

PORT EVERGLADES FRANCHISE APPLICATION

An application will not be deemed completed and processed until all required documents and fees are received.
 A separate application must be filed for each type of franchise Applicant wishes to apply for.

CHECK ONE

<input type="checkbox"/>	STEAMSHIP AGENT	<input type="checkbox"/>	STEVEDORE
<input checked="" type="checkbox"/>	CARGO HANDLER	<input type="checkbox"/>	TUGBOAT & TOWING
<input type="checkbox"/>	VESSEL BUNKERING	<input type="checkbox"/>	VESSEL OILY WASTE REMOVAL
<input type="checkbox"/>	VESSEL SANITARY WASTE WATER REMOVAL		

Note: Applicant is defined as the legal entity applying for the franchise. All information contained in this application shall apply only to the Applicant, not to any parent, affiliate, or subsidiary entities.

Applicant's Name Chiquita Fresh North America L.L.C.
(Name as it appears on the certificate of incorporation, charter, by-laws, or other official document)

Applicant's Business Address P.O. Box 22817, Fort Lauderdale, Florida 33335

Phone # (954) 453-1207 E-mail address cvuotto@chiquita.com

Fax #: (954) 712-1279

Name of the person authorized to bind the Applicant
 (This person's signature must appear on Page 10.)

Name Joseph B. Johnson

Title Vice President and Treasurer

Business Address 550 South Caldwell Street, Charlotte, North Carolina 28202

Phone # (980) 636-5044 E-mail address jojohnson@chiquita.com

Fax #: (980) 636-5600

Provide the Name and Contact Information of Applicant's Representative to whom questions about this application are to be directed: (if different from the person authorized to bind the Applicant)

Representative's Name Christina Shetler

Representative's Title Manager, Gulf Operations

Representative's Business Address 30th Avenue & Highway 90, Gulfport, MS 39501

Representative's Phone # (954) 453-1207

Representative's E-mail address cvuotto@chiquita.com

Representative's Fax #: (954) 712-1279

PLEASE COMPLETE THIS APPLICATION AND LABEL ALL REQUIRED BACKUP DOCUMENTATION TO CLEARLY IDENTIFY THE SECTION OF THE APPLICATION TO WHICH THE DOCUMENTATION APPLIES (I.E., SECTION A, B, C, etc.).

Section A

1. List the name(s) of Applicant's officers including CEO, COO, CFO, director(s), member(s), partner(s), shareholder(s), principal(s), employee(s), agents, and local representative(s) active in the management of the Applicant.

Officers:

Title See Attachment A-1

First Name _____ Middle Name _____

Last Name _____

Business Street Address _____

City, State, Zip Code _____

Phone Number () _____ Fax Number () _____

Email Address _____@_____.

Title _____

First Name _____ Middle Name _____

Last Name _____

Business Street Address _____

City, State, Zip Code _____

Phone Number () _____ Fax Number () _____

Email Address _____@_____.

Title _____

First Name _____ Middle Name _____

Last Name _____

Business Street Address _____

City, State, Zip Code _____

Phone Number () _____ Fax Number () _____

Email Address _____@_____.

Title _____

First Name _____ Middle Name _____

Last Name _____

Business Street Address _____

City, State, Zip Code _____

Phone Number () _____ Fax Number () _____

Email Address _____@_____.

Attach additional sheets if necessary.

2. RESUMES: Provide a resume for each officer, director, member, partner, shareholder, principal, employee, agent, and local representative(s) active in the management of the Applicant, as listed above.

See Attachment A-2

Section B

1. Place checkmark to describe the Applicant:
() Sole Proprietorship () Corporation () Partnership () Joint Venture (X) Limited Liability Company
2. Provide copies of the documents filed at the time the Applicant was formed including Articles of Incorporation (if a corporation); Articles of Organization (if an LLC); or Certificate of Limited Partnership or Limited Liability Limited Partnership (if a partnership). If the Applicant was not formed in the State of Florida, provide a copy of the documents demonstrating that the Applicant is authorized to conduct business in the State of Florida. See Attachment B-1

Section C

1. Has there been any change in the ownership of the Applicant within the last five (5) years? (e.g., any transfer of interest to another party)
Yes ___ No X If "Yes," please provide details in the space provided. Attach additional sheets if necessary.
2. Has there been any name change of the Applicant or has the Applicant operated under a different name within the last five (5) years?
Yes ___ No X If "Yes," please provide details in the space provided, including: Prior name(s) and Date of name change(s) filed with the State of Florida's Division of Corporations or other applicable state agency. Attach additional sheets if necessary.
3. Has there been any change in the officers, directors, executives, partners, shareholders, or members of the Applicant within the past five (5) years?
Yes X No ___ If "Yes," please provide details in the space provided, including:
Prior officers, directors, executives, partners, shareholders, members
Name(s) See Attachment C-1
New officers, directors, executives, partners, shareholders, members
Name(s) See Attachment C-2
Also supply documentation evidencing the changes including resolution or minutes appointing new officers, list of new principals with titles and contact information, and effective date of changes. Attach additional sheets if necessary. See Attachment C-3

Section D

Provide copies of all fictitious name registrations filed by the Applicant with the State of Florida's Division of Corporations or other State agencies. If none, indicate "None" None.

Section E

1. Has the Applicant acquired another business entity within the last five (5) years?
Yes ___ No X If "Yes," please provide the full legal name of any business entity which the Applicant acquired during the last five (5) years which engaged in a similar business activity as the business activity which is the subject of this Port Everglades Franchise Application.
If none, indicate "None" None.

2. Indicate in the space provided the date of the acquisition and whether the acquisition was by a stock purchase or asset purchase and whether the Applicant herein is relying on the background and history of the acquired firm's officers, managers, employees and/or the acquired firm's business reputation in the industry to describe the Applicant's experience or previous business history. Attach additional sheets if necessary.

3. Has the Applicant been acquired by another business entity within the last five (5) years?
Yes ___ No X If "Yes," provide the full legal name of any business entity which acquired the Applicant during the last five (5) years which engaged in a similar business activity as the business activity which is the subject of this Port Everglades Franchise Application.
If none, indicate "None" None.

4. Indicate in the space provided the date of the acquisition and whether the acquisition was by a stock purchase or asset purchase and whether the Applicant herein is relying on the background and history of the parent firm's officers, managers, employees and/or the parent firm's business reputation in the industry to describe the Applicant's experience or previous business history. Attach additional sheets if necessary.

Section F

Provide the Applicant's previous business history, including length of time in the same or similar business activities as planned at Port Everglades.

Chiquita has performed cargo handling services for its import of fresh fruit and vegetables since formation of the company, which is excess of 100 years.

Please see attachment.

Section G See Attachment G-1

1. Provide a list of the Applicant's current managerial employees, including supervisors, superintendents, and forepersons.

2. List the previous work history/experience of the Applicant's current managerial employees, including their active involvement in seaports and length of time in the same or similar business activities as planned at Port Everglades.

Section H

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. **Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).**

If none, state "None" _____.

Seaport Port Everglades Number of Years Operating at this Seaport 10

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

Client Name (Company)	Number of Years Applicant has Provided Services to this Client
Chiquita Brands International, Inc. and its subsidiaries and affiliates	10

Section H

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).

If none, state "None" _____.

Seaport Port Hueneme California Number of Years Operating at this Seaport 10

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

Client Name (Company)	Number of Years Applicant has Provided Services to this Client
Chiquita Brands International, Inc. and its subsidiaries and affiliates	10

Section H

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).

If none, state "None" _____.

Seaport Port of Gulfport Number of Years Operating at this Seaport 41

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

Client Name (Company)	Number of Years Applicant has Provided Services to this Client
Chiquita Brands International, Inc. and its subsidiaries and affiliates	41

Section H

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).

If none, state "None" _____.

Seaport Port of Freeport Number of Years Operating at this Seaport 16

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

Client Name (Company)	Number of Years Applicant has Provided Services to this Client
Chiquita Brands International, Inc. and its subsidiaries and affiliates	16

Section H

List all seaports, including Port Everglades (if application is for renewal), where the Applicant is currently performing the services/operation which is the subject of this Franchise application. Use this form for each seaport listed. Photocopy additional pages as needed (one page for each seaport listed).

If none, state "None" _____.

Seaport Port of Wilmington Number of Years Operating at this Seaport 25

List below all of the Applicant's Clients for which it provides services at the seaport listed above.

Client Name (Company)	Number of Years Applicant has Provided Services to this Client
Chiquita Brands International, Inc. and its subsidiaries and affiliates	25

Section I

1. Provide a description of all past (within the last five (5) years) and pending litigation and legal claims where the Applicant is a named party, whether in the State of Florida or in another jurisdiction, involving allegations that Applicant has violated or otherwise failed to comply with environmental laws, rules, or regulations or committed a public entity crime as defined by Chapter 287, Florida Statutes, or theft-related crime such as fraud, bribery, smuggling, embezzlement or misappropriation of funds or acts of moral turpitude, meaning conduct or acts that tend to degrade persons in society or ridicule public morals.

The description must include all of the following:

- a) The case title and docket number
- b) The name and location of the court before which it is pending or was heard
- c) The identification of all parties to the litigation
- d) General nature of all claims being made

If none, indicate "None" None.

2. Indicate whether in the last five (5) years the Applicant or an officer, director, executive, partner, or a shareholder, employee or agent who is or was (during the time period in which the illegal conduct or activity took place) active in the management of the Applicant was charged, indicted, found guilty or convicted of illegal conduct or activity (with or without an adjudication of guilt) as a result of a jury verdict, nonjury trial, entry of a plea of guilty or nolo contendere where the illegal conduct or activity (1) is considered to be a public entity crime as defined by Chapter 287, Florida Statutes, as amended from time to time, or (2) is customarily considered to be a white-collar crime or theft-related crime such as fraud, smuggling, bribery, embezzlement, or misappropriation of funds, etc. or (3) results in a felony conviction where the crime is directly related to the business activities for which the franchise is sought.

