

SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS
OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, & 30

1. REQUISITION NUMBER: 1000034666 PAGE 1 OF 5
 2. CONTRACT NO.: SPE300-16-D-S667
 3. AWARD/EFFECTIVE DATE: 2016 MAY 31
 4. ORDER NUMBER
 5. SOLICITATION NUMBER: SPE300-15-R-0017
 6. SOLICITATION ISSUE DATE: 2015 AUG 17

7. FOR SOLICITATION INFORMATION CALL: 
 a. NAME
 b. TELEPHONE NUMBER (No collect calls)
 8. OFFER DUE DATE/ LOCAL TIME

9. ISSUED BY: CODE SPE
 Local Admin: Darren Long DDL0003 Tel: 216-737-5634
 Email: Darren.Long@d'a.mil
 10. THIS ACQUISITION IS: UNRESTRICTED OR SET ASIDE: 100 %FCR:
 SMALL BUSINESS WOMEN-OWNED SMALL BUSINESS (WOSB) ELIGIBLE UNDER THE WOMEN-OWNED SMALL BUSINESS PROGRAM
 HUB ZONE SMALL BUSINESS EDWOSB NAICS: 311991
 SERVICE-DISABLED VETERAN-OWNED SMALL BUSINESS 8 (A) SIZE STANDARD: 500

11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED: SEE SCHEDULE
 12. DISCOUNT TERMS: Net 10 days
 13b. RATING
 14. METHOD OF SOLICITATION: RFQ IFB RFP

15. DELIVER TO: CODE
 SEE SCHEDULE
 16. ADMINISTERED BY: SEE BLOCK 9
 Criticality: PAS: None

17a. CONTRACTOR/ OFFEROR: CODE 3D5F8 FACILITY CODE
 FRESHPACK PRODUCE, INC. DBA
 FRESHPACK PRODUCE INC
 5151 BANNOCK ST STE 12
 DENVER CO 80216-1848
 USA
 TELEPHONE NO. 3034128234
 18a. PAYMENT WILL BE MADE BY: CODE SL4701
 DEF FIN AND ACCOUNTING SVC
 BSM
 P O BOX 182317
 COLUMBUS OH 43218-2317
 USA

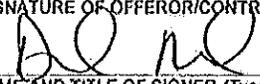
17b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER:
 18b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a UNLESS BLOCK BELOW IS CHECKED. SEE ADDENDUM

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
	See Schedule				

25. ACCOUNTING AND APPROPRIATION DATA
 26. TOTAL AWARD AMOUNT (For Govt. Use Only): \$62,128,909.64

27a. SOLICITATION INCORPORATES BY REFERENCE FAR 52 212-1, 52 212-4, FAR 52 212-3 AND 52 212-5 ARE ATTACHED. ADDENDA: ARE ARE NOT ATTACHED.
 27b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52 212-4, FAR 52 212-5 IS ATTACHED. ADDENDA: ARE ARE NOT ATTACHED.

28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED
 29. AWARD OF CONTRACT: REF. FreshPack Produce SPE300-15-R-0017 OFFER DATED YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH, HEREIN IS ACCEPTED AS TO ITEMS:

30a. SIGNATURE OF OFFEROR/CONTRACTOR: 
 31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER): 
 30b. NAME AND TITLE OF SIGNER (Type or Print): David Maynard Vice President
 30c. DATE SIGNED: 5-31-16
 31b. NAME OF CONTRACTING OFFICER (Type or Print): WARREN R. BROWN
 31c. DATE SIGNED: May 31, 2016

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT

32a. QUANTITY IN COLUMN 21 HAS BEEN
 RECEIVED INSPECTED ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED: _____

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32c. DATE	32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE
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32a. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE
	32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE

33. SHIP NUMBER <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	34. VOUCHER NUMBER	35. AMOUNT VERIFIED CORRECT FOR	36. PAYMENT <input type="checkbox"/> COMPLETE PARTIAL FINAL	37. CHECK NUMBER
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38. S/R ACCOUNT NO.	39. S/R VOUCHER NUMBER	40. PAID BY
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41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT	42a. RECEIVED BY (<i>Print</i>)
41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER	41c. DATE
	42b. RECEIVED AT (<i>Location</i>)
	42c. DATE REC'D (<i>YY/MM/DD</i>)
	42d. TOTAL CONTAINERS

Form**Award Document****I. SOLICITATION / CONTRACT FORM**

The terms and conditions set forth in solicitation SPE300-15-R-0017 are incorporated into subject contract.

