FINAL REPORT OF THE
WESTWARD FLEET COOPERATIVE
YEAR 2005

Presented to the
North Pacific Fishery Management Council
January 11, 2006
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INTRODUCTION

Westward Fleet Cooperative (WFC) is pleased to submit this document and results of their 2005 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 2005 was the sixth year of WFC operations under the AFA. The Westward fleet was managed and operated during 2005 following the successful model established during the previous five years fisheries—basically without change. This document format and 12 exhibits herein reporting WFC co-op members, management, allocations, catches, sideboard limits, prohibited species catches and enforcement is also consistent with WFC’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.

WESTWARD FLEET MEMBER VESSELS AND CO-OP MANAGEMENT

Seven individual members representing 13 catcher vessels signed their sixth year co-op membership agreement on December 1, 2004, which enabled them to operate under the laws of the AFA in a fishery cooperative delivering pollock to Westward Seafood Inc., during the 2005 fishing season (Attachment 1, WFC Membership Agreement, 2005 Addendum).
The WFC membership during 2005 did change from the prior year. Three vessels transferred out of the WFC after the 2004 season. The F/V *AJ* and the F/V *Pacific Challenger* transferred to the Peter Pan Cooperative and the F/V *Starward* transferred to the Unisea Fleet Cooperative.

WFC year 2005 managing member owners and their respective vessels are listed below:

**F. Gregory Baker, Managing Member**
- Viking Limited Partnership, F/V *Viking* 130 ft LOA
- Alaskan Command LLC, F/V *Alaskan Command* 185 ft LOA
- Westward Limited Partnership, F/V *Westward I* 127 ft LOA
- Pacific Knight LLC, F/V *Pacific Knight* 165 ft LOA
- Ocean Dynasty Limited Partnership, F/V *Chelsea K* 149 ft LOA

**John and Robert Dooley, Managing Member**
- Pacific Prince LLC, F/V *Pacific Prince* 148 ft LOA
- Caitlin Ann LLC, F/V *Caitlin Ann* 104 ft LOA

**Donald Johnson, Managing Member, Hickory Wind LLC**
- F/V *Hickory Wind* 104 ft LOA

**Rick Mezich, Managing Member, Fierce Allegiance, LLC**
- F/V *Fierce Allegiance* 167 ft LOA

**Matt Daugherty, Managing Member, U.S. Marine Corp.**
- F/V *Ocean Hope 3* 112 ft LOA

**Dan Green, Managing Member, Wa’atch, Inc.**
- F/V *Alyeska* 125 ft LOA
Bob Desautel, Managing Member, Dona Martita LLC

- F/V Arctic Wind 123 ft LOA
- F/V Dona Martita 165 ft LOA

Co-op management and administration continued during 2005 basically unchanged from management and administration of the five prior co-op years (Exhibit 1). Mr. Robert Dooley continued to serve as the president of WFC and Mr. Steven Whitman continued to serve as the coordinator. Coordination of information on allocations, transfers, pollock catches, sideboard catches and prohibited species catches between the Westward plant in Dutch Harbor, the member vessels, Sea State, the Inter co-op Manager and the National Marine Fisheries Service all continued during 2005 as established in year 2000 and as conducted in 2001, 2002, 2003 and 2004.

WFC BERING SEA POLLOCK ALLOCATION, TRANSFERS AND CATCH

In 2005, the initial pollock allocation to WFC represented 19.874% of the AFA inshore-directed pollock allocation. WFC was the third largest tonnage co-op of the seven AFA inshore co-ops (Exhibit 2). WFC’s 13 member vessels received initial and final\(^1\) AFA Bering Sea pollock allocations that totaled 129,932 mt. This co-op allocation was distributed among the 13 member vessels. Exhibit 3 provides details of the 13 vessel’s initial pollock allocations. Individual vessel Bering Sea pollock allocations are expressed in tonnage, expressed as a percentage of the WFC total allocation and expressed as a percentage of the 2005 inshore directed pollock fishery.

\(^1\) The directed Bering Sea pollock allocation posted in February 2005 (70FR8679) was revised by later regulation in August 2005 (70FR51684) to include releases of further pollock amounts to all AFA inshore cooperatives.
Within the WFC, 10 of the 13 member vessels transferred pollock allocations among themselves. Two member vessels, *F/V Dona Martita* and *F/V Pacific Knight*, transferred essentially all of their allocation to other member vessels and remained inactive in the Bering pollock fishery during 2005. Exhibit 4 identifies the transfers of Bering Sea pollock within the co-op by member vessel and the resulting final allocations to member vessels after transfers were completed. The final allocations shown in Exhibit 4 represented tonnages of Bering Sea pollock available to member vessels for harvesting during the 2005 fishing seasons.

Individual WFC member vessels directed Bering Sea pollock catches by the 11 vessels that operated are provided in Exhibit 5 and are compared to their respective final pollock allocations. The WFC total directed Bering Sea pollock catch totaled 127,340.528 mt, 2,594.399 mt under quota, representing 98.01% quota utilization during 2005.

OUTSIDE WESTWARD PROCESSOR DELIVERIES

Member vessels delivered 95.235% of the WFC pollock catch to the co-op’s affiliated processor--Westward Seafoods, Inc. *F/V Fierce Allegiance* transferred all of her 6,133 mt allocation out of WFC and into the Unisea Fleet Cooperative where 6,068 mt was landed. *F/V Fierce Allegiance* landings outside WFC represented 4.765% of the WFC pollock catch. Accordingly, WFC member vessels were in compliance with AFA Section (210)(b)(6), which provides that up to 10% of the pollock harvested within a co-op, can be delivered to processors other than the co-op’s affiliated processor.

BYCATCH IN THE BERING SEA POLLOCK FISHERY

Bycatch of other groundfish, herring, halibut, crab and salmon from the directed Bering Sea pollock fishery is detailed by member vessel in Exhibit 6. Pollock represented 98.9% of the catch of pollock plus all other groundfish.

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SIDEBOARD LIMITATIONS, ALLOCATIONS AND CATCHES

Initial sideboard limits for the WFC vessels totaled 9,234.359 mt. Of this total, 1,139.542 mt of sideboard species allocations were transferred from WFC to other co-ops, 1,222.023 mt of sideboard species allocations were harvested by WFC member vessels and 6,872.794 mt of sideboard species allocations remained unused (Exhibit 7).

No individual species/area sideboard allocation was exceeded. WFC member vessels did not conduct fisheries for pollock or for other species of groundfish in the Gulf of Alaska management region.

