

2. CONTRACT (Proc. Inst. Ident.) NO. SPM3S1-06-D-Z104 3. EFFECTIVE DATE **MARCH 30, 2006** 4. REQUISITION/PURCHASE REQUEST/PROJECT NO. 11238040

5. ISSUED BY CODE SP0300 6. ADMINISTERED BY (If other than Item 5) CODE S1103A
 Defense Supply Center Philadelphia
 700 Robbins Avenue
 Philadelphia, PA 19111
 DSCP-FTRAA, D. Beller (215)737-3625
 DCMA Atlanta
 2300 Lake Park Drive
 Smyrna GA 30080-0000

7. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 SOPAKCO Packaging
 118 S. Cypress Street/ PO Box 1047
 Mullins, Marion County SC 29574

8. DELIVERY
 FOB ORIGIN OTHER (See below)

9. DISCOUNT FOR PROMPT PAYMENT

Net 30 days
 10. SUBMIT INVOICES (4 copies unless otherwise specified) TO THE ADDRESS SHOWN IN ITEM #12

CODE 6D623 FACILITY CODE 11. SHIP TO/MARK FOR CODE 12. PAYMENT WILL BE MADE BY CODE SL4701

See Schedule DFAS-BVDP (SL4701)
 PO Box 369031
 Columbus OH 43236-9031

13. AUTHORITY FOR USING OTHER THAN FULL AND OPEN COMPETITION:
 10 U.S.C. 2304(c) (3) 41 U.S.C. 253(c) () 14. ACCOUNTING AND APPROPRIATION DATA 974930 5CSBX 001 2630 S33189

15A. ITEM NO.	15B. SUPPLIES/SERVICES	15C. QUANTITY	15D. UNIT	15E. UNIT PRICE	15F. AMOUNT
0001	Meal, Ready-to-Eat, Individual (MRE) XXVI NSN: 8970-00-149-1094	3,360,000	BX	\$51.49	\$173,006,400
0002	Humanitarian Daily Ration (HDR) NSN: 8970-01-375-0516	250,000	BX	\$39.50	\$9,875,000.00

15G. TOTAL AMOUNT OF CONTRACT \$ 182,881,400

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(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/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	
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CONTRACTING OFFICER WILL COMPLETE ITEM 17 OR 18 AS APPLICABLE

17. 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. AWARD (Contractor is not required to sign this document.) Your offer on Solicitation Number SPM300-05-R-7058 See pg 2 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 condition sheets. This award consummates the contract which consists of the following documents: (a) the Government's solicitation and your offer, and (b) the award/contract. No further contractual document is necessary.

19A. NAME AND TITLE OF SIGNER (Type or print) 20A. NAME OF CONTRACTING OFFICER
 19B. NAME OF CONTRACTOR 19C. DATE SIGNED 20B. UNITED STATES OF AMERICA 20C. DATE SIGNED
 BY _____ (Signature of person authorized to sign) BY *James A. Lecollier* (Signature of Contracting Officer) 3/30/06

SECTION "B" SUPPLIES/SERVICES AND PRICES

BASE YEAR

The effective period of this contract is from date of award through December 31, 2006.

<u>LINE</u>	<u>ITEM/DESCRIPTION</u>	<u>UNIT PRICE</u>	<u>F.O.B</u>
0001	Meal, Ready-to-Eat, Individual NSN: 8970-00-149-1094	\$51.49	Origin

Minimum Quantity: 1,120,000
Minimum Dollar Value: \$57,668,800.00

Maximum Quantity: 3,360,000
Maximum Dollar Value: \$173,006,400.00

0002 Humanitarian Daily Ration
NSN: 8970-01-375-0516

Minimum Quantity:	10,000	\$39.50 BX	Origin
Minimum Dollar Value:	\$395,000.00		

Maximum Quantity: 250,000
Maximum Dollar Value: \$9,875,000.00

Inspection and Acceptance points for this contract shall be as follows:

<u>ITEM</u>	<u>INSPECTION</u>	<u>ACCEPTANCE</u>
0001	Origin	Origin
0002	Origin	Origin

* Amendments 1-10 and all contractor and government correspondence including final revised letters dated 12/23/05 and 3/16/06.

