contractors<br>Management,<br>LLC | Eliminations          | 2020                 | 2019                 |
|----------------------|--|---|-----------------------|----------------------|----------------------|
| \$ 8,873             | \$ 169,171                                       | \$ 255,662                                | \$ -                  | \$ 424,833           | \$ 403,164           |
| -                    | 2,551,958  | -   | -                     | 2,551,958            | 2,724,953            |
| -                    | 219,734  | -   | -                     | 219,734              | 512,126              |
| -                    | 48,439   | 8,293                                     | -                     | 56,732               | 56,732               |
| -                    | 33,003   | -   | -                     | 33,003               | 29,146               |
| -                    | 215,432  | 144,477                                   | -                     | 359,909              | 543,524              |
| -                    | 286,419  | -   | -                     | 286,419              | 190,038              |
| 8,873                | 3,524,156  | 408,432                                   | -                     | 3,932,588            | 4,459,683            |
| -                    | 1,013,282  | -   | -                     | 1,013,282            | 1,029,806            |
| 204,760              | 523,397  | -   | -                     | 523,397              | 459,250              |
| -                    | 1,980  | -   | -                     | 1,980                | 6,226                |
| -                    | 29,450   | -   | -                     | 29,450               | 5,242                |
| 204,760              | 1,568,109  | -   | -                     | 1,568,109            | 1,500,524            |
| 17,063               | 833,746  | -   | -                     | 833,746              | 859,159              |
| 187,697              | 734,363  | -   | -                     | 734,363              | 641,365              |
| 20,465               | 16,880,877                                       | 36,301,689                                | (8,810,452)           | 44,372,114           | 42,890,128           |
| -                    | 291,667  | -   | -                     | 291,667              | 391,667              |
| -                    | 42,422   | -   | -                     | 42,422               | 42,422               |
| -                    | -  | -   | -                     | -                    | 28,023               |
| 20,465               | 17,214,966                                       | 36,301,689                                | (8,810,452)           | 44,706,203           | 43,352,240           |
| <u>\$ 217,035</u>    | <u>\$ 21,473,485</u>                             | <u>\$ 36,710,121</u>                      | <u>\$ (8,810,452)</u> | <u>\$ 49,373,154</u> | <u>\$ 48,453,288</u> |

**Port Contractors, Inc. and Affiliates**

**PCI Operations, LLC and Affiliates -  
Consolidating Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Liabilities and Stockholders' and Members' Equity (Deficit)**

|  | PCI<br>Operations,<br>LLC | Port<br>Contractors -<br>Southeast,<br>LLC | PCI of<br>Virginia, LLC | PCI Fairless<br>Hills, LLC | PCI<br>Wilmington,<br>LLC |
|--|---------------------------|--|-------------------------|----------------------------|---------------------------|
| <b>CURRENT LIABILITIES</b>   |                           |  |                         |                            |                           |
| Accounts payable   | \$ 235                    | \$ 134,682                                 | \$ 736                  | \$ 362,146                 | \$ 1,020,179              |
| Accrued payroll and payroll taxes  | -                         | 8,281                                      | -                       | 17,573                     | 41,026                    |
| Accrued expenses   | -                         | (12,739)                                   | -                       | 150,599                    | 531,183                   |
| Other current liabilities  | -                         | 2,760                                      | -                       | 101,980                    | 204,906                   |
| Line of credit   | -                         | -  | -                       | -                          | -                         |
| Current maturities of long-term debt   | -                         | -  | -                       | -                          | 27,086                    |
| <b>Total current liabilities</b>   | <b>235</b>                | <b>132,984</b>                             | <b>736</b>              | <b>632,298</b>             | <b>1,824,380</b>          |
| <b>LONG-TERM LIABILITIES</b>   |                           |  |                         |                            |                           |
| Derivative contract - interest rate swap                                       | -                         | -  | -                       | -                          | -                         |
| Deferred tax liability   | 27,886                    | -  | -                       | -                          | -                         |
| Due to affiliates  | 1,516,038                 | 2,167,539                                  | 4,758                   | 955,736                    | 5,461,808                 |
| Long-term debt, less current maturities and<br>unamortized debt issuance costs | -                         | -  | -                       | -                          | 20,966                    |
| <b>Total liabilities</b>   | <b>1,544,159</b>          | <b>2,300,523</b>                           | <b>5,494</b>            | <b>1,588,034</b>           | <b>7,307,154</b>          |
| <b>STOCKHOLDERS' AND MEMBERS' EQUITY<br/>(DEFICIT)</b>                         |                           |  |                         |                            |                           |
| Retained earnings and members' equity<br>(deficit)                             | (1,143,024)               | (1,850,839)                                | 1,190,937               | 4,306,212                  | 6,007,800                 |
| Less: noncontrolling interest  | -                         | -  | -                       | -                          | -                         |
|  | <u>(1,143,024)</u>        | <u>(1,850,839)</u>                         | <u>1,190,937</u>        | <u>4,306,212</u>           | <u>6,007,800</u>          |
| <b>TOTAL LIABILITIES AND STOCKHOLDERS'<br/>AND MEMBERS' EQUITY (DEFICIT)</b>   | <b>\$ 401,135</b>         | <b>\$ 449,684</b>                          | <b>\$ 1,196,431</b>     | <b>\$ 5,894,246</b>        | <b>\$ 13,314,954</b>      |

| PCI Trucking,<br>LLC | PCI<br>Operations,<br>LLC<br>and<br>Subsidiaries | Port<br>Contractors<br>Management,<br>LLC | Eliminations          | 2020                 | 2019                 |
|----------------------|--|---|-----------------------|----------------------|----------------------|
| \$ -                 | \$ 1,517,978                                     | \$ 65,082                                 | \$ -                  | \$ 1,583,060         | \$ 2,081,496         |
| -                    | 66,880   | 71,884                                    | -                     | 138,764              | 134,770              |
| -                    | 669,043  | 371,192                                   | -                     | 1,040,235            | 1,267,670            |
| -                    | 309,646  | -   | -                     | 309,646              | 441,190              |
| -                    | -  | 700,000                                   | -                     | 700,000              | -                    |
| <u>49,687</u>        | <u>76,773</u>                                    | <u>955,574</u>                            | <u>-</u>              | <u>1,032,347</u>     | <u>948,899</u>       |
| 49,687               | 2,640,320  | 2,163,732                                 | -                     | 4,804,052            | 4,874,025            |
| -                    | -  | 2,860,955                                 | -                     | 2,860,955            | -                    |
| -                    | 27,886   | -   | -                     | 27,886               | 18,286               |
| 22,676               | 10,128,555                                       | 718,896                                   | (8,810,452)           | 2,036,999            | 2,830,901            |
| <u>130,821</u>       | <u>151,787</u>                                   | <u>33,819,591</u>                         | <u>-</u>              | <u>33,971,378</u>    | <u>34,815,253</u>    |
| 203,184              | 12,948,548                                       | 39,563,174                                | (8,810,452)           | 43,701,270           | 42,538,465           |
| 13,851               | 8,524,937  | (2,853,053)                               | 2,853,053             | 8,524,937            | 5,878,900            |
| -                    | -  | -   | <u>2,853,053</u>      | <u>2,853,053</u>     | <u>(35,923)</u>      |
| <u>13,851</u>        | <u>8,524,937</u>                                 | <u>(2,853,053)</u>                        | <u>-</u>              | <u>5,671,884</u>     | <u>5,914,823</u>     |
| <u>\$ 217,035</u>    | <u>\$ 21,473,485</u>                             | <u>\$ 36,710,121</u>                      | <u>\$ (8,810,452)</u> | <u>\$ 49,373,154</u> | <u>\$ 48,453,288</u> |

**Port Contractors, Inc. and Affiliates**

**PCI Operations, LLC and Affiliates -  
Consolidating Statement of Operations and Retained Earnings  
and Members' Equity (Deficit)**

**For the Year Ended December 31, 2020  
With Summarized Financial Information for the Year Ended December 31, 2019**

|  | PCI<br>Operations,<br>LLC | Port<br>Contractors -<br>Southeast,<br>LLC | PCI of<br>Virginia, LLC | PCI Fairless<br>Hills, LLC | PCI<br>Wilmington,<br>LLC |
|--|---------------------------|--|-------------------------|----------------------------|---------------------------|
| <b>REVENUES</b>  |                           |  |                         |                            |                           |
| Revenue from contracts with customers                                  | \$ -                      | \$ 1,406,007                               | \$ -                    | \$ 4,778,266               | \$ 19,248,290             |
| Rental income  | -                         | 38,587                                     | -                       | 339,528                    | 1,433,964                 |
| Total revenues   | -                         | 1,444,594                                  | -                       | 5,117,794                  | 20,682,254                |
| <b>DIRECT EXPENSES</b>   |                           |  |                         |                            |                           |
| Cost of operations   | 2,125                     | 1,179,968                                  | 1,051                   | 4,013,118                  | 17,553,699                |
| Depreciation and amortization  | -                         | 24,780                                     | -                       | 137,482                    | 26,963                    |
| Total direct expenses  | 2,125                     | 1,204,748                                  | 1,051                   | 4,150,600                  | 17,580,662                |
| <b>GROSS PROFIT (LOSS)</b>   | (2,125)                   | 239,846                                    | (1,051)                 | 967,194                    | 3,101,592                 |
| <b>INDIRECT EXPENSES</b>   |                           |  |                         |                            |                           |
| General and administrative   | 10,847                    | 350,955                                    | 634                     | 727,944                    | 1,088,235                 |
| Depreciation and amortization  | -                         | -  | -                       | 108,333                    | -                         |
|  | 10,847                    | 350,955                                    | 634                     | 836,277                    | 1,088,235                 |
| <b>INCOME (LOSS) FROM OPERATIONS</b>                                   | (12,972)                  | (111,109)                                  | (1,685)                 | 130,917                    | 2,013,357                 |
| <b>OTHER INCOME (EXPENSE)</b>  |                           |  |                         |                            |                           |
| Investment income  | -                         | -  | -                       | -                          | -                         |
| Interest expense   | -                         | -  | -                       | -                          | (2,240)                   |
| Gain (loss) on swap agreements   | -                         | -  | -                       | -                          | -                         |
| Gain (loss) on sale of assets  | -                         | -  | -                       | 13,067                     | -                         |
| Gain on forgiveness of Paycheck Protection<br>Program loan             | 1,122,100                 | -  | -                       | -                          | -                         |
|  | 1,122,100                 | -  | -                       | 13,067                     | (2,240)                   |
| <b>INCOME (LOSS) BEFORE INCOME TAXES</b>                               | 1,109,128                 | (111,109)                                  | (1,685)                 | 143,984                    | 2,011,117                 |
| <b>PROVISION FOR INCOME TAXES</b>                                      | 519,249                   | -  | -                       | -                          | -                         |
| <b>NET INCOME (LOSS)</b>   | 589,879                   | (111,109)                                  | (1,685)                 | 143,984                    | 2,011,117                 |
| <b>NET INCOME (LOSS) ATTRIBUTABLE TO<br/>NONCONTROLLING INTEREST</b>   | -                         | -  | -                       | -                          | -                         |
| <b>NET INCOME (LOSS) ATTRIBUTABLE TO<br/>CONTROLLING INTEREST</b>      | 589,879                   | (111,109)                                  | (1,685)                 | 143,984                    | 2,011,117                 |
| <b>RETAINED EARNINGS AND MEMBERS' EQUITY<br/>(DEFICIT) - BEGINNING</b> | (1,732,903)               | (1,739,730)                                | 1,192,622               | 4,162,228                  | 3,996,683                 |
| <b>RETAINED EARNINGS AND MEMBERS' EQUITY<br/>(DEFICIT) - ENDING</b>    | \$ (1,143,024)            | \$ (1,850,839)                             | \$ 1,190,937            | \$ 4,306,212               | \$ 6,007,800              |



| PCI Trucking, LLC | PCI Operations, LLC and Subsidiaries | Port Contractors Management, LLC | Eliminations   | 2020          | 2019          |
|-------------------|--------------------------------------|----------------------------------|----------------|---------------|---------------|
| \$ 35,000         | \$ 25,467,563                        | \$ 5,137,114                     | \$ (1,951,259) | \$ 28,653,418 | \$ 30,489,437 |
| -                 | 1,812,079                            | -                                | -              | 1,812,079     | 1,416,041     |
| 35,000            | 27,279,642                           | 5,137,114                        | (1,951,259)    | 30,465,497    | 31,905,478    |
| 728               | 22,750,689                           | 503,756                          | (35,000)       | 23,219,445    | 24,728,117    |
| 17,063            | 206,288                              | -                                | -              | 206,288       | 171,486       |
| 17,791            | 22,956,977                           | 503,756                          | (35,000)       | 23,425,733    | 24,899,603    |
| 17,209            | 4,322,665                            | 4,633,358                        | (1,916,259)    | 7,039,764     | 7,005,875     |
| 399               | 2,179,014                            | 3,765,645                        | (1,916,259)    | 4,028,400     | 4,497,150     |
| -                 | 108,333                              | 7,957                            | -              | 116,290       | 110,322       |
| 399               | 2,287,347                            | 3,773,602                        | (1,916,259)    | 4,144,690     | 4,607,472     |
| 16,810            | 2,035,318                            | 859,756                          | -              | 2,895,074     | 2,398,403     |
| -                 | -                                    | -                                | -              | -             | 11,744        |
| (2,959)           | (5,199)                              | (1,251,264)                      | -              | (1,256,463)   | (389,305)     |
| -                 | -                                    | (2,888,978)                      | -              | (2,888,978)   | 28,023        |
| -                 | 13,067                               | 392,510                          | -              | 405,577       | 6,500         |
| -                 | 1,122,100                            | -                                | -              | 1,122,100     | -             |
| (2,959)           | 1,129,968                            | (3,747,732)                      | -              | (2,617,764)   | (343,038)     |
| 13,851            | 3,165,286                            | (2,887,976)                      | -              | 277,310       | 2,055,365     |
| -                 | 519,249                              | 1,000                            | -              | 520,249       | 491,386       |
| 13,851            | 2,646,037                            | (2,888,976)                      | -              | (242,939)     | 1,563,979     |
| -                 | -                                    | -                                | (2,888,976)    | (2,888,976)   | 36,317        |
| 13,851            | 2,646,037                            | (2,888,976)                      | 2,888,976      | 2,646,037     | 1,527,662     |
| -                 | 5,878,900                            | 35,923                           | (35,923)       | 5,878,900     | 4,351,238     |
| \$ 13,851         | \$ 8,524,937                         | \$ (2,853,053)                   | \$ 2,853,053   | \$ 8,524,937  | \$ 5,878,900  |

**Port Contractors, Inc. and Affiliates**

**PCI Operations, LLC and Affiliates -  
Consolidating Schedule of Cost of Operations**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|   | PCI<br>Operations,<br>LLC | Port<br>Contractors -<br>Southeast,<br>LLC | PCI of<br>Virginia, LLC | PCI Fairless<br>Hills, LLC | PCI<br>Wilmington,<br>LLC |
|---|---------------------------|--|-------------------------|----------------------------|---------------------------|
| General labor                             | \$ -                      | \$ 752,818                                 | \$ -                    | \$ 884,977                 | \$ 2,042,664              |
| Payroll taxes                             | -                         | 18,078                                     | -                       | 18,852                     | 72,764                    |
| 401(k) matching expense                   | -                         | 3,048                                      | -                       | 3,181                      | 12,858                    |
| Employee benefits                         | -                         | 50,149                                     | -                       | 53,394                     | 410,165                   |
| Damage claims                             | -                         | -  | -                       | 17,882                     | (14,211)                  |
| Equipment rent and leases                 | -                         | -  | -                       | 584,439                    | 1,110,230                 |
| Equipment repairs and maintenance         | -                         | 22,769                                     | -                       | 77,315                     | 595,044                   |
| Facility rent, maintenance, and utilities | -                         | 134,083                                    | -                       | 38,560                     | 12,734                    |
| Fuel                                      | -                         | 8,519                                      | -                       | 73,235                     | 198,066                   |
| Insurance                                 | -                         | 29,717                                     | 1,001                   | 39,302                     | 6,813                     |
| Land rents and storage costs              | -                         | -  | -                       | -                          | 1,397,510                 |
| Materials                                 | -                         | -  | -                       | -                          | 223,878                   |
| Pass-through and other direct costs       | -                         | 64,080                                     | -                       | 111,058                    | 9,978                     |
| Service costs                             | -                         | -  | -                       | 35,000                     | -                         |
| Subcontracting                            | -                         | 46,312                                     | -                       | 1,634,417                  | 11,248,062                |
| Supplies                                  | -                         | 19,992                                     | -                       | 91,374                     | 217,240                   |
| Taxes and licenses                        | 2,125                     | 30,403                                     | 50                      | 350,132                    | 9,904                     |
| <b>TOTALS</b>                             | <b>\$ 2,125</b>           | <b>\$ 1,179,968</b>                        | <b>\$ 1,051</b>         | <b>\$ 4,013,118</b>        | <b>\$ 17,553,699</b>      |

| PCI Trucking<br>LLC | PCI<br>Operations,<br>LLC<br>and<br>Subsidiaries | Port<br>Contractors<br>Management,<br>LLC | Eliminations       | 2020                 | 2019                 |
|---------------------|--|---|--------------------|----------------------|----------------------|
| \$ -                | \$ 3,680,459                                     | \$ 288,372                                | \$ -               | \$ 3,968,831         | \$ 3,762,718         |
| -                   | 109,694  | -   | -                  | 109,694              | 132,662              |
| -                   | 19,087   | -   | -                  | 19,087               | 17,323               |
| 53                  | 513,761  | 72,225                                    | -                  | 585,986              | 649,824              |
| -                   | 3,671  | -   | -                  | 3,671                | 11,380               |
| -                   | 1,694,669  | -   | -                  | 1,694,669            | 2,193,174            |
| 675                 | 695,803  | -   | -                  | 695,803              | 850,593              |
| -                   | 185,377  | 7,631                                     | -                  | 193,008              | 185,204              |
| -                   | 279,820  | 75  | -                  | 279,895              | 493,167              |
| -                   | 76,833   | -   | -                  | 76,833               | 74,470               |
| -                   | 1,397,510  | 16,800                                    | -                  | 1,414,310            | 625,650              |
| -                   | 223,878  | 2,359                                     | -                  | 226,237              | 338,168              |
| -                   | 185,116  | 48,347                                    | -                  | 233,463              | 123,907              |
| -                   | 35,000   | -   | (35,000)           | -                    | -                    |
| -                   | 12,928,791                                       | -   | -                  | 12,928,791           | 14,440,593           |
| -                   | 328,606  | 66,147                                    | -                  | 394,753              | 291,437              |
| -                   | 392,614  | 1,800                                     | -                  | 394,414              | 537,847              |
| <u>\$ 728</u>       | <u>\$ 22,750,689</u>                             | <u>\$ 503,756</u>                         | <u>\$ (35,000)</u> | <u>\$ 23,219,445</u> | <u>\$ 24,728,117</u> |

**Port Contractors, Inc. and Affiliates**

**PCI Operations, LLC and Affiliates -  
Consolidating Schedule of General and Administrative Expenses**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|                             | PCI<br>Operations,<br>LLC | Port<br>Contractors -<br>Southeast,<br>LLC | PCI of<br>Virginia, LLC | PCI Fairless<br>Hills, LLC | PCI<br>Wilmington,<br>LLC |
|-----------------------------|---------------------------|--|-------------------------|----------------------------|---------------------------|
| Salary                      | \$ -                      | \$ -                                       | \$ -                    | \$ (57)                    | \$ -                      |
| Payroll taxes               | -                         | 8,348                                      | -                       | -                          | -                         |
| 401(k) matching expense     | -                         | (314)                                      | -                       | (186)                      | (981)                     |
| Employee benefits           | -                         | 6,936                                      | -                       | (8,752)                    | (29,472)                  |
| Bank and investment charges | -                         | 4,530                                      | -                       | 455                        | 3,987                     |
| Dues and subscriptions      | -                         | -  | -                       | 55                         | 1,390                     |
| Insurance                   | -                         | 1,250                                      | -                       | 11,589                     | -                         |
| Management fees             | -                         | 294,811                                    | -                       | 624,069                    | 997,379                   |
| Office equipment costs      | -                         | 3,973                                      | -                       | 50,000                     | 3,997                     |
| Office expense              | -                         | 10,504                                     | -                       | 12,069                     | 30,494                    |
| Professional fees           | 10,841                    | 3,394                                      | 634                     | 20,989                     | 18,174                    |
| Taxes and licenses          | 6                         | 12,563                                     | -                       | -                          | 61,944                    |
| Travel                      | -                         | 4,960                                      | -                       | 17,713                     | 1,323                     |
| <b>TOTALS</b>               | <b>\$ 10,847</b>          | <b>\$ 350,955</b>                          | <b>\$ 634</b>           | <b>\$ 727,944</b>          | <b>\$ 1,088,235</b>       |

| PCI Trucking,<br>LLC | PCI<br>Operations,<br>LLC and<br>Subsidiaries | Port<br>Contractors<br>Management,<br>LLC | Eliminations          | 2020                | 2019                |
|----------------------|---|---|-----------------------|---------------------|---------------------|
| \$ -                 | \$ (57)                                       | \$ 2,527,987                              | \$ -                  | \$ 2,527,930        | \$ 2,734,612        |
| -                    | 8,348   | 129,337                                   | -                     | 137,685             | 130,691             |
| -                    | (1,481)                                       | 18,713                                    | -                     | 17,232              | 38,364              |
| -                    | (31,288)                                      | 141,385                                   | -                     | 110,097             | 136,833             |
| 47                   | 9,019   | 1,303                                     | -                     | 10,322              | 8,729               |
| 352                  | 1,797   | 34,809                                    | -                     | 36,606              | 58,444              |
| -                    | 12,839  | 452,693                                   | -                     | 465,532             | 503,561             |
| -                    | 1,916,259                                     | -   | (1,916,259)           | -                   | -                   |
| -                    | 57,970  | 125,752                                   | -                     | 183,722             | 199,826             |
| -                    | 53,067  | 120,519                                   | -                     | 173,586             | 203,810             |
| -                    | 54,032  | 179,475                                   | -                     | 233,507             | 312,223             |
| -                    | 74,513  | 10,338                                    | -                     | 84,851              | 63,917              |
| -                    | 23,996  | 23,334                                    | -                     | 47,330              | 106,140             |
| <u>\$ 399</u>        | <u>\$ 2,179,014</u>                           | <u>\$ 3,765,645</u>                       | <u>\$ (1,916,259)</u> | <u>\$ 4,028,400</u> | <u>\$ 4,497,150</u> |