DIRECTED BERING SEA COD AND GULF POLLOCK FISHERY

WFC’s directed Bering Sea Pacific cod allocations, transfers and catches for 2005 are presented in Exhibit 8 by member vessel. Member vessel directed Bering Sea Pacific cod allocations totaled 2,894.000 mt of which 431.17 mt were transferred by inter co-op agreements to other co-ops and 1,222.02 mt were harvested by WFC co-op vessels. Only two member vessels participated in the WFC directed Bering Sea Pacific cod harvest. A total of 1,240.81 mt of the final WFC cod allocation remained unharvested.

Bycatch of other groundfish, halibut, herring, crab and salmon in the WFC directed Bering Sea cod fishery is detailed in Exhibit 9. Cod comprised 91.9% of the cod plus other groundfish catch in WFC’s directed Bering Sea cod fishery.

As earlier noted in Exhibit 7, WFC’s sideboard Gulf of Alaska allocations totaled 3,966.125 mt of Area 610 pollock, 416.689 mt of Area 620 pollock, 156.545 mt of Area 630 pollock and no Area 640 pollock. All areas Gulf of Alaska pollock allocation for WFC vessels totaled 4,539.359 mt. Of this total, 708.373 mt was
transferred to other co-ops as reported in Exhibit 10. WFC member vessels did not fish Gulf of Alaska pollock in 2005 leaving 3,830.986 mt of Gulf of Alaska pollock un-harvested and un-transferred to other co-ops.

DIRECTED CRAB FISHING

Two LLP crab qualified WFC member vessels fished Bering Sea crab during 2005. F/V Fierce Allegiance and F/V Arctic Wind harvested opilio Tanner crab and made landings that totaled 267,606 lbs as shown in Exhibit 11. 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 2005 AFA red king crab harvesting reporting requirements by AFA pollock vessels and will eliminate all future year’s AFA crab reporting requirements.

CATCHES BY GULF SIDEBOARD EXEMPT MEMBER VESSELS

Two WFC member vessels (Hickory Wind and Ocean Hope 3) are Gulf of Alaska sideboard exempt. Both vessels operated within co-op guidelines and did not lease any of their Bering Sea pollock or cod.

WFC PROHIBITED SPECIES CATCH TOTALS

WFC member vessel prohibited species catch totals for halibut, herring, Bristol Bay red king crab, bairdi Tanner crab, other Tanner crab, Chinook salmon and other salmon are provided in Exhibit 12.
WFC MONITORING AND ENFORCEMENT

All WFC 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 2. Percent distribution of 2005 Bering Sea "inshore pollock allocation" between the seven inshore AFA pollock cooperatives.

Bering Sea Inshore Pollock Co-op 2005 Allocation

- Akutan: 28%
- Unisea: 24%
- Westward: 20%
- Unalaska: 12%
- Peter Pan: 3%
- Northern Victor: 8%
- Arctic Enterprise: 4%
### Exhibit 3.

Westward Fleet Cooperative member vessel initial pollock allocations expressed as a percentage of the co-op total, as a percentage of the Bering Sea inshore directed pollock fishery, and in metric tons for the year 2005.

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Member Vessels</th>
<th>% of Co-op Allocation</th>
<th>% of AFA Inshore Directed Pollock Fishery</th>
<th>Year 2005 Allocation (MT)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alaskan Command LLC</td>
<td>Alaskan Command</td>
<td>1.868%</td>
<td>0.371%</td>
<td>2,427.160</td>
</tr>
<tr>
<td>Wa'atch, Inc.</td>
<td>Ayleska</td>
<td>6.077%</td>
<td>1.208%</td>
<td>7,896.067</td>
</tr>
<tr>
<td>Dona Martita LLC</td>
<td>Arctic Wind</td>
<td>5.554%</td>
<td>1.104%</td>
<td>7,216.514</td>
</tr>
<tr>
<td>Caitlin Ann LLC</td>
<td>Caitlin Ann</td>
<td>4.812%</td>
<td>0.956%</td>
<td>6,252.406</td>
</tr>
<tr>
<td>Ocean Dynasty Limited Partnership</td>
<td>Chelsea K</td>
<td>23.388%</td>
<td>4.648%</td>
<td>30,388.877</td>
</tr>
<tr>
<td>Dona Martita LLC</td>
<td>Dona Martita</td>
<td>10.581%</td>
<td>2.133%</td>
<td>13,748.277</td>
</tr>
<tr>
<td>Fierce Allegiance LLC</td>
<td>Fierce Allegiance</td>
<td>4.720%</td>
<td>0.938%</td>
<td>6,132.867</td>
</tr>
<tr>
<td>Hickory Wind LLC</td>
<td>Hickory Wind</td>
<td>1.446%</td>
<td>0.257%</td>
<td>1,878.840</td>
</tr>
<tr>
<td>U.S. Marine Corporation</td>
<td>Ocean Hope 3</td>
<td>2.450%</td>
<td>0.437%</td>
<td>3,183.374</td>
</tr>
<tr>
<td>Pacific Knight LLC</td>
<td>Pacific Knight</td>
<td>10.976%</td>
<td>2.181%</td>
<td>14,261.515</td>
</tr>
<tr>
<td>Pacific Prince LLC</td>
<td>Pacific Prince</td>
<td>11.964%</td>
<td>2.378%</td>
<td>15,545.259</td>
</tr>
<tr>
<td>Viking Limited Partnership</td>
<td>Viking</td>
<td>8.340%</td>
<td>1.657%</td>
<td>10,836.465</td>
</tr>
<tr>
<td>Westward Limited Partnership</td>
<td>Westward 1</td>
<td>7.825%</td>
<td>1.555%</td>
<td>10,167.306</td>
</tr>
</tbody>
</table>

| Cooperative Total                         |                | 100.000%              | 19.874%                                  | 129,932.000 *            |

* Some totals are rounded. All individual vessel percentages of co-op allocation are as published in co-op agreement harvest schedule, and Westward total metric tons and % of the AFA inshore directed pollock fishery are shown as reported in the Federal Register after release of final allocations of pollock (70FR51684-8/31/05).
Exhibit 4. Westward Fleet Cooperative member vessel final Bering Sea directed pollock allocations for the year 2005 after within co-op transfers and trades.

