



The Illinois State Toll Highway Authority
2700 Ogden Avenue
Downers Grove, Illinois 60515-1703
630/241-6800
Fax: 630/241-6100
T.T.Y. 630/241-6898

June 11, 2004

Mr. Donald J. Schell, Systems Engineer
Wisconsin Department of Transportation, District 2 Traffic Operations Center
633 West Wisconsin Avenue, Suite 1200
Milwaukee, WI 53203

Subject: Memorandum of Understanding for Use of WiTel Optic Fiber, ISTHA Contract RR-03-5157
Dynamic Message Sign (DMS) and CCTV Camera Installation

Dear Mr. Schell:

Enclosed for your signature is a Memorandum of Understanding (MOU) between the Wisconsin Department of Transportation (WISDOT) and the Illinois State Highway Toll Authority (ISTHA). The MOU will permit ISTHA to use existing fiber optic cable installed by Williams Telecommunications (WiTel) for the Dynamic Message Sign (DMS) and Closed Circuit Television (CCTV) Camera unit to be installed north of Russell Road on EB I-94 / SB US 41 as shown on the attached Exhibit A. The work will be performed by ADESTA LLC Inc. and the operation of the DMS / CCTV will be linked to ISTHA's Traffic Incident Management System (TIMS).

Please return the signed MOU for signature by our Board Chairman. The MOU is subject to the approval of the Tollway's Board, which will meet on June 24, 2004. We will mail a copy of the executed document for your records. If you have any questions, please call Mr. Dave Kapadia at 630-241-6800 extension 3921.

Thank you for your cooperation.

Sincerely,

A handwritten signature in black ink, appearing to read 'Jeffrey S. Dailey'.

Jeffrey S. Dailey, P.E.
Chief Engineer

JSD:pdk
Attachments

cc T. Bamonte / P. Olszewski
G. Stukel > CIS file I 4, Contract RR-03-5157
K. Glassman, D. Havranek, R. Quinsey, R. Lund, D. Kapadia
D. Buchko
S. Brink (IDOT District 1)
K. Kell - HNTB Corporation
J. Jorgensen (ADESTA Inc.)

MEMORANDUM OF UNDERSTANDING

This document represents the understandings as set forth below between the Wisconsin Department of Transportation (WisDOT) and the Illinois State Toll Highway Authority (ISTHA) for the use of existing Williams Telecommunications (WiTEL) fiber optic cable along I-94 north of Russell Road. The ISTHA fiber optic system ends at handhole #1 located at the southwest corner of the intersection of I-94 and Russell Road as shown on the attached Exhibit A. Adesta, LLC will splice four (4) fibers from the ISTHA 24 count backbone cable to WiTel 36 count cable. The WiTel cable continues along the west side of I-94 on IDOT ROW then on WISDOT ROW. At the Dynamic Message Sign (DMS) location, ADESTA LLC will perform splice to service the DMS and the associated CCTV camera.

It is understood that:

- 1. WisDOT shall provide access to four existing fibers at no cost for use by ISTHA for the DMS / CCTV to be installed north of Russell Road under ISTHA Contract RR-03-5157;
2. ISTHA will maintain the fiber optic cable from the splice in the WiTEL fiber optic Cable to the DMS Controller Cabinet and provide field locates for this cable ;
3. WisDOT will continue to maintain the WiTEL fiber optic cable; and provide field locates for this cable from handhold #1 at Russell Road to the Illinois/Wisconsin State Line;
4. WisDOT assumes no financial responsibility in the event that there is interruption of service in the WiTEL fiber optic cable; and,
5. This Memorandum of Understanding will last for 25 years from the date of full execution, and will remain in place after said 25-year period if WisDOT has no objection. This memorandum shall remain in force until such objection is received by ISTHA from WisDOT.

This memorandum shall be binding upon and inure to the benefits of the parties hereto, their successors and assigns.