Yes No

If you responded "Yes," please provide all of the following information for each indictment, charge, or conviction:

- a) A description of the case style and docket number
- b) The nature of the charge or indictment
- c) Date of the charge or indictment
- d) Location of the court before which the proceeding is pending or was heard
- e) The disposition (e.g., convicted, acquitted, dismissed, etc.)
- f) Any sentence imposed
- g) Any evidence which the County (in its discretion) may determine that the Applicant and/or person found guilty or convicted of illegal conduct or activity has conducted itself, himself or herself in a manner as to warrant the granting or renewal of the franchise.

Section J

The Applicant must provide a current certificate(s) of insurance. Franchise insurance requirements are determined by Broward County's Risk Management Division and are contained in the Port Everglades Tariff No. 12 as amended, revised or reissued from time to time. The Port Everglades Tariff is contained in the Broward County Administrative Code, Chapter 42, and is available for inspection on line at: <http://www.broward.org/port/tariff>. See Attachment J-1

****Applicant's financial statements are consolidated with its parent company, Chiquita Brands International, Inc. See Attachment K-1**

1. The Applicant must provide its most recent audited or reviewed financial statements prepared in accordance with generally accepted accounting principles, or other documents and information which demonstrate the Applicant's creditworthiness, financial responsibility, and resources, which the Port will consider in evaluating the Applicant's financial responsibility.

2. Has the Applicant or entity acquired by Applicant (discussed in Section E herein) sought relief under any provision of the Federal Bankruptcy Code or under any state insolvency law filed by or against it within the last five (5) year period?

Yes ___ No X

If "Yes," please provide the following information for each bankruptcy or insolvency proceeding:

- a) Date petition was filed or relief sought
- b) Title of case and docket number
- c) Name and address of court or agency
- d) Nature of judgment or relief
- e) Date entered

3. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last five (5) year period by a court for the business or property of the Applicant?

Yes ___ No X

If "Yes," please provide the following information for each appointment:

- a) Name of person appointed
- b) Date appointed
- c) Name and address of court
- d) Reason for appointment

4. Has any receiver, fiscal agent, trustee, reorganization trustee, or similar officer been appointed in the last five (5) year period by a court for any entity, business, or property acquired by the Applicant?

Yes ___ No X

If "Yes," please provide the following information for each appointment:

- a) Name of person appointed
- b) Date appointed
- c) Name and address of court
- d) Reason for appointment

Section L

List four (4) credit references for the Applicant, one of which must be a bank. Use this format:

Name of Reference _____ Nature of Business _____

Contact Name _____ Title _____

Legal Business Street Address _____

City, State, Zip Code _____

Phone Number (____) _____

(Provide on a separate sheet.)

See Attachment L-1

Section M

1. Security: Pursuant to Port Everglades Tariff 12, Item 960, all Franchisees are required to furnish an Indemnity and Payment Bond or Irrevocable Letter of Credit drawn on a U.S. bank in a format and an amount not less than \$20,000 as required by Broward County Port Everglades Department. Applicant has of record with the Port of Everglades a current letter of credit in the amount of \$300,000.
2. Has the Applicant been denied a bond or letter of credit within the past five (5) years?
Yes ___ No X
If "Yes," please provide a summary explanation in the space provided of why the Applicant was denied. Use additional sheets if necessary.

Section N

1. Provide a list and description of all equipment currently owned and/or leased by the Applicant and intended to be used by the Applicant for the type of service(s) intended to be performed at Port Everglades including the age, type of equipment and model number.
Chassis and generator sets to move the containers of product to our customers
2. Identify the type of fuel used for each piece of equipment.
Diesel fuel
3. Indicate which equipment, if any, is to be domiciled at Port Everglades.
All equipment will be domiciled at Port Everglades
4. Will all equipment operators be employees of the Applicant, on the payroll of the Applicant, with wages, taxes, benefits, and insurance paid by the Applicant?
Yes X No ___
If "No," please explain in the space provided who will operate the equipment and pay wages, taxes, benefits, and insurance, if the franchise is granted. Use additional sheets if necessary.

Section O

Provide a copy of the Applicant's current Broward County Business Tax Receipt (formerly Occupational License). See Attachment O-1

Section P

1. Provide a copy of Applicant's safety program.
2. Provide a copy of Applicant's substance abuse policy.
3. Provide a copy of Applicant's employee job training program/policy.
4. Provide information regarding frequency of training.
5. Include equipment operator certificates, if any.

See Attachment P-1

Section Q

1. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or fines from any federal, state, or local environmental regulatory agencies?
Yes ___ No X

2. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or civil penalties from the U.S. Coast Guard?
Yes ___ No X

3. Has the Applicant received within the past five (5) years or does the Applicant have pending any citations, notices of violations, warning notices, or fines from the Occupational Safety and Health Administration?
Yes ___ No X

If you responded "Yes" to any of this section's questions 1, 2, or 3 above, please provide a detailed summary for each question containing the following information:

- a) Name and address of the agency issuing the citation or notice
- b) Date of the notice
- c) Nature of the violation
- d) Copies of the infraction notice(s) from the agency
- e) Disposition of case
- f) Amount of fines, if any
- g) Corrective action taken

Attach copies of all citations, notices of violations, warning notices, civil penalties and fines issued by local, state, and federal regulatory agencies, all related correspondence, and proof of payment of fines.

4. Provide a statement (and/or documentation) which describes the Applicant's commitment to environmental protection, environmental maintenance, and environmental enhancement in the Port.
See Attachment Q-4

Section R

Provide written evidence of Applicant's ability to promote and develop growth in the business activities, projects or facilities of Port Everglades through its provision of the services (i.e., stevedore, cargo handler or steamship agent) it seeks to perform at Port Everglades. For first-time applicants (stevedore, cargo handler and steamship agent), the written evidence must demonstrate Applicant's ability to attract and retain new business such that, Broward County may determine in its discretion that the franchise is in the best interests of the operation and promotion of the port and harbor facilities. The term "new business" is defined in Chapter 32, Part II of the Broward County Administrative Code as may be amended from time to time.

Applicant is promoting its backhaul cargo business with its south bound containers leaving Port Everglades. Backhaul business has increased approximately 25% over the past 5 years. These activities have required and will continue to require additional staffing and activity at the Port. Additionally, Applicant participates in charitable and educational opportunities and promotion of Chiquita "Live Chiquita" initiative for healthy snacking within the community.

RECEIVED BY
PORT EVERGLADES DEPT

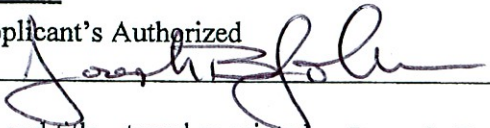
By signing and submitting this application, Applicant certifies that it has read and understands the governing rules and regulations for a franchise as provided in Chapter 32, Part II, of the Broward County Administrative Code as amended. For additional information, visit: <http://www.municode.com/resources/gateway.asp?pid=13528&sid=9>.

By signing and submitting this application, Applicant certifies that all information provided in this application is true and correct and further, understands that providing false or misleading information on this application may result in the franchise application being denied, or in instances of renewal, a franchise revoked. Applicant hereby waives any and all claims for any damages resulting to the Applicant from any disclosure or publication in any manner of any material or information acquired by Broward County during the franchise application process or during any inquiries, investigations, or public hearings.

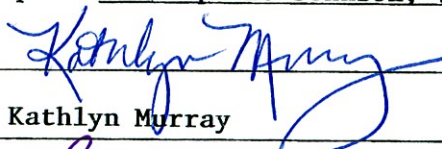
The individual executing this application personally warrants that s/he has the full binding authority to execute this application on behalf of the Applicant. Applicant further understands that if there are any changes to the information provided herein (subsequent to this application submission) and/or to its officers, directors, senior management personnel and/or in its business operation as stated in this application, Applicant agrees to provide such updated information to the Port Everglades Department of Broward County including the furnishing of the names, addresses (and other information as required above) with respect to persons becoming associated with Applicant after its franchise application is submitted and any other required documentation requested by Port Everglades Department staff as relating to the changes in the business operation. This information must be submitted within ten (10) calendar days from the date of any change made by the Applicant.

Applicant certifies that all workers performing functions for Applicant who are subject to the Longshore and Harbor Workers' Act are covered by Longshore and Harbor Workers' Act, Jones Act Insurance, as required by federal law.

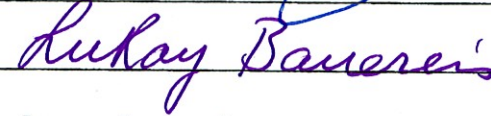
By signing and submitting this application, Applicant authorizes the Port Everglades Department of Broward County to make any inquiry or investigation it deems appropriate to verify or augment the information contained in this application, and authorizes others to release to the Port Everglades Department of Broward County any and all information sought in such inquiry. Applicant further understands that under the laws of the State of Florida, this application is subject to the Florida Public Records Act (Chapter 119, Florida Statutes) as may be amended.

