

SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS
OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, AND 30

1 REQUISITION NUMBER
HQCXX02010217

PAGE 1 OF 65

2 CONTRACT NO: HDEC02-13-D-0008	3 AWARD/EFFECTIVE DATE 11-Oct-2012	4 ORDER NUMBER	5 SOLICITATION NUMBER HDEC02-10-R-0012	6 SOLICITATION ISSUE DATE 28-Jul-2011
7 FOR SOLICITATION INFORMATION CALL	a NAME ROGER J BESSETTE	b TELEPHONE NUMBER (No Collect Calls) 804.734.8000	8 OFFER DUE DATE/LOCAL TIME 04:00 PM 08 Sep 2011	

9 ISSUED BY DEFENSE COMMISSARY AGENCY RESALE CONTRACTING DIRECTORATE - MPR 1300 E AVENUE FORT LEE VA 23801-1800 TEL: FAX:	CODE HDEC02	10 THIS ACQUISITION IS <input type="checkbox"/> UNRESTRICTED <input checked="" type="checkbox"/> SET ASIDE 100% FOR <input checked="" type="checkbox"/> SB <input type="checkbox"/> HUBZONE SB <input type="checkbox"/> 8(A) <input type="checkbox"/> SVC-DISABLED VET-OWNED SB <input type="checkbox"/> EMERGING SB SIZE STD: 500 NAICS: 311712	11 DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input type="checkbox"/> SEE SCHEDULE 13a THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700) 13b RATING 14 METHOD OF SOLICITATION <input type="checkbox"/> RFO <input type="checkbox"/> IFB <input checked="" type="checkbox"/> RFP	12 DISCOUNT TERMS
---	----------------	--	---	-------------------

15 DELIVER TO SEE SCHEDULE	CODE	16 ADMINISTERED BY SEE ITEM 9	CODE
--	------	---	------

17a CONTRACTOR/OFFEROR CAREY TOWN SEAFOOD, INC. GEORGE PURCELL 2211 DICKENS RD STE A RICHMOND VA 23230-0000 TEL 804-569-8230	CODE 1SDT5	18a PAYMENT WILL BE MADE BY DEF FINANCE & ACCOUNTING SVC "EFT: T" COLUMBUS CENTER ATTN: DFAS-BVDV/CC P O BOX 182047 COLUMBUS OH 43218-2047	CODE HQ0104
---	---------------	---	----------------

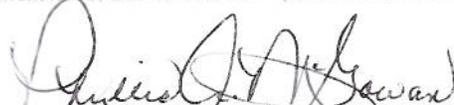
<input type="checkbox"/> 17b CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER	<input type="checkbox"/> 18b SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18a. UNLESS BLOCK BELOW IS CHECKED <input type="checkbox"/> SEE ADDENDUM
---	---

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
SEE SCHEDULE					

25 ACCOUNTING AND APPROPRIATION DATA	26 TOTAL AWARD AMOUNT (For Govt. Use Only) \$4,949,934.84
--------------------------------------	---

<input type="checkbox"/> 27a SOLICITATION INCORPORATES BY REFERENCE FAR 52 212-1, 52 212-4, FAR 52 212-3, 52 212-5 ARE ATTACHED. ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED	<input type="checkbox"/> 27b CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52 212-4, FAR 52 212-5 IS ATTACHED. ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED
---	---

28 CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN <u>0</u> COPIES TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN	<input checked="" type="checkbox"/> 29. AWARD OF CONTRACT; REFERENCE HDEC02-10-R-00012 OFFER DATED <u>25-Sep-2012</u> . YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS. SEE SCHEDULE
--	---

30a. SIGNATURE OF OFFEROR/CONTRACTOR 	31a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER) 	31c. DATE SIGNED 10/12/2012
--	--	--------------------------------

30b. NAME AND TITLE OF SIGNER (TYPE OR PRINT) George T Purcell	30c. DATE SIGNED 10-11-12	31b. NAME OF CONTRACTING OFFICER (TYPE OR PRINT) PHYLLIS A. MCGOWAN TEL: 804-734-8000 x-48900 EMAIL: phyllis.mcgowan@deca.mil
--	------------------------------	--

**SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS
(CONTINUED)**

PAGE 2 OF 65

19. ITEM NO.	20. SCHEDULE OF SUPPLIES/ SERVICES	21. QUANTITY	22. UNIT	23. UNIT PRICE	24. AMOUNT
SEE SCHEDULE					

32a. QUANTITY IN COLUMN 21 HAS BEEN
 RECEIVED INSPECTED ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED: _____

32b. SIGNATURE OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32c. DATE	32d. PRINTED NAME AND TITLE OF AUTHORIZED GOVERNMENT REPRESENTATIVE
32e. MAILING ADDRESS OF AUTHORIZED GOVERNMENT REPRESENTATIVE	32f. TELEPHONE NUMBER OF AUTHORIZED GOVERNMENT REPRESENTATIVE	
	32g. E-MAIL OF AUTHORIZED GOVERNMENT REPRESENTATIVE	

33. SHIP NUMBER	34. VOUCHER NUMBER	35. AMOUNT VERIFIED CORRECT FOR	36. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL	37. CHECK NUMBER
38. S/R ACCOUNT NUMBER	39. S/R VOUCHER NUMBER	40. PAID BY		