**Port Contractors, Inc. and Affiliates**

**Bradin, LLC and Subsidiaries -  
Consolidating Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Assets**

|  | <u>Bradin, LLC</u>  | <u>Ione, LLC</u>    | <u>Hannah, LLC</u>  | <u>Alma<br/>Properties,<br/>LLC</u> | <u>Franz, LLC</u>   | <u>Gunner, LLC</u>  | <u>Pigeon Point,<br/>LLC</u> |
|--|---------------------|---------------------|---------------------|-------------------------------------|---------------------|---------------------|------------------------------|
| <b>CURRENT ASSETS</b>                      |                     |                     |                     |                                     |                     |                     |                              |
| Cash and cash equivalents                  | \$ 723,839          | \$ -                | \$ 257              | \$ 5,076                            | \$ 109              | \$ 2,476            | \$ 496                       |
| Accounts receivable                        | -                   | -                   | -                   | (951)                               | -                   | 43,728              | -                            |
| Prepaid expenses                           | 16,309              | 5,144               | -                   | 20,426                              | 3,331               | -                   | 4,667                        |
| Total current assets                       | 740,148             | 5,144               | 257                 | 24,551                              | 3,440               | 46,204              | 5,163                        |
| <b>PROPERTY AND EQUIPMENT</b>              |                     |                     |                     |                                     |                     |                     |                              |
| Land                                       | -                   | 248,925             | 223,913             | 5,165,324                           | 975,600             | -                   | 1,094,593                    |
| Equipment                                  | -                   | -                   | -                   | 41,339                              | -                   | 35,557              | -                            |
| Buildings, leasehold and land improvements | -                   | 829,374             | -                   | 2,456,096                           | -                   | 4,171,208           | 266,974                      |
| Office furniture and fixtures              | -                   | -                   | -                   | -                                   | -                   | 3,965               | -                            |
| Construction in progress                   | -                   | -                   | -                   | 28,178                              | -                   | -                   | -                            |
| Less: accumulated depreciation             | -                   | 1,078,299           | 223,913             | 7,690,937                           | 975,600             | 4,210,730           | 1,361,567                    |
|  | -                   | 472,040             | -                   | 1,033,345                           | -                   | 1,666,115           | 152,833                      |
|  | -                   | 606,259             | 223,913             | 6,657,592                           | 975,600             | 2,544,615           | 1,208,734                    |
| <b>OTHER ASSETS</b>                        |                     |                     |                     |                                     |                     |                     |                              |
| Accounts receivable from affiliates        | 3,911,013           | 812,168             | 1,256,977           | 6,425,276                           | 1,389,784           | 88,893              | 343,000                      |
| Due from affiliates                        | 8,736               | -                   | -                   | -                                   | -                   | -                   | -                            |
| Investments, at fair value                 | 918,809             | -                   | -                   | -                                   | -                   | -                   | -                            |
| Investments in subsidiaries                | 2,578,481           | -                   | -                   | -                                   | -                   | -                   | -                            |
|  | 7,417,039           | 812,168             | 1,256,977           | 6,425,276                           | 1,389,784           | 88,893              | 343,000                      |
| <b>TOTAL ASSETS</b>                        | <u>\$ 8,157,187</u> | <u>\$ 1,423,571</u> | <u>\$ 1,481,147</u> | <u>\$ 13,107,419</u>                | <u>\$ 2,368,824</u> | <u>\$ 2,679,712</u> | <u>\$ 1,556,897</u>          |

| Rail Barn, LLC      | Port Ventures, LLC  | Sherman Ventures, LLC | Bradin, LLC and Subsidiaries | Jetty, LLC        | Mira, LLC           | Eliminations          | 2020                 | 2019                 |
|---------------------|---------------------|-----------------------|------------------------------|-------------------|---------------------|-----------------------|----------------------|----------------------|
| \$ 3,228            | \$ 4,137            | \$ 7,411              | \$ 747,029                   | \$ 82             | \$ 327              | \$ -                  | \$ 747,438           | \$ 2,634,309         |
| 16,704              | 28,765              | -                     | 88,246                       | -                 | -                   | -                     | 88,246               | 94,213               |
| -                   | 37,229              | 2,668                 | 89,774                       | 2,800             | 23,068              | -                     | 115,642              | 102,661              |
| 19,932              | 70,131              | 10,079                | 925,049                      | 2,882             | 23,395              | -                     | 951,326              | 2,831,183            |
| -                   | 632,972             | 577,345               | 8,918,672                    | 73,177            | 2,926,490           | -                     | 11,918,339           | 11,856,115           |
| 1,161,196           | 114,091             | -                     | 1,352,183                    | -                 | 24,026              | -                     | 1,376,209            | 1,376,209            |
| 6,747,371           | 2,405,728           | -                     | 16,876,751                   | -                 | 1,585,036           | -                     | 18,461,787           | 18,299,098           |
| 54,000              | -                   | -                     | 57,965                       | -                 | -                   | -                     | 57,965               | 57,965               |
| -                   | 107,945             | -                     | 136,123                      | -                 | -                   | -                     | 136,123              | 96,083               |
| 7,962,567           | 3,260,736           | 577,345               | 27,341,694                   | 73,177            | 4,535,552           | -                     | 31,950,423           | 31,685,470           |
| 3,643,076           | 317,495             | -                     | 7,284,904                    | -                 | 864,110             | -                     | 8,149,014            | 7,659,296            |
| 4,319,491           | 2,943,241           | 577,345               | 20,056,790                   | 73,177            | 3,671,442           | -                     | 23,801,409           | 24,026,174           |
| 894,691             | 312,613             | -                     | 15,434,415                   | 83,745            | 1,345,420           | (8,886,442)           | 7,977,138            | 12,564,229           |
| -                   | -                   | -                     | 8,736                        | -                 | -                   | -                     | 8,736                | 8,736                |
| -                   | -                   | -                     | 918,809                      | -                 | -                   | -                     | 918,809              | 496,049              |
| -                   | -                   | -                     | 2,578,481                    | -                 | -                   | (2,578,481)           | -                    | -                    |
| 894,691             | 312,613             | -                     | 18,940,441                   | 83,745            | 1,345,420           | (11,464,923)          | 8,904,683            | 13,069,014           |
| <u>\$ 5,234,114</u> | <u>\$ 3,325,985</u> | <u>\$ 587,424</u>     | <u>\$ 39,922,280</u>         | <u>\$ 159,804</u> | <u>\$ 5,040,257</u> | <u>\$(11,464,923)</u> | <u>\$ 33,657,418</u> | <u>\$ 39,926,371</u> |

**Port Contractors, Inc. and Affiliates**

**Bradin, LLC and Subsidiaries -  
Consolidating Balance Sheet**

**December 31, 2020**

**With Summarized Financial Information as of December 31, 2019**

**Liabilities and Members' Equity**

|  | <u>Bradin, LLC</u>  | <u>Ione, LLC</u>    | <u>Hannah, LLC</u>  | <u>Alma<br/>Properties,<br/>LLC</u> | <u>Franz, LLC</u>   | <u>Gunner, LLC</u>  | <u>Pigeon Point,<br/>LLC</u> |
|--|---------------------|---------------------|---------------------|-------------------------------------|---------------------|---------------------|------------------------------|
| <b>CURRENT LIABILITIES</b>                       |                     |                     |                     |                                     |                     |                     |                              |
| Accounts payable                                 | \$ 470              | \$ 235              | \$ -                | \$ 26,577                           | \$ -                | \$ -                | \$ -                         |
| Accrued expenses                                 | -                   | -                   | -                   | -                                   | -                   | -                   | -                            |
| Other current liabilities                        | -                   | -                   | -                   | -                                   | -                   | 42,866              | -                            |
| Total current liabilities                        | 470                 | 235                 | -                   | 26,577                              | -                   | 42,866              | -                            |
| <b>LONG-TERM LIABILITY</b>                       |                     |                     |                     |                                     |                     |                     |                              |
| Due to affiliates                                | <u>18,863,335</u>   | <u>379,349</u>      | <u>353,178</u>      | <u>10,099,667</u>                   | <u>442,182</u>      | <u>1,819,541</u>    | <u>1,409,348</u>             |
| Total liabilities                                | 18,863,805          | 379,584             | 353,178             | 10,126,244                          | 442,182             | 1,862,407           | 1,409,348                    |
| <b>MEMBERS' EQUITY (DEFICIT)</b>                 | <u>(10,706,618)</u> | <u>1,043,987</u>    | <u>1,127,969</u>    | <u>2,981,175</u>                    | <u>1,926,642</u>    | <u>817,305</u>      | <u>147,549</u>               |
| <b>TOTAL LIABILITIES AND<br/>MEMBERS' EQUITY</b> | <u>\$ 8,157,187</u> | <u>\$ 1,423,571</u> | <u>\$ 1,481,147</u> | <u>\$ 13,107,419</u>                | <u>\$ 2,368,824</u> | <u>\$ 2,679,712</u> | <u>\$ 1,556,897</u>          |



| <u>Rail Barn,<br/>LLC</u> | <u>Port<br/>Ventures,<br/>LLC</u> | <u>Sherman<br/>Ventures,<br/>LLC</u> | <u>Bradin, LLC<br/>and<br/>Subsidiaries</u> | <u>Jetty, LLC</u> | <u>Mira, LLC</u>    | <u>Eliminations</u>   | <u>2020</u>          | <u>2019</u>          |
|---------------------------|-----------------------------------|--------------------------------------|---|-------------------|---------------------|-----------------------|----------------------|----------------------|
| \$ 235                    | \$ 12,042                         | \$ -                                 | \$ 39,559                                   | \$ -              | \$ -                | \$ -                  | \$ 39,559            | \$ 13,556            |
| -                         | 12,829                            | -                                    | 12,829                                      | -                 | -                   | -                     | 12,829               | 12,829               |
| <u>8,111</u>              | <u>39,115</u>                     | <u>-</u>                             | <u>90,092</u>                               | <u>2,100</u>      | <u>-</u>            | <u>-</u>              | <u>92,192</u>        | <u>92,192</u>        |
| 8,346                     | 63,986                            | -                                    | 142,480                                     | 2,100             | -                   | -                     | 144,580              | 118,577              |
| <u>2,309,230</u>          | <u>4,566,655</u>                  | <u>590,492</u>                       | <u>40,832,977</u>                           | <u>75,536</u>     | <u>220,804</u>      | <u>(8,886,442)</u>    | <u>32,242,875</u>    | <u>35,927,273</u>    |
| 2,317,576                 | 4,630,641                         | 590,492                              | 40,975,457                                  | 77,636            | 220,804             | (8,886,442)           | 32,387,455           | 36,045,850           |
| <u>2,916,538</u>          | <u>(1,304,656)</u>                | <u>(3,068)</u>                       | <u>(1,053,177)</u>                          | <u>82,168</u>     | <u>4,819,453</u>    | <u>(2,578,481)</u>    | <u>1,269,963</u>     | <u>3,880,521</u>     |
| <u>\$ 5,234,114</u>       | <u>\$ 3,325,985</u>               | <u>\$ 587,424</u>                    | <u>\$ 39,922,280</u>                        | <u>\$ 159,804</u> | <u>\$ 5,040,257</u> | <u>\$(11,464,923)</u> | <u>\$ 33,657,418</u> | <u>\$ 39,926,371</u> |

**Port Contractors, Inc. and Affiliates**

**Bradin, LLC and Subsidiaries -  
Consolidating Statement of Operations and Members' Equity**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|                                       | <u>Bradin, LLC</u>    | <u>Ione, LLC</u>    | <u>Hanna, LLC</u>   | <u>Alma<br/>Properties,<br/>LLC</u> | <u>Franz, LLC</u>   | <u>Gunner, LLC</u> | <u>Pigeon Point,<br/>LLC</u> |
|---------------------------------------|-----------------------|---------------------|---------------------|-------------------------------------|---------------------|--------------------|------------------------------|
| REVENUES                              |                       |                     |                     |                                     |                     |                    |                              |
| Rental income                         | \$ -                  | \$ 178,800          | \$ 221,900          | \$ 986,406                          | \$ 175,000          | \$ 523,011         | \$ -                         |
| DIRECT EXPENSES                       |                       |                     |                     |                                     |                     |                    |                              |
| Cost of operations                    | 648                   | -                   | -                   | 5,352                               | -                   | -                  | -                            |
| Depreciation and amortization         | -                     | 18,758              | -                   | 46,698                              | -                   | -                  | 6,845                        |
| Total direct expenses                 | <u>648</u>            | <u>18,758</u>       | <u>-</u>            | <u>52,050</u>                       | <u>-</u>            | <u>-</u>           | <u>6,845</u>                 |
| GROSS PROFIT (LOSS)                   | (648)                 | 160,042             | 221,900             | 934,356                             | 175,000             | 523,011            | (6,845)                      |
| INDIRECT EXPENSES                     |                       |                     |                     |                                     |                     |                    |                              |
| General and administrative            | 53,792                | 165,508             | 197,587             | 749,526                             | 156,553             | 239,319            | 116,984                      |
| Depreciation and amortization         | -                     | -                   | -                   | 20,328                              | -                   | 106,954            | 8,187                        |
|                                       | <u>53,792</u>         | <u>165,508</u>      | <u>197,587</u>      | <u>769,854</u>                      | <u>156,553</u>      | <u>346,273</u>     | <u>125,171</u>               |
| INCOME (LOSS) FROM OPERATIONS         | (54,440)              | (5,466)             | 24,313              | 164,502                             | 18,447              | 176,738            | (132,016)                    |
| OTHER INCOME (EXPENSE)                |                       |                     |                     |                                     |                     |                    |                              |
| Investment income                     | 25,126                | -                   | -                   | -                                   | -                   | -                  | -                            |
| Interest expense                      | -                     | -                   | -                   | -                                   | -                   | -                  | -                            |
| Gain (loss) on swap agreements        | -                     | -                   | -                   | -                                   | -                   | -                  | -                            |
| Unrealized gain on investments        | 114,247               | -                   | -                   | -                                   | -                   | -                  | -                            |
| Realized gain (loss) on investments   | (26,284)              | -                   | -                   | -                                   | -                   | -                  | -                            |
| Financing costs                       | -                     | -                   | -                   | -                                   | -                   | -                  | -                            |
|                                       | <u>113,089</u>        | <u>-</u>            | <u>-</u>            | <u>-</u>                            | <u>-</u>            | <u>-</u>           | <u>-</u>                     |
| NET INCOME (LOSS)                     | 58,649                | (5,466)             | 24,313              | 164,502                             | 18,447              | 176,738            | (132,016)                    |
| MEMBERS' EQUITY (DEFICIT) - BEGINNING | (7,625,162)           | 1,049,453           | 1,103,656           | 2,816,673                           | 1,908,195           | 640,567            | 279,565                      |
| DISTRIBUTIONS                         | <u>(3,140,105)</u>    | <u>-</u>            | <u>-</u>            | <u>-</u>                            | <u>-</u>            | <u>-</u>           | <u>-</u>                     |
| MEMBERS' EQUITY (DEFICIT) - ENDING    | <u>\$(10,706,618)</u> | <u>\$ 1,043,987</u> | <u>\$ 1,127,969</u> | <u>\$ 2,981,175</u>                 | <u>\$ 1,926,642</u> | <u>\$ 817,305</u>  | <u>\$ 147,549</u>            |

| Rail Barn, LLC      | Port Ventures, LLC    | Sherman Ventures, LLC | Bradin, LLC and Subsidiaries | Jetty, LLC       | Mira, LLC           | Eliminations          | 2020                | 2019                |
|---------------------|-----------------------|-----------------------|------------------------------|------------------|---------------------|-----------------------|---------------------|---------------------|
| \$ 694,502          | \$ 495,467            | \$ -                  | \$ 3,275,086                 | \$ 16,800        | \$ 510,000          | \$ -                  | \$ 3,801,886        | \$ 4,585,944        |
| -                   | 114,388               | (100)                 | 120,288                      | 34               | 806                 | -                     | 121,128             | 64,199              |
| 140,066             | 72,234                | -                     | 284,601                      | -                | -                   | -                     | 284,601             | 284,887             |
| 140,066             | 186,622               | (100)                 | 404,889                      | 34               | 806                 | -                     | 405,729             | 349,086             |
| 554,436             | 308,845               | 100                   | 2,870,197                    | 16,766           | 509,194             | -                     | 3,396,157           | 4,236,858           |
| 407,600             | 533,679               | 3,068                 | 2,623,616                    | 39,865           | 111,102             | -                     | 2,774,583           | 1,867,087           |
| 34,098              | 2,423                 | -                     | 171,990                      | -                | 33,126              | -                     | 205,116             | 243,014             |
| 441,698             | 536,102               | 3,068                 | 2,795,606                    | 39,865           | 144,228             | -                     | 2,979,699           | 2,110,101           |
| 112,738             | (227,257)             | (2,968)               | 74,591                       | (23,099)         | 364,966             | -                     | 416,458             | 2,126,757           |
| -                   | -                     | -                     | 25,126                       | -                | -                   | -                     | 25,126              | 16,630              |
| -                   | -                     | -                     | -                            | -                | -                   | -                     | -                   | (1,344,374)         |
| -                   | -                     | -                     | -                            | -                | -                   | -                     | -                   | (39,772)            |
| -                   | -                     | -                     | 114,247                      | -                | -                   | -                     | 114,247             | 4,830               |
| -                   | -                     | -                     | (26,284)                     | -                | -                   | -                     | (26,284)            | 128,507             |
| -                   | -                     | -                     | -                            | -                | -                   | -                     | -                   | (46,327)            |
| -                   | -                     | -                     | 113,089                      | -                | -                   | -                     | 113,089             | (1,280,506)         |
| 112,738             | (227,257)             | (2,968)               | 187,680                      | (23,099)         | 364,966             | -                     | 529,547             | 846,251             |
| 2,803,800           | (1,077,399)           | (100)                 | 1,899,248                    | 105,267          | 4,454,487           | (2,578,481)           | 3,880,521           | 5,574,247           |
| -                   | -                     | -                     | (3,140,105)                  | -                | -                   | -                     | (3,140,105)         | (2,539,977)         |
| <u>\$ 2,916,538</u> | <u>\$ (1,304,656)</u> | <u>\$ (3,068)</u>     | <u>\$ (1,053,177)</u>        | <u>\$ 82,168</u> | <u>\$ 4,819,453</u> | <u>\$ (2,578,481)</u> | <u>\$ 1,269,963</u> | <u>\$ 3,880,521</u> |

