

2. CONTRACT (Proc. Inst. Ident.) NO. SPM3S1-06-D-Z105 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 S3605A
 Defense Supply Center Philadelphia
 700 Robbins Avenue
 Philadelphia, PA 19111
 DSCP-FTRAA, D. Beller (215)737-3625
 DCMA Dayton
 Area C Bldg. 30
 1725 Van Patton Dr.
 Wright-Patterson AFB, OH 45433

7. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State and ZIP Code)
 The Wornick Company
 10825 Kenwood Road
 Cincinnati, Hamilton County OH 45242

8. DELIVERY
 FOB ORIGIN OTHER (See below)

9. DISCOUNT FOR PROMPT PAYMENT
 .25% 10 Days
 10. SUBMIT INVOICES (4 copies unless otherwise specified) TO THE ADDRESS SHOWN IN ITEM #12

CODE 9Y162 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 FY 06

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	2,400,000	BX	\$64.14	\$153,936,000.00
0002	Humanitarian Daily Ration (HDR) NSN: 8970-01-375-0516	250,000	BX	\$39.50	\$9,875,000.00

15G. TOTAL AMOUNT OF CONTRACT \$ 163,811,000.00

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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	
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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) this 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	\$64.14	Origin

Minimum Quantity: 800,000
Minimum Dollar Value: \$51,312,000.00

Maximum Quantity: 2,400,000
Maximum Dollar Value: \$153,936,000.00

0002	Humanitarian Daily Ration NSN: 8970-01-375-0516	\$39.50 BX	Origin
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Minimum Quantity: 10,000
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

The Wornick Company
200 North 1st Street
McAllen, TX 78501

The Wornick Company
4700 Creek Rd.
Cincinnati, Hamilton County, OH 45242

Retort Items:

PLACE OF PERFORMANCE

The Wornick Company
10825 Kenwood Road
Cincinnati, Hamilton County, OH 45242

Miscellaneous Items:

PLACE OF PERFORMANCE

TransPackers, Inc.
419 Vandervoort Ave.
Brooklyn, NY 11222-5313
304

PLACE OF PERFORMANCE

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

INSPECTION OFFICE

Army Veterinary Inspection Activity
(AVI)

INSPECTION OFFICE

USDA, AMS-FV, PPB
Dwain Parrish OIC
3622 Moreland Drive
Weslaco, TX 78596-6424

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

INSPECTION OFFICE

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

INSPECTION OFFICE

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

INSPECTION OFFICE

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

PLACE OF PERFORMANCE

Interbake Foods Inc.
900 Terminal PL
Richmond, VA 23261

INSPECTION OFFICE

Kathryn G. Hernandez, OIC
USDA, AMS, FV, PPB
600 North 5th Street, Room B38
Richmond, VA 23219-3601

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	
Beef Enchilada	5160AB
Beef Patty, Grilled	5130AG
Beef Ravioli in Meat Sauce	5126AA
Beef Roast w/Vegetables	5187AA
Beef Stew	5130FC
Cajun Rice w/Beans and Sausage	5154AA
Cheese Omelet w/Vegetables	5339
Cheese Tortellini	5132FF
Chicken Breast Fillet, Grilled	5140AF
Chicken Fajita	5151AE
Chicken w/Noodles and Vegetables in Sauce	5349
Chicken breast Strips w/Chunky Salsa	5133FG
Chicken w/Salsa	5133FG
Chicken Breast Fillet, Cavatelli	5164AA
Chili and Macaroni	5129AE
Chili with Beans	5182CB
Meatloaf w/ Gravy	5160AA
Penne w/Veg. Sausage	5125FG
Pork Rib, Imitation Boneless	5153FE
Jambalaya w/Ham and Shrimp	5306
Sloppy Joe Filling	5131FA
Spaghetti w/Meat Sauce	5182CA
Tuna	SM5F17PC/ CAWB6/M

Tuna	5305 02
Vegetable, Manicotti	5138AH
Veggie Burger w/Barbecue Sauce	5124AE
Starches and Soups	
Clam Chowder	5146FD
Hash Browns	5147AE
Mashed Potatoes	5144FF
Mexican Macaroni	5110FH
Mexican Rice	5118FG
Mexican Style Corn	5174CB
Refried Beans	5151FG
Western Beans	5152FC
Yellow and Wild Rice Pilaf	5115FG
Fruits	
Cobbler, Cherry Blueberry	5145AE
Dried Fruit, Cranberries	5130
Dried Fruit, Raisins, Osmotic	5140
Desserts and Snacks	
Beef Snacks	5124
Cheddar Combos	5125
Crackers, Regular	5147
Crackers, Vegetable	5137
Fig Bar	5146
Frosted TPastry Brown Sugar	5172(SL)
Nacho Combos	5122
Nut Raisin Mix w/Pan Coated Choc. Disks	5189(BIS)
Nut Raisin Mix, Regular	5124
Peanuts	5137
Potato Sticks	5158
Pretzels	5159
Shortbread Cookie	5139
Smoked Almonds	5168
Snack Cracker, Cheddar	5117
Toaster Pastry Strawberry	5095
Beverages	
Dairy Shake, Chocolate	5080
Dairy Shake, Strawberry	5108
Dairy Shake, Vanilla	5089
Other Items	
Flameless Heater, VE	5167
Hot Beverage Bag	8393
Hot Sauce	5166
Pepper, Ground Red	5157

Seasoning Blend	5136
Accessory Components	
Chewing Gum, Cinnamon	5172 A1
Chewing Gum, Peppermint	5180 B1
Coffee	4316
Creamer	5087
Matches	9
Salt	P168
Sugar, Pkt	5047
Towlette	705-01P
HDR Case	5214
Commercial Items	
Chocolate Disk, Plain	516BLHKP0 3
Chocolate Sports Bar	5172
Chocolate w/Peanut Butter, Disks	511ESCLV1 5
Chocolate w/Peanut, Ovals	514AKHKP0 3
Cinnamon Disks, Red Color	5053
Fruit Flavored Disks	512AWWAC 3
Hooah Bar, Chocolate	5119
Hooah Bar, Apple-cinnamon	5119
Toffee Roll	5104
Toffee w/Walnuts	5088

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	*

<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-Z105 /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:

The Wornick Company
4701 Creek Road, Suite 200
Cincinnati OH 45242