

Terms and Conditions

This Agreement ("Agreement") is made and entered into by and between Customer and the United Parcel Service Inc., an Ohio Company ("UPS").

UPS offers to and will provide the pickup and delivery services ("Services") as set forth below subject to the terms of this Agreement. These Services will be provided with the incentives ("Incentives") as also set forth below in **Addendum A**. These Incentives shall only be available to the enrolled Customer and shall only be applied to a single UPS account. Customer shall receive the agreed-upon incentives according to the band determination of Total Weekly Gross Transportation Charges in accordance with **Addendum A**. Customer is prohibited from reselling or offering Incentives to any other party without the prior written consent of UPS and failure to comply with this prohibition may result in immediate cancellation of this Agreement. Customer is prohibited from combining or consolidating accounts or account information, and from improperly effecting the determination of Customer's Total Weekly Gross Transportation Charges. Customer acknowledges and agrees that the Incentives and the minimum rates in **Addendum A** are based on and derived from the UPS Standard List Rate rates in effect at the time of shipping available at www.ups.com and are subject to change based on changes to such Standard List Rate rates. Each eligible package (or shipment) will receive its applicable Incentive for the term of this Agreement. Incentives will be applied based on the week the package is billed, unless otherwise specified. This Agreement will be subject to periodic review by UPS for Customer compliance.

Customer agrees to provide UPS with Timely Upload of electronic Package Level Detail ("PLD") in a form acceptable to UPS. PLD includes, but is not limited to, consignee's full name, complete delivery address, package weight and zone. Timely Upload is defined as the electronic transmission of PLD to UPS at the time the packages are tendered to UPS. Customer agrees to provide Smart Labels on all packages tendered to UPS. A Smart Label, as defined herein and described in the current UPS Guide to Labeling, which may be updated from time to time by UPS, includes, but is not limited to, a Maxicode, Postal Bar Code, current UPS Routing Code, appropriate UPS Service Icon and a UPS 1Z Tracking Number Bar Code.

Customer agrees to pay for all shipments in full within the time period required by UPS. All Services provided by UPS shall be pursuant to the UPS Rate and Service Guide and Tariff/Terms and Conditions of Service in effect at the time of shipping and incorporated herein, by this reference. Customer will be billed on a weekly basis unless otherwise specified.

The enrollment period ends at midnight EST December 31, 2054. This Agreement will remain in effect until such time as UPS provides notice of termination of the Incentives, the Services or this Agreement either by notice posted at www.ups.com, notice provided directly to Customer, or notice otherwise reasonable under the circumstances. Customer and UPS agree that UPS, in its sole discretion, has the right to (a) extend the time of the offer; (b) alter or modify the Incentives, the Services or this Agreement; and (c) extend or terminate the offer, Incentives, Services or this Agreement, all at any time by notice posted at www.ups.com, notice provided directly to Customer, or notice otherwise reasonable under the circumstances.

Customer will receive the introductory incentives for Domestic Air, International Export and International Import for the period of 4 weeks. Week 1 effective end date will be Saturday midnight of the week in which the account was registered. The introductory period will end after 4 weeks, where the 1st week is defined as the week in which the account was registered. In the 5th week and throughout the remainder of the agreement, the discounts for Domestic Air, International Export and International Import will depend on weekly shipping activity defined in Addendum A. UPS Commercial Ground and UPS Residential Ground discounts will depend on weekly shipping activity defined in Addendum A beginning in Week 1 throughout the remainder of the agreement.

Customer agrees that it shall be bound by the terms set forth in this Agreement by accepting these terms, by clicking "I accept" and tendering a package to UPS. This Agreement shall be effective as of the date Customer indicates its acceptance by clicking "I Accept". This Agreement supersedes all other agreements between the Customer and UPS regarding these Services.

Addendum A

1. UPS will provide shipping incentives on the following UPS services:

Domestic Air

- UPS Next Day Air® Letters and Packages
- UPS Next Day Air Saver® Letters and Packages
- UPS 2nd Day Air A.M.® Letters and Packages
- UPS 2nd Day Air® Letters and Packages
- 3 Day Select® Products

Domestic Ground

- UPS® Ground Commercial
- UPS® Ground Residential

International Export

- UPS Worldwide Express® Letters, Documents, Paks and Packages
- UPS Worldwide Saver® Letters, Documents, Paks and Packages
- UPS Worldwide Expedited® Documents and Packages
- UPS Standard® to Canada and Mexico

International Import

- UPS Worldwide Express® Letters, Documents and Packages
- UPS Worldwide Saver® Letters, Documents and Packages
- UPS Worldwide Expedited® Documents and Packages
- UPS® Standard from Canada and Mexico

2. All incentives contained in this Addendum A apply to the effective UPS Standard List Rates at the time of shipment and shall be applied on a weekly basis, unless otherwise specified.
3. Each eligible package will receive an Incentive based on the account's average gross weekly Transportation Charges per the following schedule based on a fifty-two (52) week rolling average of eligible packages tendered to UPS. These Incentives apply to all zones. The band determination is based on the cumulative gross Transportation Charges per week, excluding Additional Charges. Incentives apply to Prepaid, Freight Collect, Third Party, and Undeliverable (where applicable) billed letters, documents and packages.
4. The Incentives detailed below in this Appendix include an Electronic PLD bonus up to the amount defined. Shipments tendered via non-Electronic PLD will not receive this bonus. At no point will non-application of the bonus result in net rates that exceed the published rates in effect at the time of shipment. The bonus will be applicable to all shipments paid for by account under the Agreement.

