

AWARD/CONTRACT	1. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 350)	RATING DO-C1	PAGE OF	PAGES
			1	8

2. CONTRACT (Proc. Inst. Ident.) NO. SPM300-05-D-Z119	3. EFFECTIVE DATE 06 SEP 2005	4. REQUISITION/PURCHASE REQUEST/PROJECT NO. IQC05028009001
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5. ISSUED BY Defense Logistics Agency (DLA) Defense Supply Center Philadelphia (DSCP) 700 Robbins Avenue Attn: DSCP-FTRAC, Bldg. 6B Philadelphia, PA 19111-5092 Annette Seymour / 215-737-9042	CODE SP0300	6. ADMINISTERED BY (If other than Item 5) DCMA Atlanta 2300 Lake Park Drive Suite 300 Smyrna, GA 30080	CODE S1103A
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7. NAME AND ADDRESS OF CONTRACTOR (No., street, city, county, State and ZIP Code) SOPAKCO Packaging 118 S. Cypress Street P.O. Box 1047 Mullins, SC 29574	8. DELIVERY <input type="checkbox"/> FOB ORIGIN <input checked="" type="checkbox"/> OTHER (See below)
	9. DISCOUNT FOR PROMPT PAYMENT Net 30 Days
	10. SUBMIT INVOICES (4 copies unless otherwise specified) ADDRESS SHOWN IN: ITEM See Block 12

11. SHIP TO/MARK FOR CODE 6D623	FACILITY CODE	12. PAYMENT WILL BE MADE BY CODE DFAS-BVD P.O. Box 369031 Columbus, OH 43236-9031
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13. AUTHORITY FOR USING OTHER THAN FULL AND OPEN COMPETITION: <input type="checkbox"/> 10 USC 2304(c) () <input type="checkbox"/> 41 USC 253(c) ()	14. ACCOUNTING AND APPROPRIATION DATA BX 97X4930.5CBX 001 2630 S33150
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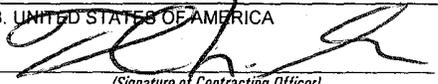
15A. ITEM NO.	15B. SUPPLIES/SERVICES	15C. QUANTITY	15D. UNIT	15E. UNIT PRICE	15F. AMOUNT
0001	Mixed Fruit				
0002	Pears				
0003	Pineapple				
0004	Applesauce (Raspberry)				
0005	Applesauce (Carb Enhanced)				
0006	Apple Pieces				

15G. TOTAL AMOUNT OF CONTRACT \$ **12,538,680.00**

16. TABLE OF CONTENTS							
(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/COST		PART III - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACH.			
	C	DESCRIPTION/SPECS./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 OR 18 AS APPLICABLE

17. <input type="checkbox"/> CONTRACTOR'S NEGOTIATED AGREEMENT (Contractor is required to sign this document and return _____ 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 checked="" type="checkbox"/> AWARD (Contractor is not required to sign this document.) Your offer on Solicitation Number SPM300-05-R-7051 & all amendments & letters including the additions or changes made by you which additions or changes are set forth in full above, is hereby accepted as to the items listed above and on any continuation sheets. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your offer, and (b) this award/contract. No further contractual document is necessary.
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19A. NAME AND TITLE OF SIGNER (Type or print)	20A. NAME OF CONTRACTING OFFICER THOMAS L. GORDON
19B. NAME OF CONTRACTOR	20B. UNITED STATES OF AMERICA
BY _____ (Signature of person authorized to sign)	BY  (Signature of Contracting Officer)
19C. DATE SIGNED	20C. DATE SIGNED 9/6/05

Sopakco Packaging

SECTION "B" SUPPLIES/SERVICES AND PRICES

Line
Item Nomenclature/NSN

0001 MIXED FRUIT, Shelf Stable
Sweetened, US Grade B or better, 4.5 oz, Flexibly
Packaged, Type V,
NSN: 8915-00-157-3024

BASE YEAR

<u>Destination</u>	<u>Unit</u>	<u>Unit Price</u>
Amerigual (Evansville, IN)	EA	\$0.5487
Sopakco (Mullins, SC)	EA	\$0.5385
Wornick (McAllen, TX)	EA	\$0.5571

Total Minimum Quantity/Dollar Value for this Item: 990,000 ea
\$542,619.00

Total Maximum Quantity/Dollar Value for this Item: 3,300,000 ea
\$1,808,730.00

The effective period of the basic contract is from September 6, 2005 through September 5, 2006.

