

<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>			1. CONTRACT ID CODE	PAGE OF PAGES 1   9
2. AMENDMENT/MODIFICATION NO. P00002	3. EFFECTIVE DATE FEB 1, 2013	4. REQUISITION/PURCHASE REQ. NO. VARIOUS	5. PROJECT NO. (if applicable)	
6. ISSUED BY DLA TROOP SUPPORT / SUBSISTENCE DIRECTORATE 700 ROBBINS AVENUE PHILADELPHIA PA 19111-5092 ATTN: PAUL BROWN (FTRC)	CODE SP0300	7. ADMINISTERED BY (if other than Item 6)	CODE S1103A	DCMA ATLANTA 2300 LAKE PARK DRIVE SMYRNA GA 30080
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) THERMO PAC LLC 1609 STONE RIDGE DRIVE STONE MOUNTAIN GA 30083-1109			<input checked="" type="checkbox"/> 9A. AMENDMENT OF SOLICITATION NO.	
CODE OCBU1 FACILITY CODE			<input type="checkbox"/> 9B. DATED (SEE ITEM 11)	
			<input checked="" type="checkbox"/> 10A. MODIFICATION OF CONTRACT/ORDER NO. SPM3S1-12-D-Z122	
			<input checked="" type="checkbox"/> 10B. DATED (SEE ITEM 13) Jan 27, 2012	

**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 your 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 ONLY APPLIES TO MODIFICATION 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.
<input type="checkbox"/>	
<input type="checkbox"/>	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).
<input type="checkbox"/>	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF:
<input checked="" type="checkbox"/>	D. OTHER (Specify type of modification and authority) DLAD 52.216-9061 Economic Price Adjustment - Table Spreads (NOV 2009)

**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.)

All other terms and conditions remain the same except the following:

See pages 02 through 09.

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)
	JAMES A. LECOLLIER DLA TROOP SUPPORT / CONTRACTING OFFICER
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED
(Signature of person authorized to sign)	
	16B. UNITED STATES OF AMERICA <i>James A. Lecollier</i> (Signature of Contracting Officer)
	16C. DATE SIGNED 2/1/13

In accordance with EPA (Economic Price adjustment) Clauses 52.217-1001 and 52.216-9061 incorporated into this contract by reference, the Cheese and Butter commodity portion of the three Cheese Spreads items and Peanut Butter used in the three Peanut Butter Spreads items are subject to price adjustments. The Cheese adjustments are based on price changes to Cheese Barrels 40# Blocks and Butter Grade AA as published weekly by Chicago Mercantile Exchange and Cash Trading in the USDA Daily Market News. The Peanut Butter adjustments are based on price changes to the Bureau Of Labor Statistics (BLS) Monthly Producer Price Index (PPI).

The price calculations resulted in a net overall decrease from the base year pricing for each of the three Cheese Spread items which was -2.49% for Cheese & -20/85% for Butter at time of award. There was a net overall increase from the base year pricing for each of the three peanut Butter items which was +52.05% at time of award. This was due the recent market volatility of these ingredients in 2012. The calculations are based on the portion of the contractor's unit price subject to EPA submitted in the contractor's proposal prior to award. The adjusted unit prices are as follows:

1. Cheese Spread, Cheddar Plain - 8940-00-149-1059
    - Ameriquel - Adjusted Unit Price: \$0.2272
    - SOPAKCO - Adjusted Unit Price: \$0.2272
    - Wornick - Adjusted Unit Price: \$0.2272
  
  2. Cheese Spread, Cheddar With Jalapeno – 8940-01-414-6122
    - Ameriquel - Adjusted Unit Price: \$0.2297
    - SOPAKCO - Adjusted Unit Price: \$0.2297
    - Wornick - Adjusted Unit Price: \$0.2297
  
  3. Cheese Spread, Cheddar With Bacon – 8940-01-502-5688
    - Ameriquel - Adjusted Unit Price: \$0.2348
    - SOPAKCO - Adjusted Unit Price: \$0.2348
    - Wornick - Adjusted Unit Price: \$0.2348
  
  4. Peanut Butter and Peanut Spread, Plain – 8930-01-555-4596
    - Ameriquel - Adjusted Unit Price: \$0.2157
    - SOPAKCO - Adjusted Unit Price: \$0.2157
    - Wornick - Adjusted Unit Price: \$0.2157
  
  5. Peanut Butter and Peanut Spread, Chocolate – 8930-01-555-4596
    - Ameriquel - Adjusted Unit Price: \$0.2355
    - SOPAKCO - Adjusted Unit Price: \$0.2355
    - Wornick - Adjusted Unit Price: \$0.2355
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- 6. Peanut Butter and Peanut Spread, Chunky/Crunchy – 8930-01-555-4604
  - Ameriquial - Adjusted Unit Price: \$0.2184
  - SOPAKCO - Adjusted Unit Price: \$0.2184
  - Wornick - Adjusted Unit Price: \$0.2184

In accordance with provision f of clause 52.216-9061, the adjusted contract unit prices are shown on the attached pages.