**Port Contractors, Inc. and Affiliates**

**Bradin, LLC and Subsidiaries -  
Consolidating Schedule of Cost of Operations**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|   | <u>Bradin, LLC</u> | <u>Ione, LLC</u> | <u>Hanna, LLC</u> | <u>Alma<br/>Properties,<br/>LLC</u> | <u>Franz, LLC</u> | <u>Gunner, LLC</u> | <u>Pigeon Point,<br/>LLC</u> |
|---|--------------------|------------------|-------------------|-------------------------------------|-------------------|--------------------|------------------------------|
| Payroll taxes                             | \$ -               | \$ -             | \$ -              | \$ -                                | \$ -              | \$ -               | \$ -                         |
| Equipment rent and leases                 | -                  | -                | -                 | -                                   | -                 | -                  | -                            |
| Equipment repairs and maintenance         | -                  | -                | -                 | 5,352                               | -                 | -                  | -                            |
| Facility rent, maintenance, and utilities | -                  | -                | -                 | -                                   | -                 | -                  | -                            |
| Insurance                                 | -                  | -                | -                 | -                                   | -                 | -                  | -                            |
| Pass-through and other direct costs       | -                  | -                | -                 | -                                   | -                 | -                  | -                            |
| Subcontracting                            | -                  | -                | -                 | -                                   | -                 | -                  | -                            |
| Supplies                                  | -                  | -                | -                 | -                                   | -                 | -                  | -                            |
| Taxes and licenses                        | 648                | -                | -                 | -                                   | -                 | -                  | -                            |
| <b>TOTALS</b>                             | <u>\$ 648</u>      | <u>\$ -</u>      | <u>\$ -</u>       | <u>\$ 5,352</u>                     | <u>\$ -</u>       | <u>\$ -</u>        | <u>\$ -</u>                  |

| Rail Barn, LLC | Port Ventures, LLC | Sherman Ventures, LLC | Bradin, LLC and Subsidiaries | Jetty, LLC   | Mira, LLC     | Eliminations | 2020              | 2019             |
|----------------|--------------------|-----------------------|------------------------------|--------------|---------------|--------------|-------------------|------------------|
| \$ -           | \$ -               | \$ -                  | \$ -                         | \$ 34        | \$ -          | \$ -         | \$ 34             | \$ -             |
| -              | 8,671              | -                     | 8,671                        | -            | -             | -            | 8,671             | -                |
| -              | 3,046              | -                     | 8,398                        | -            | 806           | -            | 9,204             | 1,303            |
| -              | 74,707             | -                     | 74,707                       | -            | -             | -            | 74,707            | 43,622           |
| -              | -                  | -                     | -                            | -            | -             | -            | -                 | (24,231)         |
| -              | 17,171             | -                     | 17,171                       | -            | -             | -            | 17,171            | 30,577           |
| -              | 1,050              | -                     | 1,050                        | -            | -             | -            | 1,050             | -                |
| -              | 9,743              | -                     | 9,743                        | -            | -             | -            | 9,743             | 327              |
| -              | -                  | (100)                 | 548                          | -            | -             | -            | 548               | 12,601           |
| <u>\$ -</u>    | <u>\$ 114,388</u>  | <u>\$ (100)</u>       | <u>\$ 120,288</u>            | <u>\$ 34</u> | <u>\$ 806</u> | <u>\$ -</u>  | <u>\$ 121,128</u> | <u>\$ 64,199</u> |

**Port Contractors, Inc. and Affiliates**

**Bradin, LLC and Subsidiaries -  
Consolidating Schedule of General and Administrative Expenses**

**For the Year Ended December 31, 2020**

**With Summarized Financial Information for the Year Ended December 31, 2019**

|                             | <u>Bradin, LLC</u> | <u>Ione, LLC</u>  | <u>Hanna, LLC</u> | <u>Alma<br/>Properties,<br/>LLC</u> | <u>Franz, LLC</u> | <u>Gunner, LLC</u> | <u>Pigeon Point,<br/>LLC</u> |
|-----------------------------|--------------------|-------------------|-------------------|-------------------------------------|-------------------|--------------------|------------------------------|
| Bank and investment charges | \$ -               | \$ 36             | \$ 8              | \$ -                                | \$ -              | \$ -               | \$ 9                         |
| Insurance                   | 28,094             | -                 | -                 | 2,169                               | -                 | -                  | -                            |
| Management fees             | -                  | 154,959           | 197,344           | 670,675                             | 149,663           | 239,084            | 107,414                      |
| Office equipment costs      | -                  | -                 | -                 | -                                   | -                 | -                  | -                            |
| Professional fees           | 18,645             | 235               | 235               | 39,906                              | 235               | 235                | 237                          |
| Taxes and licenses          | 7,053              | 10,278            | -                 | 36,776                              | 6,655             | -                  | 9,324                        |
| TOTALS                      | <u>\$ 53,792</u>   | <u>\$ 165,508</u> | <u>\$ 197,587</u> | <u>\$ 749,526</u>                   | <u>\$ 156,553</u> | <u>\$ 239,319</u>  | <u>\$ 116,984</u>            |

| Rail Barn, LLC    | Port Ventures, LLC | Sherman Ventures, LLC | Bradin, LLC and Subsidiaries | Jetty, LLC       | Mira, LLC         | Eliminations | 2020                | 2019                |
|-------------------|--------------------|-----------------------|------------------------------|------------------|-------------------|--------------|---------------------|---------------------|
| \$ -              | \$ -               | \$ 165                | \$ 218                       | \$ 8             | \$ 8              | \$ -         | \$ 234              | \$ 187              |
| 1,113             | (1,798)            | -                     | 29,578                       | -                | -                 | -            | 29,578              | 50,760              |
| 406,254           | 444,871            | -                     | 2,370,264                    | 34,029           | 64,768            | -            | 2,469,061           | 1,512,129           |
| -                 | -                  | -                     | -                            | -                | -                 | -            | -                   | 371                 |
| 233               | 15,663             | 235                   | 75,859                       | 236              | 234               | -            | 76,329              | 94,161              |
| -                 | 74,943             | 2,668                 | 147,697                      | 5,592            | 46,092            | -            | 199,381             | 209,479             |
| <u>\$ 407,600</u> | <u>\$ 533,679</u>  | <u>\$ 3,068</u>       | <u>\$ 2,623,616</u>          | <u>\$ 39,865</u> | <u>\$ 111,102</u> | <u>\$ -</u>  | <u>\$ 2,774,583</u> | <u>\$ 1,867,087</u> |

SECTION L



Port Contractors- Southeast, LLC

**529 Terminal Avenue, New Castle, DE 19720**

Company Name: Port Contractors- Southeast, LLC  
529 Terminal Ave.  
New Castle, DE 19720

Phone: 302.655.7300  
Fax: 302.658.4075

Website: www.portcontractors.com  
Email: AP@portcontractors.com

Type of Business: Bulk Material Handling  
In Business Since: 12/08  
Federal Tax ID#: 27-4117367

Officers: President: Mike Evanko

AP Contact: Kim Myers 302.472.5863  
ap@portcontractors.com

Authorized Signatures: P.O. Required for Purchases

Credit References: **Labor Ready Southeast, Inc.**  
P.O. Box 820145  
Philadelphia, PA 19182  
Phone: 561.844.5886  
Fax: 561.844.5817

**Port of Palm Beach**  
One E. 11<sup>th</sup> Street  
Riviera Beach, FL 33404  
Phone: 561-383-4100

**Port Towing Corporation**  
P.O. Box 14176  
North Palm Beach, FL 33408  
Phone: 561.844.0106

Bank Reference: **Wilmington Savings Fund Society**  
Bill Foley– Sr Vice President  
500 Delaware Ave  
Wilmington DE 19801  
Phone: 302.598.8795  
Fax: 302.324.5803



**INDEMNITY AND PAYMENT BOND**

BOND NO. 022030117

**KNOW ALL BY THESE PRESENTS:**

That we, Port Contractors-Southeast, LLC as INDEMNITOR and Liberty Mutual Insurance Company as SURETY, a surety company authorized to do business in the State of Florida, are held and firmly bound unto BROWARD COUNTY, as OBLIGEE, a political subdivision of the State of Florida, in the full sum of Twenty Thousand Dollars and No/100----- DOLLARS (\$ 20,000.00 ), for the payment of which we bind ourselves, our heirs, successors, assigns and personal representatives for the performance of the obligations hereinafter set forth:

NOW THEREFORE, the condition of this obligation is such that if INDEMNITOR, its heirs, executors, administrators, successors and assigns shall well and truly save harmless and keep indemnified BROWARD COUNTY, its successors and assigns, from and against all loss, costs, expenses, damages, injury, claims, actions, liabilities and demands of every kind (including but not limited to all reasonable attorney's fees to and through appellate, supplemental and bankruptcy proceedings) which arises from, is caused by, or results from or on account of:

- (i) failure of INDEMNITOR to pay to BROWARD COUNTY, when due, any and all tariff or other charges that have accrued at Port Everglades (whether relating to the furnishing of services or materials to INDEMNITOR, its principals, agents, servants or employees at Port Everglades; or, due to injury to property of Port Everglades; or, stemming from the use of Port Everglades facilities by INDEMNITOR, its principals, agents, servants or employees; or, otherwise); or
- (ii) non-compliance by INDEMNITOR, its principals, agents, servants or employees with applicable laws, ordinances, rules and regulations of the federal, state and local governmental units or agencies (including but not limited to the terms and provisions of the BROWARD COUNTY Code of Ordinances, Administrative Code, and all procedures and policies of the Port Everglades Department), as amended from time to time; or
- (iii) any act, omission, negligence or misconduct of INDEMNITOR, its principals, agents, servants or employees in Port Everglades (whether causing injury to persons or otherwise);

then these obligations shall be null and void, otherwise to remain in full force and effect.

RECEIVED  
2011 AUG 12 PM 10 24  
PORT EVERGLADES DEPT.  
BUSINESS ADMIN.

AS A FURTHER CONDITION of this obligation that it shall remain in full force and effect until and unless the Surety provides at least ninety (90) days prior written notice to BROWARD COUNTY of its intention to terminate this Bond.

Any notices required herein shall be given in writing and be delivered to: Broward County's Port Everglades Department, Attn: Director of Administration, 1850 Eller Drive, Fort Lauderdale, Florida 33316, with a copy to: Broward County Administrator, Governmental Center, 115 S. Andrews Avenue, Fort Lauderdale, Florida 33301.

IN WITNESS WHEREOF, INDEMNITOR has caused this Bond to be executed by Michael Evanko, and attested to by its Secretary and its corporate seal to be affixed, and the Surety has caused this Bond to be executed in its name by its Attorney-in-Fact duly authorized to do so.

**INDEMNITOR:**

Company Name: Port Contractors-Southeast, LLC

ATTEST:

Diane Marks  
Corporate Secretary

By: [Signature]

Diane Marks  
(Print Name of Secretary)

Michael Evanko  
(Print Name of Pres./Vice Pres.)

(SEAL)

Title: President  
(Print)

9<sup>th</sup> day of August, 20 11

**SURETY:**

Company Name: Liberty Mutual Insurance Company

ATTEST:

See Power of Attorney

By: [Signature]

(SEAL)

Kae Perdue  
(Print Name of Pres./Vice Pres.)

Title: Attorney-In-Fact  
(Print)

8<sup>th</sup> day of August, 20 11

| Type                        | Year | Make     | Model  | Serial/VIN        | Fuel Type | Ownership        |
|-----------------------------|------|----------|--------|-------------------|-----------|------------------|
| Jockey                      | 2004 | Capacity | TJ5000 | 4LMBB21104L014635 | Diesel    | PCI              |
| 36,000 lb Capacity Forklift | 2007 | Taylor   | T360TL | S BG 34652        | Diesel    | PCI              |
| Pickup                      | 2019 | Dodge    | Ram    | 3C6URHJ4KG576188  | Gas       | PCI              |
| 36,000 lb Capacity Forklift | 2012 | Taylor   | X360L  | S BG 38181        | Diesel    | Long Term Rental |

Other owned or rental equipment positioned as operations warrant.



SECTION P1



***Port Contractors, Inc.***

---

# **SAFETY AND HEALTH MANUAL**



## **Port Contractors, Inc.**

### **Table of Contents**

---

Part I – Overview

Part II – Basic Safety Rules

Part III – General Policies

Part IV – Safety and Health Procedures

Appendix #1 – Forms



## **Port Contractors, Inc.**

### **PART I: OVERVIEW**

---

Port Contractors, Inc., (PCI), strives to provide safe working conditions for our employees. We are committed to observing the safety laws of the governments within whose jurisdictions we operate. Safety is every employee's responsibility, and all employees are expected to make every reasonable effort to work in a manner that protects themselves, fellow employees, our customers, subcontractors, and the community.

PCI acknowledges the importance of preventing work related injuries, illnesses and accidents. Our goal is to eliminate hazards that may result in personal injury, property damage, or loss caused by accidents. To aid in achieving this goal, the company has established a number of rules, policies, and operational procedures to help create and maintain a safe and healthy environment. These rules, policies, and procedures, which are covered in the following pages, apply at all times while you are on – or operating - company property or are conducting company business. Failure to abide by these rules, policies, and procedures may result in disciplinary action, up to and including termination.

Please bear in mind that maintaining a safe and healthy environment is for everyone's benefit, but that it also calls for everyone's participation. Please familiarize yourself with this manual so that you can contribute to the health and safety of our organization.

All employees will be provided with a copy of this manual shortly after starting their employment with the Company, and will be asked to sign a receipt acknowledging they have received a copy. A sign-off form for this purpose can be found in the appendix of this manual.



## Port Contractors, Inc.

### **PART II: BASIC SAFETY RULES**

---

Underlying the procedures that are detailed in this manual are a number of basic safety rules. While specifically mentioned in some of the policies and procedures, the following rules are always in effect and are expected to be followed at all times when working or present in a work area.

The basic safety rules are as follows. Failure to comply with these rules may result in disciplinary action up to and including termination of employment. These are **basic** rules. Additional safety rules may be required from time to time based on the hazards of a particular job.

- ❑ All employees will adhere to all Company safety rules and regulations, and will obey all federal, state and local signs, rules and regulations.
- ❑ Report all work injuries, illnesses, incidents/accidents, near misses, unsafe acts or conditions **immediately** to your Supervisor. If your Supervisor is not available, the report must be made immediately to the Terminal Manager or Safety Manager.
- ❑ Firearms, weapons or explosives are not permitted on Company property, unless exception is made based on State law.
- ❑ Using, possessing, selling or being under the influence of illegal drugs, misusing prescription drugs and/or alcohol are strictly forbidden on Company property. Any employee who is reasonably suspected of being under the influence of any such substances while at work will be subject to the provisions of the Company's Drug and Alcohol-Free Workplace Policy.
- ❑ All employees must use personal protective equipment (PPE) in accordance with work requirements, Federal and State Law, and/or the applicable PPE hazard assessment. **Mandatory PPE** required at all job sites at all locations includes: steel-toed shoes, safety glasses, reflective safety vest or other approved reflective garment, and leather or rubber work gloves (task specific). Hard hats are required when working on a vessel or dock, when fall hazards exist, or when deemed necessary in accordance with a PPE hazard assessment. Employees are expected to wear Company provided uniforms or other garments that are deemed "appropriately safe" for the task to be completed.



- Employees are expected to wear long pants at all times. Employees must receive approval from the Safety Manager or Terminal Manager in advance to wear shorts. For office personnel, flip-flops are not permitted at any time. When possible, employees should wear rubber gloves when administering first aid.

- ❑ Only authorized employees with the necessary training may operate vehicles, equipment and/or machinery. Vehicles, equipment and/or machinery must be operated at safe speeds and in a safe manner and in all events in accordance with applicable laws (e.g. posted speed limits).
- ❑ All gear, vehicles, equipment and/or machinery must be inspected prior to use. Defective lifting gear, equipment or machinery must be removed from service. Bent shackles or hooks or damaged slings must be destroyed and disposed of immediately upon discovery in order to prevent accidental use. Defective machinery, that is powered or energized, must be locked out in accordance with the Company's Lock Out – Tag Out Policy and Procedure.
- ❑ Employees shall use tools and/or equipment only for its intended purpose and within the design capabilities.
- ❑ At all times, keep at least six feet away from any running vehicles, mobile equipment or machinery that you are not operating and a farther, safe distance depending on the operation. Before approaching a running piece of mobile equipment, vehicles or machinery that someone else is operating, whether on foot or in a vehicle or piece of equipment, **IT IS YOUR RESPONSIBILITY TO MAKE ABSOLUTELY SURE THAT THE OPERATOR IS AWARE OF YOUR PRESENCE AND OF YOUR INTENTION.**
- ❑ Only authorized employees with the necessary training may repair or adjust machinery, equipment and/or tools. Lock, tag and try procedures must be followed before removing any machine guards or working on any powered machinery or equipment.
- ❑ Never operate equipment with mechanical problems. Never obey an order to operate a machine if you have reason to believe it has a mechanical problem; report any issues to an appropriate manager.
- ❑ Always use the gangway to get on and off vessels. Climbing over the rail or side of the vessel for any reason is strictly forbidden. If you are working on a barge, you must use a ladder or man basket unless you can walk on or off. Jumping is strictly forbidden. Personal Flotation Devices (PFDs) are required at all times when outside of a barge's hatch coaming, and when handling lines.
- ❑ To ensure all employees are safe from electrical shock, ground fault circuit interrupter (GFCI) protection will be used for all cord sets, receptacles and electrical tools and equipment connected by cord and plug. GFCI protection will be used or available for use by employees in maintenance shops and the field.
- ❑ Cell phone use is **prohibited** while operating equipment or machinery, and/or while driving any Company vehicle or the employee's personal vehicle while driving on Company business or on Company property, or walking in open areas unless it is being used "hands free." "When not being used "hands free", Cell phone use is permitted only in offices, break rooms, **parked** cars or equipment, or when you are isolated from work activities or standing next to a large fixed object that protects you. All other personal electronic device use shall be similarly restricted to avoid interference with the safe operation of machinery and equipment and safe driving. When driving on public roads, on

Company business or in a Company vehicle, employees are required to obey all State and Local Motor Vehicle regulations regarding the use of cell phones for the State and Local area in which they are driving.

- ❑ Always stand by large fixed objects when reading or writing paperwork within an active work area. If you read or write while walking you may be struck by a machine or vehicle. Remain vigilant and aware of your surroundings at all times.
- ❑ If unsure of the specific hazards for the materials used in their workplace, employees shall check the Safety Data Sheet (SDS, or formerly MSDS), for this information. Employees will only use properly labelled containers to transport, dispense, or store hazardous materials. Employees will follow any additional PPE requirements listed in the SDS.
- ❑ You are forbidden to perform hazardous materials cleanup. A properly licensed vendor must be called to undertake any such cleanup. Only authorized and trained employees in maintenance positions may dispense or use the chemicals found in shops or service vehicles. This rule does not apply to initial containment of a fuel or lubricating oil spill.
- ❑ Never enter confined spaces without proper training and Management authorization. A confined space is defined as a space having the following characteristics:
  - a. Small or restricted size so configured to allow an employee to bodily enter and perform assigned work
  - b. Severely limited natural ventilation
  - c. The ability to contain or accumulate a hazardous atmosphere
  - d. Exit(s) which are not readily accessible
  - e. A design not meant for continuous human occupancy.
- ❑ Keep your work areas clean and orderly. Do not block aisles, walkways, safety showers, electric panels or emergency equipment and/or exits.
- ❑ Horseplay, pranks and practical jokes are strictly prohibited.
- ❑ Smoking is permitted only in the designated smoking areas. Smoking is prohibited in any piece of equipment or Company vehicle.
- ❑ Parking is permitted in designated parking areas only. Some areas can be designated temporarily during vessel or other operation where visually designated parking is limited or not present.



## **Port Contractors, Inc.**

### **PART III: GENERAL POLICIES**

---

Similar to the rules listed in the prior section, PCI maintains a number of policies that also provide direction and guidance in our Safety and Health Program.

You are encouraged to refer to the Port Contractors, Inc. Employee Handbook to familiarize yourself with company policies. Many aspects of the Safety and Health procedures are based on company policies, taking the general principles stated in them and applying them to specific situations. Keep in mind that these policies are applicable in all situations, not just those situations that relate to the specific procedures found in this manual. Familiarity with these policies can help all employees make appropriate decisions when faced with Safety and Health matters that are not covered by a specific procedure.



## Port Contractors, Inc.

### **PART IV: SAFETY AND HEALTH PROCEDURES**

PCI's desire to create and maintain a safe and healthy work environment, combined with a number of laws and regulations that have the same objective, have led to the creation of our safety and health procedures. These procedures, detailed in the following pages, provide detailed processes to be followed in specific situations.

The situations that are covered by these procedures are those that are recognized as having a significant impact on safety and health, either because they address tasks that have a higher likelihood of hazards and/or because they reduce the potential for a hazard to occur. Please keep in mind, however, the Company's desire is to maintain a safe and healthy environment at **all** times. To accomplish this, people must maintain safe and healthy practices, not just in situations covered by these procedures, but at all times when conducting Company business.

A listing of these procedures is below, followed by the full write-ups. Forms that are needed in following these procedures are found in Appendix #1.

- Incident Reporting (PCI S&H Procedure #1)
- Mustering and Evacuation (PCI S&H Procedure #2)
- Hot Work (PCI S&H Procedure #3)
- Hazard Communication (PCI S&H Procedure #4)
- PPE and Hazard Assessments (PCI S&H Procedure #5)
- Confined Space Entry (PCI S&H Procedure #6)
- Lock, Tag, and Try (PCI S&H Procedure #7)
- Fall Protection (PCI S&H Procedure #8)
- Ladder Safety (PCI S&H Procedure #9)
- Respiratory Protection (PCI S&H Procedure #10)
- Workplace Auditing (PCI S&H Procedure #11)
- Mobile Equipment (PCI S&H Procedure #12)
- Sub contractor Safety (PCI S&H Procedure #13)



## **Port Contractors, Inc.**

### **PROCEDURE #1: INCIDENT REPORTING**

---

#### **Purpose**

To ensure that there is proper communications about incidents, as a means of preventing similar incidents, promoting safety awareness, communicating learnings, and collecting data for trend analysis.

