

NOVATION AGREEMENT

This Novation Agreement is made this 22 day of December, 2020, by and between Asbestos and Demolition, Inc., a South Carolina corporation ("Transferor"), and CIDS, LLC, a Delaware limited liability company ("Transferee").

Whereas on May 31, 2019, a contract to provide Asbestos Abatement Services for UofSC System (the "Abatement Contract") was awarded by The University of South Carolina ("UofSC") to Asbestos and Demolition, Inc.; and

Whereas, on or about December 11, 2020 ("Closing Date"), Transferor will have transferred to Transferee substantially all of its assets, including but not limited to the Abatement Contract, by virtue of an asset purchase agreement by and between Transferor and Transferee; and

Whereas, the Transferee is in a position to fully perform all obligations that may exist under the Abatement Contract; and

Whereas, it is consistent with the UofSC's interest to recognize the Transferee as the new counterparty to the Abatement Contract; and

Now therefore, in consideration of the promises and additional valuable consideration, the Transferor and the Transferee agree that:

1. The Transferor confirms that, on the Closing Date, it will transfer to Transferee all rights, title and interest of the Transferor in and to the Abatement Contract.
2. As of the Closing Date, the Transferee assumes all of the obligations of the Transferor under the Abatement Contract, which may be enforced by UofSC and the State of South Carolina directly against the Transferee as of the effective date.
3. The individuals executing this Novation Agreement on behalf of the Transferor and Transferee warrant that they are fully authorized to bind their respective principals.

4. The effective date of this Novation Agreement is the Closing Date.

SIGNATURES ON FOLLOWING PAGE

In acknowledgement of the aforementioned, these authorized representatives of the Transferee and the Transferor have executed this Novation Agreement.

WITNESS/ATTEST:

Joelyn Keys
Signature

TRANSFEEE

CIDS, LLC
Name (Print) Don Buchanan

By: Don Buchanan

President
Title (Print)

WITNESS/ATTEST

Joelyn Keys
Signature

TRANSFEROR

Asbestos and Demolition, Inc.
Name (Print) Don Buchanan

By: Don Buchanan

President
Title (Print)

CONSENT OF UofSC

The University of South Carolina consents to the above Novation Agreement. The University of South Carolina recognizes the Transferee as the Transferor's successor in interest in and to the Abatement Contract. The Transferee by this Novation Agreement becomes entitled to all rights, titles and interests of the Transferor in and to the Abatement Contract as if the Transferee were the original party to the Abatement Contract. Following the effective date of this Novation Agreement, the term "Contractor" as used in the Abatement Contract, shall refer to Transferee.

The University of South Carolina

12/22/2020
Date

By: Dennis Gallman
Name (Print)

Procurement Manager
Title (Print)