

ASSIGNMENT AND ASSUMPTION

OF

CONTRACTUAL OBLIGATIONS

WHEREAS, on January 11, 2001, the **City of Orlando, Florida**, a Florida municipal corporation (the "City") and **Malcolm Pirnie, Inc.**, a New York corporation (the "Contractor"), entered into an Agreement (the "Agreement") whereby the Contractor would perform certain services to be known as the Conserv I Flow Diversion Plan Force Main Project; and

WHEREAS, in July 2009, the Contractor became a wholly-owned subsidiary of **Arcadis U.S., Inc.**; and

WHEREAS, due to corporate restructuring, Contractor has requested an assignment and assumption of contractual obligations from the Contractor to **Arcadis U.S., Inc.**, (the "Assignee").

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS, that the Contractor does hereby transfer and assign to the Assignee all of the Contractor's rights, title and interest in and to the Agreement, and Assignee does hereby accept such assignment and does hereby assume all rights and obligations under the Agreement and does agree to be bound thereby.

IN WITNESS WHEREOF, the Contractor and Assignee have caused these presents to be executed by their duly authorized officers this _____ day of _____, 2014.

CONTRACTOR: **Malcolm Pirnie, Inc.**

By: _____

Print Name: _____

Title: _____

ATTEST:

(SEAL)

ASSIGNEE:

Arcadis U.S., Inc.

By: _____

Print Name: _____

Title: _____

ATTEST:

(SEAL)

CONSENT TO ABOVE AND FOREGOING ASSIGNMENT ON BEHALF OF THE CITY OF ORLANDO, FLORIDA.

City of Orlando, Florida,
a Florida municipal corporation

Mayor

ATTEST:

Alana C. Brenner, City Clerk

(SEAL)

APPROVED AS TO FORM AND LEGALITY
for the use and reliance of the
City of Orlando, Florida only.

_____, 20____

Assistant City Attorney
Orlando, Florida