

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE	PAGE OF PAGES 1   9
2. AMENDMENT/MODIFICATION NO. 0005	3. EFFECTIVE DATE January 24, 2011	4. REQUISITION/PURCHASE REQ. NO.	5. PROJECT NO. (If applicable) N/A		
6. ISSUED BY DLA TROOP SUPPORT 700 ROBBINS AVENUE PHILADELPHIA, PA 19111 MICHAEL D'ELIA/FTAB/215-737-0885	CODE SPM300	7. ADMINISTERED BY (if other than Item 6)		CODE	
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)				(x)	9A. AMENDMENT OF SOLICITATION NO. SPM300-10-R-0047
				<input checked="" type="checkbox"/>	9B. DATED (SEE ITEM 11) 10/27/2010
					10A. MODIFICATION OF CONTRACT/ORDER NO.
					10B. DATED (SEE ITEM 13)
CODE		FACILITY CODE			

**11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS**

The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers  is extended,  is not extended. Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning ONE copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.

12. Accounting and Appropriation Data (If required)

**13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.**

(x)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).
	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
	D. OTHER (Specify type of modification and authority)

**E. IMPORTANT:** Contractor  is not,  is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

SUBSISTENCE PRIME VENDOR SUPPORT FOR TEXAS AND NEW MEXICO REGIONS

SUBJECT SOLICITATION IS HEREBY AMENDED AS FOLLOWS:

Except as provided herein, all terms and conditions of the document referenced in Item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. NAME AND TITLE OF SIGNER (Type or print)		16A. NAME AND TITLE OF SIGNER (Type or print) DEBBIE HOLMAN, CONTRACTING OFFICER	
15B. CONTRACTOR/OFFEROR  (Signature of person authorized to sign)	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA BY (Signature of Contracting Officer)	16C. DATE SIGNED

Solicitation SPM300-10-R-0047  
Subsistence CONUS Prime Vendor for Texas & New Mexico

#### Amendment 0005

This amendment contains two sections, Section I contains actual revisions (add/changes/deletions) to solicitation requirements. Section II contains actual revisions (adds/changes/deletions) to previous amendments. Also, attachments to this amendment include the new Price Proposal Workbook Spreadsheets (“Spreadsheet”).

### Section I

1. Solicitation Page 31, Contract Clauses, Addendum, FAR 52.216-19 – Order Limitations (OCT 1995), paragraph b Maximum Order, the first sentence is changed to read:

The maximum order limitation is the contract maximum dollar value \$46,500,000.00.

2. Solicitation Page 40, SOW I. Supplies/Services and Prices, paragraph 1E, the second sentence is changed to read:

The maximum shall be 250% of the estimated contract dollar value.

3. Solicitation Page 50, SOW I. Supplies/Services and Prices, paragraph 10 is changed to the following:

#### **REBATES/DISCOUNTS AND PRICE-RELATED PROVISIONS**

- (a) The contractor shall employ prevailing commercial methods in the pursuit of discounts, rebates, allowances or other similar economic incentives or benefits, for the customers supported under this contract, throughout the period of performance. For all items, the contractor warrants, on a continuing basis throughout the period of performance, that its delivered price under this contract is equal to or lower than its delivered price to its commercial customer accounts. All NAPA discounts, food show discounts, early payment discounts (except as identified in paragraph (b) herein), and other discounts, rebates, allowances or other similar economic incentives or benefits received by the Contractor at any time during the period of performance shall be passed to the Government via a reduced catalog price. Instructions for identifying discounts, rebates, allowances or other similar economic incentives or benefits that shall be provided to the Government or retained by the contractor are set forth in the submission requirements in the Business Proposal/Pricing and in the Reports section of the Statement of Work.
- (b) The contractor may retain Early Payment discounts that meet the following conditions:
  - (i) the Early Payment discount is an incentive to encourage payment earlier than the normal payment due date;
  - (ii) the Early Payment discount is consistent with commercial practice;

