

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE	PAGE 1	OF 7	PAGES 7
2. AMENDMENT/MODIFICATION NO. 0002		3. EFFECTIVE DATE 11/24/10	4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)		
6. ISSUED BY Defense Logistics Agency (DLA) Troop Support 700 Robbins Avenue Philadelphia, PA 19111 POC: Thomas Drew (215) 737-4862		CODE	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. SPM300-11-R-0005		
				X	9B. DATED (SEE ITEM 11) 10/13/10		
					10A. MODIFICATION OF CONTRACT/ORDER NO.		
					10B. DATED (SEE ITEM 11)		
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.

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 1 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.
	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 _____ copies to the issuing office.

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

This amendment contains two sections, Section I to clarify four DLA Troop Support responses to vendor pre-proposal questions that were previously responded to in Amendment 0001 dated 23 November 2010. The clarifications in Section I are provided for clarification purposes only and do not change the requirements in the solicitation. Section II contains actual revisions (adds/changes/deletions) to the solicitation requirements.

All page numbers and section references refer to the original RFP SPM300-11-R-0005 as issued on 13 October 2010.

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)	
		Thomas Drew	
15B. CONTRACTOR/OFFEROR	15C. DATE SIGNED	16B. UNITED STATES OF AMERICA	16C. DATE SIGNED
(Signature of person authorized to sign)		(Signature of Contracting Officer)	

Section I: Clarification to DLA Troop Support responses to vendor pre-proposal questions

The following four questions/answers were previously responded to in Amendment 0001 dated 23 November 2010 and are changed to read as follows:

#42. SOW XIV Categories of Items

Normal Distribution Prices page 88. Category Number 73. Please confirm for pricing purposes if the UOM defined as case is in fact for 2 cases as intimated in the nomenclature.

DLA Troop Support Response: Distribution categories 72, 73, and 81 have been revised in this amendment under Section II, number 3.

#44. SOW XIV Categories of Items

Premium categories page 88. For category 98 please confirm the UOM is net weight i.e. product weight only and not gross weight i.e. including packaging and ice.

DLA Troop Support Response: Yes, the UOM should be based on net weight i.e. product weight only.

#55: Referring to page 63, future Operational Rations storage requirements

Country/Region	Number of Dry Pallets	Number of Reefer Pallets
Bahrain	100	50
Qatar	100	50
UAE	6000	500
Djibouti	100	50

Please indicate if the quantities indicated refer to the base period (24 months) or if it includes also the 2 option periods. The quantities indicated for UAE seems extremely high, especially when compared with the information retrievable from the schedule of items for zone 2. For the base period in fact it is indicated:

- a) 8970001491094 MEAL, READY-TO-EAT, IND, TPK-2 ITEM, MENU 1-12, 1/12 MEAL CT BX, ACR-M-026, 35707 BX (approximately 790 pallets)
- b) 8970015256856 GFM UGR-A PERISHABLE, 9 EA/CS (1 pallet)
- c) 8970015394598 GFM UGR-E, EA/CS (1 pallet)

DLA Troop Support Response: Operational rations storage requirement numbers are revised under this amendment in Section II, number 5. Quantities are representative of a continuous requirement. This means for example that the 100 American sized (48 x 40 inches) dry pallet spaces required for customers in Bahrain will need to be available at all time during the life of the contract.

#79. Does the 60-day stock requirement need to be maintained in each respective country or can the stock be maintained at a regional location? Request clarification

DLA Troop Support Response: The stock does not need to be specifically maintained in each respective country. However, the offeror will need to account for required delivery lead times and stock requirements for each customer when establishing their proposal and selecting warehouse locations.

Section II: Revisions (adds/changes/deletions) to the Solicitation

1. The following language is incorporated to the Addendum to FAR 52.212-1. CIVIL RESERVE AIR FLEET (CRAF) / VOLUNTARY INTERMODAL SEALIFT AGREEMENT (VISA) is hereby added as a technical evaluation factor:
 - a. On page 158, Paragraph 6. Proposal Factors add the following: VII. Civil Reserve Air Fleet (CRAF) / Voluntary Intermodal Sealift Agreement (VISA).
 - b. On page 161, Technical Evaluation Matrix add the following: Civil Reserve Air Fleet (CRAF) / Voluntary Intermodal Sealift Agreement (VISA).
 - c. On page 175 prior to paragraph 9. Submission Requirement – Business Proposal/Pricing – Volume II, add the following language:

(vii) Factor VII. Civil Reserve Air Fleet (CRAF) / Voluntary Intermodal Sealift Agreement (VISA)

The offeror must provide the following:

- A. Offerors will specify what portion of their aircraft, as a percentage (%), is currently CRAF / VISA aircraft. They will also specify what portion of their aircraft, as a percentage (%), will be CRAF / VISA aircraft throughout the life of the contract.
 - B. Offerors will provide a description of the efforts their company will make to “Fly American.”
 - C. Offerors will provide progress reports in reference to their CRAF / VISA “Fly American” efforts to the Contracting Officer as part of their monthly metrics reporting. They will provide the name and title of the individual principally responsible for ensuring their company’s support to such entities.
2. The following language is added to the Addendum to FAR 52.212-2:
 - a. On page 188, prior to paragraph entitled Price Evaluation Process, add the following language:

Factor VII. Civil Reserve Air Fleet (CRAF) / Voluntary Intermodal Sealift Agreement (VISA)

Civil Reserve Air Fleet (CRAF) / Voluntary Intermodal Sealift Agreement (VISA) will be evaluated on a comparative basis among all offerors. The offeror that proposes a higher percentage of CRAF / VISA aircraft they currently utilize, and the percentage (%) of CRAF / VISA aircraft they intend to utilize throughout the life of the contract will receive a higher ranking on this factor.

3. Page 59, the first paragraph is deleted and replaced with the following:

We expect 77% of this requirement to come from customers located in Qatar, 3% of this requirement to come from customers located in Saudi Arabia, and 20% of this requirement to come from customers located in Bahrain. However, these expectations are not guaranteed.

4. Page 59, the last paragraph is deleted and replaced with the following:

We expect 48% of this requirement to come from customers located in the UAE, 3% of this requirement to come from customers located in Oman, 2% of this requirement to come from customers located in Kenya, and 47% of this requirement to come from customers located in Djibouti. However, these expectations are not guaranteed.

5. Page 60, the following customer is added as part of the customer list for Zone 2:

<u>Customer Name</u>	<u>Port or Area</u>
Navy, CTF-53	Mombasa, Kenya

6. Page 63 the chart providing future Operational Rations storage requirements under this solicitation is updated to read as follows:

The below information is provided for future Operational Rations storage requirements under this solicitation:

<u>For Customers Located in:</u>	<u>Number of Dry Pallets</u>	<u>Number of Reefer Pallets</u>
<u>Zone 1</u>		
Bahrain	100	50
Qatar	1800	500
<u>Zone 2</u>		
UAE	9000	500
Djibouti	100	50

Please note: Pallet spaces for operational rations are American sized pallet spaces (48 x 40 inches)

7. Page 63 paragraph E., last paragraph, delete the paragraph and replace with the following:

The Prime Vendor will be required to maintain 60 days of supply of prime vendor product for each customer at all times at their OCONUS warehouse location(s). It is estimated that 6,450 (4,000 for Prime Vendor product and 2,450 for operational rations) American sized pallet spaces (48 x 40 inches) will be required to meet the solicitation requirements for Zone 1 and that 15,150 (5,500 for Prime Vendor product and 9,650 for operational rations) American sized pallet spaces (48 x 40 inches) will be required to meet the solicitation requirements for Zone 2. These estimates were developed using current contract data and include operational rations storage requirements. It is also estimated that product will be in the pipeline for 49 days, and that the

offeror will be required to utilize a total of 2,400 American sized pallets for Zone 1 and 3,200 American sized pallets for Zone 2 for that time period. Operational rations are not included in the pipeline pallet space requirements.

8. Page 77, paragraph B. Acquisition Value, is deleted and replaced with the following:

B. ACQUISITION VALUE: The estimated dollar value of this solicitation is \$768,341,000.00 (\$336,195,500.00 for zone 1 and \$432,145,500.00 for zone 2) in the event that the base period and all option periods are invoked. The maximum dollar value will be 300% or \$2,305,023,000.00 (\$1,008,586,500.00 for zone 1 and \$1,296,436,500.00 for zone 2), inclusive of option periods.

The guaranteed minimum will be ten percent (10%) of the estimated dollar value per contract period per zone. In the event that any option period(s) are not exercised, such periods will not be included in the calculation of the guaranteed minimum.