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Member Vessels</th>
<th>Year 2005 Allocation (MT)</th>
<th>Within Co-op Net Transfer In (+) MT &amp; Out (-) MT</th>
<th>Within Co-op Trades In (+) MT &amp; Out (-) MT</th>
<th>Final Pollock Allocation (MT)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alaskan Command LLC</td>
<td>Alaskan Command</td>
<td>2,427.160</td>
<td>21,513.693</td>
<td>0.000</td>
<td>23,940.854</td>
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<tr>
<td>Wa’atch, Inc.</td>
<td>Alyeska</td>
<td>7,896.067</td>
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<td>0.000</td>
<td>430.962</td>
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<tr>
<td>Dona Martita LLC</td>
<td>Arctic Wind</td>
<td>7,216.514</td>
<td>3,338.519</td>
<td>0.000</td>
<td>10,555.033</td>
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<tr>
<td>Caitlin Ann LLC</td>
<td>Caitlin Ann</td>
<td>6,252.406</td>
<td>-746.419</td>
<td>-195.899</td>
<td>5,310.088</td>
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<tr>
<td>Ocean Dynasty Limited Partnership</td>
<td>Chelsea K</td>
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<td>5,733.708</td>
<td>0.000</td>
<td>36,122.585</td>
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<tr>
<td>Dona Martita LLC</td>
<td>Dona Martita</td>
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<td>0.000</td>
<td>2.171</td>
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<tr>
<td>Fierce Allegiance LLC</td>
<td>Fierce Allegiance</td>
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<td>0.000</td>
<td>0.000</td>
<td>6,132.867</td>
</tr>
<tr>
<td>Hickory Wind LLC</td>
<td>Hickory Wind</td>
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<td>0.000</td>
<td>195.899</td>
<td>2,074.740</td>
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<tr>
<td>U.S. Marine Corporation</td>
<td>Ocean Hope 3</td>
<td>3,183.374</td>
<td>0.000</td>
<td>0.000</td>
<td>3,183.374</td>
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<tr>
<td>Pacific Knight LLC</td>
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<tr>
<td>Westward Limited Partnership</td>
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<td>-1,306.781</td>
<td>0.000</td>
<td>8,860.526</td>
</tr>
</tbody>
</table>

Cooperative Total                  | 129,932.000 *   | 0.000                     | 0.000                                             | 0.000                                    | 129,932.000 *               

* Some totals are rounded. The Westward total of 129,932 metric tons is shown as reported in the Federal Register (70FR51684-8/31/05).
Exhibit 5. Comparison of Westward Fleet Cooperative member vessels directed Bering Sea pollock catches with final allocations, year 2005.

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Member Vessels</th>
<th>Final Pollock Allocation (MT)</th>
<th>Directed Bering Sea Pollock Catch by Vessel (MT)</th>
<th>Difference Over (+) Under (-)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alaskan Command LLC</td>
<td>Alaskan Command</td>
<td>23,940.854</td>
<td>23,677.873</td>
<td>-262.980</td>
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<tr>
<td>Wa'tatch, Inc.</td>
<td>Alyeska</td>
<td>430.962</td>
<td>432.736</td>
<td>+1.774</td>
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<tr>
<td>Dona Martita LLC</td>
<td>Arctic Wind</td>
<td>10,555.033</td>
<td>9,999.492</td>
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<tr>
<td>Caitlin Ann LLC</td>
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<td>5,310.088</td>
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<td>2.171</td>
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<td>Fierce Allegiance LLC</td>
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<td>Pacific Knight LLC</td>
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<tr>
<td>Cooperative Total</td>
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<td>127,340.528</td>
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<td>-2,594.399</td>
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<table>
<thead>
<tr>
<th>Company Name</th>
<th>Member Vessels</th>
<th>Directed Bering Sea Pollock Catch by Vessel (MT)</th>
<th>Other Groundfish (MT)</th>
<th>Herring (MT)</th>
<th>Halibut (MT)</th>
<th>Red King Crab (#)</th>
<th>Bairdi Tanner Crab (#)</th>
<th>Other Tanner Crab (#)</th>
<th>Chinook Salmon (#)</th>
<th>Other Salmon (#)</th>
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</tr>
<tr>
<td>Dona Martita LLC</td>
<td>Arctic Wind</td>
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<td>0</td>
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<td>1</td>
<td>150</td>
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</tr>
<tr>
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<td>Chelsea K</td>
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<td>0</td>
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Exhibit 7. Sideboard limits and aggregate catch of non-Bering Sea pollock by the Westward Fleet Cooperative member vessels, year 2005.

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<th>Species/Area</th>
<th>Initial Westward Sideboard Limit (MT)</th>
<th>InterCoop Sideboard Transfer (MT)</th>
<th>Final Westward Sideboard Limit (MT)</th>
<th>Coop Catch (MT)</th>
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PSC limited halibut for Bering Sea
Directed Pacific Cod fishery —— 60,000

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<th>Within Coop Net Transfer In (+) &amp; Out (-)</th>
<th>InterCoop Transfers (MT) In (+), Out (-)</th>
<th>Westward Coop Final Adjusted Cod Allocation (MT)</th>
<th>Directed Bering Sea Cod Catch by Vessel (MT)</th>
<th>Difference Over (+) Under (-)</th>
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<th>Company Name</th>
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<th>Other Groundfish Catch (MT)</th>
<th>Halibut Mortality (MT)</th>
<th>Herring Catch (MT)</th>
<th>Red King Tanner Catch (#)</th>
<th>Bairdi Tanner Catch (#)</th>
<th>Other Tanner Catch (#)</th>
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Exhibit 10. Transfers of Westward Fleet Cooperative Gulf of Alaska pollock sideboard limits to other catcher vessel co-ops, year 2005.

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Total GOA Transfers 708.373
Exhibit 11. Directed crab fishing landed catch by Westward Fleet Cooperative member vessels that were qualified to harvest Bering Sea crab, year 2005.

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<th>Member Vessel</th>
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<th>Tanner Crab Numbers</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dona Martita LLC</td>
<td>Arctic Wind</td>
<td>46,603</td>
<td>34,017</td>
</tr>
<tr>
<td>Mezich Allegiance, Inc.</td>
<td>Fierce Allegiance</td>
<td>221,003</td>
<td>144,447</td>
</tr>
<tr>
<td>Coop Total*</td>
<td></td>
<td>267,606</td>
<td>178,464</td>
</tr>
</tbody>
</table>

* Total Pounds and Numbers include any crab which was not sold but for personal use. All totals include any deadloss.

