I-77 Active Traffic and Safety Management System
from North Carolina State Line (I-77 Mile Marker 0) to Hillsvile (I-77 Mile Marker 12)
State Project No. 0077-017-792, C501
Federal Project No. OC-0771 (100)
Contract ID No. C00104814DB69
January 2014
Offerors shall furnish a copy of this Letter of Submittal Checklist, with the page references added, with the Letter of Submittal.

<table>
<thead>
<tr>
<th>Letter of Submittal Component</th>
<th>Form (if any)</th>
<th>RFP Part 1 Cross Reference</th>
</tr>
</thead>
<tbody>
<tr>
<td>Letter of Submittal Checklist and Contents</td>
<td>Attachment 4.0.1.1</td>
<td>Section 4.0.1.1</td>
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<tr>
<td>Acknowledgement of RFP, Revisions, and/or Addenda</td>
<td>Attachment 3.4 (Form C-78-RFP)</td>
<td>Sections 3.4; 4.0.1.1</td>
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<td><strong>Letter of Submittal</strong></td>
<td>NA</td>
<td>Sections 4.1</td>
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<td>NA</td>
<td>Section 4.1.1</td>
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<td>Offeror’s full legal name and address</td>
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<td>Section 4.1.1</td>
</tr>
<tr>
<td>Authorized representative’s original signature</td>
<td>NA</td>
<td>Section 4.1.1</td>
</tr>
<tr>
<td>Declaration of intent</td>
<td>NA</td>
<td>Section 4.1.2</td>
</tr>
<tr>
<td>120 day declaration</td>
<td>NA</td>
<td>Section 4.1.3</td>
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<tr>
<td>Point of Contact information</td>
<td>NA</td>
<td>Section 4.1.4</td>
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<tr>
<td>Principal Officer information</td>
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<td>Section 4.1.5</td>
</tr>
<tr>
<td>Offeror’s Corporate Structure</td>
<td>NA</td>
<td>Section 4.1.6</td>
</tr>
<tr>
<td>Full Legal Name of Lead Contractor and Lead Designer</td>
<td>NA</td>
<td>Section 4.1.7</td>
</tr>
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<td>Offeror’s VDOT prequalification information</td>
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<td>Section 4.1.8</td>
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<tr>
<td>DBE statement confirming Offeror is committed to achieving the required 2% DBE goal</td>
<td>NA</td>
<td>Section 4.1.9</td>
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<tr>
<td>Interim Milestone and Final Completion Dates</td>
<td>NA</td>
<td>Section 4.1.10</td>
</tr>
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## LETTER OF SUBMITTAL CHECKLIST AND CONTENTS

<table>
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<tr>
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<th>RFP Part 1 Cross Reference</th>
<th>Page Reference</th>
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<td>Section 4.2</td>
<td>2 of 2</td>
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<tr>
<td>Affiliated and/ or Subsidiary Companies</td>
<td>Attachment 4.2.1</td>
<td>Section 4.2.1</td>
<td>8</td>
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<td>Certification Regarding Debarment Forms</td>
<td>Attachment 4.2.2(a)</td>
<td>Section 4.2.2</td>
<td>11</td>
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<td>Offeror’s VDOT prequalification certificate</td>
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<td>Section 4.2.3</td>
<td>16</td>
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<td>Evidence of obtaining bonding</td>
<td>NA</td>
<td>Section 4.2.4</td>
<td>17</td>
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<td>Full size copies of DPOR licenses and SCC registrations</td>
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<td>Section 4.2.5</td>
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<td>SCC registration information - businesses</td>
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<td>Section 4.2.5.1</td>
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<td>DPOR registration information - businesses</td>
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<td>Section 4.2.5.2</td>
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<td>Attachment 4.2.6(a)</td>
<td>Section 4.2.6</td>
<td>34</td>
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<tr>
<td>Lead Designer Work History Form</td>
<td>Attachment 4.2.6(b)</td>
<td>Section 4.2.6</td>
<td>35</td>
</tr>
</tbody>
</table>
ATTACHMENT 3.4

COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION

RFP NO. C00104814DB69
PROJECT NO.: 0077-017-792, C501

ACKNOWLEDGEMENT OF RFP, REVISION AND/OR ADDENDA

Acknowledgement shall be made of receipt of the Request for Proposals (RFP) and/or any and all revisions and/or addenda pertaining to the above designated project which are issued by the Department prior to the Letter of Submittal submission date shown herein. Failure to include this acknowledgement in the Letter of Submittal may result in the rejection of your proposal.

By signing this Attachment 3.4, the Offeror acknowledges receipt of the RFP and/or following revisions and/or addenda to the RFP for the above designated project which were issued under cover letter(s) of the date(s) shown hereon:

1. Cover letter of January 8, 2014 – RFP (Date)

2. Cover letter of (Date)

3. Cover letter of (Date)

________________________________________
SIGNATURE

January 24, 2014
DATE

James R. Hardiman
PRINTED NAME

Vice-President
TITLE
4.1 Letter of Submittal
4.1 Letter of Submittal

January 24, 2014

Commonwealth of Virginia  
Department of Transportation (VDOT)  
Central Office Mail Center  
Loading Dock Entrance  
1401 E. Broad Street  
Richmond, Virginia 23219  
Attention: Brenda L. Williams

RE: I-77 Active Traffic and Safety Management System  
State Project # 0077-017-792, C501; Federal Project # OC-0771 (100);  
Contract ID # C00104814DB69

Dear Ms. Williams and Members of the Selection Committee:

VDOT is undertaking a tremendous traffic operational effort on I-77, a heavily-traveled—and frequently highly-congested corridor subject to considerable public scrutiny. ALS of North Carolina, Inc. (ALS, Offerer) and Atkins have joined forces to create a team that can minimize the risks that such an effort will have. ALS brings the proven, big-project ITS experience, backed by the financial strength and stability of Asplundh Tree Expert Co., ALS’ parent company. Atkins brings national intelligent transportation system (ITS) design experience, including Alfred Badgett, PE, a design manager with more than 36 years of ITS and traffic signal/systems experience.

4.1.2 Declaration of Offeror’s Intent

ALS, as Offeror of this proposal, declares on behalf of ALS and Atkins, our intent to enter into a contract with VDOT for this project in accordance with the terms of the RFP.

4.1.3 Proposal Guarantee

ALS guarantees with this Letter of Submittal and Price Proposal, that the offer represented herein will remain in full force and effect for one hundred twenty (120) days beginning on November 7, 2013, the due date for submission of this “Letter of Submittal and Price Proposal”.
4.1.4 Point of Contact for the Offeror
Claude Zukowski
Regional Manager
ALS of North Carolina, Inc.
502 Klumac Rd
Salisbury, NC 28144
704-431-4506
704-431-4985
Email: czukowski@asplundh.com

4.1.5 Principal Officer for the Offeror
ALS is a North Carolina corporation formed in July 1993. James R. Hardiman, Vice President, is our Principal Officer point of contact for this contract. His contact information follows.

James R. Hardiman
Vice President
11639 Davis Creek Road East
Jacksonville, Florida 32256
Phone: 904.886.4300
Fax: 904.886.4422
Email: hardiman@asplundh.com

4.1.6 Offeror’s Structure
ALS of North Carolina, Inc., a corporation, will undertake financial responsibility for the project. All required bond information has been included in the price proposal.

4.1.7 Lead Contractor and Lead Designer
ALS of North Carolina, Inc. is the Offeror serving as the Lead Contractor responsible for overall construction of the project, and will serve as the legal entity who will execute the Contract with VDOT. Atkins North America, Inc. is the Lead Designer responsible for the overall design of this project.

4.1.8 VDOT Prequalification of the Offeror
ALS of North Carolina, Inc. is currently prequalified with VDOT through January 31, 2015, in the Work Classes of Electrical Installation and Traffic Signalization and Roadway Lighting, with a vendor number of F266; and is in good standing.

4.1.9 DBE Participation Goal
ALS of North Carolina, Inc. is committed to achieving the two percent (2%) disadvantaged business enterprise (DBE) goal. We have included NXL Construction Services, Inc. on our team to satisfy this requirement.

4.1.10 Interim Milestone and Final Completion Dates
ALS of North Carolina, Inc. concurs with the Interim Milestone and Final Completion Dates given in section 2.4.1 as follows:
Interim Milestone Date: June 05, 2015
Final Completion Date: September 4, 2015
We look forward to assisting VDOT on this important project.

Sincerely,

James R. Hardiman
Vice President

*Safety First...No One Gets Hurt!*
4.2 Attachments to the Letter of Submittal
ALS has completed all attachments as required by the RFP. Please refer to the marked tabs for each item listed below.

4.2.1 **Affiliated and/or Subsidiary Companies**
ALS has completed attachment 4.2.1 showing all subsidiary and affiliate companies.

4.2.2 **Certification Regarding Debarment**
By signing the Certification Regarding Debarment forms, ALS of North Carolina, Inc. and our subconsultants certify that our team meets VDOT’s requirements.

4.2.3 **VDOT Prequalification**
ALS is currently prequalified with VDOT through January 31, 2015 in the Work Classes of Electrical Installation, Traffic Signalization, and Roadway Lighting with a vendor number of F266.

4.2.4 **Letter from Surety or Insurance Company**
A letter provided by the Surety regarding the Performance Bond and Payment Bond and coverage during the warranty period is provided.

4.2.5 **Required Licenses**
Copies of all required SCC and DPOR licenses have been included as requested.

4.2.6 **Lead Contractor and Lead Designer Work History Forms**
Work History Form 4.2.6 (a) in the Appendix details three projects within the last 15 years, at least one of which completed within the last 5 years, in which ALS of North Carolina, Inc. illustrated competency with all of the construction requirements stipulated in section 4.2.6. The Lead Designer Work History Form 4.2.6 (b) in the Appendix details three projects within the last 15 years, at least one of which completed within the last 5 years, in which Atkins North America, Inc. illustrated competency with all of the design requirements in section 4.2.6.
4.2.1 Affiliated and/or Subsidiary Companies
Offerees shall complete the table and include the addresses of affiliates or subsidiary companies as applicable. By completing this table, Offerors certify that all affiliated and subsidiary companies of the Offeror are listed.

- The Offeror does not have any affiliated or subsidiary companies.
- Affiliated and/or subsidiary companies of the Offeror are listed below.