The price adjustments are effective at the start of the first option year, January 26, 2013. Unit price changes will be addressed in subsequent contract modifications to delivery orders issued between the start of this option year and the date of this modification.

All other terms and conditions remain the same.

SPM3S1-12-D-Z122  
 SPM3S1-11-R-7073  
 Economic Price Adjustment (EPA) Summary

Item	Description	Quantity		1st Adjusted Period			Price (Increase/Decrease)	
		Min	Max	Original	Adjusted	EPA	Min	Max
1	Plain Cheese Spread	10,000,000	30,000,000	\$0.2414	\$0.2272	(\$0.0142)	(\$142,000.00)	(\$426,000.00)
2	Jalapeno Cheese Spread	5,000,000	15,000,000	\$0.2439	\$0.2297	(\$0.0142)	(\$71,000.00)	(\$213,000.00)
3	Bacon Cheese Spread	1,250,000	3,750,000	\$0.2490	\$0.2348	(\$0.0142)	(\$17,750.00)	(\$53,250.00)
4	Plain Peanut Butter	8,750,000	26,250,000	\$0.1961	\$0.2157	\$0.0196	\$171,500.00	\$514,500.00
5	Chocolate Peanut Butter	1,250,000	3,750,000	\$0.2141	\$0.2355	\$0.0214	\$26,750.00	\$80,250.00
6	Chunky Peanut Butter	2,500,000	7,500,000	\$0.1985	\$0.2184	\$0.0199	\$49,750.00	\$149,250.00
	<b>Total (Payment/Refund)</b>						<b>\$17,250.00</b>	<b>\$51,750.00</b>

**Economic Price Adjustment (EPA) Calculations**

Item	Description	EPA Factor	Adjusting Unit Price	Base Unit Price	% Change	Allowance Factor	Price Adjustment	Unit Price Adjustment	Ceiling	Price Adjustment	Fixed Price Portion	Portion Subject to EPA	Adjusted Unit Price
1	Plain Cheese Spread	Cheese	\$1.7097	\$1.7534	-2.49%	\$0.0920	-\$0.0023	(\$0.0142)	\$0.0241	(\$0.0142)	\$0.0922	\$0.1492	<b>\$0.2272</b>
		Butter	\$1.5951	\$2.0153	-20.85%	\$0.0572	-\$0.0119						
2	Jalapeno Cheese Spread	Cheese	\$1.7097	\$1.7534	-2.49%	\$0.0920	-\$0.0023	(\$0.0142)	\$0.0244	(\$0.0142)	\$0.0947	\$0.1492	<b>\$0.2297</b>
		Butter	\$1.5951	\$2.0153	-20.85%	\$0.0572	-\$0.0119						
3	Bacon Cheese Spread	Cheese	\$1.7097	\$1.7534	-2.49%	\$0.0920	-\$0.0023	(\$0.0142)	\$0.0249	(\$0.0142)	\$0.0998	\$0.1492	<b>\$0.2348</b>
		Butter	\$1.5951	\$2.0153	-20.85%	\$0.0572	-\$0.0119						
4	Plain Peanut Butter	Peanut Butter	161.62	106.29	52.05%	\$0.1250	\$0.0651	\$0.0651	\$0.0196	\$0.0196	\$0.0711	\$0.1250	<b>\$0.2157</b>
5	Chocolate Peanut Butter	Peanut Butter	161.62	106.29	52.05%	\$0.0997	\$0.0519	\$0.0519	\$0.0214	\$0.0214	\$0.1144	\$0.0997	<b>\$0.2355</b>
6	Chunky Peanut Butter	Peanut Butter	161.62	106.29	52.05%	\$0.1290	\$0.0671	\$0.0671	\$0.0199	\$0.0199	\$0.0695	\$0.1290	<b>\$0.2184</b>

**SPM3S1-12-D-Z122****Economic Price Adjustment (EPA) Calculations****Economic Indicator: Butter Grade AA****Publication: USDA Weekly Chicago Mercantile Exchange (CME) Cash Trading**