<table>
<thead>
<tr>
<th>Company Name</th>
<th>Member Vessels</th>
<th>Total Halibut Mortality (MT)</th>
<th>Total Herring Catch (MT)</th>
<th>Total Red King Crab (#)</th>
<th>Total Bairdi Tanner Crab (#)</th>
<th>Total Other Tanner Crab (#)</th>
<th>Total Chinook Salmon (#)</th>
<th>Total Other Salmon (#)</th>
</tr>
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<tbody>
<tr>
<td>Alaskan Command LLC</td>
<td>Alaskan Command</td>
<td>2</td>
<td>3</td>
<td>0</td>
<td>6</td>
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<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>4</td>
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<tr>
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<td>1</td>
<td>0</td>
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<td>5</td>
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<td>7,584</td>
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<tr>
<td>Ocean Dynasty Limited Partnership</td>
<td>Chelsea K</td>
<td>3</td>
<td>50</td>
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<td>1</td>
<td>0</td>
<td>2,684</td>
<td>46,757</td>
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<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Fierce Allegiance LLC</td>
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<td>0</td>
<td>1</td>
<td>5</td>
<td>206</td>
<td>1,376</td>
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<tr>
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<td>0</td>
<td>0</td>
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<td>138</td>
<td>987</td>
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<tr>
<td>U.S. Marine Corporation</td>
<td>Oceane Hope 3</td>
<td>0</td>
<td>2</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>167</td>
<td>797</td>
</tr>
<tr>
<td>Pacific Knight LLC</td>
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<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
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<td>Pacific Prince LLC</td>
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<td>2</td>
<td>3</td>
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<td>3</td>
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<td>16,915</td>
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<tr>
<td>Viking Limited Partnership</td>
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<td>1</td>
<td>2</td>
<td>0</td>
<td>0</td>
<td>1</td>
<td>646</td>
<td>7,503</td>
</tr>
<tr>
<td>Westward Limited Partnership</td>
<td>Westward 1</td>
<td>0</td>
<td>1</td>
<td>0</td>
<td>2</td>
<td>1</td>
<td>245</td>
<td>1,525</td>
</tr>
<tr>
<td>Coop Total</td>
<td></td>
<td>43</td>
<td>92</td>
<td>0</td>
<td>29</td>
<td>60</td>
<td>7,669</td>
<td>116,477</td>
</tr>
</tbody>
</table>
ATTACHMENT 1

WFC MEMBERSHIP AGREEMENT 2005 ADDENDUM
WESTWARD FLEET COOPERATIVE

MEMBERSHIP AGREEMENT

2005 ADDENDUM

Each of the undersigned hereby acknowledges and agrees that the terms and conditions of the Westward Fleet Cooperative Membership Agreement dated as of December 23, 1999, as amended by that First Amendment to Membership Agreement dated as of January 15, 2004, shall be in full force and effect among the undersigned for the year 2005, and that Exhibit A attached hereto supersedes Exhibit A to the Membership Agreement and to all prior 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 Westward Seafoods, 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, 2004.

F/V ALASKAN COMMAND
Alaskan Command L.L.C.

By: [Signature]
Its: [Signature]

F/V ALYESKA
Wa’atch, Inc.

By: [Signature]
Its: [Signature]

F/V ARCTIC WIND
Dona Martina LLC

By: [Signature]
Its: [Signature]

F/V CHELSEA K
Ocean Dynasty Limited Partnership

By: [Signature]
Its: [Signature]

[SIGNATURES CONTINUED ON PAGE 2]
F/V CAITLIN ANN
Caitlin Ann, LLC
By: 
Its: manager

F/V DONA MARTITA
Dona Martita LLC
By: 
Its: president

F/V HICKORY WIND
Hickory Wind, LLC
By: 
Its: 

F/V PACIFIC KNIGHT
Pacific Knight LLC
By: 
Its: 

F/V VIKING
Viking Limited Partnership
By: 
Its: 

F/V FIERCE ALLEGIANCE
Fierce Allegiance LLC
By: R&B Fisheries, Inc., Manager
By: Rick Mezich, President

F/V OCEAN HOPE 3
U.S. Marine Corp.
By: 
Its: 

F/V PACIFIC PRINCE
Pacific Prince, LLC
By: 
Its: manager

F/V WESTWARD 1
Westward Limited Partnership
By: 
Its: 

WESTWARD FLEET COOPERATIVE
By: 
Its: president
F/V CAITLIN ANN
Caitlin Ann, LLC

By: ________________________
   Its: ______________________

F/V DONA MARTITA
Dona Martita LLC

By: ________________________
   Its: ______________________

F/V HICKORY WIND
Hickory Wind, LLC

By: ________________________
   Its: ______________________

F/V PACIFIC KNIGHT
Pacific Knight LLC

By: ________________________
   Its: ______________________

F/V VIKING
Viking Limited Partnership

By: ________________________
   Its: ______________________

F/V FIERCE ALLEGIANCE
Fierce Allegiance LLC
By: R&B Fisheries, Inc., Manager
   _______________________
   Rick Mezich, President

F/V OCEAN HOPE 3
U.S. Marine Corp.

By: ________________________
   Its: ______________________

F/V PACIFIC PRINCE
Pacific Prince, LLC

By: ________________________
   Its: ______________________

F/V WESTWARD 1
Westward Limited Partnership

By: ________________________
   Its: ______________________

WESTWARD FLEET COOPERATIVE

By: ________________________
   Its: ______________________
### BERING SEA/ ALEUTIAN ISLANDS POLLOCK FISHERY HARVEST SCHEDULE

<table>
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<tr>
<th>Member</th>
<th>Vessel</th>
<th>Percentage of Allocation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Alaskan Command L.L.C.</td>
<td>ALASKAN COMMAND</td>
<td>1.868%</td>
</tr>
<tr>
<td>Wa’atch, Inc.</td>
<td>ALYESKA</td>
<td>6.077%</td>
</tr>
<tr>
<td>Dona Martita LLC</td>
<td>ARCTIC WIND</td>
<td>5.554%</td>
</tr>
<tr>
<td>Caitlin Ann, LLC</td>
<td>CAITLIN ANN</td>
<td>4.812%</td>
</tr>
<tr>
<td>Ocean Dynasty Limited Partnership</td>
<td>CHELSEA K</td>
<td>23.388%</td>
</tr>
<tr>
<td>Dona Martita LLC</td>
<td>DONA MARTITA</td>
<td>10.581%</td>
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<tr>
<td>Fierce Allegiance LLC</td>
<td>FIERCE ALLEGIANCE</td>
<td>4.720%</td>
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<tr>
<td>Hickory Wind, LLC</td>
<td>HICKORY WIND</td>
<td>1.446%</td>
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<tr>
<td>U.S. Marine Corp.</td>
<td>OCEAN HOPE 3</td>
<td>2.450%</td>
</tr>
<tr>
<td>Pacific Knight LLC</td>
<td>PACIFIC KNIGHT</td>
<td>10.976%</td>
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<td>Pacific Prince, LLC</td>
<td>PACIFIC PRINCE</td>
<td>11.964%</td>
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<tr>
<td>Viking Limited Partnership</td>
<td>VIKING</td>
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<td>Westward Limited Partnership</td>
<td>WESTWARD 1</td>
<td>7.825%</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td></td>
<td><strong>100.00%</strong></td>
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</tbody>
</table>
ATTACHMENT 2