<table>
<thead>
<tr>
<th>Relationship with Offeror (Affiliate or Subsidiary)</th>
<th>Full Legal Name</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>Affiliate</td>
<td>Asplundh Tree Expert Co.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
<tr>
<td>Affiliate</td>
<td>ACH, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
<tr>
<td>Affiliate</td>
<td>Blair Mill Investments, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
<tr>
<td>Affiliate</td>
<td>Asplundh Tree Expert (Australia) PTY LTD</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
<tr>
<td>Affiliate</td>
<td>D.J. Silviculture Enterprises, LTD</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Asplundh (New Zealand)</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
<tr>
<td>Affiliate</td>
<td>Western Environmental Consultants ULC</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
<tr>
<td>Affiliate</td>
<td>Utility Vegetation Services, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>ArborMetrics Solutions, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Asplundh Brush Control Co.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Blume Tree Services, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Burford’s Tree, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Innovative Vegetation Services, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Lakeside Environmental Consultants, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>National Utility Line Clearance Co.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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### Affiliated and Subsidiary Companies of the Offeror

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<th>Address</th>
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<td>Nelson Tree Service, Inc.</td>
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<td>Affiliate</td>
<td>Phillips Tree Experts, Inc.</td>
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<td>Affiliate</td>
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<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<td>Affiliate</td>
<td>Trees, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Utility Lidar Software Solutions, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
</tr>
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<td>Affiliate</td>
<td>Utility Tree Service, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Western Environmental Consultants, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Willow Grove Aviation, Ltd</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<tr>
<td>Affiliate</td>
<td>Asplundh Investments, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<td>Affiliate</td>
<td>Evergreen Receivables, Ltd</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<td>Affiliate</td>
<td>UtiliCon Solutions, Ltd.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<td>Affiliate</td>
<td>Advanced Power &amp; Lighting, Inc.</td>
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<td>Asplundh Construction, Corp.</td>
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<td>Affiliate</td>
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<td>Affiliate</td>
<td>Asplundh Environmental Services, Inc.</td>
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<td>American Lighting and Signalization, Inc.</td>
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<td>Asplundh Motor Company, Inc.</td>
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<td>Affiliate</td>
<td>Asplundh Buick-GMC, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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<td>Affiliate</td>
<td>Asplundh GMC-Isuzu, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, Pennsylvania 19090</td>
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## Affiliated and Subsidiary Companies of the Offeror

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<td>Affiliate Grid One Solutions, Inc.</td>
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<td>Affiliate K&amp;V Meter Automation LLC</td>
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<td>Affiliate Grid One Solutions Canada ULC</td>
<td>708 Blair Mill Road, Willow Grove, PA 19090</td>
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<td>Affiliate Musgrove Construction, Inc.</td>
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<td>Affiliate Utility Lines Construction Services, Inc.</td>
<td>708 Blair Mill Road, Willow Grove, PA 19090</td>
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<tr>
<td>Affiliate Willow Grove Insurance, Ltd.</td>
<td>708 Blair Mill Road, Willow Grove, PA 19090</td>
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</table>
4.2.2 Certification Regarding Debarment Form(s)
ATTACHMENT 4.2.2(a)
CERTIFICATION REGARDING DEBARMENT
PRIMARY COVERED TRANSACTIONS

Project No.: 0077-017-792, C-501

1) The prospective primary participant certifies to the best of its knowledge and belief, that it and its principals:

   a) Are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any Federal department or agency.

   b) Have not within a three-year period preceding this proposal been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; and have not been convicted of any violations of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification, or destruction of records, making false statements, or receiving stolen property;

   c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated in paragraph 1) b) of this certification; and

   d) Have not within a three-year period preceding this application/proposal had one or more public transactions (Federal, State or local) terminated for cause or default.

2) Where the prospective primary participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

Signature  

Date  

Vice-President  

Title  

ALS of North Carolina, Inc.

Name of Firm
ATTACHMENT 4.2.2(b)  
CERTIFICATION REGARDING DEBARMENT  
LOWER TIER COVERED TRANSACTIONS  

Project No.: 0077-017-792, C-501  

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.  

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.  

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.  

[Signature]  [Date]  [Vice President]  [Title]  

[Atkins North America]  

Name of Firm
ATTACHMENT 4.2.2(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0077-017-792, C-501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

______________________________
Signature Date

______________________________
President Title

Froehling & Robertson, Inc.
Name of Firm
ATTACHMENT 4.2.2(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0077-017-792, C-501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature]
[Date]
[Title]

[Name of Firm]
ATTACHMENT 4.2.2(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS

Project No.: 0077-017-792, C-501

1) The prospective lower tier participant certifies, by submission of this proposal, that neither it nor its principals is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any Federal department or agency.

2) Where the prospective lower tier participant is unable to certify to any of the statements in this certification, such prospective participant shall attach an explanation to this proposal.

The undersigned makes the foregoing statements to be filed with the proposal submitted on behalf of the Offeror for contracts to be let by the Commonwealth Transportation Board.

[Signature] January 14, 2014 [Quality Assurance Manager/Project Manager]

[NXIL Construction Services, Inc.]
Name of Firm
4.2.3 VDOT Prequalification certificate
CERTIFICATE OF QUALIFICATION

ALS OF NORTH CAROLINA, INC.

Vendor Number: F266

In accordance with the Regulations of the Virginia Department of Transportation, you are hereby notified that the following Rating and Classifications have been assigned to your firm:

Prequalified (Currently Inactive)

Work Classes: ELECTRICAL INSTALLATION; TRAFFIC SIGNALIZATION; ROADWAY LIGHTING

Issue Date: 6/14/2013

This Rating and Classification will Expire: 1/31/2014

Suzanne FR Lucas, State Prequalification Officer

Don E. Silies, State Contract Officer
4.2.4 Letter of Surety
January 17, 2014

Commonwealth of Virginia
Department of Transportation (VDOT)
Attention: Brenda L. Williams
Central Office Mail Center
Loading Dock Entrance
1401 E. Broad Street
Richmond, VA 23219

Re: ALS of North Carolina, Inc.

To Brenda L. Williams:

Asplundh Tree Expert Co. and Subsidiaries is a highly regarded client of Travelers Casualty and Surety Company of America, for more than 20 years Travelers Casualty and Surety Company of America has written bonds in excess of $50,000,000 with an aggregate amount of $800,000,000 range.

It is our opinion that Asplundh Tree Expert Co. and Subsidiaries are qualified to perform the above captioned project should the contractor be awarded an acceptable contract; we stand ready to provide the necessary performance and payment bonds.

Please note that the decision to issue the bonds is a matter between Asplundh Tree Expert Co. and Subsidiaries and Travelers Casualty and Surety Company of America, and will be subject to our standard underwriting at the time of the final bond request, which will include but not be limited to the acceptability of the contract documents and evidence from the Respondent of adequate project financing. We assume no liability to third parties or to you if for any reason we do not execute said bonds.

Please do not hesitate to contact the writer if you have any questions pertaining to the above.

Sincerely,

TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

By: Maureen McNeill, Attorney-in-Fact

Maureen McNeill
Attorney-in-Fact
(215) 255-2000
(215) 255-1978 (fax)
c/o Aon Risk Services Central, Inc.
1650 Market St., Ste. 1000
Philadelphia, PA 19103

¹ Travelers Casualty and Surety Company of America is rated A+ (Superior) by A.M. Best Financial Size Category XIV ($1.5 Billion to $2.0 Billion).

A.M. Best's rating of A+ applies to certain insurance subsidiaries of Travelers that are members of the Travelers Insurance Companies pool; other subsidiaries are included in another rating pool or are separately rated. For a listing of companies rated by A.M. Best and other rating services visit www.travelers.com. Ratings listed herein are as of May 10, 2012, are used with permission, and are subject to changes by the rating services. For the latest rating, access www.ambest.com.
POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 226632

Certificate No. 005633586

KNOW ALL MEN BY THESE PRESENTS: That Farmington Casualty Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company are corporations duly organized under the laws of the State of Connecticut, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint


of the City of Philadelphia, State of Pennsylvania, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereto affixed, this th

day of September, 2013.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

State of Connecticut
City of Hartford ss.

By: Robert L. Raney, Senior Vice President

On this the th day of September, 2013, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2016.

Marie C. Tetreault
Notary Public

58440-8-12 Printed in U.S.A.
This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company’s name and seal with the Company’s seal, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company’s seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 17th day of January, 2013.

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.
4.2.5 SCC and DPOR Registration
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That ALS OF NORTH CAROLINA, INC., a corporation incorporated under the law of North Carolina, is authorized to transact business in the Commonwealth of Virginia;

That it obtained a certificate of authority to transact business in Virginia from the Commission on October 4, 1993; and

That the corporation is in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
October 24, 2013

Joel H. Peck, Clerk of the Commission
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That Atkins North America, Inc., a corporation incorporated under the law of Florida, is authorized to transact business in the Commonwealth of Virginia;

That it obtained a certificate of authority to transact business in Virginia from the Commission on August 13, 1985; and

That the corporation is in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
March 7, 2012

Joel H. Peck, Clerk of the Commission
DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

EXPIRES ON
02-28-2014

NUMBER
0411000687

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY BRANCH OFFICE REGISTRATION

PROFESSIONS: ENG

ATKINS NORTH AMERICA, INC.
1616 EAST MILLBROOK RD
STE 310
RALEIGH, NC 27609-4968

ALTERATION OF THIS DOCUMENT, USE AFTER EXPIRATION, OR USE BY PERSONS OR FIRMS OTHER THAN THOSE NAMED MAY RESULT IN CRIMINAL PROSECUTION UNDER THE CODE OF VIRGINIA.

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
COMMONWEALTH OF VIRGINIA
9960 Mayland Dr., Suite 400, Richmond, VA 23233
Telephone: (804) 367-8500

NUMBER
0411000601

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY BRANCH OFFICE REGISTRATION

PROFESSIONS: ENG

ATKINS NORTH AMERICA, INC.
482 S KELLER RD
ORLANDO, FL 32810

ALTERATION OF THIS DOCUMENT, USE AFTER EXPIRATION, OR USE BY PERSONS OR FIRMS OTHER THAN THOSE NAMED MAY RESULT IN CRIMINAL PROSECUTION UNDER THE CODE OF VIRGINIA.

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
Please note: The SCC website will be unavailable Thursday, January 16, from 6-10 p.m. for system maintenance. We apologize for the inconvenience and appreciate your patience.

CISM0180 CORPORATE DATA INQUIRY 01/16/14 16:03:52

<table>
<thead>
<tr>
<th>Corp ID:</th>
<th>0171262 - 9</th>
<th>Status: 00 Active</th>
<th>Status Date: 12/06/76</th>
</tr>
</thead>
<tbody>
<tr>
<td>Corp Name:</td>
<td>ANDERSON &amp; ASSOCIATES OF VIRGINIA, INC.</td>
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</tr>
</tbody>
</table>

Date of Certificate: 12/06/1976 Period of Duration: INDUSTRY CODE: 00
State of Incorporation: VA VIRGINIA Stock Indicator: S Stock
Merger Ind: CONVERSION/DOMESTICATION IND:
Good Standing Ind: Y Monitor Indicator:
Charter Fee: MON No: MON Status: MONITOR DTE:
R/A Name: S. K. ANDERSON

Street: 100 ARDMORE STREET AR RTN MAIL:

<table>
<thead>
<tr>
<th>City:</th>
<th>BLACKSBURG</th>
<th>State: VA  Zip: 24060</th>
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<tbody>
<tr>
<td>R/A Status:</td>
<td>2 Officer</td>
<td>Eff. Date: 02/28/80  Loc: 160</td>
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<td>Accepted AR#:</td>
<td>213 56 2499</td>
<td>Date: 12/30/13</td>
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<tr>
<td>Current AR#:</td>
<td>213 56 2499</td>
<td>Date: 12/30/13</td>
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<tr>
<th>Year Fees Pen</th>
<th>Penalty Interest Taxes</th>
<th>Balance</th>
<th>Total Shares</th>
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</thead>
<tbody>
<tr>
<td>13 370.00</td>
<td></td>
<td></td>
<td>50,000</td>
</tr>
</tbody>
</table>
BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY REGISTRATION

PROFESSIONS: ENG, LS

ANDERSON & ASSOCIATES OF VIRGINIA INC
100 ARDMORE STREET
BLACKSBURG, VA 24060
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That FROEHLING & ROBERTSON, INCORPORATED is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is October 11, 1924;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
January 9, 2013

Joel H. Peck, Clerk of the Commission
EXPIRES ON
02-28-2014

NUMBER
0411000053

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY BRANCH OFFICE REGISTRATION

PROFESSIONS: ENG

FROEHLING ROBERTSON INC
1734 SEIBEL DR N E
ROANOKE, VA 24012

Gordon N. Dixon, Director
I Certify the Following from the Records of the Commission:

A duly attested copy of a certificate setting forth that NXL Construction Co., Inc. conducts business in Virginia under the assumed or fictitious name of NXL CONSTRUCTION SERVICES, INC. was filed in the Clerk's Office of the Commission on September 16, 1992.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
July 29, 2009

Joel H. Peck, Clerk of the Commission
NXL Construction Co., Inc.

