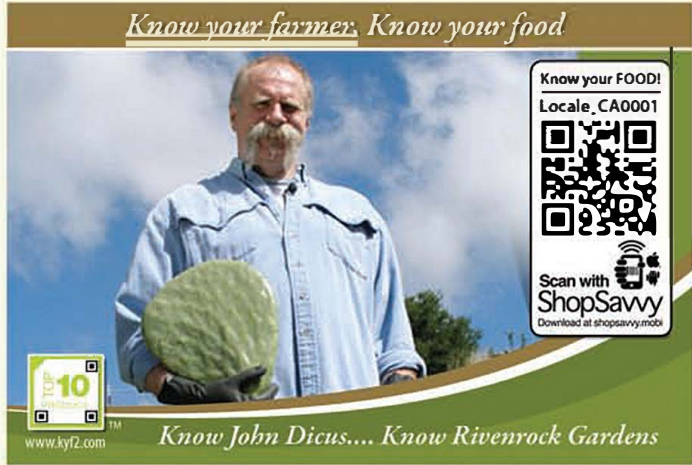




The Fresh Face Of Farming



- Top 10 Produce was the world's first 100% transparent produce brand, and today Top 10 growers are nationwide, supplying their local foodsheds with everything from grass fed beef to cactus. Best of all, you could not meet a nicer bunch of people. But no need to take our word for it...
- Our quick response codes enable a grower-consumer dialogue with pictures and video integrated with existing social media networks.



Growing Locally Nationwide

- Top 10 is the national small farm brand, supplied by a federation of truly independent local growers nationwide. Our nationwide **Locale ID** program redefines local by verifying the precise location of the source farm and grower at the point of sale using mobile media and social media.

People, Planet & Profit

- When your top quality farm fresh products sell for a brand premium in the wholesale market, you keep the brand value, because you earned it. That's what we call good business. Our mission is to empower independent farmers.



\$280 Per Year For All New Members.

Payment Options:

- Visa
- MasterCard
- Personal Check

Top 10 Produce LLC

1319 Burton Avenue, Suite C
Salinas, CA 93901
P.O. Box 1411
Salinas, CA 93902

Toll Free: 1-888-NOW-2010 or 888-669-2010
Email: info@top10produce.com

This project was supported by the Small Business Innovation Research (SBIR) program of the USDA National Institute of Food & Agriculture (NIFA), Grant Number 2010-000376.



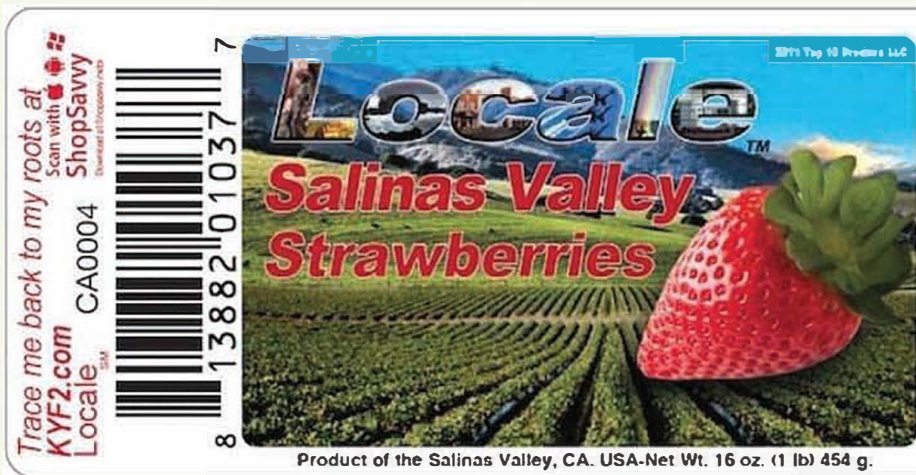
Grower's ReserveSM SERVICES

Locale ID Program

Top 10 customers compare apples to apples in a way that was never before possible, with a Global Location Number (GLN) Unique to your Family Farm.

- The best looking produce does not mean the best tasting, most nutritious, or the most sustainably grown.
- Transparent branding with your Locale ID allows consumers to recognize your exceptional produce at the point of sale.
- We provide printed farm-specific point of sale marketing materials for each of our new growers, free of charge.

Our growers don't have to bet the farm to sell under our brand. Our transparent branding model limits the scope of a product recall to the affected product from a single farm. Consumers use smartphones to scan the label and see the grower profile at the point of sale.



Services Include the Following:

1. GTIN assignment to all products identified (We pay all GS1 Fees).
2. GLN assignment to each member's farm to identify the source of the item.
3. Label design to assure Produce Traceability Initiative compliance.
4. Databar enabled, or shelf barcode enabled item-specific product marketing unique to the member-grower.
5. Our Locale marketing program includes complimentary brand management and monitoring utilizing GTINs, database applications, trademark licensing, copyright licensing, and our technology partner's software applications.



