

AGREEMENT

This Agreement is made by and between Wellshire Farms, Inc. and _____ hereafter referred to as "Buyer".

I. Packaging

Wellshire Farms, Inc., on behalf of Buyer, will purchase and inventory all packaging materials necessary to produce and package products distributed under the Buyer's proprietary brand.

Wellshire Farms, Inc. will maintain USDA approval for all ingredients and packaging of the products.

Attachment I (attached) outlines items and supplies that Wellshire Farms, Inc. will inventory for the purpose of producing the Buyer's products.

II. Reimbursement of Packaging Cost to Wellshire Farms, Inc.

If for any reason the Buyer ceases to purchase its proprietary branded products from Wellshire, Buyer agrees to pay to Wellshire Farms, Inc. its cost of the packaging material on hand, that was used exclusively for the production of the proprietary branded products.

III. Finished Product

Wellshire Farms, Inc. will inventory finished product for the Buyer throughout the Agreement period. If for any reason the Buyer ceases purchasing its proprietary branded products from Wellshire Farms, Inc., the Buyer agrees to pay for Finished Product that was produced exclusively for the Buyer. Finished Product will be billed out at list price in effect at the time.

IV. Signature

By signing this Agreement, the undersigned hereby acknowledges and agrees to its terms:

BUYER:	_____	WELLSHIRE:	_____
NAME:	_____	NAME:	_____
TITLE:	_____	TITLE:	_____
SIGNATURE:	_____	SIGNATURE:	_____
DATE:	_____	DATE:	_____

ATTACHMENT 1

**(Items Being Inventoried By Wellshire, Pursuant to Part "I." of this Agreement,
for Production of Buyer's Products)**