**General**

- SCC ID: 03497427
- Entity Type: Corporation
- Jurisdiction of Formation: VA
- Date of Formation/Registration: 11/17/1999
- Status: Active
- Shares Authorized: 5000

**Principal Office**

114 E CARY STREET SUITE 200
RICHMOND VA 23219

**Registered Agent/Registered Office**

NICOMEDES L DE LEON
9608 GEORGE'S BLUFF RD
RICHMOND VA 23229
HENRICO COUNTY 143
Status: Active
Effective Date: 10/8/1999

**Select an action**

- File a registered agent change
- File a registered office address change
- Resign as registered agent
- File an annual report
- Pay annual registration fee
- Order a certificate of good standing
- Submit a PDF for processing (What can I submit?)
- View eFile transaction history

Screen ID: e1000
DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA
9960 Mayland Dr., Suite 400, Richmond, VA 23233
Telephone: (804) 367-8500

EXPIRES ON
02-29-2016

NUMBER
0411001067

BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY BRANCH OFFICE REGISTRATION

PROFESSIONS: ENG

NXL CONSTRUCTION COMPANY INC
110 WENN DRIVE
CHRISTIANSBURG, VA 24073

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
ATTACHMENT 4.2.5
State Project No. 0077-017-792, C-501

SCC and DPOR Information - Businesses

Offerors shall complete the table and include the required state registration and licensure information. By completing this table, Offerors certify that their team complies with the requirements set forth in Section 4.2.5 and that all businesses listed are active and in good standing.

<table>
<thead>
<tr>
<th>Business Name</th>
<th>SCC Information (4.2.5.1)</th>
<th>DPOR Information (4.2.5.2)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>SCC Number</td>
<td>SCC Type of Corporation</td>
</tr>
<tr>
<td>ALS of North Carolina, Inc.</td>
<td>F1155037</td>
<td>Foreign Corporation</td>
</tr>
<tr>
<td>Atkins North America, Inc.</td>
<td>1203075412</td>
<td>Corporation</td>
</tr>
<tr>
<td>Atkins North America, Inc.</td>
<td>1203075412</td>
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<tr>
<td>Atkins North America, Inc.</td>
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<tr>
<td>Atkins North America, Inc.</td>
<td>1203075412</td>
<td>Corporation</td>
</tr>
<tr>
<td>NXL Construction Services, Inc.</td>
<td>03497427</td>
<td>Corporation</td>
</tr>
<tr>
<td>Anderson &amp; Associates of VA</td>
<td>0171262.9</td>
<td>C-Corp</td>
</tr>
<tr>
<td>Froehling &amp; Robertson, Inc.</td>
<td>0027211-2</td>
<td>Corporation</td>
</tr>
</tbody>
</table>
4.2.6 Work History Forms
<table>
<thead>
<tr>
<th>Name: Greensboro ITS Computerized Traffic Signal System</th>
<th>Name: Kimley-Horn</th>
<th>Name of Client/Owner: NCDOT Division 7</th>
<th>Phone: 336-334-3192</th>
<th>Project Manager: Darrel Ferguson, Resident Engineer</th>
<th>Phone: 336-487-0100</th>
<th>Email: <a href="mailto:dferguson@ncdot.gov">dferguson@ncdot.gov</a></th>
<th>04/15/2013</th>
<th>07/01/2012</th>
<th>$16,844,944</th>
<th>$17,600,000</th>
<th>$17,600,000</th>
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</thead>
<tbody>
<tr>
<td>Name: Spartanburg County Traffic Signal Upgrade</td>
<td>Name: SCDOT- Carol Jones</td>
<td>Name of Client/Owner: SCDOT Division 10</td>
<td>Phone: 864-241-1010</td>
<td>Project Manager: Tony Thompson, Resident Engineer</td>
<td>Phone: 864-587-4720</td>
<td>Email: <a href="mailto:thompsontn@scdot.org">thompsontn@scdot.org</a></td>
<td>03/31/2012</td>
<td>03/31/2012</td>
<td>$2,562,733</td>
<td>$2,781,974</td>
<td>$2,781,974</td>
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<tr>
<td>Location: Spartanburg, SC</td>
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</tr>
<tr>
<td>Name: Atkins Global</td>
<td>Name of Client/Owner: NCDOT Division 4</td>
<td>Phone: 252-237-6164</td>
<td>Project Manager: Steve Joyner, Resident Engineer</td>
<td>Phone: 252-237-6164</td>
<td>Email: <a href="mailto:swjoyner@ncdot.gov">swjoyner@ncdot.gov</a></td>
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</tbody>
</table>

h. Narrative describing the Work Performed by the Firm identified as the Lead Contractor for this procurement. If the Offeror chooses to submit work completed by an affiliated or subsidiary company of the Lead Contractor, identify the full legal name of the affiliate or subsidiary and the role they will have on this Project, so the relevancy of that work can be considered accordingly.

City of Greensboro- North Carolina Department of Transportation (Design-Bid Build): Change out of 450 TSI cabinets to 332 and 336 cabinets including all pluggables, Ethernet MMU’s, 41-Aironet 1522 Mesh AP units, 25-900 MHz Encom wireless radios, 460 Ruggedcom RS900G field-hardened switches, 31 VDSL Ethernet-over-copper using existing CBD copper interconnect, 41-CCTV PTZ cameras/poles, 57-encoders, 32-decoders, 10-Cisco 6504, 10Gb core switches (integration, system testing matrix documents, development of entire network VLAN IP data scheme and METADATA), video wall

Spartanburg County-South Carolina- Department of Transportation (Design-Bid-Build) Installing fiber communications, replacing 17 span wire signalized intersections with mast arm poles, and changing out 23 traffic signal assemblies.

Complete upgrade of signal system including primary components: 137 Econolite Traffic control assemblies (332/336 cabinets, MMUs, controllers, etc.)-Fiber optic network (single mode backbone/drops for IP network)-1 - Cisco 4510 Core switch-145 RuggedCom 900G 1-Gb fiber/copper Edge switches-22 CCTV PTZ cameras-22 MPEG2/4 Video encoders-Traffic Operations Center (TOC) video wall-Central System Video software system (by Protronix)-Econolite Centrals System software-Rugged NMS network management software-Requirements Definitions Document (RDD) and System Operational Test (SOT) documentation preparation-Complete device and software integration-Miscellaneous MVDS, electric service upgrades, signal display conversions to flashing yellow arrows
### LEAD DESIGNER - WORK HISTORY FORM

**LIMIT 1 PAGE PER PROJECT**

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime/ general contractor responsible for overall construction of the project.</th>
<th>c. Contact information of the Client and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Construction Contract Completion Date (Original)</th>
<th>e. Construction Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Design Fee for the Work Performed by the Firm identified as the Lead Designer for this procurement. (in thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Location: Orlando, Florida</td>
<td>Name: Jason Trujillo, PE</td>
<td>Phone: 954.847.2635</td>
<td>Email: <a href="mailto:jason.trujillo@dot.state.fl.us">jason.trujillo@dot.state.fl.us</a></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
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<td></td>
<td></td>
</tr>
<tr>
<td>Location: Jacksonville, Florida</td>
<td>Name: Gene Glotzbach</td>
<td>Phone: 850.410.5616</td>
<td>Email: <a href="mailto:gene.glotzbach@dot.state.fl.us">gene.glotzbach@dot.state.fl.us</a></td>
<td></td>
<td></td>
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</tr>
</tbody>
</table>

**h. Narrative describing the Work Performed by the Firm identified as the Lead Designer for this procurement. Include the office location(s) where the design work was performed and whether the firm was the prime designer or a subconsultant.**

As a subconsultant to InfraSource (prime contractor), Atkins was responsible for all design services associated with the development of the project along I-75 than spans both District Four and One. This included ITS, telecommunication (fiber and network equipment), electrical, and structural design. Services also included testing documentation, permitting, and System Engineering Management Plan (SEMP) documentation. The purpose of the project was to deploy independent speed monitoring zones along I-75 to warn motorists of excessive speed. These 13 zones consist of cantilever DMS to post speed warnings, MVDS to detect speeds, and CCTV cameras to validate posted messages. Additional Road Weather Information System (RWIS) sites were also added. The system addressed localized freeway conditions, enhanced motorist safety, and provided additional remote monitoring capability for traffic and incident management for FDOT Districts One and Four.

The design work was performed out of the Atkins Orlando, Miami, Ft. Lauderdale, Henderson, and Charlotte offices.

As a subconsultant to InfraSource (prime contractor), Atkins was responsible for all design services associated with the development of the project along I-75 than spans both District Four and One. This included ITS, telecommunication (fiber and network equipment), electrical, and structural design. Services also included testing documentation, permitting, and System Engineering Management Plan (SEMP) documentation. The purpose of the project was to deploy independent speed monitoring zones along I-75 to warn motorists of excessive speed. These 13 zones consist of cantilever DMS to post speed warnings, MVDS to detect speeds, and CCTV cameras to validate posted messages. Additional Road Weather Information System (RWIS) sites were also added. The system addressed localized freeway conditions, enhanced motorist safety, and provided additional remote monitoring capability for traffic and incident management for FDOT Districts One and Four.

The design work was performed out of the Atkins Orlando, Miami, Ft. Lauderdale, Henderson, and Charlotte offices.
Since 2001, Atkins has served the Florida Department of Transportation (FDOT) as the statewide intelligent transportation systems (ITS) general consultant providing technical, management, and administrative services for all of FDOT’s ITS needs including the integration, operations, maintenance, telecommunications, and mainstreaming of ITS throughout Florida.

One of the task orders under this multiyear contract is to serve as the system manager for a 19-mile expansion of the freeway management system. This includes the design of a Gigabit Ethernet communications system over single mode fiber optic cable, 19 CCTV cameras, and 37 microwave detectors. Two field Ethernet hub switches, relocation of an existing hub switch and 10 cantilever-mounted DMS signs. The system ties to an existing Ethernet core switch. Atkins prepared a project systems engineering master plan (SEMP). The design work included the preparation of plans for the device layout, cable routing, fiber optic splicing, structures design, electrical power service, utility coordination, technical special provisions, cost estimate and bid documents. Atkins is assisting FDOT by providing technical reviews of all plans, requests for information and shop drawing submittals.

Atkins also assisted FDOT in procuring equipment including preparing specifications, quantities, and bid documents for the first statewide purchase of ITS devices. Atkins stockpiled items on FDOT’s behalf and provided initial testing on the devices to ensure that they were in working condition. Atkins is currently providing integration services for the new devices into the communications network before FDOT integrates these devices into the statewide SunGuide software.

The design work was performed out of the Atkins Tallahassee, Jacksonville, Charlotte and Orlando offices.