FIRST AMENDMENT TO MEMBERSHIP AGREEMENT
FIRST AMENDMENT TO MEMBERSHIP AGREEMENT

This FIRST AMENDMENT TO MEMBERSHIP AGREEMENT (this "First Amendment") is entered into as of January 15, 2004 by and among F/V AJ, LLC, ALASKAN COMMAND, L.L.C., WA’ATCH, INC., F/V ARCTIC WIND LLC, JOHN DOOLEY, ROBERT DOOLEY, CAITLIN ANN, LLC, OCEAN DYNASTY LIMITED PARTNERSHIP, DONA MARTITA LLC, MEZICH ALLEGIANCE, INC., FIERCE ALLEGIANCE LLC, HICKORY WIND, LLC, U.S. MARINE CORP., PACIFIC KNIGHT, LLC, FISHING VESSEL PACIFIC PRINCE GENERAL PARTNERSHIP, PACIFIC PRINCE, LLC, VIKING LIMITED PARTNERSHIP, WESTWARD LIMITED PARTNERSHIP, F/V PACIFIC CHALLENGER and ALEUTIAN SPRAY FISHERIES, INC. (together, the "Members"), and WESTWARD FLEET COOPERATIVE, a Washington nonprofit corporation (the "Cooperative").

RECITALS

A. The Members, excluding Caitlin Ann, LLC, Fierce Allegiance LLC and Pacific Prince, LLC, or their predecessors in interest, and the Cooperative are parties to that certain Membership Agreement dated as of December 23, 1999, and all addenda thereto (collectively, the "Membership Agreement").

B. Dona Martita LLC, a Washington limited liability company, and F/V Arctic Wind LLC ("AWL") entered into an agreement for the purchase and sale of the ARCTIC WIND, Official Number 608216, and its associated equipment, fishing gear, and fishing rights and privileges (the "PSA"). The closing date occurred December 16, 2003.

C. Pursuant to the PSA, Dona Martita LLC agreed to assume AWL’s obligations under the Membership Agreement, provided that it was accepted as a member of the Cooperative. Dona Martita LLC is currently a member of the Cooperative and pursuant to the Assignment and Assumption Agreement, AWL assigned, and Dona Martita LLC assumed, AWL’s rights and obligations in the Cooperative and under the Membership Agreement.

D. John Dooley and Robert Dooley have transferred their rights and obligations under the Membership Agreement to Caitlin Ann, LLC, a Washington limited liability company, which now owns the F/V CAITLIN ANN, Official Number 960836.

E. Fishing Vessel Pacific Prince General Partnership has transferred its rights and obligations under the Membership Agreement to Pacific Prince, LLC, a Washington limited liability company, which now owns the F/V PACIFIC PRINCE, Official Number 697280.

F. Mezich Allegiance, Inc. has transferred its rights and obligations under the Membership Agreement to Fierce Allegiance LLC, an Alaska limited liability company, which now owns the F/V FIERCE ALLEGIANCE, Official Number 588849.

Now, therefore, the members agree as follows:
AGREEMENT

1. **Substitution of Member.** The Membership Agreement is hereby amended to substitute Dona Martita LLC for AWL as a full Member of the Cooperative, with the same rights and privileges heretofore enjoyed by AWL as a Member of the Cooperative and the owner of the F/V ARCTIC WIND, and Dona Martita LLC hereby accepts such membership.

2. **Substitution of Member.** The Membership Agreement is hereby amended to substitute Caitlin Ann, LLC for John Dooley and Robert Dooley as a full Member of the Cooperative, with the same rights and privileges heretofore enjoyed by John Dooley and Robert Dooley as Members of the Cooperative and the owners of the F/V CAITLIN ANN, and Caitlin Ann, LLC hereby accepts such membership.

3. **Substitution of Member.** The Membership Agreement is hereby amended to substitute Pacific Prince, LLC for Fishing Vessel Pacific Prince General Partnership as a full Member of the Cooperative, with the same rights and privileges heretofore enjoyed by Fishing Vessel Pacific Prince General Partnership as a Member of the Cooperative and the owner of the F/V PACIFIC PRINCE, and Pacific Prince, LLC hereby accepts such membership.

4. **Substitution of Member.** The Membership Agreement is hereby amended to substitute Fierce Allegiance LLC for Mezich Allegiance, Inc. as a full Member of the Cooperative, with the same rights and privileges heretofore enjoyed by Mezich Allegiance, Inc. as a Member of the Cooperative and the owner of the F/V FIERCE ALLEGIANCE, and Fierce Allegiance LLC hereby accepts such membership.

5. **Other Provisions.** Other than as amended by this First Amendment, all provisions of the Membership Agreement remain in full force and effect.

6. **Counterparts and Fax.** This First Amendment may be signed in counterparts which, when taken together, shall have the same effectiveness as a fully executed original. Delivery of a signed copy of this First Amendment by facsimile transmission shall have the effectiveness of delivering a signed original.

THIS FIRST AMENDMENT TO MEMBERSHIP AGREEMENT is EXECUTED as of the date first written above.
F/V AJ
F/V AJ, LLC
By: [Signature]
Its: [Position]

F/V ALASKAN COMMAND
Alaskan Command L.L.C.
By: [Signature]
Its: [Position]

F/V ALYESKA
Wa'atch, Inc.
By: [Signature]
Its: [Position]

F/V ARCTIC WIND
F/V Arctic Wind LLC
Outgoing Member
By: [Signature]
Its: [Position]

F/V CAITLIN ANN
John Dooley
Outgoing Member

F/V CAITLIN ANN
Robert Dooley
Outgoing Member

F/V CHELSEA K
Ocean Dynasty Limited Partnership
By: [Signature]
Its: [Position]

F/V DONA MARTITA
Dona Martita LLC
By: [Signature]
Its: [Position]

F/V FIERCE ALLEGIANCE
Mezich Allegiance, Inc.
Outgoing Member
By: [Signature]
Its: [Position]

F/V HICKORY WIND
Hickory Wind, LLC
By: [Signature]
Its: [Position]

[SIGNATURES CONTINUED ON PAGE 4]
FAV AJ
FAV AJ, LLC
By: ____________________________
Its: ____________________________

FAV ALYESKA
Walatch, Inc.
By: ____________________________
Its: ____________________________

FAV ALASKAN COMMAND
Alaskan Command LLC.
By: ____________________________
Its: ____________________________

FAV ARCTIC WIND
FAV Arctic Wind LLC
Outgoing Member
By: ____________________________
Its: ____________________________

FAV CAITLIN ANN
John Dooley
Outgoing Member

FAV CAITLIN ANN
Robert Dooley
Outgoing Member

FAV CHELSEA K
Ocean Dynasty Limited Partnership
By: ____________________________
Its: ____________________________

FAV DONA MARTITA
Dona Martita LLC
By: ____________________________
Its: ____________________________

