

ATTACHMENT 2



UPS Small Package Transportation Agreement

This agreement (“Agreement”) is made and entered into by and between you (“Customer”) and United Parcel Service Inc., an Ohio Company (“UPS”). It sets forth the terms and conditions under which UPS will provide the pickup and delivery services set forth below (“Services”). The Services are further described in and governed by the UPS® Rate and Service Guides (“Service Guides”) and UPS® Tariff/Terms and Conditions of Service (“Terms”) applicable in the location of dispatch and in effect at the time of shipping, each of which is incorporated herein by this reference. The Service Guides and Terms are subject to change at any time without prior notice. If there is a conflict or inconsistency between a Service Guide or the Terms and this Agreement, the terms of this Agreement shall control.

UPS will provide Customer with the pricing incentives (“Incentives”) set forth below. These Incentives are only available to Customer and only for a single UPS account. UPS may immediately cancel this Agreement if Customer resells or offers the Services or Incentives to any other party without the prior written consent of UPS. Customer acknowledges and agrees that the Incentives represent a percentage discount from the applicable UPS® Rates (for packages tendered in the 48 contiguous United States, the UPS Daily Rates) in effect at the time of shipping, available at www.ups.com, which may change at any time. Customer acknowledges that the Incentives apply only to the base transportation rates set forth in the applicable UPS Rates and do not apply to any additional applicable charges or surcharges set forth in the Terms or Service Guides (for example, any applicable charges for Value-Added Services or other charges). Incentives will be provided only for packages tendered during the term of this Agreement.

Portfolio Tier Incentive

Each eligible package will receive an incentive per the following schedule based on a 52 week rolling average of eligible packages tendered to UPS for each individual account number. After the first week of the agreement, average weekly Gross transportation charges will be based on week one through the current billing week not to exceed 52 weeks. These incentives apply to all zones unless otherwise specified. The band determination is based on the cumulative gross transportation charges per week (i.e. excluding accessorials, additional charges, surcharges, and import services). Incentives apply to Prepaid, Freight Collect, Third Party, and Undeliverable (where applicable) billed letters, documents and packages.

Gross Weekly Revenue Band	Domestic													International			
	Next Day	2 Day A.M.	2 Day	3 Day	GND C 1-10	GND C 11-20	GND C 21-30	GND C 31-50	GND C 51+	GND R 1-10	GND R 11-20	GND R 21-30	GND R 31+	Export	Export Stnd	Import	Import Stnd
\$19,230.00 and up	70%	50%	55%	55%	30%	35%	45%	46%	47%	20%	30%	35%	40%	65%	15%	45%	15%
\$9,615.00 - \$19,229.99	65%	45%	50%	50%	28%	33%	43%	44%	45%	18%	28%	33%	38%	60%	14%	40%	14%
\$4,800.00 - \$9,614.99	60%	40%	45%	45%	26%	31%	41%	42%	43%	18%	28%	33%	38%	55%	13%	35%	13%
\$2,885.00 - \$4,799.99	55%	35%	40%	40%	24%	29%	39%	40%	41%	18%	28%	33%	38%	50%	12%	30%	12%
\$1,920.00 - \$2,884.99	50%	30%	35%	35%	22%	27%	37%	38%	39%	16%	26%	31%	36%	50%	11%	30%	11%
\$965.00 - \$1,919.99	50%	30%	35%	35%	20%	25%	35%	36%	37%	14%	24%	29%	34%	50%	10%	30%	10%
\$0.00 - \$964.99	50%	30%	35%	35%	18%	23%	33%	34%	35%	12%	22%	27%	32%	33%	10%	30%	10%

Gross Weekly Revenue Band	Domestic Hundredweight				
	Next Day	2 Day A.M.	2 Day	3 Day	Ground
\$19,230.00 and up	30%	30%	30%	30%	25%
\$9,615.00 - \$19,229.99	25%	25%	25%	25%	20%
\$4,800.00 - \$9,614.99	20%	20%	20%	20%	15%
\$2,885.00 - \$4,799.99	20%	20%	20%	20%	15%
\$1,920.00 - \$2,884.99	20%	20%	20%	20%	15%
\$965.00 - \$1,919.99	20%	20%	20%	20%	15%
\$0.00 - \$964.99	20%	20%	20%	20%	15%

UPS Next Day Air® Early - Prepaid FC - Incentives off Effective Rates – 10%

Domestic Next Day includes the following services:

- UPS Next Day Air®
- UPS Next Day Air Saver®

Domestic 2 Day includes the following services:

- UPS 2nd Day Air A.M.®
- UPS 2nd Day Air®

Domestic 3 Day includes the following services:

- UPS 3 Day Select™

Domestic Grd C includes the following services:

