Virginia Department of Transportation
Request for Proposals

Virginia Capital Trail – New Market Heights Phase

State Project No.: 0005-964-562, P101, C501, B602-B607, 005-964-562, C502

Contract ID No.: C00086279DB51

LETTER OF SUBMITTAL AND ATTACHMENTS TO THE LETTER OF SUBMITTAL

Submitted: April 25, 2012

Submitted by:

5806 Mooretown Road
Williamsburg, Virginia 23188
(757) 565-1090 (Office)
(757) 564-9120 (Fax)
VA 2701-004849 “A”
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 Cross reference</th>
<th>RFP Page Reference</th>
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</thead>
<tbody>
<tr>
<td>Letter of Submittal Checklist</td>
<td>Attachment 4.0.1.1</td>
<td>Section 4.0.1</td>
<td>Checklist (2pages)</td>
</tr>
<tr>
<td>Acknowledgment of RFP, Revisions and/or Addenda</td>
<td>Attachment 3.4 (Form C-78)</td>
<td>Section 3.4</td>
<td>1</td>
</tr>
<tr>
<td>Letter of Submittal (on Offeror’s letterhead)</td>
<td>N/A</td>
<td>Section 4.1</td>
<td>2</td>
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<td>Offeror’s point of contact and official representative</td>
<td>N/A</td>
<td>Section 4.1.1</td>
<td>2</td>
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<tr>
<td>Declaration of intent to enter into a contract</td>
<td>N/A</td>
<td>Section 4.1.2</td>
<td>2</td>
</tr>
<tr>
<td>Statement of proposal validity (120 days)</td>
<td>N/A</td>
<td>Section 4.1.3</td>
<td>2</td>
</tr>
<tr>
<td>Principal officer information</td>
<td>N/A</td>
<td>Section 4.1.4</td>
<td>2</td>
</tr>
<tr>
<td>Offeror’s Corporate Structure</td>
<td>N/A</td>
<td>Section 4.1.5</td>
<td>3</td>
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<tr>
<td>Identify Lead Contractor and Lead Designer</td>
<td>N/A</td>
<td>Section 4.1.6</td>
<td>3</td>
</tr>
<tr>
<td>Affiliated/subsidiary companies</td>
<td>N/A</td>
<td>Section 4.1.7</td>
<td>3/Appendix 4</td>
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<tr>
<td>Debarment Certification (primary participants)</td>
<td>Attachment 4.1.8(a)</td>
<td>Section 4.1.8</td>
<td>3/Appendix 5</td>
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<tr>
<td>Debarment Certification (lower-tier participants)</td>
<td>Attachment 4.1.8(b)</td>
<td>Section 4.1.8</td>
<td>3/Appendix 5</td>
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<tr>
<td>Letter of surety</td>
<td>N/A</td>
<td>Section 4.1.9</td>
<td>3/Appendix 6</td>
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<tr>
<td>DBE participation commitment</td>
<td>N/A</td>
<td>Section 4.1.10</td>
<td>3</td>
</tr>
<tr>
<td>Substantial completion and final completion dates</td>
<td>N/A</td>
<td>Section 4.1.11</td>
<td>4</td>
</tr>
<tr>
<td>Attachments to the Letter of Submittal</td>
<td>N/A</td>
<td>Section 4.2</td>
<td>Attachments</td>
</tr>
<tr>
<td>---------------------------------------</td>
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<td>-------------</td>
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</tr>
<tr>
<td>Offeror’s prequalification certificate</td>
<td>N/A</td>
<td>Section 4.2.1</td>
<td>Appendix 1</td>
</tr>
<tr>
<td>SCC registration information in tabular format</td>
<td>N/A</td>
<td>Section 4.2.2</td>
<td>Appendix 2</td>
</tr>
<tr>
<td>SCC supporting documentation</td>
<td>N/A</td>
<td>Section 4.2.2(a)</td>
<td>Appendix 2</td>
</tr>
<tr>
<td>DPOR office registration information in tabular format</td>
<td>N/A</td>
<td>Section 4.2.2</td>
<td>Appendix 2</td>
</tr>
<tr>
<td>DPOR supporting documentation</td>
<td>N/A</td>
<td>Section 4.2.2(b)</td>
<td>Appendix 2</td>
</tr>
<tr>
<td>Lead Contractor Work History Form</td>
<td>Attachment 4.2.3(a)</td>
<td>Section 4.2.3</td>
<td>Appendix 3</td>
</tr>
<tr>
<td>Lead Designer Work History Form</td>
<td>Attachment 4.2.3(b)</td>
<td>Section 4.2.3</td>
<td>Appendix 3</td>
</tr>
</tbody>
</table>
ACKNOWLEDGEMENT OF RFP, REVISIONS AND/OR ADDENDA

Acknowledgement shall be made of receipt of any and all revisions and/or addenda pertaining to the above designated project which are issued by the Virginia Department of Transportation prior to the opening date of Price Proposals as shown in the RFP herein. Failure to include this acknowledgement in the Proposals may result in the rejection of your Proposal.

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

1. Cover letter of March 16, 2012 - RFP
   (Date)

2. Cover letter of April 13, 2012 – Addendum #1
   (Date)

3. Cover letter of
   (Date)

4. Cover letter of
   (Date)

5. Cover letter of
   (Date)

6. Cover letter of
   (Date)

Signature: ____________________________

April 25, 2012
DATE
April 25, 2012

Mr. Stephen D. Kindy, P.E.
Virginia Department of Transportation
1221 East Broad Street
Main Building, 4th Floor
Richmond, VA 23219

RE: RFP for the Virginia Capital Trail – New Market Heights Phase

Dear Mr. Kindy,

The Henderson, Inc. Design-Build Team offers the following information in response to your Request for Proposals for the Virginia Capital Trail – New Market Heights Phase.

4.1.1 Offeror’s point of contact and official representative

Henderson, Inc.    William B. Strack, President
P.O. Box BM     Phone: 757-565-1090 / Fax: 757-564-9120
Williamsburg, VA 23187   Email: bills@hendersoninc.com

4.1.2 Declaration of intent to enter into a contract

The Henderson, Inc. Design-Build Team intends, if selected, to enter into a contract with VDOT for the Virginia Capital Trail – New Market Heights Phase Project in accordance with the terms of this RFP.

4.1.3 Statement of proposal validity

The Henderson, Inc. Design-Build Team’s offer will remain in full force and effect for one hundred twenty (120) days after the date the Proposal is submitted to VDOT (Letter of Submittal/Price Proposal Due Date, April 25, 2012).

4.1.4 Principal officer information

Henderson, Inc.    William B. Strack, President
P.O. Box BM     Phone: 757-565-1090 / Fax: 757-564-9120
Williamsburg, VA 23187   Email: bills@hendersoninc.com
4.1.5 Offeror’s corporate structure

The Henderson, Inc. Design-Build Team will be organized through a teaming agreement. Henderson, Inc., a corporation, is the lead contractor/design-builder contracting entity for this project. The Design-Build Team includes Atkins North America, Inc. as the lead design firm. Henderson, Inc. will undertake the financial responsibility for this design-build project, provide the required bonding for this project and accept the risks and liabilities for the performance of the work required for this project. Henderson, Inc. has no liability limitations.

4.1.6 Identify lead contractor and lead designer

Lead Contractor
Henderson, Inc. William B. Strack, President
P.O. Box BM Phone: 757-565-1090 / Fax: 757-564-9120
Williamsburg, VA 23187 Email: bills@hendersoninc.com

Lead Designer
Atkins North America, Inc. Stephen Stewart, PE, LEED AP
11818 Rock Landing Drive, Suite 100 Phone: 757-327-7129 / Fax: 757-596-8660
Newport News, VA 23606 Email: stephen.stewart@atkinsglobal.com

4.1.7 Affiliated/subsidiary companies

Atkins North America, Inc. affiliated companies are included in Appendix 4.

The following firms have no affiliated or subsidiary companies: Henderson, Inc., KDR Real Estate Services, Inc., Land Planning and Design Associates, Inc., Geotechnical Environmental & Testing Solutions, Inc., and Landtech Resources, Inc.

4.1.8 Certification Regarding Debarment Form(s)

Signed Certification Regarding Debarment forms for Primary and Lower Tier Covered Transactions are included in Appendix 5.

4.1.9 Letter of Surety

Liberty Mutual Surety Letter of Surety is included in Appendix 6.

4.1.10 DBE Participation Commitment

The Henderson, Inc. Design-Build Team is committed to achieving a seventeen percent (17%) DBE participation goal for the entire value of the contract.
4.1.11 Substantial Completion and Final Completion Dates

The Henderson, Inc. Design-Build Team’s substantial completion date is September 30, 2013 (9/30/13).

The Henderson, Inc. Design-Build Team’s final completion date is September 30, 2013 (9/30/13).

Our signature below affirms that the information supplied in this proposal is true and accurate to the best of our knowledge. The Henderson, Inc. Design-Build Team looks forward to the opportunity to participate in the Virginia Capital Trail – New Market Heights Phase.

Sincerely,
Henderson, Inc.

William B. Strack
President
Attachments
Appendix 1
**H381**  
HENDERSON, INC.  
PREQ. EXP : 05/31/2013

<table>
<thead>
<tr>
<th>--PREQ ADDRESS -----------------</th>
<th>-- WORK CLASSES -----------------</th>
</tr>
</thead>
<tbody>
<tr>
<td>P. O. DRAWER BM</td>
<td>002 - GRADING</td>
</tr>
<tr>
<td>WILLIAMSBURG, VA 23187-0000</td>
<td>005 - DRAINAGE STRUCTURES</td>
</tr>
<tr>
<td>PHONE : 757-565-1090</td>
<td>022 - INCIDENTAL CONCRETE</td>
</tr>
<tr>
<td>FAX : 757-564-9120</td>
<td>045 - UNDERGROUND UTILITIES</td>
</tr>
<tr>
<td></td>
<td>101 - EXCAVATING</td>
</tr>
</tbody>
</table>

BUSINESS CONTACT: STRACK, II, WILLIAM BENNETT  
EMAIL: BILLSTRACK@HENDERSONINC.COM

------DBE INFORMATION-----

DBE TYPE : N/A  
DBE CONTACT: N/A  
DBE/WBE EXP: N/A

**A060**  
HERCULES FENCE COMPANY, INC.  
PREQ. EXP : 05/31/2012

<table>
<thead>
<tr>
<th>--PREQ ADDRESS -----------------</th>
<th>-- WORK CLASSES -----------------</th>
</tr>
</thead>
<tbody>
<tr>
<td>1526 EARLY ST.</td>
<td>020 - FENCE INSTALLATION</td>
</tr>
<tr>
<td>NORFOLK, VA 23502-1604</td>
<td></td>
</tr>
<tr>
<td>PHONE : 757-321-6700</td>
<td></td>
</tr>
<tr>
<td>FAX : 757-361-6710</td>
<td></td>
</tr>
</tbody>
</table>

BUSINESS CONTACT: JASON, LOUIS PAUL  
EMAIL: ESTIMATING@HERCULESFENCE.COM

------DBE INFORMATION-----

DBE TYPE : N/A  
DBE CONTACT: N/A  
DBE/WBE EXP: N/A
Appendix 2
### 4.2.2 Design-Build Team’s SCC and DPOR Registration Information

