

FINAL REPORT OF THE  
UNISEA FLEET COOPERATIVE  
YEAR 2007

PREPARED FOR:

NORTH PACIFIC FISHERY MANAGEMENT COUNCIL

JANUARY 15, 2008

PREPARED BY:

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**Presented to the  
North Pacific Fishery Management Council  
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INTRODUCTION

UniSea Fleet Cooperative (UFC) is pleased to submit this document and results of their 2007 Bering Sea fishery to the North Pacific Fishery Management Council (NPFMC) in compliance with annual reporting requirements of the 1998 American Fisheries Act (AFA).

Year 2007 was the eighth year of UFC operations under the AFA. The UniSea fleet was managed and operated during 2007 following the successful model established during the preceding 2000-2006 fisheries--basically without change. This document format and 12 exhibits herein reporting UFC co-op members, management, allocations, catches, sideboard limits, prohibited species catches and enforcement is also consistent with UFC's earlier years reporting to the NPFMC. We believe this reporting format and detail is both in keeping with AFA reporting requirements and provides easy comparison to the prior year results.

UNISEA FLEET MEMBER VESSELS AND CO-OP MANAGEMENT

Ten individual members of the UFC representing 15 catcher vessels signed their Co-op Membership Agreement, which enabled them to operate under the laws of the AFA in a fishing cooperative delivering pollock to UniSea Inc. during the 2007 fishing season (Attachment 1, UniSea Fleet Cooperative Membership Agreement 2007 Addendum dated 1/10/06 with pollock harvest schedule). There was one change to this Agreement Addendum from the Addendum signed one year before; the American Eagle was sold to new owners Evening star, Inc.

and the new owner was admitted into UFC on February 2, 2007. With this change, the 2007 member vessels and their owners are listed below:

Margaret Hall, General Manager, Rondy's, Inc.

- F/V *Aalsea* 124 ft LOA
- F/V *Argosy* 124 ft LOA

Don Giles, President Evening Star, Inc.

- F/V *American Eagle* 120 ft LOA

Jeff Hendricks, Manager, Auriga/Aurora General Partnership

- F/V *Auriga* 193 ft LOA
- F/V *Aurora* 193 ft LOA

Barry Ohai, Manager, F/V *Defender* LLC

- F/V *Defender* 195 ft LOA

Barry Ohai, Authorized Agent, Pacmon LLC

- F/V *Pacific Monarch* 165 ft LOA

Gunnar Ildhuso, Jr., Margun Enterprises, LLC

- F/V *Mar-Gun* 112 ft LOA

Gunnar Ildhuso, Jr., President, Ildhuso Fisheries, Inc.

- F/V *Gun-Mar* 164 ft LOA

Chris Swasand, Member, Aleutian Spray Fisheries, Inc.

- F/V *Starfish* 123 ft LOA

Cary Swasand, F/V *Nordic Star* LLC

- F/V *Nordic Star* 123 ft LOA

Fred Yeck, President, FY Fisheries, Inc.

- *F/V Sea Dawn* 124 ft LOA

Phil Hanson, President, Starlite Fisheries, LLC.

- *F/V Starlite* 123 ft LOA

Phil Hanson, President, Starward Fisheries, LLC.

- *F/V Starward* 123 ft LOA

Rick Mezich, President, Fierce Allegiance, LLC.

- *F/V Fierce Allegiance* 167 ft LOA

Co-op management and administration continued during 2007 and remained basically unchanged from management and administration of the seven prior co-op years (Exhibit 1). Mr. Jeff Hendricks continued to serve as the president of UFC and Mr. Pete Maloney continued to serve as the UFC coordinator.

Coordination of information on allocations, transfers, pollock catches, sideboard catches and prohibited species catches between the UniSea plant in Dutch Harbor, the member vessels, Sea State, the Inter Co-op Manager and the National Marine Fisheries Service all continued during 2007 as established in year 2000 and as conducted in 2001-2006.

#### UFC BERING SEA POLLOCK ALLOCATION TRANSFERS AND CATCH

In 2007, UFC's 15 member vessels received a final AFA Bering Sea pollock allocations that totaled 154,664.242 mt. This pollock allocation to UFC represented 11.363% of the total Bering Sea directed pollock allocation and 25.324% of the inshore sector allocation. Exhibit 2 shows the distribution of final 2007 pollock allocations between the seven inshore pollock cooperatives. UFC's allocation of 25.324% of the inshore sector allocation ranked UFC as the second largest inshore co-op.

Each of the 15 UFC vessel's final pollock allocations are identified in Exhibit 3 showing their respective tonnage and each vessel's percentage of the UFC total allocation. The F/V *Pacific Monarch's* allocation was transferred to 9 other vessels in the UFC and divided up between those 9 vessels as reported in Exhibit 4.

Exhibit 5 reports the final 2007 Bering Sea pollock allocations for each of the remaining and active 14 vessels in the UniSea fleet during the 2007 season after both the F/V *Pacific Monarch* transfers and after in-season transfers of pollock allocations between member vessels.

Exhibit 6 provides UFC Bering Sea pollock catches that occurred during the 2007 season relative to final allocations after all co-op transfers. The UFC directed Bering Sea pollock catch totaled 148,593.587 mt, which was 6,070.656 mt less than the final allocation. This catch equated to 96.07% utilization of the final 2007 Bering Sea pollock allocation.

The AFA provides that co-op member vessels may deliver up to 10% of the co-op's Bering Sea pollock catch to non-affiliated processors. During 2007, UFC member vessels delivered 142,204.150 mt of their 148,593.587 mt total deliveries to their affiliated plant at UniSea. The UniSea deliveries represented 95.70% of all directed pollock deliveries by UFC member vessels, in keeping with AFA requirements.

Bycatch of other groundfish, herring, halibut, crab and salmon from the directed Bering Sea pollock fishery is detailed by member vessel in Exhibit 7. Pollock represented 98.62% of the total catch of pollock plus all other groundfish in the directed pollock fishery.



## SIDEBOARD LIMITATIONS, ALLOCATIONS AND CATCHES

The laws of the AFA place limits on AFA qualified catcher vessels whereby their harvest of groundfish other than Bering Sea pollock is limited to historic levels. Halibut bycatch (PSC) is also limited through the co-op allocations.

For 2007, the sideboard limits that applied to, and were allocated to the UFC consisted of 18 individual area species categories, which totaled 11,286 mt. These sideboard limits applied to Bering Sea/Aleutian Islands/Gulf of Alaska cod for both directed and incidental catches, Bering Sea rock sole and yellowfin sole, and Gulf of Alaska pollock (Exhibit 8). Of the 11,286 mt of sideboard allocations, 1,317 mt was transferred out of UFC to other co-ops, 1,386 mt was caught by UFC members and 8,592 mt remained unharvested within the co-op.

### DIRECTED BERING SEA COD AND GULF POLLOCK FISHERY

UFC member vessels conducted a small directed Bering Sea cod fishery within sideboard limits (4865 mt) during 2007. This fishery was conducted by four member vessels (Exhibit 9) and yielded a harvest of 1,190 mt. UFC member vessels did not conduct a directed fishery for Gulf of Alaska pollock, and they did not conduct directed fisheries for yellowfin sole or rock sole.

Bycatch of other groundfish, halibut, herring, crab and salmon in the UFC directed Bering Sea cod fishery is detailed in Exhibit 10. Cod comprised 63.50% of the total groundfish catch in UFC's directed Bering Sea cod fishery.

As earlier noted, UFC member vessels did not fish Gulf of Alaska pollock in 2007, however 121 mt of the co-ops 3,299 mt Gulf pollock allocation was transferred to one other co-op (Exhibit 11). After this transfer of Gulf pollock to other co-ops, 3,178 mt of the Gulf pollock sideboard limit remained unused within UFC.

## DIRECTED CRAB FISHING

Amendments 18 and 19 to the Fishery Management Plan for BSAI king and Tanner crab (70FR 10174 – March 2005), commonly referred to as the BSAI Crab Rationalization Program, have eliminated the prior AFA crab harvesting reporting requirements by AFA pollock vessels.

## UFC PROHIBITED SPECIES CATCH TOTALS

UFC member vessel total prohibited species catches of halibut, herring, Bristol Bay red king crab, *bairdi* Tanner crab, other Tanner crab, chinook salmon and other salmon from all directed Bering Sea pollock and cod fisheries are provided in Exhibit 12.