FAV FIERCE ALLEGIANCE
Mazich Allegiance, Inc.
Outgoing Member
By: ____________________________
Its: ____________________________

FAV HICKORY WIND
Hickory Wind, LLC
By: ____________________________
Its: ____________________________

[SIGNATURES CONTINUED ON PAGE 4]
F/V AJ
F/V AJ, LLC
By:__________________________
Its:__________________________

F/V ALYESKA
Wa’atch, Inc.
By:__________________________
Its:__________________________

F/V ALASKAN COMMAND
Alaskan Command L.L.C.
By:__________________________
Its:__________________________

F/V ARCTIC WIND
F/V Arctic Wind LLC
Outgoing Member
By:__________________________
Its:__________________________

F/V CAITLIN ANN
John Dooley
Outgoing Member

F/V CAITLIN ANN
Robert Dooley
Outgoing Member

F/V CHELSEA K
Ocean Dynasty Limited Partnership
By:__________________________
Its:__________________________

F/V DONA MARTITA
Dona Martita LLC
By:__________________________
Its:__________________________

F/V FIERCE ALLEGIANCE
Mezicz Allegiance, Inc.
Outgoing Member
By:__________________________
Its:__________________________

F/V HICKORY WIND
Hickory Wind, LLC
By:__________________________
Its:__________________________

[SIGNATURES CONTINUED ON PAGE 4]
F/V AJ
F/V AJ, LLC
By: 
Its: 

F/V ALASKAN COMMAND
Alaskan Command LLC.
By: 
Its: 

F/V ALYESKA
Waatch, Inc.
By: 
Its: 

F/V ARCTIC WIND
F/V Arctic Wind LLC
Outgoing Member
By: 
Its: 

F/V CAITLIN ANN
John Dooley
Outgoing Member
By: 
Its: 

F/V CAITLIN ANN
Robert Dooley
Outgoing Member
By: 
Its: 

F/V CHELSEA K
Ocean Dynasty Limited Partnership
By: 
Its: 

F/V DONA MARTITA
Dona Martita LLC
By: 
Its: 

F/V FIERCE ALLEGIANCE
Mezich Allegiance, Inc.
Outgoing Member
By: 
Its: 

F/V HICKORY WIND
Hickory Wind, LLC
By: 
Its: 

[SIGNATURES CONTINUED ON PAGE 4]
F/V AJ  
F/V AJ, LLC

By: ___________________________  
Its: ___________________________

F/V ALASKAN COMMAND  
Alaskan Command L.L.C.

By: ___________________________  
Its: ___________________________

F/V ALYESKA  
W'al'tch, Inc.

By: ___________________________  
Its: ___________________________

F/V ARCTIC WIND  
F/V Arctic Wind LLC  
Outgoing Member

By: ___________________________  
Its: ___________________________

F/V CAITLIN ANN  
Outgoing Member

John Dooley  
Outgoing Member

F/V CAITLIN ANN  
Outgoing Member

Robert Dooley  
Outgoing Member

F/V CHELSEA K  
Ocean Dynasty Limited Partnership

By: ___________________________  
Its: ___________________________

F/V DONA MARTITA  
Dona Martita LLC

By: ___________________________  
Its: ___________________________

F/V FIERCE ALLEGIANCE  
Mezich Allegiance, Inc.  
Outgoing Member

By: ___________________________  
Its: ___________________________

F/V HICKORY WIND  
Hickory Wind, LLC

By: ___________________________  
Its: ___________________________

[SIGNATURES CONTINUED ON PAGE 4]
F/V AJ
F/V AJ, LLC

By: ____________________________
Its: ____________________________

F/V ALYESKA
Wa'atch, Inc.

By: ____________________________
Its: ____________________________

F/V ARCTIC WIND
F/V Arctic Wind LLC
Outgoing Member

By: ____________________________
Its: ____________________________

F/V CAITLIN ANN
John Dooley
Outgoing Member

By: ____________________________
Its: ____________________________

F/V CHELSEA K
Ocean Dynasty Limited Partnership

By: ____________________________
Its: ____________________________

F/V DONA MARTITA
Dona Martita LLC

By: ____________________________
Its: ____________________________

F/V FIERCE ALLEGIANCE
Mezich Allegiance, Inc.
Outgoing Member

By: ____________________________
Its: ____________________________

F/V HICKORY WIND
Hickory Wind, LLC

By: ____________________________
Its: ____________________________

(SIGNATURES CONTINUED ON PAGE 4)
F/V OCEAN HOPE 3
U.S. Marine Corp.

By: ____________________________
Its: ____________________________

F/V PACIFIC KNIGHT
Pacific Knight LLC

By: ____________________________
Its: ____________________________

F/V PACIFIC PRINCE
Fishing Vessel Pacific Prince General Partnership
Outgoing Member

By: ____________________________
Its: ____________________________

F/V WESTWARD 1
Westward Limited Partnership

By: ____________________________
Its: ____________________________

F/V VIKING
Viking Limited Partnership

By: ____________________________
Its: ____________________________

F/V PACIFIC CHALLENGER

______________________________
Chester T. Peterson

F/V STARWARD
Aleutian Spray Fisheries, Inc.

By: ____________________________
Its: ____________________________

NEW MEMBER SIGNATURES:

F/V ARCTIC WIND
Doria Marita LLC

By: ____________________________
Its: ____________________________

F/V FIERCE ALLEGIANCE
Fierce Allegiance LLC

By: ____________________________
Its: ____________________________

[SIGNATURES CONTINUED ON PAGE 5]
F/V OCEAN HOPE 3
U.S. Marine Corp.

F/V PACIFIC KNIGHT
Pacific Knight LLC

By: ____________________________
Its: ____________________________

F/V PACIFIC PRINCE
Fishing Vessel Pacific Prince General Partnership
Outgoing Member

F/V VIKING
Viking Limited Partnership

By: ____________________________
Its: ____________________________

F/V WESTWARD 1
Westward Limited Partnership

F/V PACIFIC CHALLENGER

________________________________
Chester T. Peterson

F/V STARWARD
Aleutian Spray Fisheries, Inc.

By: ____________________________
Its: ____________________________

NEW MEMBER SIGNATURES:

F/V ARCTIC WIND
Dona Marita LLC

By: ____________________________
Its: ____________________________

F/V FIERCE ALLEGIANCE
Fierce Allegiance LLC

By: ____________________________
Its: ____________________________

[SIGNATURES CONTINUED ON PAGE 5]
F/V OCEAN HOPE 3
U.S. Marine Corp.