<table>
<thead>
<tr>
<th>Firm Name</th>
<th>SCC Registration Information</th>
<th>DPOR Registration Information</th>
</tr>
</thead>
<tbody>
<tr>
<td>Henderson, Inc.</td>
<td>Henderson, Inc. 00798991 Corporation Active</td>
<td>Henderson, Inc. P.O. Box BM Williamsburg, VA 23187 Class A Contractor’s License BLD H/H 2701-004849 Exp: 03-31-2013</td>
</tr>
<tr>
<td>KDR Real Estate Services, Inc.</td>
<td>KDR Real Estate Services, Inc. 05712104 Corporation Active</td>
<td>KDR Real Estate Services, Inc. 2500 Grenoble Road Richmond, VA 23294 Real Estate Board – Principal Broker License 0225-108043 Exp: 03-31-2013</td>
</tr>
<tr>
<td>Geotechnical Environmental &amp; Testing Solutions, Inc.</td>
<td>Geotechnical Environmental &amp; Testing Solutions, Inc. 05418470 Corporation Active</td>
<td>Geotechnical Environmental &amp; Testing Solutions, Inc. 204-B Grayson Road Virginia Beach, VA 23462 Board for APELSCIDLA Professions: ENG 0407004018 Exp: 12-31-2013</td>
</tr>
<tr>
<td>Landtech Resources, Inc.</td>
<td>Landtech Resources, Inc.</td>
<td>Landtech Resources, Inc.</td>
</tr>
<tr>
<td>Corporation</td>
<td>Active</td>
<td>05115886 Corporation Active</td>
</tr>
</tbody>
</table>
CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That HENDERSON, INC. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is March 24, 1958;

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:
April 17, 2012

Joel H. Peck, Clerk of the Commission
HENDERSON, INC.

General

SCC ID: 00798991
Entity Type: Corporation
Jurisdiction of Formation: VA
Date of Formation/Registration: 3/24/1958
Status: Active
Shares Authorized: 5000

Principal Office

5806 MOORETOWN RD
WILLIAMSBURG VA 23188

Registered Agent/Registered Office

S M FRANCK
1177 JAMESTOWN RD
WILLIAMSBURG VA 23185
WILLIAMSBURG CITY (FILED IN JAMES CITY COUNTY) 316
Status: Active
Effective Date: 1/26/2009

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

New Search  Home
BOARD FOR CONTRACTORS
CLASS A CONTRACTORS LICENSE

HENDERSON INC

PO BOX DRAWER BM
WILLIAMSBURG VA 23187

*CLASSIFICATIONS* BLD H/H

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
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
Atkins North America, Inc.

General

- **SCC ID:** F0488397
- **Entity Type:** Foreign Corporation
- **Jurisdiction of Formation:** FL
- **Date of Formation/Registration:** 8/13/1985
- **Status:** Active
- **Shares Authorized:** 100

Principal Office

- **4030 WEST BOY SCOUT BLVD STE 700 TAMPA FL 33607**

Registered Agent/Registered Office

- **CORPORATE CREATIONS NETWORK INC 4445 CORPORATION LN 2ND FL VIRGINIA BEACH VA 23462 VIRGINIA BEACH CITY 228**
- **Status:** Active
- **Effective Date:** 12/22/2007

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
- View eFile transaction history

Screen ID: e1000

Need additional information? Contact sccinfo@scc.virginia.gov Website questions? Contact: webmaster@scc.virginia.gov

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

PROFESSIONS: ENG

ATKINS NORTH AMERICA, INC.
11818 ROCK LANDING DR
STE 100
NEWPORT NEWS, VA 23606 4273

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
STATE CORPORATION COMMISSION

Richmond, January 30, 2002

This is to Certify that the certificate of incorporation of

KDR Real Estate Services, Inc.

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: January 30, 2002

State Corporation Commission
Attest:

Joel H. Peck
Clerk of the Commission
KDR Real Estate Services, Inc.

General

SCC ID: 05712104
Entity Type: Corporation
Jurisdiction of Formation: VA
Date of Formation/Registration: 1/30/2002
Status: Active
Shares Authorized: 100

Principal Office

2500 GRENOBLE RD
RICHMOND VA 23294

Registered Agent/ Registered Office

ALLEN G DORIN JR
2500 GRENOBLE RD
RICHMOND VA 23294
HENRICO COUNTY 143
Status: Active
Effective Date: 7/9/2003

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

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Website questions? Contact: webmaster@scc.virginia.gov
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STATE CORPORATION COMMISSION

Richmond, March 24, 2008

This is to certify that the certificate of incorporation of

LAND PLANNING AND DESIGN ASSOCIATES, INC.

was issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: December 21, 1972

State Corporation Commission
Attest:

[Signature]
Clerk of the Commission
LAND PLANNING AND DESIGN ASSOCIATES, INC.

General

SCC ID: 01425545  
Entity Type: Corporation  
Jurisdiction of Formation: VA  
Date of Formation/Registration: 12/21/1972  
Status: Active  
Shares Authorized: 10000

Principal Office

310 E MAIN ST STE 200  
CHARLOTTESVILLE VA 22902

Registered Agent/ Registered Office

RICHARD G RASMUSSEN III  
250 E HIGH ST  
CHARLOTTESVILLE VA 22902  
CHARLOTTESVILLE CITY 203  
Status: Active  
Effective Date: 2/5/2009

Screen ID: e1000

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Website questions? Contact: webmaster@scc.virginia.gov

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Build #: 1.0.0.26002
BOARD FOR ARCHITECTS, PROFESSIONAL ENGINEERS, LAND SURVEYORS, CERTIFIED INTERIOR DESIGNERS
AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY REGISTRATION

PROFESSIONS: LA

LAND PLANNING AND DESIGN ASSOCIATES INC
310 E MAIN STREET SUITE 200
CHARLOTTESVILLE, VA 22902

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

COMMONWEALTH OF VIRGINIA
BOARD FOR APPELICLIA
BUSINESS ENTITY REGISTRATION
NUMBER: 0407001789 EXPIRES: 12-31-2013
PROFESSIONS: LA
LAND PLANNING AND DESIGN ASSOCIATES INC
310 E MAIN STREET SUITE 200
CHARLOTTESVILLE, VA 22902

ALTERNATION 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.
Commonwealth of Virginia

STATE CORPORATION COMMISSION

Richmond, June 16, 2000

This is to Certify that the certificate of incorporation of

GEO Design Consultants, Inc.

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: June 16, 2000

State Corporation Commission
Attest:

[Signature]
Clerk of the Commission
ARTICLES OF AMENDMENT
OF
GEO DESIGN CONSULTANTS, INC.

1. The name of the Corporation is GEO Design Consultants, Inc.

2. Article I of the Corporation's Articles of Incorporation shall be amended to read as follows:

   "The name of the Corporation is Geotechnical Environmental and Testing Solutions, Inc.

3. The amendment was adopted by written unanimous of the Corporation's sole shareholder on June 27, 2000.

GEO DESIGN CONSULTANTS, INC.

By Camille Kattan, President
COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

June 28, 2000

The State Corporation Commission has found the accompanying articles submitted on behalf of
Geotechnical Environmental and Testing Solutions, Inc. (formerly GEO Design Consultants, Inc.)
to comply with the requirements of law, and confirms payment of all related fees.
Therefore, it is ORDERED that this
CERTIFICATE OF AMENDMENT
be issued and admitted to record with the articles of amendment in the Office of the Clerk of the
Commission, effective June 28, 2000, at 11:23 AM.

The corporation is granted the authority conferred on it by law in accordance with the articles,
subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By

Commissioner
Geotechnical Environmental and Testing Solutions, Inc.

**General**

- SCC ID: 05418470
- Entity Type: Corporation
- Jurisdiction of Formation: VA
- Date of Formation/Registration: 6/16/2000
- Status: Active
- Shares Authorized: 5000

**Principal Office**

- 204 GRAYSON ROAD
  VIRGINIA BEACH VA 23462

**Registered Agent/ Registered Office**

- TERENCE MURPHY
  KAUFMAN & CANOLES PC
  150 W MAIN ST STE 2100
  NORFOLK VA 23510
  NORFOLK CITY 212
  Status: Active
  Effective Date: 7/17/2002

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

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Website questions? Contact: webmaster@scc.virginia.gov

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AND LANDSCAPE ARCHITECTS
BUSINESS ENTITY REGISTRATION

PROFESSIONS: ENG

GEOTECHNICAL ENVIRONMENTAL & TESTING
204-B GRAYSON ROAD
VIRGINIA BEACH, VA 23462
RE: LandTech Resources Inc. (formerly CALHOUN, CONNOLLY & ASSOCIATES, INC.)
ID: 0511588 - 6
DCN: 00-06-22-0004

This is your receipt for $25.00 covering the fees for filing the following with this office:

articles of amendment to change the corporate name

The effective date of the certificate of amendment is August 24, 2000.
If you have any questions, please call (804) 371-9733.

Sincerely,

Joel H. Peck
Clerk of the Commission

AMENACPT
CIS0436

TYLER BUILDING, 1300 EAST MAIN STREET, RICHMOND, VA 23219-3630 TELECOMMUNICATIONS DEVICE FOR THE DEAF-TDD/VOICE: (804) 371-9733
LandTech Resources Inc.

**General**

- SCC ID: 05115886
- Entity Type: Corporation
- Jurisdiction of Formation: VA
- Date of Formation/Registration: 11/17/1998
- Status: Active
- Shares Authorized: 5000

**Principal Office**

- 205-E BULIFANTS BLVD.
- WILLIAMSBURG VA 23188

**Registered Agent/ Registered Office**

- MATTHEW H CONNOLLY
- 205-E BULIFANTS BLVD.
- WILLIAMSBURG VA 23188
- YORK COUNTY  199
- Status: Active
- Effective Date: 10/6/2010

Screen ID: e1000

Need additional information? Contact scccinfo@scc.virginia.gov Website questions? Contact: webmaster@scc.virginia.gov

We provide external links throughout our site.
PROFESSIONS: ENG, LS

LANDTECH RESOURCES INC
205-E BULIFANTS BLVD
WILLIAMSBURG, VA 23188
Appendix 3
**ATTACHMENT 4.2.3(a)**

**LEAD CONTRACTOR - WORK HISTORY FORM**

**(LIMIT 1 PAGE PER PROJECT)**

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement (in thousands)</th>
</tr>
</thead>
</table>
| Colonial Heritage Phase 4 Sections 1 and 2 | AES Consulting Engineers | Name of Client/Owner: Lennar Corporation  
Phone: 757-748-3969  
Email: Joseph.Roque@Lennar.com | Ph. 4, Section 1: 2/15/12 | Ph. 4, Section 1: 5/15/12 | Ph. 4, Section 1: $5,526,591 | Ph. 4, Section 1: $3,408,688 |
| Location: Williamsburg, Virginia | Henderson, Inc. recently completed Phase 4.1, Sections 1 and 2 and Phase 4.2 on the Colonial Heritage Development. The scope of work included the development of a 61 acre site, located south of US Route 60 on Centerville Road. Infrastructure improvements included land clearing, 178,524cy of cut to fill excavation, 13,036lf of 15", 18" 24"rcp storm drain, 5500lf of 8" DIP and 9,225 of 8" PVC sanitary lines, 12,008lf of 12" and 8" diameter water lines, 6 miles of roadway construction using cement treated aggregate with 33,154sy of heavy duty and 2815sy of light duty VDOT approved asphalt paving, curb and gutter and sitework for 120 home sites. Work also included the reconstruction of two (2) earthen dams and the installation of two 3.5 acre dry BMPs and one 7.2 acre wet BMP. Henderson, Inc. and the Colonial Heritage site recently received Lennar’s “E&S Flagship Award.” A national recognition for exceeding the E&S standards of the local jurisdiction. Colonial Heritage is an active adult golf community in Williamsburg, Virginia for adults 55 years of age and better, and was developed by Lennar-one of the largest homebuilders in America. | Design-Bid-Build project: Contractor: Henderson, Inc. - Civil Designer: AES Consulting Engineers |
### Lead Contractor - Work History Form (Limit 1 Page per Project)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
<th>c. Contact information of the Client or Owner and their Project Manager who can verify Firm’s responsibilities.</th>
<th>d. Contract Completion Date (Original)</th>
<th>e. Contract Completion Date (Actual or Estimated)</th>
<th>f. Contract Value (in thousands)</th>
<th>g. Dollar Value of Work Performed by the Firm identified as the Lead Contractor for this procurement.(in thousands)</th>
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<tbody>
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<td>Phone: 757-833-1720 Project Manager: David Cooley</td>
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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.

