

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Consent of Sole Stockholder; Dissolution
CONVEYING PARTY DATA	
Name	Execution Date
Morrison-Knudsen Company, Inc.	09/16/2002
RECEIVING PARTY DATA	
Name:	Washington Group International, Inc., an Ohio corporation
Street Address:	600 Montgomery Street, 25th Floor
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94111
PROPERTY NUMBERS Total: 4	
Property Type	Number
Patent Number:	4404180
Patent Number:	4332774
Patent Number:	4682926
Patent Number:	4735784
CORRESPONDENCE DATA	
Fax Number:	(415)693-2222
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	4156932440
Email:	crhem@cooley.com
Correspondent Name:	Cooley Godward Kronish LLP
Address Line 1:	101 California Street, 5th Floor
Address Line 2:	Attn: C. Rhem
Address Line 4:	San Francisco, CALIFORNIA 94111
ATTORNEY DOCKET NUMBER:	URS 210030-129
NAME OF SUBMITTER:	Chris Rhem

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Total Attachments: 4

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Catalytic Industrial Maintenance Co., Inc. , a Delaware corporation
CF Environmental Corporation, a Massachusetts corporation
Emkay Capital Investments, Inc., a Nevada corporation
Gulf Design Corporation, Inc., a Florida corporation
HCC Holding, Inc., a California corporation
MK Train Control, Inc., a Nevada corporation
MK-Ferguson of Idaho Company, an Idaho corporation
Morrison Knudsen Corporation of Viet Nam, a Nevada corporation
Morrison-Knudsen Company, Inc., a Delaware corporation
Morrison-Knudsen Engineers, Inc. , a Nevada corporation
Specialty Technical Services, Inc., a Pennsylvania corporation
Stearns Catalytic Corporation, a Delaware corporation

CONSENT OF SOLE STOCKHOLDER

Pursuant to the applicable provisions of the laws of the indicated jurisdiction of organization of each of the corporations listed above (individually, a "Company" and collectively, the "Companies"), the undersigned, Washington Group International, Inc., an Ohio corporation, being the sole stockholder of each of the Companies, does hereby consent to adopt the following resolutions, as of the 16th day of September, 2002, and directs that this written consent to such action be filed with the minutes of the proceedings of the stockholders of each of the Companies.

WHEREAS, Washington Group International, Inc., an Ohio corporation (the "Stockholder"), owns all of the outstanding shares of stock of each of the following corporations:

Catalytic Industrial Maintenance Co., Inc. , a Delaware corporation
CF Environmental Corporation, a Massachusetts corporation
Emkay Capital Investments, Inc., a Nevada corporation
Gulf Design Corporation, Inc., a Florida corporation
HCC Holding, Inc., a California corporation
MK Train Control, Inc., a Nevada corporation
MK-Ferguson of Idaho Company, an Idaho corporation
Morrison Knudsen Corporation of Viet Nam, a Nevada corporation
Morrison-Knudsen Company, Inc., a Delaware corporation
Morrison-Knudsen Engineers, Inc. , a Nevada corporation
Specialty Technical Services, Inc., a Pennsylvania corporation
Stearns Catalytic Corporation, a Delaware corporation

(individually, a "Company" and collectively, the "Companies"); and

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WHEREAS, it is in the best interests of the Stockholder that each Company be completely liquidated and dissolved.

NOW, THEREFORE, BE IT RESOLVED, that each Company be completely liquidated and dissolved effective upon filing of a Certification of Dissolution with the applicable Secretary of State, that each Company's complete liquidation and dissolution be completed no later than twelve months from this date, and that all the assets of each Company be distributed to the Stockholder within said twelve-month period.

RESOLVED, that the Board of Directors of each Company be, and each of them hereby is, authorized and empowered to cause their respective Company to do any and all acts and things, and to execute and deliver any and all certificates, agreements, documents, statements or other instruments, as such Board of Directors may approve as being necessary, desirable or appropriate to carry out the intent of the foregoing resolutions (such approval to be conclusively evidenced by the doing of such acts and things or the execution and delivery of such instruments, as applicable, by an officer of such Company thereunto duly authorized by such Board of Directors to act in the name and on behalf of such Company), and to cause the Company to pay any and all fees and expenses incurred in connection therewith.

**Washington Group International, Inc.,
an Ohio corporation**

/s/ Richard D. Parry

By: _____

Richard D. Parry
Senior Vice President and General Counsel

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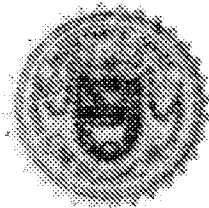
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "MORRISON-KNUDSEN COMPANY, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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020652415

AUTHENTICATION: 2048324

DATE: 10-22-02

PATENT
REEL: 020325 FRAME: 0564

**CERTIFICATE OF DISSOLUTION
BY DIRECTORS AND
VOTE OF STOCKHOLDERS**

It is hereby certified that:

1. The name of the corporation (the "corporation") is

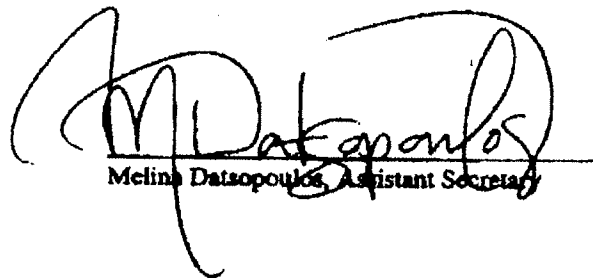
Morrison-Knudsen Company, Inc.

2. The dissolution of the corporation has been duly authorized by the Board of Directors and Stockholders in accordance with subsections (a) and (b) of Section 275 of the General Corporation Law of the State of Delaware.

3. The date the dissolution was authorized is

September 16, 2002

4. The attached is a list of the names and the respective addresses of the directors and officers of the corporation.


Melina Datsopoulos, Assistant Secretary