Signature of Applicant's Authorized Representative  Date Signed May 15, 2014

Signature name and title - typed or printed Joseph B. Johnson, Vice President and Treasurer

Witness Signature (*Required*) 

Witness name-typed or printed Kathlyn Murray

Witness Signature (*Required*) 

Witness name-typed or printed Luray Bauereis

If a franchise is granted, all official notices/correspondence should be sent to:

Name Brian Newton Title Director, Corporate Services

Address 550 South Caldwell Street, Charlotte, NC 28202 Phone (980) 636-5044

Attachment A-1

Title: President
First Name: R.
Middle Name: Christopher
Last Name: Dugan
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5472
Fax Number: (980) 636-5600
Email Address: cdugan@chiquita.com

Title: Vice President
First Name: Rick
Middle Name: P.
Last Name: Frier
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5500
Fax Number: (980) 636-5600
Email Address: rfrier@chiquita.com

Title: Vice President
First Name: Kevin
Middle Name: R.
Last Name: Holland
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5579
Fax Number: (980) 636-5600
Email Address: kholland@chiquita.com

Title: Director, Salads and Healthy Snacking
First Name: Robert
Middle Name: M.
Last Name: Stallman
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5155
Fax Number: (980) 636-5600
Email Address: rstallman@chiquita.com

Title: Vice President and Treasurer
First Name: Joseph
Middle Name: B.
Last Name: Johnson
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5194
Fax Number: (980) 636-5600
Email Address: jjohnson@chiquita.com

Title: Vice President
First Name: Juan
Middle Name: Alberto
Last Name: Rivera
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5359
Fax Number: (980) 636-5600
Email Address: jrivera@chiquita.com

Title: Vice President
First Name: Brian
Middle Name: W.
Last Name: Kocher
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5573
Fax Number: (980) 636-5600
Email Address: bkocher@chiquita.com

Title: Vice President, General Counsel and Secretary
First Name: James
Middle Name: E.
Last Name: Thompson
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5571
Fax Number: (980) 636-5600
Email Address: jethompson@chiquita.com

Title: Senior Director, Agricultural Operations
First Name: Loren
Middle Name:
Last Name: Hughes
Business Street Address: 550 South Caldwell Street (not sure)
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number:
Fax Number: (980) 636-5600
Email Address: lhughes@chiquita.com

Title: Assistant Secretary
First Name: Barbara
Middle Name: M.
Last Name: Howland
Business Street Address: 550 South Caldwell Street
City, State, Zip Code: Charlotte, North Carolina 28282
Phone Number: (980) 636-5167
Fax Number: (980) 636-5600
Email Address: bhowland@chiquita.com

Attachment A-2

Christopher Dugan
Vice President, Sales

Joined Chiquita on August 19, 1996. Assumed current in July 2012. Reports to Ed Lonergan.

Chiquita Experience

Director National, Accounts, 2003 – 2006

Regional Sales Manager, 2002 – 2003

Business Development Manager, Team Leader NE, 2000 – 2002

Business Development Manager, 2000

Previous Experience

• Nabisco

Manager Customer Sales- National Drug Accounts, 1996 – 2000

Key Account Manager, 1994 - 1996

Retail Sales Supervisor, 1993 - 1994

Sales Representative, 1991 - 1993

Education

Bachelor of Science, Finance

Providence College

Master in Business Administration

Clark University

Rick P. Frier

Executive Vice President and Chief Financial Officer

Joined Chiquita in September 2013. Reports to Ed Lonergan

Chiquita Experience

Senior Vice President and Chief Financial Officer, April 2013 – September 2013

Previous Experience

- **Catalina Marketing Corp.**
Director, Executive Vice President and Chief Financial Officer, 2005-2013
- **Mattress Discounters Inc.**
Director, Chief Financial Officer and Chief Operating Officer, 2001-2005

Kevin Holland

Senior Vice President & Chief People Officer

Joined Chiquita on October 10, 2005. Reports to Ed Lonergan

Chiquita Experience

Senior Vice President & Chief People Officer

Previous Experience

- Coors Brewing Company, Golden, Colorado, 2003 – 2005
Chief People Officer
- FedEx Kinko's Office & Print Center
Vice President of Human Resources, Dallas, Texas, 1999 – 2003
Director of Human Resources, Denver, Colorado, 1999
- Gateway, Inc., North Sioux City, South Dakota
Director of Human Resources, Consumer Division, 1997 – 1999
Manager of Human Resources, 1997
- Abbott Laboratories, Inc., Abbot Park, Illinois
Human Resources Manager, 1996 – 1997
Human Resources Specialist, 1993 – 1996
Manufacturing Production Supervisor, Rocky Mount, NC, 1991 -1993
- Frito-Lay Company, Frankfort, Indiana, 1989 – 1991
Production and Maintenance Supervisor

Education

Bachelors of Science, Economics
University of Rhode Island

Bob Stallman
Director, GM Salads

Joined Chiquita on January 22, 2010. Reports to Ed Lonegran.

Chiquita Experience
Director of Marketing

Previous Experience

- P&G, 1999-2010
 - Bounce Brand Manager, 2005 – 2010*
 - Marketing Manager, Wal-Mart, 2003 – 2005*
 - Assistant Brand Manager, Olay, 1999 – 2002*

Education

Bachelor of Science, Chemical Engineering
University of Notre Dame

MBA

University of Notre Dame

Joe Johnson
Vice President, Controller and Chief Accounting Officer

Joined Chiquita on May 14, 2012. Reports to Brian Kocher.

Chiquita Experience

Vice President, Controller and Chief Accounting Officer

Previous Experience

- Resolute Forest Products, 2001-2011
Senior Vice President, Finance and Chief Accounting Officer

- Ernst & Young LLP, 1987-2001
Audit and Advisory Senior Manager

Education

Bachelor of Business Administration - Accounting
University of North Florida

Certified Public Accountant, Chartered Global Management Accountant

Juan Rivera

Vice President, Audit

Joined Chiquita on June 4, 1989. Assumed current position on November 23, 2009. Reports to Brian Kocher.

Chiquita Experience

Controller

Previous Experience

- Zacks Investment Research, 1988 – 1989
Research Associate
- Center for Management, 1988 – 1999
Program Coordinator Assistant
- KPMG-PEAT Marwick Main & Co, 1988
Auditing Assistant Intern
- Coca-Cola Bottling Corp, 1988
Seasonal Accounting Intern
- Walker Research, Inc., 1987
Bilingual Investigator Specialist

Education

Bachelor of Science, Business Administration, Finance & Accounting
Xavier University

Brian Kocher, CPA

COO

Joined Chiquita on March 1, 2005. Assumed current position in November 2012.
Reports to Ed Lonergan.

Chiquita Experience

Vice President & Controller, 2005

Vice President, Finance, 2005

President, North America, 2007

President, EME, 2011

CFO, 2012

Previous Experience

- Hill-Rom, INC., 2002 - 2005
 - Integration Leader*
 - Vice President National Accounts*
 - Executive Director of Commercial Finance*
- GE Capital, 1999 – 2002
 - Global Controller, Global Consumer Finance*
 - Global Controller, Information Technology Solutions*
- Conxus Communications, 1995 - 1999
 - Vice President of Finance and Administration*
- USA Mobile Communications, Inc. II., 1993 - 1995
 - Controller*
- Price Waterhouse, LLP, 1991 - 1993
 - Senior Auditor*

Education

Bachelor of Science, Business Administration (Accounting)
Ohio University

James Thompson

SVP, General Counsel & Secretary

Joined Chiquita on April 10, 2006. Assumed current position on July 1, 2006.
Reports to Ed Lonergan.

Chiquita Experience

Senior Vice President Chief Compliance Officer

Previous Experience

- McLeodUSA Incorporated, Cedar Rapids, Iowa, 2002 – 2006
Group Vice President, General Counsel & Secretary
- Alticor Inc. (formerly Amway Corporation), Grand Rapids, Michigan, 1995 – 2002
*Director, Associate General Counsel, International Legal
Chief Legal Officer, Innovations Business Unit*
- Jones, Day, Reavis & Pogue
*Brussels, Belgium Office, 1990 – 1995
Washington, DC Office, 1987 - 1990*

Education

Bachelors of Art, History
University of Michigan

Juris Doctor
University of Michigan

Bar Admissions

State of Illinois
District of Columbia

Loren Hughes

Senior Director, Ag Operations

Joined Chiquita on August 13, 2001. Reports to Deverl Maserang.

Chiquita Experience

Senior Director, Ag Operations

Director, Procurement

Manager, Sourcing

Previous Experience

- iLogistix, 1996-2001
Director of Supply Base Management
- Monterey Pasta Company, 1995-1996
Materials Manager
- Constellation Brands, 1976-1995
Materials Manager

Education

Prescott College, Liberal Arts

UC Berkeley Extension, Management Training

American Production and Inventory Control Society, Certified CPIM

Barbara Howland
Assistant Secretary

Barbara has served as Assistant Secretary of Chiquita Brands International, Inc., Applicant's indirect parent, since 1998. She has served the company in various legal capacities since 1986.

4713537.1



Detail by Entity Name

Foreign Limited Liability Company

CHIQUITA FRESH NORTH AMERICA L.L.C.

Filing Information

Document Number	M04000000132
FEI/EIN Number	041348580
Date Filed	01/12/2004
State	DE
Status	ACTIVE
Last Event	CORPORATE MERGER
Event Date Filed	12/12/2006
Event Effective Date	NONE

Principal Address

550 S. CALDWELL STREET
CHARLOTTE, NC 28202

Changed: 04/29/2013

Mailing Address

550 S. CALDWELL STREET
CHARLOTTE, NC 28202

Changed: 04/29/2013

Registered Agent Name & Address

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL 33324

Authorized Person(s) Detail

Name & Address

Title Secretary

THOMPSON, JAMES
550 S. CALDWELL STREET
CHARLOTTE, NC 28202

Title Manager

KOCHER, BRIAN
550 S. CALDWELL STREET
CHARLOTTE, NC 28202

Title Treasurer

JOHNSON, JOSEPH B
550 S. CALDWELL STREET
CHARLOTTE, NC 28202

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Title President

DUGAN, R. C
550 S. CALDWELL STREET
CHARLOTTE, NC 28202

Annual Reports

Report Year	Filed Date
2012	02/06/2012
2013	04/29/2013
2014	04/11/2014

Document Images

04/11/2014 -- ANNUAL REPORT	View image in PDF format
04/29/2013 -- ANNUAL REPORT	View image in PDF format
02/06/2012 -- ANNUAL REPORT	View image in PDF format
02/09/2011 -- ANNUAL REPORT	View image in PDF format
04/15/2010 -- ANNUAL REPORT	View image in PDF format
03/05/2009 -- ANNUAL REPORT	View image in PDF format
04/01/2008 -- ANNUAL REPORT	View image in PDF format
03/19/2007 -- ANNUAL REPORT	View image in PDF format
12/12/2006 -- Merger	View image in PDF format
04/11/2006 -- ANNUAL REPORT	View image in PDF format
04/26/2005 -- ANNUAL REPORT	View image in PDF format
01/12/2004 -- Foreign Limited	View image in PDF format

Attachment B-1

Articles of Organization

Delaware

PAGE 1

The First State

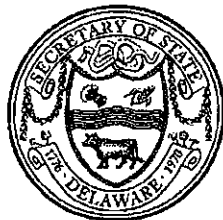
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHIQUITA FRESH NORTH AMERICA L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF DECEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

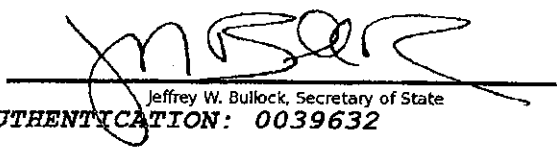
B-1

0371615 8300

121300413



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0039632

DATE: 12-06-12

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "CHIQUITA BRANDS COMPANY, NORTH AMERICA" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CHIQUITA BRANDS COMPANY, NORTH AMERICA" TO "CHIQUITA FRESH NORTH AMERICA L.L.C.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2003, AT 12:54 O'CLOCK P.M.