Endorsement from Bob Blanchard, CA0002

"Top 10 Really Gets It: what the consumer wants in traceability and how to achieve it without placing an unmanageable burden on the country's small farmers. My wife Terri and I are fully supportive."

Know your farmer, Know your food



Know your FOOD!
 Locale™ CA0002



Scan with
ShopSavvy
 Download at shopsavvy.mobi

*Old Creek Ranch
 12520 Santa Rita Road
 Cayucos, CA 93430*

Know the Blanchards.... Know Old Creek Ranch

www.kyf2.com

Endorsement from: Michelle Brune, MO0001

I would like to thank you for all your help over the last few months. We are now printing and using GTIN labels. Thanks to you and AI we have met our September deadline for GTIN readiness for our largest buyer. Now the St. Louis area will be able to continue enjoying our fresh local produce. My employees will continue enjoying a pay check also. Keep up the good work so that us small family growers have a chance to continue providing for our families. Supporting our communities and surviving in a market place dominated by large growers.

Endorsement from: Alex Karp, Island Harvest Organics, LLC HI0001

I would like to say that Top 10 Produce has been a considerable help for us as a small independent grower. We are competing with produce that comes in from various regions and countries and Top 10 provides us with the bar codes that the grocery stores are demanding which helps them to scan in the proper item codes. Top 10 offers affordable item specific traceability of the various fruits and vegetables that we sell. Our listing on the Top 10 website of small local growers, www.Top10Fresh.com also provides us with increased exposure to future potential customers. A customer can also go online and see where their produce came from. I would like to thank you for providing this service to us.

Top 10 Grower Endorsements:

Endorsement from, Billy & Elizabeth Ledford. SC0001

Top 10 Produce is a very cooperative company to work with when you need help they are always willing to help. We produce a variety of different vegetables, tomatoes, yellow squash, zucchini, and eggplant to name a few. Top 10 Produce is great for small farms to help provide us with the bar codes our buyers are demanding. Thank you again from Beechwood Farms.

Endorsement from, John Dicus, CA0001

We are a small artisan-grower of a small number of premium and highly developed edible cactus species. This is probably one of the more extreme 'niche' products. we are organically certified, and our premium plant is one developed millennia ago by the Maya. Regardless of the small amount of exposure we have, and the limited sales... we have been increasing at 30% yearly for fifteen years... still our marketing budget is severely limited..... so we've dropped nearly all marketing this year in order to economize.... Top 10 Produce LLC is one of the four marketing venues we are doing business with this year. In fact... after having talked to John Bailey several times by phone, I am certain enough of his ambitious nature, and keen marketing strategy that I am determined to stay with Top 10 Produce LLC for the foreseeable future. I feel their marketing programs, and certifications will enable us to get the expansion into the major marketplace that will enable us to increase sales on an enormous basis. I support Top 10 Produce LLC because I know they are beating the bushes to scare up some innovative marketing techniques that will benefit the small grower like ourselves.



- **Foodies** scan our item or shelf-talker barcodes with ShopSavvy .
- **Local food supporters** visit OurLocale.com to earn social capital and to explore the social **geography of their Locale foodshed.**
- **Retail and wholesaler buyers** browse growers on Top10Fresh.com and order marketing materials at KYF2.US .
- **Restaurants can** print barcode augmented materials anytime by entering the Locale ID on any of our branded item labels at KYF2.com or they can order them at KYF2.US .
- **Growers** can request development of farm-specific marketing materials, and they can access real-time retail pricing data for their own products, free of additional charges.
- **Farmers' Markets or Retail establishments** that sell Top 10 produce can order marketing materials from our library at **KYF2.US** at any time.

Shelftalker Locale Quick Response Codes (see typical example below) are included in your annual membership. Order additional reasonably priced marketing materials, traceability labels or produce tags at any time.

Know your farmer, Know your food



Know your FOOD!
Locale™ SC0001



Scan with
ShopSavvy
Download at shopsavvy.mobi

Beechwood Farms
204 Bates Bridge Road
Slater, SC 29683

 **Know the Ledfords.... Know Beechwood Farms.**

www.kyf2.com

The Top 10 reasons Growers cite for choosing Top 10:

1. Wholesale market access - a growing number of wholesale markets require the traceability that our brand provides.
2. Transparent personal branding - each of our growers retains their individuality under our brand.
3. Point of sale marketing specific to your farm promotes you, not the brand.
4. Our expertise in Produce Traceability Initiative compliance.
5. Our growers don't need their own company prefix issued by GS1.
6. Buyers are welcome to buy direct from our growers on KYF2.com without paying anyone a commission or fee.
7. Our barcodes enable extended package marketing in the grocery aisle, at a farmers' market, or at the consumer's home.
8. We can provide GLNs and Datapools upon request.
9. We keep our Growers up to date on the legal and regulatory developments to help them to protect and preserve their cherished family farms.
10. We provide the barcode shelftalkers and mobile phone application marketing retail produce buyers are demanding.