This LEED Silver design-build project was constructed for the Hampton Roads Sanitary District (HRSD) and represents Henderson, Inc.’s diverse experience in both horizontal and vertical construction. Major elements of this project are the design, permitting and development of a 15-acre site to include clearing, demolition of an existing waste water treatment facility, 9865 cu yd of mass excavation, hazardous material remediation, earthwork, storm drainage, 10,314 sq/yd of light duty and 1910 sq/yd of heavy duty asphalt paving, rigid concrete pavement, 400 lf of 8” Sanitary Sewer, 1,820 lf of 8” & 12” DIP Waterlines, 1,740 lf of 24” & 30” RCP Storm Drain utilities, security fencing, and building structures. Henderson, Inc. was directly responsible for civil and architectural design coordination, construction documents, construction, site specific safety plan and coordination, QA/QC and project management. Henderson, Inc. self-performed all surveying, erosion control, mass excavation, grading, utilities, storm drainage, and pavement subgrade installation. One of the keys to success was our partnering/coordination among all stakeholders with particular focus on client satisfaction.

**ATTACHMENT 4.2.5(a)**

**LEAD CONTRACTOR - WORK HISTORY FORM**

*(LIMIT 1 PAGE PER PROJECT)*

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<th>a. Project Name &amp; Location</th>
<th>b. Name of the prime design consulting firm responsible for the overall project design.</th>
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<td>Name: Kimley-Horn &amp; Associates</td>
<td>Name of Client/Owner: VDOT Phone: 757-494-5481 Project Manager: Mitch Layton Phone: 757-494-5481 Email: <a href="mailto:mitch.layton@virginiadot.org">mitch.layton@virginiadot.org</a></td>
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**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.**

The Navy Recreation Center project was a design-build project constructed on the Naval Station Norfolk Base for the Virginia Department of Transportation. It is a 40-acre site conversion from Camp Allen Salvage Yard and Camp Allen Landfill to a recreational facility for the United States Navy. The recreational facilities consist of three soccer/multi-purpose fields, four dedicated baseball fields, 35 acres of open recreation/play area, two horseshoe pits, four volleyball courts and six picnic areas. Support facilities include parking lots, drives, pedestrian walkways, and all site utilities.

A 21-acre portion of the site was considered hazardous and had to be tested and disposed of properly. The project consisted of approximately 84,425 cubic yards of fill dirt. There was an issue of contaminated ground water throughout the site which was treated at a nearby facility and re-released. Major elements of the project included storm drainage, 6420y of light duty asphalt paving, 2 miles of walking trails, rigid concrete pavement, 2,800 lf of 8” Sanitary Sewer, 2,300 lf of Waterlines, 2,600 lf of 18” & 24” RCP Storm Drain utilities, and security fencing.

“It is my experience that personnel at Henderson, Inc. conduct themselves in a professional courteous manner. Their significant strengths include: excellent project management methods, timely and effective communication, partnering/team oriented and fast learners on Owner/Client policies and procedures.” - Mitch Layton, Construction Manager Norfolk Residency, VDOT

**Design-Build project:** Design Build Contractor: Henderson, Inc. - Civil Designer: Kimley-Horn & Associates - Architectural Designer - Guernsey Tingle Architects
**ATTACHMENT 4.2.5(a)**

**LEAD CONTRACTOR - WORK HISTORY FORM**

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<tr>
<td>Location: 6692 Richmond Road Williamsburg, Virginia 23188</td>
<td>Guernsey Tingle Architects</td>
<td>Phone: 757-564-3326</td>
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<td></td>
<td></td>
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<tr>
<td>Civil Designer:</td>
<td></td>
<td>Project Manager: Phil Nawrocki</td>
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<td>Architectural Designer:</td>
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<td>Phone: 757-564-3326</td>
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</tr>
<tr>
<td>Name of Client/ Owner:</td>
<td></td>
<td>Email: <a href="mailto:pnawrocki@williamsburgpottery.com">pnawrocki@williamsburgpottery.com</a></td>
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This design-build project was constructed for The Williamsburg Pottery and represents Henderson, Inc.’s diverse experience in both horizontal and vertical construction. Major elements of this project are the design, permitting and development of a 15-acre site to include clearing, demolition, 29,259cy of cut / fill excavation, earthwork, storm drainage, 29,472sy of Heavy Duty and 36,233sy of Light Duty asphalt paving, traffic signaling, 1,100 lf of 8" Sanitary Sewer, 1,211 lf of 6" & 8" DIP Waterlines, 5204 lf of 18", 24", 30" & 36" RCP Storm Drain utilities, fencing, and building structures. The project also consisted of 210 lf of jack and bore under US Route 60 for waterline tie in and an upgrade and remediation of a 6 acre JCC BMP. Henderson, Inc. was also the general contractor for the construction of three buildings totaling 168,000sf. One of the keys to success was our partnering/coordination among all stakeholders with particular focus on client satisfaction.

**Design-Build Project: Design Build Contractor: Henderson, Inc. - Civil Designer: AES Consulting Engineers - Architectural Designer: Guernsey Tingle Architects**
**ATTACHMENT 4.2.3(b)**

**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>
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<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>
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</table>
| Silver Comet Trail Multi-Use Path and Trailhead Park | Cobb County oversaw contractor(s). Contact Bob Galante for information. | Name of Client: Cobb County Department of Transportation  
Phone: 770.528.1600  
Project Manager: Bob Galante  
Phone: 770.528.1621  
Email: bob.galante@cobbcounty.org | 2008 | 2008 | $5,000 | $383 |

**b. 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.**

Atkins assisted Cobb County to develop the 12.8-mile Cobb County portion of the Silver Comet Trail. The Cobb County section extends from Paulding County to Smyrna, linking the cities of Powder Springs and Smyrna. Services included preparation of a concept report, environmental studies, trail construction plans, design of trestle retrofits, trailheads, pocket parks, parking lots, and construction engineering and inspection services. Crucial to the project’s timely and successful completion were close coordination between Atkins and the Cobb County Department of Transportation, successful state agency coordination, and a very active public involvement program.

**Recreational uses**

Today, the scenic trail is enjoyed by many users, from cyclists to casual walkers, providing spectacular views and a safe, clean environment for recreation. This trail section is an important leg in the total Silver Comet Trail system, which will ultimately provide a 110-mile continuous connection from Anniston, Alabama, to Atlanta, Georgia, and be one of the country’s longest paved trails.

**Trailhead facilities**

In addition to the design of several miles of the Silver Comet Trail, Atkins prepared conceptual drawings, construction plans, and specifications for two trailhead facilities. The first location is at Floyd Road, where an abandoned historic building on the site was restored and now jointly serves as a meeting space and trailhead restroom facility. The second location included the Mavell Road trailhead facility, where a new building was design and constructed. In addition to the buildings, the trailheads include parking for more than 50 cars, picnic tables, walkways, benches, bicycle racks, landscape improvements, and signage.

**Silver Comet Trailhead Park**

The Silver Comet Trailhead Park is a community park maintained by the Cobb County Parks, Recreation and Cultural Affairs. Atkins provided services to redesign this existing park, which is located adjacent to a trailhead along the Silver Comet Trail. Atkins’ park redesign includes landscape, play structures, a maintenance building, restroom facilities, parking, decorative fencing, and other site furnishings.

Atkins’ services for these project sites included trailhead facility planning, landscape architecture, civil engineering, park design, and architectural design.

**Prime Designer:** Atkins  
**Office location:** Atlanta, GA
ATTACHMENT 4.2.3(b)

LEAD DESIGNER - WORK HISTORY FORM

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<thead>
<tr>
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<tr>
<td>City of North Las Vegas</td>
<td>Name: City of North Las Vegas Trails and Bikeways Master Plan Name: City of North Las Vegas Trails and Bikeways Master Plan</td>
<td>Phone: Project Manager: Johanna Murphy Phone: 702.633.2200 Email: <a href="mailto:MurphyJ@cityofnorthlasvegas.com">MurphyJ@cityofnorthlasvegas.com</a></td>
<td>2011</td>
<td>2011</td>
<td>$200</td>
<td>Name: City of North Las Vegas Trails and Bikeways Master Plan Name: City of North Las Vegas Trails and Bikeways Master Plan</td>
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<td>Trails and Bikeways</td>
<td>Location: North Las Vegas, NV Location: North Las Vegas, NV</td>
<td>Name of Client.: City of North Las Vegas, NV Name of Client.: City of North Las Vegas, NV</td>
<td>Phone: Project Manager: Johanna Murphy Phone: 702.633.2200 Email: <a href="mailto:MurphyJ@cityofnorthlasvegas.com">MurphyJ@cityofnorthlasvegas.com</a></td>
<td>Phone: Project Manager: Johanna Murphy Phone: 702.633.2200 Email: <a href="mailto:MurphyJ@cityofnorthlasvegas.com">MurphyJ@cityofnorthlasvegas.com</a></td>
<td>Phone: Project Manager: Johanna Murphy Phone: 702.633.2200 Email: <a href="mailto:MurphyJ@cityofnorthlasvegas.com">MurphyJ@cityofnorthlasvegas.com</a></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.

Atkins developed a comprehensive Trails and Bikeways Master Plan for the City of North Las Vegas that ultimately improved regional connectivity and access to key public spaces.

The scope of work included analysis of the alignment alternative, design (cross sections, plant palettes, amenities, and informative/educational signage requirements), property acquisition strategies, private dedication, cost estimates, maintenance and management plan, and funding strategies.