- UPS Ground - Commercial

Domestic Grd R includes the following services:

- UPS Ground - Residential

International Export Express includes the following services:

- UPS Worldwide Express™
- UPS Worldwide Saver™

International Export Expedited includes the following services:

- UPS Worldwide Expedited™

International Export Standard includes the following services:

- UPS Standard to Canada

International Import Freight Collect includes the following services:

- UPS Worldwide Express™
- UPS Worldwide Saver™
- UPS Worldwide Expedited™

International Import Freight Collect Standard includes the following services:

- UPS Standard from Canada

Minimum Net Charge

For each shipment, Member Company shall pay the greater of the (a) net shipment charge based on the above incentives or (b) the minimum net shipment charge. When applicable, Minimum net shipment charge is calculated by deducting the applicable amount (by zone) in the table below from the published list rate for the respective service.

Service(s)	Minimum Per	Zone	Base Rate			Adjustment
UPS Next Day Air [®] FC TP UP RS RTP	Letter	ALL	UPS Next Day Air [®] - Letter	Zone 102	Letter	-13.52
UPS Next Day Air [®] FC TP UP RS RTP	Package	ALL	UPS Next Day Air [®] - Package	Zone 102	1 Pound	-16.09
UPS Next Day Saver [®] FC TP UP RS RTP	Letter	ALL	UPS Next Day Air Saver [®] - Letter	Zone 132	Letter	-13.27
UPS Next Day Saver [®] FC TP UP RS RTP	Package	ALL	UPS Next Day Air Saver [®] - Package	Zone 132	1 Pound	-14.33
UPS 2 nd Day Air A.M. [®] FC TP UP RS RTP	Letter	ALL	UPS 2nd Day Air A.M. [®] - Letter	Zone 242	Letter	-8.51
UPS 2 nd Day Air A.M. [®] FC TP UP RS RTP	Package	ALL	UPS 2nd Day Air A.M. [®] - Package	Zone 242	1 Pound	-9.29
UPS 2 nd Day Air [®] FC TP UP RS RTP	Letter	ALL	UPS 2nd Day Air [®] - Letter	Zone 202	Letter	-7.68
UPS 2 nd Day Air [®] FC TP UP RS RTP	Package	ALL	UPS 2nd Day Air [®] - Package	Zone 202	1 Pound	-7.69
UPS 3 Day Select [®] FC TP UP RS RTP	Package	ALL	UPS 3 Day Select [®]	Zone 302	1 Pound	-2.00
UPS [®] Ground - Commercial Delivery FC TP UP RS RTP	Package	ALL	UPS [®] Ground	Zone 2	1 Pound	0.00
UPS [®] Ground - Residential Delivery FC TP RS RTP	Package	ALL	UPS [®] Ground	Zone 2	1 Pound	0.00

UPS Worldwide Express[®] - Export

Zone	81	82	84	901	902	903	904	905	906	907	908	909	911	912	913	920	921
Letter	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Pak 1-2 lbs	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Document	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Package	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%

UPS Worldwide Saver[®] - Export

Zone	481	482	484	401	402	403	404	405	406	407	408	409	411	412	413	420	421
Letter	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Pak 1-2 lbs	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Document	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Package	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%

UPS Worldwide Expedited[®] - Export

Zone	71	72	74	601	602	603	604	605	606	607	608	609	611	612	613	620	621
Document	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%
Package	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%	40.0%

UPS StandardTM - Export to Canada

Zone	51	52	53	54	55	56
Package	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%

Zone	91	94	951	952	953	954	955	956	957	958	959	961	962	963	970	971
Letter	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%
Document	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%
Package	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%

UPS Worldwide Saver[®] - Import

Zone	491	494	451	452	453	454	455	456	457	458	459	461	462	463	470	471
Letter	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%
Document	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%
Package	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%

UPS Worldwide Expedited[®] - Import

Zone	61	64	651	652	653	654	655	656	657	658	659	661	662	663	670	671
Document	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%
Package	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%	50.0%

UPS StandardTM - Import from Canada

Zone	376	378	380
Package	0.0%	0.0%	0.0%

UPS may, at any time and in its sole and unlimited discretion, terminate, modify, suspend, extend or discontinue all or part of the Services, or this Agreement without liability to Customer or any third party, either by notice posted at www.ups.com, notice provided directly to Customer, or notice otherwise reasonable under the circumstances. This Agreement will remain in effect until such time as UPS provides such notice of termination of, the Services or this Agreement.

Customer agrees that, by clicking "I accept" and tendering a package to UPS, Customer will be bound by the terms set forth in this Agreement. This Agreement supersedes all other agreements between Customer and UPS regarding these Services.