9. Page 78,b). (i) under pricing exception 1 is deleted and replaced with the following:

- (i) The product is listed in category #59 – Prime Vendor Fresh Fruits & Vegetables (FF&V) or #98 - Airlift Cost Per Product Weight (includes all tri-walling and wet/dry ice charges).

10. Page 84, #4, is deleted and replaced with the following:

- 4. Airlift Cost Per Net Product Weight (pricing for the category includes all tri-walling and wet/dry ice charges) for Zone 2 Djibouti Only – Monthly
 *Note: No additional normal distribution fee will be applied to items in this category. Estimates for this premium category are provided separately at the bottom of Attachment 4 (Category 98)
 Note: No additional normal distribution fees will be applied to items in this category.

A copy of the KO or COR requirement and authorization must be submitted with the invoice along with any other pertinent documents that show that the work was performed.

11. Page 88, the following distribution price categories are amended as follows:

Category Number	Category Description	UOM
72	Government Furnished Material (GFM) for Prime Vendor Dist. Unitized Group Ration Heat and Serve (UGR-H&S), 3 CS per EA (EA=Module and there is 3 cases per module)	EA
73	UGR-A Semi Perishable, 2 CS Per EA, (EA=Module and there is 2 cases per module)	EA
81	UGR-A Semi Perishable, 2 CS Per EA, (EA=Module and there is 2 cases per module)	Pallet Spaces

12. Page 107, paragraph B. Obtaining a PKI certificate is deleted and replaced with the following:

B. Obtaining a PKI certificate

1. For access to CPARS: A Department Of Defense (DoD) PKI Certificate is required for all DoD employees accessing ACASS, CCASS, CPARS and FAPIIS. Contractors are also encouraged to obtain and use a certificate. Non-DoD Government users may continue to access ACASS, CCASS, CPARS and FAPIIS without a certificate.
2. PKI Certifications remain a requirement for access to some Government electronic systems. However, OCONUS vendors may have some difficulty in obtaining a PKI certificate, and while this is a requirement under special circumstances exceptions can be made. Additionally, the potential cost involved in obtaining a PKI certification should be considered when offerors establish normal distribution prices.
 - a. Contractors who do not work at a Department of Defense facility may purchase a DoD PKI certificate from one of three External Certificate Authorities (ECAs). The ECAs are vendors who provide digital certificates to DOD's industry partners who are using their own equipment or working in non-government facilities. A list of ECAs is available at <http://iase.disa.mil/pki/eca/>. Each contractor employee accessing CPARS will need an Identity Certificate (An Encryption Certificate is not required). Certificate prices range in from \$99 - \$115 per certificate per year, with volume discounts at some ECAs.

13. On Page 113, after paragraph H. insert paragraph I. ZONE 1 BAHRAIN LAND BASED CUSTOMERS as follows:

I. ZONE 1 BAHRAIN LAND BASED CUSTOMERS:

The Prime Vendor shall stock items in sufficient quantities to fill all ordering activity requirements. Normal routine deliveries shall be made within 2 days after order placement. Order placement must be made before 12 noon to be considered for the day. For example, orders placed before noon on March 1st would have required delivery date of March 3rd. Exceptions may apply for remote areas and communication problems.

14. Page 135, delete paragraph I., in the first line change the word "insure" to "ensure".

15. Page 138, paragraph B: delete 120 days after award and substitute 60 days after award.

16. Page 162 under submission requirements for Factor I Distribution-System Capability/Quality Assurance, sub-factor a. Location and Capacity paragraph 3is deleted and replaced with the following:

3. It is estimated that 6,450 (4,000 for Prime Vendor product and 2,450 for operational rations) American sized pallet spaces (48 x 40 inches) will be required to meet the solicitation requirements for Zone 1 and that 15,150 (5,500 for Prime Vendor product and 9,650 for operational rations) American sized pallet spaces (48 x 40 inches) will be required to meet the solicitation requirements for Zone 2. These estimates were developed using current contract data

and include operational rations storage requirements.. Therefore for each OCONUS warehouse location, the offeror must provide total warehouse capacity (ambient, chill and freeze), firm's open warehouse capacity (to include pick slots and reserve slots), and layout, in terms of pallet locations as it relates to the volume of this contract.

17. Page 176, the following paragraph is deleted:

(2) Pack size such as weight, number of units relative to the Quote or Invoice Product Price and the Government Unit of Issue (Using the above example, enter 50).

18. All references to sheets a, b, and c of Attachment 4 as referenced in the original solicitation dated 13 October 2010 no longer apply.