Prime Designer: Atkins
Office location: Henderson, NV
### ATTACHMENT 4.2.3(b)

**LEAD DESIGNER - WORK HISTORY FORM**

(LIMIT 1 PAGE PER PROJECT)

<table>
<thead>
<tr>
<th>a. Project Name &amp; Location</th>
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**Name:**

Jefferson Avenue Streetscape

**Location:** Newport News, VA

**Name of Client:** City of Newport News, VA

**Phone:** 757.926.8611

**Project Manager:** Everett Skipper

**Phone:** 757.926.8611

**Email:** eskipper@nngov.com

**Construction Contract Value (Original):**

**Construction Contract Value (Actual or Estimated):**

**Construction Contract Value (Original):**

**Construction Contract Value (Actual or Estimated):**

**Contract Value (in thousands):**

As part of the City of Newport News’ effort to revitalize the southeast community, Atkins provided professional engineering and consulting services for the revitalization of an 11-block corridor on Jefferson Avenue, between 25th and 36th Streets. Atkins provided investigations, studies, conceptual design alternatives, renderings of proposed streetscape, and developed construction documents for the project. The intent was to provide an improved pedestrian experience, adequate on-street parking, enhanced aesthetics, geometric roadway improvements, undergrounding of the overhead utilities, and upgrades to the existing city utilities. Atkins developed concept level option plans, 30% design development documents, and final signed and sealed construction documents. Construction documents included construction drawings, specifications and special provisions, construction cost estimates, and estimated bid quantities.

In coordination with the City Departments of Engineering, Development, Planning, the Newport News Redevelopment and Housing Authority, and private utility companies, the Atkins team worked to develop solutions to the challenges the City was facing in the revitalization of this corridor. In addition to monthly stakeholder meetings conducted by Atkins in which an interactive 3D model of the project was presented, the project involved close coordination with multiple other City development projects including the Martin Luther King Memorial Park and the Richard Hunt Sculpture Plaza. The interactive 3D model of the corridor used by the City to convey the improvements to the community and City Council.

Corridor improvements included the undergrounding of all overhead utilities (power and communications); upgrades to existing storm sewer; rehabilitation and upgrades to the sanitary sewer and water distribution system; streetscaping and landscaping improvements; an irrigation system; updated street LED lighting; and upgrades to meet current ADA regulations.

Atkins assisted the City in coordinating the streetscape plans and construction documents with both private utility owners and adjacent landowners, including preparation of easement acquisitions and plats along the corridor.

Atkins’ services included landscape architecture, concept studies, storm drainage design and modeling, traffic studies and analysis, pedestrian and ADA improvements, topographic surveys, roadway design and layout, irrigation design, signage, utility coordination, cost estimating, and construction documents.

**Prime Designer:** Atkins

**Office location:** Newport News, VA
**ATTACHMENT 4.2.3(b)**

**LEAD DESIGNER - WORK HISTORY FORM**

**LIMIT 1 PAGE PER PROJECT**

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<td>Location: Tampa, FL</td>
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<td>Phone: 407.532.3080</td>
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<td>Project Manager: Will Sloup</td>
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<td>Email: <a href="mailto:william.sloup@dot.state.fl.us">william.sloup@dot.state.fl.us</a></td>
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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.

The Suncoast Trail was constructed as part of Florida’s Turnpike 42-mile Suncoast Parkway through Hillsborough, Pasco, and Hernando Counties. In an effort to create a linear park as a shared-use, right-of-way corridor, the 12-foot-wide asphalt trail was located within the 400-foot-wide, limited-access right-of-way corridor. The Suncoast Trail, which was made feasible through the use of Intermodal Surface Transportation Efficiency Act funds, opened to the public in February 2001, and is the only trail of its kind in Florida.

Atkins prepared trail design guidelines, developed the design details and signage package and monitored their application during final design, and played a key role in evaluating the final trail alignment to preserve existing vegetation. Atkins participated in the development of trail maintenance and operations agreements between Hillsborough, Pasco, and Hernando Counties and Florida’s Turnpike Enterprise, and continues to play an important role in this partnership.

Atkins’ ongoing involvement has also led to the trail being designed as a “Millennium Trail” by the White House Millennium Council, a National Recreation Trail by the National Park Service, and an integral part of the Florida Department of Environmental Protection’s statewide system of greenways and trails.

Services provided include trailway design, design guidelines, and signage.

**Prime Designer:** Atkins

**Office location:** Orlando, FL
<table>
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<tr>
<th>a. Project Name &amp; Location</th>
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<tr>
<td>Location: Charlotte, NC</td>
<td>Phone: 704.336.7761</td>
<td>Project Manager: Rodney Fritz, RLA</td>
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</tr>
<tr>
<td></td>
<td>Phone: 704.336.7761</td>
<td>Email: <a href="mailto:Rodney.Fritz@mecklenburgcountync.gov">Rodney.Fritz@mecklenburgcountync.gov</a></td>
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</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.

Atkins provided design development, construction plans, and construction administration for the Briar Creek Greenway Trail project. The multiuse trail is 10 feet wide and extends approximately 3,700 linear feet from Meadowbrook Road to Randolph Road in Charlotte, North Carolina. The greenway trail connects surrounding neighborhoods to the Mint Museum and includes a boardwalk, an asphalt trail, retaining walls, and a pedestrian bridge.

Services provided included landscape architecture, surveying, geotechnical, structural design, and civil engineering.

Prime Designer: Atkins
Office location: Charlotte, NC
Appendix 4
Atkins Company Affiliations

The Atkins North America Holdings Corporation formerly known as The PBSJ Corporation, parent company
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813. 282.7275
L. Dean Fox, Chief Executive Officer
FEIN:  59-1494168

Atkins North America, Inc. formerly known as Post, Buckley, Schuh & Jernigan, Inc., d/b/a PBS&J is a wholly owned subsidiary of The Atkins North America Holdings Corporation formerly known as The PBSJ Corporation
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813.282.7275
L. Dean Fox, President
FEIN: 59-0896138

Subsidiaries:
Post, Buckley International, Inc.
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813.282.7275
L. Dean Fox, President
FEIN: 54-1548173

Peter R. Brown Construction, Inc.
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813.282.7275
Kevin P. Bowen, President
FEIN: 59-2627942

PBS&J Constructors, Inc.
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813.282.7275
Kevin P. Bowen, President
FEIN: 65-0766639

PBS&J Construction Services, Inc.
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813.282.7275
L. Dean Fox, President
FEIN: 65-0357416

Atkins Michigan, Inc., formerly known as PBS&J Michigan, Inc.
4030 West Boy Scout Boulevard, Suite 700
Tampa, FL 33607
813.282.7275
P. Michael DePue, II, President
FEIN: 27-2413465

Affiliates:
Atkins Caribe, LLP formerly known as PBS&J Caribe LLP
Westernbank World Plaza
268 Muñoz Rivera Ave., Suite 1602
San Juan, Puerto Rico 00918-1918
787.294.2010 ext. 223
Carlos Arboleda-Osorio, President
FEIN: 27-0870236

Atkins P.A., formerly known as PBS&J, P.A.
105 Fieldcrest Ave, Suite 204
Edison, NJ 08837
732.417.0890
Benton L. Rudoloph, President
FEIN: 26-0638224

Faithful+Gould, Inc.
475 Sansome Street
Suite 2000 Suite 2000
San Francisco California 94111
415.781.6677
Paul Wood, President
FEIN: 41-1797617

WS Atkins, Inc.
920 Memorial City Way, Suite 700
Houston, TX 77024
713.576.8500
Martin M. Grant, President
FEIN: 98-0180721

Updated 3/5/2012
Appendix 5
ATTACHMENT 4.1.78(a)
CERTIFICATION REGARDING DEBARMENT
PRIMARY COVERED TRANSACTIONS
(To be completed by Primary Participants)

UPC No.: 86279

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]  April 25, 2012  [President]

[Date]  [Title]

Henderson, Inc.

Name of Firm

Commonwealth of Virginia
Virginia Department of Transportation
ATTACHMENT 4.1.78(a)
CERTIFICATION REGARDING DEBARMENT
PRIMARY COVERED TRANSACTIONS
(To be completed by Primary Participants)

UPC No.: 86279

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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] April 21, 2012 [Vice President]
[Name of Firm]
[Date] [Title]
ATTACHMENT 41.78(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS
(To be completed by Lower Tier Participants)

UPC No.: 86279

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  April 21, 2012  Vice President
Atkins  Date  Title

Name of Firm
ATTACHMENT 4.1.78(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS
(To be completed by Lower Tier Participants)

UPC No.: 86279

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: Allen  Date: 4/20/12  Title: President

LDR Real Estate Services

Name of Firm
ATTACHMENT 4.178(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS
(To be completed by Lower Tier Participants)

UPC No.: 86279

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]  4/20/12  [President]
[Date]  [Title]
[Name of Firm]
ATTACHMENT 4.1.28(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS
(To be completed by Lower Tier Participants)

UPC No.: 86279

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

____________________________________ __________________
Signature  Date                         Title

______________________________
Name of Firm
ATTACHMENT 4.1.78(b)
CERTIFICATION REGARDING DEBARMENT
LOWER TIER COVERED TRANSACTIONS
(To be completed by Lower Tier Participants)

UPC No.: 86279

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]
Appendix 6
April 19, 2012

Virginia Department of Transportation

RE: Henderson, Inc.
Request for Proposals – Virginia Capital Trail – New Market Heights Phase (est. contract value $10,300,000)

To Whom It May Concern:

Liberty Mutual Insurance Company has the privilege of providing surety bonds for Henderson, Inc. Our A.M. Best Financial Strength Rating is A, and Financial Size Category is XV.

Henderson, Inc. is capable of obtaining a 100% Performance Bond and 100% Labor and Materials Payment Bond in the amount of the anticipated cost of construction as referred to in Section 2.1 of the VDOT RFQ and said bonds will cover the Project and any warranty periods on behalf of the Contractor, in the event that such firm be the successful bidder and enter into a contract for this project.

At this time, we are prepared to respond favorably should Henderson, Inc. accept an award and request performance and payment bonds. Our willingness to commit to any such request would, of course, be contingent upon our being satisfied with all prevailing underwriting conditions including but not limited to acceptable contract terms, acceptable bond forms, and confirmation of full financing.

Liberty Mutual Surety is licensed to transact surety business in all 50 states and is listed on the United States Department of Treasury list of acceptable surety companies.

Please feel free to contact us if you have any questions.

Sincerely,

[Signature]

Paul K. Reimer
LIBERTY MUTUAL SURETY

Member of Liberty Mutual Group
Virginia Department of Transportation
Request for Proposals

Virginia Capital Trail – New Market Heights Phase

State Project No.: 0005-964-562, P101, C501, B602-B607
005-964-562, C502

Contract ID No.: C00086279DB51

PRICE PROPOSAL

Submitted: April 25, 2012

Submitted by:

HENDERSON INCORPORATED
5806 Mooretown Road
Williamsburg, Virginia 23188
(757) 565-1090 (Office)
(757) 564-9120 (Fax)
VA 2701-004849 “A”
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<td>DBE Good Faith Effort Documentation Form, If applicable</td>
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<td>Section 4.3.5</td>
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<td>Certification of Binding Agreement Form</td>
<td>C – 112</td>
<td>Section 4.3.5</td>
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ATTACHMENT 4.3.1
PRICE PROPOSAL FORM

4.3.1 Offeror shall specify, the following pricing information, in both numbers and words:

Proposal Price;

Total Lump Sum Six Million, Nine Hundred Sixty-One Thousand, One Hundred Eighty-Six ($ 6,961,186)

Date: April 25, 2012
Signature: [Signature]
Design-Builder: Henserson Inc.
Vendor No.: H381
EXHIBIT 6.3(a)
ADJUSTMENT FOR ASPHALT

SPECIAL PROVISION FOR
ASPHALT MATERIAL PRICE ADJUSTMENT
DESIGN-BUILD PROJECTS

June 30, 2011

In the event the Design-Builder elects to seek adjustment for asphalt 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. If new pay items which contain Asphalt Material 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.