Place(s) of Performance and Inspection Offices:

PLACE OF PERFORMANCE
SOPAKCO PACKAGING
P.O. Box 1047
118 South Cypress
Mullins, SC 29574

INSPECTION OFFICES
Army Veterinary Inspection
Activity (AVI)

USDA, AMS, FV, PPB Branch
Clyde Mitchell, OIC
Phoenix Center Office Park
1651 Phoenix Blvd., Ste. 1
College Park, GA 30349-5552

Retort Items:

PLACE OF PERFORMANCE
SOPAKCO
320 S. Broad Street
Bennettsville, SC 29512

INSPECTION OFFICE
Same information as for Mullins, SC

Same as above

Miscellaneous Items:

PLACE OF PERFORMANCE
TransPackers, Inc.
419 Vandervoort Ave.
Brooklyn, NY 11222-5313

INSPECTION OFFICE
USDA, AMS, FV, PPB
William Wright, OIC
Park Plaza Professional Bldg., Ste. 304
622 Georges Road
North Brunswick, NJ 08902-3377

PLACE OF PERFORMANCE
Sterling Foods Inc.
1075 Orion Parkway
San Antonio, TX 78216

INSPECTION OFFICE
USDA, AMS, FV, PPB
Dwain Parrish, OIC
3622 Moreland Drive
Weslaco, TX 78596-9131

PLACE OF PERFORMANCE
Consolidated Biscuit Co.
312 Rader Road
McComb, OH 45858

INSPECTION OFFICE
USDA, AMS, FV, PPB
Anthony G. Chartrand, OIC
4318 North Technology Drive
South Bend, IN 46628-9752

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SOPAKCO PACKAGING**

Flameless Ration Heater:

PLACE OF PERFORMANCE

Trutech, Inc.
680 Elton Street
Riverhead, NY 11901-2585

INSPECTION OFFICE

DCMA Long Island
605 Stewart Avenue
Garden City, NY 11530-4761

Authorized Production Standards:

Entrees	Lot Number
Beef Enchiladas	5109
Beef, Patty, Grilled	5110
Beef Ravioli in Meat Sauce	5096
Beef Roast w/Vegetable	5067
Beef Stew	5098
Cajun Rice w/Beans & Sausage	5069
Cheese Omelet w/Vegetables	5110
Cheese Tortellini in Tomato Sauce	5095
Chicken Breast Strips w/Chunky Salsa	5089
Chicken Fajita	5290A
Chicken Noodles and Vegetables in Sauce	5098
Chicken Breast Fillet, Grilled	5159
Chicken Breast Fillet, Cavatelli	5082
Chili and Macaroni	5111
Chili with Beans	5288
Jambalaya, with Ham and Shrimp	5076
Meatloaf w/Brown Onion Gravy	5068
Penne Pasta w/Vegetable Sausage	5081
Pork Rib, Imitation Boneless	5076
Sloppy Joe Filling	5081B
Spaghetti w/Meat Sauce	5077
Tuna, Flexible Pouch, Chunk, White	SM5F17PC/ CAWB6M
Tuna, Flexible Pouch, Chunk, White	5305 02
Vegetable Manicotti in Tomato Sauce	5159
Veggie Burger in Barbecue Sauce	5290
Starches and Soups	
Beans, Western	5077
Clam Chowder, New England Style	5101
Hash Browns w/Bacon	5095
Macaroni and Cheese, Mexican Style	5096
Mexican Style Corn	5293
Potatoes, Mashed	5288B
Refried Beans	5111