## UFC MONITORING AND ENFORCEMENT

All UFC directed Bering Sea pollock and cod catches, as well as sideboard catches and the halibut PSC were successfully managed and did not exceed allocations. The co-op was accordingly not required to take any enforcement actions.

Exhibit 1. Schematic of UniSea Fleet Cooperative Operations, year 2007.

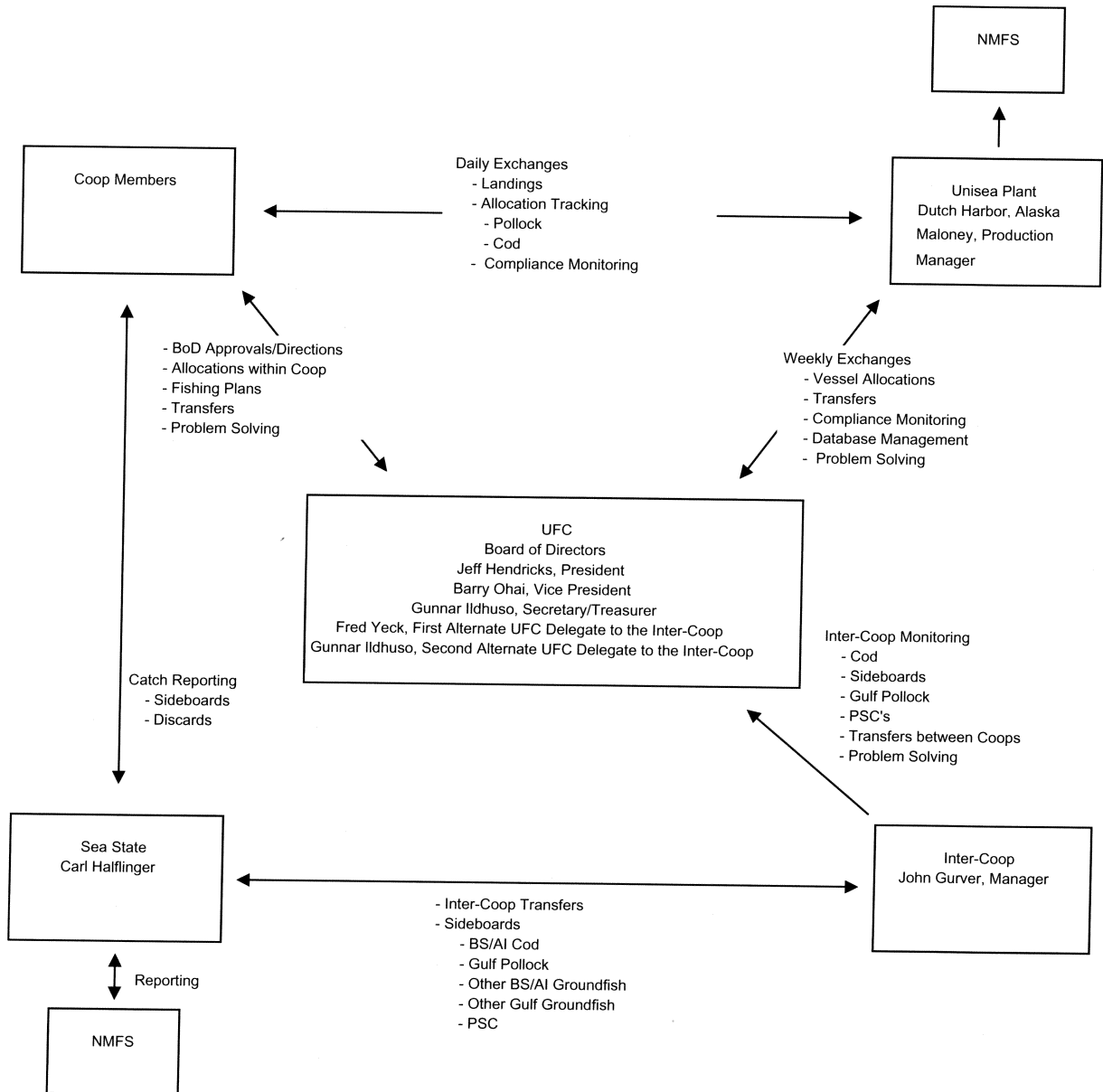


Exhibit 2. Percent distribution of 2007 Bering Sea "inshore pollock allocation" between the seven inshore AFA pollock cooperatives.

### Bering Sea Inshore Pollock Co-op 2007 Allocation

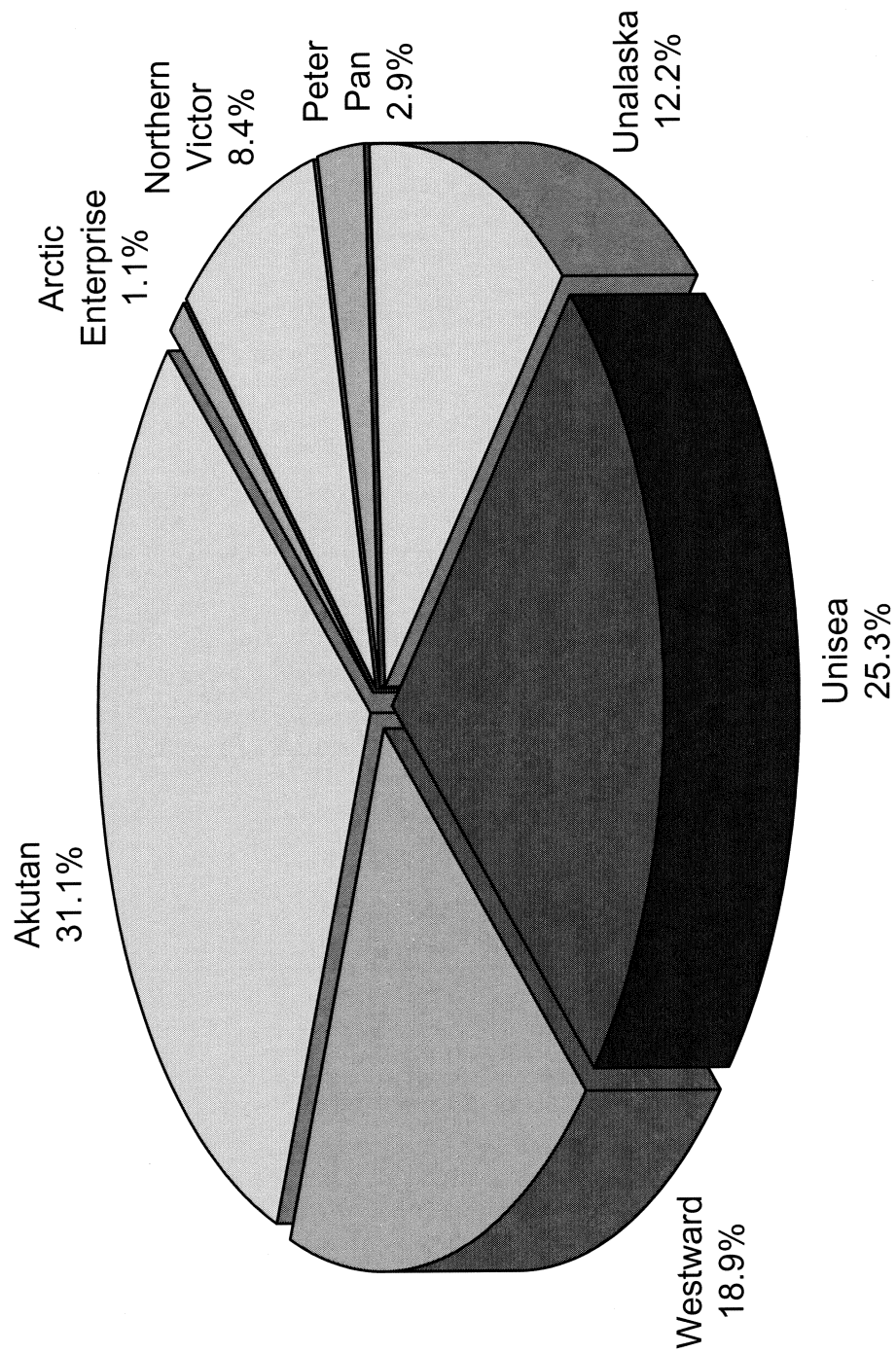


Exhibit 3. UniSea Fleet Cooperative member vessel initial pollock allocations expressed as a percentage of the co-op total, as a percentage of the Bering Sea directed inshore pollock fishery, and in metric tons for the year 2007.

