

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AMEC E&I Holdings, Inc.		11/21/2011	CORPORATION: COLORADO

RECEIVING PARTY DATA

Name:	AMEC Environment & Infrastructure, Inc.
Street Address:	1105 Lakewood Parkway
Internal Address:	Suite 300
City:	Alpharetta
State/Country:	GEORGIA
Postal Code:	30009
Entity Type:	CORPORATION: NEVADA

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	2270421	MACTEC
Registration Number:	2273777	MACTEC
Registration Number:	3260123	MACTEC
Registration Number:	3306577	MACTEC
Registration Number:	3306578	MACTEC
Registration Number:	3385360	ENGINEERING AND CONSTRUCTING A BETTER TOMORROW
Registration Number:	3391792	
Registration Number:	3422849	MACTEC
Serial Number:	85056308	IFRASTRUCTURE

CORRESPONDENCE DATA

Fax Number: (404)527-3662

TRADEMARK
 REEL: 004696 FRAME: 0734

Email: mlaip@mckennalong.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Alison E. Musto

Address Line 1: 303 Peachtree St. NE

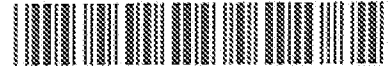
Address Line 2: Suite 5300

Address Line 4: Atlanta, GEORGIA 30308

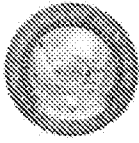
ATTORNEY DOCKET NUMBER:	01415.0090
NAME OF SUBMITTER:	Alison E. Musto
Signature:	/aem/
Date:	01/11/2012

Total Attachments: 11

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ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4520
(775) 684-5708
Website: www.nvsos.gov

Articles of Merger

(PURSUANT TO NRS 92A.200)

Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Articles of Merger (Pursuant to NRS Chapter 92A)

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200):

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article one.

AMEC E&I Holdings, Inc.

Name of merging entity

Colorado

Jurisdiction

Corporation

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

Name of merging entity

Jurisdiction

Entity type *

and,

AMEC Environment & Infrastructure, Inc.

Name of surviving entity

Nevada

Jurisdiction

Corporation

Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

Filing Fee: \$350.00

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 1
Revised: 8-31-11

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REEL: 004696 FRAME: 0736



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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn: _____
 c/o: _____

3) Choose one:

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180).

4) Owner's approval (NRS 92A.200) (options a, b or c must be used, as applicable, for each entity):

- If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from the appropriate section of article four.

(a) Owner's approval was not required from

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

and, or

 Name of surviving entity, if applicable



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(b) The plan was approved by the required consent of the owners of *:

AMEC E&I Holdings, Inc.
 Name of merging entity, if applicable

Name of merging entity, if applicable

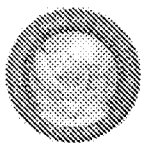
Name of merging entity, if applicable

Name of merging entity, if applicable

and, or,

AMEC Environment & Infrastructure, Inc.
 Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.



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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

.....
 Name of merging entity, if applicable

.....
 Name of merging entity, if applicable

.....
 Name of merging entity, if applicable

.....
 Name of merging entity, if applicable

and, or,

.....
 Name of surviving entity, if applicable



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Articles of Merger

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Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date: January 1, 2012 Time: 12:01:00 am PST

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.



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Articles of Merger
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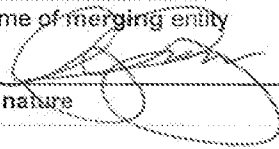
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8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited-liability limited partnership; A manager of each Nevada limited-liability company with managers or one member if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)*

If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity from article eight.

AMEC E&I Holdings, Inc.
 Name of merging entity

X  Assistant Secretary Nov. 21, 2011
 Signature Title Date

Name of merging entity

X _____ Assistant Secretary _____ Nov. 21, 2011
 Signature Title Date

Name of merging entity

X _____ Assistant Secretary _____ Nov. 21, 2011
 Signature Title Date

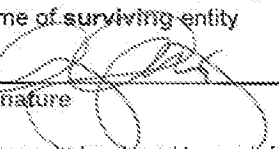
Name of merging entity

X _____ Assistant Secretary _____ Nov. 21, 2011
 Signature Title Date

and,

AMEC Environment & Infrastructure, Inc.

Name of surviving entity

X  Assistant Secretary Nov. 21, 2011
 Signature Title Date

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Merger Page 6
 Revised: 8-31-11

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Document processing fee
 If document is filed on paper \$150.00
 If document is filed electronically Currently Not Available

Fees & forms/cover sheets are subject to change.