<table>
<thead>
<tr>
<th>Name:</th>
<th>1-4 Dynamic Message Signs Replacement Design-Build</th>
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<tbody>
<tr>
<td>Location:</td>
<td>Orlando, Florida</td>
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</table>

<table>
<thead>
<tr>
<th>Name:</th>
<th>InfraSource Construction Services, LLC</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Client:</td>
<td>FDOT District 5</td>
</tr>
<tr>
<td>Phone:</td>
<td>386.943.5309</td>
</tr>
<tr>
<td>Project Manager:</td>
<td>Rick Morrow, PE</td>
</tr>
<tr>
<td>Phone:</td>
<td>386.943.5309</td>
</tr>
<tr>
<td>Email:</td>
<td><a href="mailto:rick.morrow@dot.state.fl.us">rick.morrow@dot.state.fl.us</a></td>
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<table>
<thead>
<tr>
<th>Date</th>
<th>6/1/2012</th>
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<td>$208,602</td>
<td></td>
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</tbody>
</table>

This design-build (D-B) dynamic message signs (DMS) replacement project was initiated by FDOT District Five in anticipation of the ITS World Congress that was held in Orlando in October 2011. As a subconsultant to InfraSource (prime contractor), Atkins was responsible for all design services associated with replacing 16 existing monochrome DMS with full color/full matrix DMS along I-4. Atkins’ scope of work included utility coordination, investigation of conduit routing and device locations, plans preparation, construction support, and as-built drawings. The design work was performed in our Atkins Orlando, Florida, and Atlanta, Georgia offices.
ALS OF NORTH CAROLINA, INC
502 Klumac Rd, Salisbury, NC 28144
704.431.4506 | Fax: 704.431.4985
Price Proposal

I-77 Active Traffic and Safety Management System
from North Carolina State Line (I-77 Mile Marker 0) to Hillsville (I-77 Mile Marker 12)

State Project No. 0077-017-792, C501
Federal Project No. OC-0771 (100)
Contract ID No. C00104814DB69

January 2014

ATKINS
4.3.1 Cost Breakdown Summary
**ATTACHMENT 4.3.1**

**PRICE PROPOSAL FORM**

4.3.1 Offeror shall specify the pricing information for the items below, the dollars amount shall be in whole numbers:

<table>
<thead>
<tr>
<th>Item Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Design Services, LS</td>
<td>$534,332.00</td>
</tr>
<tr>
<td>Mobilization (Construction), LS</td>
<td>$973,321.00</td>
</tr>
<tr>
<td>Quality Assurance (Construction) LS</td>
<td>$424,810.00</td>
</tr>
<tr>
<td>Quality Control (Construction), LS</td>
<td>$65,118.00</td>
</tr>
<tr>
<td>Conduit Systems, LS</td>
<td>$564,952.00</td>
</tr>
<tr>
<td>Structures and Poles, LS</td>
<td>$1,510,123.00</td>
</tr>
<tr>
<td>Power and Communications, LS</td>
<td>$714,844.75</td>
</tr>
<tr>
<td>Dynamic Message Signs (DMS), LS</td>
<td>$2,935,933.00</td>
</tr>
<tr>
<td>Closed Circuit Televisions (CCTV), LS</td>
<td>$61,647.00</td>
</tr>
<tr>
<td>Weather Sensors/Detections, LS</td>
<td>$423,285.00</td>
</tr>
<tr>
<td>Roadside/Safety Improvements, LS</td>
<td>$219,360.00</td>
</tr>
<tr>
<td>All Other Costs, LS</td>
<td>$104,901.00</td>
</tr>
</tbody>
</table>

Proposal Price; (Specify the Total Lump Sum price in both numbers and words, this price shall **equal** to the total sum of the items listed above)

Lump Sum (LS): Eight million, five hundred thirty-two thousand, six hundred twenty-six dollars and seventy-five cents. ($8,532,626.75)

January 22, 2014

James R. Hardiman  
Vice-President
4.3.2 Adjustments to Asphalt, Fuel, and Steel Prices
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
ASPHALT PRICE ADJUSTMENT (PG76-22 or PG 70-28)
DESIGN-BUILD PROJECTS

INSTRUCTIONS - This form is to be completed and returned ONLY when asphalt concrete items containing PG 76-22 or PG 70-28 is being utilized on the project.

PROJECT NUMBER: 0077-017-792,C501

DISTRICT: Salem

Bid Prices in this contract for items containing PG 76-22 or PG 70-28 asphalt cement were developed using an f.o.b. price of $N/A per IMPERIAL ton for PG 76-22 or PG 70-28. This quote is project specific.

Price quotes signed by each supplier from which the Design-Builder proposes to obtain PG 76-22 or PG 70-28 shall be maintained by the Design-Builder. These quotes shall be retained on site during the life of the Contract for review by the Engineer upon request.

DATE: January 22, 2014

SIGNATURE: ALS of North Carolina, Inc
(Firm or Corporation)

F266
(Vendor No.)
EXHIBIT 6.3 (c)
ADJUSTMENT FOR FUEL

VIRGINIA DEPARTMENT OF TRANSPORTATION
SPECIAL PROVISION FOR
OPTIONAL ADJUSTMENT FOR FUEL
DESIGN-BUILD PROJECTS

June 30, 2011

In the event the Design-Builder elects to seek adjustment for fuel items designated in the Price Proposal/Contract as Price Adjustment Items such items will be subject to price adjustment as set forth herein. Other items will not be adjusted, except as otherwise specified in the contract.

The Design-Builder will submit their monthly application for payment associated with eligible work packages with an adjustment up or down as appropriate for cost changes in fuel used on specific items of work identified in this provision. A master listing of standard items eligible for fuel adjustment is provided by the Department on its website at the following link http://www.virginiadot.org/business/resources/masteroptionalfuelitems.pdf. The listing on the website also includes the corresponding fuel factor for each item. The fuel usage factor for each item is considered inclusive of all fuel usage.

The amount of adjustment will be computed from the change in the indexes and the on-site fuel use as shown in the Department's master listing of eligible items.

In order to be eligible for fuel adjustment under this provision, the Design-Builder shall clearly identify in its Price Proposal those pay items and the associated quantities it chooses to have fuel adjustment applied to in its work packages. Items the Design-Builder claims in its application of payment for fuel adjustments must be properly designated in order to be considered for adjustment. Items not properly designated or left out of the Design-Builder's Price Proposal will automatically not be considered for adjustment.

The monthly index price to be used in the administration of this provision will be calculated by the Department from the Diesel fuel prices published by the U.S. Department of Energy, Energy Information Administration on highway diesel prices, for the Lower Atlantic region. The monthly index price will be the price for diesel fuel calculated by averaging each of the weekly posted prices for that particular month.

For the purposes of this provision, the base index price will be calculated using the data from the month preceding the receipt of bids. The base index price will be posted by the Department at the beginning of the month for all bids received during that month.

The current index price will be posted by the Department and will be calculated using the data from the month preceding the particular estimate being vouchered for payment.

The current monthly quantity for eligible items of work selected by the Design-Builder for fuel adjustment in its work packages will be multiplied by the appropriate fuel factor to determine the gallons of fuel to be cost adjusted. The amount of adjustment per gallon will be the net difference between the current index price and the base index price. Computation for adjustment will be made as follows:

\[ S = (E - B) \times QF \]

Where; \( S \) = Monetary amount of the adjustment (plus or minus)
\( B \) = Base index price
\( E \) = Current index price
\( Q \) = Quantity of individual units of work
F = Appropriate fuel factor

Adjustments will not be made for work performed beyond the original contract time limit unless the original time limit has been changed by an executed Work Order.

If new pay items are added to this contract by Work Order and they are listed in the Department's master listing of eligible items, the Work Order must indicate which of these individual items will be fuel adjusted; otherwise, those items will not be fuel adjusted. If applicable, designating which new pay items will be added for fuel adjustment must be determined during development of the Work Order and clearly shown on the Work Order form. The Base Index price on any new eligible pay items added by Work Order will be the Base Index price posted for the month in which bids were received for that particular project. The Current Index price for any new eligible pay items added by Work Order will be the Index price posted for the month preceding the estimate on which the Work Order is paid.

When quantities differ between the last monthly application of payment prepared upon final acceptance and the final application of payment, adjustment will be made using the appropriate current index for the period in which that specific item of work was last performed.

In the event any of the base fuel prices in this contract increase more than 100 percent (i.e. fuel prices double), the Department will review each affected item of work and give the Design-Builder written notice if work is to stop on any affected item of work. The Department reserves the right to reduce, eliminate or renegotiate the price for remaining portions of affected items of work.

Any amounts resulting from fuel adjustment will not be included in the total cost of work for determination of progress or for extension of contract time.

☐ elect to use this provision
☐ elect not to use this provision

Date: January 22, 2014
Signature: [Signature]
Design-builder: ALS of North Carolina, Inc
Vendor No.: F266
EXHIBIT 6.3(d)
ADJUSTMENT FOR STEEL

June 30, 2011

In the event the Design-Builder elects to seek adjustment for steel items designated in the Price Proposal/Contract as Price Adjustment Items such items will be subject to price adjustment as set forth herein. If new pay items which involve steel are established by Work Order, they will not be subject to Price Adjustment unless specifically designated in the Work Order to be subject to Price Adjustment.

The Design-Builder will submit their monthly application for payment associated with eligible work packages with an adjustment up or down as appropriate for cost changes in steel used on specific items of work identified in the Price Proposal/contract in accordance with this provision. Provided at the end of this provision is a master listing of standard bid items the Department has determined are eligible for steel price adjustment. Inventoried materials from the listing of eligible items are specifically excluded for consideration. In addition, concrete items where reinforcing steel is normally included in the unit bid price for the item such as (but not limited to) drop inlets, median barriers, sound barrier walls, bridge railing and parapets, are not eligible for consideration under this provision.

The requirements of this provision shall apply only to material cost changes that occur between the date of the opening of the Price Proposal and the date the material is shipped to the fabricator. To be eligible for this price adjustment, Design-Builder is required to fill out the accompanying Form for Price Adjustment for Eligible Steel Items on Design-Build Projects and submit the same with its Price Proposal for the Project. By signing the Form and submitting it with its Price Proposal Design-Builder declares its intention to participate in the price adjustment in its contract with the Department. For the purposes of this provision, the prices listed on the Form for Price Adjustment for Eligible Steel Items on Design-Build projects are fixed for cost and adjustment calculations regardless of quantities incorporated into final design. Further, in order for steel items to be eligible for adjustment, once shipped to the fabricator, the items shall be specifically stored, labeled, or tagged, recognizable by color marking, and identifiable by project for inspection and audit verification.

Design-Builder shall upon request furnish documentation supporting the price per pound for eligible steel items as shown on the Form for Price Adjustment for Eligible Steel Items on Design-Build Projects furnished with its Price Proposal. Design-Builder must use the format as shown with this Form; no other format for presenting this information will be permitted. Design-Builder shall certify that all items of documentation are original and were used in the computation of the price per pound amount for the represented eligible pay items for the month the Price Proposal was opened. This documentation shall support the base line material price (“Base Price”) of the steel item only. Base price per pound shall not include the following cost components: fabrication, shipping, storage, handling, and erection.

Failure to submit all documentation required or requested supporting the per pound prices on eligible steel items will result in Design-Builder being ineligible for a price adjustment of any or all steel items.

Price adjustment of each qualifying item under consideration will be subject to the following condition:

There is an increase or decrease in the cost of eligible steel materials in excess of 10 percent up to a maximum of 60 percent from the Base Price when compared with the latest published price index ("Price Index") in effect at the time material is shipped to the fabricator.

The Price Index the Department is using is based on The U.S. Department of Labor, Bureau of Labor Statistics, Producers Price Index (PPI) which measures the average price change over time of the specific...
steel eligible item from the perspective of the seller of goods. The Master List table provided at the end of this provision indicates the Producers Price Index (PPI) steel category index items and the corresponding I.D. numbers to which VDOT items will be compared. Please note: The Producers Price Index (PPI) is subject to revision 4 months after original publication, therefore, price adjustments and payments will not be made until the index numbers are finalized.

