

ASSIGNMENT/APPROVAL OF ASSIGNMENT AGREEMENT

This Assignment Agreement is by and between Industrial Water Services, Inc. ("IWS") and Liquid Environmental Solutions of Florida, LLC ("Vendor") with the joinder of Board of County Commissioners of Nassau County, Florida ("County").

RECITALS

WHEREAS: The Board of County Commissioners of Nassau County, Florida (the "County") and Industrial Water Services, Inc. ("IWS") are parties to an existing written agreement identified as "Contract for Total Leachate Management, a/k/a Contract Number CM1462" dated effective as of October 1, 2009 (herein, the "Contract"); and

WHEREAS: As of December 31, 2009, IWS will be acquired by and become known as Liquid Environmental Solutions of Florida, LLC ("Vendor"); and

WHEREAS: The Contract at Section 12 states that the Vendor (IWS) "will not be permitted to assign its contract...without obtaining prior written approval by the County"; and

WHEREAS: The parties desire to properly record such approval and assignment by this document.

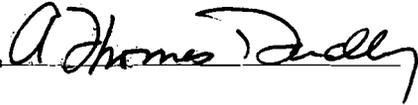
ASSIGNMENT & AGREEMENT

NOW, THEREFORE, for and in consideration of ten (\$10.00) and other good and valuable considerations, the parties agree as follows:

1. IWS assigns all of its rights, interests and duties in, under or arising by reason of the Contract, to Vendor.
2. Vendor accepts the assignment of the Contract by IWS, effective as of December 31, 2009, ratifies and confirms the Contract and agrees to be bound by the terms thereof to the full, same and equal extent as has heretofore bound IWS.
3. County approves the assignment of the Contract from IWS to Vendor and, pursuant to Section 12 of the Contract, acknowledges such approval by this document.
4. Except for the name of the party providing services to County, the Contract remains unaltered and unchanged, and is ratified and confirmed as being and remaining in full force and effect.

IN WITNESS WHEREOF the parties have executed this Assignment/Approval of Assignment Agreement on the date noted below, effective as of December 31, 2009.

INDUSTRIAL WATER SERVICES, INC.

By 

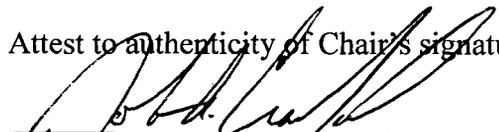
LIQUID ENVIRONMENTAL SOLUTIONS OF FLORIDA, LLC

By 
Its General Counsel

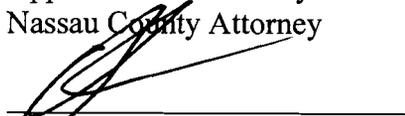
BOARD OF COUNTY COMMISSIONERS
NASSAU COUNTY, FLORIDA


Michael H. Boyle,
Chairman

Attest to authenticity of Chair's signature:


John A. Crawford
Its Ex-Officio Clerk *EBK*
4/5/10

Approved as to form by the
Nassau County Attorney


David A. Hallman