Unisea Allocation (MT)				
154,664.242				
Company	Boat	% Co-op Allocation*	Pollock Allocations % Directed Inshore Pollock Fishery	Year 2007 Allocation (MT)
Rondy's Inc.	Alsea	6.587%	1.668%	10,188.076
Rondy's Inc.	Argosy	6.466%	1.638%	10,001.140
Evening Star, Inc.	American Eagle	4.230%	1.071%	6,542.234
Aurora/Auriga General Partnership	Auriga	11.541%	2.923%	17,849.934
Aurora/Auriga General Partnership	Aurora	13.000%	3.292%	20,105.822
F/V Defender LLC	Defender	13.713%	3.473%	21,209.760
Fierce Allegiance LLC	Fierce Allegiance	3.711%	0.940%	5,739.836
Ildhuso Fisheries, Inc.	GunMar	8.791%	2.226%	13,596.695
MarGun Enterprises LLC	MarGun	0.424%	0.107%	655.402
F/V Nordic Star LLC	Nordic Star	4.001%	1.013%	6,187.766
Aleutian Spray Fisheries, Inc.	Starfish	5.891%	1.492%	9,110.508
Starlite Fisheries LLC	Starlite	4.852%	1.229%	7,503.713
Starward Fisheries LLC	Starward	4.994%	1.265%	7,723.528
FY Fisheries, Inc.	Seadawn	5.476%	1.387%	8,469.505
PacMon LLC	Pacific Monarch	6.324%	1.601%	9,780.324
Co-op Total		100.000%	25.324%	154,664.242

\* Allocations from updated, signed Unisea harvest schedules. Cooperative allocation as published in 72 FR 52495, September 14, 2007.

Exhibit 4. UniSea Fleet Cooperative year 2007 Bering Sea pollock allocations after purchase of F/V *Pacific Monarch* and transfer of the F/V *Pacific Monarch* initial allocation to nine UFC member vessels.

Unisea Allocation (MT)					
154,664.242		Pacific Monarch		Pacific Monarch	
Company	Boat	% Co-op Allocation	Pollock Allocation Transfer	Adjusted Pollock Allocation Percent	Metric Tons
Rondy's Inc.	Alsea	6.587%	0.496%	7.083%	10,954.445
Rondy's Inc.	Argosy	6.466%	0.486%	6.953%	10,753.448
Evening Star, Inc.	American Eagle	4.230%	0.318%	4.548%	7,034.355
Aurora/Auriga General Partnership	Auriga	11.541%	0.868%	12.409%	19,192.645
Aurora/Auriga General Partnership	Aurora	13.000%	0.978%	13.978%	21,618.225
F/V Defender LLC	Defender	13.713%	1.032%	14.745%	22,805.205
Fierce Allegiance LLC	Fierce Allegiance	3.711%	0.000%	3.711%	5,739.836
Ildhuso Fisheries, Inc.	GunMar	8.791%	0.661%	9.452%	14,619.468
MarGun Enterprises LLC	MarGun	0.424%	0.000%	0.424%	655.402
F/V Nordic Star LLC	Nordic Star	4.001%	0.742%	4.743%	7,335.863
Aleutian Spray Fisheries, Inc.	Starfish	5.891%	0.742%	6.633%	10,258.606
Starlite Fisheries LLC	Starlite	4.852%	0.000%	4.852%	7,503.713
Starward Fisheries LLC	Starward	4.994%	0.000%	4.994%	7,723.528
FY Fisheries, Inc.	Seadawn	5.476%	0.000%	5.476%	8,469.505
PacMon LLC	Pacific Monarch	6.324%	-6.324% **	0.000%	0.000
Co-op Total		100.000%	0.000%	100.000%	154,664.242 *

\* Some totals are rounded. Total Unisea allocation as published in 72 FR 52495, September 14, 2007.

\*\* Pacific Monarch allocation distributed according to transfer schedule provided by Unisea to 9 vessels. Aleutian Spray Fisheries amount of 1.485% is not distributed by a transfer schedule, but is shown in this table split evenly between the F/V Nordic Star and F/V Starfish, 0.742% each.

Exhibit 5. UniSea Fleet Cooperative member vessel final Bering Sea directed pollock allocations for the year 2007 after reallocations of the F/V *Pacific Monarch* tonnage and with co-op transfers.

Company	Boat	Year 2007 Initial Pollock Allocation (MT)	Within Co-op Net Transfer In & Out (MT)	Final Pollock Allocation (MT)
Rondy's Inc.	Alsea	10,954.445	-17.125	10,937.320
Rondy's Inc.	Argosy	10,753.448	-136.307	10,617.141
Evening Star, Inc.	American Eagle	7,034.355	0.000	7,034.355
Aurora/Auriga General Partnership	Auriga	19,192.645	+1,413.046	20,605.691
Aurora/Auriga General Partnership	Aurora	21,618.225	-1,361.503	20,256.722
F/V Defender LLC	Defender	22,805.205	+109.444	22,914.649
Fierce Allegiance LLC	Fierce Allegiance	5,739.836	+4,781.226	10,521.062
Ildhuso Fisheries, Inc.	GunMar	14,619.468	+251.388	14,870.856
MarGun Enterprises LLC	MarGun	655.402	-189.921	465.481
F/V Nordic Star LLC	Nordic Star	7,335.863	12.332	7,348.195
Aleutian Spray Fisheries, Inc.	Starfish	10,258.606	-151.532	10,107.074
Starlite Fisheries LLC	Starlite	7,503.713	+388.592	7,892.305
Starward Fisheries LLC	Starward	7,723.528	-5,099.640	2,623.888
FY Fisheries, Inc.	Seadawn	8,469.505	0.000	8,469.505
Co-op Total		154,664.242	0.000	154,664.242 *

\* Some totals are rounded. Vessel percentages are as published in cooperative harvest schedule and final allocations are derived using harvest schedule percentages and the final cooperative pollock allocation posted in 72 FR 9456, March 2, 2007 plus Unisea percentage of final release of AFA Inshore B Season pollock as posted in 72 FR 52495, September 14, 2007.

Exhibit 6. Comparison of UniSea Fleet Cooperative member vessels directed Bering Sea pollock catches with final allocations, year 2007.

Company	Boat	Final Pollock Allocation (MT)	Directed Bering Sea Pollock Catch by Vessel (MT)	Difference Pollock Allocation (MT)
Rondy's Inc.	Alsea	10,937.320	10,981.479	+44.159
Rondy's Inc.	Argosy	10,617.141	9,533.360	-1,083.781
Evening Star, Inc.	American Eagle	7,034.355	5,912.668	-1,121.687
Aurora/Auriga General Partnership	Auriga	20,605.691	20,682.994	+77.302
Aurora/Auriga General Partnership	Aurora	20,256.722	20,342.902	+86.180
F/V Defender LLC	Defender	22,914.649	21,818.635	-1,096.013
Fierce Allegiance LLC	Fierce Allegiance	10,521.062	10,523.617	+2.555
Ildhuso Fisheries, Inc.	GunMar	14,870.856	15,051.371	+180.516
MarGun Enterprises LLC	MarGun	465.481	465.811	+0.330
F/V Nordic Star LLC	Nordic Star	7,348.195	6,809.618	-538.577
Aleutian Spray Fisheries, Inc.	Starfish	10,107.074	10,490.469	+383.396
Starlite Fisheries LLC	Starlite	7,892.305	7,895.688	+3.383
Starward Fisheries LLC	Starward	2,623.888	2,077.375	-546.513
FY Fisheries, Inc.	Seadawn	8,469.505	6,007.598	-2,461.906
Co-op Total		154,664.242 *	148,593.587 *	-6,070.656

\* Some totals are rounded. Pollock catch totals are from Seastate.



Exhibit 7. Directed pollock fishing catch, bycatch of other groundfish in the directed pollock fishery and PSC's for the UniSea Fleet Cooperative member vessels, year 2007.