II. PERFORMANCE PERIOD:**A. Effective Period of the Contract:**

Base Period – May 31, 2016 through November 30, 2017.
Option Period 1 – December 1, 2017 through May 31, 2019.
Option Period 2 – June 1, 2019 through November 30, 2020.

Performance begins on June 30, 2016

B. ESTIMATED DOLLAR VALUE / GUARANTEED MINIMUM / MAXIMUM

The following chart includes the 18 month estimated dollar value and the 4.5 year estimated dollar value, along with the guaranteed 10% minimum and 200% maximum. The guaranteed minimum and maximum, although based on estimates, are a firm dollar amount calculated as a percentage of the estimated dollar value; the minimum contract dollar value below constitutes the Government's legal ordering obligation under the contract. The maximum contract dollar value is the legal limit of dollars that can be obligated against this contract.

San Antonio Zone	18 Month Estimate (Base Period)	4.5 Year Estimate (Total Incl. Options)	10% Min	200% Max (4.5 Years)
Group 2 (South Schools)	\$10,354,818.27	\$31,064,454.82	\$1,035,481.83	\$62,128,909.64
Total	\$10,354,818.27	\$31,064,454.82	\$1,035,481.83	\$62,128,909.64

The term "18 Month Estimate" refers to the Government's good faith estimate of the requirement for the base period.

The total minimum contract dollar value is \$1,035,481.83

The maximum contract dollar value is \$62,128,909.64

III. START-UP PERIOD

The Contractor's startup period will take place prior to the first order. The Contractor shall submit a proposed implementation schedule to the Contracting Officer within fifteen (15) days after award highlighting the steps that will be taken to implement a fully functional distribution account, including all EDI transactions for all customers covered by this solicitation. An additional thirty (30) days will be granted for actual implementation. No more than forty-five (45) days after award will be permitted for each contractor to have fully functional distribution accounts in place for all customers.

IV. ORDERING CATALOGS

The following form a part of FreshPacks' offer and are hereby incorporated as part of subject contract:

Offered delivered price to be utilized for first week of ordering. The Pricing Proposal spreadsheet submitted on March 23, 2016 is attached.

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Distribution prices are fixed for each Base Period and for each Option Period as follows:



V. **SUPPLIES OF SERVICES AND PRICES**

ITEMS: Full-Line Fresh Fruit and Vegetables

CUSTOMERS: USDA School Customers in the San Antonio Zone are listed in Attachment 1 of this document.

FOB TERMS: FOB Destination for all items.

CATALOG #: USDA Schools Group 2 customers will order under SPE300-16-D-S867. FreshPack will invoice in accordance with the customer's orders.

CATALOG PRICING

All catalog pricing is valid from Sunday thru Saturday. Catalog updates must be received no later than 12:00 P.M. EST the preceding Wednesday.

All pricing will be firm at time of order.

FreshPack will not invoke any additional charges for emergency orders (defined as an order that is placed for same day delivery).

VI. **DELIVERIES AND PERFORMANCE**

The following are the designated plant locations for the performance of this contract for all contract line items:

Place of Performance
FreshPack Produce, Inc. 1125 Isuzu Pkwy Grand Prairie, TX 75050
FreshPack Produce, Inc. 5151 Bannock St. Suite 12 Denver, CO 80216

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Part 12 Clauses

252.232-7010 LEVIES ON CONTRACT PAYMENTS (DEC 2006) DFARS