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|--|---------------|-----------------------------------|--|---|
| AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT | | | 1. CONTRACT ID CODE J | PAGE OF PAGES 1 3 |
| 2. AMENDMENT/MODIFICATION NO. P00201 | | 3. EFFECTIVE DATE See Blk. 16C | 4. REQUISITION/PURCHASE REQ. NO. See Block 14 | 5. PROJECT NO. (If applicable) |
| 6. ISSUED BY DLA TROOP SUPPORT SUBSISTENCE SUPPLY CHAIN 700 ROBBINS AVENUE PHILADELPHIA PA 19111-5096 USA Initiator: Tiendung Nguyen PSPTRC4 Tel: 215-737-0825 FAX: 215-737-4115 Email: TIENDUNG.NGUYEN@DLA.MIL | | CODE SPM300 | 7. ADMINISTERED BY (If other than Item 6) DCMA DALLAS 600 N PEARL STREET SUITE 1630 DALLAS TX 75201-2843 USA | |
| 8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) STERLING FOODS, LLC DBA 1075 ARION PKWY SAN ANTONIO TX 78216-2883 USA | | | (X) | 9A. AMENDMENT OF SOLICITATION NO. |
| | | | | 9B. DATED (SEE ITEM 11) |
| | | | X | 10A. MODIFICATION OF CONTRACT/ORDER NO. SPM3S1-12-D-Z100 |
| | | | | 10B. DATED (SEE ITEM 13) 2011 NOV 17 |
| CODE 7M712 | 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.

Offers 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 _____ 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.

| | |
|-----------|--|
| CHECK ONE | 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: |
| X | D. OTHER (Specify type of modification and authority) FAR Clause 52.217-9 Option for Indefinite Quantity Contract Term Extension |

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

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

See Continuation Sheet

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 CONTRACTING OFFICER (Type or print) | |
| | | Eileen Friel PSPTR02 | |
| 15B. CONTRACTOR/OFFEROR | 15C. DATE SIGNED | 16B. UNITED STATES OF AMERICA | 16C. DATE SIGNED |
| (Signature of person authorized to sign) | | <u>Eileen Friel</u> (Signature of Contracting Officer) | 2013 NOV 8 |

The gauranteed mininum for the Option Year 2 is: \$11,005,588.75

SECTION J - LIST OF ATTACHMENTS**List of Attachments**

| Description | File Name |
|--------------|-----------------------|
| ATTACH.P0201 | option 2 mod pg 2.pdf |

For the subject contract, Option Year Two (2) is hereby invoked for an indefinite quantity that shall be within a minimum and maximum quantity range for the following items:

Option Year One Quantities and Unit Prices

| Line Item | NSN | Item Description | Unit Price | Minimum Quantity | Maximum Quantity |
|-----------|------------------|-----------------------------------|------------|------------------|------------------|
| 0002 | 8920-01-512-7624 | Carrot Pound Cake | \$0.4939 | 750,000 | 2,250,000 |
| 0003 | 8920-01-458-0130 | Lemon Poppy Cake | \$0.4480 | 750,000 | 2,250,000 |
| 0004 | 8920-01-545-1391 | Marble Pound Cake | \$0.4789 | 750,000 | 2,250,000 |
| 0005 | 8920-01-480-4436 | Spice Pound Cake | \$0.4480 | 750,000 | 2,250,000 |
| 0006 | 8920-01-348-4694 | Vanilla Pound Cake | \$0.4480 | 750,000 | 2,250,000 |
| 0007 | 8920-01-479-1847 | Chocolate Chip Cookie | \$0.2833 | 1,250,000 | 3,750,000 |
| 0009 | 892001-490-3557 | Oatmeal Cookies | \$0.3203 | 1,250,000 | 3,750,000 |
| 0011 | 8920-01-527-8069 | Chocolate Banana Muffin | \$0.5189 | 1,250,000 | 3,750,000 |
| 0012 | 8920-01-579-3687 | Maple Muffin Top | \$0.5340 | 1,250,000 | 3,750,000 |
| 0013 | 8920-01-458-7325 | Wheat Snack Bread (1PK) | \$0.3581 | 3,125,000 | 9,375,000 |
| 0014 | 8920-01-579-7967 | Wheat Snack Bread (2PK) | \$0.4558 | 2,500,000 | 7,500,000 |
| 0015 | 8920-01-590-2973 | Banana Nut Ranger Bar | \$0.4439 | 312,500 | 937,500 |
| 0016 | 8920-01-523-6354 | Caramel Apple Ranger Bar | \$0.4461 | 312,500 | 937,500 |
| 0017 | 8920-01-565-1628 | Chocolate Chip Ranger Bar | \$0.4431 | 312,500 | 937,500 |
| 0018 | 8920-01-565-1645 | Cran-Apple Ranger Bar | \$0.4402 | 312,500 | 937,500 |
| 0019 | 8920-01-381-5715 | Fudge Brownie | \$0.5093 | 1,250,000 | 3,750,000 |
| 0020 | 8920-01-525-3622 | Tortillas | \$0.3430 | 5,000,000 | 15,000,000 |
| 0021 | 8920-01-610-1980 | Cookies, Oatmeal, Chocolate Chunk | \$0.3510 | 1,250,000 | 3,750,000 |
| 0022 | 8920-01-610-1857 | Snack Bread, White Wheat | \$0.3581 | 3,125,000 | 9,375,000 |
| 0023 | 8920-01-621-2384 | Tortillas Chipotle | \$0.3802 | 1,250,000 | 3,750,000 |

Unit prices for all items are the same for each destination; AmeriQual, SOPAKCO, and Wornick. The maximum dollar value for Option Year Two (2) is \$33,016,766.25.

The effective period for Option Year Two (2) is from November 17, 2013 through November 16, 2014.