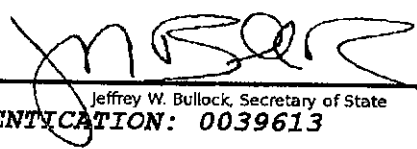
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SECOND DAY OF JANUARY, A.D. 2004, AT 12:01 O'CLOCK A.M.

0371615 8100V

121302087

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0039613

DATE: 12-06-12

CERTIFICATE OF CONVERSION

CONVERTING

CHIQUITA BRANDS COMPANY, NORTH AMERICA
(A Delaware Corporation)

TO

CHIQUITA FRESH NORTH AMERICA L.L.C.
(A Delaware Limited Liability Company)

The undersigned hereby certify that:

1. Name of Converting Corporation. The name of the corporation that is converting to a Delaware limited liability company (the "Converting Corporation") immediately prior to the filing of this Certificate of Conversion was "Chiquita Brands Company, North America," and the name of the Converting Corporation under which it was originally incorporated was "Chiquita Brands, Inc."

2. Date and Jurisdiction of Organization of Converting Corporation. The date on which, and the jurisdiction where, the Converting Corporation was organized are as follows:

<u>Date</u>	<u>Jurisdiction</u>
August 30, 1939	Delaware

3. Name of Converted Limited Liability Company. The name of the Delaware limited liability company to which the Converting Corporation has been converted (the "Company") and the name set forth in the Certificate of Formation of the Company filed in accordance with Section 18-214(b) of the Delaware Limited Liability Company Act is "Chiquita Fresh North America L.L.C."

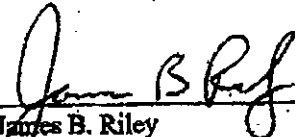
4. Approval of Conversion. The conversion of the Converting Corporation to the Company has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware and Section 18-214 of the Delaware Limited Liability Company Act.

5. Effective Time. This Certificate shall be effective at 12:01 a.m. on January 2, 2004.

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion effective as of January 2, 2004.

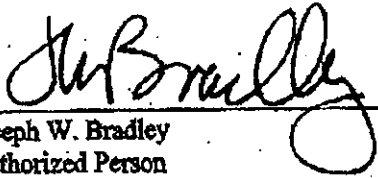
Dated: December 9, 2003

CHIQUITA BRANDS COMPANY,
NORTH AMERICA

By: 
James B. Riley
Vice President and Chief Financial Officer

Dated: December 9, 2003

CHIQUITA FRESH NORTH AMERICA
L.L.C.

By: 
Joseph W. Bradley
Authorized Person

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "CHIQUITA FRESH NORTH AMERICA L.L.C." FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2003, AT 12:54 O'CLOCK P.M.

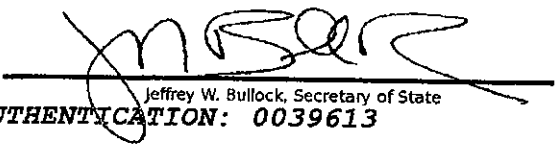
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE SECOND DAY OF JANUARY, A.D. 2004, AT 12:01 O'CLOCK A.M.



0371615 8100V

121302087

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0039613

DATE: 12-06-12

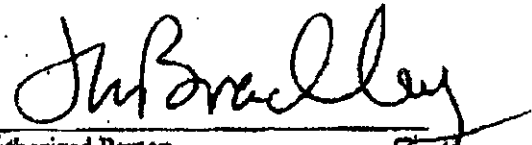
**CERTIFICATE OF FORMATION
OF
CHIQUITA FRESH NORTH AMERICA L.L.C.**

This Certificate of Formation is being executed as of December 9, 2003 for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Del. C. §§ 18-101 et seq. (the "Delaware LLC Act").

The undersigned, being duly authorized to execute and file this Certificate of Formation, does hereby certify as follows:

1. Name. The name of the limited liability company is Chiquita Fresh North America L.L.C. (the "Company").
2. Registered Office and Registered Agent. The Company's registered office in the State of Delaware is located at 1209 Orange Street, Wilmington, Delaware 19801. The registered agent of the Company for service of process at such address is The Corporation Trust Company.
3. Conversion. The Company has been converted to a Delaware limited liability company pursuant to Section 18-214 of the Delaware LLC Act. The Company constitutes a continuation of the existence of the converted other entity in the form of a Delaware limited liability company.
4. Effective Time. This Certificate shall be effective at 12:01 a.m. on January 2, 2004.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Formation as of the day and year first above written.



An Authorized Person
Type or Print Name: Joseph W. Bradley

MD40000000132

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000006944 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)222-1092
Fax Number : (850)222-9428

APPROVED AND FILED
04 JAN 12 PM 12:30 RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA 04 JAN 12 AM 11:55
DIVISION OF CORPORATION

FOREIGN LIMITED LIABILITY COMPANY

Chiquita Fresh North America L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing

Public Access Help

DB
F2-04

Sell, bananas, processed bananas, frozen novelties and other products in the United States and act as a commission agent for Chiquita entities.

APPROVED
AND
FILED
04 JAN 12 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AND

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Chiquita Fresh North America L.L.C.

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

c/o CT Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CT Corporation System

By:

LSusan J. Metz
(Signature)

Susan J. Metz
Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

SECRETARY OF STATE
FALL HASSETT 11010

04 JAN 12 PM 12:20

AND
FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHIKUITA FRESH NORTH AMERICA L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.



0371615 8300

040001338

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2845680

DATE: 01-02-04

State of Florida

Department of State

I certify from the records of this office that CHIQUITA FRESH NORTH AMERICA L.L.C. is a Delaware limited liability company authorized to transact business in the State of Florida, qualified on January 12, 2004.

The document number of this limited liability company is M04000000132.

I further certify that said limited liability company has paid all fees due this office through December 31, 2014, that its most recent annual report was filed on April 11, 2014, and its status is active.

I further certify that said limited liability company has not filed a Certificate of Withdrawal.

*Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this
the Fourteenth day of May, 2014*



Ken Detzner
Secretary of State

Authentication ID: CU1823057458

To authenticate this certificate, visit the following site, enter this ID, and then follow the instructions displayed.

<https://efile.sunbiz.org/certauthver.html>

Phillip R. Bradway
James Lane
Craig A. Stephen
Joseph W. Bradley
Michael B. Sims
Barbara Wagner
Waheed Zaman
Lori Ritchey
D. Deverl Maserang II

Attachment C-2

R. Christopher Dugan
Rick P. Frier
Kevin R. Holland
Robert M. Stallman
Joseph B. Johnson
Juan Alberto Rivera
Brian W. Kocher
James E. Thompson
Loren Hughes
Barbara M. Howland

CHIQUITA FRESH NORTH AMERICA L.L.C.

Unanimous Written Consent

of the

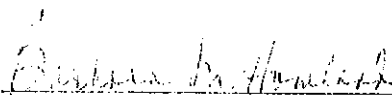
Sole Member

The undersigned, being the sole member of Chiquita Fresh North America L.L.C., a Delaware limited liability company (the "Company"), adopts the following resolution by written consent without a meeting:

RESOLVED, that the number of managers is hereby set at three (3) and the following persons are elected as managers of the Company:

R. Christopher Dugan
Joseph B. Johnson
Brian W. Kocher

CHIQUITA BRANDS L.L.C.



Barbara M. Howland, Assistant Secretary

Dated: July 24, 2013

CHIQUITA FRESH NORTH AMERICA L.L.C.

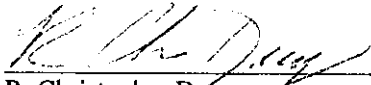
Unanimous Written Consent
of the
Managers

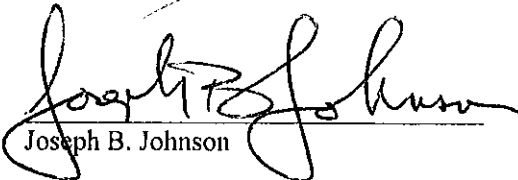
The undersigned, being all the managers of Chiquita Fresh North America L.L.C., a Delaware limited liability company (the "Company"), adopt the following resolutions by written consent without a meeting:

RESOLVED, that the resignation of D. Deverl Maserang II as Vice President of the Company is hereby accepted as of May 17, 2013.

RESOLVED, that the following persons be and hereby are elected to the offices set forth opposite his name below, to hold such offices until the election and qualification of his successor or until his earlier resignation or removal:

<u>Name</u>	<u>Offices</u>
R. Christopher Dugan	President
Rick P. Frier	Vice President
Kevin R. Holland	Vice President
Joseph B. Johnson	Vice President and Treasurer
Juan Rivera	Vice President
Brian W. Kocher	Vice President
James E. Thompson	Vice President, General Counsel and Secretary
Loren Hughes	Senior Director, Agricultural Operations
Robert M. Stallman	Director, Salads and Healthy Snacking
Barbara Howland	Assistant Secretary

Dated: Aug 5, 2013 
R. Christopher Dugan

Dated: July 31, 2013 
Joseph B. Johnson

Dated: Aug 5, 2013 
Brian W. Kocher

CHIQUITA FRESH NORTH AMERICA L.L.C.