By:__________________________
Its:__________________________

F/V PACIFIC KNIGHT
Pacific Knight LLC

By:__________________________
Its:__________________________

F/V PACIFIC PRINCE
Fishing Vessel Pacific Prince General Partnership
Outgoing Member

By:__________________________
Its:__________________________

F/V WESTWARD 1
Westward Limited Partnership

By:__________________________
Its:__________________________

F/V VIKING
Viking Limited Partnership

By:__________________________
Its:__________________________

F/V PACIFIC CHALLENGER

By:__________________________

Chester T. Peterson

F/V STARWARD
Aleutian Spray Fisheries, Inc.

By:__________________________
Its:__________________________

NEW MEMBER SIGNATURES:

F/V ARCTIC WIND
Dona Martita LLC

By:__________________________
Its:__________________________

F/V FIERCE ALLEGIANCE
Fierce Allegiance LLC

By:__________________________
Its:__________________________

[SIGNATURES CONTINUED ON PAGE 5]
F/V OCEAN HOPE 3  
U.S. Marine Corp.

By: ____________________________
Its: ____________________________

F/V PACIFIC KNIGHT  
Pacific Knight LLC

By: ____________________________
Its: ____________________________

F/V PACIFIC PRINCE  
Fishing Vessel Pacific Prince General Partnership  
Outgoing Member

By: ____________________________
Its: ____________________________

F/V WESTWARD 1  
Westward Limited Partnership

By: ____________________________
Its: ____________________________

F/V VIKING  
Viking Limited Partnership

By: ____________________________
Its: ____________________________

F/V PACIFIC CHALLENGER  
Chester T. Peterson

F/V STARWARD  
Aleutian Spray Fisheries, Inc.

By: ____________________________
Its: ____________________________

NEW MEMBER SIGNATURES:

F/V ARCTIC WIND  
Dona Martita LLC

By: ____________________________
Its: ____________________________

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

By: ____________________________
Its: ____________________________

[SIGNATURES CONTINUED ON PAGE 5]
F/V OCEAN HOPE 3
U.S. Marine Corp.

By: ____________________________
Its: ____________________________

F/V PACIFIC PRINCE
Fishing Vessel Pacific Prince General Partnership
Outgoing Member
By: ____________________________
Its: ____________________________

F/V WESTWARD 1
Westward Limited Partnership
By: ____________________________
Its: ____________________________

F/V STARWARD
Aleutian Spray Fisheries, Inc.
By: ____________________________
Its: ____________________________

F/V PACIFIC KNIGHT
Pacific Knight LLC

By: ____________________________
Its: ____________________________

F/V VIKING
Viking Limited Partnership
By: ____________________________
Its: ____________________________

F/V PACIFIC CHALLENGER

Chester T. Peterson

NEW MEMBER SIGNATURES:

F/V ARCTIC WIND
Dona Martita LLC
By: ____________________________
Its: ____________________________

F/V FIERCE ALLEGIANCE
Fierce Allegiance LLC
By: ____________________________
Its: ____________________________

[SIGNATURES CONTINUED ON PAGE 5]
F/V OCEAN HOPE 3  
U.S. Marine Corp.

By: ____________________________
Its: ____________________________

F/V PACIFIC PRINCE  
Fishing Vessel Pacific Prince General Partnership
Outgoing Member

By: ____________________________
Its: ____________________________

F/V WESTWARD 1  
Westward Limited Partnership

By: ____________________________
Its: ____________________________

F/V STARWARD  
Aleutian Spray Fisheries, Inc.

By: ____________________________
Its: ____________________________

F/V PACIFIC KNIGHT  
Pacific Knight LLC

By: ____________________________
Its: ____________________________

F/V VIKING  
Viking Limited Partnership

By: ____________________________
Its: ____________________________

F/V PACIFIC CHALLENGER

By: ____________________________
Its: ____________________________

Chester T. Peterson

NEW MEMBER SIGNATURES:

F/V ARCTIC WIND  
Dona Martita LLC

By: ____________________________
Its: ____________________________

F/V FIERCE ALLEGIANCE  
Fierce Allegiance LLC

By: ____________________________
Its: ____________________________

[SIGNATURES CONTINUED ON PAGE 5]
F/V CAITLIN ANN
Caitlin Ann, LLC
By: John Dooly
Its: President

F/V PACIFIC PRINCE
Pacific Prince, LLC
By: John Dooly
Its: President

WESTWARD FLEET COOPERATIVE

By: ________________________
Its: ________________________
F/V CAILLIN ANN
Caitlin Ann, LLC

By: John Dooley
Its: President

F/V PACIFIC PRINCE
Pacific Prince, LLC

By: John Dooley
Its: President

WESTWARD FLEET COOPERATIVE

By: Robert Dooley
Its: President

[File Path: C:\ASCT\AGREEMENTS\AFFIRMAMENT\CLEAN-2990-001.A.DOC]
Mr. Chris Oliver  
Executive Director  
North Pacific Fishery Management Council  
605 West Fourth, Suite 306  
Anchorage, Alaska 99501-2252

Re: Westward Fleet Cooperative

Dear Mr. Oliver:

Enclosed please find the following documents related to the above-referenced cooperative:

- Agreement to Process dated as of December 1, 2005; and
- 2006 Addendum to Membership Agreement.

Please note that the F/V FIERCE ALLEGIANCE opted out of the Cooperative as reflected in the 2006 Addendum. To the best of our knowledge there have been no other changes to the Membership Agreement since the First Amendment to Membership Agreement dated as of January 15, 2004, which we understand has been previously submitted.

If you have any questions or need anything further, please let us know.

Sincerely yours,

MUNDT MacGREGOR L.L.P.

Vonnie M. Bayard  
Paralegal

Enclosures  
cc:  Mr. Robert E. Dooley (via e-mail)  
     Ms. Sue Salveson (via e-mail)  
     Mr. Joseph M. Sullivan (w/encl.)
AGREEMENT TO PROCESS

THIS AGREEMENT TO PROCESS is entered into as of December 1, 2005 by WESTWARD SEAFOODS, INC., an Alaskan corporation ("Westward"), with reference to the following facts:

A. The American Fisheries Act (the "Act") authorizes the Secretary of Commerce to reserve portions of the Bering Sea/Aleutian Islands ("BS/AI") pollock inshore directed fishing allowance for harvesting only by members of qualifying fishery cooperatives.

B. Under the Act, a contract implementing a qualifying fishery cooperative must specify that (i) other than as permitted under Section 210(b)(6) of the Act, the cooperative's catcher vessels will deliver pollock in the BS/AI directed pollock fishery only to the processor to which such vessels delivered the predominant amount of their shoreside pollock catch in the prior year, and (ii) such processor has agreed to process such pollock.

