

Carrier Agreement



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

Pricing. UPS 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. These Incentives shall only be available to the locations and account numbers approved and identified in Addendum A. Account numbers of Customer and its affiliates, each of which is more than fifty percent (50.0%) owned by Customer, may be added or deleted only by mutual written agreement of Customer and UPS and require seven (7) business days notice to UPS to become effective. 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 acknowledges and agrees that the Incentives and the minimum rates in Addendum B are based on and derived from the most recently published UPS Daily Rates available at www.ups.com and are subject to change based on changes to such list rates. Each eligible package (or shipment) will receive its applicable Incentive for the term of this Agreement. Incentives are applied on a weekly basis unless otherwise specified. Incentives shall be applied to prepaid outbound shipments unless otherwise noted. This Agreement will be subject to periodic review by UPS for Customer compliance.

Automation. Customer agrees to supply the UPS Service Provider with a hard copy summary manifest at the time that the packages are tendered to UPS for shipment and 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 further agrees that all shipping locations will use a UPS OnLine or OnLine compatible shipping solution that is approved and authorized by UPS as such.

Custom Payment Terms. Customer agrees to pay for all shipments in full within the time period required by UPS. Refer to Addendum A for payment terms applicable to specified accounts for this agreement. Where included these payment terms supersede any previous payment terms for the specified accounts and represent the number of days from the time the invoice is generated until payment is due. Payment terms contained within this agreement will be applicable for the period in which accounts are part of this agreement after which accounts will revert to the payment terms contained in the UPS Rate and Service Guide and UPS Tariff/Terms and Conditions of Service.

Service. All Services provided by UPS shall be pursuant to the UPS Rate and Service Guide and UPS Tariff/Terms and Conditions of Service in effect at the time of shipping, each of which are incorporated herein by reference and which may be subject to change without prior notice and which, together with this Agreement, are the entire agreement and understanding between Customer and UPS relating to the relationship under this Agreement, superseding all prior or contemporaneous agreements or understandings.

Confidentiality. Customer and UPS agree to maintain the confidentiality of this Agreement including its rates, terms and incentives ("Confidential Information") unless disclosure is required by law. Customer agrees not to post or publicly display this Confidential Information.

Offer Expiration and Prior Agreements. This offer is void if not accepted by January 20, 2017 ("Deadline"). Customer may accept Agreement by providing a duly signed copy of this Agreement to UPS by the Deadline. This Agreement supersedes all other agreements between the Customer and UPS regarding these Services. This Agreement is hereby signed and executed by authorized representatives of both parties.

Term. The Incentives contained in this Agreement take effect on the Monday following the signing of this Agreement or the Effective Date, whichever is later and continue until terminated by either party. Either party may terminate this Agreement at any time upon 30 days prior written notice to the other.

UPS

United Parcel Service Inc.

By:

Michael T. Decil

Title:

Senior Acct Exec

Address:

47 Hartz Way

Secaucus, NJ 07094

Date Signed:

1/19/17

Effective Date:

1/23/17

Customer

Artistic Tile

By:

Josh Epstein

Josh Epstein

Title:

Manager

Address:

55 Jacobus Ave, Kearny NJ 07032

Date Signed:

1-19-17

Addendum A **List of Account Numbers**



Artistic Tile's UPS accounts identified below shall be included in the Agreement.

The following accounts shall have their activity committed and are eligible for incentives as specified in Addendum B:

ACCOUNT	NAME AND ADDRESS	Payment Terms (Days)	Commodity Tier **
Section 1 :			
0000A9E845	ARTISTIC TILE 1617 HI LINE DR DALLAS, TX 75207		
0000E06556	ARTISTIC TILE INC 520 SECAUCUS RD SECAUCUS, NJ 07094		01
0000TT1973	ARTISTIC TILE INC 150 E 58TH NEW YORK, NY 10155		07
0000V3205Y	ARTISTIC TILE-(SHOWPLACE EAST) 2 HENRY ADAMS ST SAN FRANCISCO, CA 94103		07
0000X0419R	JET LINE PRODUCTS SOUTH JERSEY 1400 TAYLORS LN CINNAMINSON, NJ 08077		
0000X10864	ARTISTIC TILE INC 38 W 21ST ST NEW YORK, NY 10010		07
00000A351V	ARTISTIC TILE 777 BROAD ST SHREWSBURY, NJ 07702		07
00000E7055	ARTISTIC BATH & TILE 727 S ROUTE 17 PARAMUS, NJ 07652		07
0000055348	JET LINE PRODUCTS 80 E 26TH ST PATERSON, NJ 07514		04
0000064336 ¹	ALDEN LEEDS 55 JACOBUS AVE KEARNY, NJ 07032	15	06
0000135793	JET LINE PRODUCTS INC 1845 NEW HWY FARMINGDALE, NY 11735		
0000160FW3	JET LINE PRODUCTS 150 LEHIGH AVE LAKEWOOD, NJ 08701		
0000194744	JET LINE PRODUCT 1325 E SUFFOLK AVE ISLANDIA, NY 11749		
0000370971	UNIVERSAL PACKAGING CO 12870 NW 107TH CT MEDLEY, FL 33178		
0000544R28	JET-LINE PRODUCTES 341 COUNTY ROAD 39A SOUTHAMPTON, NY 11968		
00007F9E98	ARTISTIC TILE INC. 1500 NORTHERN BLVD		

ACCOUNT	NAME AND ADDRESS	Payment Terms (Days)	Commodity Tier **
0000730E01 ¹	MANHASSET, NY 11030 MID-CONTINENT PKGING INC 1200 N 54 ST ENID, OK 73701	15	
000078R453	ARTISTIC TILE 222 MERCHANDISE MART PLZ CHICAGO, IL 60654		
00009446F3	JETLINE PRODUCTS DALLAS 850 FREEPORT PKWY COPPELL, TX 75019		
000098E8E5	ARTISTIC TILE INC. 65 TARRYTOWN RD WHITE PLAINS, NY 10607		07

The following accounts shall have their activity committed as specified in Addendum B:

ACCOUNT	NAME AND ADDRESS
Section 2:	
18086563	ARTISTIC TILE SECAUCUS, NJ 07094

*If there is an account number for the same service included in another UPS agreement, such account number will be deemed deleted from such other agreement as of the effective date.

** The commodity tier displayed is for Hundredweight outbound prepaid. For other Hundredweight Billing Options (third party, freight collect and consignee billing) please refer to the Hundredweight Service Contract Agreement. UPS Hundredweight rates and incentives will only apply to UPS accounts with an active Hundredweight Tier (01-07). The stated commodity tier set forth in this Addendum supersedes the commodity tier set forth in any existing Hundredweight Service Contract Agreement between the parties.

UPS Hundredweight rates and incentives will only apply to UPS accounts with an active Hundredweight Tier (01-07).

1. Incentives require payment by Electronic Funds Transfer or check.

Addendum B Incentives



All incentives contained in this Addendum B apply to the UPS rates in effect at the time of shipment and shall be applied on a weekly basis unless otherwise specified.¹

UPS® Ground - Commercial Package - Prepaid^{FC/TP} UPS RTS RTP - Incentives Off Effective Rates

Weight (lbs)	Zones									
	2	3	4	5	6	7	8	44	45	46
1 - 5	14.00%	14.00%	14.00%	14.00%	14.00%	14.00%	14.00%	14.00%	14.00%	14.00%
6 - 10	24.00%	24.00%	24.00%	24.00%	24.00%	24.00%	24.00%	24.00%	24.00%	24.00%
11 - 20	27.00%	27.00%	27.00%	27.00%	27.00%	27.00%	27.00%	27.00%	27.00%	27.00%
21 - 30	29.00%	29.00%	29.00%	29.00%	29.00%	29.00%	29.00%	29.00%	29.00%	29.00%
31 - 150	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%
151 and up	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%	31.00%

Commitment levels for UPS® Ground - Commercial Package - Prepaid are at least \$2,994.60 in base transportation charges per week.