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- (iii) the Early Payment discount is routinely given by the manufacturer/growers to customers other than the Prime Vendor/Contractor at the same discount rate and under the same conditions as provided to the Prime Vendor/Contractor;
  - (iv) the Early Payment discount is not established, requested, or negotiated for the purpose of avoiding giving DLA Troop Support a lower cost or a rebate or in exchange for a higher invoice price;
  - (v) the Early Payment discount is no more than 2 percent of the manufacturer/grower's invoice and the early payment is required within 10 days to obtain the discount; and
  - (vi) the contractor actually made the required payment within the time period required to receive the discount.
- (c) Upon request the contractor shall provide to the Government any invoices, quotes, or agreements relevant to the delivered price component for existing catalog items, for any new items being added to the catalog, and for requested price changes to existing catalog items. The contractor must include detailed payment terms on each invoice or quote used to substantiate delivered price, including any applicable discounts or rebates. If there are no payment terms associated with the document, the contractor must annotate it with "No payment terms."
- (d) The government may require (as needed) the contractor submit invoices and other documentation from all subcontractor tiers or any manufacturer/grower or person in the delivered price supply chain, to substantiate that all discounts, rebates, allowances or other similar economic incentives or benefits have been applied to the delivered price charged to the Government and/or to substantiate that delivered prices under this contract are equal to or lower than delivered prices that are given to its commercial customers. If the Contracting Officer determines, after reviewing an invoice or other documentation, that a discount, rebate, allowance or other similar economic incentive or benefit should have been passed on to the Government, or if price verifications reveal any instance of overpricing or underpricing, the Government shall be entitled to a prospective delivered price reduction and a retroactive refund for the amount of the overcharges or discounts, rebates, allowances or other similar economic incentives or benefits, including interest and the contractor shall be entitled to a credit for any undercharges. Likewise, if the Contracting Officer determines that a delivered price was not equal to or lower than that given the contractor's commercial customer accounts, the Government shall be entitled to a prospective delivered price reduction and a retroactive refund for the difference between the delivered price charged to the Government and the delivered price charged to the contractor's commercial customers, including interest. The Contracting Officer, or authorized representative, shall have the right to examine and audit all the Contractor's records (as defined at FAR 52.215-2(a)) relevant to the existence of discounts, rebates, allowances or other similar economic incentives or benefits, and commercial customer delivered prices. Failure to exercise this right shall not constitute a defense or alter the Government's entitlement to any other remedies by contract or by law.

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4. Solicitation Page 51, SOW I. Supplies/Services and Prices, paragraph 11A, the following note is added:

NOTE: For any items that are delivered in individual units (i.e. breaking cases), the distribution fee shall be pro-rated based on the number of individual units ordered/delivered. Example: a spice item is priced at \$1.50/case distribution fee, and the product is packed 12 units per case. If a customer orders 1 container, the distribution fee is prorated to \$0.13/container for that order.

5. Solicitation Page 138, Solicitation Provisions, Evaluation Factors for Award, Business Proposal Evaluation, Price Proposal, Weighted Aggregate Distribution Price, the third line following “base period” shall include “and option period”.
6. Solicitation Page 139, Solicitation Provisions, Evaluation Factors for Award, Business Proposal Evaluation, Price Proposal, Aggregate Delivered Price, the third line following “base period” shall include “and option period”.
7. Solicitation Page 139, Solicitation Provisions, Evaluation Factors for Award, Business Proposal Evaluation, Price Proposal, Weighted Aggregate Unit Price, the second line following “base period” shall include “and option period for evaluation purposes”.
8. Solicitation Page 149, Solicitation Provisions, Addendum, FAR 52.216-1 – Type of Contract (APR 1984), is be changed to read:

The Government contemplates award of a fixed price with economic price adjustment an indefinite quantity contract resulting from this solicitation.

## Section II

1. Amendment 0001, Page 2, #2(b), in reference to Solicitation Page 40, SOW I. Supplies/Services and Prices, paragraph 1E, the table is amended as listed below:

	Guaranteed Minimum	Estimated Contract Value	Contract Maximum
Base Period	\$2,325,000.00	\$9,300,000.00	\$23,250,000.00
Option 1	\$2,325,000.00	\$9,300,000.00	\$23,250,000.00
2 Year Total	\$4,650,000.00	\$18,600,000.00	\$46,500,000.00

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2. Amendment 0003, Page 2, #7, in reference to Solicitation Page 51, SOW I. Supplies/Services and Prices, paragraph 11B Distribution Categories are changed to the following:

<b>Category Number</b>	<b>Category Description</b>	<b>UOM</b>
1	Beef, Raw, Cooked, Frozen/Chilled	LB
2	Poultry, Raw, Cooked, Frozen/Chilled	LB
3	Pork, Raw, Cooked, Frozen/Chilled	LB
4	Mixed meats, Luncheon Meats, Franks, Hot Dogs, Frozen/Chilled	LB
5	Lamb, Veal and Game, Raw, cooked - Frozen/Chilled	LB
6	Seafood, including Fish and Shellfish, Raw, cooked, Frozen/Chilled	LB
7	Grocery products canned, jar, pouch, sleeve (example: non-meat, meat, fish, soups, sauces, salsa, gravy, brown gravy, bouillon, stock, fruits, vegetables, dry milk - to include baby food)	CS
8	Fruits and Vegetables, Frozen and Chilled – including further processed refrigerated	CS
9	Frozen /Chilled Entrees (example: Cordon Bleu, Chicken Kiev, Stuffed Chicken Breasts, Stuffed Pork Chops, Appetizers, Pizza, Burritos, Corn Dogs, Pizza Toppings, Pancakes, French Toast, French Fries, Onion Rings, Hash Browns, Tater Tots, Vegetarian/Vegan - Veggie Burger, Breads, Doughnuts/Cookies/Baked Pretzels, Danish, Pastries, Muffins, Bagels, Loafs, Rolls, Biscuits, Cookie Dough, Pizza Crust, Tortillas, Pie Shells, Bread Dough, Turnovers, Cheesecakes, Cobblers, Specialty Cakes, Cakes, Pies and Other Related Products)	CS
10	Snack Foods, Baked Goods, Chips/Pretzels (example: Cookies, Crackers, Granola Bars, Energy bars, Toaster Pastries, Snack Cakes, Potato Chips, Corn Chips, Pretzels, Wheat Chips, Popcorn, and other related products)	CS
11	Confectionary, (example: Candy, chocolate, chewing gum, Marshmallows)	CS
12	Cereal, cold, hot - ready to eat (example: Corn Flakes, Oatmeal, Grits) - to include baby food	CS

