

AGREEMENT DATE: February 1, 2025

This Fruit Supply Agreement (the "Agreement") is made by and between:

SUPPLIER:

Golden State Fruit Farms
825 Orchard Road
Watsonville, CA 95076
("GSFF")

BUYER:

Sunshine Bakery LLC
567 Main Street
San Francisco, CA 94110
("Bakery")

1. PURPOSE

This Agreement establishes the terms and conditions under which GSFF will supply fresh, frozen, and processed fruits to Bakery for use in bakery products.

2. PRODUCTS & PRICING

FRESH FRUIT (Seasonal Pricing)

- Strawberries, Organic: Market Price + 10% (Current: \$4.25/lb)
- Blueberries, Organic: Market Price + 10% (Current: \$6.75/lb)
- Raspberries, Organic: Market Price + 10% (Current: \$7.95/lb)
- Blackberries, Organic: Market Price + 10% (Current: \$6.50/lb)
- Apples, Assorted Varieties: \$1.85/lb
- Peaches (June-Sept): \$2.75/lb
- Cherries (May-July): \$4.95/lb

FROZEN FRUIT (Fixed Pricing)

- Strawberries, IQF: \$3.85/lb
- Blueberries, IQF: \$4.95/lb
- Mixed Berries, IQF: \$4.50/lb
- Peach Slices, IQF: \$3.75/lb
- Cherry Halves, IQF: \$5.25/lb

PROCESSED FRUIT (Fixed Pricing)

- Berry Puree, Sweetened: \$6.50/quart
- Berry Puree, Unsweetened: \$5.95/quart
- Apple Filling: \$4.25/quart
- Cherry Filling: \$7.50/quart
- Fruit Jam, Assorted: \$8.95/quart

3. ORDERING & DELIVERY

Fresh Fruit:

- Orders placed by 1:00 PM will be delivered next morning

- Minimum order: \$200
- Delivery days: Monday, Wednesday, Friday
- Delivery time: 7:00 AM - 9:00 AM

Frozen & Processed Fruit:

- Orders placed by 3:00 PM will be delivered within 2 business days
- Minimum order: \$350
- Delivery days: Tuesday, Thursday
- Delivery time: 8:00 AM - 12:00 PM

4. QUALITY STANDARDS

- All fresh fruit shall meet or exceed USDA Grade A standards
- Organic certification documentation available upon request
- Product temperatures maintained at appropriate levels during transport
- Shelf life guarantees: Fresh (3 days), Frozen (6 months), Processed (3 months)

5. PAYMENT TERMS

- Payment due Net 14 days from delivery
- 3% discount for payment within 7 days
- Late payment fee: 2% of outstanding balance
- Recurring late payments may result in modified terms or suspension of deliveries

6. SEASONAL PRICE ADJUSTMENTS

- Fresh fruit prices updated weekly based on market conditions
- Price updates communicated via email each Friday
- Frozen and processed fruit prices revised quarterly
- 14-day notice provided for frozen/processed price changes

7. TERM & TERMINATION

- Initial term: 12 months from Agreement Date
- Automatic renewal for successive 6-month periods
- Either party may terminate with 30 days written notice
- Breach of payment terms constitutes grounds for immediate termination

8. MISCELLANEOUS

- Force majeure provisions apply for crop failures or natural disasters
- Disputes resolved through binding arbitration in San Francisco, CA
- This Agreement constitutes the entire understanding between the parties