#### **Definition**

The definition of an incident is any unplanned event or action that (1) interferes with or has the potential to interfere with the orderly progress of work or (2) has the potential to cause one or more of the following:

- ❑ Injury or illness to an employee, contractor, client, or a member of the public
- ❑ An environmental release
- ❑ Property damage, including any damage to company/rental equipment or vehicles
- ❑ A business interruption
- ❑ Unfavorable publicity

#### **Responsibilities**

- ❑ Employee
  - Each employee is responsible for reporting any incidents in which they are involved. The employee must contact their supervisor as soon as feasible after the incident occurs. If his/her supervisor is not immediately available, the employee should contact another appropriate member of management.
- ❑ Supervisor
  - The supervisor is responsible for contacting the Safety Manager or other appropriate member of management and for sending a preliminary communication (i.e., concise statement of what happened) or an Incident Report form.

- Management
  - The Safety Manager will take the following steps: Determine if an incident occurred (per the definition), complete the Incident Report form, issue a tracking number, and decide how quickly company-wide reporting will be completed.

**Note:** If a fatality occurs or three or more employees are hospitalized, the president must be notified within one hour. The president must contact the regional Occupational Safety and Health Administration (OSHA) office by phone within eight hours of the injuries.

## Procedure

- If an incident occurs, the employee will first stabilize the situation and then contact his/her supervisor. The Safety Manager should be contacted as an alternate. The employee will provide the following basic information:
  - Request assistance if needed.
  - Time and location of incident.
  - Incident information known at the time.
    - Who
    - What
    - How to contact the field people if more information is needed
    - Time and method next communication will occur, if needed

Note: If a fatality or hospitalization occurs, management must be notified immediately.

- The Safety Manager is responsible for completing the Incident Report with assistance from all parties involved, including the Supervisor.
- The Safety Manager will assign a tracking number to the incidents.
- The Safety Manager will compile the incidents to analyze for trends.
- The Safety Manager is responsible for communicating the incident throughout the company.

## Forms

The Internal Incident Report Form can be found in the appendix of this manual.



## Port Contractors, Inc.

### **PROCEDURE #2: MUSTERING AND EVACUATION**

---

#### **Purpose**

To provide guidance on the method to respond to and report on emergencies that occur during the workday or on company property.

#### **Definition**

An evacuation plan is an area/building-specific procedure to get personnel out of a specific area of concern. It includes notification and mustering instructions so that everyone can be accounted for and so that appropriate help can be summoned. The procedure for each building is posted near all exits and gives specific details as to where personnel are to re-group or “muster” (see Appendix for related form, “Emergency Action Plan”).

#### **Responsibilities**

- Employees
  - Pull the nearest fire alarm if they are the person discovering a fire or other incident.
  - Evacuate (if circumstances warrant, evacuate even if an alarm has not been sounded).
  - Call 911 to report the incident.
  - Once safely clear of the area, notify the main office and give them the following information: (1) your name, (2) the exact location of the incident, and (3) the extent of the incident, if known (e.g., “This is John Brown. There are smoldering wires in office number 241.”).
- Supervisors
  - Develop and post emergency evacuation plans in assigned areas.
  - Train new employees on the evacuation procedures for their area.
  - Annually review the evacuation plan and procedure with employees in assigned areas.



- Establish procedures to assure proper notification in the event employees are not in the building during an emergency and establish an on-site alternate coordinator for the area during supervisor absences.
- Management
  - Train personnel on the requirements of this procedure.
  - Allocate the necessary resources to minimize hazards in the workplace that could lead for the need to evacuate.
  - Ensure all work areas post and maintain emergency evacuation plans.

## **Procedure**

When the fire alarm sounds, all employees will do as follows:

- Immediately evacuate the building using the posted evacuation routes.
- Walk, do not run.
- Proceed to the established mustering point for head count. This point is included in the specific evacuation plan posted in the work area.
- Take responsibility for visitors. Visitors must accompany employees to the mustering point.
- Await further instructions after being accounted for at the mustering point.

The person reporting the incident will inform their supervisor or alternate (as appropriate) of the nature and extent of incident. All communications with the fire chief or other emergency responders will be through the supervisor or alternate.

## **Forms**

The Emergency Action Plan form can be found in the appendix of this manual.



## Port Contractors, Inc.

### PROCEDURE #3: HOT WORK

---

#### Purpose

To outline the basic requirements in order to control the use of flame-, spark-, and heat-producing devices.

#### Definitions

- ❑ **Flame-Producing Devices:** gas welding and cutting tools, torches, and portable gas furnaces
- ❑ **Arc or Heat-Producing Devices:** soldering and heat guns, electrical welding tools, drills, electrical furnaces, and open motors
- ❑ **Spark-Producing Devices:** grinding tools, chipping hammers, and wire brushes driven by air or electricity

#### Responsibilities

- ❑ Employees
  - Understand and comply with the requirements of this procedure.
  - Wear task-specific PPE. Hot work should be performed with a minimum of leather gloves, eye protective goggles and standard long sleeve coveralls. Welding operations will require additional PPE to include welder's gloves, leather apron or welders coat and welders helmet.
- ❑ Supervisors
  - Train personnel to recognize the hazards associated with the use of flame- and spark-producing devices.
  - Audit job sites to ensure compliance with this procedure and the safe use of flame-, spark-, and heat-producing devices in their areas.
  - Complete hot work permit and test for combustible gas (L.E.L.) if required.
- ❑ Safety Manager
  - Ensure that adequate resources are available for the necessary equipment to safely weld and use other equipment covered in this procedure.

- Contractors
  - Follow all aspects of this procedure.
  - Complete hot work permit and test for combustible gas (L.E.L.) if required.

## Procedure

Personnel performing tasks using flame-, spark-, and heat-producing devices need to be able to recognize potential hazards. Welders and cutters can protect themselves and others by following safe work practices that include the following:

- Receive approval from supervisor to initiate work in the prepared area, and determine (with the supervisor) the need to have a standby person (fire watch).
- Inspect the area where work is to be performed, and remove flammable/combustible materials from the work area. Flammable materials need to be placed a minimum of 35 feet away (Ref. NFPA Standard 51A).
- Perform the task outside, if possible.
- When possible, place work at an optimal height to prevent fatigue and increase control of the operation.
- For overhead work, use a work platform as opposed to a ladder when practical and barricade the area under the work area to protect personnel from falling sparks and slag.
- Use the equipment only as it is intended to be used.
- Maintain the equipment properly and inspect it prior to use.
- Place a fire extinguisher (minimum 2A 20 BC rating) within 20 feet of the work area (may be manned by a standby person if required by the supervisor).
- After welding or cutting, mark hot metal or barricade to prevent inadvertent contact with the hot surface.
- Do not carry matches and especially butane lighters in pockets when welding/cutting.
- Follow special precautions when welding in confined spaces (i.e., do so only by confined space entry permit).
- Follow good housekeeping practices; do not throw rod stubs on the floor.
- MSDSs for welding gases and rods must be available in the workplace.
- Provide provisions to prevent the spread of slag/sparks, etc.
- After the work is completed, remain in the area for an additional 30 minutes to ensure that the potential for a fire producing environment is mitigated.
- Do not weld or cut tanks/containers that previously contained flammable materials until they have been purged. Purging will consist of the following:

- Allow all material to drain out for a minimum of five minutes.
- Steam or high-pressure rinse the container for 10 minutes.
- Return container to upright position and tap lightly with a mallet to loosen scale.
- Re-rinse container for another five minutes, and allow to drain thoroughly.
- Power wash the outside of container, and allow to dry.
- Test container atmosphere for flammable vapors.
- If purging cannot be performed because of the container size or location, the container will be filled with water to within an inch or two of the place where the work is to be done and the container top left open to vent during the work.

### **Hot Work Permit**

- For Hot Work performed on Port Contractor, Inc. sites or locations where another Hot Work Permit is not specifically required a Permit must be filled out and approved by the Safety Manager for all Hot Work tasks to be performed outside of a designated and approved welding station.
- If Hot Work is to be performed at another location with their own required Hot Work Permit Form (example: Valero Refinery, Port of Wilmington, Port of Palm Beach), the required Hot Work Permit will be completed and a copy must be filed with the Port Contractors, Inc. Safety Manager. A Port Contractors, Inc. permit will not be needed.

### **Oxy/Fuel Welding and Cutting**

- Cylinders
  - Cylinders must be placed far enough away or adequately shielded to be protected from slag or heat sources.
  - Cylinders must be moved, stored, and secured vertically (with caps on when not in use).
  - When used with a regulator that requires a wrench to shut off, a wrench must be attached for emergency shut-off.
  - When installing regulator, valve should first be cracked open to clear dust from valve.
- Hoses
  - The oxygen and fuel hose must be easily distinguishable from each other.
  - Fittings on each of the two hoses must be kept clean and capped when not in use and must not be interchangeable.
  - Hoses must be inspected to ensure integrity prior to use.
  - When not in use, hoses must be properly stored to prevent damage.

- When in use, hoses will be protected against damage (e.g., being run over, coming in contact with slag or heat sources).
- ❑ Regulators
  - Regulators must be maintained in proper working condition and inspected prior to use.
  - When a wrench is required to control flow, it will be permanently attached.
- ❑ Torches
  - Torches must be equipped with a flashback arrestor.
  - The tip must be cleaned/cleared with proper tools.
  - Torches will only be lit with a friction-type igniter.

### **Electrical Impulse and Arc Welding/Cutting**

- ❑ Electrode Holders
  - Electrode holders will be of suitable size and construction to hold the rod.
  - Electrode holders will be fully insulated to include consideration for duty cycle of power supply.
  - Electrode holders must be inspected to ensure integrity prior to use.
- ❑ Cables
  - Cables will be fully insulated to include consideration for duty cycle of power supply.
  - Cables must be a minimum of 10 feet long without splices and must be maintained in proper working condition and inspected prior to use.

### **Ventilation**

There are two types of ventilation: natural and mechanical. Mechanical ventilation includes local exhaust and area ventilation systems. PCI uses both types of ventilation, which includes a welding station with a weld hood exhaust drop and the use of fans to move smoke and fumes away from the welder. When setting up ventilation, the following should be considered:

- ❑ Ventilation of welding fumes away from the welder and out of the work area should be done in such a way as to not spread sparks or slag.
- ❑ Fans should be set at right angle to the welders face to blow fumes out of the area.
- ❑ Sufficient air movement must be maintained to eliminate fumes accumulating in other parts of the shop.

## **Ultraviolet Light and Nonionizing Radiation**

Electric arcs and gas flames emit ultraviolet light and infrared radiation that is harmful to the skin and eyes. The following precautions will be taken:

- Welders (and welder's helpers) will be required to wear protective clothing and equipment to minimize these hazards. Specific items required will be communicated as part of the job lineup or posted in the vicinity of the operation.
- The work area will (to the extent possible) be isolated to eliminate the hazards to other workers.

## **Forms**

The Hot Work Permit form can be found in the appendix of this manual.



## Port Contractors, Inc.

### PROCEDURE # 4: HAZARD COMMUNICATION

---

\*Currently changing procedure to reflect GHS Regulations –Mike Alvin

#### Purpose

To ensure that all PCI employees, clients, contractors, and visitors receive information on the hazards presented by chemicals to which they may be exposed in the workplace.

#### Definitions

- ❑ **Hazardous Chemical List:** an inventory of all hazardous chemicals located in the work area
- ❑ **Safety Data Sheet (SDS):** a fact sheet prepared by chemical manufacturers to provide information to chemical users (information found on a SDS include chemical ingredients, PPE requirements, first aid, and firefighting procedures)
- ❑ **Trade Secrets:** an ingredient that the manufacturer chooses to withhold the specific identity of, however the properties and effects of any hazardous chemical components must be included in the SDS (in the event of an emergency, medical personnel will be able to contact the company for necessary information)
- ❑ **Label:** an identification tag or the like which is attached to each container of hazardous material (always contains the chemical name and hazards associated with its use)

#### Responsibilities

- ❑ Employees (who handle, use, or transport hazardous materials)
  - Conduct work activities in a safe manner.
  - Understand the hazards associated with chemicals to which they may be exposed.
  - Refer to SDSs when questions arise regarding chemical hazards.
  - Read and understand labels.
  - Label containers in accordance with this program.

- Supervisors
  - Ensure that all hazardous chemical containers are labeled in accordance with this program and an SDS is on file.
  - Ensure that employees, contractors, clients, and visitors are aware of the chemical hazards in the work area.
  - Ensure that a copy of any SDS obtained from a supplier or through a client is forwarded to the Safety Manager.
  - Advise workers of safety protocols to be used during non-routine tasks.
- Management
  - Ensure that all employees are aware of and receive training on this procedure.
  - Maintain SDSs for each inventoried chemical in a hard copy master file (the SDS Binder).
  - Ensure that employees, contractors, clients, and visitors are aware of the chemical hazards in the work area.
  - Approve chemicals for use.

## Procedure

- Hazardous Chemical List
- An inventory of all hazardous chemicals will be completed for each site. The inventory form will then be forwarded to the main office for entry into the SDS Binder.
- SDS
  - An SDS for each hazardous chemical found in the workplace will be maintained by the Safety Manager (SDS Binder). The supervisor of each area will ensure that SDSs are available in the work area for employees to review as needed and will forward copies for new chemicals to the Safety Manager for placement into the SDS Binder.
  - SDSs are required for each chemical or hazardous material that is purchased or obtained for use in PCI offices or field operations.
    - Access to SDSs
      - If a shipment of material is received without an SDS, the supervisor should determine if an existing copy of the SDS is on file at the main office before allowing the material to be used.
    - Hazard Evaluation
      - The Safety Manager will review SDSs to determine acceptability of the product. If the product is determined to be unacceptable, the product may be prohibited from use.



- Labeling
  - Each container of hazardous chemicals must be labeled, tagged, or marked as follows:
    - Name of chemical as it appears on the SDS
    - Appropriate hazard warning
    - Name and address of the manufacturer (required if chemical is transported off the work-site).
  - Labels on containers must not be removed or defaced. The label should be placed on the container so it is visible. Labeling requirements may differ from those stated in this program based on state regulations (the requirements listed herein apply to Delaware).
  - When material is transferred from a labeled container to an unlabeled container, the information listed above must also be transferred onto the receiving container unless the container stays in the possession of the individual who transferred the material.
- Training
  - All employees will be trained prior to using hazardous materials. New employees will receive training as part of the orientation program. Prior to the introduction of a new chemical, employees will be re-trained as necessary.
- Contractors and Visitors
  - PCI contractors and visitors will be advised of any known chemical hazards that may be encountered while conducting tasks in the workplace. This information will be shared by the site supervisor, as part of the Safety with Task Assignments (STA). Also, contractors must inform the site supervisor of any chemicals or products they intend to bring into the workplace. Each chemical must be evaluated and, if accepted, accompanied by a SDS. (Note: PCI may also be required to comply with plant-specific requirements for HAZCOM if these requirements are more stringent.)



## Port Contractors, Inc.

### **PROCEDURE #5: PPE AND HAZARD ASSESSMENTS**

---

#### **Purpose**

To provide guidance on PPE selection, use, and limitations. Workplace and task-specific PPE requirements are provided in each area's Hazard Assessment.

Standard PPE for all non-office PCI employees will consist of a high-visibility vest, side-shield safety glasses, and safety toe footwear. Non-employee visitors need not comply with the PPE requirements, but they must be within close proximity (min. 3 feet) of an employee who is wearing a high-visibility vest, and they must comply with any guidance provided by the employee concerning hazardous work areas.

#### **Definitions**

- ❑ **PPE:** Devices that provide physical protection to various parts of the body (e.g., eyes, ears, hands, lungs, etc.) The specific PPE that is required in any situation is determined based on the task being performed, and is intended to protect employees from hazards in the workplace when engineering controls are not feasible. Note: Fall Protection and Respiratory Protection are discussed in more detail in separate Safety and Health procedures (i.e., procedures #8 and #10, respectively.)
- ❑ **Hazard Assessment:** An inspection of the workplace performed by a knowledgeable individual seeking to identify areas where hazards exist or are likely to exist for the purpose of selecting suitable PPE for exposed employees

#### **Responsibilities**

- ❑ Employees
  - Receive training on the contents of this procedure. In addition, the employee will be trained about the limitations of and the proper way to select, use, and maintain the PPE required of his/her job.
  - Comply with the PPE requirements established by PCI.
  - Notify his/her supervisor of problems resulting from PPE usage.

- Supervisors
  - Ensure that adequate training has been provided for his/her employees with regard to specific hazards in workspaces under his/her control.
  - Ensure the adequacy of PPE selected as a result of the Hazard Assessment.
  - Inform the Safety Manager of changes to equipment or materials that may require an additional Hazard Assessment.
  - Conduct audits on and enforce the requirements of this procedure.
- Management
  - The Safety Manager has responsibility to conduct hazard evaluations (i.e., a Hazard Assessment) of each area where PCI employees work.
  - Provide employees with PPE as required to protect them from workplace hazards and ensure the adequacy of employee purchased PPE.
  - Perform audits to ensure demonstrated proficiency in the care, use, and selection of PPE.
  - Train all affected employees on the proper care, use, and selection of PPE.

## Procedure

- Hazard Assessment

A hazard assessment will be performed in each work area to initially establish PPE requirements for affected personnel in that area. The template provided in the appendix to this manual will be used by supervisors to perform the assessment. The supervisor should review each area and each specific activity, looking not only for existing hazards but those hazards that can reasonably be expected to occur through the course of work. In addition, the supervisor should review applicable MSDSs for PPE recommendations when using a specific material, and solicit comments from employees performing the work to determine if work practices can be modified to eliminate the hazards as opposed to controlling them.
- Hazard assessments may need to be reconducted when a significant change occurs in the workplace such as the use of a new chemical or the addition of new tasks or equipment.
- The completed assessment will be forwarded to the Safety Manager.
- PPE Recommendations

Upon review of the completed Hazard Assessment the Safety Manager will make recommendations for both engineering controls, when feasible, and PPE, when necessary.

All PPE selections will meet OSHA and, where applicable, ANSI standards. Once selected, PPE shall be used as recommended on a task or area specific basis.

□ PPE Notification

To the extent possible, PCI will identify areas (i.e., signs) for which entry will require PPE as well as identify equipment for which the operator will be required to wear PPE. However, the lack of this notice will not relieve the employee from complying with specific direction from supervisors.

□ PPE Availability

For those tasks and areas that require PPE, PCI will provide the necessary PPE to its employees. PPE will be available through the supervisor and the Safety Manager, and only approved PPE will be used.

Employees who chose to provide their own equipment must have it approved by the Safety Manager prior to its use.

□ Types of PPE

The following types of PPE will be available for use by PCI employees:

- **Head Protection:** protective headgear or hats intended to provide protection against specific hazardous conditions. In general, PCI employees required to wear a hard hat will use a Type 1, Class E hard hat.
- **Eye and Face Protection:** protective equipment designed to reduce injuries to the eyes and face as a result of splash and flying debris. Selection is based on type(s) of hazards (i.e., flying particles, chemicals, radiation) and would typically include impact-resistant safety glasses with side shields, full-face shields, and welding goggles.
- **Hearing Protection:** protective equipment designed to reduce noise levels. PCI employees will use one of two types: disposable earplugs or earmuffs.
- **Respiratory Protection:** a device intended to filter contaminants from the air or provide clean breathable air to employees who use them. PCI has a specific procedure that deals with respiratory protection devices.
- **Torso and Full Body Protection:** protective equipment will include coveralls and items such as aprons for acid splash, leather coats for welders, and Tyvek® for eliminating dusts from getting on clothing.
- **Hand and Arm Protection:** primarily various types of gloves to provide protection from nicks, cuts, and chemicals. Specific composition of glove will be identified by the activity.
- **Foot and Leg Protection:** protective footwear (steel-toe boots) designed to protect the feet and legs against such items as falling materials/rolling objects and leggings designed to protect welders from flying sparks/slag.

□ Training

Each employee required to use PPE will be trained to recognize when and what types of PPE are required.

## **Forms**

The “Certification of Hazard Assessment for PPE” form can be found in the appendix of this manual.



## Port Contractors, Inc.

### **PROCEDURE #6: CONFINED SPACE ENTRY**

---

#### **Purpose**

To establish, document, and maintain a safe working environment for all personnel exposed to confined spaces.

#### **Definitions**

- ❑ **Confined Space:** any space or enclosure that satisfies *all* of the following requirements:
  - Is large enough and so configured that an employee can bodily enter and perform assigned work
  - Has limited or restricted means for entry or exit (e.g., tanks, vessels, silos, storage bins, hoppers, vaults, and pits)
  - Is not designed for continuous employee occupancy
- ❑ **Permit-Required Confined Space:** a confined space (see definition above) that has any of the following characteristics:
  - Contains or has the potential to contain a hazardous atmosphere
  - Contains a material that could engulf an entrant
  - Has an internal configuration such that an entrant could be asphyxiated or trapped because the area tapers downward to a smaller cross section
  - Contains any other recognized serious safety or health hazard

#### **Responsibilities**

The company is responsible for evaluating each potential confined space. The company will post signs at the entry of each permit-required confined space. A sample of approved sign wording is provided at the end of this procedure.