Company	Boat	Directed Bering Sea Pollock Catch (MT)	Other Groundfish Catch (MT)	Halibut Mortality (MT)	Herring Catch (MT)	Red King Crab (#)	<i>bairdi</i> Tanner Crab (#)	Other Tanner Crab (#)	Chinook Salmon (#)	Other Salmon (#)
Rondy's Inc.	Alea	10,981.479	125.09	3	1	0	8	14	1,575	218
Rondy's Inc.	Argosy	9,533.360	127.49	3	1	0	7	11	1,086	383
Evening Star, Inc.	American Eagle	5,912.668	163.73	2	1	0	7	10	1,248	1,257
Aurora/Auriga General Partnership	Auriga	20,682.994	359.59	7	0	0	15	30	2,035	828
Aurora/Auriga General Partnership	Aurora	20,342.902	277.19	5	0	0	15	28	1,625	1,381
F/V Defender LLC	Defender	21,818.635	267.18	4	2	0	17	36	2,317	1,069
Fierce Allegiance LLC	Fierce Allegiance	10,523.617	138.39	11	0	0	6	12	608	1,105
Ildhuso Fisheries, Inc.	GunMar	15,051.371	117.53	0	0	0	13	18	442	206
MarGun Enterprises LLC	MarGun	465.811	4.43	0	2	0	1	3	6	98
F/V Nordic Star LLC	Nordic Star	6,809.618	91.16	1	0	0	6	9	561	252
Aleutian Spray Fisheries, Inc.	Starfish	10,490.469	132.10	2	1	0	9	15	1,047	1,113
Starlite Fisheries LLC	Starlite	7,895.688	90.99	1	1	0	7	12	429	264
Starward Fisheries LLC	Starward	2,077.375	35.26	0	0	0	2	5	97	448
FY Fisheries, Inc.	Seadawn	6,007.598	137.85	1	0	0	7	12	1,017	137
Co-op Total		148,593.587	2067.97	39	9	0	119	214	14,093	8,759

Exhibit 8. Sideboard limits and aggregate catch for the UniSea Fleet Cooperative member vessels, year 2007.

Species/Area	Initial UFC Sideboard Limit (mt)	Inter-Co-op Sideboard Transfer (mt)	Final Sideboard Limit (mt)	Co-op Catch (mt)	Difference Over "+" (mt) Under "-" (mt)
BSAI Pacific cod	4,274	-1,196	3,078	1,190	-1,889
BSAI yellowfin sole	3,327	0	3,327	80	-3,247
BSAI rock sole	178	0	178	116	-62
Western GOA Pacific cod	208	0	208	0	-208
Central GOA Pacific cod	0	0	0	0	0
Area 610 "A" season pollock	498	0	498	0	-498
Area 620 "A" season pollock	55	-55	0	0	0
Area 630 "A" season pollock	26	0	26	0	-26
Area 610 "B" season pollock	498	0	498	0	-498
Area 620 "B" season pollock	66	-66	0	0	0
Area 630 "B" season pollock	14	0	14	0	-14
Area 640 "B" season pollock	265	0	265	0	-265
Area 610 "C" season pollock	883	0	883	0	-883
Area 620 "C" season pollock	17	0	17	0	-17
Area 630 "C" season pollock	39	0	39	0	-39
Area 610 "D" season pollock	883	0	883	0	-883
Area 620 "D" season pollock	17	0	17	0	-17
Area 630 "D" season pollock	39	0	47	0	-47
Co-op All Species Sideboard Total	11,286	-1,317	9,978	1,386	-8,592
PSC limited halibut for Bering Sea Directed cod fishery	93				

Note: Some totals are rounded. Catch totals are from Unisea & Seastate data

Exhibit 9. Comparison of UniSea Fleet Cooperative member vessels directed Bering Sea Pacific cod catches with final allocations, year 2007.

Company	Boat	Total* Co-op Cod Allocation (MT)	UFC Transfers In(+), Out(-) (MT)	UFC Final Cod Allocation (MT)	Directed Bering Sea Cod Catch (MT)	Difference Over (+) Under (-) (MT)
Rondy's Inc.	Aalsea	206	0	206	0	-206
Rondy's Inc.	Argosy	225	0	225	0	-225
Evening Star, Inc.	American Eagle	531	0	531	212	-319
Aurora/Auriga General Partnership	Auriga	21	-18	3	0	-3
Aurora/Auriga General Partnership	Aurora	24	-20	3	0	-3
FV Defender LLC	Defender	35	-30	5	0	-5
Fierce Allegiance LLC	Fierce Allegiance	114	-114	0	0	0
Ildhuso Fisheries, Inc.	GunMar	197	0	197	0	-197
MarGun Enterprises LLC	MarGun	0	0	0	0	0
FV Nordic Star LLC	Nordic Star	502	0	502	27	-475
Aleutian Spray Fisheries, Inc.	Starfish	269	0	269	0	-269
Starlite Fisheries LLC	Starlite	266	-266	0	0	0
Starward Fisheries LLC	Starward	490	+448	938	691	-247
FY Fisheries, Inc.	Seadawn	482	0	482	260	-222
<b>Co-op Total</b>		<b>4,865</b>	<b>0</b>	<b>3,362</b>	<b>1,190</b>	<b>-2,172</b>

Note: Some totals may not add due to rounding. Catch totals are from Seastate data.

\* Total Co-op cod allocation is shown after redistribution of any Pacific Monarch cod according to cod harvest schedules provided by Unisea.

Exhibit 10. Directed Pacific cod fishing catch and bycatch for the UniSea Fleet Cooperative member vessels, year 2007.

Company	Boat	Directed Bering Sea Pacific cod Catch (MT)	Other Groundfish Catch (MT)	Hallbut Mortality (MT)	Herring Catch (MT)	Red King Crab (#)	<i>bairdi</i> Tanner Crab (#)	Other Tanner Crab (#)	Chinook Salmon (#)	Other Salmon (#)
Rondy's Inc.	Aisea	0	0	0	0	0	0	0	0	0
Rondy's Inc.	Argosy	0	0	0	0	0	0	0	0	0
Evening Star, Inc.	American Eagle	212	110	2	0	0	127	37	0	0
Aurora/Auriga General Partnership	Auriga	0	0	0	0	0	0	0	0	0
Aurora/Auriga General Partnership	Aurora	0	0	0	0	0	0	0	0	0
F/V Defender LLC	Defender	0	0	0	0	0	0	0	0	0
Fierce Allegiance LLC	Fierce Allegiance	0	0	0	0	0	0	0	0	0
Ildhuso Fisheries, Inc.	GunMar	0	0	0	0	0	0	0	0	0
MarGun Enterprises LLC	MarGun	0	0	0	0	0	0	0	0	0
F/V Nordic Star LLC	Nordic Star	27	4	0	0	0	7	0	0	0
Aleutian Spray Fisheries, Inc.	Starfish	0	0	0	0	0	0	0	0	0
Starlite Fisheries LLC	Starlite	0	0	0	0	0	0	0	0	0
Starward Fisheries LLC	Starward	691	310	15	0	0	1,429	288	0	12
FY Fisheries, Inc.	Seadawn	260	261	3	0	0	338	119	0	0
<b>Co-op Total*</b>		<b>1,190</b>	<b>684</b>	<b>19</b>	<b>0</b>	<b>0</b>	<b>1,901</b>	<b>444</b>	<b>0</b>	<b>12</b>

\* Some totals are rounded to nearest metric ton or number of animals.  
Note: Catch and PSC totals are from UniSea & Seastate data.

Exhibit 11. Transfers of UniSea Fleet Cooperative Gulf of Alaska pollock sideboard limits to other catcher vessel co-ops, year 2007.

Gulf Area/Season	Transfers To	Transfer Amount (MT)
620 B	Unalaska - Sylvia Ettefagh	121
Total GOA Transfers		121

Exhibit 12. UniSea Fleet Cooperative vessel-by-vessel prohibited species catch, year 2007.

Company	Boat	Halibut Mortality (MT)	Herring Catch (MT)	Red King Crab (#)	<i>bairdi</i> Tanner Crab (#)	Other Tanner Crab (#)	Chinook Salmon (#)	Other Salmon (#)
Rondy's Inc.	Alsea	3	1	0	8	14	1,575	218
Rondy's Inc.	Argosy	3	1	0	7	11	1,086	383
Evening Star, Inc.	American Eagle	4	1	0	134	47	1,248	1,257
Aurora/Auriga General Partnership	Auriga	7	0	0	15	30	2,035	828
Aurora/Auriga General Partnership	Aurora	5	0	0	15	28	1,625	1,381
FV Defender LLC	Defender	4	2	0	17	36	2,317	1,069
Fierce Allegiance LLC	Fierce Allegiance	11	0	0	6	12	608	1,105
Ildhuso Fisheries, Inc.	GunMar	0	0	0	13	18	442	206
MarGun Enterprises LLC	MarGun	0	2	0	1	3	6	98
FV Nordic Star LLC	Nordic Star	1	0	0	13	9	561	252
Aleutian Spray Fisheries, Inc.	Starfish	2	1	0	9	15	1,047	1,113
Starlite Fisheries LLC	Starlite	1	1	0	7	12	429	264
Starward Fisheries LLC	Starward	15	0	0	1,431	293	97	460
FY Fisheries, Inc.	Seadawn	4	0	0	344	130	1,017	137
Co-op Total*		59	9	2	2,019	658	14,093	8,771

\* Some totals are rounded to nearest metric ton or number of animals.  
Note: PSC totals are from Seastate data.

