

APPENDIX I
RESTRICTIVE COVENANT

When Signed or Recorded Please Return to:
DKL Holdings, Inc.
Larry Henk
1222 East Coconino Drive
Chandler, Arizona 85249-2812

Restrictive Covenant

The undersigned owner of the real property described on Exhibit "A" attached hereto by this reference incorporated herein, hereby acknowledges that the Property ("Marana Regional Landfill"), will be used as a solid waste landfill. Pursuant to ARS §49-771, DKL Holdings, Inc., a Delaware Corporation, hereby covenants and agrees that we and our agents, employees, heirs, successors, lessees, administrators or assignees shall not engage in development, filling, grading, excavating, drilling or mining of the solid waste landfill, during the operating life of the solid waste landfill, or after its closure, without the approval of the Director of the Arizona Department of Environmental Quality, or any successor official or agency as provided by law, unless provided for in the approved facility closure or post closure plan.

This agreement constitutes a mutual covenant running with the land and all successors in interest, heirs, lessees, executors, administrators, or assignees shall be deemed parties to this agreement to the same effect as the original signers, and all subsequent deeds or other instruments conveying any title to the Property or any portion thereof shall be made expressly subject to this restrictive covenant; provided, however, that this agreement shall automatically terminate if ARS §49-771 is revoked or revised in such a manner as to eliminate the restrictive covenant requirement.

IN WITNESS THEREOF, each party to this agreement has caused it to be executed on the same dates as indicated below.

DKL Holdings, Inc.,
A Delaware Corporation

By: _____ date: _____
Larry Henk, President

The foregoing instrument was acknowledged before me this ___ day of _____ 2011, by Larry Henk, President of DKL Holdings, Inc., a Delaware Corporation, on behalf of the Corporation.

Notary Public

Date My Commission Expires

The foregoing restrictive covenant is accepted this _____ day of _____, 2011.

Shannon Davis, Deputy Director
Waste Programs Division
Arizona Department of Environmental Quality

Notary Public

Date My Commission Expires

Exhibit “A”

Legal Description
Marana Regional Landfill

Appendix A Legal Description

Parcel 1

Lots 1, 2 and 3; the South half of the North half; The Southwest quarter; and the Southeast quarter of Section 1, Township 12 South, Range 10 East, Gila and Salt River Base and Meridian, Pima County, Arizona.

