

2016-06-06  
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## SERVICE AGREEMENT

June 6, 2016

**State Enterprise Lithuanian Agricultural and Food Market Regulation Agency**, company ID: 110073873, VAT Payer ID: LT100738716, with the registered office address at L. Stuokos-Guceviciaus st. 9-12, Vilnius, Lithuania, represented by deputy general manager, acting as general manager, Arturas Bagotyrius (further- Litfood)

and

**Turbo Noodle Agency LLC**, company EIN: 81-2621590, with registered office at PO Box 380722, Duncanville, TX 75138, United States of America, represented by Chief Executive Officer Jordan Dresel (further - Turbo Noodle)

### 1. Object of the Agreement

1.1. Turbo Noodle commits to provide booth design, development, construction and equipment rental (as described in Annex II of this Agreement) services in Summer Fancy Food Show 2016 (further - FFS2016), Litfood commits to pay for the provided services in accordance with the conditions expressed in part 2.2.

1.2. Services are described as:

1.2.1. Services are provided June 26-28, 2016 at Summer Fancy Food Show 2016, taking place in Javits Center, New York, United States of America.

1.2.2. 900 sq.ft. booth must be constructed in booth locations 5537, 5539, 5541A+B, 5543 A+B, 5636, 5637, 5638, 5640, 5642 according to Annex I technical specifications.

### 2. Service Price, Payment Terms and Conditions

2.1. Total price of the Agreement is \$57,930.24 (fifty-seven thousand nine hundred thirty US dollars, 24 cents) including taxes, shipping, handling and other fees.

2.2. Payment terms:

2.2.1. 75% from total price must be paid by June 17, 2016.

2.2.2. 25% from total price must be paid no later than 7 working days after Litfood receives its acceptance certificate in FFS2016 (upon meeting installation requirements).

2.3. Total price of Agreement cannot be changed under any circumstances throughout the Agreement validity period, unless both sides agree to do so.

### 3. Deadlines

3.1. In order to guarantee deliverables listed in Annex I of technical specifications, must be signed no later than June 7, 2016.

 

3.2. All print-ready graphics must be delivered to Turbo Noodle no later than June 10, 2016. All graphics will require client approval of electronic proof prior to production.

**4. Damage clause**

4.1. Litfood understands that all rented materials, including but not limited to, hardware, furnishings, accessories, carpeting and lighting will be managed and maintained by Turbo Noodle. The client shall be responsible for any damage that occurs to aforementioned materials during the rental period. If damage occurs, Litfood will financially reimburse Turbo Noodle for the actual value of the loss.

4.2. Total amount paid by Litfood to Turbo Noodle shall never exceed 40% of the total rental fee for the damaged exhibit. If for any reason damage is caused by the Show Contractor or another exhibitor, it is Litfood responsibility to immediately inform Turbo Noodle of the incident.

**5. Cancellation Policy**

5.1. Any orders cancelled within 5 days after the date of signature will incur a cancellation fee up to 50% of the contract amount.

5.2. Any orders cancelled later than 5 days after date of signature will incur a cancellation fee up to 100% of the contract amount.

**6. General Clause**

6.1. All graphics and exhibits designs created by Turbo Noodle are the expressed property of Turbo Noodle. Turbo Noodle reserves the right to use any images including renderings and photos of its work for marketing purposes, including displaying mentioned images on its website properties, marketing brochures and social media platforms.

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State Enterprise Lithuanian Agricultural  
and Food Market Regulation Agency

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Deputy General Manager, acting as  
General Manager

Arturas Bagotyrius



Turbo Noodle Agency LLC

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Bank of America  
Acc. No.: 488062943866  
Routing No.: 026009593

Chief Executive Officer

Jordan K. Dresel



**ANNEX I TO SERVICE AGREEMENT**  
June 6, 2016

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**ANNEX II TO SERVICE AGREEMENT**

June 6, 2016

**SUMMARY OF 20x40 and 10x10 booth rentals for Summer Fancy Food Show 2016**

- (1) 40 foot long center wall 11 ft tall with 8 individual booth spaces
  - (1) 10 foot long back wall 11 feet tall with 1 individual booth space
  - (1) 40 ft long graphic header printing on 2 sides at top of all walls
  - (1) 3 sides hanging banner over the pavilion
  - (11) Full panel graphic printing
  - (27) Overhead wall lights
  - (12) Shelves for product display
  - (8) Front counter reception with front graphics and lockable storage
  - (10) Tables
  - (42) Chairs
  - (10) Wastebaskets
  - (6) Literature racks
  - (10) Tower showcases
  - Electronic components: Sockets/EU adapters/24/7 outlets/3 phase electricity outlet
  - Shipping in and out
  - Labor to install and labor to dismantle
  - Turbo Noodle LLC project manager to oversee production and facilitate all show contractor paperwork on your behalf.
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**TECHNICAL SPECIFICATION FOR NATIONAL LITHUANIAN PAVILION  
STAND IN “SUMMER FANCY FOOD SHOW 2016”, NEW YORK, USA**