- ❑ Employees

- Unless specifically trained as a confined space entrant shall not enter permit required confined spaces.
- Supervisors
  - Ensure that personnel do not enter Permit Required Confined Spaces unless trained to do so.
- Management
  - Audit for compliance with this procedure.
  - Conduct an annual review of all PCI controlled areas to identify confined spaces and mark Permit Required Confined Spaces (See appendix for approved sign wording).

## Procedure

- Confined Space Identification
  - Management will identify and post signs (if not already posted) at each permit-required confined space present on a company work site.
- Entry into Permit Required Spaces
  - The management of PCI has decided that its employees SHALL NOT ENTER PERMIT REQUIRED CONFINED SPACES. If an occasion arises in which entry into such a space is required, an external contractor will be hired to perform this service.
- Permit Completion
  - Any excavation work that will be performed on a PCI site will require an excavation permit to be filled out prior to the commencement of digging. If the excavation meets any of the permit confined space hazard definitions, a confined space entry permit will be required.
  - If entry into a Permit Required Confined Space is performed by a contractor, a completed confined space permit will be maintained on file for one year by the safety Manager.

## Forms

The Confined Space Entry Permit and the Excavation Permit can both be found in the appendix of this manual.

## Approved Sign Wording for Permit-Required Confined Space

**DANGER  
PERMIT-REQUIRED CONFINED SPACE  
DO NOT ENTER**





## Port Contractors, Inc.

### **PROCEDURE #7: LOCK, TAG, AND TRY**

---

#### **Purpose**

To specify minimum locking, tagging, clearing, and trying procedures necessary to prevent injury by the inadvertent operation of powered equipment (including electric, steam, gasoline, diesel, pneumatic, or hydraulic), the opening of valves, or the energizing of electrical circuits when an employee is exposed to a potential hazard.

#### **Definitions**

- ❑ **Danger Tag:** a tag bearing the statement “DANGER—DO NOT OPERATE” that is placed on equipment controls (e.g., valves switches) to inform all personnel that the tagged equipment must not be operated (these tags may not be used for any purpose other than to control hazardous energy sources)
- ❑ **Group Lock:** a lock placed on equipment by the supervisor of a work group for the protection of all members of that work group (see Attachment 1)
- ❑ **Group Tag:** a Danger Tag identified to show that it is protecting a group of individuals rather than one person (see Attachment 1)
- ❑ **Individual Lock:** a lock placed on equipment by a person for his/her own protection and for which no other person has a key (a person may have more than one individual lock operated by the same key, but no other person may have a key to those locks)
- ❑ **Individual Tag:** a Danger Tag placed by an individual for his/her own protection
- ❑ **Supervisor:** the person or organization owning or responsible for a piece of equipment

#### **Responsibilities**

- ❑ Supervisor (for each group working on equipment)
  - Ensure that the equipment to be locked out has been properly identified, tagged, locked out, and tried before personnel begin to work on or in the equipment.

- Ensure that adequate training has been provided for employees in regards to the lock, tag, and try requirement.
- Employees
  - Responsible for placing and removing their own individual locks and tags in accordance with this procedure.

## Procedure

The supervisor of equipment being worked on must identify, tag (with Danger Tag), and lock all valves and switches for the equipment; clear any hazards; and try (i.e., attempt to start) the equipment to ensure that proper lockout has been achieved. **Electrical equipment must be locked and tagged at all points where it can be energized, including remote and automatic startup switches, possible backfeeds, and alternate feeds.**

- If personnel could be exposed to hazardous materials while working on pipelines or equipment, the section being worked on should be completely isolated by closing valves, depressurizing the system, and inserting blanks or removing sections of pipe.
  - The system should be depressurized before work is begun.
  - If, and only if, isolation by blanks or removal of pipe is not feasible, the system may be isolated by valves. Valves used for isolation must be located and must also be tagged by the supervisor and each individual who will work on the equipment.
- After the supervisor has locked, tagged, and tried the equipment, each individual who may be exposed to the possibility of injury will apply his/her individual tags and locks to the equipment. The individual will attempt to start the equipment to confirm that proper lockout has been affected. Note: The sequencing of the locks and tags is essential to this procedure. The supervisor must first lock out the equipment and any other employees who will be working on this will then apply their locks to the equipment. When all work is completed, the employees will remove their locks and the supervisor will lastly remove their lock.
- When work extends beyond the shift during which it was started, persons who placed locks must remove their locks and individual tags before leaving the job site. (The supervisor's lock and tag should remain on the equipment until it is ready to return to service.)
- Each individual must remove his/her own lock when his/her specific task is completed, even if the total job is still in progress.
- When the entire job is completed, the supervisor will check the equipment to ensure that it is ready for operation. The supervisor will then remove the supervisor's lock and tag.

- If an individual leaves the work site without removing his/her lock and/or tag, the individual's supervisor may remove the lock (with a bolt cutter because the supervisor will not have a key) and/or tag if the supervisor is confident that it can be removed safely.
  - Removal of an individual lock by anyone other than the person whose lock it is requires approval by the person's supervisor.
  - To prevent hasty removal of locks, a "Lock Removal Permit" (see appendix) must be completed.
- Group lockouts - Because of the magnitude or complexity of large jobs, an individual lockout procedure may be impractical. In this case, the following procedure may be followed if it is agreed to by the supervision of all work groups:
  - The supervisor will describe in writing the equipment to be worked on or the job to be done by group locking. This description will include all information necessary to isolate the work, including locking the valves, inserting blanks, and breaking electrical circuits. The completed description must be signed and posted.
  - The supervisor will lock out and place Danger Tags on the appropriate valves, switches, and other isolating devices in accordance with this procedure.
  - The supervisor of each work group (usually each subcontractor) working on the equipment will also place a group lock and group tag for his/her group on the appropriate valves, switches, and other isolating devices. Keys for locks will be placed in a lockbox at a designated location. The supervisor will sign the "Group Lockout Notice."
  - Each individual working on the equipment will satisfy himself/herself that the equipment has been properly isolated (or rendered inoperative). He/she will then lock the lockbox with an individual lock and place an individual tag on the lockbox.
  - If the job is not completed at the end of a shift, all locks and tags will be removed from the lockbox and from the field, except for the supervisor's locks and tags. Each subsequent shift must repeat Steps 3 and 4.
  - When the job is complete, tags and locks will be removed as in a normal job.

## Forms

The Lock Removal Permit form can be found in the appendix of this manual.



## Port Contractors, Inc.

### **PROCEDURE #8: FALL PROTECTION**

---

#### **Purpose**

To identify, manage, and specify minimum fall protection requirements for all PCI employees and contractors working from or below elevated surfaces.

#### **Definitions**

- ❑ **Elevated Surface/Work:** an area where employee(s) will be required to work that is 6 feet or more above the next working surface, measured from walking surface to walking surface.
- ❑ **Approved Railing System:** a system placed between the employee and the fall hazard that is constructed to include a top rail, a mid-rail, and a toe board (see “Specifications” later in this procedure for typical construction specifications.)
- ❑ **Personal Fall Arrest System:** a PPE system supplied by PCI for employee use when engineering controls are impractical (consists of a full body harness, decelerating lanyard with a self-locking snaphook, and an identified anchor point capable of holding 5,000 pounds)
- ❑ **Safety Monitoring Plan:** a written plan maintained in the work area prepared by the supervisor and approved by the Safety Manager that allows employees to work from elevated areas under direct continuous monitoring by a safety observer, in lieu of a protection system (a template for such plans is provided in the appendix to this manual.)

#### **Responsibilities**

- ❑ Employees
  - Comply with provisions of this procedure as applicable to their work.
  - Work with his/her supervisor to identify and control the hazards associated with falling from or being struck by objects falling from elevated work areas.
- ❑ Supervisor
  - Ensure that all provisions of this procedure are adhered to during the course of work covered by this procedure.

- Assist management in identifying probable locations where elevated work will be performed.
- In those instances where a Safety Monitoring Plan is used, assist in preparing the plan and function as the competent person monitoring the activity or assign a designate to monitor the activity.
- Management
  - Ensure that employees exposed to hazards associated with falling from or being struck by an object falling from an elevated work area are trained to recognize and respond to these types of hazards, as outlined in this procedure.
  - Provide a qualified person to design and oversee the implementation of protective systems.
  - Audit to ensure proper usage of protective systems to reduce these types of hazards.
  - Review and approve Safety Monitoring Plans.

## Procedure

Elevated work surfaces present two major hazards to PCI employees: falling from or through the surface and being struck by objects that fall from the surface. To reduce these hazards, employees must first be trained to recognize these hazards and how to protect themselves.

- Elevated work areas will be evaluated by supervisors to:
  - Determine if the work surface is greater than 6 feet from the next surface (measured from walking surface to walking surface).
  - Inspect the integrity of the walking/working surface.
  - Determine which of the three previously described fall protection systems will be implemented prior to assigning work.
  - Identify the hazards associated with the activity as part of the STA (Safety Task Assignment).
- If the supervisor determines that a personal fall arrest system will be used, he/she must also identify the anchor point(s) to which employees will attach, decide on a rescue method, and brief personnel on the contents of this procedure and their specific role in the event of an emergency.
- If employees are to use a fall arrest system, it will include those items already discussed (see “Definitions” above) and will be used as follows:
  - All equipment will be inspected by the user prior to use.
  - The lanyard will be attached to the identified anchor point(s) only. When the nature of work requires frequent movement the use of two lanyards may be required to provide 100% protection.

- The lanyard will be attached so that the fall will be no more than 6 feet, allowing 3½ feet for the deceleration portion of the lanyard.
- If the supervisor decides that a Safety Monitoring Plan will be used, he/she will:
  - Complete the plan and submit the plan for approval prior to beginning work.
  - Function as or designate a competent person/monitor which involves the following:
    - Being close enough to communicate orally
    - Ensuring that only those employees identified on the plan are exposed
    - Ensuring that employees comply with warnings
    - Have no other duties which interfere with ability to monitor
- If no PCI personnel will be working on the elevated area but may be exposed to material falling from the area, the supervisor will:
  - Require the use of eye, head, and foot protection for his/her employees.
  - Barricade those areas of highest potential to preclude employee exposure.
  - Recommend the installation of toe board/mesh to eliminate the possibility of falling debris.

### **Fall Protection System Specifications (1926:502)**

- Guardrails
  - Top rail height = 42 inches ± 3 inches
  - Mid-rails 21 inches high
  - Intermediate members/openings no greater than 19 inches
  - Withstand 200-pound downward/outward force
  - Mid-rails 150-pound downward/outward force
  - No steel or plastic banding
  - Wire rope top rail flagged every 6 feet
  - All rails ¼-inch diameter or greater
- Aerial Lifts – Boom Platforms
  - To help keep workers inside guardrails or in buckets, OSHA requires either a full-body harness or a positioning device on bucket trucks or boom supporting lifts. OSHA accepts a positioning device (belt) with a short lanyard, if there is an anchorage inside the bucket (29 CFR 1926.453).
- Scissor Lifts
  - Scissor lifts fall under the mobile scaffold regulations. As such, guardrails are considered sufficient worker protection (29 CFR 1926.451).

## **Forms**

The Safety Monitoring Plan form can be found in the appendix of this manual.



## **Port Contractors, Inc.**

### **PROCEDURE #9: LADDER SAFETY**

---

#### **Purpose**

To provide guidance on the types and proper use of ladders and to enable each employee to recognize the hazards related to ladders.

#### **Definitions**

Type 1A ladders are ladders having a load capacity of 250 to 300 pounds.

#### **Responsibilities**

- ❑ Supervisors
  - Receive training on the requirements of ladder safety and are responsible for training those employees using ladders on proper types, usage, and hazard recognition.
- ❑ Employees (who use a ladder for any purpose)
  - Be trained on the proper use of and is responsible for ensuring that the proper ladder and applicable procedures are utilized.

#### **Procedure**

A ladder will be used at all personnel points of access where there is a break in elevation of 18 inches or more and where no ramp, runway, sloped embankment, or personnel hoist is provided. The general procedures are as follows:

- ❑ Every ladder must be inspected before use.
- ❑ Defective ladders must be tagged with “Do Not Use” and removed from service.
- ❑ Painted wooden ladders are not permitted.
- ❑ All ladders will have appropriate shoes or footings.
- ❑ Only one person at a time will occupy a ladder.



- ❑ Type 1A ladders, or better, should be used.
- ❑ When working from ladders, work facing the ladder with both feet on the rungs. Hold on with both hands while ascending and descending. Use a handline to raise or lower materials.
- ❑ If facing the ladder is not practical or when work requires both hands, fall protection will be worn and properly anchored.
- ❑ Change the position of the ladder as often as necessary to keep within reach of work.
- ❑ Access to and from ladders must be free of clutter.

### **Straight or Extension Ladders**

- ❑ Every straight or extension ladder will be adequately tied off or held by a “ground man”.
- ❑ The top of a straight or extension ladder will extend at least 3 feet beyond the supporting object when such a ladder is used as access to an elevated work area.
- ❑ Follow the 1 to 4 rule. Set the base of the ladder 1 foot out from the wall for every 4 feet of ladder height.
- ❑ After the extension section has been raised to the desired height, ensure that the safety dogs or latches are engaged and that the extension rope is secured to a rung on the base section of the ladder.
- ❑ Do not work from the top three rungs of any straight or extension ladder.

### **Stepladders**

- ❑ Do not stand or sit on the top of a stepladder.
- ❑ Do not stand on the step below the top of any stepladder over 3 feet high.
- ❑ Do not use a stepladder as a straight ladder.
- ❑ Ensure that the stepladder is level on all four feet with the spreaders locked in place.
- ❑ Stepladders 8 feet tall and taller should be tied off or attended when in use.
- ❑ Tie off a stepladder when using it close to the edge of an elevated platform, roof, or floor opening, and utilize fall protection.



## Port Contractors, Inc.

### **PROCEDURE #10: RESPIRATORY PROTECTION**

---

#### **Purpose**

To establish guidelines and protocols for respirator training, selection, use, fit testing, inspection, maintenance, cleaning, and storage for PCI employees who may be required to use respiratory protection.

#### **Definitions**

- **Exposure Limit:** the maximum acceptable concentration of an airborne substance that the average worker can be exposed to eight hours/day, five days/week, for 30 years without experiencing adverse effects
- **Airborne Contaminants:** a concentration of one of the following substances in air:
  - Dusts—solid particles dispersed or released as a result of physical processes such as grinding or earth moving
  - Fumes—solid particulates formed by the condensation of vaporized material, such as that formed by welding on steel
  - Vapors—the gaseous form of substances that are normally in the solid or liquid state at normal room temperature and pressure
  - Gases—substances that are at their normal physical state at room temperature, such as oxygen or carbon monoxide
  - Mists—a dispersion of liquid particles that are visible
  - Fog—visible liquid formed by condensation, smaller than mists
  - Smoke—suspended solids formed by incomplete combustion
- **Cartridge Breakthrough:** when the upper concentration limit of known airborne contaminant(s) is/are exceeded in the breathing zone. These contaminants pass through the cartridge and are usually experienced as a sensation of odors or respiratory irritation; cartridge breakthrough also occurs when the cartridge is not capable of screening out the contaminant.

## Responsibilities

- Employees (who are required to wear respiratory protection)
  - Receive formal training, a medical evaluation, and fit testing before being assigned to tasks requiring use of a respirator. Additional training will be provided by employee supervisors as required.
  - Use and maintain the equipment as specified during training.
- Supervisors
  - Ensure that employees are qualified to wear respiratory protection prior to assigning them a task that may require its use.
  - Maintain an adequate supply of the necessary respiratory protection equipment for his/her area.
  - Conduct audits as necessary to ensure compliance with the requirements of the program.
- Management
  - Implement, maintain, and enforce the requirements of this procedure. The Safety Manager will facilitate the required employee training, select the types of equipment to be used, and maintain the necessary records (including training, medical qualification, and fit testing). In addition, the Safety Manager will evaluate the respiratory protection program on an annual basis to incorporate any changes or revisions as necessary.

## Procedure

Material Safety Data Sheets should be reviewed for each substance used in the workplace. Airborne contaminants and concentrations of substances associated with handling the material should be evaluated in order to determine the acceptable exposure limits of the material.

The preferred method to eliminate airborne contaminants is the use of engineering controls (e.g., ventilation, the use of alternate work practices or materials). To the extent feasible, PCI will implement and require employees to adhere to these types of controls as opposed to using respirators.

PCI employees who by virtue of their job are required to wear a respirator will be fully trained to recognize the limitations of the respirator and the proper way to use, maintain, and store respiratory protection.

Areas and activities that may require the use of respiratory protection have been evaluated and identified. Site-specific procedures for each work area and/or task requiring the use of respiratory protection are provided in the workplace hazard analysis for the particular area. Each area supervisor will train their employees on these activities and locations and instruct them on the location and proper use of available respiratory protection.

- Respirator Training  
Respiratory protection training is the most important aspect of the respiratory protection program. This training gives the employee a basic understanding in the selection, use, fit testing, inspection, maintenance, cleaning, and storage of respirators. This training is also required of supervisors whose personnel are covered by this program. The introduction to respiratory protection training is included at the end of this procedure.
- Types of Respirators  
There are two basic types of respirators that PCI employees may use. The Safety Manager will designate when and where each type will be used.
  - Filtering Face Piece: This is the most frequently worn respiratory protection device. These “dust mask” type respirators are only to be worn for particulate hazards. They are available from supervisors as needed.
  - Air Purifying Respirators (APR): Air-purifying devices are used to cleanse a contaminated atmosphere. Air is drawn through a filter to remove specific gasses, vapors, dusts and mists. Types of air-purifying respirators that may be used by PCI employees include half-face masks and full-face masks.

The following guidelines must be followed when respiratory protection is used:

- Respiratory protection will be used only after engineering controls or work practices are determined not to be feasible.
- Only qualified personnel will wear a respirator. To be qualified, the employee must be medically certified to wear a respirator, fit-tested within the past 12 months, and have received respirator training. Facial hair that interferes with the face-to-face piece seal is prohibited.
- Ordinary eyeglasses are not permitted with full-face respirators. Only eyeglass inserts that do not pass between the sealing surface and the face are permitted.
- All personnel must be able to recognize emergencies associated with respirator use such as cartridge breakthrough and breathing resistance.
- All personnel must inspect respirators prior to use.
- Employees will use the respirator as instructed, guard against damage, keep it clean, and report malfunctions and any of the following to their supervisor:
  - Discomfort
  - Breathing resistance

- Fatigue
- Interference with vision
- Interference with communications
- Restriction of movement
- Interference with job performance
- Lack of confidence with the respirator



## Port Contractors, Inc.

### **PROCEDURE #11: WORKPLACE AUDITING**

---

#### **Purpose**

To instruct personnel on how to conduct inspections of the workplace (to include offices) and provide checklists to use as references. The checklists (see appendix) are not meant to be all-inclusive and should be supplemented as deemed appropriate at the time of the inspection. By the same token, the entire checklist form need not be completed for any one audit.

#### **Definitions**

N/A

#### **Responsibilities**

- Supervisor
  - Responsible for conducting audits every quarter and ensuring that discrepancies are corrected in a timely manner (generally that same day) and forwarding completed checklists to the Safety Manager.
  - Responsible for conducting Safety Task Assignments (STA) during morning briefings with the workforce whenever it is necessary to document discussion of changes to hazards, procedures, PPE or recent safety incidents. The STA sign-in sheet (attachment) should be filled out and kept on file by the supervisor conducting the briefing.
- Operation Manager
  - Responsible for maintaining a master list of uncorrected discrepancies and prioritizing the distribution of funds to correct the discrepancies.
- Safety Manager
  - Responsible for reviewing the completed inspection checklists for trends. Maintain completed inspection checklists for one year.

## Procedure

- When practical, ask an employee to join in the inspection.
  - Decide on focus.
  - Observe the work scene, first looking for your selected focus.
  - Look for positive safety actions and attitudes.
- Observe the following:
  - Peoples' actions
  - Housekeeping
  - Driving
  - Peoples' safety interests
  - Personal protective equipment use
  - Tools
- Discuss your observations with the people observed, including the following:
  - Mention the positives observed.
  - Involve the people observed in a discussion about safety, weaving in the observations.
- Summarize findings and submit to Safety Manager.

## Forms

The following forms can be found in the appendix of this manual:

- Field Safety Audit Checklist
- Building Safety Audit Checklist
- Safety Task Assignment Sign-in sheet



## **Port Contractors, Inc.**

### **PROCEDURE #12: MOBILE EQUIPMENT**

---

#### **Purpose**

To provide guidance on the safe operation of mobile equipment

#### **Definitions**

The definition of mobile equipment would include but is not limited to forklifts, loaders, excavators, bulldozers, aerial devices, and tractors.

