

Assignment and Assumption

This Assignment and Assumption (this "Assignment") by and between U.S. HealthWorks Medical Group, Professional Corporation ("Assignor") and Occupational Health Centers of California, A Medical Corporation d/b/a Concentra Medical Centers ("Assignee"), is executed as of the dates noted below to be effective as provided herein.

WHEREAS, Assignor and the Alameda-Contra Costa Transit District, a Special Transit District established pursuant to California Public Utilities Code, Section 24501 et seq. (the "Client") have entered into Request for Proposal No. 2017-10344 titled DOT Recertification (Drug & Alcohol Testing) Services dated October 24, 2016, and Contract No. 2018-1424B titled DRUG and ALCOHOL SCREENING EXAMINATIONS SERVICES FOR THE TERM DECEMBER 1, 2018 THROUGH DECEMBER 31, 2019 dated effective December 1, 2018, as the agreements may have been supplemented and amended from time to time (the "Agreements") for services described therein to be performed by Assignor;

WHEREAS, Assignor will be transferring its assets and its ability to perform the services on a center by center basis to Assignee on the dates set forth in the attached Schedule A ("California Integration & Assignment Effective Dates");

WHEREAS, on the California Integration & Assignment Effective Dates, each U.S. HealthWorks Medical Clinic will transition to Concentra Medical Centers under the operation of the Assignee;

WHEREAS, upon such transfer Assignor and Assignee desire to assign the services to be provided under the Agreements in part on a center by center basis on the date that each U.S. HealthWorks Medical Center is transitioned to a Concentra Medical Center;

WHEREAS, for purposes of notice under the Agreements, the address for Occupational Health Centers of California, A Medical Corporation is 5080 Spectrum Drive, Suite 1200W, Addison, TX 75001, Attn: Legal Department; and

NOW, THEREFORE, intending to be legally bound, the parties hereto agree as follows:

Effective as of the California Integration & Assignment Effective Dates, Assignor hereby assigns, conveys, transfers and delivers to Assignee, its rights, title, and interests it has (or may have) in those services, compensation, duties, and obligations to be performed at the centers listed in Schedule A, to, and under the Agreements, and Assignee hereby assumes and agrees to pay, perform, and discharge all commitments and obligations of Assignor under the Agreements at centers listed in Schedule A. The Agreements will remain in effect between Assignor and Client until all U.S. HealthWorks Medical Clinics listed in Schedule A have been transferred to Assignee and have commenced operation as Concentra Medical Centers.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the dates noted below to effective as described above.

[SIGNATURE PAGE TO FOLLOW]

**U.S. HealthWorks Medical Group, Professional Corporation,
ASSIGNOR**

DocuSigned by:
By: Minh Q. Nguyen
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Name: Minh Q. Nguyen
Title: President
Date: 11/7/2019

**Occupational Health Centers of California, A Medical
Corporation
ASSIGNEE**

DocuSigned by:
By: Minh Q. Nguyen
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Name: Minh Q. Nguyen
Title: Vice President
Date: 11/7/2019

The undersigned acknowledges and consents to the Assignment and hereby agrees that it has received such notice of the Assignment as may be required under the Agreements. The undersigned further acknowledges and consents, without further action, to all Future Assignments which shall become effective upon the integration of each U.S. HealthWorks Medical Clinic into the existing network of Concentra Medical Centers as set forth in the attached Schedule A.

ALAMEDA-CONTRA COSTA TRANSIT DISTRICT

Approved as to Form and Content:

By: _____
Name: _____
Title: _____
Date: _____

By: _____
Name: _____
Title: _____
Date: _____

SCHEDULE A
CALIFORNIA INTEGRATION & ASSIGNMENT EFFECTIVE DATES

U.S. HEALTHWORKS CLINIC NAME	CLINIC ADDRESS	CONCENTRA INTEGRATION & ASSIGNMENT EFFECTIVE DATE
Chula Vista	542 Broadway, Suite G Chula Vista, CA 91910	January 7, 2019
San Diego (Hillcrest)	3930 4 th Ave, Suite 200 San Diego, CA 92103	January 7, 2019
La Mesa	8090 Parkway Dr La Mesa, CA 91942	January 7, 2019
National City	102 Mile of Cars Way National City, CA 91950	January 7, 2019
Escondido	860 W Valley Pkwy, Suite 150 Escondido, CA 92025	January 7, 2019
Escondido PT	840 W Valley Pkwy, Suite 250 Escondido, CA 92025	January 7, 2019
Santee	9745 Prospect Ave, Suite 100 Santee, CA 92071	January 7, 2019
San Diego (Kearny Mesa)	5575 Ruffin Rd, Suite 100 San Diego, CA 92123	January 14, 2019
San Diego (Miramar)	7590 Miramar Rd, Suite C San Diego, CA 92126	January 14, 2019
San Diego (Sorrento Mesa)	10350 Barnes Canyon Rd, Suite 200 San Diego, CA 92121	January 14, 2019
Murrieta	25115 Madison Ave Murrieta, CA 92526	January 14, 2019
Oceanside	3910 Vista Way, Suite 106 Oceanside, CA 92056	January 14, 2019
Carlsbad	5810 El Camino Real, Suite A Carlsbad, CA 92008	January 14, 2019
Carlsbad PT	5810 El Camino Real, Suite C Carlsbad, CA 92008	January 14, 2019
Chino	15302 El Prado Rd Chino, CA 91710	January 28, 2019
Ontario North	3200 Inland Empire Blvd, Suite 100 Ontario, CA 91764	January 28, 2019
Ontario South	2171 S Grove Ave, Suite A Ontario, CA 91761	January 28, 2019
Pomona	801 Corporate Center Dr, Suite 130 Pomona, CA 91768	January 28, 2019
Irwindale	6520 N Irwindale Ave Irwindale, CA 91702	January 28, 2019
Riverside (Chicago Ave)	1760 Chicago Ave, Suite J3 Riverside, CA 92507	February 4, 2019
San Bernardino	599 Inland Center Dr, Suite 105 San Bernardino, CA 92408	February 4, 2019

U.S. HEALTHWORKS CLINIC NAME	CLINIC ADDRESS	CONCENTRA INTEGRATION & ASSIGNMENT EFFECTIVE DATE
Colton	850 E Washington St Colton, CA 92324	February 4, 2019
Riverside (Day Street)	6485 Day St, Suite 302 Riverside, CA 92507	February 4, 2019
Moreno Valley	16420 Perris Blvd, Suite Q Moreno Valley, CA 92551	February 4, 2019
Lake Forest	22741 Lambert St, Suite 1608 Lake Forest, CA 92630	February 11, 2019
Santa Ana (Tustin)	800 N Tustin Ave, Suite A Santa Ana, CA 92705	February 11, 2019
Orange	1045 N Tustin Ave Orange, CA 92867	February 11, 2019
Santa Ana (Edinger & Grand)	1530 E Edinger Ave, Suite 1 Santa Ana, CA 92705	February 11, 2019
Santa Ana (Warner Ave)	3100 W Warner Ave Santa Ana, CA 92704	February 11, 2019
Santa Ana (East Edinger & Lyon)	1619 E Edinger Ave Santa Ana, CA 92705	February 11, 2019
Irvine (Morse)	2362 Morse Ave Irvine, CA 92614	February 11, 2019
Irvine (Rockfield)	15751 Rockfield Blvd, Suite 100 Irvine, CA 92618	February 11, 2019
Oxnard	1851 Lombard St, Suite 100 Oxnard, CA 93030	February 25, 2019
Camarillo	4934 Verdugo Way Camarillo, CA 93012	February 25, 2019
Bakersfield	1800 Westwind Dr, Suite 301 Bakersfield, CA 93301	February 25, 2019
Santa Fe Springs	10400 Norwalk Blvd, Suite 100 Santa Fe Springs, CA 90670	February 25, 2019
City of Industry	17487 E Hurley St City of Industry, CA 91744	February 25, 2019
El Monte	9350 Flair Dr, Suite 102 El Monte, CA 91731	February 25, 2019
Compton – Rancho Dominguez	2499 S Wilmington Ave Compton, CA 90220	March 4, 2019
Torrance	1149 W 190 th St Torrance, CA 90248	March 4, 2019
Gardena	16630 S Broadway St Gardena, CA 90248	March 4, 2019
El Segundo – LAX	390 N Sepulveda Blvd, Suite 1000 El Segundo, CA 90245	March 4, 2019
Long Beach	100 Oceangate, Suite P245 Long Beach, CA 90802	March 4, 2019

