Hanson; Wagner

DELAWARE COUNTY IOWA
FILED
2001 AU -1 PM 4:25
BOOK 2001 PAGE 2190
DEED FEE $16.00
DELAWARE CO RECORDER

WHEN RECORDED, RETURN TO:

David V. Fowler, Esq.
Fennemore Craig
3003 North Central Avenue, Suite 2600
Phoenix, Arizona 85012

MEMORANDUM OF OPTION

THIS MEMORANDUM OF OPTION ("**Memorandum**") is made effective as of the 25 day of July, 2001, by and between Randy Harbach, also known as Randy R. Harbach ("**Optionee**") and BFI Waste Services, LLC, a Delaware limited liability company ("**Optionor**").

Optionor and Optionee hereby give notice to the public that Optionor has granted to Optionee an option (the "**Option**") to purchase that certain property more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "**Property**").

The term of the Option shall commence on July 25, 2001 and will terminate on December 31, 2004. The Option was granted by Optionor to Optionee under an Option Agreement dated as of July 25, 2001, the terms of which are incorporated herein by this reference. Further information concerning the option may be obtained from Optionee or Optionor at the following addresses:

Randy Harbach
2124 State Highway 38
Manchester, IA 52057

Allied Waste Industries, Inc.
15880 North Greenway-Hayden Loop, Suite 100
Scottsdale, AZ 85260
Attention: Steven M. Helm, Vice President and General Counsel

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed this Memorandum of Option to become effective as of the 25 day of July, 2001.

OPTIONOR:

Randy Harbach, also known as Randy R. Harbach

OPTIONEE:

BFI WASTE SERVICES, LLC,
a Delaware limited liability company

By: Keith Hagan
Name: Keith HAGAN
Its: General Manager

STATE OF Iowa)
) ss.
County of Delaware)

The foregoing instrument was acknowledged before me this 26 day of July, 2001, by Randy Harbach, also known as Randy R. Harbach.

Notary Public

My Commission Expires:

9/22/01

THOMAS J. HANSON
COMMISSION # 115040
MY COMMISSION EXPIRES
9/22/01

STATE OF Iowa)
) ss.
County of Delaware)

The foregoing instrument was acknowledged before me this 26 day of July, 2001, by Keith Hagan, as General Manager on behalf of BFI Waste Services, LLC, a Delaware limited liability company.

Notary Public

My Commission Expires:

9/22/01

THOMAS J. HANSON
COMMISSION # 115040
MY COMMISSION EXPIRES
9/22/01

EXHIBIT A

Legal Description

The land referred to is situated in the State of Iowa, County of Delaware, and is described as follows:

Parcel "E", Section 32, Township 89 North, Range 04 West, Delaware County, Iowa, according to plat recorded in Book 2001, page 1142.