#### **Responsibilities**

- Supervisors
  - Are responsible for training employees who will operate mobile equipment.
  - Safety Manager will certify and evaluate all forklift operators
- Employees (who operate mobile equipment)
  - Must be trained on the safe and proper use of equipment they will operate.

#### **Procedure**

- All employees operating mobile equipment must read and be familiar with the safety manual for the equipment they will be operating. Safety manuals for mobile equipment are typically maintained with the equipment or will be provided by supervision.
- Mobile equipment operators must be instructed and approved by supervision before they will be permitted to operate equipment.



- ❑ OSHA specifically regulates the use of forklifts to persons who have been trained and certified on their use. Only those individuals who have been certified and approved by the Safety Manager will operate forklifts, except when the individual is undergoing training and their supervision is in the process of instructing them on safe and proper operations.
- ❑ General Mobile Equipment Safe Work Procedures:
  - ❑ Inspect equipment before each use. Operator equipment checklists are to be filled out and returned to supervision by each individual using the equipment on a daily basis. Forms for this purpose can be found in the appendix of this manual.
  - ❑ When mounting any mobile equipment, maintain 3 points of contact with the access system and face the machine
  - ❑ Equipment will be operated in a safe manor at all times, keeping the load under complete control.
  - ❑ Operators must remain alert for any pedestrians in the work zone.
  - ❑ Passengers are not permitted on mobile equipment that is not equipped with additional seating.
  - ❑ Do not exceed the lifting capacity of forklifts or other lifting equipment.
  - ❑ Operators shall use seat belts or other restraints where provided.
  - ❑ Allow the engine to cool before refueling or performing maintenance on equipment with internal combustion engines
  - ❑ Smoking or open flames will not be permitted near equipment when refueling.
  - ❑ All equipment will be secured in the proper manor at the end of the work shift. Forks, blades or buckets shall be lowered to ground level.
  - ❑ A clearance of 10 feet must be maintained for all equipment capable of having parts of its structure elevated near energized overhead lines. If the voltage of overhead lines is greater than 50kV, the clearance must be increased an additional 4 inches for every 10kV.
  - ❑ Identify all underground locations before starting work. Contact the MISS UTILITY digger hotline before starting work around any gas lines, water pipes, telephone lines, sewer lines or power cables.
  - ❑ Operator s must remain within 25 feet of all equipment while it is powered on.

### **Equipment Specific Safe Work Procedures:**

- ❑ Forklift
- ❑ Examine forklift (safety inspection) before operating
- ❑ Use 3-point technique for getting on/off forklift

- ❑ Seat belts must be worn if forklift is equipped
- ❑ Keep arms and feet confined inside forklift
- ❑ Do not give anyone a ride
- ❑ Do not drive up to anyone standing in front of fixed objects
- ❑ An unattended forklift is when the operator is more than 25 ft. away or out of sight of the forklift – turn off power
- ❑ Stay a minimum of three truck lengths behind other trucks
- ❑ Maintain forks at a safe height and position while operating
- ❑ Tips of forks should be on the ground when stopped to prevent a tripping hazard.
- ❑ Know your forklift design & capacity (Identification Plates)
- ❑ Do not allow anyone to walk or stand under load
- ❑ The brakes of highway trucks shall be set and wheel chocks placed under the rear wheels to prevent the trucks from rolling while they are boarded.
- ❑ Loader
- ❑ Only trained operators that have been approved by supervision are permitted to operate loaders.
- ❑ Examine the loader before starting. Perform a check of all operating systems before work begins
- ❑ Clear the area of all persons before starting the loader
- ❑ Stay in the operators seat at all times and use the seatbelt provided
- ❑ Assure that the work area is clear of persons while operating
- ❑ Loaders are one person machines, never permit riders
- ❑ Never use a bucket for a work platform or personnel carrier
- ❑ Always look around before backing up
- ❑ Never lift a load over anyone
- ❑ Avoid steep slopes or unstable surfaces
- ❑ Ground the loader bucket in a safe manor while parked
- ❑ Excavator
- ❑ Only trained operators that have been approved by supervision are permitted to operate Excavators
- ❑ Clear the area of all persons before starting the excavator
- ❑ Stay in the operators seat at all times and use the seatbelt provided
- ❑ Assure that the work area is clear of persons while operating

- ❑ Excavators are one person machines, never permit riders
- ❑ Avoid steep slopes or unstable surfaces
- ❑ Always look around before backing up
- ❑ Never lift a load over anyone
- ❑ When parked, lower the blade or bucket to the ground
- ❑ Aerial Platform (articulated boom devices)
- ❑ Only trained operators that have been approved by supervision are permitted to operate aerial platforms.
- ❑ Examine the aerial platform before starting. Perform a check of all operating systems before work begins
- ❑ Always use a fall protection device and attach the lanyard to the anchor point
- ❑ Know the capacity and operating characteristics of the machine, including maximum permitted ground slope
- ❑ Latch platform door
- ❑ Keep others away from vehicle with boom in operation
- ❑ Use outrigger pads (when applicable)
- ❑ Always wear a hardhat when working from an aerial platform
- ❑ Use traffic cones or other barriers to mark an area around the vehicle and to identify the area below the boom and basket
- ❑ Always use wheel chocks
- ❑ Never lift the basket over anyone
- ❑ Avoid steep slopes or unstable surfaces
- ❑ Dozer / Skid Steer
- ❑ Only trained operators that have been approved by supervision are permitted to operate dozers or skid steers.
- ❑ Examine the dozer or skid steer before starting. Perform a check of all operating systems before work begins
- ❑ Clear the area of all persons before starting the dozer or skid steer
- ❑ Stay in the operators seat at all times and use the seatbelt provided
- ❑ Assure that the work area is clear of persons while operating
- ❑ Dozers and skid steers are one person machines, never permit riders
- ❑ Always look around before backing up
- ❑ Never lift a load over anyone
- ❑ Ground the dozer or skid steer bucket in a safe manor while parked

- ❑ Tractor
- ❑ Only trained operators that have been approved by supervision are permitted to operate tractors.
- ❑ Examine the tractor before starting. Perform a check of all operating systems before work begins
- ❑ Stay in the operators seat at all times and use the seatbelt provided
- ❑ Assure that the work area is clear of persons while operating tractor an before engaging PTO
- ❑ Tractors are one person machines, never permit riders
- ❑ Always look around before backing up
- ❑ Before disconnecting hydraulic lines, be sure to relieve all pressure.
- ❑ Avoid rough terrain, steep slopes, holes, ruts, rocks, stumps or other obstructions that could overturn tractor or mower

## **Forms**

The PCI Operators Equipment Checklist form can be found in the appendix of this manual. This form is also available in pre-printed pads.



## Port Contractors, Inc.

### **PROCEDURE #13: SUB CONTRACTOR SAFETY**

---

#### **Purpose**

To provide guidance for sub-contractors working on Port Contractors, Inc. sites.

#### **Definitions**

- ❑ ANSI - acronym for American National Standards Institute.
- ❑ 29 CFR – Occupational Safety & Health Standards
- ❑ **Material Safety Data Sheet (MSDS)** – a fact sheet prepared by chemical manufacturers to provide information to chemical users. Information found on an MSDS includes chemical ingredients, PPE requirements, first aid, and firefighting procedures.
- ❑ NEC – acronym for National Electric Code

#### **Responsibilities**

- ❑ Contractors
  - Follow all aspects of this procedure.
- ❑ Management
  - Unsafe work practices or safety concerns should be brought to the attention of the sub-contractors' management and Port Contractors Safety Manager.

#### **Procedure**

- ❑ Safety Requirements
  - The Contractor's work shall be performed in an orderly workman-like fashion following the instructions set forth in the contract and these guidelines.

□ Safety Programs

- Before starting work, Contractor may be required to submit, for Port Contractors Inc. (PCI's) review, its written safety program that all Contractor's employees shall follow while on the job site.
- Each contractor is responsible for managing their own Health and Safety program. A copy of the contractors program must be available for inspection either on site or retrievable within a reasonable time (8 hours). Minimum acceptable program shall meet OSHA requirements.
- If discrepancies are found in the safety requirements, the precedence of documents shall be:
  - Federal regulations, State regulations, Local regulations, Site Specific
  - General safety instructions
  - Contractors safety program
- Contractor shall provide a "competent person" for all work requiring such competency by OSHA regulations. Several of the types of work requiring a competent person include, but are not limited to, the following:
  - Scaffold erection
  - Excavations
  - Crane inspections

□ Safety Training

- The Contractor's job supervisor shall ensure that safety training (at a minimum that training required by 29 CFR 1910 and 1926) is carried out before personnel start work and continues throughout all phases of the work. The Contractor shall inform each employee of his/her responsibility to work safely, prevent occupational injury, and report all injuries.

□ Safety Orientation

- Prior to starting any field activities, the following orientations will be required:
  - Pre-work review
  - Site orientation
  - Site/area evacuation procedures
  - Daily job line up meetings

□ Protective Clothing

- Shirts covering the shoulders and trousers covering the legs/ankles shall be worn at all times when working on Port Contractors, Inc. sites.
- Contractors shall wear steel toe boots, safety glasses with side shields while in the designated work area or as required by the contractor's safety program if more restrictive.
- Hard hats shall be worn if overhead work is to be performed and shall conform to ANSI Standard Z89.1.
- Steel-toe boots shall conform to ANSI Standard Z41.1.
- High Visibility Vests shall be worn when work is to be performed around heavy moving equipment or near moving traffic.
- Minimum Eye Protection approved for use must be ANSI-Z87.1 approved safety spectacles with cup type or curved side shields.
- Gloves
  - Suitable gloves shall be worn while performing tasks which could result in hand injury. Leather gloves shall be worn for tasks presenting a hazard of contusion, abrasion, or pinching i.e., routine material handling, working with handtools, etc.
  - Gloves shall not be worn when they increase hazard potential (i.e., when working with rotating equipment).

□ Contractor Visitors / Deliveries

- Contractor's on-site visitors shall comply with the above requirements. Contractor suppliers performing on-site labor shall also be required to wear this equipment.
- Personnel protection items shall be furnished as a part of the Contractor's bid and shall be furnished at no additional cost to PCI.

□ Barricades

- The Contractor shall furnish, erect, maintain, and dismantle all barricades required for their work.
  - Barricades are required:
    - Around crane swing area. Post overhead work signs.
    - To define outer limits of high noise areas.
    - Around excavations.
  - Barricades shall be either warning (tape and stand) or protective (rigid).

- Warning barricades shall be highly visible tape on stands or posts acceptable to PCI.
  - Stands or posts shall be weighted or otherwise secured so they remain erect.
  - Protective barricades shall consist of guardrail and mid-rail meeting OSHA definition of "standard railing,"
- Construction Equipment
- All construction equipment shall be operated in accordance with manufacturer's recommendation by certified trained operators.
    - The Contractor shall comply with the provisions set forth by OSHA for the operation, control, and inspection of major equipment.
    - Truck-mounted, hydraulic, telescoping boom cranes shall not be moved until the boom is fully retracted and lowered into the boom cradle, if provided and the hook is secured in a tie-down lug at some point on the truck frame.
    - Each custom designed, job-made lifting accessory (e.g., grabs, hooks, clamps, etc.) shall be marked to indicate the safe working load and shall be tested, prior to use, to 125 percent of their rated load [Reference OSHA Section 1926.251(a)(4)].
    - All earth moving equipment, or any vehicle/equipment having the view to the rear obstructed, shall be equipped with audible backup alarms as per 29 CFR 1926.601(b) (3).
    - Access to, and egress from, vehicles i.e. crane cabs, backhoes, etc., shall be achieved by built-in ladder and/or hand holds provided by the equipment manufacturer. If not available the Contractor shall provide a properly positioned and secured ladder or other approved method.
    - The Contractor shall comply with the following requirements for aerial work platforms, man lifts, scissors lifts or bucket trucks:
      - Operator shall be trained at the Contractor's expense.
      - Occupancy by more than two people will not be permitted.
      - Personnel shall use safety harnesses with the lanyard secured to the platform or boom.
      - Personnel shall perform their work while standing on the platform floor. Standing on the top rail, mid-rail, or toe board will not be permitted.
      - Before equipment travel, the boom must be fully retracted and lowered to the horizontal position.



- The manufacturer's operating instructions shall accompany the device.
  - Cranes and lifting equipment must be equipped with anti-two-block protection device. Protection may be either positive shut-off or alarm type.
  - Trucks will be inspected and must meet DOT requirements
- Access/Egress
- Access to exit doors, electric panels, fire extinguishers etc. shall not be blocked at any time.
- Ladders
- All ladders and stairways shall meet the requirements of 29 CFR 1926.1050 to .1060 and 1910.21 through 1910.29. Ladders shall be rated Type 1A. A ladder shall be provided at all personnel points of access where there is a break in elevation of 19 inches or more, and no ramp, runway, or sloped embankment is provided.
  - Trestle ladders and extension trestle ladders shall not be used as stepladders.
  - Step ladders shall not exceed 12 feet in height. Straight ladders shall not exceed 30 feet in length. Extension ladders shall not exceed 60 feet in length.
- Electrical Safety
- All electrical work shall be performed by qualified personnel in accordance with applicable NEC codes and local ordinances.
- Ground Fault Protection
- Contractor shall provide ground fault circuit interrupter (GFCI) protection of all cord sets, receptacles, and electrical tools and equipment connected by cord and plug.
  - Portable generators to be used on site must provide positive GFCI protection.
- Gas Cylinders
- Compressed gas cylinders shall be secured vertically to an adequate support while in storage, transit, or use. The protective cap must be on during storage or transit. Compressed fuel gas cylinders and oxygen cylinders shall be stored not less than 50 feet apart unless connected to a torch rig.

- Projecting Materials
  - Reinforcing steel or similar material projecting above horizontal surfaces shall be protected on top to prevent injury.
  
- Reporting Injuries
  - The Contractor shall immediately notify Supervision of all injuries or potentially serious hazards.
  
- Hazard Communication
  - Contractor shall comply with OSHA Hazard Communication Standard 1910.1200 and all applicable state and local hazard communication requirements, including the following:
    - The Contractor must have a written hazard communication program, a copy of which will be available on site or retrievable within an eight hour period.
    - Contractor employees will be trained in handling all hazardous materials in accordance with state and federal standards.
    - All containers for hazardous materials will be properly marked/labeled and accompanied by an MSDS.
  
- Excavations
  - The Contractor shall comply with OSHA Excavations Standard, 29 CFR 1926 Subpart P, and all applicable state and local excavations/trenching requirements including the following:
    - The Contractor must have identified a competent person on site during excavation or trenching activities.
    - Daily inspections shall be performed by the competent person.
    - Records of the daily inspections shall be kept on site.
  
- Scaffolds
  - Metal scaffolds shall comply with the requirements of the 29 CFR 1926.451 and 452. No less than two persons will be used to erect or dismantle scaffold. Where fall hazards cannot be eliminated during the erection or dismantlement of scaffold, fall arrest systems, meeting the requirements of the law shall be used. Passageways under a scaffold require the installation of No.19 gauge U.S. standard wire ½- inch mesh screen between the toe board and mid-rail, extending the length of the passageway.

- Decking will be completed with manufactured two-inch scaffold rated planking or manufacturer's metal decking. Planking shall overlap no less than 12 inches and shall extend between six and 12 inches beyond supports. Minimum deck width is two planks wide. Decking is to be secured in place with manufacturer's locking devices or No. 9 wire. Toe boards shall be a minimum of four inches in height and secured to the scaffold or handrail frame. No openings between the decking and toe board, or between sections of toe boards, shall exist. Access to scaffold decks and working platforms of scaffold shall be provided using a ladder or stairwell.
- Fall Prevention Protection
- Continuous 100% fall protection will be required to prevent personnel from falling from elevated areas (defined as 6 feet above the next surface). Engineering methods such as a system of handrails, mid-rails, and toe boards or hole covers are the preferred method of fall prevention.
  - The proposed method(s) of fall protection for each task, using in order of preference:
    - Elimination of fall hazards (thorough engineering means).
    - Prevention of falls (by changing work procedures or the work environment).
    - Control of falls (through the use of fall arrest equipment). Fall arrest systems should include:
      - Full-body harness system
      - Anchorage connector
      - Lanyard
      - Energy shock absorber
      - Self-locking snap hook
      - Retractable lifelines
- Control of Stored Energy
- The Contractor shall comply with 29 CFR 1910.147, to control the hazards associated with mechanical and electrical systems. A PCI supervisor shall be consulted prior to any lock out procedure.
- Safety Violations
- Employees who repeatedly violate safety requirements will be denied access to the job site. In the event of OSHA violations or unsafe practices involving imminent danger to personnel, immediate action

shall be taken to stop work and correct the hazardous situation. If violations continue or corrective actions are not taken after a reasonable period of time PCI reserves the right to terminate the contract.

## **FIRE PROTECTION**

- ❑ Smoking
  - Smoking is not permitted in any PCI building or within 25 feet of any flammable liquid storage.
  
- ❑ Fire Extinguishers
  - The Contractor shall furnish a sufficient number of fire extinguishers to protect his work area and material storage area(s), and to comply with state and county requirements and National Fire Protection Association (NFPA) recommendations.
  
- ❑ Oily Rag Storage
  - Dirty and oily rags shall be kept in Contractor-furnished fire proof metal containers with self-closing lids. The Contractor shall dispose of rags off site as needed.
  
- ❑ Protective Structures
  - Any plastic, tarpaulin, or other material used to construct a hut, tent, or similar protective structure, shall be flame retardant.
  
- ❑ Burning and Welding Equipment
  - All oxy-fuel burning and welding units shall be equipped with combination flashback arrestors and check valves between the torch and hoses and at the regulator.
  - All users of oxy-fuel burning and welding equipment shall be trained in safe operating techniques.
  - One portable fire extinguisher having a rating of not less than 2-A:20-B:C, shall be kept at each location where welding or cutting is to be performed, and one portable fire extinguisher having a rating of not less than 2-A:20-B:C shall be attached to all portable welding machines and burning carts. Permanently mounted fire extinguishers can be used in an emergency. Discharge of these extinguishers must be immediately reported.

- All burning and welding equipment will be used in accordance with the manufacturer's recommendation. Prior to use of this equipment the PCI supervisor must be consulted.
- Fire Watch
  - A dedicated fire watch is required for all burning, welding, and grinding, unless the work is located in a specially designated welding area approved by PCI.

### CONSTRUCTION FACILITIES

- Parking
  - The Contractor's employees shall park in an area designated by PCI.
- Site Access
  - Normal site working hours will be between dawn and dusk (**6:00am to 6:00pm**), **Monday through Friday**, or as discussed at the time the contract is awarded.
- Observed Holidays
  - The Contractor shall not schedule work on Port Contractors, Inc. observed holidays without the express written permission of PCI.

#### **Holiday**

New Year's Day  
Memorial Day  
Independence Day  
Labor Day  
Thanksgiving  
Day after Thanksgiving  
Christmas

- Drinking Water and Sanitary Facilities
  - The Contractor shall provide adequate drinking water for its employees. Both potable and non-potable water shall be clearly marked. Sanitary facilities and hand washing facilities may be provided by PCI at its' discretion.

- Electric Power
  - The Contractor will be responsible for electrical power.
- Compressed Air
  - The Contractor shall provide his own source of compressed air. The Contractor shall provide suitable airlines for same.

### **HOUSEKEEPING**

- Clean Up (Construction Waste and Scrap)
  - The Contractor shall promptly clean up and remove (daily) from the work area all scrap materials and waste materials that accumulate from his operations.
- Waste Material Control
  - The Contractor shall dispose of waste equipment oil off of the job site.
  - The Contractor shall ensure that his operations comply with the oil spill prevention provisions of 40 CFR 112. Further, the spill of oil or any other foreign substance onto the ground is prohibited and must be promptly remedied.
  - Contractor shall provide metal containers for the collection and separation of waste, trash, and other refuse. Containers shall be equipped with covers.
- Snow Removal
  - Contractor shall include, in its proposal, the cost of snow and ice removal from its work areas, and other construction facilities in its use, including walkways between these areas.

### **WORKING CONDITIONS**

- Coordination with Others
  - Where the Contractor's work must be performed in conjunction with work by others, the Contractor shall cooperate with the PCI contract administrator in regards to scheduling, coordinating, and sequencing his work with that of others so that all work may proceed safely with minimal interference or delay.

□ Co-Occupancy

- The Contractor shall provide all measures required to protect existing facilities and work performed by others from damage due to the Contractor's (including tier subcontractors') operations or negligence.

□ Permits

- Work permits will be required, and shall be provided at the pre-construction meeting by the contract administrator
- The need for Hot Work permits will be discussed at the pre-construction meeting.
- Vessel or confined space entry permits will be required daily for any work inside a vessel or confined space (i.e., any area which must be entered through a restricted opening, such as tanks, vessels, ductwork, vessel skirts, manholes, etc.). PCI will provide Contractor with the necessary permits before work in the vessel or confined space will be permitted to start. Contractor shall request the permit two work days before the work is scheduled to start. The contractor shall perform the initial atmospheric tests and continuous monitoring. Contractor shall furnish all protective and emergency equipment as required. Contractor shall utilize personnel trained for confined space entry.
- An excavation permit will be required for each area to be excavated. The contractor is responsible for ensuring the area has been cleared of subsurface utilities before initiating any excavation.