UPS® Ground - Residential Package - Prepaid Frt^{FC/TP} RS RTP - Incentives Off Effective Rates

Weight (lbs)	Zones									
	2	3	4	5	6	7	8	44	45	46
1 - 5	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%	6.00%
6 - 10	15.00%	15.00%	15.00%	15.00%	15.00%	15.00%	15.00%	15.00%	15.00%	15.00%
11 - 20	19.00%	19.00%	19.00%	19.00%	19.00%	19.00%	19.00%	19.00%	19.00%	19.00%
21 - 30	21.00%	21.00%	21.00%	21.00%	21.00%	21.00%	21.00%	21.00%	21.00%	21.00%
31 - 150	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%
151 and up	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%	25.00%

Commitment levels for UPS® Ground - Residential Package - Prepaid Frt are at least \$1,150.55 in base transportation charges per week.

UPS Worldwide Express® - Export - Letter - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express® - Export - Document - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express® - Export - Package - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express® - Export - Pak - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express Saver® - Export - Letter - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express Saver® - Export - Document - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express Saver® - Export - Package - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express Saver® - Export - Pak - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Expedited® - Export - Document - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Expedited® - Export - Package - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS StandardTM Transborder - Export - Package - Prepaid^{All} - Incentives Off Effective Rates - 5.00%

UPS StandardTM (US - MX) - Export - Document - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS StandardTM (US - MX) - Export - Package - Prepaid^{All} - Incentives Off Effective Rates - 44.00%

UPS Worldwide Express® - Import - Letter - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Express® - Import - Document - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Express® - Import - Package - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Express Saver® - Import - Letter - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Express Saver® - Import - Document - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Express Saver® - Import - Package - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Expedited® - Import - Document - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS Worldwide Expedited® - Import - Package - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS StandardTM Transborder - Import - Package - Freight Collect^{All} - Incentives Off Effective Rates - 5.00%

UPS StandardTM (MX to US) - Import - Document - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

UPS StandardTM (MX to US) - Import - Package - Freight Collect^{All} - Incentives Off Effective Rates - 19.00%

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. The band determination is based on the cumulative base transportation charges per week (excluding accessorials and surcharges, unless otherwise specified). The incentives will be administered on a weekly basis.