Base Period			1st Adjusted Period	
Report Date	Price	Weeks	Report Date	Price
01-Oct-10	\$2.2350	1	03-Feb-12	\$1.4980
08-Oct-10	\$2.1940	2	10-Feb-12	\$1.4425
15-Oct-10	\$2.1850	3	17-Feb-12	\$1.4005
22-Oct-10	\$2.1850	4	24-Feb-12	\$1.4156
29-Oct-10	\$2.1850	5	02-Mar-12	\$1.4205
05-Nov-10	\$2.1100	6	09-Mar-12	\$1.4500
12-Nov-10	\$1.9980	7	16-Mar-12	\$1.5005
19-Nov-10	\$1.9480	8	23-Mar-12	\$1.5225
26-Nov-10	\$1.7500	9	30-Mar-12	\$1.4980
03-Dec-10	\$1.5575	10	06-Apr-12	\$1.4444
10-Dec-10	\$1.6120	11	13-Apr-12	\$1.4260
17-Dec-10	\$1.6470	12	20-Apr-12	\$1.4175
24-Dec-10	\$1.6525	13	27-Apr-12	\$1.3845
31-Dec-10	\$1.6575	14	04-May-12	\$1.3420
07-Jan-11	\$1.8380	15	11-May-12	\$1.3065
14-Jan-11	\$2.1000	16	18-May-12	\$1.3515
21-Jan-11	\$2.1000	17	25-May-12	\$1.3860
28-Jan-11	\$2.1000	18	01-Jun-12	\$1.3981
04-Feb-11	\$2.1000	19	08-Jun-12	\$1.4085
11-Feb-11	\$2.0980	20	15-Jun-12	\$1.4595
18-Feb-11	\$2.0465	21	22-Jun-12	\$1.5355
25-Feb-11	\$2.0100	22	29-Jun-12	\$1.5215
04-Mar-11	\$2.0780	23	06-Jul-12	\$1.5288
11-Mar-11	\$2.1200	24	13-Jul-12	\$1.5430
18-Mar-11	\$2.1090	25	20-Jul-12	\$1.5780
25-Mar-11	\$2.0650	26	27-Jul-12	\$1.6465
01-Apr-11	\$2.0270	27	03-Aug-12	\$1.6615
08-Apr-11	\$1.9715	28	10-Aug-12	\$1.7270
15-Apr-11	\$1.9895	29	17-Aug-12	\$1.7775
22-Apr-11	\$2.0000	30	24-Aug-12	\$1.8000
29-Apr-11	\$2.0290	31	31-Aug-12	\$1.8285
06-May-11	\$2.0895	32	07-Sep-12	\$1.8663
13-May-11	\$1.9895	33	14-Sep-12	\$1.8420
20-May-11	\$2.0570	34	21-Sep-12	\$1.8700

27-May-11	\$2.1355	35	28-Sep-12	\$1.9400
03-Jun-11	\$2.1575	36	05-Oct-12	\$1.9325
10-Jun-11	\$2.1175	37	12-Oct-12	\$1.9310
17-Jun-11	\$2.1400	38	19-Oct-12	\$1.8880
24-Jun-11	\$2.1010	39	26-Oct-12	\$1.8925
01-Jul-11	\$2.0300	40	02-Nov-12	\$1.8910
08-Jul-11	\$2.0363	41	09-Nov-12	\$1.8830
15-Jul-11	\$2.0300	42	16-Nov-12	\$1.8660
22-Jul-11	\$2.0350	43	23-Nov-12	\$1.7033
29-Jul-11	\$2.0750	44	30-Nov-12	\$1.6375
05-Aug-11	\$2.1020	45	07-Dec-12	\$1.5870
12-Aug-11	\$2.0705	46	14-Dec-12	\$1.5940
19-Aug-11	\$2.0870	47	21-Dec-12	\$1.5575
26-Aug-11	\$2.0915	48	28-Dec-12	\$1.4975
02-Sep-11	\$2.0695	49	04-Jan-13	\$1.4969
09-Sep-11	\$1.9619	50	11-Jan-13	\$1.4575
16-Sep-11	\$1.9045	51	18-Jan-13	\$1.4885
23-Sep-11	\$1.8150	52	25-Jan-13	\$1.5050

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**\$2.0153**

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**\$1.5951**

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**SPM3S1-12-D-Z122****Economic Price Adjustment (EPA) Calculations**