## **Port Contractors, Inc.**

### **Appendix 1 - Forms**

#### Overview

- Safety and Health Manual Acknowledgement of Receipt

#### Procedure #1 – Incident Reporting

- Internal Incident Report Form

#### Procedure #2 – Mustering and Evacuation

- Emergency Action Plan

#### Procedure #3 – Hot Work

- Hot Work Permit

#### Procedure #5 – PPE and Hazard Assessments

- Certification of Hazard Assessment for PPE

#### Procedure #6 – Confined Space Entry

- Confined Space Entry Permit
- Excavation Permit

#### Procedure #7 – Lock, Tag, and Try

- Lock Removal Permit

#### Procedure #8 – Fall Protection

- Safety Monitoring Plan

#### Procedure #11 – Workplace Auditing

- Field Safety Audit Checklist
- Building Safety Audit Checklist
- Safety Task Assignment Sign-In Sheet

#### Procedure #12 – Mobile Equipment

- PCI Operators Equipment Checklist



SECTION P2



**Port Contractors, Inc.**

Policy Title: **Drug- and Alcohol-Free Workplace Policy**

Section: II.A (Policies/General Employment Information)

Issued: 4/09 Revised:

---

Port Contractors, Inc. recognizes drug and/or alcohol abuse as a serious potential health, safety and security problem and complies with state and federal laws prohibiting the unlawful manufacture, distribution, dispensation, possession or use of controlled substances or alcohol in the workplace. Employees needing help with such problems are encouraged to contact, in confidence, the Human Resources Manager or their Supervisor. The Human Resources Manager and the Supervisor will work together to ensure that an employee who requests assistance is referred to the appropriate community agency or rehabilitation services.

Port Contractors, Inc. understands the importance of providing information concerning the locations of available drug counseling, rehabilitation and employee assistance programs. Accordingly, any employee who wishes to confidentially receive information about counseling or rehabilitation may request information from the Human Resources Manager.

Port Contractors, Inc.'s health insurance plan provides some coverage for specialized treatment for drug and/or alcohol abuse for those employees enrolled in the plan. Sincere and conscientious efforts to seek help and a commitment to treatment will not jeopardize an employee's position unless work performance and behavioral problems emerge or continue after assistance is sought. Employees should be aware that the opportunity to seek such assistance is not offered in lieu of corrective action. Employees are encouraged to proactively seek treatment before work performance is affected.

The following substances are covered by this policy:

- Alcoholic beverages of any kind.
- Controlled or illegal drugs or substances, which include all forms of narcotics, hallucinogens, depressants, stimulants, marijuana, cocaine, opiates, amphetamines and phencyclidine (PCP), and other drugs whose use, possession or transfer is restricted or prohibited by law.

***Drug- and Alcohol-Free Workplace Policy (Continued)***

- “Drugs” as used in this policy include, without limitation, alcoholic beverages, narcotics, marijuana, hashish, heroin, hallucinogens, depressants, deliriants, stimulants, “designer drugs,” cocaine and other controlled substances or medication **other than** those sold to the public on a non-prescription basis or those prescribed to the employee by a duly licensed physician, dentist or other person licensed by the state or federal government to prescribe or dispense controlled substances or drugs **unless** taken in excessive amounts which could impair an employee’s fitness for duty.

Employees are prohibited from using substances, drugs or medicines that cause drowsiness or other side effects that may impair an employee’s ability to perform his or her job properly and safely. Each employee is obligated to inform his or her immediate Supervisor, or Department Manager in the absence of the Supervisor, of the use of such medications.

For the purpose of this policy, "Port Contractors, Inc. property" includes all property, facilities, land, buildings, structures, automobiles, trucks and other vehicles, whether owned, leased or used by Port Contractors, Inc. or its affiliates. The following activities are prohibited while an employee is on Port Contractors, Inc. property or otherwise engaged in Port Contractors, Inc. business:

- Manufacturing, possessing, using, selling, distributing, dispensing, receiving or transporting any controlled substance, illegal drug or drug paraphernalia;
- Consuming alcoholic beverages on Port Contractors, Inc. property except at authorized Port Contractors, Inc.-sponsored events (and in such case in a responsible manner);
- Consuming alcohol at any time while “on-duty” at Port Contractors, Inc.;
- Being under the influence of alcohol or controlled and/or illegal drugs or substances in any manner during business hours, whether or not consumed on Port Contractors, Inc. property, and whether or not consumed outside of working hours;
- Performing duties while under the influence of alcohol or controlled and/or illegal substances or drugs regardless of whether the employee is on or off Port Contractors, Inc. property;
- Consuming alcohol or controlled and/or illegal drugs or substances while driving, working on or riding in any Port Contractors, Inc. vehicle or equipment or the employee’s personal vehicle while conducting Port Contractors, Inc. business.

If an employee’s work performance or behavior suffers due to the use of unlawful drugs or alcohol abuse, on or off Port Contractors, Inc. property, he or she will be encouraged to seek assistance to correct the problem. If the performance or behavior problems persist, the employee will be subject to appropriate corrective action, up to and including termination of employment.

***Drug- and Alcohol-Free Workplace Policy (Continued)***

In keeping with the requirements of federal law, employees are required to notify the Human Resources Manager of any criminal drug conviction no later than five (5) days after such conviction. Employees who violate this policy will be subject to disciplinary action, up to and including immediate termination of employment.

**SUBSTANCE ABUSE TESTING**

**Conditional Offer Substance Abuse Testing**

All offers of employment to applicants being considered for any position with Port Contractors, Inc. will be conditioned on the applicant's taking and passing a screening test for evidence of improper drug and/or alcohol use. Such individuals are hereinafter referred to as "Conditional Offer Employees" or "COE."

Conditional Offer Employees will be required to voluntarily submit to a test at a laboratory chosen by Port Contractors, Inc. and to sign a consent agreement form to release Port Contractors, Inc. from liability. Any COE who tests positive or who refuses to undergo testing will not be employed by Port Contractors, Inc. and may not reapply for at least one hundred eighty (180) days.

**Active Employee Substance Abuse Testing Policy**

Port Contractors maintains testing practices to identify employees who illegally use drugs, including prescription or lawful drugs, on or off the job or who abuse alcohol on the job. It shall be a condition of employment for all employees to submit to substance abuse testing under the following circumstances:

**A. Reasonable Suspicion**

Testing will be required when there is reasonable suspicion to believe that an employee is illegally using drugs or using alcohol or is under the influence of alcohol while at work. "Reasonable suspicion" is based on a belief that an employee is using or has used drugs or alcohol in violation of Port Contractors, Inc. policy drawn from specific objective and articulable facts and reasonable inferences drawn from those facts in light of experience. Among other things, such facts and inferences may be based upon, but not limited to, the following:

1. Observable phenomena, such as direct observation of substance abuse or of the physical symptoms or manifestations of being impaired due to substance abuse;
2. Abnormal conduct or erratic behavior while at work or a significant deterioration in work performance;
3. A report of substance abuse provided by a reliable and credible source;
4. Evidence that an individual has tampered with any substance abuse test during his or her employment with Port Contractors, Inc.;
5. Evidence that an employee has used, possessed, sold, solicited or transferred drugs while working or while on Port Contractors, Inc. property or while operating its vehicles, machinery or equipment.

***Drug- and Alcohol-Free Workplace Policy (Continued)***

**B. Routine Fitness for Duty**

Employees returning to work following a medical leave of absence may be required to submit to a drug test if the test is conducted as part of a routinely scheduled employee fitness-for-duty medical examination that is part of Port Contractors, Inc. established policy.

**C. Follow-up Drug Testing**

If the employee, in the course of employment, enters into a drug rehabilitation program, Port Contractors, Inc. will require the employee to submit to a drug test as a follow-up to such program unless otherwise prohibited by law. This testing may be conducted at least twice a year for a two (2) year period after the completion of the program. Advance notice of the follow-up testing will not be given to the employee who is to be tested.

**D. Workplace Injury**

Employees may be required to submit to a drug and/or alcohol test with regard to any workplace injury and/or accident that occurs and causes damage to any equipment and/or property, or that requires hospitalization or medical treatment for any employee involved in the incident/accident.

**E. Random Testing**

Random drug and/or alcohol testing will be conducted for all positions within Port Contractors, Inc. A random test will not be announced in advance.

**Positive Drug Test Results; Retesting**

Any employee or COE who receives a positive confirmed drug test result may contest or explain the results to Port Contractors, Inc.'s Human Resources Manager within three (3) working days after written notification of the positive test results. If an employee's or COE's explanation or challenge is unsatisfactory to the Human Resources Manager, the employee or COE may seek a retest at his or her expense. If the retest supports the employee's or COE's original contention, Port Contractors, Inc. will reimburse him or her for the cost of the retest. Retesting will be conducted by the laboratory where the initial test was performed and will use the same specimen collected for the original test.

**Discipline**

**A. Illegal Drug Use or Improper Use of Prescription or Lawful Drugs**

Any employee who has possession of, whether physical possession or bodily possession, or uses, consumes, transfers, sells or attempts to sell or transfer any form of illegal drug while on Port Contractors, Inc.'s property and/or conducting the business of Port Contractors, Inc. may be subject to disciplinary action, including termination of employment or suspension without pay from employment. Failure to submit to the required drug test is grounds for immediate termination of employment.

***Drug- and Alcohol-Free Workplace Policy (Continued)***

**B. Alcohol Use**

An employee who is under the influence of alcoholic beverages at any time while on Port Contractors, Inc.'s property and/or conducting the business of Port Contractors, Inc., may be subject to disciplinary action up to and including termination of employment and/or suspension without pay from employment.

Failure to submit to the required alcohol test is grounds for immediate termination of employment.

**C. Confirmed Test**

Any employee who Port Contractors, Inc. is advised has a positive confirmed drug test, including for alcohol, will be subject to termination of employment even for the first offense.

**Searches and Inspections**

In enforcing Port Contractors, Inc. Drug-Free Workplace Policy, Port Contractors, Inc. reserves the right at any time to inspect Port Contractors, Inc.'s property, including desks, lockers or other suspected areas of concealment. Searches of an employee's person and/or personal effects also may be requested when there is reasonable suspicion for such searches. Consent to inspections under the foregoing circumstances shall be a condition of employment or continued employment with Port Contractors, Inc. The search will be carried out in privacy but with a supervisory witness present. Port Contractors, Inc. will place any contraband found into properly marked containers and transport it by police or other personnel authorized to be in possession of the contraband during transport. Law enforcement agencies will be notified as appropriate. Any person who fails to cooperate in a properly requested inspection is subject to disciplinary action, including immediate termination of employment.

**NO WAIVER OF PORT CONTRACTORS, INC.'S RIGHTS**

This policy is not intended to address all circumstances in which involvement with illegal drugs or alcohol warrants disciplinary action. Nothing in this policy shall be considered as limiting Port Contractors, Inc.'s right to take corrective action, up to and including termination of employment, for involvement with illegal drugs or alcohol even if not specifically addressed in this policy.

**AT-WILL EMPLOYMENT**

No provision herein is intended to modify Port Contractors, Inc.'s policy that employment, not covered by a written, signed agreement to the contrary, remains terminable at will at the option of Port Contractors, Inc. or any employee.

*Drug- and Alcohol-Free Workplace Policy (Continued)*

**COMPLIANCE WITH APPLICABLE LAW**

This policy may be subject to change and/or modification by Port Contractors, Inc. and/or based upon applicable federal, state or local laws or regulations. Any questions regarding this policy should be directed to the Port Contractors, Inc. Human Resources Department.

**CONFIDENTIALITY**

All information, interviews, reports, statements, memoranda and drug test results through Port Contractors, Inc. drug testing program will be treated as confidential to the extent required by law except as consented to by the employee or applicant.

Port Contractors – Southeast, LLC Port Everglades Application Response Section P.3 & 4

Our training program includes multiple ways to reach our employees with relevant safety and job related content. Below is a summary of our regular training offerings:

| <b>Offering</b>                                  | <b>Frequency</b> | <b>Content</b>   |
|--|------------------|--|
| Daily Pre-Shift / Gangway Meetings               | Daily            | Pre-shift or Gangway meetings are opportunities to present short format and recurring training on topics relevant to the work at hand. Materials presented are often OSHA Quick Cards, Job Safety Analysis or other materials prepared by our management supervisors.  |
| Monthly Safety Training                          | Monthly          | Regularly scheduled monthly safety meetings feature a formalized training topic such as Accident Prevention, Marine Terminal Safety, First-Aid / CPR, and other program elements. Presentations are prepared and presented by our Safety Manager.  |
| New Employee Orientation                         | On-Demand        | Every new employee is oriented to administrative and safety topics, as well as specific on-job training prior to their first shift. Training is conducted by the Safety Manager or Terminal Manager.   |
| Powered Industrial Truck (PIT) Operator          | On-Demand        | PIT training is offered as needed to certify our lift, truck and loader operators. Operators are re-trained every three years at a minimum. Training is conducted by in-house qualified trainers, or subcontracted vendors.  |
| Mobile Crane, Rigging and Qualified Signalperson | Every 3 Years    | Every three years we re-qualify our crane operators, riggers and signalpersons through a week-long course presented by America Crane Training Services, Inc.   |
| Rigging  | On-Demand        | We have three qualified rigging instructors on staff, who offer various rigging training to our employees. This training is often focused on a particular operation, highlighting the proper rigging techniques associated with a particular cargo.  |
| Supervisor's Accident Prevention Proficiency     | On-Demand        | All supervisors who lead teams of 5 or more individuals must take this training, which highlights accident prevention in the maritime domain. Classes are held as needed to qualify supervisors, and may be presented by the Sr. Manager Safety and Quality Control, or by our USL&H carrier, Signal Mutual. |

We respond to training needs expressed by our employees for technical, equipment or other topics on demand. Additionally, prior to the start of a new operations, particularly if it is our first time handling a cargo, we prepare training specific to the hazards of the operation.

## TRAINING RECORD

November 30, 2021

Dennis Moro received function specific training for AFSSO / security duties on November 30, 2021.  
Topics included:

- Complete review of the approved Facility Security Plan, and discussion of operational impacts;
- Knowledge of current security threats and patterns;
- Recognition and detection of dangerous substances and devices;
- Recognition of characteristics and behavioral patterns of persons who are likely to threaten security;
- Techniques used to circumvent security measures;
- Crowd management and control techniques;
- Security related communications;
- Knowledge of emergency procedures and contingency plans;
- Operation of security equipment and systems;
- Testing, calibration and maintenance of security equipment and systems;
- Inspection, control, and monitoring techniques;
- Relevant provisions of the FSP;
- Methods of physical screening of persons, personal effects, baggage, cargo and vessel stores;
- The meaning and the consequential requirements of the different MARSEC Levels.
- Demonstrate familiarity with all requirements of the TWIC Program as they relate to Port Contractors facility and vessel operations.

Mr. Moro demonstrated a thorough understanding of above topics.

Trained by:



Jim Bailey  
Sr. Manager, Safety & Equipment / CSO



SECTION P5

|   |   |   |
|---|---|---|
|  | <h2 style="margin: 0;">Lift Truck Operator</h2> <h3 style="margin: 0;">Initial Certification</h3> <h3 style="margin: 0;">Evaluation Form</h3> | <br>OSHA |
|---|---|---|

NAME James Braden

COMPANY Port Contractors Southeast

DATE 12/01/2019

INSTRUCTOR Jeremy Miller  
Signature

**On-Site Performance Evaluation Checklist (General)**  
**Point Scoring:** 1 - 10 = S  
 11 - 15 = N  
 16 - 20+ = U

**Use the following checks for On-Site performance evaluation.**

| TRK # | TRK # | TRK # | TRK # | TRK # | TRK # | Deduction Points                                |
|-------|-------|-------|-------|-------|-------|---|
|       |       |       |       |       |       | Performs daily inspection.                      |
|       |       |       |       |       |       | Uses operator restraint. (I=5 Point Deduction)  |
|       |       |       |       |       |       | Travels with forks close to ground (6" to 8").  |
|       |       |       |       |       |       | Turns properly and slowly.                      |
|       |       |       |       |       |       | Starts and stops slowly.                        |
|       |       |       |       |       |       | Checks load weight with truck's capacity plate. |
|       |       |       |       |       |       | Approaches load properly.                       |
|       |       |       |       |       |       | Performs loading properly.                      |
|       |       |       |       |       |       | Tilts load back correctly.                      |
|       |       |       |       |       |       | Carries load properly (4" to 6 ").              |
|       |       |       |       |       |       | Travels in reverse when necessary.              |
|       |       |       |       |       |       | Looks in direction of travel.                   |
|       |       |       |       |       |       | Performs unloading properly.                    |
|       |       |       |       |       |       | Operates hydraulic controls smoothly.           |
|       |       |       |       |       |       | Uses inching, creep or plugging correctly.      |
|       |       |       |       |       |       | Keeps hand and feet inside truck.               |
|       |       |       |       |       |       | Sets parking brake.                             |
|       |       |       |       |       |       | Performs proper procedure when leaving truck.   |

**On-Site Performance Evaluation Checklist (Site-Specific)**

**Checks for a Site-Specific performance evaluation.**

| TRK # | TRK # | TRK # | TRK # | TRK # | TRK # | Deduction Points   |
|-------|-------|-------|-------|-------|-------|--|
|       |       |       |       |       |       | Removes obstacles in aisles.   |
|       |       |       |       |       |       | Works in rack properly.  |
|       |       |       |       |       |       | Looks before backing out of rack.  |
|       |       |       |       |       |       | Uses horn to warn pedestrians.   |
|       |       |       |       |       |       | Slows down at corners.   |
|       |       |       |       |       |       | Stops and sounds horn at blind corners.  |
|       |       |       |       |       |       | Slows down on wet and slippery floors.   |
|       |       |       |       |       |       | Obeys plant safety rules.  |
|       |       |       |       |       |       | Negotiates ramps properly.   |
|       |       |       |       |       |       | Understands <input type="checkbox"/> refueling <input type="checkbox"/> recharging procedures. |
|       |       |       |       |       |       | <b>Total Point Deduction (i.e. 1 = 2 Point Reduction)</b>                                      |
|       |       |       |       |       |       | <b>Overall Percentage Average _____ %</b>  |

**\*\*\*\* Truck Type: ( ✓ ) \*\*\*\***

**Insert line item number for type of truck operator is being evaluated on.**

|                                   |       |
|-----------------------------------|-------|
| 1. I.C.E. – C/B Sit-Down          | X___  |
| 2. Electric – C/B Sit-Down        | _____ |
| 3. Electric – C/B Stand-Up        | _____ |
| 4. Narrow Aisle – Reach           | _____ |
| 5. Narrow Aisle – Straddle        | _____ |
| 6. Turret Truck (VNA)             | _____ |
| 7. Swing Mast (Drexel)            | _____ |
| 8. Order Selector – C/B           | _____ |
| 9. Order Selector – Straddle      | _____ |
| 10. Low Lift Walkie               | _____ |
| 11. Low Lift Walkie Rider         | _____ |
| 12. High Lift Walkie – C/B        | _____ |
| 13. High Lift Walkie – Straddle   | _____ |
| 14. High Lift Walkie – Reach      | _____ |
| 15. Tow Tractor                   | _____ |
| 16. _____                         | _____ |
| 17. _____                         | _____ |
| 18. _____                         | _____ |
| 19. Side Shifting Forks           | X___  |
| 20. Paper Roll Clamp              | _____ |
| 21. Bail Clamp                    | _____ |
| 22. Carton Clamp                  | _____ |
| 23. Load Push/Pull                | _____ |
| 24. Single/Double                 | _____ |
| 25. Fork Positioner               | _____ |
| 26. Rotating Forks                | _____ |
| 27. _____                         | _____ |
| 28. _____                         | _____ |
| 29. _____                         | _____ |
| 30. _____                         | _____ |
| 31. Rough Terrain-Straight Mast   | _____ |
| 32. Rough Terrain-Telescopic Boom | _____ |
| 33. _____                         | _____ |
| 34. _____                         | _____ |

**LETTER KEY:**

**S=Satisfactory      N=Needs Practice**  
**U=Unsatisfactory      NA=Not Applicable**

Address 529 Terminal Ave  
 City New Castle  
 State DE Zip19720

**Certification Evaluation Scoring**


Written Quiz Percentage 90 %

Operating Percentage 100 %

Average Percentage 95 %

**85% needed for ID Card to be issued.**

SECTION P5

|   |  |   |
|---|--|---|
|  | <h2 style="margin: 0;">Lift Truck Operator</h2> <h3 style="margin: 0;">3-Yr Performance Evaluation Form</h3> |  |
|---|--|---|

NAME Dennis Maro  
 COMPANY Pack Contractors  
 DATE 4/3/15  
 INSTRUCTOR *[Signature]* Signature

\*\*\*\* Truck Type: (  ) \*\*\*\*

Insert line item number for type of truck operator is being evaluated on.