The price adjustment will be determined by computing the percentage of change in index value beyond 10 percent above or below the index on the date of opening of Design-Builder’s Price Proposal to the index value on the date the steel material is shipped to the fabricator (Please see included sample examples). Weights and date of shipment must be documented by a bill of lading provided to the Department. The final price adjustment dollar value will be determined by multiplying this percent increase or decrease in the index (after 10%) by the represented quantity of steel shipped, by the Base Price per pound subject to the limitations herein.

**Price increase/decrease will be computed as follows:**

\[
A = B \times P \times Q
\]

Where;

- **A** = Steel price adjustment in lump sum dollars
- **B** = Average weighted price of steel submitted in Design-Builder’s Price Proposal for project in price per pound as listed on the Form for Price Adjustment for Eligible Steel Items on Design-Build Project
- **P** = Adjusted percentage change in PPI average from shipping date to date of opening of Price Proposal minus 10% (0.10) threshold
- **Q** = Total quantity of steel in pounds shipped to fabricator for specific project

The need for application of the adjustments herein to extra work will be determined by the Engineer on an individual basis and, if appropriate, will be specified on the Work Order.

This price adjustment is capped at 60 percent. This means the maximum “P” value for increase or decrease that can be used in the above equation is 50% (60%-10% threshold).

Calculations for price adjustment shall be shown separate from the monthly progress payment for work packages and will not be included in the total cost of work for determination of progress or for extension of contract time.

Upon Department review and due process consideration for redress by Design-Builder, any apparent evidence to unbalance the price supplied by Design-Builder in favor of items subject to price adjustment will result in ineligibility for Department participation under this provision.
FORM FOR PRICE ADJUSTMENT FOR ELIGIBLE STEEL ITEMS ON DESIGN-BUILD PROJECTS
Must be supplied with Price Proposal for Department Participation

(All prices to be supported by project-specific quotes)

DATE FOR RECEIPT OF PRICE PROPOSAL  January 24, 2014

Note: All prices (costs) are to include any surcharges on materials quoted. Vendors must include this surcharge with their cost. All prices (costs) are F.O.B. from the originating mill.

<table>
<thead>
<tr>
<th>Item Number</th>
<th>Item Description</th>
<th>Quantity</th>
<th>Unit</th>
<th>Unit Price</th>
<th>Supplier</th>
<th>Date of Quote</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>N/A</td>
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</tbody>
</table>

We/I, the undersigned, understand that by supplying prices for the steel items listed above and signing this form we are declaring our desire to apply the Special Provision For Steel Adjustment for Design-Build Projects to this Price Proposal and contract. The terms and conditions for participation are as stated in the Special Provision For Steel Adjustment for Design-Build Projects.

ALS of North Carolina, Inc  January 22, 2014
Design-Builder  Date
Sample Calculation of a Price Adjustment (increase)


Project has 450,000 lb. of eligible structural steel.

Design Builder's *f.o.b. supplier price for structural steel submitted in the Price Proposal is $0.2816 per pound. *free on board

Adjusted** BLS Producers Price Index (PPI) most recently published average at time of opening of the Price Proposal is 139.6.

All eligible steel shipped to fabricator in same month, October 2004.

Adjusted BLS Producers Price Index (PPI) most recently published average for month of October is 161.1

Adjustment formula is as follows:

\[ A = B \times P \times Q \]

Where;

- \( A \) = Steel price adjustment in lump sum dollars
- \( B \) = Average weighted price of steel submitted in the Price Proposal for Design-Build project in $ per pound
- \( P \) = Adjusted percentage change in PPI average from shipping date to date of submitted Price Proposal minus 10% (0.10) threshold
- \( Q \) = Total quantity of eligible steel shipped to fabricator in October 2004 for this project in pounds

\[
\begin{align*}
B &= 0.2816 \\
P &= (161.1 - 139.6)/139.6 - 0.10 = 0.054 \\
Q &= 450,000 \text{ lb.} \\
A &= 0.2816 \times 0.054 \times 450,000 \\
A &= 6,842.88 \text{ pay adjustment to Design-Build}
\end{align*}
\]
Sample Calculation of a Price Adjustment (decrease)


Project has 450,000 lb. of eligible structural steel.

Design-Build's *f.o.b. supplier price for structural steel submitted in the Price Proposal is $0.2816 per pound.

*free on board

Adjusted BLS Producers Price Index (PPI) most recently published average at time of opening of the Price Proposal is 156.6.

All eligible steel shipped to fabricator in same month, October 2004.

Adjusted BLS Producers Price Index (PPI) most recently published average for month of October is 136.3

Adjustment formula is as follows:

\[ A = B \times P \times Q \]

Where;

- **A** = Steel price adjustment in lump sum dollars
- **B** = Average weighted price of steel submitted in the Price Proposal for Design-Build project in $ per pound
- **P** = Adjusted percentage change in PPI average from shipping date to date of submitted Price Proposal minus 10% (0.10) threshold
- **Q** = Total quantity of eligible steel shipped to fabricator in October 2004 for this project in pounds

\[ B = \$0.2816 \]

\[ P = \frac{(156.6 - 136.3)}{156.6 - 0.10} = 0.030 \]

\[ Q = 450,000 \text{ lb.} \]

\[ A = 0.2816 \times 0.030 \times 450,000 \]

\[ A = \$3,801.60 \text{ credit to Department} \]
<table>
<thead>
<tr>
<th>ITEM NUMBER</th>
<th>ITEM DESCRIPTION</th>
<th>UNITS</th>
<th>Number WPU used in $ adjust.</th>
</tr>
</thead>
<tbody>
<tr>
<td>00519</td>
<td>SHEET PILE, STEEL</td>
<td>SF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>00540</td>
<td>REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>00542</td>
<td>EPOXY COATED REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>00560</td>
<td>STRUCTURAL STEEL JB-1</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
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<tr>
<td>11030</td>
<td>REINF. STEEL BRIDGE APPR. SLAB</td>
<td>LB</td>
<td>101704</td>
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<tr>
<td>11181</td>
<td>PATCH, HYDR. CEM. CONC. PAVE.</td>
<td>SY</td>
<td>101704</td>
</tr>
<tr>
<td>13290</td>
<td>GUARDRAIL GR-8 (NCHRP 350 TL-3)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
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<tr>
<td>13292</td>
<td>GUARDRAIL GR-8A (NCHRP 350 TL-3)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
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<td>13294</td>
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<td>GUARDRAIL TERMINAL GR-6 (NCHRP 350)</td>
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<td>13320</td>
<td>GUARDRAIL GR-2</td>
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<tr>
<td>13323</td>
<td>GUARDRAIL GR-2A</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>13331</td>
<td>RAD. GUARDRAIL GR-2</td>
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</tr>
<tr>
<td>13333</td>
<td>RAD. GUARDRAIL GR-2A</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>13335</td>
<td>GUARDRAIL GR-3</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>13341</td>
<td>GUARDRAIL TER. GR-6(WEATHERING STEEL)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>13351</td>
<td>GUARDRAIL GR-8</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
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<td>13352</td>
<td>GUARDRAIL GR-8A</td>
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<td>avg. 1017 &amp; 101</td>
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<td>GUARDRAIL GR-8B</td>
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<td>13421</td>
<td>MEDIAN BARRIER MB-3</td>
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</tr>
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<td>13451</td>
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<td>avg. 1017 &amp; 101</td>
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<tr>
<td>13452</td>
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<td>LF</td>
<td>avg. 1017 &amp; 101</td>
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<td>13545</td>
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<td>REINFORCING STEEL</td>
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<td>15290</td>
<td>PATCH, CEM. CONC. PAVE. TY. CRCP-A</td>
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<td>SY</td>
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<tr>
<td>17323</td>
<td>GUARDRAIL BEAM</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>17325</td>
<td>RADIAL GUARDRAIL BEAM</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>17327</td>
<td>RUB RAIL</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>17353</td>
<td>CABLE GR-3</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>17521</td>
<td>GUARDRAIL BEAM (WEATHERING STEEL)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>17523</td>
<td>RADIAL GUARDRAIL BEAM (WEATHERING STEEL)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>17525</td>
<td>RUB RAIL (WEATHERING STEEL)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>22501</td>
<td>FENCE FE-W1</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>22643</td>
<td>FENCE FE-CL</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>22645</td>
<td>FENCE FE-CL VINYL COATED</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>23043</td>
<td>WATER GATE FE-4 TY.III</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
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<tr>
<td>23501</td>
<td>FENCE FE-W1 (FABRIC ONLY)</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>45522</td>
<td>4&quot; STEEL ENCASE. PIPE</td>
<td>LF</td>
<td>101706</td>
</tr>
<tr>
<td>45532</td>
<td>6&quot; STEEL ENCASE. PIPE</td>
<td>LF</td>
<td>101706</td>
</tr>
<tr>
<td>45562</td>
<td>16&quot; STEEL ENCASE. PIPE</td>
<td>LF</td>
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<td>DRIVING TEST FOR 12&quot; STEEL PILE</td>
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<td>avg. 1017 &amp; 101</td>
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I elect to use this provision

☒ elect not to use this provision

Date: January 22, 2014

Signature: [Signature]

Design-Builder: ALS of North Carolina, Inc

Vendor No.: F266
4.3.3 Proposal Guaranty
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
PROPOSAL GUARANTY

KNOW ALL MEN BY THESE PRESENTS, THAT WE ALS of North Carolina, Inc As principal, and Travelers Casualty and Surety Company of America Surety, are held and firmly bound unto the Commonwealth of Virginia as obligee, in the amount of FIVE PERCENT OF THE DOLLAR VALUE OF THE BID, lawful money of the United States of America, for the payment of which, well and truly to be made, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally and firmly by these presents.

SIGNED, sealed and dated this 16th Day of January, 2014

WHEREAS, the above said principal is herewith submitting its proposal for:

PROJECT NUMBER: VDOT: 0077-017-792, C501; FHWA: OC-0771 (100)

NOW, THEREFORE, the condition of the above obligee is such, that if the aforesaid principal shall be awarded the contract upon said proposal and shall within the time specified in the Specifications after the notice of such award enter into a contract and give bond for the faithful performance of the contract, then this obligation shall be null and void; otherwise to remain in full force and effect and the principal and surety will pay unto the obligee the difference in money between the amount of the bid of the said principal and the amount for which the obligee may legally contract with another party to perform the said work if the latter amount be in excess of the former; but in no event shall the liability exceed the penal sum hereof.

ALS of North Carolina, Inc
By: ____________________________ (Principal*)
    (Officer, Partner or Owner) (Seal)
Gregory W. Holman Vice President

Travelers Casualty and Surety Company of America
By: ____________________________ (Surety Company)
    (Officer, Partner or Owner) (Seal)
Elizabeth Marrero (Attorney-in-Fact**) (Seal)
One Tower Square, Hartford, CT 06183
(Address)

*Note: If the principal is a joint venture, each party thereof must be named and execution made by same hereon. If there is more than one surety to the bid bond, each surety must be named and execution shall be made by same hereon.

Electronic Bid Only: In lieu of completing the above section of the Contract Performance Bond, the Principal shall file an Electronic Bid Bond when bidding electronically. By signing below the Principal is ensuring the identified electronic bid bond has been executed and the Principal and Surety are firmly bound unto the Commonwealth of Virginia under the same conditions of the bid bond as shown above.

