

FROM SUCCESS LAB, INC. TO SYLVAN LEARNING SYSTEMS, INC.

THE CHIEF EXECUTIVE OFFICER REPORTS THE FOLLOWING DECISION:

Approve an assignment and assumption of contractual liabilities from Success Lab, Inc. to Sylvan Learning Systems, Inc. for the following contract: [Contract #]... educational and instructional consulting services... non-public schools in Chicago pursuant to various Federal entitlement programs through August 31, 2002 (authorized by Board Report C1-0926-PR36). A written assignment and assumption agreement is currently being negotiated... prior to the execution of the assignment and assumption agreement, information on the agreement is stated below.

ASSIGNEE: Sylvan Learning Systems, Inc. 1000 Lancaster Street, Chicago, IL 60603. Vendor No.: 22719. ASSIGNOR: Success Lab, Inc. 1033 West Van Buren, Suite 700, Chicago, IL 60607. Vendor No.: 10005.

USER: Office of Chief Education Officer, 125 South Clark Street, Chicago, Illinois 60603. Contact Person: Barbara Egan-Walton. Phone No.: 773-533-1500.

AUTHORIZATION: Authorize the General Counsel to include other relevant terms and conditions in the written assignment and assumption agreement. Authorize the President and Secretary to execute the assignment and assumption agreement.

AFFIRMATIVE ACTION: Actual M/WBE participation monitoring procedures in place for pre-qualified educational consultants applicable to the services rendered to the non-public schools.

LSC REVIEW: Not applicable.

FINANCIAL: No cost to the Board.

Approved for Consideration:

Approved:

Signatures of purchasing officer, chief executive officer, and acting chief financial officer.

Appropriation:

Within Approval:

Signature of Kenneth C. Gotsch, Chief Fiscal Officer.

Approved as to legal form: [Signature]

General Counsel