Each month, the Department will publish an average state-wide PG 64-22 f.o.b. price per ton developed from the average terminal prices provided to the Department from suppliers of asphalt cement to contractors doing work in Virginia. The Department will collect terminal prices from approximately 12 terminals each month. These prices will be received once each month from suppliers on or about the last weekday of the month. The high and low prices will be eliminated and the remaining values averaged to establish the average statewide price for the following month. That monthly state-wide average price will be posted on the Scheduling and Contract Division website on or about the first weekday of the following month.

This monthly statewide average price will be the Base Index for all contracts on which bids are received during the calendar month of its posting and will be the Current Index for all asphalt placed during the calendar month of its posting. In the event an index changes radically from the apparent trend, as determined by the Engineer, the Department may establish an index which is determined to best reflect the trend.

The amount of adjustment applied will be based on the difference between the Price Proposal/Contract Base Index and the Current Index for the applicable calendar month during which the work is performed. Adjustment of any asphalt material item designated as a price adjustment item which does not contain PG 64-22, except PG 76-22, will be based on the indexes for PG 64-22. The quantity of asphalt cement for asphalt concrete pavement to which adjustment will be applied will be the quantity based on the percent of asphalt cement shown on the appropriate approved job mix formula.

The quantity of asphalt emulsion for surface treatments to which adjustment will be applied will be the quantity based on 65 percent residual asphalt.

Price adjustment will be shown as a separate entry on the monthly application of payment for work packages completed; however, such adjustment will not be included in the total cost of the work for progress determination or for extension of contract time.

In order to be eligible for asphalt price 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 asphalt price adjustment applied to in its work packages. Items the Design-Builder claims in its application of payment for asphalt 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.

Any apparent attempt to unbalance bids in favor of items subject to price adjustment or failure to submit required cost and price data as noted hereinbefore may result in rejection of items for asphalt adjustment.

I elect to use this provision

I elect not to use this provision

Date: April 25, 2012

Signature:

Design-builder: Henderson, Inc.

Vendor No.: H381
INSTRUCTIONS - This form is to be completed and returned ONLY when asphalt concrete items are designated for price adjustment on the bid price sheets.

PROJECT NUMBER: 0005-964-562, P101, R201, C501, B602-B607 005-964-562, C502

DISTRICT:

Bid Prices in this contract for items containing PG 64-22 asphalt cement were developed using an f.o.b. price of $645.00 per IMPERIAL ton for PG 64-22. This quote will be averaged into the monthly price index.

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

Price quotes signed by each supplier from which the Design-Build proposes to obtain PG 64-22 or PG 76-22 shall be maintained by the successful bidder. These quotes shall be retained on site during the life of the Contract for review by the Engineer upon request.

\( \checkmark \) I elect to use this provision
--- I elect not to use this provision

DATE: April 25, 2012

SIGNATURE: [Signature]

Henderson, Inc.
(Firm or Corporation)

H381
(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 web site 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:

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

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.

I elect to use this provision

I elect not to use this provision

Date: April 25, 2012
Signature:
Design-builder: Henderson, Inc.
Vendor No.: H381
EXHIBIT 6.3(d)
ADJUSTMENT FOR STEEL

VIRGINIA DEPARTMENT OF TRANSPORTATION
SPECIAL PROVISION FOR
PRICE ADJUSTMENT FOR STEEL
DESIGN-BUILD PROJECTS

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**  
April 25, 2012

**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.

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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.

---

Henderson, Inc.  
Design-Builder  

April 25, 2012  
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

\[ B = 0.2816 \]
\[ P = \frac{(161.1 - 139.6)}{139.6} - 0.10 = 0.054 \]
\[ Q = 450,000 \text{ lb.} \]

\[ A = 0.2816 \times 0.054 \times 450,000 \]
\[ A = 6,842.88 \text{ pay adjustment to Design-Builder} \]
Sample Calculation of a Price Adjustment (decrease)


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 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

\[ B = 0.2816 \]
\[ P = \frac{(156.6 - 136.3)}{156.6} - 0.10 = 0.030 \]
\[ Q = 450,000 \text{ lb.} \]

\[ A = 0.2816 \times 0.030 \times 450,000 \]
\[ A = $3,801.60 \text{ credit to Department} \]
### MASTER LISTING

#### STANDARD BID ITEMS ELIGIBLE FOR STEEL PRICE ADJUSTMENT

March 18, 2009

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<td>68100</td>
<td>REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>68104</td>
<td>CORROSION RESISTANT REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>68105</td>
<td>EPOXY COATED REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>68107</td>
<td>STR. STEEL PLATE GIRDER ASTM A709 GRADE 50</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68108</td>
<td>STR. STEEL PLATE GIRDER ASTM A709 GR 50 W</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68109</td>
<td>STR. STEEL PLATE GIRDER ASTM A709 GR. HPS 50 W</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68110</td>
<td>STR. STEEL PLATE GIRDER ASTM A709 GR. HPS 70 W</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68112</td>
<td>STR. STEEL ROLLED BEAM ASTM A709 GR. 36</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68113</td>
<td>STR. STEEL ROLLED BEAM ASTM A709 GR. 50</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68114</td>
<td>STR. STEEL ROLLED BEAM ASTM A709 GR. 50 W</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68115</td>
<td>STRUCT. STEEL</td>
<td>LB</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>68270</td>
<td>REINF. STEEL BRIDGE APPR. SLAB</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>69050</td>
<td>SHEET PILES, STEEL</td>
<td>SF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>69100</td>
<td>REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>69104</td>
<td>CORROSION RESISTANT REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>69105</td>
<td>EPOXY COATED REINF. STEEL</td>
<td>LB</td>
<td>101704</td>
</tr>
<tr>
<td>69110</td>
<td>STEEL PILES 10”</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>69112</td>
<td>STEEL PILE 12”</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
<tr>
<td>69113</td>
<td>DRIVING TEST FOR 12” STEEL PILE</td>
<td>LF</td>
<td>avg. 1017 &amp; 101</td>
</tr>
</tbody>
</table>

**x** I elect to use this provision

__ I elect not to use this provision

**Date:** April 25, 2012

**Signature:**

**Design-Builder:** Henderson, Inc.

**Vendor No.:** H381
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
PROPOSAL GUARANTY

KNOW ALL MEN BY THESE PRESENTS, THAT WE, Henderson, Inc. As principal, and Liberty Mutual Insurance Company as 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 25th Day of April, 2012

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

PROJECT NUMBER:
Virginia Capital Trail - New Market Heights Phase
Henrico County and Charles City County, VA
State Project No. 0005-664-562, P101, R201, C501, B602-8607 005-964-562, C502
Federal Project No. GC-5127(789) ARRA-F500 (048) - Contract ID No. C00086279DBS1

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.

Henderson, Inc.

By: Jacob E. Liebler
(Principal*)
(Officer, Partner or Owner) (Seal)

Liberty Mutual Insurance Company

By: Terri K. Strawhand
(Surety Company)
(Attorney-in-Fact**) (Seal)

175 Berkeley Street, Boston, MA 02116
(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

KNOWN ALL PERSONS BY THESE PRESENTS: That American Fire & Casualty Company and The Ohio Casualty Insurance Company are corporations duly organized under the laws of the State of Ohio, that Liberty Mutual Insurance Company is a corporation duly organized under the laws of the State of Massachusetts, that Peerless Insurance Company is a corporation duly organized under the laws of the State of New Hampshire, and West American Insurance Company is a corporation duly organized under the laws of the State of Indiana (herein collectively called the "Companies"), pursuant to and by authority herein set forth, does hereby name, constitute and appoint, MARK C. BUNDY, KATHRYN NHEEL, TAMMY A. WARD, WILLIAM E. CRAWLEY, TERRY K. STRAWHAND, 

all of the city of VIRGINIA BEACH, state of VIRGINIA each individually if there be more than one named, its true and lawful attorney-in-fact to make, execute, seal, acknowledge and deliver, for and on its behalf as surety and as its act and deed, any and all undertakings, bonds, recognizances and other surety obligations, in pursuance of these presents and shall be as binding upon the Companies as if they have been duly signed by the president and attested by the secretary of the Companies in their own proper persons.

IN WITNESS WHEREOF, this Power of Attorney has been subscribed by an authorized officer or official of the Companies and the corporate seals of the Companies have been affixed thereto this 14th day of February, 2013.

STATE OF WASHINGTON
COUNTY OF KING

Gregory W. Davenport, Assistant Secretary

By: KD Riley, Notary Public

This Power of Attorney is made and executed pursuant to and by authority of the following By-laws and Authorizations of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, West American Insurance Company and Peerless Insurance Company, which resolutions are now in full force and effect reading as follows:

ARTICLE IV - OFFICERS - Section 12. Power of Attorney. Any officer or other official of the Corporation authorized for that purpose in writing by the Chairman or the President, and subject to such limitation as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Corporation to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact, subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Corporation by their signature and execution of any such instruments and to attach thereto the seal of the Corporation. When so executed, such instruments shall be as binding as if signed by the President and attested to by the Secretary. Any power or authority granted to any representative or attorney-in-fact under the provisions of this article may be revoked at any time by the Board, the Chairman, the President or by the officer or officers granting such power or authority.

ARTICLE XIII - Execution of Contracts - SECTION 5. Surety Bonds and Undertakings. Any officer of the Company authorized for that purpose in writing by the Chairman or the President, and subject to such limitations as the Chairman or the President may prescribe, shall appoint such attorneys-in-fact, as may be necessary to act in behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations. Such attorneys-in-fact subject to the limitations set forth in their respective powers of attorney, shall have full power to bind the Company by their signature and execution of any such instruments and to attach thereto the seal of the Corporation. When so executed such instruments shall be as binding as if signed by the President and attested by the secretary.

Certificate of Designation - The President of the Company, acting pursuant to the Bylaws of the Company, authorizes Gregory W. Davenport, Assistant Secretary to appoint such attorney-in-fact as may be necessary to act on behalf of the Company to make, execute, seal, acknowledge and deliver as surety any and all undertakings, bonds, recognizances and other surety obligations.

Authorization - By unanimous consent of the Company's Board of Directors, the Company consents that facsimile or mechanically reproduced signature of any assistant secretary or other officer of the Company, wherever appearing upon a certified copy of any power of attorney issued by the Company in connection with surety bonds, shall be valid and binding upon the Company with the same force and effect as though manually affixed.

I, David M. Carey, the undersigned, Assistant Secretary, of American Fire and Casualty Company, The Ohio Casualty Insurance Company, Liberty Mutual Insurance Company, West American Insurance Company and Peerless Insurance Company do hereby certify that the original power of attorney of which the foregoing is a full 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 30th day of April, 2012.

By: David M. Carey, Assistant Secretary
Attachment 4.3.4(a)
Form C-104 (BIDDER'S STATEMENT)

ORDER NO.: N/A
CONTRACT ID. NO.: C00086279DB51

COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION

UPC #: 86279

FHWA: TEA-005(411)

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 59.1-9.17 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 York County, Virginia County (City), STATE Henderson, Inc. __________________________________________________________________________
County (City), STATE __________________________________________________________________________

By: __________________________________________________________________________
President __________________________________________________________________________

STATE of Virginia COUNTY (CITY) of York __________________________________________________________________________

I __________________________________________________________________________, 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 __________________________________________________________________________

Notary Public __________________________________________________________________________

My Commission expires __________________________________________________________________________

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 __________________________________________________________________________

By: __________________________________________________________________________

Title (print)
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).