1. I.C.E. -- Class IV \_\_\_\_\_
2. I.C.E. -- Class V \_\_\_\_\_
3. Electric -- C/B Sit-Down \_\_\_\_\_
4. Electric -- C/B Stand-Up \_\_\_\_\_
5. Narrow Aisle -- Reach \_\_\_\_\_
6. Narrow Aisle -- Straddle \_\_\_\_\_
7. Turret Truck (VNA) \_\_\_\_\_
8. Swing Mast (Drexel) \_\_\_\_\_
9. Order Selector -- C/B \_\_\_\_\_
10. Order Selector -- Straddle \_\_\_\_\_
11. Low Lift Walkie \_\_\_\_\_
12. Low Lift Walkie Rider \_\_\_\_\_
13. High Lift Walkie -- C/B \_\_\_\_\_
14. High Lift Walkie -- Straddle \_\_\_\_\_
15. High Lift Walkie -- Reach \_\_\_\_\_
16. Tow Tractor \_\_\_\_\_
17. \_\_\_\_\_
18. \_\_\_\_\_
19. Side Shifting Forks \_\_\_\_\_
20. Paper Roll Clamp \_\_\_\_\_
21. Bail Clamp \_\_\_\_\_
22. Carton Clamp \_\_\_\_\_
23. Load Push/Pull \_\_\_\_\_
24. Single/Double \_\_\_\_\_
25. Fork Positioner \_\_\_\_\_
26. Rotating Forks \_\_\_\_\_
27. \_\_\_\_\_
28. \_\_\_\_\_
29. \_\_\_\_\_
30. \_\_\_\_\_
31. Rough Terrain-Straight Mast \_\_\_\_\_
32. Rough Terrain-Telescopic Boom \_\_\_\_\_
33. \_\_\_\_\_
34. \_\_\_\_\_

**On-Site Performance Evaluation Checklist (General)**  
 Point Scoring: 1 - 10 = S  
 11 - 15 = N  
 16 - 20+ = U

Use the following checks for On-Site performance evaluation.

| TRK # | TRK # | TRK # | TRK # | TRK # | TRK # | Deduction Points  |
|-------|-------|-------|-------|-------|-------|---|
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs daily inspection.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Uses operator restraint. (I=5 Point Deduction)  |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Travels with forks close to ground (6" to 8").  |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Turns properly and slowly.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Starts and stops slowly.                        |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Checks load weight with truck's capacity plate. |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Approaches load properly.                       |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs loading properly.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Tilts load back correctly.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Carries load properly (4" to 6").               |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Travels in reverse when necessary.              |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Looks in direction of travel.                   |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs unloading properly.                    |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Operates hydraulic controls smoothly.           |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Uses inching, creep or plugging correctly.      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Keeps hand and feet inside truck.               |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Sets parking brake.                             |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs proper procedure when leaving truck.   |

**On-Site Performance Evaluation Checklist (Site-Specific)**

Checks for a Site-Specific performance evaluation.

| TRK #  | TRK # | TRK # | TRK # | TRK # | TRK # | Deduction Points   |
|--|-------|-------|-------|-------|-------|--|
|  |       |       |       |       |       | Removes obstacles in aisles.   |
|  |       |       |       |       |       | Works in rack properly.  |
|  |       |       |       |       |       | Looks before backing out of rack.  |
|  |       |       |       |       |       | Uses horn to warn pedestrians.   |
|  |       |       |       |       |       | Slows down at corners.   |
|  |       |       |       |       |       | Stops and sounds horn at blind corners.  |
|  |       |       |       |       |       | Slows down on wet and slippery floors.   |
|  |       |       |       |       |       | Obeys plant safety rules.  |
|  |       |       |       |       |       | Negotiates ramps properly.   |
|  |       |       |       |       |       | Understands <input type="checkbox"/> refueling <input type="checkbox"/> recharging procedures. |
| Total Point Deduction (i.e. 1 = 2 Point Reduction) |       |       |       |       |       |  |
| Overall Percentage Average                         |       |       |       |       |       | %  |

**LETTER KEY:**  
 S=Satisfactory      N=Needs Practice  
 U=Unsatisfactory    NA=Not Applicable

Address \_\_\_\_\_  
 City \_\_\_\_\_  
 State \_\_\_\_\_ Zip \_\_\_\_\_



**3-Yr Performance Evaluation Scoring**

Oral Quiz Percentage 100 %  
 Operating Percentage 100 %  
 Average Percentage 100 %

85% needed for ID Card to be issued.



SECTION P5

|   |  |  |
|---|--|--|
|  | <h2 style="margin: 0;">Lift Truck Operator</h2> <h3 style="margin: 0;">3-Yr Performance Evaluation Form</h3> | <br><b>OSHA</b> |
|---|--|--|

NAME Jeffrey Marler  
 COMPANY Pact Contractors  
 DATE 4/3/15  
 INSTRUCTOR *[Signature]*  
Signature

\*\*\*\* Truck Type: (  ) \*\*\*\*

Insert line item number for type of truck operator is being evaluated on.

1. I.C.E. – Class IV \_\_\_\_\_
2. I.C.E. -- Class V \_\_\_\_\_
3. Electric – C/B Sit-Down \_\_\_\_\_
4. Electric – C/B Stand-Up \_\_\_\_\_
5. Narrow Aisle – Reach \_\_\_\_\_
6. Narrow Aisle – Straddle \_\_\_\_\_
7. Turret Truck (VNA) \_\_\_\_\_
8. Swing Mast (Drexel) \_\_\_\_\_
9. Order Selector – C/B \_\_\_\_\_
10. Order Selector – Straddle \_\_\_\_\_
11. Low Lift Walkie \_\_\_\_\_
12. Low Lift Walkie Rider \_\_\_\_\_
13. High Lift Walkie – C/B \_\_\_\_\_
14. High Lift Walkie – Straddle \_\_\_\_\_
15. High Lift Walkie – Reach \_\_\_\_\_
16. Tow Tractor \_\_\_\_\_
17. \_\_\_\_\_
18. \_\_\_\_\_
19. Side Shifting Forks \_\_\_\_\_
20. Paper Roll Clamp \_\_\_\_\_
21. Bail Clamp \_\_\_\_\_
22. Carton Clamp \_\_\_\_\_
23. Load Push/Pull \_\_\_\_\_
24. Single/Double \_\_\_\_\_
25. Fork Positioner \_\_\_\_\_
26. Rotating Forks \_\_\_\_\_
27. \_\_\_\_\_
28. \_\_\_\_\_
29. \_\_\_\_\_
30. \_\_\_\_\_
31. Rough Terrain-Straight Mast \_\_\_\_\_
32. Rough Terrain-Telescopic Boom \_\_\_\_\_
33. \_\_\_\_\_
34. \_\_\_\_\_

**On-Site Performance Evaluation Checklist (General)**  
 Point Scoring: 1 - 10 = S  
 11 - 15 = N  
 16 - 20+ = U

Use the following checks for On-Site performance evaluation.

| TRK # | TRK # | TRK # | TRK # | TRK # | TRK # | Deduction Points  |
|-------|-------|-------|-------|-------|-------|---|
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs daily inspection.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Uses operator restraint. (I=5 Point Deduction)  |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Travels with forks close to ground (6" to 8").  |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Turns properly and slowly.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Starts and stops slowly.                        |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Checks load weight with truck's capacity plate. |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Approaches load properly.                       |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs loading properly.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Tilts load back correctly.                      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Carries load properly (4" to 6").               |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Travels in reverse when necessary.              |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Looks in direction of travel.                   |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs unloading properly.                    |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Operates hydraulic controls smoothly.           |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Uses inching, creep or plugging correctly.      |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Keeps hand and feet inside truck.               |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Sets parking brake.                             |
|       |       |       |       |       |       | <input checked="" type="checkbox"/> Performs proper procedure when leaving truck.   |

**On-Site Performance Evaluation Checklist (Site-Specific)**

Checks for a Site-Specific performance evaluation.

| TRK # | TRK # | TRK # | TRK # | TRK # | TRK # | Deduction Points   |
|-------|-------|-------|-------|-------|-------|--|
|       |       |       |       |       |       | Removes obstacles in aisles.   |
|       |       |       |       |       |       | Works in rack properly.  |
|       |       |       |       |       |       | Looks before backing out of rack.  |
|       |       |       |       |       |       | Uses horn to warn pedestrians.   |
|       |       |       |       |       |       | Slows down at corners.   |
|       |       |       |       |       |       | Stops and sounds horn at blind corners.  |
|       |       |       |       |       |       | Slows down on wet and slippery floors.   |
|       |       |       |       |       |       | Obeys plant safety rules.  |
|       |       |       |       |       |       | Negotiates ramps properly.   |
|       |       |       |       |       |       | Understands <input type="checkbox"/> refueling <input type="checkbox"/> recharging procedures. |
|       |       |       |       |       |       | Total Point Deduction (I.e. I = 2 Point Reduction)   |
|       |       |       |       |       |       | Overall Percentage Average _____ %   |

**LETTER KEY:**  
 S=Satisfactory      N=Needs Practice  
 U=Unsatisfactory      NA=Not Applicable

Address \_\_\_\_\_  
 City \_\_\_\_\_  
 State \_\_\_\_\_ Zip \_\_\_\_\_

**3-Yr Performance Evaluation Scoring**

Oral Quiz Percentage 100 %  
 Operating Percentage 100 %  
 Average Percentage 100 %

85% needed for ID Card to be issued.



2/16/22, 3:58 PM

Enviros - Enforcement Action Advanced Search

[Broward.org](#) | [Government](#) | [Agencies](#) | [Services](#) | [Residents](#) | [Businesses](#) | [Visitors](#) |



Search County Government

[Home](#) | [County Commission](#) | [Doing Business](#) | [Visiting](#)

## ENVIROS

### Enforcement Action Advanced Search

**No information was found matching your selection criteria. Please try again.**

Enforcement Action Number:

House Number:

To:

Street:

(All) ▼

(All) ▼

**Direction** **Street Name** **Street Type Suite**

City:

(All) ▼

▼

Zip: (All) ▼

Section:

(All) ▼

Township: (All) ▼

▼

Range: (All) ▼

Respondent:

Port Contractors - Southeast, LLC

[Help on this](#)  
Screen ID: 23



- [Contact Us](#)
- [Comments and Suggestions](#)
- [Report a Complaint](#)
- [Site Map](#)

- [Broward.org](#)
- [Terms of Use](#)
- [Subscribe](#)

Stay Connected



2/16/22, 4:00 PM

Florida Hazardous Waste Handler Search Results



Florida Department of Environmental Protection

### Hazardous Waste Facilities Search Results

**Selection Criteria for This Handler Search:**

EPAID: % ; Name: %PORT CONTRACTORS% ; Address: % ; City: % ; County: %

**For Facility Data Links:**

**Activities** -- provides a list of RCRA compliance activities and violations.

**Mapping in GIS** -- this opens a **[NEW IMPROVED]** GIS mapping tool focused on the facility.

**Documents** -- this provides a list of electronic documents available online.

**Error Reporting** -- send us feedback to address data errors.

**County Verification** -- County or RPC verification of Facility and Waste for this site.

**For a Generator Status History:**

click on the **Status**. - **NNOT** indicates a facility is a Non-Notifier and may not have been issued the associated EPAID - **Check with DEP before using that EPAID!**

[Legend of Status Types](#)

| EPA ID                            | Name | County | Address | Contact | Status | As of | Data Links |
|-----------------------------------|------|--------|---------|---------|--------|-------|------------|
| Search has retrieved 0 Facilities |      |        |         |         |        |       |            |

**Legend of Status Types:**

- LQG - Large Quantity Generator
- SQG - Small Quantity Generator
- CES - Conditionally Exempt Small Quantity Generator
- UOT - Used Oil Transporter
- TRA - Hazardous Waste Transporter
- TSD - Treatment/Storage/Disposal Facility
- CLO - Closed
- NHR - Non-Handler of Hazardous Waste

UNITED STATES  
DEPARTMENT OF LABOR

OSHA

Menu

SEARCH OSHA

OSHA ▾ STANDARDS ▾ ENFORCEMENT TOPICS ▾ HELP AND RESOURCES ▾ NEWS ▾ [Contact Us](#) [FAQ](#)

[A to Z Index](#)

English

Español

## Establishment Search

### Reflects inspection data through 02/14/2022

This page enables the user to search for OSHA enforcement inspections by the name of the establishment. Information may also be obtained for a specified inspection or inspections within a specified SIC.

**Note:** Please read important information below regarding interpreting search results before using.

Search By:

**Your search did not return any results.**

Establishment

*(This box can also be used to search for a State Activity Number for the following states: NC, SC, KY, IN, OR and WA)*

State

OSHA Office

Site Zip Code

Case Status  All  Closed  Open

Violation Status  All  With Violations  Without Violations

Inspection Date

Start Date

End Date

#### Can't find it?

[Wildcard use %](#)

[Basic Establishment Search Instructions](#)

[Advanced Search Syntax](#)



**NOTE TO USERS**

The Integrated Management Information System (IMIS) was designed as an information resource for in-house use by OSHA staff and management, and by state agencies which carry out federally-approved OSHA programs. Access to this OSHA work product is being afforded via the Internet for the use of members of the public who wish to track OSHA interventions at particular work sites or to perform statistical analyses of OSHA enforcement activity. It is critical that users of the data understand several aspects of the system in order to accurately use the information.

The source of the information in the IMIS is the local federal or state office in the geographical area where the activity occurred. Information is entered as events occur in the course of agency activities. Until cases are closed, IMIS entries concerning specific OSHA inspections are subject to continuing correction and updating, particularly with regard to citation items, which are subject to modification by amended citations, settlement agreements, or as a result of contest proceedings. THE USER SHOULD ALSO BE AWARE THAT DIFFERENT COMPANIES MAY HAVE SIMILAR NAMES AND CLOSE ATTENTION TO THE ADDRESS MAY BE NECESSARY TO AVOID MISINTERPRETATION.

The Integrated Management Information System (IMIS) is designed and administered as a management tool for OSHA to help it direct its resources. When IMIS is put to new or different uses, the data should be verified by reference to the case file and confirmed by the appropriate federal or state office. Employers or employees who believe a particular IMIS entry to be inaccurate, incomplete or out-of-date are encouraged to contact the OSHA field office or state plan agency which originated the entry.

UNITED STATES  
DEPARTMENT OF LABOR

Occupational Safety and Health Administration  
200 Constitution Ave NW  
Washington, DC 20210  
☎ 800-321-6742 (OSHA)  
TTY  
www.OSHA.gov

**FEDERAL GOVERNMENT**

White House  
Severe Storm and Flood Recovery Assistance  
Disaster Recovery Assistance  
DisasterAssistance.gov  
USA.gov  
No Fear Act Data  
U.S. Office of Special Counsel

**OCCUPATIONAL SAFETY AND HEALTH**

Frequently Asked Questions  
A - Z Index  
Freedom of Information Act  
Read the OSHA Newsletter  
Subscribe to the OSHA Newsletter  
OSHA Publications  
Office of Inspector General

**ABOUT THE SITE**

Freedom of Information Act  
Privacy & Security Statement  
Disclaimers  
Important Website Notices  
Plug-Ins Used by DOL  
Accessibility Statement



Commandant  
United States Coast Guard

2703 Martin Luther King Jr., Ave., SE  
Stop 7501  
Washington, DC 20593-7501  
Staff Symbol: CG-INV-3  
Phone: (202) 372-1283  
Fax: (202) 372-8354  
Email: Ternia.r.Pipkins@uscg.mil

5720  
22-F008  
January 18, 2022

Ms. Angela Osorno Belleme  
Port Everglades Department  
1850 Eller Dr., Suite 603  
Ft. Lauderdale, FL 33316-4201  
Email: aosornobelleme@broward.org

Dear Ms. Osorno Belleme:

This letter is in response to your request of January 7, 2022, for any environmental infractions, fines, penalties, and resolutions associated with Everglades Waste Removal Services, Palmdale Oil Company (Enforcement Reports 5758787 and 5795291), and Port Contractors – Southeast LLC occurring from January 1, 2017 through January 30, 2022. This office received your request on January 13, 2022.

A search of the Marine Information for Safety and Law Enforcement (MISLE) database found no records involving Everglades Waste Removal Services and Port Contractors – Southeast LLC occurring from January 1, 2017 through January 30, 2022. The search looked for any environmental infractions, fines, penalties, and resolutions associated with Everglades Waste Removal Services and Port Contractors – Southeast LLC occurring from January 1, 2017 through January 30, 2022. The search was conducted on keywords: Everglades Waste Removal Services and Port Contractors – Southeast LLC occurring from January 1, 2017 through January 30, 2022. This records search was conducted on January 18, 2022 by Ms. Ternia Pipkins, IT Specialist, of Commandant (CG-INV-3). We conducted a reasonable search for records responsive to your request and conclude there are no responsive records.

This is not a denial. You may appeal the adequacy of our search. Your appeal must be made in writing and you must submit it within 60 days from the date of receipt of this letter. Your letter should indicate that you are making an appeal based on a “no records” determination of a request made under the Freedom of Information Act and the envelope should be prominently marked “FOIA Appeal.” Include in your appeal the reason(s) why you believe the search was inadequate and a copy of this letter. Send your appeal to:

Commandant (CG-611)  
U.S. Coast Guard  
Attn: FOIA/PA Officer  
2703 Martin Luther King Jr. Ave., SE, STOP 7710  
Washington, DC 20593-7710

While an adequate search was conducted, if you need any further assistance or would like to discuss any aspect of your request, please contact the (Unit/Directorate) that processed your request. You may send an e-mail to [efoia@uscg.mail](mailto:efoia@uscg.mail), call 202-475-3522, or you may contact our FOIA Public Liaison in the same manner. Additionally, you have a right to seek dispute resolution services from the Office of Government Information Services (OGIS) which mediates disputes between FOIA requesters and Federal agencies as a non-exclusive alternative to litigation. If you are requesting access to your own records (which is considered

a Privacy Act request), you should know that OGIS does not have the authority to handle requests made under the Privacy Act of 1974. You may contact OGIS as follows: Office of Government Information Services, National Archives and Records Administration, 8601 Adelphi Road-OGIS, College Park, Maryland 20740-6001, e-mail at [ogis@nara.gov](mailto:ogis@nara.gov); telephone at 202-741-5770; toll free at 1-877-684-6448; or facsimile at 202-741-5769.

Per your written correspondence on January 7, 2022, it is our understanding that you do not request the following information: Tax identification number, names of persons who are third parties or witnesses, and the names of Junior Coast Guard personnel.

We are granting your request under the FOIA, Title 5 U.S.C. § 552, as amended, and DHS' implementing regulations, 6 CFR Chapter I and Part 5. After carefully reviewing the responsive documents regarding any environmental infractions, fines, penalties, and resolutions associated with Palmdale Oil Company occurring on January 1, 2017 through January 30, 2022, I determined that they are appropriate for public release.

We have enclosed all of the available information requested in your email of January 7, 2022. If this does not reflect your understanding, please advise me in writing within twenty days from the date of receipt of this letter. You may send an email to [efoia@uscg.mil](mailto:efoia@uscg.mil), call (202) 475-3522 or you may contact our FOIA Public Liaison in the same manner.

Provisions of the FOIA allow us to recover part of the cost of complying with your request. In this instance, because the cost is below \$14 minimum, there is no charge.

We have enclosed all of the available information requested in your letter of January 7, 2022. If this does not reflect your understanding, please advise me in writing within twenty days from the receipt of this letter. You may send an email to [efoia@uscg.mil](mailto:efoia@uscg.mil), call 202-475-3522, or you may contact our FOIA Public Liaison in the same manner.

Sincerely,

*Ternia R. Pipkins for*

T. Flood  
Acting Chief, FOIA and Data Administration Division  
U.S. Coast Guard  
By direction

Enclosure: (1) Marine Information for Safety and Law Enforcement System printouts  
delivered via DOD Safe File Exchange  
(2) Enforcement Reports 5758787 and 5795291  
(3) (15) Pages Released

Copy: CG-DCO Directorate FOIA Coordinator

## Section R

Port Contractors - Southeast LLC, has provided stevedoring and agency services in Port Everglades since at least 2011 with a focus on customer service and efficient, cost effective solutions for our customers. As one of the niche operators in Port Everglades, we have maintained a consistent book of business through the years with services provided to the project cargo market. We remain a preferred provider for many of the steamship lines and project cargo logistics companies who conduct business in south Florida.

The focus of our agency services is to provide a value added service offering for our cargo operations, and although we do perform agency services for customers who are not utilizing our cargo handling services, this business is typically secured through a long relationship that we have with the shipping lines that we do business with at one of the ports that we operate in.

Our promotional efforts for Port Everglades remains a top focus for our company. We actively promote the port and work to seek new business for the port and not just seek to supplement the services of one of the other providers in Port Everglades. Our synergies with our 3 operations on the Delaware River (Wilmington, Northport, and Fairless Hills) has allowed us to introduce our customers to potential opportunities in south Florida. Our new and rapidly growing business handling products for the building industry such as pipe, rebar, and slag, have started to present opportunities to bring these customers to Port Everglades in the future.