ATTACHMENT 1

UFC MEMBERSHIP AGREEMENT 2007 ADDENDUM

UNISEA FLEET COOPERATIVE

MEMBERSHIP AGREEMENT

2007 ADDENDUM

Each of the undersigned hereby acknowledges and agrees that the terms and conditions of the UniSea Fleet Cooperative Membership Agreement dated as of December 14, 1999, as amended by that First Amendment to Membership Agreement dated as of May 10, 2001, that Second Amendment to Membership Agreement dated as of May 15, 2003, that Third Amendment to Membership Agreement dated as of June 30, 2004 and that Fourth Amendment to Membership Agreement dated as of January 10, 2006 shall be in full force and effect among the undersigned for the year 2007, and that Exhibit A attached hereto replaces in its entirety Exhibit A to the Membership Agreement and to all prior amendments and addenda thereto.

In addition, each of the undersigned hereby certifies that the vessel on behalf of which it is executing this Addendum: (i) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (ii) is a qualified catcher vessel; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; and (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI.

Dated effective as of December 1, 2006.

F/V ALSEA  
F/V ARGOSY  
by Rondys, Inc.

By \_\_\_\_\_  
Margaret Hall, General Manager

F/V FIERCE ALLEGIANCE  
by: Fierce Allegiance LLC  
by R&B Fisheries, Inc., Manager

By *Rick Mezich*  
Rick Mezich, President

F/V AURIGA  
F/V AURORA  
by Auriga/Aurora General Partnership

By \_\_\_\_\_  
Jeff Hendricks, Manager

F/V DEFENDER  
by F/V Defender LLC

By \_\_\_\_\_  
Barry Ohai, Manager

[SIGNATURES CONTINUED ON PAGE 2]



UNISEA FLEET COOPERATIVE

MEMBERSHIP AGREEMENT

2007 ADDENDUM

Each of the undersigned hereby acknowledges and agrees that the terms and conditions of the UniSea Fleet Cooperative Membership Agreement dated as of December 14, 1999, as amended by that First Amendment to Membership Agreement dated as of May 10, 2001, that Second Amendment to Membership Agreement dated as of May 15, 2003, that Third Amendment to Membership Agreement dated as of June 30, 2004 and that Fourth Amendment to Membership Agreement dated as of January 10, 2006 shall be in full force and effect among the undersigned for the year 2007, and that Exhibit A attached hereto replaces in its entirety Exhibit A to the Membership Agreement and to all prior amendments and addenda thereto.

In addition, each of the undersigned hereby certifies that the vessel on behalf of which it is executing this Addendum: (i) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (ii) is a qualified catcher vessel; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; and (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI.

Dated effective as of December 1, 2006.

F/V ALSEA  
F/V ARGOSY  
by Rondys, Inc.

F/V FIERCE ALLEGIANCE  
by: Fierce Allegiance LLC  
by R&B Fisheries, Inc., Manager

By \_\_\_\_\_  
Margaret Hall, General Manager

By \_\_\_\_\_  
Rick Mezich, President

F/V AURIGA  
F/V AURORA  
by Auriga/Aurora General Partnership

F/V DEFENDER  
by F/V Defender LLC

By \_\_\_\_\_  
Jeff Hendricks, Manager

By Barry B. Ohai  
Barry Ohai, Manager

[SIGNATURES CONTINUED ON PAGE 2]

UNISEA FLEET COOPERATIVE

MEMBERSHIP AGREEMENT

2007 ADDENDUM

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In addition, each of the undersigned hereby certifies that the vessel on behalf of which it is executing this Addendum: (i) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (ii) is a qualified catcher vessel; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; and (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI.

Dated effective as of December 1, 2006.

F/V ALSEA  
F/V ARGOSY  
by Rondys, Inc.

F/V FIERCE ALLEGIANCE  
by: Fierce Allegiance LLC  
by R&B Fisheries, Inc., Manager

By \_\_\_\_\_  
Margaret Hall, General Manager

By \_\_\_\_\_  
Rick Mezich, President

F/V AURIGA  
F/V AURORA  
by Auriga/Aurora General Partnership

F/V DEFENDER  
by F/V Defender LLC

By \_\_\_\_\_  
Jeff Hendricks, Manager

By \_\_\_\_\_  
Barry Ohai, Manager

[SIGNATURES CONTINUED ON PAGE 2]

## UNISEA FLEET COOPERATIVE

## MEMBERSHIP AGREEMENT

## 2007 ADDENDUM

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In addition, each of the undersigned hereby certifies that the vessel on behalf of which it is executing this Addendum: (i) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (ii) is a qualified catcher vessel; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; and (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI.

Dated effective as of December 1, 2006.

F/V ALSEA  
F/V ARGOSY  
by Rondys, Inc.

By *Vern Hall*  
Vern Hall, President

F/V FIERCE ALLEGIANCE  
by: Fierce Allegiance LLC  
by R&B Fisheries, Inc., Manager

By \_\_\_\_\_  
Rick Mezich, President

F/V AURIGA  
F/V AURORA  
by Auriga/Aurora General Partnership

By \_\_\_\_\_  
Jeff Hendricks, Manager

F/V DEFENDER  
by F/V Defender LLC

By \_\_\_\_\_  
Barry Ohai, Manager

[SIGNATURES CONTINUED ON PAGE 2]

F/V GUN-MAR  
by Ildhuso Fisheries, Inc.

By \_\_\_\_\_ ✓  
Gunnar Ildhuso, Jr., President

F/V MAR-GUN  
by Margun Enterprises LLC

By \_\_\_\_\_ ✓  
Gunnar Ildhuso, Jr., Manager

F/V NORDIC STAR  
by F/V Nordic Star LLC

By \_\_\_\_\_  
Chris Swasand, Member

PACIFIC MONARCH  
by PacMon LLC

By \_\_\_\_\_ ✓  
Barry Ohai, Authorized Agent

F/V SEADAWN  
By FY Fisheries, Inc.

By *Fred Yeck*  
Fred Yeck, President

F/V STARFISH  
By Aleutian Spray Fisheries, Inc.

By \_\_\_\_\_  
Cary Swasand, President

F/V STARLITE  
By Starlite Fisheries LLC

By \_\_\_\_\_ ✓  
Phil Hanson, President

F/V STARWARD  
By Starward Fisheries, LLC

By \_\_\_\_\_ ✓  
Phil Hanson, President

UNISEA FLEET COOPERATIVE

By \_\_\_\_\_ ✓  
Jeff Hendricks, President

F/V GUN-MAR  
by Ildhuso Fisheries, Inc.

By \_\_\_\_\_ ✓  
Gunnar Ildhuso, Jr., President

F/V MAR-GUN  
by Margun Enterprises LLC

By \_\_\_\_\_ ✓  
Gunnar Ildhuso, Jr., Manager

F/V NORDIC STAR  
by F/V Nordic Star LLC

By \_\_\_\_\_  
Chris Swasand, Member

PACIFIC MONARCH  
by PacMon LLC

By \_\_\_\_\_  
Barry Ohai, Authorized Agent

F/V SEADAWN  
By FY Fisheries, Inc.

By \_\_\_\_\_  
Fred Yeck, President

F/V STARFISH  
By Aleutian Spray Fisheries, Inc.

By \_\_\_\_\_  
Cary Swasand, President

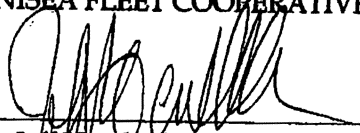
F/V STARLITE  
By Starlite Fisheries LLC

By \_\_\_\_\_  
Phil Hanson, President

F/V STARWARD  
By Starward Fisheries, LLC

By \_\_\_\_\_  
Phil Hanson, President

UNISEA FLEET COOPERATIVE

By   
Jeff Hendricks, President

F/V GUN-MAR  
by Ildhuso Fisheries, Inc.