Service(s)	Base Weekly Transportation Charges Bands - (\$)						
	0.00 - 3,174.99	3,175.00 - 4,364.99	4,365.00 - 5,554.99	5,555.00 - 6,744.99	6,745.00 - 9,914.99	9,915.00 - 11,894.99	11,895.00 and up
UPS Next Day Air [®] - Letter - Prepaid Frt ^{FC TP UP RS RTP}	0.00%	32.90%	37.60%	42.30%	47.00%	48.00%	49.00%
UPS Next Day Air [®] - Package - Prepaid Frt ^{FC TP UP RS RTP}	0.00%	32.90%	37.60%	42.30%	47.00%	48.00%	49.00%
UPS Next Day Air Saver [®] - Letter - Prepaid Frt ^{FC TP UP}	0.00%	32.90%	37.60%	42.30%	47.00%	48.00%	49.00%
UPS Next Day Air Saver [®] - Package - Prepaid Frt ^{FC TP UP}	0.00%	32.90%	37.60%	42.30%	47.00%	48.00%	49.00%
UPS 2nd Day Air A.M. [®] - Commercial Letter - Prepaid ^{FC TP UP}	0.00%	31.50%	36.00%	40.50%	45.00%	46.00%	47.00%
UPS 2nd Day Air A.M. [®] - Commercial Package - Prepaid ^{FC TP UP}	0.00%	31.50%	36.00%	40.50%	45.00%	46.00%	47.00%
UPS 2nd Day Air [®] - Letter - Prepaid Frt ^{FC TP UP RS RTP}	0.00%	31.50%	36.00%	40.50%	45.00%	46.00%	47.00%
UPS 2nd Day Air [®] - Package - Prepaid Frt ^{FC TP UP RS RTP}	0.00%	31.50%	36.00%	40.50%	45.00%	46.00%	47.00%
UPS 3 Day Select [®] - Package - Prepaid Frt ^{FC TP UP RS RTP}	0.00%	25.20%	28.80%	32.40%	36.00%	37.00%	38.00%
UPS [®] Ground - Commercial Package - Prepaid ^{FC TP UP RS RTP}	0.00%	2.00%	3.00%	4.00%	5.00%	6.00%	7.00%
UPS [®] Ground - Residential Package - Prepaid ^{FC TP UP RS RTP}	0.00%	2.00%	3.00%	4.00%	5.00%	6.00%	7.00%
UPS [®] Ground - Hundredweight - Package - Regular Pickup ^{FC TP UP}	0.00%	10.80%	12.30%	13.90%	15.40%	16.40%	17.40%
UPS Worldwide Express [®] - Export - Letter - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express [®] - Export - Document - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express [®] - Export - Package - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express [®] - Export - Pak - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Export - Letter - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Export - Document - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Export - Package - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Export - Pak - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Expedited [®] - Export - Document - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Expedited [®] - Export - Package - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Standard TM Transborder - Export - Package - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Standard TM (US - MX) - Export - Document - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Standard TM (US - MX) - Export - Package - Prepaid ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%

Service(s)	Base Weekly Transportation Charges Bands - (\$)						
	0.00 - 3,174.99	3,175.00 - 4,364.99	4,365.00 - 5,554.99	5,555.00 - 6,744.99	6,745.00 - 9,914.99	9,915.00 - 11,894.99	11,895.00 and up
UPS Worldwide Express [®] - Import - Letter - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express [®] - Import - Document - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express [®] - Import - Package - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Import - Letter - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Import - Document - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Express Saver [®] - Import - Package - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Expedited [®] - Import - Document - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Worldwide Expedited [®] - Import - Package - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Standard TM Transborder - Import - Package - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Standard TM (MX to US) - Import - Document - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%
UPS Standard TM (MX to US) - Import - Package - Freight Collect ^{All}	0.00%	10.50%	12.00%	13.50%	15.00%	16.00%	17.00%

Average weekly base transportation charges per week will be based on the most recent 52 week(s) (once 52 week(s) have been accumulated) excluding the current billing week. Average weekly base transportation charges per week is defined as the base transportation charges per week from all eligible and committed services for the given time period divided by the number of week(s) in the time period.

The following products will be included in determining the appropriate bands of the customer: Service(s) listed in Group(s) *All Small Package Freight, All International Import, All UPS Freight, All UPS Ground with Freight Pricing** of the Committed Services section at the end of the Addendum B.

For the purposes of determining the appropriate band of the customer, UPS will consider activity by the account numbers specified in Addendum A , Section 2.

Minimum Net Charge

For each shipment, Customer agrees to 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: UPS Worldwide Express [®] - Export - Letter - Prepaid ^{All} - Adjustment to the Rate Per Letter Per Zone (\$)														
081	082	084	901	902	903	904	905	906	907	908	909	911	912	913
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%
(Continued)														
920	921													
-40.00%	-40.00%													

Service: UPS Worldwide Express [®] - Export - Document - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (\$)														
081	082	084	901	902	903	904	905	906	907	908	909	911	912	913
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%
(Continued)														
920	921													
-40.00%	-40.00%													

Service: UPS Worldwide Express [®] - Export - Package - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (\$)														
081	082	084	901	902	903	904	905	906	907	908	909	911	912	913
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%
(Continued)														
920	921													
-40.00%	-40.00%													

