

<b>AWARD/CONTRACT</b>		1. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)	RATING DO-C1	PAGE OF PAGES 1   17
2. CONTRACT (Proc. Inst. Ident.) NO. SPM3S1-12-D-Z122		3. EFFECTIVE DATE JAN 27, 2012	4. REQUISITION/PURCHASE REQUEST/PROJECT NO.	
ISSUED BY DLA Troop Support 700 Robbins Avenue Philadelphia PA 19111-5092 P. Brown/FTRC/215-737-9042		CODE SPM3S1	6. ADMINISTERED BY (If other than Item 6) DCMA Atlanta 2300 Lake Park Drive Smyrna GA 30080	

7. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code) Thermo PAC LLC 1609 Stone Ridge Drive Stone Mountain GA 30329		6. DELIVERY <input type="checkbox"/> FOB ORIGIN <input checked="" type="checkbox"/> OTHER (See below)	
CODE OCBU1		FACILITY CODE	
11. SHIP TO/MARK FOR SEE SCHEDULE		12. PAYMENT WILL BE MADE BY DFAS-BVDP (SL4701) P.O. BOX 369031 COLUMBUS OH 43236-9031	
13. AUTHORITY FOR USING OTHER THAN FULL AND OPEN COMPETITION: <input type="checkbox"/> 10 U.S.C. 2304(c)(1) <input type="checkbox"/> 41 U.S.C. 253(c)(1)		14. ACCOUNTING AND APPROPRIATION DATA BX 97X4930 5CBX 001 2630 S33189	
15A. ITEM NO.		15B. SUPPLIES/SERVICES	15C. QUANTITY

15A. ITEM NO.	15B. SUPPLIES/SERVICES	15C. QUANTITY	15D. UNIT	15E. UNIT PRICE	15F. AMOUNT
	SEE SCHEDULE	1	Year	6,721,593.75	6,721,593.75

15G. TOTAL AMOUNT OF CONTRACT \$ 6,721,593.75

(X)	SEC.	DESCRIPTION	PAGE(S)	(X)	SEC.	DESCRIPTION	PAGE(S)
PART I - THE SCHEDULE				PART II - CONTRACT CLAUSES			
	A	SOLICITATION/CONTRACT FORM			I	CONTRACT CLAUSES	
	B	SUPPLIES OR SERVICES AND PRICES/COSTS		PART III - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACH.			
	C	DESCRIPTION/SPEC./WORK STATEMENT			J	LIST OF ATTACHMENTS	
	D	PACKAGING AND MARKING		PART IV - REPRESENTATIONS AND INSTRUCTIONS			
	E	INSPECTION AND ACCEPTANCE			K	REPRESENTATIONS, CERTIFICATIONS AND OTHER STATEMENTS OF OFFERORS	
	F	DELIVERIES OR PERFORMANCE			L	INSTRS., CONDS., AND NOTICES TO OFFERORS	
	G	CONTRACT ADMINISTRATION DATA			M	EVALUATION FACTORS FOR AWARD	
	H	SPECIAL CONTRACT REQUIREMENTS					

CONTRACTING OFFICER WILL COMPLETE ITEM 17 (SEALED-BID OR NEGOTIATED PROCUREMENT) OR 18 (SEALED-BID PROCUREMENT) AS APPLICABLE

17. <input checked="" type="checkbox"/> CONTRACTOR'S NEGOTIATED AGREEMENT (Contractor is required to sign this document and return 2 copies to issuing office.) Contractor agrees to furnish and deliver all items or perform all the services set forth or otherwise identified above and on any continuation sheets for the consideration stated herein. The rights and obligations of the parties to this contract shall be subject to and governed by the following documents: (a) this award/contract, (b) the solicitation, if any, and (c) such provisions, representations, certifications, and specifications, as are attached or incorporated by reference herein. (Attachments are listed herein.)	18. <input type="checkbox"/> SEALED-BID AWARD (Contractor is not required to sign this document.) Your bid on Solicitation Number _____ including the additions or changes made by you which additions or changes are set forth full above, is hereby accepted as to the terms listed above and on any continuation sheet. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your bid, and (b) this award/contract. No further contractual document is necessary. (Block 18 should be checked only when awarding a sealed-bid contract.)
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19A. NAME AND TITLE OF SIGNER (Type or Print) JOHN KNAPP VICE PRESIDENT	20A. NAME OF CONTRACTING OFFICER JAMES A. LECOLLIER
19B. NAME OF CONTRACTOR BY <u>John Knapp</u> (Signature of person authorized to sign)	20B. UNITED STATES OF AMERICA BY <u>James A. Lecollier</u> (Signature of Contracting Officer)
19C. DATE SIGNED 1-27-12	20C. DATE SIGNED 1/27/12

