

ASSIGNMENT

ASSIGNMENT dated July 1, 2003, between Workforce Strategy Center, a New York not-for-profit corporation ("WSC") having an office at 678 East 22<sup>nd</sup> Street, Brooklyn, New York 11210, ("ASSIGNOR"), and Gruber & Pereira Associates, LLC, a California Limited Liability Company having an office at 2170 Vallejo Street, San Francisco, California 94123, ("ASSIGNEE").

WITNESSETH:

For valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned, ASSIGNOR, contingent upon receiving a written letter from the County of San Mateo granting ASSIGNOR the right to assign ("Letter of Authority"), hereby assigns and transfers to ASSIGNEE, its successors, and assigns all of ASSIGNOR'S right, title, interest, and obligations in the contract dated July 1, 2003 between WSC and San Mateo County in the amount of \$206,000 (the "San Mateo Contract"). If ASSIGNOR does not receive the Letter of Authority, this assignment shall never go into effect.

ASSIGNEE, hereby accepts the assignment and transfer of the San Mateo Contract and accepts, all financial and legal responsibilities under said contract, all duties and audit risks as may be required under said contract and hold WSC harmless from any claims or liabilities arising out said contract.

This ASSIGNMENT supercedes all other ASSIGNMENTS executed by WSC and GPA with respect to the San Mateo Contract.

IN WITNESS, WHEREOF, ASSIGNOR and ASSIGNEE have set their hands this 8<sup>th</sup> day of December, 2003.

*[Handwritten Signature]*

BY: Julian Alssid, Workforce Strategy Center

*[Handwritten Signature]*

BY : David Gruber, Gruber & Pereira Associates, LLC

STATE OF New York  
COUNTY OF Westchester ) SS

On the 10 of December, 2003, before me personally appeared Julian Alssid, to me known, by me duly sworn, did depose and say that he is the President of Workforce Strategy Center a not-for-profit corporation described in and which executed the foregoing document and that he signed his name thereto by order of the Board of Directors of said corporation.

ALAN M. KASSOF  
NOTARY PUBLIC, STATE OF NEW YORK  
NO. 24-4982404  
QUALIFIED IN KINGS COUNTY  
COMMISSION EXPIRES 6/3/07

*[Handwritten Signature]*  
Notary Public



WORKFORCE  
STRATEGY  
CENTER

678 EAST 22ND STREET  
BROOKLYN, NY 11210  
T 718 434 8424  
F 718 434 4617  
workforcestrategy.org

May 17, 2004

Maureen Borland  
County of San Mateo  
Human Services Agency  
400 Harbor Blvd  
Bldg B  
Belmont, CA 94002

Dear Ms. Borland,

Workforce Strategy is requesting that the County of San Mateo assign the Bay ABC project to Gruber and Pereira Associates, LLC, and upon reassignment, Workforce Strategy will release \$6,022.19 it is holding to Gruber and Pereira for administration.

Sincerely,

A handwritten signature in black ink, appearing to read 'Julian L. Alsid'.

Julian L. Alsid  
Executive Director



Arnold Schwarzenegger  
Governor

69-1:23:lllc:7990

Mr. Fred Slone  
Workforce Development Manager  
Human Services Agency  
County of San Mateo  
400 Harbor Boulevard  
Belmont, CA 94002

Dear Mr. Slone:

**SAN MATEO/BAY AREA BIOSCIENCE CAREER (ABC) PROJECT**

In your letter to Mr. Ron Addy dated December 18, 2003, you requested the Employment Development Department's (EDD) permission to assign all rights and responsibilities for one of your subcontractors on the Bay ABC project to another subcontractor. Your agreement with EDD as documented in our Workforce Investment Act (WIA) subgrant does not specify which subcontractors you should employ to meet your responsibilities for this project. The WIA Line Item Budget for this project shows only that \$164,000 is budgeted for "Consulting Contract". The selection of subcontractors for this grant is within your purview subject only to the limitations of law, regulation, and your local procurement rules.

I hope this clarification is sufficient. If not, please contact Mr. Ron Addy, Regional Advisor, at (916) 654-9527.

Sincerely,

A handwritten signature in cursive script, appearing to read "Bob Hermsmeier".

BOB HERMSMEIER  
Chief  
Workforce Investment Division