Electronic Bid Bond ID# Company/Bidder Name Signature and Title

**Attach copy of Power of Attorney
POWER OF ATTORNEY

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

Attorney-In Fact No. 226632
Certificate No. 005633587

KNOW ALL MEN BY THESE PRESENTS: That Farmington Casualty Company, St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company are corporations duly organized under the laws of the State of Connecticut, that Fidelity and Guaranty Insurance Company is a corporation duly organized under the laws of the State of Iowa, and that Fidelity and Guaranty Insurance Underwriters, Inc., is a corporation duly organized under the laws of the State of Wisconsin (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint


of the City of Philadelphia, State of Pennsylvania, their true and lawful Attorney(s)-in-Fact, each in their separate capacity if more than one is named above, to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed and their corporate seals to be hereunto affixed, this 10th day of September 2013.

Farmington Casualty Company
Fidelity and Guaranty Insurance Company
Fidelity and Guaranty Insurance Underwriters, Inc.
St. Paul Fire and Marine Insurance Company
St. Paul Guardian Insurance Company

St. Paul Mercury Insurance Company
Travelers Casualty and Surety Company
Travelers Casualty and Surety Company of America
United States Fidelity and Guaranty Company

By: Robert L. Raney, Senior Vice President

State of Connecticut
City of Hartford ss.

On this the 10th day of September 2013, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes herein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.
My Commission expires the 30th day of June, 2016.

58440-6-12 Printed in U.S.A.
This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company’s name and seal with the Company’s seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company’s seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-in-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Vice President, any Assistant Vice President, any Secretary, any Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary, of Farmington Casualty Company, Fidelity and Guaranty Insurance Company, Fidelity and Guaranty Insurance Underwriters, Inc., St. Paul Fire and Marine Insurance Company, St. Paul Guardian Insurance Company, St. Paul Mercury Insurance Company, Travelers Casualty and Surety Company, Travelers Casualty and Surety Company of America, and United States Fidelity and Guaranty Company do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which is in full force and effect and has not been revoked.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seals of said Companies this 17th day of January, 2013.

Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, call 1-800-421-3880 or contact us at www.travelersbond.com. Please refer to the Attorney-In-Fact number, the above-named individuals and the details of the bond to which the power is attached.
## TRAVELERS CASUALTY AND SUREY Company of America

HARTFORD, CONNECTICUT 06183

FINANCIAL STATEMENT AS OF DECEMBER 31, 2012

CAPITAL STOCK $6,400,000

<table>
<thead>
<tr>
<th><strong>ASSETS</strong></th>
<th><strong>LIABILITIES &amp; SURPLUS</strong></th>
</tr>
</thead>
<tbody>
<tr>
<td>CASH AND INVESTED CASH</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>$ 15,936,791</strong></td>
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<tr>
<td>BONDS</td>
<td>3,713,171,016</td>
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<tr>
<td>INVESTMENT INCOME DUE AND ACCRUED</td>
<td>52,728,732</td>
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<td>OTHER INVESTED ASSETS</td>
<td>200,730,097</td>
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<td>12,410,524</td>
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<td>SECURITIES LENDING REINVESTED</td>
<td>7,769,165</td>
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<td>COLLATERAL ASSETS</td>
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<td>RECEIVABLES FROM PARENT</td>
<td>11,080,470</td>
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<td>SUBSIDIARIES AND AFFILIATES</td>
<td>(1,430,585)</td>
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<td>884,093</td>
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<td>OTHER ASSETS</td>
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<td><strong>TOTAL ASSETS</strong></td>
<td><strong>$ 4,339,658,778</strong></td>
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</table>

### STATE OF CONNECTICUT  
COUNTY OF HARTFORD  
CITY OF HARTFORD


SECOND VICE PRESIDENT

NOTARY PUBLIC

SUBSCRIBED AND SWORN TO BEFORE ME THIS 20TH DAY OF MARCH, 2013

SUSAN M. WEISSLEDER
Notary Public
My Commission Expires November 30, 2017
# Certificate of Liability Insurance

**PRODUCER**
Aon Risk Services Central, Inc. (Primary Casualty Broker)
Philadelphia PA Office
One Liberty Place, Suite 1000
Philadelphia, PA 19103

Marsh, Inc. (Umbrella Excess Broker)
Two Logan Square, 22nd floor
Philadelphia PA, 19103

**INSURED**
ALS of North Carolina, Inc.
708 Blair Mill Road
Willow Grove, PA 19090-1784
Region Code: 152

**INSURER(S) AFFORDING COVERAGE**
- **INSURER A:** LIBERTY MUTUAL FIRE INSURANCE COMPANY
- **INSURER B:** LIBERTY INSURANCE CORPORATION
- **INSURER C:**
- **INSURER D:**
- **INSURER E:**
- **INSURER F:**

**CERTIFICATE NUMBER:** 2144975725

**COVERAGES**

**GENERAL LIABILITY**
- **Coverage A:**
  - **Type of Insurance:** Commercial General Liability
  - **Provider:**
    - **Policy Number:** TB2-631-004328-033
    - **Policy Effective Date:** 8/1/2013
    - **Policy Expiration Date:** 8/1/2014
    - **Limits:**
      - Each Occurrence: $5,000,000
      - Damage to Rented Premises (EA occurrence): $1,000,000
      - Medical Expense (Any one person): $10,000
      - Personal & Adv Injury: $5,000,000
      - General Aggregate: $6,000,000
      - Products - Commodity Aggregate: $5,000,000

**AUTOMOBILE LIABILITY**
- **Coverage A:**
  - **Type of Insurance:** Automobile Liability
  - **Provider:**
    - **Policy Number:** AS2-631-004328-053
    - **Policy Number:** AS6-631-004328-183 (VI)
    - **Policy Effective Date:** 8/1/2013
    - **Policy Expiration Date:** 8/1/2014
    - **Limits:**
      - Combined Single Limit (EA accident): $5,000,000
      - Bodily Injury (Per Person): $
      - Bodily Injury (Per Accident): $
      - Property Damage (Per Accident): $
      - Each Occurrence: $1,000,000
      - Aggregate: $

**WORKERS' COMPENSATION AND EMPLOYER'S LIABILITY**
- **Coverage B:**
  - **Type of Insurance:** Workers' Compensation
  - **Provider:**
    - **Policy Number:** WA7-63D-004328-013 (AOS)
    - **Policy Number:** WC7-631-004328-023 (WI)
    - **Policy Number:** WA7-63D-004328-573 (MN)
    - **Policy Effective Date:** 8/1/2013
    - **Policy Expiration Date:** 8/1/2014
    - **Limits:**
      - WC Statutory Limits: $
      - Other: $
      - E.L. Each Accident: $5,000,000
      - E.L. Disease - EA Employee: $5,000,000
      - E.L. Disease - Policy Limit: $5,000,000

**Pollution Liability**
- **Coverage D:**
  - **Type of Insurance:** Pollution Liability
  - **Provider:**
    - **Policy Number:** CPO19109861
    - **Policy Effective Date:** 4/5/2013
    - **Policy Expiration Date:** 4/5/2014
    - **Limit:** $10,000,000 Each Occ/Aggregate

**CERTIFICATE HOLDER**
Virginia Department of Transportation
Attention: Chief Engineer
1401 East Broad Street
Richmond, VA 23219

**AUTHORIZED REPRESENTATIVE**
Aon Risk Services Central, Inc.

**DATE (MM/DD/YY):** 1/20/2014

**CANCELLATION**

**DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES**

**REGISTRY**

**UNION**

**STOCK**

**SECURITY**

**LIMITS SHOWN ARE AS REQUESTED.**

**AUTHORIZATION**

**NOTICE**

**CLOSING**

**ACKNOWLEDGMENT**

**ACORD 25 (2009/09)**

©1988-2009 ACORD CORPORATION. All rights reserved.
<table>
<thead>
<tr>
<th>AGENCY</th>
<th>NAMED INSURED</th>
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<tbody>
<tr>
<td>Aon Risk Services Central, Inc. (Primary Casualty Broker)</td>
<td>ALS of North Carolina, Inc.</td>
</tr>
<tr>
<td>POLICY NUMBER</td>
<td>708 Blair Mill Road</td>
</tr>
<tr>
<td>TB2-631-004328-033</td>
<td>Willow Grove, PA 190901784</td>
</tr>
</tbody>
</table>

**CARRIER**

<table>
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<tr>
<th>NAIC CODE</th>
<th>EFFECTIVE DATE:</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>1/20/2014</td>
</tr>
</tbody>
</table>

**ADDITIONAL REMARKS**

This additional remarks form is a schedule to ACORD Form,

**FORM NUMBER:** Acord 25  
**FORM TITLE:** Certificate of Liability Insurance

Re:(FO) 0077-017-792, C501. Project: I-77 Active Traffic and Safety Management System
Carroll County, Virginia

Virginia Department of Transportation is listed as additional insured as required by written agreement but only according to policy terms, conditions and exclusions for liability arising from operations performed by or on behalf of the named insured. Waiver of subrogation applies only where required by written agreement unless claim arises out of negligence of the certificate holder. The above coverage is considered primary and non-contributory as respects other insurance carried by certificate holder. Cross liability coverage is provided per the separation of insureds provision on the commercial general liability policy. X,C,U coverage is included in the GL policy.
THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

BLANKET ADDITIONAL INSURED

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE FORM

SECTION II - WHO IS AN INSURED is amended to include as an insured any person or organization for whom you have agreed in writing to provide liability insurance. But:

The insurance provided by this amendment:

1. Applies only to “bodily injury” or “property damage: arising out of (a) “your work” or (b) premises or other property owned by or rented to you;
2. Applies only to coverage and minimum limits of insurance required by the written agreement, but in no event exceeds either the scope of coverage or the limits of insurance provided by this policy; and
3. Does not apply to any person or organization for whom you have procured separate liability insurance while such insurance is in effect, regardless of whether the scope of coverage or limits of insurance of this policy exceed those of such other insurance or whether such other insurance is valid and collectible.

The following provisions also apply:

1. Where the applicable written agreement requires the insured to provide liability insurance on a primary, excess, contingent, or any other basis, this policy will apply solely on the basis required by such written agreement and Item 4. Other Insurance of SECTION IV of this policy will not apply.
2. Where the applicable written agreement does not specify on what basis the liability insurance will apply, the provisions of Item 4. Other Insurance of SECTION IV of this policy will govern.
3. This endorsement shall not apply to any person or organization for any “bodily injury” or “property damage” if any other additional insured endorsement on this policy applies to that person or organization with regard to the “bodily injury” or “property damage”.
4. If any other additional insured endorsement applies to any person or organization and you are obligated under a written agreement to provide liability insurance on a primary, excess, contingent, or any other basis for that additional insured, this policy will apply solely on the basis required by such written agreement and Item 4. Other Insurance of SECTION IV of this policy will not apply, regardless of whether the person or organization has available other valid and collectible insurance. If the application written agreement does not specify on what basis the liability insurance will apply, the provision of Item 4. Other Insurance of SECTION IV of this policy will govern.

Policy Number: TB2-631-004328-033
4.3.4 Sworn Statement Forms
COMMONWEALTH OF VIRGINIA  
DEPARTMENT OF TRANSPORTATION  

PROJECT: 0077-017-792, C-501  

FHWA: OC-0771 (100)  

This form must be completed, signed and returned with bid; and failure to do so may result in the rejection of your bid. THE CONTRACTOR SHALL AFFIRM THE FOLLOWING STATEMENT EITHER BY SIGNING THE AFFIDAVIT AND HAVING IT NOTARIZED OR BY SIGNING THE UNSWORN DECLARATION UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES. A SEPARATE FORM MUST BE SUBMITTED BY EACH PRINCIPAL OF A JOINT VENTURE BID.  