Unanimous Written Consent

of the

Managers

The undersigned, being all the managers of Chiquita Fresh North America L.L.C., a Delaware limited liability company (the "Company"), adopt the following resolutions by written consent without a meeting:

WHEREAS, the following officers are removed from the office(s) set forth opposite each person's name as of the dates set forth below:

<u>Name</u>	<u>Title</u>	<u>Effective Date</u>
Phillip R. Bradway	Director, Agricultural Operations	January 16, 2012
James Lane	Vice President, Finance, North America	May 15, 2012
Craig A. Stephen	Vice President, Finance, Distribution & Operations	February 1, 2012

WHEREAS, the resignations of the officers for the positions set forth opposite each person's name as of the dates set forth below are hereby accepted:

<u>Name</u>	<u>Title</u>	<u>Effective Date</u>
Joseph W. Bradley	Vice President and Treasurer	August 31, 2012
Michael B. Sims	Vice President	February 27, 2012
Barbara Wagner	Vice President and Assistant Secretary	July 2, 2012
Waheed Zaman	Vice President	February 18, 2012

RESOLVED, that, effective upon the filing with the SEC of the quarterly report on Form 10-Q for the quarter ending June 30, 2012 by Chiquita Brands International, Inc., Joseph B. Johnson is elected Vice President and Controller, succeeding Ms. Ritchey who will resign from the positions of Vice President and Controller on that date.


RESOLVED, that the following persons be and hereby are elected to the offices set forth opposite his name below, to hold such offices until the election and qualification of his successor or until his earlier resignation or removal:

<u>Name</u>	<u>Offices</u>
R. Christopher Dugan	President
Kevin R. Holland	Vice President
Robert M. Stallman	Vice President
Joseph B. Johnson	Vice President, Controller and Treasurer
Juan Rivera	Vice President
Brian W. Kocher	Vice President
D. Deverl Maserang II	Vice President


James E. Thompson
Loren Hughes
Barbara Howland

Vice President, General Counsel and Secretary
Senior Director, Agricultural Operations
Assistant Secretary

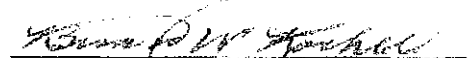
Dated: Oct 9, 2012


R. Christopher Dugan

Dated: October 9, 2012


Joseph B. Johnson

Dated: October 9, 2012


Brian W. Kocher

CHIQUITA FRESH NORTH AMERICA L.L.C.

Unanimous Written Consent

of the

Sole Member

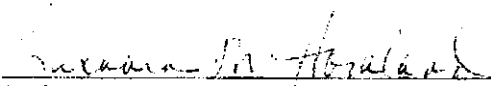
The undersigned, being the sole member of Chiquita Fresh North America L.L.C., a Delaware limited liability company (the "Company"), adopts the following resolutions by written consent without a meeting:

RESOLVED, that the resignation of Lori A. Ritchey as Director of the Company is hereby accepted as of August 9, 2012.

RESOLVED, that the number of managers is hereby set at three (3) and the following persons are elected as managers of the Company:

R. Christopher Dugan
Joseph B. Johnson
Brian W. Kocher

CHIQUITA BRANDS L.L.C.


Barbara M. Howland, Assistant Secretary

Dated: Sept 20, 2012

Section F

Section F. – Business History

Chiquita Fresh North America L.L.C. is a Delaware limited liability company. One hundred percent of the membership interests of the company are owned by Chiquita Brands L.L.C. (“CBLLC”), a Delaware limited liability company. CBLLC is a wholly owned subsidiary of Chiquita Brands International, Inc., a New Jersey corporation which is traded on the NYSE.

The company was established August 30, 1939 as Fruit Dispatch Company. The company changed its name to United Fruit Sales Corp. on August 8, 1962. On April 10, 1970 the company again changed its name to Chiquita Brands, Inc. On December 19, 1986 the company changed its name to Chiquita Brands Company, North America. On January 2, 2004, the company converted from a corporation to a limited liability company and changed its name to Chiquita Fresh North America L.L.C.

Attachment G-1

1. Christina Shetler, Manager
Phillip Reese, Maintenance Supervisor
Roberto Gluck, Supervisor Distribution
2. Christina Shetler has been employed with Applicant for 12 years. She began her career with Applicant as a customer service representative and developed into her current role.

Phillip Reese has been employed with Applicant for 5 years. He began his career with Applicant as the Maintenance Supervisor.

Roberto Gluck has been with the Applicant for 24 years. He began with the company as a route salesman and has developed into the Distribution Center Supervisor overseeing the inventory and sales of Applicant's products.

Section J



CERTIFICATE OF LIABILITY INSURANCE

DATE(MM/DD/YYYY)
10/10/2013

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Aon Risk Services South, Inc. Charlotte NC Office 1111 Metropolitan Avenue, Suite 400 Charlotte NC 28204 USA	CONTACT NAME: PHONE (A/C. No. Ext): (866) 283-7122 FAX (A/C. No.): (800) 363-0105		
	E-MAIL ADDRESS:		
INSURED Chiquita Brands International, Inc. and its Subsidiaries 550 South Caldwell Street Charlotte NC 28202 USA	INSURER(S) AFFORDING COVERAGE		NAIC #
	INSURER A: Travelers Indemnity Co of Ct		25682
	INSURER B: Travelers Property Cas Co of America		25674
	INSURER C: Westchester Fire Insurance Company		10030
	INSURER D:		
	INSURER E:		

Holder Identifier :

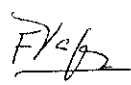

COVERAGES **CERTIFICATE NUMBER: 570051679375** **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS. Limits shown are as requested

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC			HC2EGLSA472M534613 SIR applies per policy terms & conditions	07/31/2013	07/31/2014	EACH OCCURRENCE \$2,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000 MED EXP (Any one person) \$25,000 PERSONAL & ADV INJURY \$2,000,000 GENERAL AGGREGATE \$5,000,000 PRODUCTS - COMP/OP AGG \$2,000,000
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS			HC2ECAP-472M5334-13	07/31/2013	07/31/2014	COMBINED SINGLE LIMIT (Ea accident) \$2,000,000 BODILY INJURY (Per person) BODILY INJURY (Per accident) PROPERTY DAMAGE (Per accident)
C	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED <input checked="" type="checkbox"/> RETENTION \$10,000			G24151797004 Umbrella-Primary	07/31/2013	07/31/2014	EACH OCCURRENCE \$5,000,000 AGGREGATE \$5,000,000
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR / PARTNER / EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below		Y/N N	HC2JUB472M500813	07/31/2013	07/31/2014	<input checked="" type="checkbox"/> WC STATU-TORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$1,000,000 E.L. DISEASE-EA EMPLOYEE \$1,000,000 E.L. DISEASE-POLICY LIMIT \$1,000,000

Certificate No : 570051679375

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)
 Broward County Board of County Commissioners is named as Additional Insured as their interests may appear. US Longshore and Harbor worker Compensation Act coverage is included in the workers Compensation Coverage.

CERTIFICATE HOLDER  FRANCISCO VASQUEZ 2013.10.11 16:11:13 -04'00'	CANCELLATION SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE 
Broward County Board of County Commissioners 1850 Eller Drive Fort Lauderdale FL 33316 USA	



Section K

**APPLICANT'S FINANCIAL DOCUMENTS HAVE BEEN REVIEWED BY
PORT EVERGLADES FINANCE DIVISION.**

Attachment Section L

CREDIT APPLICATION FORM

Chiquita Brands
550 S. Caldwell St. Ste. 1515
Charlotte, NC 28202
www.chiquita.com



BUSINESS NAME: Chiquita Brands, L.L.C.
BUSINESS ADDRESS: 550 S. Caldwell Street, Charlotte, NC 28202
PHONE: 980-636-5000

FULL NAME OF OFFICER:

Edward F. Lonergan Title: President and Chief Executive Officer

Nature of Business: Food Wholesaler
Year business Established: 1986
Federal Tax ID.# 04-1923360
Duns# 194822193

REFERENCES:
BANK: PNC BANK
ACCOUNT NAME: Chiquita Brands LLC

CONTACT: William N. Forsstrom
FAX : 513-651-7548

Credit Investigation Department
Phone: 215-749-6199 or 6183
Fax: 215-749-6191

Name: Dell Marketing L.P.
c/o Dell USA L.P.
P.O. Box 643561
Pittsburgh, PA 15264-3561
Phone: 512-724-7241
Fax: 512-283-0286
Email Brian Hodges@dell.com
Contact: Brian Hodges

Name: OfficeMax
Attn: Joseph Fieweger
District Sales Manager - Cincinnati
OfficeMax Enterprise Solutions
Phone: 859-372-7500
Fax: 859-372-7510

Name: UPS
Attn: Mike McCoy
500 Gest Street
Cincinnati, OH 45203

Name: T.J. Williams
7925 New Haven Rd.
Cincinnati, OH 45041

Phone: 513-852-3634 x5267
Fax:

Phone: 513-738-5366
Fax: 513-738-5375

I certify that all statements in this application are true and complete and made for the purpose of obtaining credit from.
I authorize same to investigate the references herein listed.

