

PREPARED BY:
Cecil D. McClellan III (MBN 10478)
McClellan Law Firm, P.A.
100 Webster Circle, Suite 1
Madison, Mississippi 39110
601.992.6050

~~RETURN TO:~~
Rogers Towers, P.A.
Attn: Chris R. Strohmenger, Esq.
1301 Riverplace Blvd., Suite 1500
Jacksonville, FL 32207
904.398.3911

SPECIAL WARRANTY DEED

STATE OF MISSISSIPPI
COUNTY OF DESOTO

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the GRANTOR:

ADVANCED DISPOSAL SERVICES ASW, LLC
A Delaware limited liability company
7915 Baymeadows Way, Suite 300
Jacksonville, Florida 32256
Attn: General Counsel
904-737-7900

does hereby bargain, sell, grant, convey, and warrant specially unto GRANTEE:

BFI WASTE SERVICES, LLC
A Delaware limited liability company
Attn: General Counsel
18500 North Allied Way
Phoenix, AZ 85054
Phone # 480-627-2700

the following described land and property located in DeSoto County, Mississippi, and more particularly described as follows:

Complete Legal Description is attached hereto as Exhibit A.

INDEXING INSTRUCTIONS: Lot 4 and 5, Fifth Revision, Section A, Olive Branch Industrial Park, Section 26, Township 1 South, Range 6 West, DeSoto County, Mississippi

PB 38 PG 52

Return to:
Zonia N. Veal
First National Financial Title Services, Inc.
3237 Satellite Blvd, Bldg 300, Suite 450
Duluth, GA 30096
File No. H6813-F

TOGETHER WITH all improvements thereon, all oil, gas and mineral rights located at, on, upon under or associated therewith, riparian and other water rights, privileges and easements appurtenant to the certain lot, tract or parcel of land described in Exhibit "A" (collectively, the "Property").

For the same consideration recited above, Grantor hereby GRANTS AND CONVEYS all interest, if any, of Grantor in (i) strips or gores lying adjacent to the Property and abutting or immediately adjacent properties, and (ii) any land underlying and adjacent streets or roads.

This conveyance is made subject only to the encumbrances and exceptions described in Exhibit "B" attached hereto and incorporated herein by reference, but only to the extent they affect or relate to the property.

TO HAVE AND TO HOLD the Property, unto Grantee and Grantee's successors and assigns forever; and Grantor does hereby bind itself and its successors and assigns to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

WHEREFORE, the Special Warranty Deed is executed to be effective as of the 1st day of June, 2011.

ADVANCED DISPOSAL SERVICES ASW, LLC, a Delaware limited liability company

By: [Signature] (SEAL)
Name: Christina Mills
Title: VP - General Counsel

STATE OF FLORIDA §
COUNTY OF DUVAL §

Personally appeared before me, the undersigned authority in and for the said county and state, on this 31 day of May, 2011, within my jurisdiction, the within named Christina Mills, who acknowledged to me that (he) (she) is the VP - General Counsel of **ADVANCED DISPOSAL SERVICES ASW, LLC**, a Delaware limited liability company, and that for and on behalf of said limited liability company, and as its act and deed, (he)(she) executed, signed and delivered the above and foregoing instrument, after first having been duly authorized by said limited liability company so to do.



[Signature]
NOTARY PUBLIC

My Commission Expires:

EXHIBIT "A"

The Property

Lot 4 and 5, Fifth Revision, Section A, Olive Branch Industrial Park, situated in Section 26, Township 1, South, Range 6 West, City of Olive Branch, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 38, Page 52, in the Office of the Chancery Court of DeSoto County, Mississippi.

EXHIBIT "B"

Real estate taxes for the year of 2011 and subsequent years, not yet due and payable.

Any prior reservation or conveyance of minerals of every kind and character, including, but not limited to, oil, gas, sand and gravel in, on, and/or under subject property.

Easements, rights of way, boundary lines, and improvements as set forth on plat recorded in Plat Book 35, Page 12; Plat Book 37, Page 52; and Plat Book 38, Page 52, aforesaid records.

Right of Way Easement recorded in Book 33, Page 372, aforesaid records.

Right of Way Encroachment Agreement recorded in Book 611, Page 61, aforesaid records.

ALTA/ACSM Land Title Survey prepared by The Matthews Company, Inc., certified by Christopher S. Denham, RLS No. PS-3016, dated May 18, 2011, discloses the following:

- a. Overhead power crosses parking lot.
- b. Drainage lines cross west property line.
- c. Large fuel tank in NW sector of subject property, and small fuel tank in the SW sector of the subject property.
- d. Gas, sewer, drainage, electrical, phone, and water lines not in defined easement areas.