

**EXHIBIT A**  
**SUPPLIER/SUB-SUPPLIER FEES AND INVOICING**

Supplier shall prepare and submit an invoice within five (5) calendar days of the provision of any work under the Agreement. All such invoices shall provide a complete and itemized breakdown of all charges and requested reimbursements and full support for each. Supplier's invoice must contain the following; trip # or the freight bill number, the PO #, truck number and odometer readings provided to Supplier, as well as the point of origin, destination and all routes traveled by the escort vehicle. Company shall not be liable to Supplier/Sub-Supplier for any expenses paid or incurred by Supplier/Sub-Supplier unless otherwise agreed to in writing. Company may deduct from Supplier/Sub-Supplier's compensation any expense that Supplier/Sub-Supplier is obligated to pay pursuant to this Agreement.

The rates in this Exhibit are the maximum rates for work performed under the Agreement. The parties to the Agreement have the right to negotiate altered or different rates and reduce that agreement to writing. In order for such rates to be binding they shall be signed by an authorized representative of either party.

**Line Haul per Mile Charges:**

<b>Front and Rear Escort - \$ per mile</b>	\$	<b>Minimum Charge \$ per trip</b>	\$
<b>Height Pole Escort - \$ per mile</b>	\$	<b>Minimum Charge \$ per trip</b>	\$
<b>Super Load Escort - \$</b>	\$	<b>FRONT/REAR - \$</b>	\$
<b>HI POLE - \$ per mile</b>	\$	<b>Minimum Charge - \$ per trip</b>	\$

The Day Rate Charge for Super Loads over 130' Long X 18' Wide X 16' High weighing over 200,000 lbs. shall be \$ per day. (Loads selected by Supplier/Sub-Supplier to be Day Rate levels cannot switch to mileage rates on same trip or from mileage rates to Day Rates).

<b>REAR/FRONT - \$ per day or fraction thereof (includes motel)</b>	\$
<b>HI POLE - \$ per day or fraction thereof (includes motel)</b>	\$

Dead Head Miles: Company does not pay dead head miles; escorts have the right to refuse a job if it is not financially feasible to dead head to the job location.

Gas Rate Increase: See included Schedule

<b>*Detention - (After first two hours of down time of each day) - \$ per hour or fraction thereof Detention charges shall not accrue between the hours of 6:00 P.M. and 7:00 A.M. see below* (Must list down-time for each Detention occurrence with Date and Times)</b>	\$
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<b>Motel Allowance - \$ per night (unless otherwise included) Applicable for each day shipment is in transit &amp; escort is required — excluding date of delivery.</b>	\$
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<b>Escort Service Requested and Not Used - \$ per trip (Only applicable if escort has already been dispatched)</b>	\$
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<b>*Layover \$ per day (includes motel) - see below*</b>	\$
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Tolls and Permits - Actual cost (Must turn in receipts; must be on permit routes)

<b>Route Survey - \$ Per mile (One-Way)</b>	\$	<b>Minimum Charge - \$ per trip</b>	\$
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**\*Detention/Layover:** No Detention/Layover will be paid or owed to Supplier/Sub-Supplier for delays caused by curfew, traffic, accident, or act of God. Weekend Layover **will not** be paid unless approved by Company and invoice is signed by the Company.

**NOTE:** Payment of Supplier/Sub-Supplier's invoice will be delayed and may be rejected and returned if the Supplier/Sub-Supplier's invoice(s) does not include the Purchase Order Number.

<b>COMPANY</b>		<b>SUPPLIER</b>	
By:		By:	
Name:		Name:	
Title:		Title:	
Date:		Date:	

### SUPPLIER/SUB-SUPPLIER GAS RATE INCREASE SCHEDULE

This schedule addresses the addition of per mile compensation that can be added to the per mile charges in Appendix A when gas prices reach or exceed a specific amount per gallon in the United States - see schedule below.

The D.O.E. updates the average prices every Monday afternoon after 4:00 P.M. Eastern Time; if Holiday falls on Monday the update will be Tuesday afternoon after 4:00 P.M. Eastern Time. The averages are available to all by calling 202-586-6966, or on the Internet at: <http://tonto.eia.doe.gov/oog/info/gdu/gasdiesel.asp>.

#### GAS RATE SCHEDULE - BASED ON NATIONAL U.S. AVERAGE

##### **GAS COST CHARGE PER/MILE**

To \$2.749	\$0.00
\$2.75 to \$2.899	\$0.01
\$2.90 to \$3.149	\$0.02
\$3.15 to \$3.199	\$0.03
\$3.20 to \$3.349	\$0.04
\$3.35 to \$3.499	\$0.05
\$3.50 to \$3.649	\$0.06
\$3.65 to \$3.799	\$0.07
\$3.85 to \$3.999	\$0.08
\$4.00 & over*	*When the price of gas exceeds \$3.999 per gallon, use the following formula: \$0.01 per mile additional for each \$0.15 increase in the price of gas per gallon.

**NOTE:** The gas increase is to be included in the per mile charge on the invoice; example: Rear escort charge of \$1.35 per mile with a 2 cent gas increase would be submitted as \$1.37 per mile on invoice. Do not show as a separate entry.