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SOPAKCO PACKAGING**

Rice, Mexican	5094
Rice, Yellow and Wild Rice Pilaf	5307
Fruits	
Dried Fruit, Cranberries	5031
Dried Fruit, Raisins	5164
Cobbler, Cherry-Blueberry	5080
Desserts and Snacks	
Beef Snacks, Kippered Beef Strips, Smoked	5136
Cookies, Shortbread	5196
Cookies, Fig Bar	5208
Chocolate Sports Bar	5201
Crackers, Plain	5109
Crackers, Vegetable	5196
Hooah Bar, Chocolate	5130
Hooah Bar, Apple Cinnamon	5130
Nuts, Peanuts	5039
Nuts, Almonds	5090
Nut Raisin Mix, Regular	5161
Nut Raisin Mix w/Choc Disks	5166
Ranger Bar, Caramel Apple	5119
Snack Foods	
Potato Sticks	5200
Pretzels, Bavarian, Rod, Stick, Twist, Nugget	5153
Filled Pretzel, Cheddar Cheese	5117
Filled Pretzel, Nacho Cheese	5117
Baked Snack Cracker, Cheddar Cheese	5143
Toaster Pastry, Strawberry	5277
Toaster Pastry, Frosted Brown Sugar	5196
Dairy Shake, Chocolate	5080
Dairy Shake, Vanilla	5089
Dairy Shake, Strawberry	5108
Candy	
Toffee Rolls, Chocolate	5097
Toffee Rolls, Walnuts	5096
Chocolate, Plain, Disks	516BLHKP03
Chocolate w/Peanut Butter, Disks	511ESCLV15
Chocolate w/Peanut, Oval/Round	514AKHKP03
Fruit Flavored, Disks	512AWWAC3
Cinnamon, Red Color, Disks	5053
Other Items	
Hot Beverage Bag	N/A
Hot Sauce	5166
Flameless Ration Heater	5167
Red Pepper, Ground	5157

Seasoning Blend, Salt Free	5136
Accessory Components	
Chewing Gum, Peppermint	5109
Chewing Gum, Cinnamon	5125
Hand Cleaner, Towelette	505-01
Matches	5
Salt, Table, Iodized	P027F2
Coffee, Instant	510551151
Sugar	55074
Other Items	
Humanitarian Daily Ration	5196

CONTRACT OPTIONS

This contract contains four one-year options periods for the above line items. The Government may exercise the contract options to include any, one, or all of the contract line items. If the Government exercises its option(s), the effective period of the contract may be extended as follows;

The effective period of option year one is from date of award through 365 days thereafter.

The effective period of option year two is from date of award through 365 days thereafter.

The effective period of option year three is from date of award through 365 days thereafter.

The effective period of option year four is from date of award through 365 days thereafter.

<u>ITEM 0001</u>	<u>MINIMUM QUANTITY</u>	<u>MAXIMUM QUANTITY</u>
Option Year One	* 500,000 BX	*
Option Year Two	*500,000 BX	*
Option Year Three	*500,000 BX	*
Option Year Four	*500,000 BX	*

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SOPAKCO PACKAGING**

<u>ITEM 0002</u>	<u>MINIMUM QUANTITY</u>	<u>MAXIMUM QUANTITY</u>
Option Year One	10,000 BX	250,000 BX
Option Year Two	10,000 BX	250,000 BX
Option Year Three	10,000 BX	250,000 BX
Option Year Four	10,000 BX	250,000 BX

* If the option year is invoked the contract minimum and maximum quantity will be established in accordance with Section M-7, Page 119, of the solicitation.

<u>ITEM 0001</u>	<u>UNIT PRICE</u>
Option Year One	**
Option Year Two	**
Option Year Three	**
Option Year Four	**

<u>ITEM 0002</u>	<u>UNIT PRICE</u>
Option Year One	\$40.00
Option Year Two	\$40.50
Option Year Three	\$41.00
Option Year Four	\$41.50

** The unit price for the MRE option year prices will be established at the time the option is exercised. These prices will utilize the price tiers submitted under the final revised proposal dated March 16, 2006. The quantity that is awarded will establish the basic unit price. Additional orders above the minimum will be priced I/AW those prices submitted in response to Section L-5 (c)(3) of solicitation SPM300-05-R-7058.

Unit prices for initial order quantities shall be as submitted in awarded final revised offers under provision L-3 (c)(4) of the contract. It should be noted that each offeror's prices for all tiers for each option year submitted in their final revised proposal remain in effect.

The contractor is alerted to the fact that delivery order SPM3S1-06-D-Z104 /0001 covering the allocated share of the Governments Overall Minimum Quantity requirement cited in the solicitation is hereby issued concurrently, although under separate cover, with this award.

REMITTANCE ADDRESS:

SOPAKCO, Inc.
6388 Paysphere Circle
Chicago, IL 60674