Signature

Name/Title: Chris Larsen
Director of North America Accounting
Date: January 8, 2014



Wells Fargo Bank, N.A.
U. S. Trade Services
Standby Letters of Credit
MAC A0195-212
One Front Street, 21st Floor
San Francisco, California 94111
Phone: 1(800) 798-2815 Option 1
E-Mail: sftrade@wellsfargo.com

**Amendment To
Irrevocable Standby Letter Of Credit**

Number : IS0036725U
Amendment Number : 001
Amend Date : June 27, 2013

2013 JUN 28 PM 3: 28

RECEIVED BY
PORT EVERGLADES DEPT.
BUSINESS ADMINISTRATION

BENEFICIARY

APPLICANT

BROWARD COUNTY
CHIEF EXECUTIVE AND PORT DIRECTOR
BROWARD COUNTY PORT EVERGLADES
DEPARTMENT
C/O DIRECTOR OF BUSINESS ADMINISTRATION
1850 ELLER DRIVE
FT. LAUDERDALE, FLORIDA 33316

CHIQUITA FRESH NORTH AMERICA, LLC
550 SOUTH CALDWELL STREET
CHARLOTTE, NORTH CAROLINA 28202

LADIES AND GENTLEMEN:

AT THE REQUEST AND FOR THE ACCOUNT OF THE ABOVE REFERENCED APPLICANT, WE HEREBY AMEND OUR IRREVOCABLE
STANDBY LETTER OF CREDIT (THE "WELLS CREDIT") IN YOUR FAVOR AS FOLLOWS:

PARAGRAPH READING AS FOLLOWS:

ANY DRAFT DRAWN UNDER THIS LETTER OF CREDIT SHALL BEAR THE CLAUSE: "DRAWN UNDER WELLS FARGO
BANK, N.A, IRREVOCABLE STANDBY LETTER OF CREDIT NO. IS0036725U DATED MAY 24, 2013." THE ORIGINAL
LETTER OF CREDIT MUST ACCOMPANY THE DRAWING, AND THE DATE AND AMOUNT OF THE DRAWING MUST
BE ENDORSED ON THE REVERSE SIDE OF THIS LETTER OF CREDIT.

IS AMENDED TO NOW READ:

ANY DRAFT DRAWN UNDER THIS LETTER OF CREDIT SHALL BEAR THE CLAUSE: "DRAWN UNDER WELLS FARGO
BANK, N.A, IRREVOCABLE STANDBY LETTER OF CREDIT NO. IS0036725U DATED MAY 24, 2013." THE ORIGINAL
LETTER OF CREDIT MUST ACCOMPANY THE DRAWING, AND THE DATE AND AMOUNT OF THE DRAWING MUST
BE ENDORSED ON THE REVERSE SIDE OF THIS LETTER OF CREDIT BY THE NEGOTIATING BANK, IF ANY.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

THIS AMENDMENT IS TO BE ATTACHED TO THE ORIGINAL WELLS CREDIT AND IS AN INTEGRAL PART THEREOF.

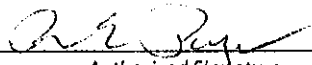
Together we'll go far





Very Truly Yours,

WELLS FARGO BANK, N.A.

By: 
Authorized Signature

The original of the Letter of Credit contains an embossed seal over the Authorized Signature.

Please direct any written correspondence or inquiries regarding this Letter of Credit, always quoting our reference number, to **Wells Fargo Bank, National Association**, Attn: U.S. Standby Trade Services

at either One Front Street
MAC A0195-212,
San Francisco, CA 94111

or 401 Linden Street
MAC D4004-017,
Winston-Salem, NC 27101

Phone inquiries regarding this credit should be directed to our Standby Customer Connection Professionals
1-800-798-2815 Option 1 (Hours of Operation: 8:00 a.m. PT to 5:00 p.m. PT) 1-800-776-3862 Option 2 (Hours of Operation: 8:00 a.m. EST to 5:30 p.m. EST)

Consent to Amendment 001 on Standby Letter of Credit No. **IS0036725U** is required to become effective.
Please date and sign below and return an originally signed copy to us at our office located:

at either One Front Street
MAC A0195-212,
San Francisco, California 94111
or Fax to 415-296-8905.

or 401 Linden Street
MAC D4004-017,
Winston-Salem, NC. 27101
or Fax to 336-735-0950.

Amendment accepted in its entirety Amendment rejected in its entirety

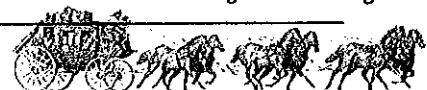
Date

Authorized Signature - *BROWARD COUNTY*

()
Telephone Number

Printed Name of Authorized Signer

Together we'll go far





RECEIVED

MAY 28 2013

Port Director's Office

Wells Fargo Bank, N.A.
U. S. Trade Services
Standby Letters of Credit
MAC D4004-012
401 Linden Street, 1st Floor
Winston-Salem, NC 27101
Phone: 1(800) 776-3862 Option 2
E-Mail: sbic-new@wellsfargo.com

Irrevocable Standby Letter Of Credit

Number : IS0036725U
Issue Date : MAY 24, 2013
Expiry Date: MAY 24, 2014

BENEFICIARY
BROWARD COUNTY
CHIEF EXECUTIVE AND PORT DIRECTOR,
BROWARD COUNTY PORT EVERGLADES DEPARTMENT
C/O DIRECTOR OF BUSINESS ADMINISTRATION
1850 ELLER DRIVE
FT. LAUDERDALE, FLORIDA 33316

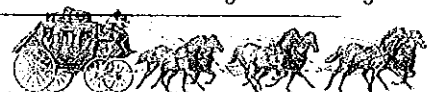
APPLICANT
CHIQUITA FRESH NORTH AMERICA, LLC
550 SOUTH CALDWELL STREET
CHARLOTTE, NORTH CAROLINA 28202

RECEIVED BY DEPT.
PORT EVERGLADES
BUSINESS ADMINISTRATION
2013 MAY 30 AM 10:44

WE HEREBY ESTABLISH OUR IRREVOCABLE STANDBY LETTER OF CREDIT NO. IS0036725U IN FAVOR OF BROWARD COUNTY AND FOR ACCOUNT OF CHIQUITA FRESH NORTH AMERICA, LLC AVAILABLE BY BROWARD COUNTY'S DRAFTS DRAWN ON US PAYABLE AT SIGHT UP TO AN AGGREGATE AMOUNT OF U.S. TWENTY THOUSAND AND 00/100'S (\$20,000.00) WHEN ACCOMPANIED BY THIS LETTER OF CREDIT AND THE FOLLOWING DOCUMENTS:

1. DRAFT DRAWN ON US AT SIGHT.
2. A SIGNED STATEMENT FROM THE CHIEF EXECUTIVE & PORT DIRECTOR OF BROWARD COUNTY, THAT THE AMOUNT OF THE DRAWING REPRESENTS AMOUNTS DUE AND UNPAID TO BROWARD COUNTY ARISING FROM:
 - (A) FAILURE OF APPLICANT TO PAY TO BROWARD COUNTY, WHEN DUE, ANY AND ALL TARIFF OR OTHER CHARGES THAT HAVE ACCRUED AT PORT EVERGLADES (WHETHER RELATING TO THE FURNISHING OF SERVICES OR MATERIALS TO APPLICANT, ITS PRINCIPALS, AGENTS, SERVANTS OR EMPLOYEES AT PORT EVERGLADES; OR, DUE TO INJURY TO PROPERTY OF PORT EVERGLADES; OR, STEMMING FROM THE USE OF PORT EVERGLADES FACILITIES BY APPLICANT, ITS PRINCIPALS, AGENTS, SERVANTS OR

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EMPLOYEES; OR, OTHERWISE); OR

(B) COSTS, EXPENSES, LOSSES, DAMAGES OR INJURY SUSTAINED BY BROWARD COUNTY FROM NON-COMPLIANCE BY APPLICANT, ITS PRINCIPALS, AGENTS, SERVANTS OR EMPLOYEES WITH APPLICABLE LAWS, ORDINANCES, RULES AND REGULATIONS OF THE FEDERAL, STATE AND LOCAL GOVERNMENTAL UNITS OR AGENCIES (INCLUDING BUT NOT LIMITED TO THE TERMS AND PROVISIONS OF THE BROWARD COUNTY CODE OF ORDINANCES, ADMINISTRATIVE CODE, AND ALL PROCEDURES AND POLICIES OF THE PORT EVERGLADES DEPARTMENT), AS AMENDED FROM TIME TO TIME; OR

(C) COSTS, EXPENSES, LOSSES, DAMAGES OR INJURY SUSTAINED BY BROWARD COUNTY FROM ANY ACT, OMISSION, NEGLIGENCE OR MISCONDUCT OF APPLICANT, ITS PRINCIPALS, AGENTS, SERVANTS OR EMPLOYEES IN PORT EVERGLADES (WHETHER CAUSING INJURY TO PERSONS OR OTHERWISE).

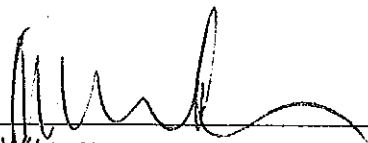
THIS LETTER OF CREDIT SHALL BE EXTENDED FOR SUCCESSIVE PERIODS OF ONE (1) YEAR EACH UNLESS WE PROVIDE BROWARD COUNTY, THROUGH THE CHIEF EXECUTIVE & PORT DIRECTOR OF BROWARD COUNTY'S PORT EVERGLADES DEPARTMENT AT THE ABOVE STATED ADDRESS, WITH WRITTEN NOTICE OF OUR INTENT TO TERMINATE THE CREDIT HEREIN EXTENDED, WHICH NOTICE MUST BE PROVIDED AT LEAST NINETY (90) CALENDAR DAYS PRIOR TO THE EXPIRATION DATE OF THE ORIGINAL TERM HEREOF OR ANY EXTENDED ONE (1) YEAR TERM.

ANY DRAFT DRAWN UNDER THIS LETTER OF CREDIT SHALL BEAR THE CLAUSE: "DRAWN UNDER WELLS FARGO BANK, N.A, IRREVOCABLE STANDBY LETTER OF CREDIT NO. IS0036725U DATED MAY 24, 2013." THE ORIGINAL LETTER OF CREDIT MUST ACCOMPANY THE DRAWING, AND THE DATE AND AMOUNT OF THE DRAWING MUST BE ENDORSED ON THE REVERSE SIDE OF THIS LETTER OF CREDIT.