<table>
<thead>
<tr>
<th>NAME</th>
<th>Location of Principal Office</th>
</tr>
</thead>
<tbody>
<tr>
<td>Henderson, Inc.</td>
<td>5806 Mooretown Road, Williamsburg, VA 23188</td>
</tr>
</tbody>
</table>

2. I (we) have \( x \), 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 \( x \), 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)
Attachment 4.3.4(b)
FORM C-105 (BIDDER’S CERTIFICATION)

UPC NO.: 86279
CONTRACT ID. NO.: C00086279DB51

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 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; 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 bidders 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 York County, Virginia County (City), STATE Henderson, Inc. this 25th day of April 2012

By: President

STATE of Virginia COUNTY (CITY) of York

I, Tina B. Wagner, 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 25 day of April 2012 My Commission expires 11-30-15

Notary Public

TINA B. WAGNER
NOTARY
COMMONWEALTH OF VIRGINIA
ID# 156938
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
MINIMUM DBE REQUIREMENTS

PROJECT NO. 0005-964-562, PE-101, RW-201, C-501 (UPC 86279)
FHWA NO. TEA-005(411)

*** 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 17% 
PERCENT ATTAINED BY BIDDER _______%

<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>P.J. Casanave Land Clearing Company</td>
<td>S</td>
<td>Clearing</td>
<td>$735,000</td>
</tr>
<tr>
<td>L &amp; G Services Inc.</td>
<td>S</td>
<td>Landscaping</td>
<td>$130,000</td>
</tr>
<tr>
<td>Ty's Hauling and Paving</td>
<td>S</td>
<td>Paving</td>
<td>$765,000</td>
</tr>
<tr>
<td>Ty's Hauling and Paving</td>
<td>H</td>
<td>Trucking</td>
<td>$275,000</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td><strong>TOTAL</strong> $1,225,000</td>
</tr>
</tbody>
</table>

TOTAL CONTRACT VALUE $6,961,186 \times REQUIRED DBE 17% \% = $1,183,401

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.

Henderson, Inc.
BIDDER

President
TITLE

BY
SIGNATURE

April 25, 2012
DATE
Attachment 4.3.5 (b)

COMMONWEALTH 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 C00086279DB51
PROJECT NUMBER 0005-964-562, P101, R201, C501, B602-B607 0005-964-562, C502
FHWA NUMBER TFA-005(411)
DISTRICT
DATE BID SUBMITTED April 25, 2012
BIDDER’S NAME Henderson, Inc.
SIGNATURE
TITLE President
VENDOR NUMBER H381
DBE GOAL FROM BID PROPOSAL 17%
Attachment 4.3.5 (b)

COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION

DBE GOOD FAITH EFFORTS DOCUMENTATION

CONTRACT I.D. NO. ___________________________ DATE SUBMITTED April 25, 2012

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: Henderson, Inc. SIGNATURE: ____________________________________________

TITLE: President

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.

<table>
<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>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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>
</tr>
</thead>
</table>
Attachment 4.3.5 (b)

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____________________________________________________________________

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>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</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>
</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.
Attachment 4.3.5 (b)
PROVIDE NAMES, ADDRESSES, AND TELEPHONE NUMBERS FOR THE FIRMS LISTED ABOVE.
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________________________

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

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 110.04) 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.
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 ________________________________

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>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</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 _____________________________________________________________

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

EFFORTS 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.

IDENTIFY THE DBEs ASSISTED, THE ASSISTANCE OFFERED, AND THE DATES OF
SERVICES OFFERED AND PROVIDED. ATTACH COPIES OF SUPPORTING DOCUMENTS.

<table>
<thead>
<tr>
<th>DBEs ASSISTED</th>
<th>ASSISTANCE OFFERED</th>
<th>DATES SERVICES OFFERED AND/OR PROVIDED</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Attachment 4.3.5 (b)

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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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

<table>
<thead>
<tr>
<th>ADDITIONAL DATA TO SUPPORT DEMONSTRATION OF GOOD FAITH EFFORTS</th>
</tr>
</thead>
</table>

NOTE: ATTACH ADDITIONAL PAGES, IF NECESSARY
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
CERTIFICATION OF BINDING AGREEMENT
WITH
DISADVANTAGED BUSINESS ENTERPRISE FIRMS

Project No.: 0005-964-562, P101, R201, C501, B602-B607 0005-964-562, C502

Federal Project No.: OC-5127(789) ARRA - FS09(048)

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

Henderson, Inc.

By: ____________________
Signature

President
Title

Date: April 25, 2012

First Tier Subcontractor if Applicable

By: ____________________
Signature

Title

Date:

31
Second Tier
Subcontractor if Applicable

By: ___________________________  ___________________________
    Signature    Title
    Date: ___________________________

Third Tier
Subcontractor if Applicable

By: ___________________________  ___________________________
    Signature    Title
    Date: ___________________________

DBE Contractor  The P.J. Casanave Land Clearing Company

By: ___________________________  Vice President
    Signature
    Title
    Date: April 25, 2012
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
CERTIFICATION OF BINDING AGREEMENT
WITH
DISADVANTAGED BUSINESS ENTERPRISE FIRMS

Project No.: 0005-964-562, P101, R201, C501, B602-B607 0005-964-562, C502

Federal Project No.: OC-5127(789) ARRA - FS09(048)

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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  Henderson, Inc.

By: ____________________________
Signature

President
Title
Date: April 25, 2012

First Tier Subcontractor if Applicable

By: ____________________________
Signature

Title
Date: ____________________________
Second Tier Subcontractor if Applicable

By: ____________________________

Signature: __________________________

Date: ____________________________

Title: ____________________________

Third Tier Subcontractor if Applicable

By: ____________________________

Signature: __________________________

Date: ____________________________

Title: ____________________________

DBE Contractor

[Signature]

By: ____________________________

Signature: __________________________

Date: ____________________________

Title: ____________________________
COMMONWEALTH OF VIRGINIA
DEPARTMENT OF TRANSPORTATION
CERTIFICATION OF BINDING AGREEMENT
WITH
DISADVANTAGED BUSINESS ENTERPRISE FIRMS

Project No.: 0005-964-562, P101, R201, CS01, B602-B607 0005-964-562, CS02
Federal Project No.: OC-5127(789) ARRA - FS09(048)

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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.

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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
Henderson, Inc.

By: ____________________________
Signature

President
Title
Date: April 25, 2012

First Tier
Subcontractor if Applicable

By: ____________________________
Signature

Title
Date: ____________________________
Second Tier
Subcontractor if Applicable

By: ____________________________  Signature  ____________________________  Title
    Date: ____________________________

Third Tier
Subcontractor if Applicable

By: ____________________________  Signature  ____________________________  Title
    Date: ____________________________

DBE Contractor

[Signature]

By: ____________________________  Signature  ____________________________  Title
    Date: April 24, 2012
HENDERSON INCORPORATED
BEYOND THE BUILDING
www.hendersoninc.com

5806 Mooretown Road
Williamsburg, Virginia 23188
(757) 565-1090 (Office)
(757) 564-9120 (Fax)
VA 2701-004849 “A”
Virginia Department of Transportation
Request for Proposals

Virginia Capital Trail – New Market Heights Phase

State Project No.: 0005-964-562, P101, C501, B602-B607
005-964-562, C502

Contract ID No.: C00086279DB51

POST NOTICE OF INTENT TO AWARD SUBMITTALS

Submitted: May 7, 2012

Submitted by:

HENDERSON INCORPORATED
5806 Mooretown Road
Williamsburg, Virginia 23188
(757) 565-1090 (Office)
(757) 564-9120 (Fax)
VA 2701-004849 “A”
May 7, 2012

Mr. Stephen D. Kindy, P.E.
Virginia Department of Transportation
1221 East Broad Street
Main Building, 4th Floor
Richmond, VA 23219

RE: Post Notice of Intent to Award Submittals for the Virginia Capital Trail – New Market Heights Phase

Dear Mr. Kindy,

The Henderson, Inc. Design-Build Team offers the following information in response to the Post Notice of Intent to Award Submittals for the Virginia Capital Trail – New Market Heights Phase.

<table>
<thead>
<tr>
<th>4.4.1 Offeror’s Team Structure</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>4.4.1.1 Key Personnel</td>
<td>Pages 1 - 8</td>
</tr>
<tr>
<td>4.4.1.2 Organizational Chart</td>
<td>Pages 9 – 10</td>
</tr>
<tr>
<td>4.4.1.3 DBE Subcontracting Plan</td>
<td>Pages 11 – 13</td>
</tr>
<tr>
<td>4.4.2 Proposal Schedule</td>
<td>Pages 14 – 15</td>
</tr>
<tr>
<td>4.4.3 Schedule of Values</td>
<td>Pages 16 – 17</td>
</tr>
<tr>
<td>4.4.4 Monthly Payment Schedule</td>
<td>Page 18</td>
</tr>
<tr>
<td>4.4.5 Escrow Proposal Documents</td>
<td>Separate Envelope</td>
</tr>
</tbody>
</table>

Please let us know if you have any questions or concerns. We look forward to working with you on this project.

Sincerely,

Bill Strack
President
**KEY PERSONNEL RESUME FORM**

**Brief Resume of Key Personnel anticipated for the Project.**

| a. Name & Title: | Julie Russell, Project Manager |
| b. Project Assignment: | Design-Build Project Manager |
| c. Name of Firm with which you are now associated: | Henderson, Inc. |
| d. Years experience: With this Firm | 16 Years |
| With Other Firms | 5 Years |

Please list chronologically your employment history, position and general experience or fields of practice for the last fifteen (15) years:

- 1997 – 2000 Henderson, Inc. Project Administration / Office Manager
- 2001 – 2007 Henderson, Inc. Building Project Manager
- 2008 – 2012 Henderson, Inc. Site Project Manager

| e. Education: Degree(s)/Year/Specialization: | CVCC 1982 |
| f. Active Registration: Year First Registered/ Discipline/VA Registration #: | N/A |

Document the extent and depth of experience and qualifications relevant to the Project.

1. Note your specific responsibilities and authorities for each assignment, not those of the firm.
2. Note whether experience is with current firm or with other firm.
3. Provide beginning and end dates for each assignment.

*List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.*

**6/2011 – ongoing. Centerpoint Properties.** Henderson, Inc. Project Manager on this project for Centerpoint Properties. Henderson, Inc. is performing all site and utility work for the installation of the Route 58 waterline and the Maple Hills infrastructure projects. In the first phase, Henderson installed 3,000 ft. of 20” Ductile Iron Pipe water main on the eastbound side of Route 58. In the second phase, Henderson is installing 3,500 ft. of 24” Ductile Iron Pipe to support HRSD’s force main infrastructure system.