**Common Requirements for National Lithuanian Pavilion Stand**

1. The purchase of stand project development and implementation with stand equipment rental services in the international food and beverage exhibition “Summer Fancy Food Show 2016”. Services will be provided during the exhibition in 26-28<sup>th</sup> of June, 2016 in exhibition center “Jacob Javits Center” in New York, USA.
2. Lithuanian joint stand concept development: Lithuanian joint stand represents Lithuania as an attractive exporting country. Lithuanian export strategy represents Lithuania as “green land”. The stand should have unified content and shared space. Style of the texts used in the stand shall correspond to the Lithuanian stand concept and structure.
3. Stand must be open, well illuminated (white light) with a logo (Lithuania: fresh and natural);



4. Green carpet is desired for Floor covering;
5. The stand’s wall must be white. Main colors for the stand must be white and green, regarding approved conception.
6. Stand must be modern, bright, functional and open.
7. All materials used for stand installation must be high quality, aesthetically attractive and must approve all safety standards. Walls must be well prepared, smooth and high quality (without any rough, bump, and hollows).
8. The provider is responsible for ensuring that the project is fully consistent with the exhibition “Summer Fancy Food Show 2016” organizers requirements.
9. The provider is responsible for receipt of all relevant consents/permits for construction and harmonization of the design, equipment and materials used with the exhibition “Summer Fancy Food Show 2016” requirements.
10. WIFI access to Lithuanian joint stand.
11. There must be enough sockets for all stand equipment.

12. The provider must comply with all safety requirements set out in the exhibition "Summer Fancy Food Show 2016" by the organizer.
13. Logos and posters of each company participating in our stands should be as big as possible (maximum available width of rear wall), well shown, noticeable, illuminated and high quality as well.
14. Rented furniture and equipment amount can be changed depending on customers request up to 30 per cent during stand design process.
15. Lithuanian national stand visualization should be incorporated into the general image of the exhibition hall. Proposed visualization must reflect Lithuanian joint stand realization in 83,61 sq. m./900 sq. f. area.
16. Stand lighting (white light).
17. Proposals and afterwards Rental contracts must include these parts:
  - 17.1. Total price of proposal, VAT excluded;
  - 17.2. Detailed price for individual participants for additional equipment;
18. The quotation shall include:
  - 18.1. Project development and technical project preparation;
  - 18.2. Stand surfacing parts;
  - 18.3. Stand assembly and dismantling operations;
  - 18.4. Stand decoration and maintenance during the exhibition;
  - 18.5. Stand electricity power, connections, lightning complied with all safety requirements;
  - 18.6. The stand cleaning and trash removal prior to the start of the exhibition, the entire Exhibition period and after the show and pay for such services;
  - 18.7. Production and installation of logos and posters.
19. Terms of settlement:
  - 19.1. First 75% payment of Lithuanian pavilion stand (83,61 sq. m./900 sq. f.) supported by the Ministry of Agriculture of the Republic of Lithuania in North Hall will be implemented in 17 of June 2016. Final settlement of 25% will be implemented through 7 work days after the acceptance certificate in Exhibition Summer Fancy Food Show 2016 (if accomplish all installation requirements).

20. Promotional logos of the Ministry of Agriculture of the Republic of Lithuania



Should be on these booths: 5537, 5539, 5541A, 5541B, 5642, 5640, 5638, 5636, 5637.

21. In the middle of the stand must be the maximum allowed height wall (see the appendix No. 1 orange line "wall between companies"). The logo (Lithuania: fresh and natural) and Lithuanian flag must be incorporated on the three sides of Fascia.



22. The upper side of the stand - Fascia should be over all stand area. Fascia should be of the shape of rectangle and must be raised or hanged to the highest (maximum) allowable height. The width of fascia wall should be from 1 to 1,5 meter.