Service: UPS Worldwide Express [®] - Export - Pak - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)														
081	082	084	901	902	903	904	905	906	907	908	909	911	912	913
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)	
920	921
-40.00%	-40.00%

Service: UPS Worldwide Express Saver [®] - Export - Letter - Prepaid ^{All} - Adjustment to the Rate Per Letter Per Zone (S)														
401	402	403	404	405	406	407	408	409	411	412	413	420	421	481
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)	
482	484
-40.00%	-40.00%

Service: UPS Worldwide Express Saver [®] - Export - Document - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)														
401	402	403	404	405	406	407	408	409	411	412	413	420	421	481
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)	
482	484
-40.00%	-40.00%

Service: UPS Worldwide Express Saver [®] - Export - Package - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)														
401	402	403	404	405	406	407	408	409	411	412	413	420	421	481
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)	
482	484
-40.00%	-40.00%

Service: UPS Worldwide Express Saver [®] - Export - Pak - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)														
401	402	403	404	405	406	407	408	409	411	412	413	420	421	481
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)	
482	484
-40.00%	-40.00%

Service: UPS Worldwide Expedited [®] - Export - Document - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)														
071	072	074	601	602	603	604	605	606	607	608	609	611	612	613
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)													
620	621	631	632	633	634	635	636	637	638	639	641	642	643
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

Service: UPS Worldwide Expedited [®] - Export - Package - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)														
071	072	074	601	602	603	604	605	606	607	608	609	611	612	613
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

(Continued)													
620	621	631	632	633	634	635	636	637	638	639	641	642	643
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

Service: UPS Standard TM Transborder - Export - Package - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)					
051	052	053	054	055	056
0.00%	0.00%	0.00%	0.00%	0.00%	0.00%

Service: UPS Standard TM (US - MX) - Export - Document - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (S)						
032	033	034	035	036	037	038
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

Service: UPS Standard TM (US - MX) - Export - Package - Prepaid ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (\$)						
032	033	034	035	036	037	038
-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%	-40.00%

Service: UPS Standard TM Transborder - Import - Package - Freight Collect ^{All} - Adjustment to the 1 lb Rate Per Shipment Per Zone (\$)		
376	378	380
0.00%	0.00%	0.00%

Service	Minimum Per	Zone	Base Rate	Adjustment
UPS 3 Day Select [®] - Package - Prepaid Frt ^{FC TP UP RS RTP}	Package	ALL	UPS 3 Day Select [®] Zone 302 1 lb	-1.50
UPS [®] Ground - Commercial Package - Prepaid ^{FC TP UP RS RTP}	Package	ALL	UPS Ground Zone 002 1 lb	
UPS [®] Ground - Residential Package - Prepaid Frt ^{FC TP RS RTP}	Package	ALL	UPS Ground Zone 002 1 lb	

Committed Services:

All Small Package Freight: Domestic and Export transportation charges from the following: Letter, Document, Package, Pallet, or Hundredweight prepaid, Freight Collect, Third Party, Consignee Billing, World Ease, Consolidated Clearance, Return Services or ARS will be used to determine the customer's incentive levels: Next Day Air Early; Next Day Air; Next Day Air Saver, 2nd Day Air A.M.; 2nd Day Air; 3 Day Select; US Ground; US Export Worldwide Express / Express Plus (Excluding 10 kg and 25 kg box); US Export Worldwide Saver (Excluding 10 kg and 25 kg box); Export Worldwide Express Freight, US Export Worldwide Expedited; UPS Standard.

All International Import: Import transportation charges from the following: Letter, Document, Package or Pallet, Single-Piece or Multi-Piece, Freight Collect, Third Party, Consignee Billing, World Ease, Consolidated Clearance or Return Services will be used to determine the customer's incentive levels: US Import Worldwide Express Plus; US Import Worldwide Express NA1 (Excluding 10 kg and 25 kg box); US Import Worldwide Express / Express Plus (Excluding 10 kg and 25 kg box); Import Worldwide Express Freight, US Import Worldwide Saver (Excluding 10 kg and 25 kg box); US Import Worldwide Expedited; Import Worldwide Standard; US Import 3 Day Select from Canada; US Import Standard.