THIS CREDIT IS SUBJECT TO THE "UNIFORM CUSTOMS AND PRACTICE FOR DOCUMENTARY CREDITS," INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NUMBER 600, 2007 REVISION, AND TO THE PROVISIONS OF FLORIDA LAW. IF A CONFLICT BETWEEN THE UNIFORM CUSTOMS AND PRACTICE FOR DOCUMENTARY CREDITS AND FLORIDA LAW SHOULD ARISE, FLORIDA LAW SHALL PREVAIL. IF A CONFLICT BETWEEN THE LAW OF ANOTHER STATE OR COUNTRY AND FLORIDA LAW SHOULD ARISE, FLORIDA LAW SHALL PREVAIL.

Very Truly Yours,
WELLS FARGO BANK, N.A.

By: 
Authorized Signature


Witness

'Together we'll go far





DAWN SHINSATO
VICE PRESIDENT

Witness

[Signature]
24 day of May, 20 13

TITLE

The original of the Letter of Credit contains an embossed seal over the Authorized Signature.

Please direct any written correspondence or inquiries regarding this Letter of Credit, always quoting our reference number, to **Wells Fargo Bank, National Association**, Attn: U.S. Standby Trade Services

at either One Front Street
MAC A0195-212,
San Francisco, CA 94111

or 401 Linden Street
MAC D4004-017,
Winston-Salem, NC 27101

Phone inquiries regarding this credit should be directed to our Standby Customer Connection Professionals

1-800-798-2815 Option 1
(Hours of Operation: 8:00 a.m. PT to 5:00 p.m. PT)

1-800-776-3862 Option 2
(Hours of Operation: 8:00 a.m. EST to 5:30 p.m. EST)

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Your search on 4/10/2013 at 9:53:06 AM found 18 records.

Updated 07/25/13

2013 PEV - Yard Equipment

	YARD EQUIP #	Serial #	FLEET	Type	Make	Acquired Date	Fam	Domicile	Model	LOCATION as at July 2013
1	4545	312955	6420	Yard Hustler	OTT	2002	HUST	PEV	F-250	Yard Mule
2	5602	1FTFW1CF8CFB62507	6426	Trucks, Vans & Cars		2012	YRD	PEV	F-150	Shop PU
3	CBTP2012	99	6362	Power Packs	TAY	1999	YRD	PEV	COMMANDO 50	South Yard
4	GC016	1329064	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	L-300	Mario
5	GC017	1292760	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	H-100	Abel
6	GC018	1599092	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	E-203	Gregorio
7	GC019	1271702	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	E-200	Alex
8	GC020	2003850	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	H-100	Christy
9	GC021	1292716	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	H-100	Shop
10	GC022	1292742	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	H-100	
11	GC023	1292768	2423	GOLF - Golf Yard	EZ	1990	YRD	PEV	H-100	Maynor
12	GC031	PQ0728-777581	6423	GOLF - Golf Yard	EZ	2005	YRD	PEV	TXTPDS	Cooper
13	MIA098	AT13F70855	6427	Forklift	TOY	2000	YRD	PEV	C350DSPS	6000lb
14	MIA103	1FDNF20L91EB22088	6426	Trucks, Vans & Cars	FOR	2001	YRD	PEV	FGCU25	Freddy PU
15	MIA104	1FDNF205X6EB51088	6426	Trucks, Vans & Cars	FOR	2006	HUST	PEV	F-250	Shop PU
16	MIA109	32921	6425	Toploader	TAY	2006	YRD	PEV	THDC955	Toploader
17	PPPU500103	Unknown	6362	A - POWER PACK	TAY	2011	YRD	PEV	C450/40	
18	UBCU3424554	DCG90212915	6010	Office & Storage Cont	Carrier	1993	YRD	PEV	69NT40-454	
19	CHRY4561	3C8FY4BB81T304561	6426 - T	UK - UNKNOWN	Chevr	5/2/2013	YRD	PEV	PICKUP	Chiquita car

BROWARD COUNTY LOCAL BUSINESS TAX RECEIPT

115 S. Andrews Ave., Rm. A-100, Ft. Lauderdale, FL 33301-1895 - 954-831-4000

VALID OCTOBER 1, 2013 THROUGH SEPTEMBER 30, 2014**DBA:**
Business Name: CHIQUITA FRESH NORTH AMERICA**Receipt #:** 378-233566
Business Type: WHOLESALE/DISTRIBUTOR
(WHOLESALER)**Owner Name:** JOSE A GOMEZ
Business Location: 2051 SE 35 ST
FT LAUDERDALE
Business Phone: 654-712-1014**Business Opened:** 05/24/2010
State/County/Cert/Reg:
Exemption Code:

Rooms Seats Employees Machines Professionals

For Vending Business Only						
Number of Machines:				Vending Type:		
Tax Amount	Transfer Fee	NSF Fee	Penalty	Prior Years	Collection Cost	Total Paid
45.00	0.00	0.00	0.00	0.00	0.00	45.00

THIS RECEIPT MUST BE POSTED CONSPICUOUSLY IN YOUR PLACE OF BUSINESS**THIS BECOMES A TAX RECEIPT****WHEN VALIDATED**

This tax is levied for the privilege of doing business within Broward County and is non-regulatory in nature. You must meet all County and/or Municipality planning and zoning requirements. This Business Tax Receipt must be transferred when the business is sold, business name has changed or you have moved the business location. This receipt does not indicate that the business is legal or that it is in compliance with State or local laws and regulations.

Mailing Address:CHIQUITA FRESH NORTH AMERICA
P O BOX 22817
FT LAUDERDALE, FL 33335**Receipt #** 10A-12-00002181
Paid 07/23/2013 45.00**2013 - 2014**

Attachment P-1

Section P

1. Copy of safety program
2. Copy of substance abuse policy
3. Copy of employee job training program/policy

Applicant conducts monthly safety meeting with the staff. Internal staff cross training is conducted to develop all employees. Maintenance and repair staff receive training from various suppliers regarding their specific equipment, materials and methods.

4. Information on frequency of training

Ongoing on regular basis at monthly meetings

5. Copies of operator certificates, if any

None required other than commercial driver's license for those operating trucks and trailers



NATIONAL SAFETY

Injury and Illness Safety Prevention Program

PAGE: Page 1 of 36

Issue Date: 03/2002

Supersedes: 1/4/13, Rev 2/10/14

TABLE OF CONTENTS

1. Safety Policy Statement & Safety Program Overview
2. Safety Program Responsibilities
3. Personal Safety Rules
4. Safety & Health Training
5. Safety & Health Committee
6. Safety Audit/Inspection Policy
7. Safety Conformance
8. Accident Investigations & Reports
9. Incentive Programs
10. Safety Program Functional Responsibilities
11. Exposure Control Plan Bloodborne Pathogens
12. Hazard Communication Program
13. Lockout/Tagout
14. Hearing Conservation Policy & Program
15. Respiratory Protection Program
16. Emergency Response & Evacuation Plan
17. Permit Required Confined Space Entry Program
18. Forklift Policy

Note: Entire Safety/Health/Training Program is on file in Port Business Administration.



NATIONAL SAFETY

Injury and Illness Safety Prevention Program

PAGE: Page 2 of 36

Issue Date: 03/2002

Supersedes: 1/4/13, Rev 2/10/14

19. Contractor Safety Guidelines
20. Welding & Cutting Procedures
21. Electrical Safety
22. Tailgate Samples
23. Battery Changing/Charging
24. Compressed Gas
25. Personal Protective Equipment
26. Fire Prevention
27. First Aid Program
28. PPE – Personal Protective Equipment



NATIONAL SAFETY

Injury and Illness Safety Prevention Program

PAGE: Page 3 of 36

Issue Date: 03/2002

Supersedes: 1/4/13, Rev 2/10/14

SAFETY POLICY STATEMENT

Safety is a major concern of Chiquita Brands and all affiliated subsidiaries. Our company policy is to provide a clean, safe and healthful work environment for all employees. Every reasonable precaution has been taken to provide you with a safe place to work. Injury prevention, however, is largely an individual responsibility and all employees are expected to do their part to work safely.

We pride ourselves in safety. Through the efforts of our employees and supervisors, we have achieved a safety record which is better than most of our competitors. Our Corporate goal is to eliminate work related injuries and rank as the safest company within the food manufacturing industry. We will require your constant help to obtain this ambitious goal.

In the pages that follow, we have outlined some of the obvious policies, rules and procedures that will contribute to your safety and that of your co-workers. As with any list, it may not contain every rule for safe conduct. However, if you follow these rules and apply common sense, you will be contributing to the high safety standards that are part of our company philosophy.

All we ask is that you do your best to work safely by using the equipment provided to you, following our safety rules and correcting or reporting unsafe conditions. We will do our best to provide you with the tools, training and materials to carry out your job in the safest manner.

If you have suggestions that will contribute to your safety, please tell us and we will incorporate them into our Corporate Safety Program.

Remember, our Safety Program is only as good as you make it. Think, act and work safely – for yourself, your family and your co-workers.



**Chiquita
Brands
International**

CHIQUITA BRANDS INTERNATIONAL POLICY

ALCOHOL AND DRUGS

POLICY #:	E-20
PAGE:	1 OF 15
ISSUE DATE:	DECEMBER 1989 October 2012
REVISED DATE:	May 1, 2014

ISSUER: Director, Human Resources

APPROVED: ~~Kevin Holland, EVP & Chief People Officer~~ *[Signature]*

Objective	1
Background	1
Scope	2
Policy	2
A. Legally obtained drugs	2
B. Illegal drugs	2
C. Alcohol	3
D. Testing	3
E. Disciplinary action	3
Drug Testing	4
A. Pre-Employment Drug Testing	4
B. Post-Hire Drug Testing	7
1. DOT-regulated Drivers	7
2. All Employees	7
3. Reasonable Suspicion Testing	8
4. Procedure for Post-Employment Drug Testing	9
5. Post-Testing Procedure	10
AVAILABLE TREATMENT	11
ARREST AND CONVICTION	12

OBJECTIVE

Alcohol and illegal drug use can create very serious health and safety risks for all employees and can affect our productivity and work quality. It is the intent of this policy to communicate the Company's zero tolerance for alcohol and illegal drug use and/or impairment by alcohol and illegal drug use in the workplace and to establish procedures for pre-employment and post-hire drug testing.

