

H-GAC

Houston-Galveston Area Council

P.O. Box 22777 · 3555 Timmons · Houston, Texas 77227-2777

Cooperative Agreement - Assignment - MES I Acquisition Inc. - Public Services - ID: 13896

FULL CONTRACT ASSIGNMENT AND ASSUMPTION AGREEMENT

This Contract Assignment and Assumption Agreement is made by and between the Houston-Galveston Area Council hereinafter referred to as H-GAC, Municipal Emergency Services Inc (Contractor) at PO Box 656, Southbury, CT 06488 and MES I Acquisition Inc., (Contractor) at 12 Turnberry Land 2nd Fl, Sandy Hook, CT 06482.

WHEREAS, Contractor has first made H-GAC aware of the need for a Full Assignment of the original Agreement to the new Contractor. This notice should be made to H-GAC via a letter or formal notice provided to H-GAC detailing the reason(s) for the Assignment. This formal notice from the Contractor will be included as Attachment A of this Assignment Agreement.

WHEREAS, Contractor entered into a Contract, identified as ID 13460, with H-GAC.

WHEREAS, Contractor wishes to assign the full performance of its obligations under the Contract to Assignee, effective on the Effective Date defined below; for the duration of the contract through the End Date of the Agreement, Oct 31 2028.

WHEREAS, Contractor is willing to accept such assignment, perform as stipulated in the original Contract (a copy of which will be provided to Assignee by Contractor) and comply with all the General and Special Provisions.

WHEREAS, H-GAC is willing to consent to such assignment on the terms stated herein;

NOW THEREFORE, the parties agree as follows:

1. Contractor hereby assigns to Contractor all of its rights and obligations, including payment, under the Contract on the Effective Date (defined below). Contractor will continue to be responsible for all actions taken by Contractor and Purchase Orders (if applicable) processed under the Contract prior to the Effective Date of this Assignment Agreement.
2. Contractor hereby accepts the assignment of Contractor's rights under the Contract, including payment, and assumes all of Contractor's obligations under the Contract from and after the Effective Date. Contractor agrees to perform the duties of the Contractor under the Contract and to comply with all Contract General and Special Provisions commencing on the Effective Date.
3. H-GAC hereby consents to such assignment and assumption.

Unless otherwise noted, this Agreement goes into effect on the date signed by H-GAC (the "Effective Date"). All other terms and conditions of the Contract shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the parties have caused this Full Contract Assignment and Assumption Agreement to be executed by their respective duly authorized representatives.

H-GAC

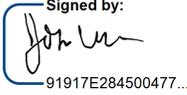
Signature  DocuSigned by:
82EC270D5D61423...

Name Chuck Wemple

Title Executive Director

Date 2/28/2025

Municipal Emergency Services Inc (Contractor)

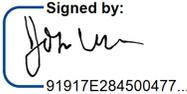
Signature  Signed by:
91917E284500477...

Name John Walker

Title CFO

Date 2/28/2025

MES I Acquisition Inc. (Contractor)

Signature  Signed by:
91917E284500477...

Name John Walker

Title CFO

Date 2/28/2025

Attachment A - Formal Notice of Assignment



February 19, 2025

Houston-Galveston Area Council
Attn: Lourdes McIntyre
3555 Timmons Lane
Suite 100
Houston, TX
Lourdes.mcintyre@h-gac.com
contracts@h-gac.com

Re: Request for to Assign Contract No. EE11-24 for Emergency Medical, Safety, and Rescue Equipment, dated November 1, 2024 (the "Agreement"), by and between Houston-Galveston Area Council, ("H-GAC"), and Municipal Emergency Services, LLC (f/k/a Municipal Emergency Services, Inc.) ("MES" or "we").

Dear Ms. McIntyre,

We write to inform you that MES has internally reorganized our company to better serve our customers which includes revamping our contracting systems (the "Reorganization"). As part of the Reorganization, we intend to assign the Agreement (the "Assignment") to MES Service Company, LLC (EIN: 33-1848433). MES Service Company, LLC is a subsidiary of MES I Acquisition, Inc. (EIN 20-2019745). **We request your approval to the transfer of MES's rights and obligations, including all orders, proposals, modifications, amendments, addendums, extensions, liabilities and statements of work under the Agreement.**

Our business relationship with you will not change. There will be no disruption to the existing services and pending orders, and you will still interact with the same MES team as before. The Reorganization closed on December 31, 2024.

Please let us know the process to complete the Assignment. If you have any questions regarding the MES Reorganization or this letter, feel free to contact our Contract Manager at mdonovan@mesfire.com or 203-304-4132.

Thank you for your ongoing partnership and support during this process.

Sincerely,
MUNICIPAL EMERGENCY SERVICES, LLC

By: _____
John Walker
CFO

A handwritten signature in blue ink that reads "John Walker". The signature is written over a horizontal line.