

Assignment and Assumption

This Assignment and Assumption (this "Assignment") by and between USHW of California, Inc., a California corporation, as successor by merger of U.S. HealthWorks Medical Group of Florida, Inc., a Florida corporation, ("Assignor"), and Occupational Health Centers of the Southwest, P.A., a Texas professional association authorized to transact business in the State of Florida as Concentra Medical Centers, ("Assignee"), is executed as of the dates noted below to be effective on September 10, 2018.

WHEREAS, Assignor and the City of Fort Lauderdale (the "Client") have entered into that certain Agreement for Occupational Medical, Drug and Alcohol Testing Programs dated December 30, 2015 as it may have been supplemented and amended from time to time (the "Agreement") for services described therein to be performed by Assignor in the State of Florida;

WHEREAS, Assignor has transferred its assets and its ability to perform the services at the centers set forth in the attached Schedule A ("Florida Integration & Assignment Schedule") to Assignee beginning on September 10, 2018;

WHEREAS, as of September 10, 2018, each U.S. HealthWorks Medical Clinic listed in the Florida Integration & Assignment Schedule has transitioned to Concentra Medical Centers under the operation of the Assignee;

WHEREAS, upon such transfer all services provided to the Client under the Agreement are being performed by Assignee at the Concentra Medical Centers set forth in the Florida Integration & Assignment Schedule;

WHEREAS, the Assignor has requested that the City consent to an assignment of the Agreement to Occupational Health Centers of the Southwest, P.A., a Texas professional association authorized to transact business in the State of Florida as Concentra Medical Centers;

NOW, THEREFORE, intending to be legally bound, Assignor and Assignee hereby agree as follows:

1. For and in consideration of the sum of ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and subject to the written approval of this Assignment and Assumption by the City, effective as of September 10, 2018, Assignor hereby assigns, conveys, transfers and delivers to Assignee all of Assignor's rights, duties, obligations, responsibilities, and liabilities under the Agreement to Assignee.

2. Subject to the written consent to this Assignment and Assumption by the City, Assignee hereby accepts the foregoing assignment, and Assignee assumes and agrees to perform all of the Assignor's duties, obligations, responsibilities, and liabilities under the Agreement.

[ASSIGNOR SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the parties hereto have executed this Assignment and Assumption as of the dates noted below, effective September 10, 2018.

WITNESSES:

Signature
Print Name:

Signature
Print Name:

ASSIGNOR:

USHW of California, Inc.

By: _____
Name: John F. Duggan
Title: Senior Vice President & Assistant Secretary
Date:

ATTEST:

By: _____
Name: Michael E. Tarvin
Title: Executive Vice President, & Secretary
Date:

COMMONWEALTH OF PENNSYLVANIA :
: SS.
COUNTY OF CUMBERLAND :

The foregoing Assignment and Assumption was acknowledged before me this _____ day of October, 2018, by John F. Duggan, Senior Vice President and Assistant Secretary for USHW of California Inc., a California corporation, who is personally known to me and who did take an oath.

(SEAL)

Notary Public, Commonwealth of Pennsylvania
(Signature of Notary)

(Print, Type, or Stamp Commissioned Name of
Notary Public)

[ASSIGNEE SIGNATURE PAGE TO FOLLOW]

WITNESSES:

Signature

Print Name:

Signature

Print Name:

ASSIGNOR:

Occupational Health Centers of the Southwest, P.A.

By: _____

Name: Robert G. Hassett, DO

Title: President, Treasurer, & Secretary

Date:

STATE OF TEXAS

:

: SS.

COUNTY OF DALLAS

:

The foregoing Assignment and Assumption was acknowledged before me this _____ day of October, 2018, by Robert G. Hassett, President, Treasurer, and Secretary for Occupational Health Centers of the Southwest, P.A., a Texas corporation, who is personally known to me and who did take an oath.

(SEAL)

Notary Public, State of Texas

(Signature of Notary)

(Print, Type, or Stamp Commissioned Name of
Notary Public)

[CITY OF FORT LAUDERDALE SIGNATURE PAGE TO FOLLOW]

The City of Fort Lauderdale, a Florida municipality, by and through its undersigned Mayor and City Manager, does hereby X consent does not consent to the foregoing Assignment and Assumption.

ATTEST:

Jeffrey A. Modarelli, City Clerk

Dean J. Trantalis, Mayor

Lee R. Feldman, City Manager

Approved as to form:

Assistant City Attorney

SCHEDULE A
FLORIDA INTEGRATION & ASSIGNMENT SCHEDULE

U.S. HEALTHWORKS CLINIC NAME	CLINIC ADDRESS	CONCENTRA INTEGRATION & ASSIGNMENT DATE
Boca Raton	141 NW 20 th St C9 Boca Raton, FL 33431	June 25, 2018
Sarasota	600 N. Cattlemen Rd, Suite 120 Sarasota, FL 34232	September 10, 2018
Bradenton	1105 53 rd Ave East Bradenton, FL 34203	September 10, 2018
Fort Lauderdale	1007 W. Commercial Blvd Fort Lauderdale, FL 33309	September 10, 2018
Fort Lauderdale (Port Everglades)	407 SE 24 th St Fort Lauderdale, FL 33316	September 10, 2018
Plantation	7676 Peters Rd, Suite C Plantation, FL 33324	September 10, 2018
Pompano Beach	311 S Cypress Rd Pompano Beach, FL 33060	September 10, 2018