STATEMENT. In preparation and submission of this bid, I, the firm, corporation or officers, agents or employees thereof did not, either directly or indirectly, enter into any combination or arrangement with any persons, firm or corporation or enter into any agreement, participate in any collusion, or otherwise take any action in the restraint of free, competitive bidding in violation of the Sherman Act (15 U.S.C. Section 1) or Article 1.1 or Chapter 12 of Title 18.2 (Virginia Governmental Frauds Act), Sections 59.1-9.1 through 59.1-9.17 or Sections 59.1-68.6 through 59.1-68.8 of the Code of Virginia.  

AFFIDAVIT  
The undersigned is duly authorized by the bidder to make the foregoing statement to be filed with bids submitted on behalf of the bidder for contracts to be let by the Commonwealth Transportation Board.  

Signed at Rowan County (Salisbury), NC County (City), STATE of North Carolina (Name of Firm)  

By: ________________________________ (Signature)  
Vice-President  

To-wit: COUNTY (CITY) of Rowan County (Salisbury)  

I, ________________________________, a Notary Public in and for the State of North Carolina, aforesaid, hereby certify that this day personally appeared before me and made oath that he is duly authorized to make the above statements and that such statements are true and correct.  

Subscribed and sworn to before me this day of ,  

Notary Public  

OR  

UNSWORN DECLARATION  
The undersigned is duly authorized by the bidder to make the foregoing statement to be filed with bids submitted on behalf of the bidder for contracts to be let by the Commonwealth Transportation Board.  

Signed at ________________________________, County (City), STATE of North Carolina (Name of Firm)  

By: ________________________________ (Signature)  

Title (print)
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
AFFIDAVIT

PROJECT: I-77 Active Traffic and Safety Management System, 0077-017-792, C501

FHWA: OC-0771 (100)

This form must be completed, signed, notarized and returned with bid; and failure to do so, may result in the rejection of your bid. A separate form must be submitted by each principal of a joint venture bid.

1. I, the firm, corporation or officers, agents or employees thereof have neither directly nor indirectly entered into any combination or arrangement with any person, firm or corporation or entered into any agreement, participated in any collusion, or otherwise taken any action in restraint of free competitive bidding in connection with such contract, the effect of which is to prevent competition or increase the cost of construction or maintenance of roads or bridges.

During the preceding twelve months, I (we) have been a member of the following Highway Contractor's Associations, as defined in Section 33.1-336 of the Code of Virginia (1970). (If none, so state).

NAME  Location of Principal Office
Carolina's AGC  PO Box 30277, Charlotte, NC 28230-0277

2. I (we) have  yes, have not ____ participated in a previous contract or subcontract subject to the equal opportunity clause, as required by Executive Orders 10925, 11114, or 11246, and that I/We have  yes, have not ____ filed with the joint Reporting Committee, the Director of the Office of Federal Contract Compliance, a Federal Government contracting or administering agency, or the former President's Committee on Equal Employment Opportunity, all reports due under the applicable filing requirements.

Note: The above certification is required by the Equal Employment Opportunity Regulations of the Secretary of Labor [41 CFR 60-1.7(b)(1)], and must be submitted by bidders and proposed subcontractors only in connection with contracts and subcontracts which are subject to the equal opportunity clause. Contracts and subcontracts which are exempt from the equal opportunity clause are set forth in 41 CFR 60-1.5. (Generally only contract or subcontracts of $10,000 or under are exempt.)

Currently, Standard Form 100 (EEO-1) is the only report required by the Executive Orders or their implementing regulations.

Proposed prime contractors and subcontractors who have participated in a previous contract or subcontract subject to the Executive Orders and have not filed the required reports should note that 41 CFR 60-1.7(b) (1) prevents the award of contract and subcontract unless such contractor submits a report covering the delinquent period or such other period specified by the Federal Highway Administration or by the Director, Office of Federal Contract Compliance, U.S. Department of Labor.

(Continued)
3. The bidder certifies to the best of its knowledge and belief, that it and its principals:

   (a) Are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from covered transactions by any Federal department or agency;

   (b) Have not within a three year period preceding this proposal been convicted of or had a civil judgement rendered against them for commission of fraud or a criminal offence in connection with obtaining, attempting to obtain, or performing a public (Federal, State or local) transaction or contract under a public transaction; violation of Federal or State antitrust statutes or commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statements, or receiving stolen property;

   (c) Are not presently indicted for or otherwise criminally or civilly charged by a governmental entity (Federal, State or local) with commission of any of the offenses enumerated above; and

   (d) Where the bidder is unable to certify to any of the statements in this certification, the bidder shall show an explanation below.

   Explanations will not necessarily result in denial of award, but will be considered in determining bidder responsibility. For any explanation noted, indicate below to whom it applies, initiating agency, and dates of action. Providing false information may result in federal criminal prosecution or administration sanctions. The bidder shall provide immediate written notice to the Department if at any time the bidder learns that its certification was erroneous when submitted or has become erroneous by reason of change circumstances.

The undersigned is duly authorized by the bidder to make the foregoing statements to be filed with bids submitted on behalf of the bidder for contracts to be let by the Commonwealth Transportation Board.

Signed at Rowan County (Salisbury), NC this 22 day of January, 2014

ALS of North Carolina, Inc

County (City), STATE

(Name of Firm)

STATE of North Carolina

By: (Signature) Vice-President

COUNTY (CITY) of Rowan County (Salisbury), NC

To-wit: Stephanie V. Rowland, a Notary Public in and for the State and County(City) aforesaid, hereby certify that this day personally appeared before me and made oath that he is duly authorized to make the above statements and that such statements are true and correct.

Subscribed and sworn to before me this 22nd day of January, 2014

My Commission expires November 4, 2017

Notary Public
4.3.5 Minimum DBE Requirements
**COMMONWEALTH OF VIRGINIA**
**DEPARTMENT OF TRANSPORTATION**
**MINIMUM DBE REQUIREMENTS**

**PROJECT NO.** 0077-017-792, C-501

**FHWA NO.** OC-0771 (100)

---

***** INSTRUCTIONS *****

This form can be used by the contractor to submit the names of DBE firms to be utilized on the project. The contractor shall indicate the description of the category (S, M, SP or H) and the type of work that each DBE will perform and the allowable credit per item(s). Additional sheets to show the allowable credit per item may be attached if necessary. Please note: the amount of allowable credit for a DBE supplier is 60% of the total cost of the materials or supplies obtained and 100% for a DBE manufacturer of the materials and supplies obtained. A contractor may count 100% of the fees paid to a DBE hauler for the delivery of materials and supplies to the project site, but not for the cost of the materials and supplies themselves.

**DBE REQUIREMENT**

2 %

**PERCENT ATTAINED BY BIDDER**

5 %

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<table>
<thead>
<tr>
<th>NAMES(S) AND CERTIFICATION NO. OF DBE(S) TO BE USED</th>
<th>USED AS</th>
<th>TYPE OF WORK AND ITEM NO(S)</th>
<th>$ AMOUNT OF ALLOWABLE CREDIT PER ITEM</th>
</tr>
</thead>
<tbody>
<tr>
<td>NXL Construction Services, Inc., DBE# N140</td>
<td>S</td>
<td>Q/A Engineer</td>
<td>$424,810.00</td>
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<tr>
<td>110 Wren Drive, Christiansburg, VA 24073</td>
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<tr>
<td></td>
<td>M</td>
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<td>SP</td>
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<tr>
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<td>H</td>
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</table>

**TOTAL** $484,810.00

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**TOTAL CONTRACT VALUE** $8,532,626.75 x **REQUIRED DBE** 2 % = $170,652.54

I/we certify that the proposed DBE(s) submitted will be used on this contract as stated hereon and assure that during the life of the contract, I/we will meet or exceed the participation established hereon by the Department.

**ALS of North Carolina, Inc**

**BIDDER**

**Vice-President**

**TITLE**

**SIGNATURE**

**DATE** January 23, 2013
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
CERTIFICATION OF BINDING AGREEMENT
WITH
DISADVANTAGED BUSINESS ENTERPRISE FIRMS

Project No.: 0077-017-792, C501
Federal Project No.: OC-0771 (100)

This form is to be submitted in accordance with the Department's Special Provision for Section 107.15.

It is hereby certified by the below signed Contractors that there exists a written quote, acceptable to the parties involved preliminary to a binding subcontract agreement stating the details concerning the work to be performed and the price which will be paid for the aforementioned work. This document is not intended to, nor should it be construed to, contain the entire text of the agreement between the contracting parties. This document does not take the place of, nor may it be substituted for, an official subcontracting agreement in those situations that may require such an agreement. A copy of the fully executed subcontract agreement shall be submitted to the Engineer within fourteen (14) business days after contract execution.

It is further certified that the aforementioned mutually acceptable quote and fully executed subcontract agreement represent the entire agreement between the parties involved and that no conversations, verbal agreements, or other forms of non-written representations shall serve to add to, delete, or modify the terms as stated.

The prime Contractor further represents that the aforementioned mutually acceptable quote and fully executed subcontract agreement shall remain on file for a period of not less than one year following completion of the prime's contract with the Department or for such longer period as provisions of governing Federal or State law or regulations may require. For purposes of this form, the term Prime Contractor shall refer to any Contractor utilizing a DBE subcontractor, regardless of tier, in which they are claiming DBE credit toward the contract goal.

Contractors further jointly and severally represent that said binding agreement is for the performance of a "commercially useful function" as that term is employed in 49 C.F.R. Part 26.55 (c), (d).

TO BE SIGNED BY THE SUBCONTRACTOR TO THE PRIME CONTRACTOR, AND ANY LOWER TIER SUBCONTRACTORS HAVING A CONTRACT WITH THE BELOW NAMED DBE FIRM

Prime Contractor: ALS of North Carolina, Inc.

By: [Signature] Vice-President [Title] Date: January 22, 2014

First Tier Subcontractor if Applicable: Atkins North America, Inc.

By: [Signature] Vice-President [Title] Date: [Signature]
Second Tier
Subcontractor if Applicable

By: ____________________________  ____________________________
    Signature                      Title
    Date: ____________________________

Third Tier
Subcontractor if Applicable

By: ____________________________  ____________________________
    Signature                      Title
    Date: ____________________________

DBE Contractor
NXL Construction Services, Inc.

By: ____________________________  ____________________________
    Signature                      Quality Assurance Manager/PM
    Title
    Date: January 16, 2014
COMM0NWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION

DBE GOOD FAITH EFFORTS DOCUMENTATION

---DO NOT DETACH---

THIS INFORMATION MUST BE SUBMITTED WITH YOUR BID PROPOSAL IF YOUR BID DOES NOT MEET THE PROJECT DBE REQUIREMENTS, OR WHEN REQUESTED BY VDOT

CONTRACT I.D. NUMBER
PROJECT NUMBER
FHWA NUMBER
DISTRICT
DATE BID SUBMITTED
BIDDER’S NAME
SIGNATURE
TITLE
VENDOR NUMBER
DBE GOAL FROM BID PROPOSAL

Form C-49 is not applicable
COMMONWEALTH OF VIRGINIA  
DEPARTMENT OF TRANSPORTATION  
DBE GOOD FAITH EFFORTS DOCUMENTATION

**CONTRACT I.D. NO.**  
Form C-49 is not applicable  
**DATE SUBMITTED**

IF THE DBE GOAL ESTABLISHED FOR THIS CONTRACT HAS NOT BEEN MET OR VDOT REQUESTS THE SUBMITTAL THEREOF, THE BIDDER IS REQUIRED TO SUBMIT GOOD FAITH EFFORTS AS OUTLINED IN THIS DOCUMENT.

THE BIDDER ACKNOWLEDGES AND CERTIFIES THAT THIS FORM ACCURATELY REPRESENTS THE INFORMATION CONTAINED HEREIN.