By \_\_\_\_\_  
Gunnar Ildhuso, Jr., President

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by Margun Enterprises LLC

By \_\_\_\_\_  
Gunnar Ildhuso, Jr., Manager

F/V NORDIC STAR  
by F/V Nordic Star LLC

By \_\_\_\_\_  
Chris Swasand, Member

PACIFIC MONARCH  
by PacMon LLC

By \_\_\_\_\_  
Barry Ohai, Authorized Agent

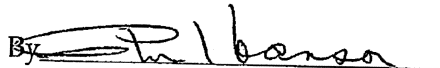
F/V SEADAWN  
By FY Fisheries, Inc.

By \_\_\_\_\_  
Fred Yeck, President

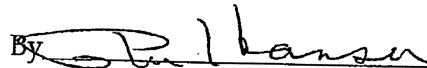
F/V STARFISH  
By Aleutian Spray Fisheries, Inc.

By \_\_\_\_\_  
Cary Swasand, President

F/V STARLITE  
By Starlite Fisheries LLC

By   
Phil Hanson, President

F/V STARWARD  
By Starward Fisheries, LLC

By   
Phil Hanson, President

UNISEA FLEET COOPERATIVE

By \_\_\_\_\_  
Jeff Hendricks, President

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by Ildhuso Fisheries, Inc.

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Gunnar Ildhuso, Jr., President

F/V MAR-GUN  
by Margun Enterprises LLC

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Gunnar Ildhuso, Jr., Manager

F/V NORDIC STAR  
by F/V Nordic Star LLC

By \_\_\_\_\_  
Chris Swasand, Member

PACIFIC MONARCH  
by PacMon LLC

By \_\_\_\_\_  
Barry Ohai, Authorized Agent

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By Starward Fisheries, LLC

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Phil Hanson, President

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by Ildhuso Fisheries, Inc.

By \_\_\_\_\_  
Gunnar Ildhuso, Jr., President

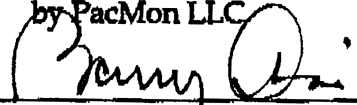
F/V MAR-GUN  
by Margun Enterprises LLC

By \_\_\_\_\_  
Gunnar Ildhuso, Jr., Manager

F/V NORDIC STAR  
by F/V Nordic Star LLC

By   
Chris Swasand, Member

PACIFIC MONARCH  
by PacMon LLC

By   
Barry Ohai, Authorized Agent

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F/V STARFISH  
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By   
Cary Swasand, President

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By Starlite Fisheries LLC

By \_\_\_\_\_  
Phil Hanson, President

F/V STARWARD  
By Starward Fisheries, LLC

By \_\_\_\_\_  
Phil Hanson, President

UNISEA FLEET COOPERATIVE

By \_\_\_\_\_  
Jeff Hendricks, President



**F/V GUN-MAR**  
by Ildhuso Fisheries, Inc.

By \_\_\_\_\_  
Gunnar Ildhuso, Jr., President

**F/V MAR-GUN**  
by Margun Enterprises LLC

By \_\_\_\_\_  
Gunnar Ildhuso, Jr., Manager

**F/V NORDIC STAR**  
by F/V Nordic Star LLC

By \_\_\_\_\_  
Chris Swasand, Member

**PACIFIC MONARCH**  
by PacMon LLC

By \_\_\_\_\_  
Barry Ohai, Authorized Agent

**F/V SEADAWN**  
By FY Fisheries, Inc.

By \_\_\_\_\_  
Fred Yeck, President

**F/V STARFISH**  
By Aleutian Spray Fisheries, Inc.

By \_\_\_\_\_  
Cary Swasand, President

**F/V STARLITE**  
By Starlite Fisheries LLC

By \_\_\_\_\_  
Phil Hanson, President

**F/V STARWARD**  
By Starward Fisheries, LLC

By \_\_\_\_\_  
Phil Hanson, President

**UNISEA FLEET COOPERATIVE**

By \_\_\_\_\_  
Jeff Hendricks, President

F/V GUN-MAR  
by Ildhuso Fisheries, Inc.

By *Gunnar Ildhuso*  
Gunnar Ildhuso, Jr., President

F/V MAR-GUN  
by Margun Enterprises LLC

By *Gunnar Ildhuso*  
Gunnar Ildhuso, Jr., Manager

F/V NORDIC STAR  
by F/V Nordic Star LLC

By \_\_\_\_\_  
Chris Swasand, Member

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by PacMon LLC

By \_\_\_\_\_  
Barry Ohai, Authorized Agent

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By FY Fisheries, Inc.

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Fred Yeck, President

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By Aleutian Spray Fisheries, Inc.

By \_\_\_\_\_  
Cary Swasand, President

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By Starlite Fisheries LLC

By \_\_\_\_\_  
Phil Hanson, President

F/V STARWARD  
By Starward Fisheries, LLC

By \_\_\_\_\_  
Phil Hanson, President

UNISEA FLEET COOPERATIVE

By \_\_\_\_\_  
Jeff Hendricks, President

*Handwritten initials*

UNISEA FLEET COOPERATIVE

MEMBERSHIP AGREEMENT

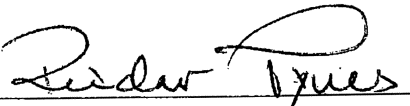
2007 ADDENDUM

The undersigned hereby acknowledges and agrees that the terms and conditions of the UniSea Fleet Cooperative Membership Agreement dated as of December 14, 1999, as amended by that First Amendment to Membership Agreement dated as of May 10, 2001, that Second Amendment to Membership Agreement dated as of May 15, 2003, that Third Amendment to Membership Agreement dated as of June 30, 2004 and that Fourth Amendment to Membership Agreement dated as of January 10, 2006 shall be in full force and effect among the undersigned for the year 2007, and that Exhibit A attached hereto replaces in its entirety Exhibit A to the Membership Agreement and to all prior amendments and addenda thereto.

In addition, the undersigned hereby certifies that the vessel on behalf of which it is executing this Addendum: (i) delivered more pollock to UniSea, Inc. than to any other AFA inshore processor in the last year in which the vessel engaged in directed fishing for pollock in the BSAI for delivery to the inshore sector; (ii) is a qualified catcher vessel; (iii) is otherwise eligible to fish for groundfish in the BSAI; (iv) has an AFA catcher vessel permit with an inshore endorsement; and (v) has no permit sanctions or other type of sanctions against it that would prevent it from fishing for groundfish in the BSAI.

Dated effective as of December 1, 2006.

F/V AMERICAN EAGLE  
by Tynes Enterprises, Inc.

By   
Reidar Tynes, President

ADHERENCE AGREEMENT

This ADHERENCE AGREEMENT is entered into as of this 2nd day of February, 2007, by and among the undersigned "New Member" and the UniSea Fleet Cooperative, a Washington nonprofit corporation (the "Cooperative"), on behalf of itself and its members, with respect to the following:

- A. New Member is eligible to and desires to join the Cooperative.
- B. The Members of the Cooperative desire to admit New Member to the Cooperative, but only if New Member agrees to be bound by the provisions of the Cooperative's Membership Agreement.

NOW, THEREFORE, the parties agree as follows:

1. New Member has reviewed UniSea Fleet Cooperative Membership Agreement dated as of December 14, 1999 (as amended by that certain First Amendment to Membership Agreement dated May 10, 2001, that Second Amendment to Membership Agreement dated May 15, 2003, that Third Amendment to Membership Agreement dated June 30, 2004, that Fourth Amendment to Membership Agreement dated January 10, 2006 and that Membership Agreement Addendum dated January 10, 2006. the "Membership Agreement"), and by executing this Adherence Agreement, agrees to be bound by all provisions of the Membership Agreement. Execution of this Adherence Agreement shall have the same effect as execution of the Membership Agreement by New Member and all the Cooperative's other Members.
2. Upon execution of this Agreement by New Member and the Cooperative and the satisfaction of all other conditions precedent to New Member's membership in the Cooperative, New Member shall be deemed admitted as a Member of the Cooperative and such admittance shall be reflected on the Cooperative's records.

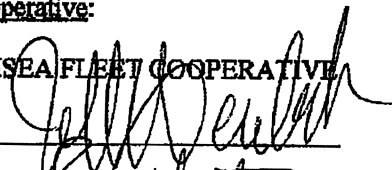
EXECUTED as of the day and year first set forth above.

Cooperative:

UNISEA FLEET COOPERATIVE

By:

Its:

  
 \_\_\_\_\_  
 President

New Member:

EVENING STAR, INC.

