

October 7, 2009

**VIA FEDERAL EXPRESS**

Mr. Art Gallucci  
City Manager  
City of Cerritos, California  
18125 S. Bloomfield Avenue  
Cerritos, CA 90703

**Re: Notice of Assignment re American Traffic Solutions Acquisition of Nestor  
Traffic Systems**

Dear Mr. Gallucci:

This letter is to notify you of American Traffic Solution's ("ATS") recent acquisition of Nestor Traffic Systems, Inc. ("Nestor"). As you are aware, Section 12.3 of the City of Cerritos, California's contract with Nestor dated July 11, 2002 grants ATS the right to assignment of Nestor's contractual rights and obligations. Please acknowledge receipt of this Notice of Assignment by signing in the space provided below, and return the signed Notice of Assignment in the enclosed prepaid envelope.

We look forward to working with you. If you have any question or require any additional information, please do not hesitate to contact me at your convenience.

Sincerely,

**American Traffic Solutions, Inc.**



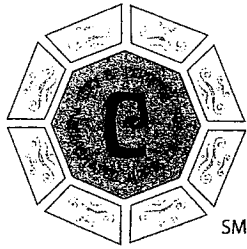
Adam Tuton  
Executive Vice President and Chief Operating Officer

**CITY OF CERRITOS, CALIFORNIA**

By: Art Gallucci

Name: Art Gallucci, City Manager

Date: October 22, 2009



# CITY OF CERRITOS

CIVIC CENTER • 18125 BLOOMFIELD AVENUE  
P.O. BOX 3130 • CERRITOS, CALIFORNIA 90703-3130  
PHONE: (562) 860-0311 • WWW.CI.CERRITOS.CA.US



November 19, 2009

Mr. Adam Tuton  
Executive Vice President and Chief Operating Officer  
**American Traffic Solutions, Inc.**  
7681 East Gray Road  
Scottsdale, Arizona 85260

Dear Mr. Tuton:


**SUBJECT: Notice of Assignment re American Traffic Solutions Acquisition  
of Nestor Traffic Systems**

On October 22, 2009, the Cerritos City Council approved assignment of Nestor Traffic Systems' contractual rights and obligations with the City to American Traffic Solutions (ATS). Enclosed is the letter signed by City Manager, Art Gallucci on the City's behalf acknowledging receipt of the Notice of Assignment by ATS.

Please note, according to your Certificate of Liability Insurance dated November 16, 2009, the policy for workers compensation and employers' liability with Great American Insurance Company will expire December 31, 2009. Once the policy is renewed, please forward an updated certificate to this office.

The City looks forward to working with ATS.

Sincerely,

  
for Kanna Vancheswaran  
Assistant City Engineer

dt  
Enclosure  
cc: Mariela Pacheco, Customer Relations Manager/ATS

BRUCE W. BARROWS  
MAYOR

JOSEPH CHO, Ph.D.  
MAYOR PRO TEM

CAROL CHEN  
COUNCILMEMBER

JIM EDWARDS  
COUNCILMEMBER

LAURA LEE  
COUNCILMEMBER