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13	Dry Goods, (example: Dry Pasta, Rice, Beans, Bread Crumbs, Corn Meal, Baking Chips, Stuffing, Dry Soups, Croutons, Ice Cream Cones, Taco Shells, Imitation Bacon Bits, Sunflower Seeds, Dried Fruit, Nuts, Coconut ,Raisins, Sugars, Low Calorie Sweeteners, Gelatin/Pudding/Desert Mixes, Powdered Creamer, Shelf Stable Creamer, Flour, Corn Starch, Baking Soda, Baking Powder, Yeast, Baking Mixes, Brownie Mix, Roll Mix, Bread Mix, Pancake Mix, Cake Mix, Powder Mixes, Soft Serve Ice Cream, Milk Shake, Frozen Yogurt Mix and other related products) CS Product only	CS
14	Dry Goods, (example: Rice, Beans, Bread Crumbs/Mix , Corn Meal, Baking Chips, Stuffing, Imitation Bacon Bits, Nuts, Sugars, Flour, Baking/Cake Mixes, and other related products) – Institutional/Bulk size only	LB
15	Meal Kits, Heater Meals, Sandwich kits	CS
16	Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Icings, Pie Fillings Puddings, Gelatins, Cherries Maraschino, Fruit Toppings, Caramel Topping, Fudge Topping, Sprinkles, Dressings, Processed Grated Parmesan, Olives, Pickles, Relish, Mayonnaise, Mustard, Ketchup, Hot Sauce and Other Condiment Related Products Shortenings, Food Oils, Cooking Spray, vinegar, Cooking Wine, Sherry (except Portion controlled)	CS
17	Portion Controlled Items, Up to 500 Count Case, Refrigerated or Non-Refrigerated, (example: Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, Salt and Pepper Packets , Butter/ Margarine Spread, Sugars, Low Calorie Sweeteners, Powdered Creamer and Shelf Stable Creamer - individual packets/cup, Coffee, Tea, Cocoa, Hot Chocolate, and Beverage Base Powder – Beverage Powders, individual portion, {example: Sports Drinks, Pink Lemonade, Iced Tea Mix energy and Other beverage powder flavors}, and Other Condiment Related Products	CS
18	Portion Controlled Items, 501 to 999 Count Case, Refrigerated or Non-Refrigerated, (example: Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, Salt and Pepper Packets , Butter/ Margarine Spread, Sugars, Low Calorie Sweeteners, Powdered Creamer and Shelf Stable Creamer - individual packets/cup, Coffee, Tea, Cocoa, Hot Chocolate, and Beverage Base Powder – Beverage Powders, individual portion, {example: Sports Drinks, Pink Lemonade, Iced Tea Mix energy and Other beverage powder flavors}, and Other Condiment Related Products	CS