**SECTION B – SUPPLIES AND PRICES**

**Base Year**

<u>LINE ITEM</u>	<u>ITEM DESCRIPTION</u>	<u>UNIT PRICE</u>	<u>F.O.B. Destination</u>
0001	Cheese Spread, Plain	\$0.2400	Ameriqua (A)
	NSN: 8940-00-149-1059	\$0.2400	SOPAKCO (S)
	PDM Lot # 1181	\$0.2400	Wornick (W)

Minimum Quantity: 10,000,000  
Minimum Dollar Value: \$2,400,000.00

Maximum Quantity: 30,000,000

0002	Cheese Spread, Jalapeno	\$0.2425	A
	NSN: 8940-01-414-6122	\$0.2425	S
	PDM Lot # 1166	\$0.2425	W

Minimum Quantity: 5,000,000  
Minimum Dollar Value: \$1,212,500.00

Maximum Quantity: 15,000,000

0003	Cheese Spread, Bacon	\$0.2475	A
	NSN: 8940-01-502-5688	\$0.2475	S
	PDM Lot # 1165	\$0.2475	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$309,375.00

Maximum Quantity: 3,750,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0004	Peanut Butter, Plain	\$0.1950	A
	NSN: 8930-01-555-4596	\$0.1950	S
	PDM Lot # 0295	\$0.1950	W

Minimum Quantity: 8,750,000  
Minimum Dollar Value: \$1,706,250.00

Maximum Quantity: 26,250,000

0005	Peanut Butter, Chocolate	\$0.2124	A
	NSN: 8930-01-527-8226	\$0.2124	S
	PDM Lot # 0291	\$0.2124	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$265,500.00

Maximum Quantity: 3,750,000

0006	Peanut Butter Chunky	\$.1975	A
	NSN: 8930-01-555-4604	\$.1975	S
	PDM Lot # 0293	\$.1975	W

Minimum Quantity: 2,500,000  
Minimum Dollar Value: \$493,750.00

Maximum Quantity: 7,500,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0007	Preserves, Blackberry	\$0.1451	A
	NSN: 8930-01-426-4749	\$0.1451	S
	PDM Lot # 0251	\$0.1451	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$226,718.75

Maximum Quantity: 4,687,500

0013	Syrup, Table, Imitation, Maple	\$0.0860	A
	NSN: 8925-01-584-8723	\$0.0860	S
	PDM Lot # 0260	\$0.0860	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$107,500.00

Maximum Quantity: 3,750,000

Option Year One

<u>LINE ITEM</u>	<u>ITEM DESCRIPTION</u>	<u>UNIT PRICE</u>	<u>F.O.B. Destination</u>
0001	Cheese Spread, Plain	\$0.2414	A
	NSN: 8940-00-149-1059	\$0.2414	S
		\$0.2414	W
	Minimum Quantity: 10,000,000		
	Minimum Dollar Value: \$2,414,000.00		
	Maximum Quantity: 30,000,000		
0002	Cheese Spread, Jalapeno	\$0.2439	A
	NSN: 8940-01-414-6122	\$0.2439	S
		\$0.2439	W
	Minimum Quantity: 5,000,000		
	Minimum Dollar Value: \$1,219,500.00		
	Maximum Quantity: 15,000,000		
0003	Cheese Spread, Bacon	\$0.2490	A
	NSN: 8940-01-502-5688	\$0.2490	S
		\$0.2490	W
	Minimum Quantity: 1,250,000		
	Minimum Dollar Value: \$311,250.00		
	Maximum Quantity: 3,750,000		

SPM3S1-12-D-Z122  
Thermo PAC LLC

0004	Peanut Butter, Plain	\$0.1961	A
	NSN: 8930-01-555-4596	\$0.1961	S
	PDM Lot # 0307	\$0.1961	W

Minimum Quantity: 8,750,000  
Minimum Dollar Value: \$1,715,875.00

Maximum Quantity: 26,250,000

0005	Peanut Butter, Chocolate	\$0.2141	A
	NSN: 8930-01-527-8226	\$0.2141	S
		\$0.2141	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$267,625.00

Maximum Quantity: 3,750,000

0006	Peanut Butter Chunky	\$.1985	A
	NSN: 8930-01-555-4604	\$.1985	S
	PDM Lot # D211B	\$.1985	W

Minimum Quantity: 2,500,000  
Minimum Dollar Value: \$496,250.00

Maximum Quantity: 7,500,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0007	Preserves, Blackberry	\$0.1480	A
	NSN: 8930-01-426-4749	\$0.1480	S
		\$0.1480	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$185,000.00