ILLINOIS STATE HIGHWAY TOLL AUTHORITY

WISCONSIN DEPARTMENT OF TRANSPORTATION

By: John Mitola, Chairman of the Board

By: Donald J. Schell, Systems Engineer, District 2

Attest: Michael Colsch, Chief of Finance

Attest: Kelly A. Fargler, Title: Freeway Operations Supervisor

Date:

Date: 6/15/04

APPROVED AS TO FORM AND CONSTITUTIONALITY

Attorney General - State of Illinois

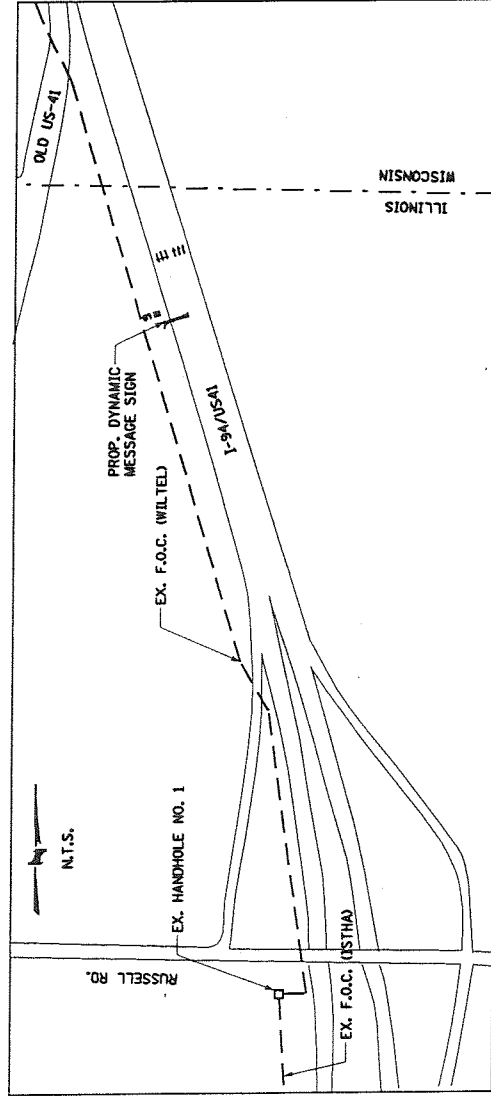
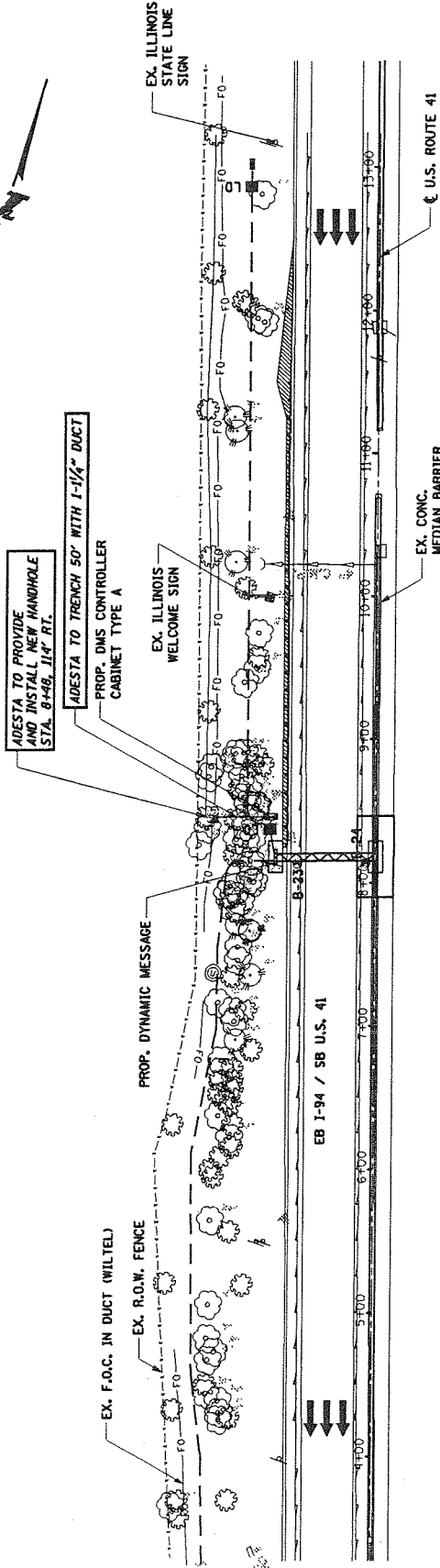


EXHIBIT A
 ISTHA DMS & CCTV
 RUSSELL ROAD
 CONTRACT RR-03-5157