41a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT	42a. RECEIVED BY (<i>Print</i>)		
41b. SIGNATURE AND TITLE OF CERTIFYING OFFICER	41c. DATE	42b. RECEIVED AT (<i>Location</i>)	
		42c. DATE REC'D (<i>YY/MM/DD</i>)	42d. TOTAL CONTAINERS

Section SF 1449 - CONTINUATION SHEET

ITEM NO	SUPPLIES/SERVICES	ESTIMATED QUANTITY	UNIT	UNIT PRICE	ESTIMATED AMOUNT
0001	SUPPLIES/SERVICES				\$0.00

FFP

Management and operation of in-store seafood markets (i.e. managed services) in Department of Defense military commissaries, to include necessary labor, oversight, and provision of fresh and frozen random weight seafood products. See Performance Work Statement for details. Contractor shall retain ownership of all seafood products until product is scanned through a commissary case register and be paid in accordance with those recorded sales. Locations covered by this CLIN are: BOLLING AFB, DC; FT BELVOIR, VA; QUANTICO, VA; FT MEADE, MD; and ANDREWS AFB, MD.

Historical sales for the above locations can be found in Attachment C, attached hereto.

The base performance period consists of two consecutive 12-month periods. Three 1-year option periods are also available.

The price is set forth as a percentage of patron savings. The percentage of savings is what the contractor will save the commissary patron on each individual "core item" in the seafood department, inclusive of all locations identified within the CLIN. Core items are as follows: Cod, Whiting, Scallops (from U/8 to 10-20 ct), Salmon (Kings, Sockeye, Chum, Coho, or Atlantic), Tilapia, Catfish (fillet, shank-on or off), Flounder, Tuna (yellowfin), Rainbow Trout (fillet or dressed/whole), Mahi Mahi, Basa, Raw Shrimp (Tiger or Whites) 21/25, Raw Shrimp (Tiger or Whites) U/15, Snow Crab (5-8oz sections and 8oz/Up Sections), Crabmeat (lump), Crabmeat (jumbo lump), Crabmeat (Backfin).

The area of survey for verifying pricing of core and non-core items is defined as within 10 miles of the applicable installation perimeter.

FOB: Destination

PURCHASE REQUEST NUMBER: HQCXXX2010217

ESTIMATED
NET AMT

\$0.00

ITEM NO	SUPPLIES/SERVICES	ESTIMATED QUANTITY	UNIT	UNIT PRICE	ESTIMATED AMOUNT
0001AA		24	Months	\$44,690.82	\$1,072,579.68

Base Performance Period
FFP

In-store seafood market operations to begin performance base period:
November 1, 2012, through October 31, 2014. The start date may be changed
subject to mutual agreement of the parties.

First 12 consecutive months Percentage of Patron Savings: 20.10 %

Second 12 consecutive months Percentage of Patron Savings: 19.90 %

FOB: Destination

PURCHASE REQUEST NUMBER: HQCXXX2010217

ESTIMATED
NET AMT

\$1,072,579.68

ITEM NO	SUPPLIES/SERVICES	ESTIMATED QUANTITY	UNIT	UNIT PRICE	ESTIMATED AMOUNT
0002	SUPPLIES/SERVICES				\$0.00

FFP

Management and operation of in-store seafood markets (i.e. managed services) in Department of Defense military commissaries, to include necessary labor, oversight, and provision of fresh and frozen random weight seafood products. See Performance Work Statement for details. Contractor shall retain ownership of all seafood products until product is scanned through a commissary case register and be paid in accordance with those recorded sales. Locations covered by this CLIN are: LITTLE CREEK, VA; LANGLEY AFB, VA; NORFOLK, VA; FT EUSTIS, VA; and FT LEE, VA.

Historical sales for the above locations can be found in Attachment C, attached hereto.

The base performance period consists of two consecutive 12-month periods. Three 1-year option periods are also available.

The price is set forth as a percentage of patron savings. The percentage of savings is what the contractor will save the commissary patron on each individual "core item" in the seafood department, inclusive of all locations identified within the CLIN. Core items are as follows: Cod, Whiting, Scallops (from U/8 to 10-20 ct), Salmon (Kings, Sockeye, Chum, Coho, or Atlantic), Tilapia, Catfish (fillet, shank-on or off), Flounder, Tuna (yellowfin), Rainbow Trout (fillet or dressed/whole), Mahi Mahi, Basa, Raw Shrimp (Tiger or Whites) 21/25, Raw Shrimp (Tiger or Whites) U/15, Snow Crab (5-8oz sections and 8oz/Up Sections), Crabmeat (lump), Crabmeat (jumbo lump), Crabmeat (Backfin).

The area of survey for verifying pricing of core and non-core items is defined as within 10 miles of the applicable installation perimeter.

FOB: Destination

PURCHASE REQUEST NUMBER: HQCXXX2010217

ESTIMATED
NET AMT

\$0.00

ITEM NO	SUPPLIES/SERVICES	ESTIMATED QUANTITY	UNIT	UNIT PRICE	ESTIMATED AMOUNT
0002AA		24	Months	\$40,117.90	\$962,829.60

Base Performance Period
FFP

In-store seafood market operations to begin performance base period:
November 1, 2012, through October 31, 2014. The start date may be changed
subject to mutual agreement of the parties.

First 12 consecutive months Percentage of Patron Savings: 20.10 %

Second 12 consecutive months Percentage of Patron Savings: 19.90 %

FOB: Destination

PURCHASE REQUEST NUMBER: HQCXXX2010217

ESTIMATED
NET AMT

\$962,829.60