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19	Portion Controlled Items, 1000 to 3000 Count Case, Refrigerated or Non-Refrigerated, (example: Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, Salt and Pepper Packets , Butter/ Margarine Spread, Sugars, Low Calorie Sweeteners, Powdered Creamer and Shelf Stable Creamer - individual packets/cup, Coffee, Tea, Cocoa, Hot Chocolate, and Beverage Base Powder – Beverage Powders, individual portion, {example: Sports Drinks, Pink Lemonade, Iced Tea Mix energy and Other beverage powder flavors}, and Other Condiment Related Products	CS
20	Portion Controlled Items, > 3000 Count Case, Refrigerated or Non-Refrigerated, (example: Jams, Jellies, Peanut Butter, Preserves, Honey, Syrups, Toppings, Dressings, Relish, Mayonnaise, Mustard, Ketchup, Sauces, Dessert Related Products, Hot Sauce, Gelatins, Puddings, Salt and Pepper Packets , Butter/ Margarine Spread, Sugars, Low Calorie Sweeteners, Powdered Creamer and Shelf Stable Creamer - individual packets/cup, Coffee, Tea, Cocoa, Hot Chocolate, and Beverage Base Powder – Beverage Powders, individual portion, {example: Sports Drinks, Pink Lemonade, Iced Tea Mix, energy and Other beverage powder flavors}, and Other Condiment Related Products	CS
21	Salads, Prepared, Chilled/Fresh (example: Mixed Greens, Potato Salad, Egg Salad, Tuna Salad, Cole Slaw, Macaroni Salad)	CS
22	Spices, Seasonings, Salt & Pepper, Spice Blends, Herbs, Flavorings, Extracts and Food coloring	CS
23	Beverages, Dispenser Required/Bag in Box (example: Soda, Sports Drinks, Juice, Nectar, vegetable, Coffee, Tea, Chocolate, Mixes, Liquid, Soft Serve Ice Cream/Yogurt, Milk Shake and other related products) to include concentrates	CS
24	Beverages, other than BIB (example: Soda, Sports Drinks, Juices, Nectar, vegetable, Coffee, Tea, Chocolate , baby formula, Flavored Water, Energy Drinks, shelf stable - Dairy, UHT, Nutritional Supplements, Dietetic and Other Related Products) to include concentrates	CS
25	Beverage, Chill/Frozen – (example: Dairy, UHT, ESL, Nutritional Supplements, Dietetic Products, Juices, Nectar, vegetable)	CS
26	Beverage Base, Powder, other than individual portion count (example: Sports Drinks, Juices, Coffee, tea, Chocolate, baby formula, Pink Lemonade, Iced Tea Mix ,energy drinks and Other Drink Related Products)	CS

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27	Water – 12 Count Case and below, (example: Natural Spring, Purified, Distilled)	CS
28	Water – 13 to 24 Count Case, (example: Natural Spring, Purified, Distilled)	CS
29	Water – 25 to 34 Count Case, (example: Natural Spring, Purified, Distilled)	CS
30	Water – 35 Count Case and above, (example: Natural Spring, Purified, Distilled)	CS
31	Eggs - shell, Fresh	CS
32	Egg Product, Liquid, Frozen or Chilled	CS
33	Ice Cream and Ice cream Novelties (example: bulk, Cones, Sandwiches, Ice Pops, Fruit Bars)	CS
34	Dairy Products: (example: Cheese, Butter, Margarine, Spreads, Yogurt, Sour Cream, Liquid Creamers, Milk and Other Fresh Dairy Related Products)	CS
35	Bakery Products, Fresh (example: Bread, Rolls)	LB
36	Fresh Fruits and Vegetables (FF&V)	CS
37	Non-Food products -Food Service Operating Supplies (FSOS)	CS
38	Ice (Cubed or cylindrical)	LB

3. Amendment 0003, Page 13, #41, in reference to Solicitation Page 136, Solicitation Provisions, Addendum to FAR 52.212-2 – Evaluation – Commercial Items, 2(d) Evaluation Procedures, paragraph (2)(ii) Business Evaluation Process, the entire second paragraph is replaced with the following paragraph:

The Distribution Prices for each Market Basket line item will be multiplied by the corresponding base period estimated quantity, summed, and that figure will be multiplied by 20 to arrive at the Aggregate Weighted Distribution Price. The Delivered Prices for each Market Basket line item will be multiplied by the corresponding base period estimated quantity, and summed to arrive at the Aggregate Delivered Price. Both figures will be added together to arrive at the Weighted Aggregate Unit Price for the base period. The same procedure will be used for the option period, using the corresponding option period estimated quantities. Finally, the Weighted Aggregate Unit Prices for the base period and option period will be added together to arrive at the total Aggregate Unit Price for the entire 2 year period, which is the evaluated price.

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4. Amendment 0003, Page 13, #42, changes have been made to the Price Proposal Workbook Spreadsheets (“Spreadsheet”); therefore the attached (“Spreadsheet”) supersedes the spreadsheet from Amendment 0003. The following changes are:
  - a. “Distribution Category Pricing” spreadsheet
    - 1) 64 Categories are replaced with 38 Categories (see page 5, #2 of this Amendment)
  - b. “Price Proposal” spreadsheet
    - 1) Added new columns S and X,
    - 2) Added cells S159 and X159,
    - 3) Line items #153 – #154 are added to the Market Basket/Schedule of items.
  - c. “Item Descriptions and Qualifications” spreadsheet
    - 1) All line items reflect new “Price Proposal” line items

**NOTE: Please carefully check your “new” spreadsheets prior to submission since there have been many adds/changes/deletions made to the Price Proposal Workbook Spreadsheets (“Spreadsheet”) in this Amendment (see attached).**

**NOTE: The Offer Due Date, as stated in Amendment 0004, is January 28, 2011, 2:00 PM Philadelphia Time.**