This contract contains 4 one-year option periods. If the Government exercises its option(s), the effective period of the contract may be extended. The minimum and maximum quantities and prices for each option period shall be as follows:

<u>Option</u>	<u>Assembler</u>	<u>Unit Price</u>	<u>Minimum Qty</u>	<u>Maximum Qty</u>
ONE	Amerigual	\$0.5566	562,500	1,875,000
	Sopakco	\$0.5464		
	Wornick	\$0.5650		
TWO	Amerigual	\$0.5566	562,500	1,875,000
	Sopakco	\$0.5464		
	Wornick	\$0.5650		
THREE	Amerigual	\$0.5566	562,500	1,875,000
	Sopakco	\$0.5464		
	Wornick	\$0.5650		
FOUR	Amerigual	\$0.5566	562,500	1,875,000
	Sopakco	\$0.5464		
	Wornick	\$0.5650		

Sopakco Packaging

Line
Item Nomenclature/NSN

0002 PEARS, Shelf Stable

*Sweetened, Sliced or Diced, US Grade B or better,
4.5 oz., Flexibly Packaged, Type IV,
NSN: 8915-01-224-6145*

BASE YEAR

<u>Destination</u>	<u>Unit</u>	<u>Unit Price</u>
Ameriquel (Evansville, IN)	EA	\$0.5737
Sopakco (Mullins, SC)	EA	\$0.5635
Wornick (McAllen, TX)	EA	\$0.5820

Total Minimum Quantity/Dollar Value for this Item: 990,000 ea
\$567,369.00

Total Maximum Quantity/Dollar Value for this Item: 3,300,000 ea
\$1,891,230.00

The effective period of the basic contract is from September 6, 2005 through September 5, 2006.

This contract contains 4 one-year option periods. If the Government exercises its option(s), the effective period of the contract may be extended. The minimum and maximum quantities and prices for each option period shall be as follows:

<u>Option</u>	<u>Assembler</u>	<u>Unit Price</u>	<u>Minimum Qty</u>	<u>Maximum Qty</u>
ONE	Ameriquel	\$0.5815	562,500	1,875,000
	Sopakco	\$0.5713		
	Wornick	\$0.5898		
TWO	Ameriquel	\$0.5815	562,500	1,875,000
	Sopakco	\$0.5713		
	Wornick	\$0.5898		
THREE	Ameriquel	\$0.5815	562,500	1,875,000
	Sopakco	\$0.5713		
	Wornick	\$0.5898		
FOUR	Ameriquel	\$0.5815	562,500	1,875,000
	Sopakco	\$0.5713		
	Wornick	\$0.5898		

Sopakco Packaging

Line
Item Nomenclature/NSN

**0004 APPLESAUCE, Shelf Stable, with Raspberry Puree,
Sweetened, Regular Style, US Grade A,
4.5 oz., Flexibly Packaged, Type VI,
NSN: 8915-01-467-1490**

BASE YEAR

<u>Destination</u>	<u>Unit</u>	<u>Unit Price</u>
Ameriquel (Evansville, IN)	EA	\$0.5684
Sopakco (Mullins, SC)	EA	\$0.5582
Wornick (McAllen, TX)	EA	\$0.5768

Total Minimum Quantity/Dollar Value for this Item: 990,000 ea
\$562,122.00

Total Maximum Quantity/Dollar Value for this Item: 3,300,000 ea
\$1,873,740.00

The effective period of the basic contract is from September 6, 2005 through September 5, 2006.

This contract contains 4 one-year option periods. If the Government exercises its option(s), the effective period of the contract may be extended. The minimum and maximum quantities and prices for each option period shall be as follows:

<u>Option</u>	<u>Assembler</u>	<u>Unit Price</u>	<u>Minimum Qty</u>	<u>Maximum Qty</u>
ONE	Ameriquel	\$0.5762	562,500	1,875,000
	Sopakco	\$0.5660		
	Wornick	\$0.5846		
TWO	Ameriquel	\$0.5762	562,500	1,875,000
	Sopakco	\$0.5660		
	Wornick	\$0.5846		
THREE	Ameriquel	\$0.5762	562,500	1,875,000
	Sopakco	\$0.5660		
	Wornick	\$0.5846		
FOUR	Ameriquel	\$0.5762	562,500	1,875,000
	Sopakco	\$0.5660		
	Wornick	\$0.5846		