All UPS Freight³: The following prepaid, freight collect, third party net transportation charges will be used to determine the customer's incentive levels: UPS Freight LTL, UPS Freight LTL Guaranteed A.M., UPS Freight LTL Guaranteed, UPS Freight LTL Urgent, UPS Freight Transactional Truckload and UPS Freight Truckload Intermodal.

All UPS Ground with Freight Pricing: The following service(s) will be used to determine the band of the customer: UPS Ground with Freight Pricing.

Non-Electronic PLD Incentive Reduction

The incentives detailed earlier in this Agreement are based on receipt of Electronic PLD. When a shipment is tendered to UPS using a non-Electronic PLD method as defined below it will have an incentive reduction applied as indicated in the table below. At no point will application of the incentive reduction result in a net rate that exceeds the published rate in effect at the time of shipment. The incentive reduction will only be applied to shipments tendered to UPS by accounts that are party to this Agreement.

Service(s)	Non-Electronic PLD Incentive Reduction	Start Date	End Date
UPS Next Day Air [®] - Letter - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS Next Day Air [®] - Package - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS Next Day Air Saver [®] - Letter - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS Next Day Air Saver [®] - Package - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS 2nd Day Air A.M. [®] - Commercial Letter - Prepaid	10.00%	10/29/2016	09/15/2046
UPS 2nd Day Air A.M. [®] - Commercial Package - Prepaid	10.00%	10/29/2016	09/15/2046
UPS 2nd Day Air [®] - Letter - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS 2nd Day Air [®] - Package - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS 3 Day Select [®] - Package - Prepaid Frt	10.00%	10/29/2016	09/15/2046
UPS [®] Ground - Commercial Package - Prepaid	5.00%	10/29/2016	09/15/2046
UPS [®] Ground - Residential Package - Prepaid Frt	5.00%	10/29/2016	09/15/2046
UPS [®] Ground - Hundredweight - Package - Regular Pickup	5.00%	10/29/2016	09/15/2046

The following methods of providing UPS shipment information will be considered non-electronic for this agreement: Manifest Key Entered,

Manifest Summary, Hundredweight Shipping Document, Paper Waybill, Air Shipping Document, Shipping Record (SRB/SRM), Consignee Billing Paper Books. All other shipment information will be considered electronic PLD.

Notes:

1. Incentives are based on and derived from the most recently published Daily Rates and adjusted periodically pursuant to the terms and conditions of the Carrier Agreement. Updated rate charts will be made available to Customer by contacting your UPS account executive.
 3. For UPS Freight services, the rolling average used to calculate the tier band will be based on transportation charges that will be one week behind the small package transportation charges used to calculate the tier.
- ^{AI} Includes all available billing options and return services with the exception of WorldEase, Consolidated Clearance and ARS services. Please refer to the UPS Tariff/Terms and Conditions for additional information on available billing options.
- ^{FC} The incentives will be extended to Freight Collect Shipments and Undeliverable Packages Freight Collect where applicable for the zones listed.
- ^{TP} The incentives will be extended to Third Party Shipments and Undeliverable Packages Third Party where applicable for the zones listed.
- ^{UP} Undeliverable Packages will be returned as specified in the UPS Terms and Conditions. Any incentives in effect at the time of shipment for the service in which an undeliverable package is shipped will be applied to the undeliverable package.
- ^{RS} The incentives will be extended to Return Services where applicable for the zones listed.
- ^{RTP} The incentives will be extended to Third Party Return Services where applicable for the zones listed.
- * UPS Ground with Freight Pricing is committed based on net transportation charges.