<p>MB „Vyno guru“ 5543 B</p> <p>LITFOOD 5543A</p>	<p>SC „Rokiskio suris“</p> <p>5642</p>	
<p>SC „Zemaitijos pienas“ 5541B</p>	<p>SC „Rokiskio suris“</p> <p>5640</p>	
<p>JSC „Meskenas“ 5541A</p>		
<p>JSC „Mantinga“ 5539</p>	<p>JSC „Cerera foods“</p> <p>5638</p>	
<p>JSC „Naujasis Nevezis“ 5537</p>	<p>JSC „Marijampoles pieno konservai“</p> <p>5636</p>	<p>SC „Vilkyskiu pienine“</p> <p>5637</p>

Appendix No. 1

23. There should be a symbolic separation between companies stands, e.g., partition, not tall walls, natural flowers or some fence, so that each company would have its own space but in general wouldn't be separated by high walls. This separation shouldn't cover companies stand area.

24. SC "Vilkyskiu pienine" stand booth No. 5637 must be exactly the same as joint Lithuanian stand of 8 companies (800 sq. f.), if stand construction allows.

**Stand equipment:**

**1. JSC "Naujasis Nevezis", Booth No. 5537, 8,04 sq.m.:**

- 1.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 1.2. White bar stool, 1 pc.;
- 1.3. White round table, 900x900x740 mm or similar, 1 pc.;
- 1.4. White chair, 4 pc.;
- 1.5. Waste bin, 1 pc.;
- 1.6. Illuminated tall glass showcase, 500x500x2000 mm or similar, 3 pcs.;
- 1.7. Socket, 2 pcs.;
- 1.8. EU socket adapter, 2 pcs.;
- 1.9. Wall mounted flat shelf, 3 pcs.;
- 1.10. Poster on the wall, 1 pc.;
- 1.11. Logo on the counter 1 pc.;

**2. JSC "Mantinga", booth No. 5539, 9,29 sq.m.:**

- 2.1. Lockable white counter with shelves inside 600x500x1000 mm or similar, 1 pc.;
- 2.2. White round table, 900x900x740 mm or similar, 1 pc.;
- 2.3. White chair, 4 pcs.;
- 2.4. Waste bin, 2 pcs.;
- 2.5. Illuminated tall glass showcase, 500x500x2000 mm or similar, 2 pcs.;
- 2.6. Socket, 3 pcs.;
- 2.7. EU socket adapter, 3 pc.;
- 2.8. Literature rack, 1 pc.;
- 2.9. Prepare place for convection oven CO025 from "Lowe" catalogue (our client ordered it)  
- 1 pc.;
- 2.10. Catchall, with shelves and lockable doors, 600x300x800 mm, or similar, 1 pc.;

- 2.11. Positioned shelf with 4 shelves, 1200x300x2000 mm or similar, (see appendix No. 2), 1 pc;
- 2.12. Prepare place for Freezer GIT from "Lowe" catalogue (our client ordered it) – 1 pc.;
- 2.13. 24/7 power supplier for refrigeration equipment, 1 pc.;
- 2.14. Three phase power socket for convection oven and refrigeration, 2 pc.;
- 2.15. The provider is responsible for receipt of all relevant consents/permits for construction and harmonization of the design, equipment and materials used with the exhibition "Summer Fancy Food Show 2016" requirements;
- 2.16. JSC "Mantinga" requires their equipment placement should follow the example, see appendix No. 3;
- 2.17. Poster on the wall, 1 pc.;
- 2.18. Logo on the counter 1 pc.;

**3. JSC "Meskenas", booth No. 5541A, 4,5 sq.m.:**

- 3.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 3.2. White bar stool, 1 pc.;
- 3.3. White round table, 900x900x740 mm or similar 1 pc.;
- 3.4. White chair, 4 pcs.;
- 3.5. Waste bin, 1 pc.;
- 3.6. Illuminated tall glass showcase, 500x500x2000 mm or similar, 1 pc.
- 3.7. Socket, 1 pc.;
- 3.8. EU socket adapter, 1 pc.;
- 3.9. Literature rack, 1 pc.;
- 3.10. Poster on the wall, 1 pc.;
- 3.11. Logo on the counter 1 pc.;

**4. SC "Zemaitijos pienas", booth No. 5541B, 6,04 sq.m.:**

- 4.1. White round table, 900x900x740 mm or similar 1 pc.;
- 4.2. White chair, 4 pcs.;
- 4.3. Waste bin, 1 pc.;
- 4.4. Socket, 1 pc.;

- 4.5. EU socket adapter, 1 pc.;
- 4.6. Prepare place for chiller "SARA" from „Lowe“ catalogue (our client ordered it) – 1 pc.;
- 4.7. 24/7 power supplier for refrigeration equipment, 1 pc.;
- 4.8. The provider is responsible for receipt of all relevant consents/permits for construction and harmonization of the design, equipment and materials used with the exhibition "Summer Fancy Food Show 2016" requirements;
- 4.9. Literature rack, 1 pc.;
- 4.10. Poster on the wall, 1 pc.;
- 4.11. Logo on the counter 1 pc.