Traceability FAQ

Do growers need their own company prefix issued by GS1?

No. The Grower uses the Brand Owner's number and in our case the brands are "Top 10" and "Locale." So, unless the grower has their own brand that they want to show to the consumer on the tracking label (whether on the case or the item), there is no need for a grower to have their own company prefix.

May I get traceability to the case level only?

No problem. We are flexible to your needs. Smaller growers may trace to the case only using our "Grower's Reserve" brand case labels. Click the label below for more examples or click [HERE](#) to see how easy it is to print your own case labels using the Top 10 system. Additional charges apply if you want to buy a printing system to print your own case labels.

Do I have to label all of my produce?

No, you don't have to label any of your produce if you don't want to. Our growers are free to sell as much or as little as they prefer to label under our brands, and they are also free to sell under other brands, or their own brands simultaneously with our brands. Many of our growers use our traceable shelf talkers rather than labeling individual items.

Will I keep my established distributor & retail relationships?

Yes our growers' business will be business as usual in all aspects.

Do growers need a GS1 company prefix certificate to sell produce?

No. You may sell under our brand and we will provide any buyer with our GS1 issued company prefix certificate upon request, so this is a non-issue for you if you grow with Top 10. Also, we supply every one of our growers with a globally unique GLN, as required by Wal-Mart and a few other stores.

Can you market my produce without me losing my local appeal?

Top 10 Produce LLC unites you with other smaller growers like you into a strong, unified, American brand dedicated to smaller local growers - Top 10. We encourage each of our Growers to maintain their individual identity. We know that it is your family history, your commitment to quality, and your local appeal that makes our company exceptional in this industry. Each grower's identity will be preserved to the item level for all Top 10 and Locale brand produce and you can control the content that we present to consumers through our extended packaging enabled by the small barcodes on the produce.



Know your farmer, Know your food

A photograph of a man, Jeremy Mora, crouching in a field of green crops, holding a leafy vegetable. The background shows a vast field under a clear sky.

Know your FOOD!
Locale™ CA0007



Scan with
ShopSavvy
Download at shopsavvy.mobi



www.kyf2.com

Know Jeremy Mora... Know Western Leaf Farms

*Western Leaf Farms
1700 Old Stage Road
Salinas, CA 93925*

Traceability FAQ Continued

Why trace to the item level when the PTI only requires tracing to the Case Level?

Top 10 and Locale are brands marketed to the consumer, and the consumer only sees the item, and item level traceability creates brand value. First of all, having item-specific labels enables our growers to sell to all retail outlets that require item labeling when there will be a supply vacuum of item traceable produce and our produce will command a premium. Top 10 Produce does not plan to keep that premium; our growers earned it and we intend for them to keep it. For Top 10 Produce LLC, business as usual means continuous improvement to our growers' bottom-lines. We believe that profitability for small growers is fundamental to the creation of a sustainable agricultural system.

Can larger growers work with Top 10 Produce LLC?

We welcome all growers, so long as they are independent growers who own or lease the land on which the produce is grown. Larger growers are welcome to sell under our "Locale" Trademark.

What is the difference between Top 10 and Locale?

The Top 10 brand is marketed as the small farm brand and the Top 10 trademark may only be used by licensed small farms, and we request that all produce sold under the brand is sold locally.

What happens to my own brand?

If you are using our GS1 barcodes, then the brand on the item, case, pallet, bag, or whatever you are labeling with that barcode has to be "Top 10", "Locale", or "Grower's Reserve". If you are labeling to the case only you may reserve the right to use your own brand on your own items by applying our Grower's Reserve brand case labels and using your Locale marketing barcode to connect to consumers on your items or on our shelftalkers. Grower's Reserve on the case lets buyers know that you have reserved the right to label the items at your own discretion. The Produce Traceability Initiative only requires tracing to the case level, so the Grower's Reserve label is fully PTI compliant.

Why is the cost so low? 3BL

We don't hype our low price, but we are often asked why our complete program costs only \$280, when we pay all fees for our subscription with GS1 US. The answer is simple - economies of scale coupled with the fact that our mission is to maximize your profits, not ours. We take this responsibility seriously and we constantly consider the effect of our actions on anyone who is influenced, either directly or indirectly, by the actions of our company. We believe that the best way for us to benefit society is through transparent social branding of each of our growers, to protect and preserve your sustainable farm.