By:

Don Giles, President

Address:

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

February 1, 2007

UniSea Fleet Cooperative  
c/o Mundt MacGregor LLP  
999 Third Avenue, Suite 4200  
Seattle, Washington 98104-4082  
Attention: Mr. Joseph M. Sullivan

Mr. Jeff Hendricks  
2415 T Ave Suite 208  
Anacortes, WA 99221

Gentlemen:

Pursuant to Section 3.1 of the Bylaws of the UniSea Fleet Cooperative, I am writing on behalf of Evening Star, Inc., an Alaska corporation, the owner of the F/V AMERICAN EAGLE Official Number 558605, to request admission to the UniSea Fleet Cooperative, a Washington nonprofit corporation. In accordance with the requirements of the UniSea Fleet Cooperative Bylaws, I have included a copy of the Certificate of Documentation for the AMERICAN EAGLE and an executed Adherence Agreement with this letter.

Pursuant to Section 5.5 of the Bylaws of the UniSea Fleet Cooperative, I hereby designate Don Giles as the authorized representative of Evening Star, Inc.

Thank you, and please do not hesitate to contact me with any questions or concerns.

Sincerely,

EVENING STAR, INC.

By: Don Giles  
Don Giles, President

BHS, USCG, CG-1270 REV. 06-93

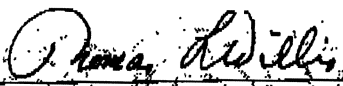

OMB APPROVED  
2115-0110

# UNITED STATES OF AMERICA

DEPARTMENT OF HOMELAND SECURITY  
UNITED STATES COAST GUARD

NATIONAL VESSEL DOCUMENTATION CENTER

## CERTIFICATE OF DOCUMENTATION

VESSEL NAME AMERICAN EAGLE		OFFICIAL NUMBER 558605	IMO OR OTHER NUMBER 7431557	YEAR COMPLETED 1974	
HAILING PORT SEATTLE, WA		HULL MATERIAL STEEL		MECHANICAL PROPULSION YES	
GROSS TONNAGE 190 GRT	NET TONNAGE 129 NRT	LENGTH 111.5	BREADTH 32.0	DEPTH 10.2	
PLACE BUILT BELLINGHAM WA					
OWNERS EVENING STAR INC			OPERATIONAL ENDORSEMENTS COASTWISE FISHERY REGISTRY		
MANAGING OWNER EVENING STAR INC 4019 21ST AVE W SEATTLE, WA 98199					
RESTRICTIONS NONE					
ENTITLEMENTS NONE					
REMARKS NONE					
ISSUE DATE JANUARY 18, 2007		 			
THIS CERTIFICATE EXPIRES JANUARY 31, 2008					
DS 950010		DIRECTOR, NATIONAL VESSEL DOCUMENTATION CENTER			

ATTACHMENT 2

2007 UFC AMENDED BERING SEA  
POLLOCK FISHERY HARVEST SCHEDULE

**FIFTH AMENDMENT**  
**TO**  
**MEMBERSHIP AGREEMENT**

THIS FIFTH AMENDMENT TO MEMBERSHIP AGREEMENT ("Amendment") is entered into as of February 5, 2007, by and among the entities listed hereafter (each, a "Member", and together, the "Members") and the Unisea Fleet Cooperative, a Washington nonprofit corporation (the "Cooperative") with respect to the following facts:

A. The Members are party to that certain Membership Agreement entered into as of December 14, 1999, as amended by that certain First Amendment to Membership Agreement dated May 10, 2001, that Second Amendment to Membership Agreement dated May 15, 2003, that Third Amendment to Membership Agreement dated June 30, 2004, that Fourth Amendment to Membership Agreement dated January 10, 2006, and that Membership Agreement Addendum dated January 10, 2006 (as the same may be further amended from time to time, the "Membership Agreement").

B. The vessel F/V AMERICAN EAGLE, Official Number 558605 (the "Vessel"), is owned 100% by Evening Star, Inc., an Alaska corporation ("Evening Star"). Evening Star has petitioned for admission into the Cooperative as a Member. Evening Star is owned 100% by Icicle Seafoods, Inc., an Alaska corporation.

C. The Members desire to add Evening Star as a party to the Membership Agreement.

NOW THEREFORE, in consideration of the rights and obligations contained herein:

1. Amendments to the Membership Agreement.

1.1 The Members hereby acknowledge and agree that Evening Star and the Vessel have satisfied all conditions precedent to membership in the Cooperative set forth in the Cooperative's Bylaws and Membership Agreement, and in consideration for its execution of an adherence agreement under which it agrees to be bound by all terms and conditions of the Membership Agreement as though it were an original signatory thereto, Evening Star is hereby admitted as a Member of the Cooperative, and the Membership Agreement is hereby amended to reflect such addition of Evening Star as a Member.



1.2 The Membership Agreement Harvest Schedule attached as Exhibit A hereto replaces in its entirety all prior Membership Agreement Harvest Schedules.

2. No Other Amendments. Except as provided herein, this Amendment shall not alter the rights and obligations contained in the Membership Agreement, which shall continue in full force and effect.

3. Faxed Signatures; Counterparts. This Amendment may be executed in any number of counterparts, each of which shall be an original, and all of which, taken together, shall constitute one and the same instrument. Signatures transmitted by facsimile are fully effective for all purposes.

EXECUTED as of the day and year first set forth above.

F/V ALSEA  
By: Rondys, Inc.

F/V ARGOSY  
By: Rondys, Inc.

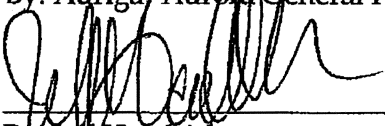
\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

F/V AURIGA  
F/V AURORA  
By: Auriga / Aurora General Partnership

\_\_\_\_\_  
By:  
Its: \_\_\_\_\_

  
\_\_\_\_\_  
By: Jeff Hendricks  
Its: Manager

F/V DEFENDER  
By: F/V Defender LLC

F/V GUN-MAR  
By: Ildhuso Fisheries, Inc.

\_\_\_\_\_  
By: Barry Ohai  
Its: Manager

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: President

1.2 The Membership Agreement Harvest Schedule attached as Exhibit A hereto replaces in its entirety all prior Membership Agreement Harvest Schedules.

2. No Other Amendments. Except as provided herein, this Amendment shall not alter the rights and obligations contained in the Membership Agreement, which shall continue in full force and effect.

3. Faxed Signatures; Counterparts. This Amendment may be executed in any number of counterparts, each of which shall be an original, and all of which, taken together, shall constitute one and the same instrument. Signatures transmitted by facsimile are fully effective for all purposes.

EXECUTED as of the day and year first set forth above.

F/V ALSEA  
By: Rondys, Inc.

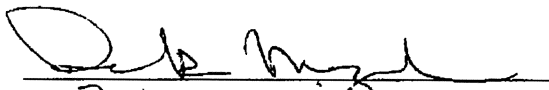
F/V ARGOSY  
By: Rondys, Inc.

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

F/V AURIGA  
F/V AURORA  
By: Auriga/Aurora General Partnership

  
By: Rick Mezick  
Its: President

\_\_\_\_\_  
By: Jeff Hendricks  
Its: Manager

F/V DEFENDER  
By: F/V Defender LLC

F/V GUN-MAR  
By: Ildhuso Fisheries, Inc.

\_\_\_\_\_  
By: Barry Ohai  
Its: Manager

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: President

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By: Rondys, Inc.

F/V ARGOSY  
By: Rondys, Inc.

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

F/V AURIGA  
F/V AURORA  
By: Auriga/ Aurora General Partnership

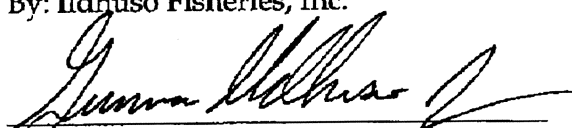
\_\_\_\_\_  
By:  
Its: \_\_\_\_\_

\_\_\_\_\_  
By: Jeff Hendricks  
Its: Manager

F/V DEFENDER  
By: F/V Defender LLC

F/V GUN-MAR  
By: Ildhuso Fisheries, Inc.

\_\_\_\_\_  
By: Barry Ohai  
Its: Manager

  
\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: President

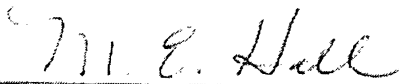
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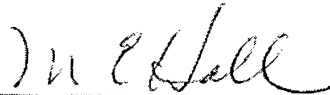
EXECUTED as of the day and year first set forth above.

F/V ALSEA  
By: Rondys, Inc.



By: Margaret Hall  
Its: General Manager

F/V ARGOSY  
By: Rondys, Inc.