**5. JSC "Vyno gura"/LITFOOD, booth No. 5543B and 5543A, 9,29 sq.m. :**

- 5.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 5.2. White bar stool, 1 pc.;
- 5.3. White round table, 900x900x740 mm or similar 1 pc.;
- 5.4. White chair, 4 pcs.;
- 5.5. Waste bin, 1 pc.;
- 5.6. Illuminated tall glass showcase, 500x500x2000 mm or similar, 1 pc.
- 5.7. Socket, 1 pc.;
- 5.8. EU socket adapter, 1 pc.;
- 5.9. Poster on the wall, 1 pc.;
- 5.10. Logo on the counter 1 pc.;
- 5.11. LITFOOD - Lockable white counter with shelves inside 600x500x1000 mm or similar, 1 pc.;
- 5.12. LITFOOD - Logo on the counter 1 pc.;

**6. SC "Rokiskio suris", booth No. 5642 and 5640, 18,58 sq.m.:**

- 6.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 6.2. White bar stool, 1 pc.;
- 6.3. White round table, 900x900x740 mm or similar 2 pcs.;
- 6.4. White chair, 5 pcs.;

- 6.5. Waste bin, 1 pc.;
- 6.6. Socket, 4 pcs.;
- 6.7. EU socket adapter, 4 pcs.;
- 6.8. Wall mounted flat shelf, 1 pc.;
- 6.9. Literature rack, 1 pc.;
- 6.10. Prepare place for chiller B1 from „Lowe“ catalogue (our client ordered it) – 1 pc.;
- 6.11. 24/7 power supplier for refrigeration equipment, 1 pc.;
- 6.12. The provider is responsible for receipt of all relevant consents/permits for construction and harmonization of the design, equipment and materials used with the exhibition “Summer Fancy Food Show 2016” requirements;
- 6.13. Poster on the wall, 1 pc.;
- 6.14. Logo on the counter 1 pc.;

**7. JSC “Cerera Foods“, booth No. 5638, 9,29 sq.m.:**

- 7.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 7.2. White bar stool, 1 pc.;
- 7.3. White round table, 900 x 900 x 740 mm or similar, 1 pc.;
- 7.4. White chair, 4 pcs.;
- 7.5. Waste bin, 1 pc.;
- 7.6. Illuminated tall glass showcase, 500x500x2000 mm or similar, 1 pc.;
- 7.7. Socket, 1 pc.;
- 7.8. EU socket adapter, 1 pc.;
- 7.9. Literature rack, 1 pc.;
- 7.10. Poster on the wall, 1 pc.;
- 7.11. Logo on the counter 1 pc.;

**8. JSC “Marijampoles pieno konservai“, booth No. 5636, 9,29 sq.m.:**

- 8.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 8.2. White round table, 900x900x740 mm or similar, 1 pc.;
- 8.3. White chair, 4 pcs.;
- 8.4. Waste bin, 1 pc.;

- 8.5. Illuminated tall glass showcase, 500x500x2000 mm or similar, 1 pcs.
- 8.6. Socket, 1 pc.;
- 8.7. EU socket adapter, 1 pc.;
- 8.8. Poster on the wall, 1 pc.;
- 8.9. Logo on the counter 1 pc.

**9. SC "Vilkyskiu pienine", booth No. 5637, 9,29 sq.m.:**

- 9.1. Lockable white counter with shelves inside 1000x500x1000 mm or similar, 1 pc.;
- 9.2. White round table, 900x900x740 mm or similar, 1 pc.;
- 9.3. White chair, 4 pcs.;
- 9.4. Waste bin, 1 pc.;
- 9.5. Illuminated tall glass showcase, 500x500x2000 mm or similar, 1 pcs.
- 9.6. Socket, 2 pc.;
- 9.7. EU socket adapter, 2 pc.;
- 9.8. Prepare place for chiller H4IB from „Lowe“ catalogue (our client ordered it) – 1 pc.;
- 9.9. 24/7 power supplier for chiller equipment, 1 pc.;
- 9.10. The provider is responsible for receipt of all relevant consents/permits for construction and harmonization of the design, equipment and materials used with the exhibition "Summer Fancy Food Show 2016" requirements;
- 9.11. Catchall fitted for chiller, with shelves and lockable doors, 800x550x840 mm or similar, 1 pc.;
- 9.12. Literature rack, 1 pc.;
- 9.13. Poster on the wall, 1 pc.;
- 9.14. Logo on the counter 1 pc.;



Appendix No. 2

