

ADDENDUM TO AGREEMENT

This addendum is entered this 30th day of November, 2007 between the City of Imperial, a municipal corporation of the State of California ("City") and Allied Waste Transportation, In., a Delaware corporation qualified to do business in California, dba Valley Environmental ("Contractor").

WITNESSETH

WHEREAS, the parties hereto entered an agreement dated December 15, 2004, which sets forth the terms upon which Contractor would provide collection and disposal of solid waste services to the City ("Agreement"), and

WHEREAS, the Agreement is scheduled to expire on June 30, 2008; and

WHEREAS, paragraph 2 of the Agreement contemplates that the parties may negotiate terms upon which the Agreement may be extended for a two year period, but that such terms, "...must be reduced to writing and signed by both parties by December 1, 2007,..."; and

WHEREAS, the parties have been diligently pursuing negotiations but anticipate that negotiations will not be complete by December 1, 2007; and

WHEREAS, among other things, the parties may wish to negotiate for an extension period longer than two years.

NOW THEREFORE, IT IS AGREED AS FOLLOWS:

1. The above referenced recitals are true and correct and are incorporated herein by this reference.
2. Paragraph 2 is amended such that the date by which the terms of the extension must be reduced to writing and signed by both parties is January 31, 2008.
3. Paragraph 2 is further amended such that the parties may negotiate an extension for a period longer than two years.
4. Nothing contained herein shall obligate or bind either party to execute an extension except upon such terms as are acceptable to each party.
5. Except as set forth herein, the terms of the Agreement shall remain in full force and effect.

CITY OF IMPERIAL

By: Maureen D. Best

Attest:

By: [Signature]
City Clerk

ALLIED WASTE TRANSPORTATION, INC.,
A DELAWARE CORPORATION DBA
VALLEY ENVIRONMENTAL

By: [Signature]
Its Division Manager