

ASSIGNMENT AND CONSENT AGREEMENT

RECITALS

WHEREAS, Village of Oak Park (the "Client") and URS Corporation, executed certain agreements identified and listed in Exhibit A (the "Contracts");

WHEREAS, URS Corporation, a Nevada corporation, FEIN: 94-1716908, ("Assignor") wishes to assign the Contracts to an affiliated company within the AECOM enterprise, AECOM Technical Services, Inc., FEIN 95-2661922, a California corporation authorized to conduct business in the State of Illinois ("Assignee"); and

WHEREAS, the Client consents to the assignment of the Contracts.

NOW, THEREFORE, for and in consideration of the mutual covenants herein contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties set forth below agree as follows:

ASSIGNMENT

The above recitals are incorporated herein as though fully set forth. Assignor hereby assigns, transfers and conveys all of its rights, obligations, title, interest and liabilities in and to the Contracts to Assignee. Assignee hereby accepts such assignment and assumes all of Assignor's rights, obligations, title, and liabilities in and to the Contracts, whether such rights, obligations, title, interest or liabilities arose before or after the date of this Agreement. All terms and conditions of the Contracts shall remain in full force and effect.

CONSENT TO ASSIGNMENT AND EFFECTIVE DATE

Client hereby consents to the assignment of the Contracts from Assignor to Assignee and agrees to look solely to Assignee for the continued performance of the Contracts. This Assignment and Consent Agreement (the "Agreement") shall be deemed dated and become effective on the last date it is executed by one of the parties as set forth below.

COUNTERPARTS; FACSIMILE OR PDF SIGNATURES

This Agreement may be executed in counterparts, each of which shall be considered an original and together shall be one and the same agreement. A facsimile or pdf copy of this Agreement and any signature(s) thereon will be considered for all purposes as an original.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK –
SIGNATURE PAGE FOLLOWS]**

ASSIGNOR

URS CORPORATION

By: _____

Name: _____

Title: _____

Date: _____

ASSIGNEE

AECOM TECHNICAL SERVICES, INC.

By: _____

Name: _____

Title: _____

Date: _____

VILLAGE OF OAK PARK

By: _____

Name: Cara Pavlicek, Village Manager

Date: _____

EXHIBIT A

LIST OF CONTRACTS BEING ASSIGNED

1. September 3, 2003 Agreement Between the Village of Oak Park and URS Corporation for Consulting Services for the "Cap the Ike" Feasibility Study.
2. May 12, 2009 Preliminary Engineering Services Agreement for Federal Participation for the I-290 Cap from IL 43 to Austin Avenue Project, Section 05-00240-00-EG, Project No. HD-8003(560), Job No. P-91-135-06.