Sopakco Packaging

Line

Item Nomenclature/NSN

0005 APPLESAUCE, Shelf Stable, Carbohydrate Enhanced,
Sweetened, Regular Style, US Grade A for all factors except for Color,
which shall be US Grade B or better,
4.5 oz., Flexibly Packaged, Type VII,
NSN: 8915-01-492-5548
(former solicitation SPM300-05-R-7051 item number 0006)

BASE YEAR

<u>Destination</u>	<u>Unit</u>	<u>Unit Price</u>
Ameriqua (Evansville, IN)	EA	\$0.5536
Sopakco (Mullins, SC)	EA	\$0.5434
Wornick (McAllen, TX)	EA	\$0.5620
Total Minimum Quantity/Dollar Value for this Item:		990,000 ea \$547,470.00
Total Maximum Quantity/Dollar Value for this Item:		3,300,000 ea \$1,824,900.00

The effective period of the basic contract is from September 6, 2005 through September 5, 2006.

This contract contains 4 one-year option periods. If the Government exercises its option(s), the effective period of the contract may be extended. The minimum and maximum quantities and prices for each option period shall be as follows:

<u>Option</u>	<u>Assembler</u>	<u>Unit Price</u>	<u>Minimum Qty</u>	<u>Maximum Qty</u>
ONE	Ameriqua	\$0.5614	562,500	1,875,000
	Sopakco	\$0.5512		
	Wornick	\$0.5698		
TWO	Ameriqua	\$0.5614	562,500	1,875,000
	Sopakco	\$0.5512		
	Wornick	\$0.5698		
THREE	Ameriqua	\$0.5614	562,500	1,875,000
	Sopakco	\$0.5512		
	Wornick	\$0.5698		
FOUR	Ameriqua	\$0.5614	562,500	1,875,000
	Sopakco	\$0.5512		
	Wornick	\$0.5698		

Sopakco Packaging

Line

Item Nomenclature/NSN**0006 APPLE PIECES In Spiced Sauce, Thermostabilized***Apple Slices in Spiced Sauce,
5.0 oz., (141.75g) Flexibly Packaged,***NSN: 8940-01-443-1520****(former solicitation SPM300-05-R-7051 item number 0007)**BASE YEAR

<u>Destination</u>	<u>Unit</u>	<u>Unit Price</u>
Amerigual (Evansville, IN)	EA	\$0.4996
Sopakco (Mullins, SC)	EA	\$0.4894
Wornick (McAllen, TX)	EA	\$0.5081
Total Minimum Quantity/Dollar Value for this Item:		1,980,000 ea \$988,020.00
Total Maximum Quantity/Dollar Value for this Item:		6,600,000 ea \$3,293,400.00

The effective period of the basic contract is from September 6, 2005 through September 5, 2006.

This contract contains 4 one-year option periods. If the Government exercises its option(s), the effective period of the contract may be extended. The minimum and maximum quantities and prices for each option period shall be as follows:

<u>Option</u>	<u>Assembler</u>	<u>Unit Price</u>	<u>Minimum Qty</u>	<u>Maximum Qty</u>
ONE	Amerigual	\$0.5075	1,125,000	3,750,000
	Sopakco	\$0.4973		
	Wornick	\$0.5159		
TWO	Amerigual	\$0.5075	1,125,000	3,750,000
	Sopakco	\$0.4973		
	Wornick	\$0.5159		
THREE	Amerigual	\$0.5075	1,125,000	3,750,000
	Sopakco	\$0.4973		
	Wornick	\$0.5159		
FOUR	Amerigual	\$0.5075	1,125,000	3,750,000
	Sopakco	\$0.4973		
	Wornick	\$0.5159		

Sopakco Packaging

The effective period of option year ONE is from September 6, 2006 through September 5, 2007.

The effective period of option year TWO is from September 6, 2007 through September 5, 2008.

The effective period of option year THREE is from September 6, 2008 through September 5, 2009.

The effective period of option year FOUR is from September 6, 2009 through September 5, 2010.

The contractor is alerted to the fact that a delivery order covering the guaranteed minimum quantity cited above will be issued under separate cover, at a later date.

Inspection at ORIGIN.
Acceptance at DESTINATION.

Inspection Office:

Officer in Charge
1651 Phoenix Blvd., Ste 1
College Park, GA 30349-5552

Place of Performance:

Sopakco Packaging
320 S. Broad Street
Bennettsville, SC 29512

Remittance Address:

Sopakco, Inc.
6388 Paysphere Circle
Chicago, IL 60674