C. The owners of eighty percent (80%) of the catcher vessels that delivered more pollock to the Westward plant in Dutch Harbor, Alaska (the "Plant") in the last year in which the vessels engaged in directed fishing for pollock for delivery to the inside sector have agreed, subject to the provisions of Section 210(b)(6) of the Act and related provisions in the Westward Fleet Cooperative (the "Cooperative") Membership Agreement, to deliver pollock from the BS/AI directed pollock fishery only to the Plant.

D. Westward is willing to agree to process the BS/AI directed pollock fishery harvest of the Cooperative's members' vessels, to enable the Cooperative to obtain an allocation of BS/AI pollock under Section 210 of the Act.

NOW, THEREFORE, Westward hereby agrees to purchase and process pollock harvested in the BS/AI directed pollock fishery by the Cooperative's members' catcher vessels, on terms and conditions to be agreed upon by and between Westward and such vessels' owners. Westward hereby acknowledges and agrees that, pursuant to Section 210(b)(6) of the Act, such vessels may deliver up to ten percent (10%) of the Cooperative's BS/AI pollock allocation to qualified shoreside processors other than Westward.

WESTWARD SEAFOODS, INC.

By

[Signature]

Its

[Signature]
WESTWARD FLEET COOPERATIVE

MEMBERSHIP AGREEMENT

2006 ADDENDUM

Each of the undersigned hereby acknowledges and agrees that the terms and conditions of the Westward Fleet Cooperative Membership Agreement dated as of December 23, 1999, as amended by that First Amendment to Membership Agreement dated as of January 15, 2004, shall be in full force and effect among the undersigned for the year 2006, and that Exhibit A attached hereto supersedes Exhibit A to the Membership Agreement and to all prior 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 Westward Seafoods, 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, 2005.

F/V ALASKAN COMMAND
Alaskan Command L.L.C.
By:
Its: General Manager

F/V AYLESKA
Waatch, Inc.
By:
Its: Director of F/V AYLESKA

F/V ARCTIC WIND
Donna Martina LLC
By:
Its: Director of F/V ARCTIC WIND

F/V CHELSEA K
Ocean Dynasty Limited Partnership
By:
Its: Director of F/V CHELSEA K

[SIGNATURES CONTINUED ON PAGE 2]
F/V DONA MARTITA
Dona Martita LLC
By: ____________________________
Its: ____________________________

F/V HICKORY WIND
Hickory Wind, LLC
By: ____________________________
Its: ____________________________

F/V PACIFIC KNIGHT
Pacific Knight LLC
By: ____________________________
Its: ____________________________

F/V VIKING
Viking Limited Partnership
By: ____________________________
Its: ____________________________

F/V WESTWARD 1
Westward Limited Partnership
By: ____________________________
Its: ____________________________

F/V CAITLIN ANN
Caitlin Ann, LLC
By: ____________________________
Its: ____________________________

F/V OCEAN HOPE 3
U.S. Marine Corp.
By: ____________________________
Its: ____________________________

WESTWARD FLEET COOPERATIVE
By: ____________________________
Its: ____________________________
F/V DONA MARTITA
Dona Martita LLC
By: __________________________
Its: _________________________

F/V HICKORY WIND
Hickory Wind, LLC
By: __________________________
Its: _________________________

F/V PACIFIC KNIGHT
Pacific Knight LLC
By: __________________________
Its: _________________________

F/V VIKING
Viking Limited Partnership
By: __________________________
Its: _________________________

F/V OCEAN HOPE 3
U.S. Marine Corp.
By: __________________________
Its: _________________________

F/V PACIFIC PRINCE
Pacific Prince, LLC
By: __________________________
Its: _________________________

F/V WESTWARD 1
Westward Limited Partnership
By: __________________________
Its: _________________________

WESTWARD FLEET COOPERATIVE
By: __________________________
Its: _________________________
<table>
<thead>
<tr>
<th>Vessel Name</th>
<th>Entity Name</th>
<th>By:</th>
<th>Its:</th>
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<tbody>
<tr>
<td>F/V DONA MARTITA</td>
<td>Dona Martita LLC</td>
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<td>F/V CAITLIN ANN</td>
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<td>F/V HICKORY WIND</td>
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<td>Donald Johnson</td>
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<td>Pacific Prince, LLC</td>
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<tr>
<td>F/V VIKING</td>
<td>Viking Limited Partnership</td>
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<tr>
<td>F/V WESTWARD 1</td>
<td>Westward Limited Partnership</td>
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<td></td>
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**WESTWARD FLEET COOPERATIVE**

<table>
<thead>
<tr>
<th>By:</th>
<th>Its:</th>
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</table>
F/V DONA MARTITA
Dona Martita LLC

By: ____________________________
Its: ____________________________

F/V HICKORY WIND
Hickory Wind, LLC

By: ____________________________
Its: ____________________________

F/V PACIFIC KNIGHT
Pacific Knight LLC

By: ____________________________
Its: ____________________________

F/V VIKING
Viking Limited Partnership

By: ____________________________
Its: ____________________________

F/V CAITLIN ANN
Caitlin Ann, LLC

By: ____________________________
Its: ____________________________

F/V OCEAN HOPE 3
U.S. Marine Corp.

By: ____________________________
Its: Michael [Signature]

F/V PACIFIC PRINCE
Pacific Prince, LLC

By: ____________________________
Its: ____________________________

F/V WESTWARD 1
Westward Limited Partnership

By: ____________________________
Its: ____________________________

WESTWARD FLEET COOPERATIVE

By: ____________________________
Its: ____________________________
WESTWARD FLEET COOPERATIVE
EXHIBIT A TO 2006 ADDENDUM

BERING SEA/ALEUTIAN ISLANDS POLLOCK FISHERY
HARVEST SCHEDULE

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<tr>
<th>Member</th>
<th>Vessel</th>
<th>Percentage of Allocation</th>
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<tbody>
<tr>
<td>Alaskan Command L.L.C.</td>
<td>ALASKAN COMMAND</td>
<td>1.980%</td>
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<tr>
<td>Wa’tch, Inc.</td>
<td>ALYESKA</td>
<td>6.379%</td>
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<td>Dona Martita LLC</td>
<td>ARCTIC WIND</td>
<td>5.823%</td>
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<td>CAITLIN ANN</td>
<td>5.058%</td>
</tr>
<tr>
<td>Ocean Dynasty Limited Partnership</td>
<td>CHILSEA K</td>
<td>24.546%</td>
</tr>
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<td>Dona Martita LLC</td>
<td>DONA MARTITA</td>
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<td>1.517%</td>
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<td>OCEAN HOPE 3</td>
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<td>Viking Limited Partnership</td>
<td>VIKING</td>
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<tr>
<td>Westward Limited Partnership</td>
<td>WESTWARD 1</td>
<td>8.243%</td>
</tr>
<tr>
<td>TOTAL</td>
<td></td>
<td>100.00%</td>
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