Maximum Quantity: 4,687,500

0013	Syrup, Table, Imitation, Maple	\$0.0877	A
	NSN: 8925-01-584-8723	\$0.0877	S
		\$0.0877	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$109,625.00

Maximum Quantity: 3,750,000

Option Year Two

<u>LINE ITEM</u>	<u>ITEM DESCRIPTION</u>	<u>UNIT PRICE</u>	<u>F.O.B. Destination</u>
0001	Cheese Spread, Plain	\$0.2428	A
	NSN: 8940-00-149-1059	\$0.2428	S
		\$0.2428	W
	Minimum Quantity: 10,000,000		
	Minimum Dollar Value: \$2,428,000.00		
	Maximum Quantity: 30,000,000		
0002	Cheese Spread, Jalapeno	\$0.2453	A
	NSN: 8940-01-414-6122	\$0.2453	S
		\$0.2453	W
	Minimum Quantity: 5,000,000		
	Minimum Dollar Value: \$1,226,500.00		
	Maximum Quantity: 15,000,000		
0003	Cheese Spread, Bacon	\$0.2505	A
	NSN: 8940-01-502-5688	\$0.2505	S
		\$0.2505	W
	Minimum Quantity: 1,250,000		
	Minimum Dollar Value: \$313,125.00		
	Maximum Quantity: 3,750,000		



SPM3S1-12-D-Z122  
Thermo PAC LLC

<b>0004</b>	<b>Peanut Butter, Plain</b>	<b>\$0.1972</b>	<b>A</b>
	<b>NSN: 8930-01-555-4596</b>	<b>\$0.1972</b>	<b>S</b>
	<b>PDM Lot # 0307</b>	<b>\$0.1972</b>	<b>W</b>

Minimum Quantity: 8,750,000  
Minimum Dollar Value: \$1,725,500.00

Maximum Quantity: 26,250,000

<b>0005</b>	<b>Peanut Butter, Chocolate</b>	<b>\$0.2158</b>	<b>A</b>
	<b>NSN: 8930-01-527-8226</b>	<b>\$0.2158</b>	<b>S</b>
		<b>\$0.2158</b>	<b>W</b>

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$269,750.00

Maximum Quantity: 3,750,000

<b>0006</b>	<b>Peanut Butter Chunky</b>	<b>\$.1995</b>	<b>A</b>
	<b>NSN: 8930-01-555-4604</b>	<b>\$.1995</b>	<b>S</b>
	<b>PDM Lot # D211B</b>	<b>\$.1995</b>	<b>W</b>

Minimum Quantity: 2,500,000  
Minimum Dollar Value: \$498,750.00

Maximum Quantity: 7,500,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0007	Preserves, Blackberry	\$0.1510	A
	NSN: 8930-01-426-4749	\$0.1510	S
		\$0.1510	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$188,750.00

Maximum Quantity: 4,687,500

0013	Syrup, Table, Imitation, Maple	\$0.0895	A
	NSN: 8925-01-584-8723	\$0.0895	S
		\$0.0895	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$111,875.00

Maximum Quantity: 3,750,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

Option Year Three

<u>LINE ITEM</u>	<u>ITEM DESCRIPTION</u>	<u>UNIT PRICE</u>	<u>F.O.B. Destination</u>
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0001	Cheese Spread, Plain	\$0.2442	A
	NSN: 8940-00-149-1059	\$0.2442	S
		\$0.2442	W

Minimum Quantity: 10,000,000  
Minimum Dollar Value: \$2,442,000.00

Maximum Quantity: 30,000,000

0002	Cheese Spread, Jalapeno	\$0.2467	A
	NSN: 8940-01-414-6122	\$0.2467	S
		\$0.2467	W

Minimum Quantity: 5,000,000  
Minimum Dollar Value: \$1,233,500.00

Maximum Quantity: 15,000,000

0003	Cheese Spread, Bacon	\$0.2520	A
	NSN: 8940-01-502-5688	\$0.2520	S
		\$0.2520	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$315,000.00

Maximum Quantity: 3,750,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

<b>0004</b>	<b>Peanut Butter, Plain</b>	<b>\$0.1983</b>	<b>A</b>
	<b>NSN: 8930-01-555-4596</b>	<b>\$0.1983</b>	<b>S</b>
	<b>PDM Lot # 0307</b>	<b>\$0.1983</b>	<b>W</b>

Minimum Quantity: 8,750,000  
Minimum Dollar Value: \$1,735,125.00

Maximum Quantity: 26,250,000

<b>0005</b>	<b>Peanut Butter, Chocolate</b>	<b>\$0.2175</b>	<b>A</b>
	<b>NSN: 8930-01-527-8226</b>	<b>\$0.2175</b>	<b>S</b>
		<b>\$0.2175</b>	<b>W</b>