As stated in this policy, Chiquita may refuse to employ an individual who tests positive for illegal drugs prior to hire. Chiquita also prohibits employees from using or being impaired by or under the influence of drugs or alcohol while performing work for Chiquita.

BACKGROUND

Chiquita is primarily concerned with those situations where the use of alcohol and drugs interferes with an employee's safety or job performance; adversely affects the health or safety of the employee or of other employees; interferes with another's employee's job performance; or potentially threatens the integrity of its products.

Note: Entire Alcohol and Drug Program on file in Port Business Administration.

Living Our Core Values... in Our Global Communities

We are proud of
our long-standing
commitment to improve
the quality of life
in the communities
in which we live
and work, through
our participation in
community projects and
philanthropic programs.

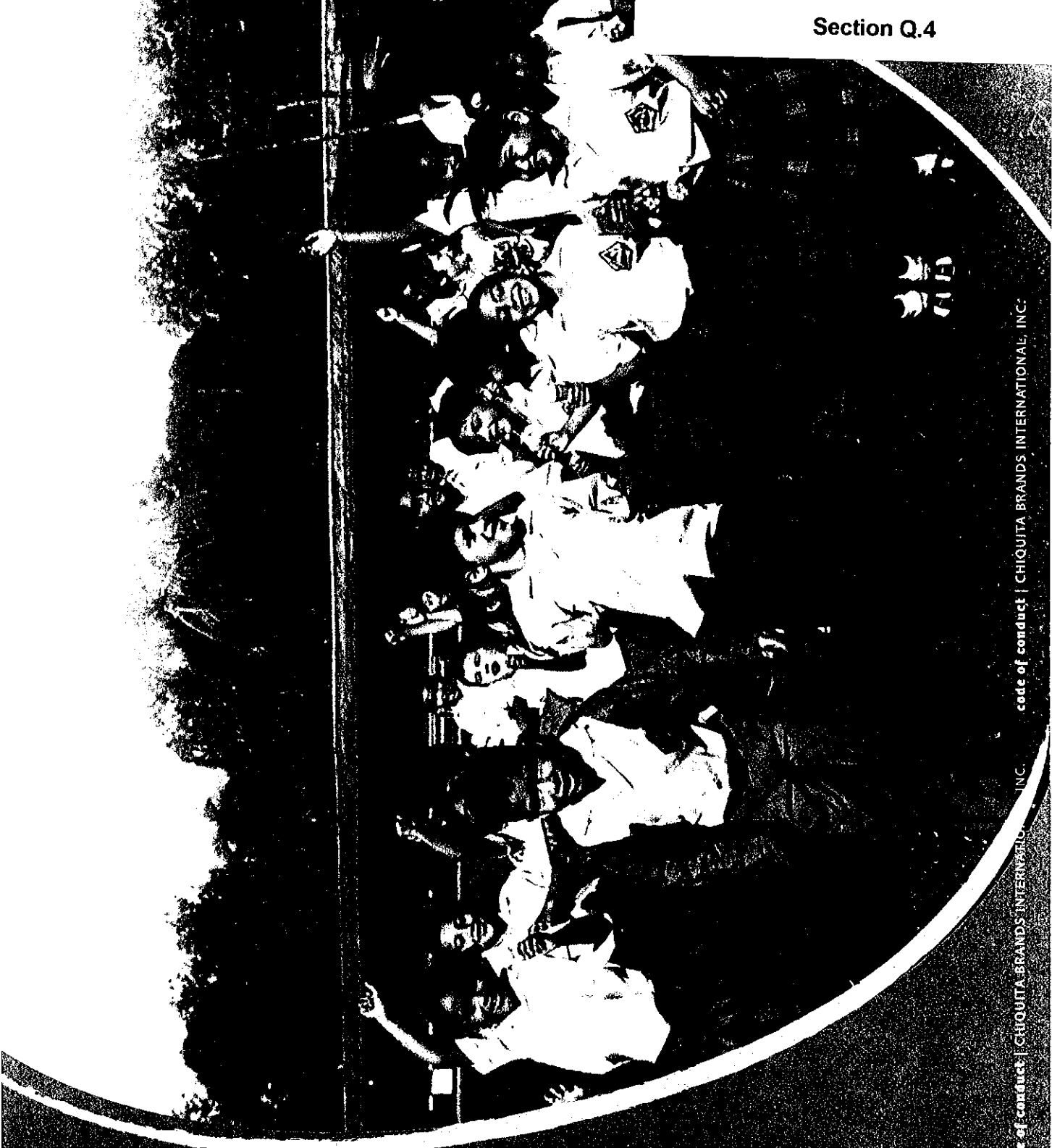


Table of Contents
Policy Appendix

Protecting the Environment

We are committed to reducing our environmental impact and protecting sound natural ecosystems by implementing sound and safe operating practices. We comply with all relevant environmental laws, rules and regulations in every jurisdiction in which we operate, and we will strive to exceed these by following internationally accepted standards where they exist.

As a company, we are committed to working together continuously with employees, customers, suppliers, and consumers to:

- Reduce our environmental impact:
 - Maximize efficient use of natural resources
 - Reduce, reuse, and recycle
 - Protect biodiversity through conservation
 - Execute environmental and social management systems.



• Improve world nutrition:

- Focus on fruits and vegetables that provide the most nutrition possible
- Develop healthy, nutritious, and convenient foods for improving people's lives.
- Enhance livelihoods:
 - Ensure our employees are trained well and work safely
 - Provide education and income opportunities.

Commitment to Our Communities

As a global business leader, we will respect cultural differences and be responsible corporate citizens in the communities in which we operate. Chiquita is actively involved in community and charitable activities.

Chiquita encourages employees to become actively involved in community, volunteer and charitable activities, especially those



that further our employees' professional growth and development. Eligible employees are given eight hours of paid Volunteer Time Off each calendar year to volunteer for worthy causes close to their own personal interests with the goal of energizing hearts and engaging minds through Live Chiquita!

At Chiquita, we:

- Support projects and organizations that make a positive contribution to our communities.
- Carefully examine any requests to the company for charitable donations.
- Do not donate company funds, or make a contribution in the company's name, without proper approval.
- Do not pressure others to contribute to charitable organizations.

For additional information about CSR at Chiquita please see: <http://www.chiquita.com/getattachment/4dedce2f-c4ac-4183-9e14-c87a6202e511/2012-Corporate-Responsibility-Report.aspx>

Political Activities and Charitable Donations

At Chiquita we welcome the opinions and ideas of all people. We each have the right to participate in the political process and engage in political activities. Although the laws and regulations governing political activities by corporations can be complex, it's important to remember that you may not do anything that would make it appear that Chiquita is supporting a candidate or an initiative without pre-approval by the General Counsel. You must use your own time and resources and not the company's when participating in political activities. For example, you may not make fundraising calls from the office or hang political posters in company workspaces.

We do not make political contributions, even if legally permissible. Political contributions include both cash contributions and in-kind donations either to political parties or to individual politicians. This provision does not apply to company sponsored PACs or the administration and other permissible



activities the entity may undertake in their support.

Chiquita's lobbying and advocacy activities are guided by the principles of transparency and openness. Chiquita respects the national laws of each of the jurisdictions in which the company carries out lobbying activities. If you have any questions regarding political activities or charitable contributions please contact Chiquita's Senior VP Government and International Affairs, and Corporate Responsibility Officer.

Social Media:

Social media and social networking have changed the way we communicate with each other and with the world. Social media includes: websites, social networking sites, and all forms of online publishing and discussion such as blogs, wikis, file sharing, user generated video and audio content, virtual worlds, forums, chat rooms, mobile applications and other networks.

Even though the manner and tools through which we are communicating may be different, our traditional communication rules still apply:

- If you wish to make a comment about Chiquita in your personal social media interactions, you must ensure that your post clearly explains you are speaking for yourself and not on behalf of Chiquita.
- Never post confidential information about Chiquita, our colleagues, customers, suppliers, or business partners on any social media sites.
- If Chiquita has authorized you to speak on behalf of the company through social media as a part of your job duties, you must at all times adhere to Chiquita's guidelines for authorized communications.

For additional information see our Social Media and Social Networking Policy.

Our Social Media Presence



Chiquita Banana <https://www.facebook.com/Chiquita>
Chiquita Snacking <https://www.facebook.com/ChiquitaSnacking>
Fresh Express <https://www.facebook.com/FreshExpressSalads>



Chiquita http://www.linkedin.com/groups/Chiquita-3702066/about?trk=anet Ug_grrppro



Chiquita Banana <http://pinterest.com/chiquitabrands/>
Fresh Express <http://pinterest.com/freshexpress>



Chiquita <https://twitter.com/Chiquita>
Chiquita Careers <https://twitter.com/ChiquitaCareers>
Chiquita Classic <https://twitter.com/ChiquitaClassic>
Fresh Updates <https://twitter.com/FreshUpdates>



Official Chiquita <http://www.youtube.com/officialchiquita>
Banana Recipes <http://www.youtube.com/bananarecipes>



Chiquita <http://www.Chiquita.com/>
Chiquita Bananas <http://www.ChiquitaBananas.com/>
Chiquita Moms <http://www.ChiquitaMoms.com/>
Fresh Express <http://www.FreshExpress.com/>
CSR <http://www.chiquita.com/getattachment/4dedce2f-c4ac-4183-9e14-c87a6202e511/2012-Corporate-Responsibility-Report.aspx>