**10/2010 – 4/2012. Hampton Roads Sanitation District.** Henderson, Inc. Project Manager for this LEED Silver design-build North Shore Maintenance Facility project. Major elements of this project are the design, permitting and development of a 15-acre site to include clearing, demolition of an existing waste water treatment facility, 9865 cy of mass excavation, hazardous material remediation, earthwork, storm drainage, 10,314sy of light duty and 1910sy of heavy duty asphalt paving, rigid concrete pavement, 400 lf of 8” Sanitary Sewer, 1,820 lf of 8” & 12” DIP Waterlines, 1,740 lf of 24” & 30” RCP Storm Drain utilities, security fencing, and building structures. Henderson, Inc. was directly responsible for civil and architectural design coordination, construction documents, construction, site specific safety plan and coordination, QA/QC and project management. Henderson, Inc. self-performed all surveying, erosion control, mass excavation, grading, utilities, storm drainage, and pavement subgrade installation. One of the keys to success was our partnering/coordination among all stakeholders with particular focus on client satisfaction.

**8/2008 – 8/2010. Virginia Department of Transportation.** Henderson, Inc. Project Manager for the Navy Recreation Center project. This project was constructed on the Naval Station Norfolk Base for the Virginia Department of Transportation. It is a 40-acre site conversion from Camp Allen Salvage Yard and Camp Allen Landfill to a recreational facility for the United States Navy. A 21-acre portion of the site was considered hazardous and had to be tested and disposed of properly. The project consisted of approximately 80,000 cubic yards of fill dirt. There was an issue of contaminated ground water throughout the site which was treated at a nearby facility and re-released.
**ATTACHMENT 4.4.1.1**

**KEY PERSONNEL RESUME FORM**

**Brief Resume of Key Personnel anticipated for the Project.**

<table>
<thead>
<tr>
<th>a. Name &amp; Title:</th>
<th>D. Mark Scholefield, P.E., Principal Project Manager</th>
</tr>
</thead>
<tbody>
<tr>
<td>b. Project Assignment:</td>
<td>Quality Assurance Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
<td>GET Solutions, Inc.</td>
</tr>
<tr>
<td>d. Years experience: With this Firm</td>
<td>10 Years</td>
</tr>
<tr>
<td>With Other Firms</td>
<td>0 Years</td>
</tr>
<tr>
<td>Please list chronologically your employment history, position and general experience or fields of practice for the last fifteen (15) years:</td>
<td>GET Solutions, Inc. – 2002 – current, Principal Project Manager</td>
</tr>
<tr>
<td>e. Education: Degree(s)/Year/Specialization:</td>
<td>B.S. Civil Engineering Old Dominion University, 1993</td>
</tr>
<tr>
<td>Continuing Education, Old Dominion University 1998, 2002</td>
<td></td>
</tr>
<tr>
<td>Continuing Education, Tidewater Community College, 1994</td>
<td></td>
</tr>
<tr>
<td>f. Active Registration: Year First Registered/ Discipline/VA Registration #:</td>
<td>P.E. Virginia # 33932</td>
</tr>
<tr>
<td>g. Document the extent and depth of experience and qualifications relevant to the Project.</td>
<td></td>
</tr>
<tr>
<td>1. Note your specific responsibilities and authorities for each assignment, not those of the firm.</td>
<td></td>
</tr>
<tr>
<td>2. Note whether experience is with current firm or with other firm.</td>
<td></td>
</tr>
<tr>
<td>3. Provide beginning and end dates for each assignment.</td>
<td></td>
</tr>
<tr>
<td>(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)</td>
<td></td>
</tr>
</tbody>
</table>

**2010 – ongoing, Downtown Tunnel/Midtown Tunnel/MLK Freeway Extension, Portsmouth/ Norfolk, Virginia**

Project includes a new two-lane tunnel under the Elizabeth River adjacent to the existing Midtown Tunnel; maintenance and safety improvements to the existing Midtown Tunnel; minor modifications to the interchange at Brambleton/Hampton Blvd in Norfolk; maintenance and safety improvements to the existing Downtown Tunnel; and extending the MLK Blvd from London Blvd to Interstate 264, with an interchange at High Street in Portsmouth.

**2008 – 2009, I-64/Battlefield Boulevard Interchange, Chesapeake, Virginia**

This project included the construction of seven new bridges (including Battlefield Boulevard), about 2400 LF of MSE walls (up to 30’ in height). During the design phase, GET Solutions, Inc. was responsible for completing the field and laboratory exploration and testing programs, developing subsurface soil profiles, and performing pile design, slope/embankment design, including global stability analysis of the MSE walls, settlement analysis, construction monitoring and dynamic pile testing.

**2010 – ongoing, I-64/I-264 Improvements: Project Study Area 1 – Greenwich Overpass, Virginia Beach, Virginia; Project Study Area 2 – Ramps and Channel, Virginia Beach and Norfolk, Virginia; Project Study Area 4 – Newtown Road, Virginia Beach and Norfolk, Virginia; Project Study Area 5 – Witchduck Road, Virginia Beach, Virginia; Project Study Area 6 – I-264CD, Virginia Beach and Norfolk, Virginia.**

- Relocating the existing sound wall at the southern limits of the project site on the eastern side of I-64.
- Constructing new west bound travel lanes along the I-64 alignment, which will facilitate traffic to a new I-64/I-264 interchange (designated as Ramp D7)
- A single lane ramp (Ramp D7 CD) will split off of Ramp D7.
- Both ramps will merge onto I-264, where ramp D7 will require an overpass bridge to merge with the I-264 eastbound traffic and Ramp D7 CD will merge to form three new travel lanes, two of which will exit at a reconfigured Newton Road off ramp.
DAVID MARK SCHOLEFIELD
204 GRAYSON ROAD
VIRGINIA BEACH, VA 23462
**ATTACHMENT 4.4.1.1**

**KEY PERSONNEL RESUME FORM**

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Name &amp; Title:</td>
</tr>
<tr>
<td>Stephen Stewart, PE, LEED AP BD+C - Senior Engineer</td>
</tr>
<tr>
<td>b. Project Assignment:</td>
</tr>
<tr>
<td>Design Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
</tr>
<tr>
<td>Atkins North America, Inc.</td>
</tr>
<tr>
<td>d. Years experience: With this Firm 5 Years With Other Firms 8 Years</td>
</tr>
<tr>
<td>Please list chronologically your employment history, position and general experience or fields of practice for the last fifteen(15) years:</td>
</tr>
<tr>
<td>• 1999-2001 Environmental Engineering and Technology, Newport News, VA (Project Civil/Environmental Engineer)</td>
</tr>
<tr>
<td>• 2001-2003 Buchart-Horn, Williamsburg, VA (Project Civil Engineer)</td>
</tr>
<tr>
<td>• 2003-2004 DJG, Inc, Williamsburg, VA (Land Development Group Manager)</td>
</tr>
<tr>
<td>• 2004-2007 VHB, Inc, Newport News, VA (Land Development Project Manager)</td>
</tr>
<tr>
<td>• 2007-Present ATKINS, Newport News, VA (Senior Engineer/Project Manager)</td>
</tr>
<tr>
<td>e. Education: Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>M.B.A., Finance and Logistics, The College of William &amp; Mary</td>
</tr>
<tr>
<td>B.S., Civil and Environmental Engineering, Virginia Polytechnic Institute and State University</td>
</tr>
<tr>
<td>f. Active Registration: Year First Registered/ Discipline/VA Registration #:</td>
</tr>
<tr>
<td>Professional Engineer, Virginia 040298, 2004</td>
</tr>
<tr>
<td>g. Document the extent and depth of experience and qualifications relevant to the Project.</td>
</tr>
<tr>
<td>1. Note your specific responsibilities and authorities for each assignment, not those of the firm.</td>
</tr>
<tr>
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</tr>
<tr>
<td>3. Provide beginning and end dates for each assignment.</td>
</tr>
<tr>
<td>(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)</td>
</tr>
<tr>
<td><strong>Canon Boulevard Sidewalks</strong> – (2011-Present, ATKINS) Phased design of more than 7500LF of sidewalk from the City Center of Newport News to one of the outlying communities</td>
</tr>
<tr>
<td><strong>Elizabeth River Trail</strong> – (2010, ATKINS) As part of the construction of Norfolk’s Light Rail, a design was provided for continuation of the Elizabeth River Trail. The multi-purpose trail used best practices for multi-purpose trails and tied the new design seamlessly to the existing trail to ensure the light rail design did not disrupt the trail.</td>
</tr>
<tr>
<td><strong>Quarterpath Road Realignment</strong> – (2006, Not with current firm) Redesign and realignment of Quarterpath Road in Williamsburg, VA beginning at its intersection with Route 60 and extending approximately one mile. In addition to roadway design, a 10’ multipurpose trail was designed that connected Colonial Williamsburg’s sidewalks to The Village at Quarterpath and the Quarterpath Recreation Facility.</td>
</tr>
</tbody>
</table>
**ATTACHMENT 4.4.1.1**

**KEY PERSONNEL RESUME FORM**

<table>
<thead>
<tr>
<th>Brief Resume of Key Personnel anticipated for the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>a. Name &amp; Title:</td>
</tr>
<tr>
<td>Tony Hamilton, Project Superintendent</td>
</tr>
<tr>
<td>b. Project Assignment:</td>
</tr>
<tr>
<td>Construction Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
</tr>
<tr>
<td>Henderson, Inc.</td>
</tr>
<tr>
<td>d. Years experience:</td>
</tr>
<tr>
<td>With this Firm 8 Years</td>
</tr>
<tr>
<td>With Other Firms 20 Years</td>
</tr>
<tr>
<td>Please list chronologically your employment history, position and general experience or fields of practice for the last fifteen (15) years:</td>
</tr>
<tr>
<td>Henderson, Inc. – Project Superintendent 2004 - current</td>
</tr>
<tr>
<td>George Nice &amp; Sons – Project Foreman 2002 – 2004</td>
</tr>
<tr>
<td>e. Education: Degree(s)/Year/Specialization:</td>
</tr>
<tr>
<td>N/A</td>
</tr>
<tr>
<td>f. Active Registration:</td>
</tr>
<tr>
<td>Year First Registered/ Discipline/VA Registration #:</td>
</tr>
<tr>
<td>VDOT Erosion and Sediment Control Contractor Certification (ESCCC) – Cert # 5317C</td>
</tr>
<tr>
<td>Virginia Department of Conservation and Recreation (DCR) Responsible Land Disturber (RLD) Certification - 31924</td>
</tr>
<tr>
<td>g. Document the extent and depth of experience and qualifications relevant to the Project.</td>
</tr>
<tr>
<td>1. Note your specific responsibilities and authorities for each assignment, not those of the firm.</td>
</tr>
<tr>
<td>2. Note whether experience is with current firm or with other firm.</td>
</tr>
<tr>
<td>3. Provide beginning and end dates for each assignment.</td>
</tr>
<tr>
<td>(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)</td>
</tr>
<tr>
<td>12/2010 – 4/2012. The Williamsburg Pottery. Henderson, Inc. Project Superintendent for this design-build project for The Williamsburg Pottery. Major elements of this project are the design, permitting and development of a 15-acre site to include clearing, demolition, 29,259cy of cut / fill excavation, earthwork, storm drainage, 29,472sy of Heavy Duty and 36,233sy of Light Duty asphalt paving, traffic signaling, 1,100 lf of 8” Sanitary Sewer, 1,211 lf of 6” &amp; 8” DIP Waterlines, 5204 lf of 18”, 24”, 30” &amp; 36” RCP Storm Drain utilities, fencing, and building structures. The project also consisted of 210 lf of jack and bore under US Route 60 for waterline tie in and an upgrade and remediation of a 6 acre JCC BMP. Henderson, Inc. was also the general contractor for the construction of three buildings totaling 168,000sf. One of the keys to success was our partnering/coordination among all stakeholders with particular focus on client satisfaction.</td>
</tr>
<tr>
<td>8/2008 – 8/2010. Virginia Department of Transportation. Henderson, Inc. Project Superintendent for the Navy Recreation Center project. This project was constructed on the Naval Station Norfolk Base for the Virginia Department of Transportation. It is a 40-acre site conversion from Camp Allen Salvage Yard and Camp Allen Landfill to a recreational facility for the United States Navy. A 21-acre portion of the site was considered hazardous and had to be tested and disposed of properly. The project consisted of approximately 80,000 cubic yards of fill dirt. There was an issue of contaminated ground water throughout the site which was treated at a nearby facility and re-released.</td>
</tr>
</tbody>
</table>
**ATTACHMENT 4.4.1.1**

