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October 22, 2009

Mr. Frank Destadio
Vice President, Parsons Corporation

Dear Mr. Destadio,


I enjoyed conversing with you today. Per our conversation, Parsons has agreed to take full responsibility of DeKalb County School System's Capital Improvements Program (CIP) on an interim basis. Further, Parsons has agreed to perform all pertinent services related to the day-to-day operations of the program to include but not limited to the following:

- Provide weekly status reports of the CIP Projects
- Assign appropriate coverage of services and resources for all projects
- Identify and document critical and pertinent issues for projects
- Maintain financial accounting and analysis of all projects

In addition, I have assigned Ms. Ramona Tyson, Deputy Chief Superintendent of Business Operations and Finance to serve as the liaison between the Parson's Corporation and the Superintendent's Office. You will engage with Ms. Tyson on a regular basis to provide all of the above reports and any additional information for the CIP program. We agree that all documentation provided by Parsons will be submitted to the assigned liaison (Ms. Tyson) with carbons to Bill Wildman of Sutherland, Asbill, & Brennan.

If you agree with the content of this information, please kindly acknowledge with a confirmation response.

Cordially,


Crawford Lewis