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$271,875.00

Maximum Quantity: 3,750,000

<b>0006</b>	<b>Peanut Butter Chunky</b>	<b>\$.2006</b>	<b>A</b>
	<b>NSN: 8930-01-555-4604</b>	<b>\$.2006</b>	<b>S</b>
	<b>PDM Lot # D211B</b>	<b>\$.2006</b>	<b>W</b>

Minimum Quantity: 2,500,000  
Minimum Dollar Value: \$501,500.00

Maximum Quantity: 7,500,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0007	Preserves, Blackberry	\$0.1540	A
	NSN: 8930-01-426-4749	\$0.1540	S
		\$0.1540	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$192,500.00

Maximum Quantity: 4,687,500

0013	Syrup, Table, Imitation, Maple	\$0.0913	A
	NSN: 8925-01-584-8723	\$0.0913	S
		\$0.0913	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$114,125.00

Maximum Quantity: 3,750,000

Option Year Four

<u>LINE ITEM</u>	<u>ITEM DESCRIPTION</u>	<u>UNIT PRICE</u>	<u>F.O.B. Destination</u>
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0001	Cheese Spread, Plain	\$0.2456	A
	NSN: 8940-00-149-1059	\$0.2456	S
		\$0.2456	W

Minimum Quantity: 10,000,000  
Minimum Dollar Value: \$2,456,000.00

Maximum Quantity: 30,000,000

0002	Cheese Spread, Jalapeno	\$0.2482	A
	NSN: 8940-01-414-6122	\$0.2482	S
		\$0.2482	W

Minimum Quantity: 5,000,000  
Minimum Dollar Value: \$1,241,000.00

Maximum Quantity: 15,000,000

0003	Cheese Spread, Bacon	\$0.2535	A
	NSN: 8940-01-502-5688	\$0.2535	S
		\$0.2535	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$316,875.00

Maximum Quantity: 3,750,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0004	Peanut Butter, Plain	\$0.1994	A
	NSN: 8930-01-555-4596	\$0.1994	S
	PDM Lot # 0307	\$0.1994	W

Minimum Quantity: 8,750,000  
Minimum Dollar Value: \$1,744,750.00

Maximum Quantity: 26,250,000

0005	Peanut Butter, Chocolate	\$0.2193	A
	NSN: 8930-01-527-8226	\$0.2193	S
		\$0.2193	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$274,125.00

Maximum Quantity: 3,750,000

0006	Peanut Butter Chunky	\$.2017	A
	NSN: 8930-01-555-4604	\$.2017	S
	PDM Lot # D211B	\$.2017	W

Minimum Quantity: 2,500,000  
Minimum Dollar Value: \$504,250.00

Maximum Quantity: 7,500,000

SPM3S1-12-D-Z122  
Thermo PAC LLC

0007	Preserves, Blackberry	\$0.1571	A
	NSN: 8930-01-426-4749	\$0.1571	S
		\$0.1571	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$196,375.00

Maximum Quantity: 4,687,500

0013	Syrup, Table, Imitation, Maple	\$0.0931	A
	NSN: 8925-01-584-8723	\$0.0931	S
		\$0.0931	W

Minimum Quantity: 1,250,000  
Minimum Dollar Value: \$116,375.00

Maximum Quantity: 3,750,000

The total maximum quantity that can be ordered per year is the quantities that you provided in your surge and sustainment plan.



SPM3S1-12-D-Z122  
Thermo PAC LLC

The following documents are hereby incorporated into this contract by reference: Solicitation SPM3S1-11-R-7073, Amendments 0001, 0002, 0003 and all contractor and government correspondence including the offeror's final proposal revision dated 10/17/2011 and the offeror's clarification dated 10/28/2011 as well as the Natick approved PDM lots for each item as cited in this contract

**Place Of Performance:**

Thermo PAC LLC  
1609 Stone Ridge Drive  
Stone Mountain GA 30329

**Place of Acceptance:**

AVI at the cognizant MRE assembler's plant. Based on the individual order, deliveries are to be sent to one of the following MRE assemblers:

AmeriQual Packaging  
225 West Morgan Avenue  
Evansville, IN 47710

SOPAKACO, Inc.  
118 S. Cypress Street  
Mullins, SC 29574

The Wornick Company  
Prepared Foods Division  
4700 Creek Road  
Cincinnati, OH 45242-8330

**Inspection Office:**

U. S. Department of Agriculture  
Agriculture Marketing Service, Fruit and Vegetable Programs  
Processed Products Branch  
Phoenix Center Office Park  
1651 Phoenix Boulevard, Suite 1  
College Park GA 30349-5552