Services	Electronic PLD Bonus
UPS Domestic Air and International Export	10%
UPS Ground	0%

Introductory Program Incentives to be applied for Weeks 1 through 4:

Weekly Gross Transportation Charges*	UPS Next Day Air® (Ltr/Pkg)	UPS Next Day Air Saver® (Ltr/Pkg)	UPS 2nd Day Air® UPS 2nd Day Air A.M.® (Ltr/Pkg)	UPS 3 Day Select® (Pkg)	UPS Worldwide Express® UPS Worldwide Saver® UPS Worldwide Expedited® UPS Worldwide Express Freight™	UPS Worldwide Express® UPS Worldwide Saver® UPS Worldwide Expedited® UPS Worldwide Express Freight™	UPS Standard™ to and from Mexico	UPS Standard™ to and from Canada
					Export	Import		
\$0.00 - and up	50.0%		45.0%	40.0%	50.0%	45.0%	35.0%	18.0%

Weekly Gross Transportation Charges*	UPS Commercial Ground (1-5 lbs.)	UPS Commercial Ground (6-10 lbs.)	UPS Commercial Ground (11-20 lbs.)	UPS Commercial Ground (21-30 lbs.)	UPS Commercial Ground (31-150 lbs.)	UPS Residential Ground (1-10 lbs.)	UPS Residential Ground (11-20 lbs.)	UPS Residential Ground (21-150 lbs.)
	\$0.00 - \$99.99	9.0%	13.0%	16.0%	20.0%	21.0%	9.0%	11.0%
\$100.00 - \$249.99	9.5%	13.5%	16.5%	20.5%	21.5%	9.5%	11.5%	14.5%
\$250.00 - \$499.99	11.0%	15.0%	18.0%	22.0%	23.0%	10.5%	12.5%	15.5%
\$500.00 - \$999.99	13.5%	17.5%	20.5%	24.5%	25.5%	12.0%	14.0%	17.0%
\$1,000.00 - \$1,499.99	15.5%	19.5%	22.5%	26.5%	27.5%	14.0%	16.0%	19.0%
\$1,500.00 - \$1,999.99	16.5%	20.5%	23.5%	27.5%	28.5%	15.0%	17.0%	20.0%
\$2,000.00 - and up	17.5%	21.5%	24.5%	28.5%	29.5%	16.0%	18.0%	21.0%

Program Incentives to be applied for Weeks 5 throughout the remainder of agreement:

Weekly Gross Transportation Charges*			UPS Next Day Air® (Ltr/Pkg)	UPS Next Day Air Saver® (Ltr/Pkg)	UPS 2nd Day Air® UPS 2nd Day Air A.M.® (Ltr/Pkg)	UPS 3 Day Select® (Pkg)	UPS Worldwide Express® UPS Worldwide Saver® UPS Worldwide Expedited® UPS Worldwide Express Freight™ Export (Ltr/Pak/Doc/Pkg)	UPS Worldwide Express® UPS Worldwide Saver® UPS Worldwide Expedited® UPS Worldwide Express Freight™ Import (Ltr/Doc/Pkg)	UPS Standard™ to and from Mexico	UPS Standard™ to and from Canada
\$0.00	-	\$99.99	20.0%		16.0%	16.0%	20.0%	20.0%	12.0%	8.0%
\$100.00	-	\$249.99	22.5%		17.0%	17.0%	22.5%	20.0%	13.0%	8.5%
\$250.00	-	\$499.99	25.0%		20.0%	18.0%	25.0%	20.0%	14.0%	9.0%
\$500.00	-	\$999.99	35.0%		25.0%	20.0%	35.0%	25.0%	16.0%	10.0%
\$1,000.00	-	\$1,499.99	45.0%		35.0%	30.0%	45.0%	32.0%	25.0%	13.0%
\$1,500.00	-	\$1,999.99	47.5%		40.0%	35.0%	47.5%	39.5%	30.0%	15.5%
\$2,000.00	-	and up	50.0%		45.0%	40.0%	50.0%	45.0%	35.0%	18.0%

Weekly Gross Transportation Charges*			UPS Commercial Ground (1-5 lbs.)	UPS Commercial Ground (6-10 lbs.)	UPS Commercial Ground (11-20 lbs.)	UPS Commercial Ground (21-30 lbs.)	UPS Commercial Ground (31-150 lbs.)	UPS Residential Ground (1-10 lbs.)	UPS Residential Ground (11-20 lbs.)	UPS Residential Ground (21-150 lbs.)
\$0.00	-	\$99.99	9.0%	13.0%	16.0%	20.0%	21.0%	9.0%	11.0%	14.0%
\$100.00	-	\$249.99	9.5%	13.5%	16.5%	20.5%	21.5%	9.5%	11.5%	14.5%
\$250.00	-	\$499.99	11.0%	15.0%	18.0%	22.0%	23.0%	10.5%	12.5%	15.5%
\$500.00	-	\$999.99	13.5%	17.5%	20.5%	24.5%	25.5%	12.0%	14.0%	17.0%
\$1,000.00	-	\$1,499.99	15.5%	19.5%	22.5%	26.5%	27.5%	14.0%	16.0%	19.0%
\$1,500.00	-	\$1,999.99	16.5%	20.5%	23.5%	27.5%	28.5%	15.0%	17.0%	20.0%
\$2,000.00	-	and up	17.5%	21.5%	24.5%	28.5%	29.5%	16.0%	18.0%	21.0%

¹For each package, customer agrees to pay the greater of the net package charge based on the above incentives or the minimum published UPS list package charge of a Zone 2, 1 pound package for the respective Ground Commercial and Residential and zone 302 for 3 Day Select.

²For each package, customer agrees to pay the greater of the net package charge based on the above incentives or the minimum published UPS list package charge of a Standard Canada or Mexico one (1) pound package for the respective zone.