By: Margaret Hall  
Its: General Manager

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

By: \_\_\_\_\_  
Its: \_\_\_\_\_

F/V AURIGA  
F/V AURORA  
By: Auriga/ Aurora General Partnership

By: Jeff Hendricks  
Its: Manager

F/V DEFENDER  
By: F/V Defender LLC

By: Barry Ohai  
Its: Manager

F/V GUN-MAR  
By: Ildhuso Fisheries, Inc.

By: Gunnar Ildhuso, Jr.  
Its: President

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F/V ARGOSY  
By: Rondys, Inc.

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

\_\_\_\_\_  
By: Margaret Hall  
Its: General Manager

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

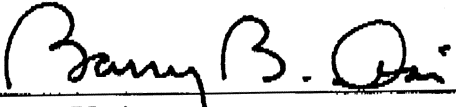
F/V AURIGA  
F/V AURORA  
By: Auriga/ Aurora General Partnership

\_\_\_\_\_  
By:  
Its: \_\_\_\_\_

\_\_\_\_\_  
By: Jeff Hendricks  
Its: Manager

F/V DEFENDER  
By: F/V Defender LLC

F/V GUN-MAR  
By: Ildhuso Fisheries, Inc.

  
\_\_\_\_\_  
By: Barry Ohai  
Its: Manager

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: President

F/V MAR-GUN  
By: Margun Enterprises LLC

F/V NORDIC STAR  
By: F/V Nordic Star LLC

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: \_\_\_\_\_

\_\_\_\_\_  
By:  
Its: Member

F/V PACIFIC MONARCH  
By: PacMon LLC

F/V SEADAWN  
By: FY Fisheries, Inc.

\_\_\_\_\_  
By: Barry Ohai  
Its: Authorized Agent

\_\_\_\_\_  
By: Fred Yeck  
Its: President

F/V STARLITE  
By: Starlite Fisheries LLC

F/V STARWARD  
By: Starward Fisheries LLC

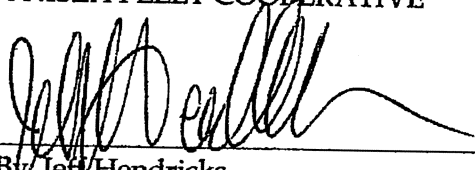
\_\_\_\_\_  
By: Phil Hanson  
Its: President

\_\_\_\_\_  
By: Phil Hanson  
Its: President

F/V STARFISH  
Aleutian Spray Fisheries, Inc.

UNISEA FLEET COOPERATIVE

\_\_\_\_\_  
By:  
Its: \_\_\_\_\_

  
\_\_\_\_\_  
By: Jeff Hendricks  
Its: President

F/V MAR-GUN  
By: Margun Enterprises LLC

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: \_\_\_\_\_

F/V PACIFIC MONARCH  
By: PacMon LLC

\_\_\_\_\_  
By: Barry Ohai  
Its: Authorized Agent

F/V STARLITE  
By: Starlite Fisheries LLC

\_\_\_\_\_  
By: Phil Hanson  
Its: President

F/V STARFISH  
Aleutian Spray Fisheries, Inc.

\_\_\_\_\_  
By: \_\_\_\_\_  
Its: member

F/V NORDIC STAR  
By: F/V Nordic Star LLC

\_\_\_\_\_  
By: \_\_\_\_\_  
Its: Member

F/V SEADAWN  
By: FY Fisheries, Inc.

\_\_\_\_\_  
By: Fred Yeck  
Its: President

F/V STARWARD  
By: Starward Fisheries LLC

\_\_\_\_\_  
By: Phil Hanson  
Its: President

UNISEA FLEET COOPERATIVE

\_\_\_\_\_  
By: Jeff Hendricks  
Its: President

F/V MAR-GUN  
By: Margun Enterprises LLC



By: Gunnar Ildhuso, Jr.  
Its: *Managing Member*

F/V NORDIC STAR  
By: F/V Nordic Star LLC

By:  
Its: Member

F/V PACIFIC MONARCH  
By: PacMon LLC

F/V SEADAWN  
By: FY Fisheries, Inc.

By: Barry Ohai  
Its: Authorized Agent

By: Fred Yeck  
Its: President

F/V STARLITE  
By: Starlite Fisheries LLC

F/V STARWARD  
By: Starward Fisheries LLC

By: Phil Hanson  
Its: President

By: Phil Hanson  
Its: President

F/V STARFISH  
Aleutian Spray Fisheries, Inc.

UNISEA FLEET COOPERATIVE

By:  
Its: \_\_\_\_\_

By: Jeff Hendricks  
Its: President



F/V MAR-GUN  
By: Margun Enterprises LLC

F/V NORDIC STAR  
By: F/V Nordic Star LLC

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: \_\_\_\_\_

\_\_\_\_\_  
By:  
Its: Member

F/V PACIFIC MONARCH  
By: PacMon LLC


F/V SEADAWN  
By: FY Fisheries, Inc.


\_\_\_\_\_  
By: Barry Ohai  
Its: Authorized Agent

\_\_\_\_\_  
By: Fred Yeck  
Its: President

F/V STARLITE  
By: Starlite Fisheries LLC

F/V STARWARD  
By: Starward Fisheries LLC

  
By: Phil Hanson  
Its: President

  
By: Phil Hanson  
Its: President

F/V STARFISH  
Aleutian Spray Fisheries, Inc.

UNISEA FLEET COOPERATIVE

\_\_\_\_\_  
By:  
Its: \_\_\_\_\_

\_\_\_\_\_  
By: Jeff Hendricks  
Its: President

F/V MAR-GUN  
By: Margun Enterprises LLC

F/V NORDIC STAR  
By: F/V Nordic Star LLC

\_\_\_\_\_  
By: Gunnar Ildhuso, Jr.  
Its: \_\_\_\_\_

\_\_\_\_\_  
By:  
Its: Member

F/V PACIFIC MONARCH  
By: PacMon LLC

F/V SEADAWN  
By: FY Fisheries, Inc.

\_\_\_\_\_  
By: Barry Ohai  
Its: Authorized Agent

*F. Yeck President*  
\_\_\_\_\_  
By: Fred Yeck  
Its: President

F/V STARLITE  
By: Starlite Fisheries LLC

F/V STARWARD  
By: Starward Fisheries LLC

\_\_\_\_\_  
By: Phil Hanson  
Its: President

\_\_\_\_\_  
By: Phil Hanson  
Its: President

F/V STARFISH  
Aleutian Spray Fisheries, Inc.

UNISEA FLEET COOPERATIVE

\_\_\_\_\_  
By:  
Its: \_\_\_\_\_

\_\_\_\_\_  
By: Jeff Hendricks  
Its: President

EXHIBIT A TO  
 UNISEA FLEET COOPERATIVE  
 MEMBERSHIP AGREEMENT  
 BERING SEA POLLOCK FISHERY  
 HARVEST SCHEDULE

**Amended and adopted as of February 5<sup>th</sup>, 2007.**

This Harvest Schedule is based on the best information available to the Members at the time of its preparation. It will be amended from time to time pursuant to the terms of the Cooperative's Membership Agreement.

<i>MEMBER</i>	<i>VESSEL(S)</i>	<i>PERCENTAGE OF "ALLOCATION"</i>
Rondys, Inc.	ALSEA - ON 626517 ARGOSY - ON 611365	6.587% 6.466%
Evening Star, Inc.	AMERICAN EAGLE ON 558605	4.230%
Aurora/ Auriga General Partnership	AURIGA - ON 639547 AURORA - ON 636919	11.541% 13.000%
F/V Defender LLC	DEFENDER - ON 554030	13.713%
Ildhuso Fisheries, Inc.	GUN-MAR - ON 640130	8.791%
Margun Enterprises LLC	MAR-GUN - ON 525608	0.424%

<i>MEMBER</i>	<i>VESSEL(S)</i>	<i>PERCENTAGE OF "ALLOCATION"</i>
F/V Nordic Star LLC	NORDIC STAR ON 584684	4.001%
FY Fisheries, Inc.	SEADAWN - ON 548685	5.476%
Aleutian Spray Fisheries, Inc.	STARFISH - ON 561651	5.891%
Starlite Fisheries LLC	STARLITE - ON 597065	4.852%
Starward Fisheries, LLC	STARWARD - ON 617807	4.994%
PacMon LLC	PACIFIC MONARCH ON 557467	6.324%
Fierce Allegiance LLC	FIERCE ALLEGIANCE ON 588849	3.711%
Total		100.000%