Economic Indicator: Cheese Barrels 40# Blocks

Publication: USDA Weekly Chicago Mercantile Exchange (CME) Cash Trading

Base Period		1st Adjusted Period	
Report Date	Price	Report Date	Price
01-Oct-10	\$1.7560	03-Feb-12	\$1.4965
08-Oct-10	\$1.7665	10-Feb-12	\$1.4770
15-Oct-10	\$1.7640	17-Feb-12	\$1.4820
22-Oct-10	\$1.7030	24-Feb-12	\$1.4750
29-Oct-10	\$1.6580	02-Mar-12	\$1.4790
05-Nov-10	\$1.5310	09-Mar-12	\$1.4765
12-Nov-10	\$1.4040	16-Mar-12	\$1.5345
19-Nov-10	\$1.4285	23-Mar-12	\$1.5900
26-Nov-10	\$1.4775	30-Mar-12	\$1.4905
03-Dec-10	\$1.5000	06-Apr-12	\$1.4894
10-Dec-10	\$1.4515	13-Apr-12	\$1.4875
17-Dec-10	\$1.3325	20-Apr-12	\$1.5030
24-Dec-10	\$1.3225	27-Apr-12	\$1.5265
31-Dec-10	\$1.3305	04-May-12	\$1.5350
07-Jan-11	\$1.3510	11-May-12	\$1.5025
14-Jan-11	\$1.4705	18-May-12	\$1.5000
21-Jan-11	\$1.5125	25-May-12	\$1.5145
28-Jan-11	\$1.6735	01-Jun-12	\$1.6100
04-Feb-11	\$1.7785	08-Jun-12	\$1.6080
11-Feb-11	\$1.8870	15-Jun-12	\$1.6450
18-Feb-11	\$1.9435	22-Jun-12	\$1.6195
25-Feb-11	\$1.9850	29-Jun-12	\$1.6490
04-Mar-11	\$2.0030	06-Jul-12	\$1.6400
11-Mar-11	\$2.0145	13-Jul-12	\$1.6540
18-Mar-11	\$1.7585	20-Jul-12	\$1.7160
25-Mar-11	\$1.6355	27-Jul-12	\$1.7150
01-Apr-11	\$1.6435	03-Aug-12	\$1.7040
08-Apr-11	\$1.5795	10-Aug-12	\$1.8185
15-Apr-11	\$1.6220	17-Aug-12	\$1.8655
22-Apr-11	\$1.6119	24-Aug-12	\$1.8440
29-Apr-11	\$1.6045	31-Aug-12	\$1.8505
06-May-11	\$1.6390	07-Sep-12	\$1.8275
13-May-11	\$1.6315	14-Sep-12	\$1.8455
20-May-11	\$1.6700	21-Sep-12	\$1.9490

27-May-11	\$1.7660	28-Sep-12	\$2.0565
03-Jun-11	\$1.9438	05-Oct-12	\$2.0940
10-Jun-11	\$2.1105	12-Oct-12	\$2.1000
17-Jun-11	\$2.1125	19-Oct-12	\$2.0240
24-Jun-11	\$2.1300	26-Oct-12	\$2.0640
01-Jul-11	\$2.1290	02-Nov-12	\$2.1100
08-Jul-11	\$2.1131	09-Nov-12	\$2.0240
15-Jul-11	\$2.0495	16-Nov-12	\$1.8540
22-Jul-11	\$2.1400	23-Nov-12	\$1.8250
29-Jul-11	\$2.1550	30-Nov-12	\$1.8120
05-Aug-11	\$2.1435	07-Dec-12	\$1.7600
12-Aug-11	\$2.0820	14-Dec-12	\$1.7460
19-Aug-11	\$1.9840	21-Dec-12	\$1.7290
26-Aug-11	\$1.7900	28-Dec-12	\$1.7400
02-Sep-11	\$1.7900	04-Jan-13	\$1.7600
09-Sep-11	\$1.7888	11-Jan-13	\$1.7280
16-Sep-11	\$1.7825	18-Jan-13	1.7035
23-Sep-11	\$1.7250	25-Jan-13	1.6525

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**\$1.7534**

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**\$1.7097**

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**SPM3S1-12-D-Z122**

**Economic Price Adjustment (EPA) Calculations**

Economic Indicator: WPU01830111 for Peanut Butter & Roasted Peanuts

Publication: Bureau of Labor Statistics - Producer Price Index-Commodities

Base Period		1st Adjusted Period	
Report Date	PPI	Report Date	PPI
September-10	94.5	January-12	156.0
October-10	92.9	February-12	163.3
November-10	102.1	March-12	170.5
December-10	103.6	April-12	167.1
January-11	112.8	May-12	152.9
February-11	108.6	June-12	163.2
March-11	110.4	July-12	161.5
April-11	102.9	August-12	138.6
May-11	110.3	September-12	172.5
June-11	110.1	October-12	162.6
July-11	114.9	November-12	164.2
August-11	112.4	December-12	167.0
<b>106.29</b>		<b>161.62</b>	