To file electronically, access instructions for this form/cover sheet and other information or print copies of filed documents, visit www.sos.state.co.us and select Business.

Paper documents must be typewritten or machine printed.

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**Statement of Merger
 (Surviving Entity is a Foreign Entity)**

filed pursuant to § 7-90-203.7 and § 7-90-204.5 of the Colorado Revised Statutes (C.R.S.)

1. For each merging entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

(Caution: At least one merging entity must be an entity formed under the laws of Colorado.)

ID Number	19941124587 <i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	AMEC E&I Holdings, Inc.		
Form of entity	Corporation		
Jurisdiction	Colorado		
<u>Street</u> address	1105 Lakewood Parkway <i>(Street number and name)</i>		
	Suite 300		
	Alpharetta	GA	30009
	<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>
	<i>(Province - if applicable)</i>	USA	<i>(Country)</i>
<u>Mailing</u> address <i>(leave blank if same as street address)</i>	2020 Winston Park Drive, Suite 700 <i>(Street number and name or Post Office Box information)</i>		
	Oakville		
	Ontario	Canada	L6H 6X7
	<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>
	<i>(Province - if applicable)</i>	<i>(Country)</i>	

ID Number	 <i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	 		
Form of entity	 		

Jurisdiction _____

Street address _____
(Street number and name)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

Mailing address _____
(leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

ID Number _____
(Colorado Secretary of State ID number)

Entity name or true name _____

Form of entity _____

Jurisdiction _____

Street address _____
(Street number and name)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

Mailing address _____
(leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

There are more than three merging entities and the ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and the principal address of each additional merging entity is stated in an attachment.

2. For the surviving entity which is a foreign entity, its entity ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

(Caution: The surviving entity cannot be an entity formed under the laws of Colorado.)

ID Number 19941063731
(Colorado Secretary of State ID number)

Entity name or true name AMEC Environment & Infrastructure, Inc.

Form of entity Corporation

Jurisdiction Nevada

Street address 1105 Lakewood Parkway
(Street number and name)
Suite 300

Alpharetta GA 30009
(City) (State) (ZIP/Postal Code)
USA
(Province - if applicable) (Country)

Mailing address 2020 Winston Park Drive
(Street number and name or Post Office Box information)
(Leave blank if same as street address)
Suite 700

Oakville L6H 6X7
(City) (State) (ZIP/Postal Code)
Ontario Canada
(Province - if applicable) (Country)

3. Each merging entity has been merged into the surviving foreign entity:

4. (If the following statement applies, adopt the statement by marking the box and state the appropriate document number(s).)

One or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state and the document number of each filed document is

Document number _____
 Document number _____
 Document number _____

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

There are more than three trademarks and the document number of each additional trademark is stated in an attachment.

5. (Mark the applicable box and complete the statement. **Caution:** Mark only one box.)

The surviving foreign entity maintains a registered agent in this state.

OR

The surviving foreign entity does not maintain a registered agent in this state and service of process may be addressed to the entity and mailed to the principal address pursuant to section 7-90-704 (2), C.R.S.

OR

The surviving foreign entity has not maintained a registered agent in this state and appoints a registered agent to accept service pursuant to section 7-90-204.5, C.R.S. The person appointed as registered agent has consented to being so appointed. Such registered agent's name and address are

Name
 (if an individual) _____
(Last) (First) (Middle) (Suffix)

OR

(if an entity)
(Caution: Do not provide both an individual and an entity name.)

Street address
(Street number and name)

(City) *CO* *(State)* *(ZIP Code)*

Mailing address
(leave blank, if same as street address)
(Street number and name or Post Office Box information)

(City) *CO* *(State)* *(ZIP Code)*

6. *(If applicable, adopt the following statement by marking the box and include an attachment.)*

This document contains additional information as provided by law.

7. *(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)*

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)
The delayed effective date and, if applicable, time of this document are 01/01/2012 1:01 am MST
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing this document to be delivered for filing are

Gerrish Gregory R
(Last) (First) (Middle) (Suffix)
2020 Winston Park Drive, Suite 700
(Street number and name or Post Office Box information)

Oakville L6H 6X8
(City) (State) (ZIP/Postal Code)
Ontario Canada
(Province - if applicable) (Country)

(If applicable, adopt the following statement by marking the box and include an attachment.)
This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

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