U.S. HEALTHWORKS CLINIC NAME	CLINIC ADDRESS	CONCENTRA INTEGRATION & ASSIGNMENT EFFECTIVE DATE
Vernon I (Soto)	3851 Soto St Vernon, CA 90058	March 18, 2019
Vernon II (Slauson)	3364 E Slauson Ave Vernon, CA 90058	March 18, 2019
Los Angeles – 8 th Street	1313 W 8 th St, Suite 100 Los Angeles, CA 90017	March 18, 2019
Los Angeles – Grand	1400 S Grand Ave, Suite 611 Los Angeles, CA 90015	March 18, 2019
Los Angeles – San Vicente	434 S San Vicente Blvd, Suite 100 Los Angeles, CA 90048	March 18, 2019
Commerce	3430 Garfield Ave Commerce, CA 90040	March 18, 2019
Van Nuys	16300 Roscoe Blvd, Suite 1-A Van Nuys, CA 91406	March 25, 2019
Chatsworth	9700 De Soto Ave Chatsworth, CA 91311	March 25, 2019
Valencia	25733 Rye Cannon Rd Valencia, CA 91355	March 25, 2019
Saugus	22840 Soledad Canyon Rd Saugus, CA 91350	March 25, 2019
Burbank	2550 N Hollywood Way, Suite 100 Burbank, CA 91505	March 25, 2019
West Sacramento	3680 Industrial Blvd, Suite 550-H West Sacramento, CA 95691	April 8, 2019
Sacramento – North	4700 Northgate Blvd, Suite 100 Sacramento, CA 95834	April 8, 2019
Sacramento – Downtown	1675 Alhambra Blvd, Suite B Sacramento, CA 95816	April 8, 2019
Methodist Hospital PT	7601 Hospital Dr, Suite 40A Sacramento, CA 95823	April 8, 2019
Rancho Cordova	10670 White Rock Rd, Suite 100 Rancho Cordova, CA 95670	April 8, 2019
Rocklin	2305 Sunset Blvd Rocklin, CA 95765	April 8, 2019
Rocklin PT	2331 Sunset Blvd Rocklin, CA 95765	April 8, 2019
Mercy Hospital of Folsom Campus PT	1580 Creekside Dr, Suite 120 Folsom, CA 95630	April 8, 2019
Modesto I	1524 McHenry Ave, Suite 135 Modesto, CA 95350	April 15, 2019
Modesto II	1340 Mitchell Rd Modesto, CA 95351	April 15, 2019
Stockton (East)	3663 E Arch Rd, Suite 400 Stockton, CA 95215	April 15, 2019

U.S. HEALTHWORKS CLINIC NAME	CLINIC ADDRESS	CONCENTRA INTEGRATION & ASSIGNMENT EFFECTIVE DATE
Stockton (West)	1429 W Fremont St Stockton, CA 95203	April 15, 2019
Foster Farms – Livingston	843 Davis St Livingston, CA 95334	April 15, 2019
Foster Farms – Turlock	500 F St Turlock, CA 95380	April 15, 2019
Brentwood	3140 Balfour Rd, Suite B & C Brentwood, CA 94513	April 15, 2019
Pleasanton	5635 W Las Positas Blvd, Suite 401 Pleasanton, CA 94588	April 29, 2019
San Leandro	13939 E 14 th St, Suite 150 San Leandro, CA 94578	April 29, 2019
Oakland	7817 Oakport St, Suite 140 Oakland, CA 94621	April 29, 2019
Concord	2231 Galaxy Ct Concord, CA 94520	April 29, 2019
Walnut Creek	1981 N Broadway, Suite 190 Walnut Creek, CA 94596	April 29, 2019
Walnut Creek PT	1810 N Broadway Walnut Creek, CA 94596	April 29, 2019
Berkeley	2850 7 th St, Suite 100 Berkeley, CA 94710	April 29, 2019
Union City	33560 Alvarado Niles Rd Union City, CA 94587	April 29, 2019
South San Francisco	192 Beacon St South San Francisco, CA 94080	May 6, 2019
San Carlos	125 Shoreway Rd, Suite A San Carlos, CA 94070	May 6, 2019
Milpitas	1717 S Main St Milpitas, CA 95035	May 6, 2019
San Jose	1887 Monterey Rd, Suite 200 San Jose, CA 95112	May 6, 2019
Santa Clara	988 Walsh Ave Santa Clara, CA 95050	May 6, 2019
Sunnyvale	1197 E Arques Ave Sunnyvale, CA 94085	May 6, 2019
Gilroy	190 Leavesley Rd, Suite 102 Gilroy, CA 95020	May 6, 2019