**BIDDER**

**SIGNATURE**

**TITLE**

**NAMES OF CERTIFIED DBEs AND THE DATES ON WHICH THEY WERE SOLICITED TO BID ON THIS PROJECT**

INCLUDE THE ITEMS OF WORK OFFERED AND THE DATES AND METHODS USED FOR FOLLOWING UP INITIAL SOLICITATIONS TO DETERMINE WHETHER OR NOT DBEs WERE INTERESTED.

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<thead>
<tr>
<th>NAMES AND VENDOR NUMBERS OF DBEs SOLICITED</th>
<th>DATE OF INITIAL SOLICITATION</th>
<th>ITEM(S) OF WORK</th>
<th>FOLLOW-UP METHODS AND DATES</th>
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<tbody>
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**NOTE:** ATTACH ADDITIONAL PAGES IF NECESSARY

ATTACH COPIES OF SOLICITATIONS, TELEPHONE RECORDS, FAX CONFIRMATIONS, ELECTRONIC INFORMATION, ETC.
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
DBE GOOD FAITH EFFORTS DOCUMENTATION

CONTRACT I.D. NO._________________DATE SUBMITTED___________________________

IF THE DBE GOAL ESTABLISHED FOR THIS CONTRACT HAS NOT BEEN MET OR VDOT REQUESTS THE SUBMITTAL THEREOF, THE BIDDER IS REQUIRED TO SUBMIT GOOD FAITH EFFORTS AS OUTLINED IN THIS DOCUMENT.

THE BIDDER ACKNOWLEDGES AND CERTIFIES THAT THIS FORM ACCURATELY REPRESENTS THE INFORMATION CONTAINED HEREIN.

BIDDER_________________________________SIGNATURE________________________________
TITLE________________________________________

TELEPHONE LOG

<table>
<thead>
<tr>
<th>DBE(s) CALLED</th>
<th>TELEPHONE NUMBER</th>
<th>DATE CALLED</th>
<th>TIME CALLED</th>
<th>CONTACT PERSON OR VOICE MAIL STATUS</th>
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</table>

NOTE: ATTACH ADDITIONAL PAGES IF NECESSARY
COMMONWEALTH OF VIRGINIA  
DEPARTMENT OF TRANSPORTATION  
DBE GOOD FAITH EFFORTS DOCUMENTATION  

CONTRACT I.D. NO. Form C-49 is not applicable DATE SUBMITTED ________________  

IF THE DBE GOAL ESTABLISHED FOR THIS CONTRACT HAS NOT BEEN MET OR VDOT REQUESTS THE SUBMITTAL THEREOF, THE BIDDER IS REQUIRED TO SUBMIT GOOD FAITH EFFORTS AS OUTLINED IN THIS DOCUMENT.  

THE BIDDER ACKNOWLEDGES AND CERTIFIES THAT THIS FORM ACCURATELY REPRESENTS THE INFORMATION CONTAINED HEREIN.  

BIDDER ___________________ SIGNATURE ________________________________  
TITLE ____________________________________________________________  

ITEM(S) OF WORK THAT THE BIDDER MADE AVAILABLE TO DBE FIRMS  
IDENTIFY THOSE ITEM(S) OF WORK THAT THE BIDDER MADE AVAILABLE TO DBE FIRMS OR THOSE ITEM(S) THE BIDDER IDENTIFIED AND DETERMINED TO SUBDIVIDE INTO ECONOMICALLY FEASIBLE UNITS TO FACILITATE DBE PARTICIPATION. FOR EACH ITEM LISTED, SHOW THE DOLLAR VALUE AND PERCENTAGE OF THE TOTAL CONTRACT AMOUNT. IT IS THE BIDDER’S RESPONSIBILITY TO DEMONSTRATE THAT SUFFICIENT WORK TO MEET THE GOAL WAS MADE AVAILABLE TO DBE FIRMS.  

<table>
<thead>
<tr>
<th>ITEM(S) OF WORK MADE AVAILABLE</th>
<th>BIDDER NORMALLY PERFORMS ITEM(S) (Y/N)</th>
<th>ITEM(S) BROKEN DOWN TO FACILITATE PARTICIPATION (Y/N)</th>
<th>AMOUNT IN DOLLARS</th>
<th>PERCENTAGE OF CONTRACT</th>
</tr>
</thead>
</table>

NOTE: INFORMATION REQUIRED FOR THIS SECTION CONTINUED ON SHEET 5  
ATTACH ADDITIONAL PAGES IF NECESSARY
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
DBE GOOD FAITH EFFORTS DOCUMENTATION

CONTRACT I.D. NO. ___________________ DATE SUBMITTED _______________________

IF THE DBE GOAL ESTABLISHED FOR THIS CONTRACT HAS NOT BEEN MET OR VDOT REQUESTS THE SUBMITTAL THEREOF, THE BIDDER IS REQUIRED TO SUBMIT GOOD FAITH EFFORTS AS OUTLINED IN THIS DOCUMENT.

THE BIDDER ACKNOWLEDGES AND CERTIFIES THAT THIS FORM ACCURATELY REPRESENTS THE INFORMATION CONTAINED HEREIN.

BIDDER ___________________ SIGNATURE _______________________
TITLE ______________________

ADDITIONAL INFORMATION REGARDING ITEM(S) OF WORK THAT THE BIDDER MADE AVAILABLE TO DBE FIRMS (Continued From Sheet 4)

ITEM(S) OF WORK MADE AVAILABLE, NAMES OF SELECTED FIRMS AND DBE STATUS, DBEs THAT PROVIDED QUOTES, PRICE QUOTE FOR EACH FIRM, AND THE PRICE DIFFERENCE FOR EACH DBE IF THE SELECTED FIRM IS NOT A DBE.

<table>
<thead>
<tr>
<th>ITEM(S) OF WORK MADE AVAILABLE(CONT.)</th>
<th>NAME OF SELECTED FIRM AND VENDOR NUMBER</th>
<th>DBE OR NON-DBE</th>
<th>NAME OF REJECTED FIRM(S)</th>
<th>QUOTE IN DOLLARS</th>
<th>PRICE DIFFERENCE IN DOLLARS</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

NOTE: ATTACH ADDITIONAL PAGES IF NECESSARY.

IF THE FIRM SELECTED FOR THE ITEM IS NOT A DBE, PROVIDE THE REASON(S) FOR THE SELECTION ON A SEPARATE PAGE AND ATTACH.

PROVIDE NAMES, ADDRESSES, AND TELEPHONE NUMBERS FOR THE FIRMS LISTED ABOVE.
COMM0NWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
DBE GOOD FAITH EFFORTS DOCUMENTATION

FORM C-49 is not applicable

CONTRACT I.D. NO. ___________________ DATE SUBMITTED _______________________

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BIDDER ___________________ SIGNATURE ___________________

TITLE 0077-017-792, C-501

ADVERTISEMENTS OR PROOFS OF PUBLICATION.

NAMES AND DATES OF EACH PUBLICATION IN WHICH A REQUEST FOR DBE PARTICIPATION FOR THE PROJECT WAS PLACED BY THE BIDDER. ATTACH COPIES OF PUBLISHED ADVERTISEMENTS OR PROOFS OF PUBLICATION.

<table>
<thead>
<tr>
<th>PUBLICATIONS</th>
<th>DATES OF ADVERTISEMENT</th>
</tr>
</thead>
</table>

NOTE: ATTACH ADDITIONAL PAGES IF NECESSARY
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
DBE GOOD FAITH EFFORTS DOCUMENTATION

Form C-49 is not applicable

CONTRACT I.D. NO. __________________ DATE SUBMITTED _________________________

IF THE DBE GOAL ESTABLISHED FOR THIS CONTRACT HAS NOT BEEN MET OR VDOT
REQUESTS THE SUBMITTAL THEREOF, THE BIDDER IS REQUIRED TO SUBMIT GOOD
FAITH EFFORTS AS OUTLINED IN THIS DOCUMENT.

THE BIDDER ACKNOWLEDGES AND CERTIFIES THAT THIS FORM ACCURATELY
REPRESENTS THE INFORMATION CONTAINED HEREIN.

BIDDER __________________ SIGNATURE __________________
TITLE _____________________________________________

NAMES OF AGENCIES CONTACTED TO PROVIDE ASSISTANCE

NAMES OF AGENCIES (SEE SPECIAL PROVISION FOR 107.15) AND THE DATES THESE
AGENCIES WERE CONTACTED TO PROVIDE ASSISTANCE IN CONTACTING,
RECRUITING, AND USING DBE FIRMS. IF THE AGENCIES WERE CONTACTED IN
WRITING, ATTACH COPIES OF SUPPORTING DOCUMENTS.

<table>
<thead>
<tr>
<th>NAME OF AGENCY</th>
<th>METHOD AND DATE OF CONTACT</th>
<th>RESULTS</th>
</tr>
</thead>
</table>

NOTE: ATTACH ADDITIONAL PAGES IF NECESSARY.
COMM0NWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
DBE GOOD FAITH EFFORTS DOCUMENTATION

CONTRACT I.D. NO. ___________________ DATE SUBMITTED ________________________________

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BIDDER________________________ SIGNATURE__________________________________________
TITLE__________________________________________________________

TECHNICAL ASSISTANCE AND INFORMATION PROVIDED TO DBEs

EFFORTS MADE TO PROVIDE INTERESTED DBEs WITH ADEQUATE INFORMATION ABOUT THE PLANS, SPECIFICATIONS, AND REQUIREMENTS OF THE BID DOCUMENTS TO ASSIST THE DBEs IN RESPONDING TO A SOLICITATION.

IDENTIFY THE DBEs ASSISTED, THE INFORMATION PROVIDED, AND THE DATE OF CONTACT. ATTACH COPIES OF SUPPORTING DOCUMENTS.

<table>
<thead>
<tr>
<th>DBEs ASSISTED</th>
<th>INFORMATION PROVIDED</th>
<th>DATE OF CONTACT</th>
</tr>
</thead>
</table>

NOTE: ATTACH ADDITIONAL PAGES IF NECESSARY.
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
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CONTRACT I.D. NO. __________________ DATE SUBMITTED _____________________________

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BIDDER __________________________________ SIGNATURE ________________________________

TITLE ____________________________________________________________________________

EFFECTS MADE TO ASSIST DBEs OBTAIN BONDING, LINES OF CREDIT, INSURANCE, ETC.

EFFECTS MADE TO PROVIDE INTERESTED DBes IN OBTAINING BONDING, LINES OF CREDIT, INSURANCE, NECESSARY EQUIPMENT, SUPPLIES, MATERIALS, OR RELATED ASSISTANCE OR SERVICES, EXCLUDING SUPPLIES AND EQUIPMENT THE SUBCONTRACTOR PURCHASES OR LEASES FROM THE PRIME CONTRACTOR OR ITS AFFILIATES.


<table>
<thead>
<tr>
<th>DBEs ASSISTED</th>
<th>ASSISTANCE OFFERED</th>
<th>DATES SERVICES OFFERED AND/OR PROVIDED</th>
</tr>
</thead>
<tbody>
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</table>

NOTE: ATTACH ADDITIONAL PAGES IF NECESSARY.
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
DBE GOOD FAITH EFFORTS DOCUMENTATION

Contract I.D. No. ___________________ Date Submitted ___________________

If the DBE goal established for this contract has not been met or VDOT requests the submittal thereof, the bidder is required to submit good faith efforts as outlined in this document.

The bidder acknowledges and certifies that this form accurately represents the information contained herein.

_________________________ ______________________________
Bidder Signature

_________________________
Title

Additional data to support demonstration of good faith efforts

Form C-49 is not applicable

Note: Attach additional pages, if necessary