**KEY PERSONNEL RESUME FORM**

**Brief Resume of Key Personnel anticipated for the Project.**

<table>
<thead>
<tr>
<th>a. Name &amp; Title:</th>
<th>ALLEN G. DORIN JR., MAI, SRA, RW-NAC, President</th>
</tr>
</thead>
<tbody>
<tr>
<td>b. Project Assignment:</td>
<td>Right of Way Manager</td>
</tr>
<tr>
<td>c. Name of Firm with which you are now associated:</td>
<td>KDR Real Estate Services, Inc.</td>
</tr>
<tr>
<td>d. Years experience: With this Firm _10 Years With Other Firms _37 Years</td>
<td></td>
</tr>
</tbody>
</table>

Please list chronologically your employment history, position and general experience or fields of practice for the last fifteen(15) years:

- **KDR Real Estate Services, Inc., President and Owner** 2002 - Current
- **Knight, Dorin, and Rountrey, President and Shareholder** 1986 - 2002

<table>
<thead>
<tr>
<th>e. Education: Degree(s)/Year/Specialization:</th>
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<tbody>
<tr>
<td>B.S. in Commerce, University of Virginia – 1972</td>
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<tr>
<td>M.S. in Real Estate and Urban Land Development, Virginia Commonwealth University -1975</td>
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<table>
<thead>
<tr>
<th>f. Active Registration: Year First Registered/ Discipline/VA Registration #:</th>
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<tr>
<td>Virginia Certified General Appraiser (#4001 000562) – 1992</td>
</tr>
<tr>
<td>Virginia Real Estate Broker (#15685) – 1979</td>
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<table>
<thead>
<tr>
<th>g. Document the extent and depth of experience and qualifications relevant to the Project.</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. <strong>Note your specific responsibilities and authorities for each assignment, not those of the firm.</strong></td>
</tr>
<tr>
<td>2. <strong>Note whether experience is with current firm or with other firm.</strong></td>
</tr>
<tr>
<td>3. <strong>Provide beginning and end dates for each assignment.</strong></td>
</tr>
</tbody>
</table>

(List at least three (3), but no more than five (5) relevant projects for which you have performed a similar function.)

**Boulevard Safety and Improvement Project, Colonial Heights, VA – 39 parcels – est. $334,000 budget (on-going)** – Coordinated RFP response and marketing efforts to primary consultant to obtain award of project. Provided preliminary right-of-way cost estimates, devised delivery schedule of right-of-way, contracted with appraiser sub consultant, consulting with appraiser on valuation issues, providing project oversight assistance, approving and coordinating invoicing and contractual issues with primary consultant.

**Poplar Road Improvement Project, Stafford County, VA – 25 parcels – est. $76,000 budget (2011)** - Coordinated RFP response and marketing efforts to primary consultant to obtain award of project. Provided preliminary right-of-way cost estimates, devised delivery schedule of right-of-way, contracted with appraiser sub consultant, consulting with appraiser on valuation issues, providing project oversight assistance, approving and coordinating invoicing and contractual issues with primary consultant.

**Colonial Beach Bridge Project, Westmoreland County, VA – 14 parcels - $85,000 budget (2012)** – Project initiated through on-call contract with VDOT as the selected right-of-way consultant. Prepared cost proposal and delivery schedule, contracted and consulted with appraiser sub consultants, approved and coordinated invoicing process, general project oversight.
DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

REAL ESTATE BOARD - PRINCIPAL BROKER LICENSE
POST IN A CONSPICUOUS PLACE
THIS LICENSE TO BE KEPT IN CUSTODY AND CONTROL OF PRINCIPAL BROKER

ALLEN GUNN DORIN JR
KDR REAL ESTATE SERVICES INC
2500 GRENoble RD
RICHMOND VA 23294

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)

DEPARTMENT OF PROFESSIONAL AND OCCUPATIONAL REGULATION
COMMONWEALTH OF VIRGINIA

REAL ESTATE APPRAISER BOARD
CERTIFIED GENERAL REAL ESTATE APRAISER

ALLEN G DORIN JR
2500 GRENoble ROAD
RICHMOND VA 23294

(SEE REVERSE SIDE FOR NAME AND/OR ADDRESS CHANGE)
Project Team:
Henderson, Inc. (HI)
Atkins North America, Inc. (ANA)
KDR Real Estate Services, Inc. (KDR)
Land Planning and Design Associates, Inc. (LPDA)
Geotechnical Environmental & Testing Solutions, Inc. (GET)
Landtech Resources, Inc. (LR)
Organizational Chart Narrative

The Henderson, Inc. Design Build Team will work closely with the Virginia Department of Transportation from start to finish — during design, construction, and post-construction phases of the project. We will ensure single point accountability while drawing upon the extensive experiences of our team. This seamless approach ensures project schedules are maintained — while reducing unnecessary costs.

We have identified the team members who are responsible for major functions to be performed and shown their reporting relationships in managing, designing, quality assurance, quality control and construction of the project.

We have designed our organization so there is a clear separation between Quality Assurance (QA) and construction, including the separation between QA and construction Quality Control (QC). Our QA Manager, Mark Scholefield, will report directly to the VDOT project manager to ensure independent quality.
DBE Subcontracting Plan

Henderson, Inc. is committed to engaging Disadvantaged Business Enterprises (DBE), and local business concerns in the performance of work for the Virginia Capital Trail – New Market Heights Phase. We are committed to the 17% DBE participation goal during the design and construction phases of the project. Our team recognizes that assistance to these businesses and their measure of success may take many forms. For that reason, our team will go beyond the typical efforts to solicit and encourage bid participation.

Efforts to notify the DBE business community of the Virginia Capital Trail – New Market Heights Phase will be Design Build Manager Julie Russell’s responsibility and will include, but not be limited to:

- Advertising in local newspapers
- Advertising in the Builders Exchange, F.W. Dodge and Reed Construction
- Posting solicitations on the project FTP site
- Posting solicitations through the VA Department of Minority Business Enterprises
- Conducting a DBE / SWaM outreach program (See example on following page)
- Soliciting prequalified DBE contractors from our contractor database.

The unique needs, timelines and characteristics of the Virginia Capital Trail project will guide our efforts. During our pre-solicitation meetings we will determine the level of interest and ascertain the availability and expertise of prequalified DBE subcontractors. In addition, the Henderson management team will work to increase minority participation by segmenting various works packages and providing technical assistance if needed.

Our team’s goal will be to meet the mission of the Department of Minority Business Enterprise to “promote access to the Commonwealth of Virginia’s contracting opportunities and ensure fairness in the procurement process,” while maintaining our commitment to quality and safety on the Virginia Capital Trail project.

DBE Subcontractors We Have Solicited

P.J. Casanave Land Clearing Company – founded in 1956, P.J. Casanave is a cross between the construction industry and the forestry industry. By doing site clearing and grubbing, they service the construction industry. Recycling and marketing the material from our land clearing operation puts the company in the forestry industry. The business was incorporated in 1977 and is headquartered in Shacklefords, VA.

LL&G Services, Inc. – LL&G was founded in 2000 by Lawrence Easley, President, becoming fully operational in 2003. In early 2009, Easley combined resources and experience with Ronnie S. Guthrie, CLP, Vice President, bringing over 25 years of combined experience in the Agricultural Services and Construction industry to the company portfolio. Mr. Easley oversees operations and management while Mr. Guthrie is available for consultation and support. LL&G Services, Inc. is licensed and insured as a Class A Contractor in VA, WV, NC and SC. They are a DBE and MBE, as well as a HUB zone and Section 8A Certified.
Ty’s Hauling & Paving, Inc. - Ty’s Hauling and Paving, Inc. was founded by Malcolm E. Thomas in 1994. Thomas, a native of the Eastern Shore, began learning his trades under small contractors until he was able to seize the opportunity to become self-employed. Ty’s Hauling and Paving, Inc. has strived to become a leader in the fields of hauling, paving, site work and demolition services. The organization has a record of solid achievement in project delivery in each of these fields that have each been tailored to specifically meet the needs of each client.
Virginia Capital Trail – New Market Heights Phase

Henderson is excited to have been selected as the Design-Builder for the Virginia Capital Trail – New Market Heights Phase and we want you to join the team!

Please come meet the Henderson team and learn about opportunities at our DBE / SWaM outreach program:

**May 24, 2012**
3:30 pm – 5:30 pm

**Henderson, Inc. (Shade Structure)**
5806 Mooretown Road
Williamsburg, VA 23188

Please RSVP by May 21st to彼得 Henderson at:
peter@hendersoninc.com
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<thead>
<tr>
<th>Task</th>
<th>Duration</th>
<th>Start</th>
<th>Finish</th>
</tr>
</thead>
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<td>Wed 6/6/12</td>
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<td>Notice to Proceed</td>
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<td>Tue 6/19/12</td>
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<td>Mobilization</td>
<td>5 days</td>
<td>Wed 3/6/13</td>
<td>Tue 3/12/13</td>
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<td>Wed 6/19/12</td>
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<td>Tue 9/11/12</td>
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<td>Tue 10/23/12</td>
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<td>Thu 4/18/13</td>
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<td>Wed 4/10/13</td>
<td>Thu 4/18/13</td>
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<tr>
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<td>35</td>
<td>Erosion Controls</td>
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<td>Fri 3/15/13</td>
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<tr>
<td>37</td>
<td>Bridge 605 &amp; 606</td>
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<td>Section 4</td>
<td>116 days</td>
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<td>42</td>
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<tr>
<td>Design / Consultant Costs</td>
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<td>2 Wetland Mitigation, Stream Credit Mitigation</td>
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<td>3 Titles &amp; Acquisitions</td>
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<td>4 Surveys &amp; ROW acquisitions plats</td>
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<td>6 Management labor equip &amp; materials</td>
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<tr>
<td>7 Mobilization, stakeout</td>
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<td>8 Permits, fees, licences</td>
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<td>9 Contingency</td>
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<td>11 General - safety fence, bollards, landscaping</td>
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<td>14 Storm Drain</td>
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<td>15 Bridge 602 (alternate)</td>
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<td>16 Bridge 603</td>
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**Total Contract Value:** $6,961,186
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<th>Mar-13 %</th>
<th>May-13 %</th>
<th>Jul-13 %</th>
<th>Sep-13 %</th>
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