Appendix C – Existing Deed Restrictions
West Lake Landfill and Areas 1 and 2

SPENCER FANE BRITT & BROWNE LLP
ATTORNEYS AND COUNSELORS AT LAW

MICHAEL D. HOCKLEY
DIRECT DIAL (816) 292-8233
mdh@spencerfane.com

File No. 2741000/1

July 30, 1997

David A. Hoefer, Esq.
Assistant Regional Counsel
Office of Regional Counsel
U.S. Environmental Protection Agency
Region VII
726 Minnesota Avenue
Kansas City, Kansas 66101

Re: West Lake Landfill Site, Declaration of Covenants and Restrictions

Dear David:

With this letter I enclose copies of the following documents:

1. Declaration of Covenants and Restrictions executed by West Lake Quarry and Material Company, recorded with the St. Louis County Recorder of Deeds on June 30, 1997 at Book 11208, Page 2499;

2. Declaration of Covenants and Restrictions executed by Rock Road Industries, Inc., recorded with the St. Louis County Recorder of Deeds on June 30, 19997 at Book 11208, Page 2508;

3. Declaration of Covenants and Restrictions executed by Laidlaw Waste Systems (Bridgeton) Inc., recorded with the St. Louis County Recorder of Deeds on June 30, 1997 at Book 11208, Page 2515.

By recording these Declarations of Covenants and Restrictions, future use of the area encompassed by the West Lake Superfund Site has been limited and cannot include residential use. To change such use, the Environmental Protection Agency, the Missouri Department of Natural Resources, and the owner of the affected premises would have to agree to such changes. Therefore, the West

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1000 WALNUT STREET, SUITE 1400
KANSAS CITY, MISSOURI 64106-2140
OVERLAND PARK, KANSAS (816) 474-8100 FAX (816) 474-3216 WASHINGTON, D.C.

Lake Landfill Site Respondents believe that the only reasonable future use that should be considered for risk assessment purposes is a non-residential use.

Sincerely,

Michael D. Hockley

MDH:nrl

cc: Mr. Doug Borro
William R. Werner, Esq.
Charlotte L. Neitzel, Esq.
Mr. James W. Wagoner II
Mr. Paul V. Rosasco, P.E.
(All via mail, w/enclosure)

BP11208/2499

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DANIEL T. O'LEARY
RECORDER OF DEEDS
ST. LOUIS COUNTY MISSOURI
41 SOUTH CENTRAL
CLAYTON, MO 63105

RECORDER OF DEEDS DOCUMENT IDENTIFICATION & CERTIFICATION SHEET

TYPE OF INSTRUMENT	GRANTOR	TO	GRANTEE
RESTR	WEST LAKE QUARRY AND MATERIAL CO ETAL		

PROPERTY DESCRIPTION: YOSTI PARTITION LOT PT 1 2 3 & 4

Lien Number	Notation	Document Number	Locator
		829	

STATE OF MISSOURI)
SS.
COUNTY OF ST. LOUIS)

I, the undersigned Recorder of Deeds for said County and State, do hereby certify that the following and annexed instrument of writing, which consists of 8 pages, (this page inclusive), was filed for record in my office on the 30 day of June 1997 at 02:30 PM and is truly recorded in the book and at the page shown at the top and/or bottom of this page.

In witness whereof I have hereunto set my hand and official seal the day, month and year aforesaid.

SEAL OF THE RECORDER OF DEEDS FOR ST. LOUIS COUNTY, MO

Daniel T. O'Leary
Recorder of Deeds
St. Louis County, Missouri

J. Allen
Deputy Recorder

RECORDING FEE $36.32

7

DECLARATION OF COVENANTS AND RESTRICTIONS

WEST LAKE QUARRY AND MATERIAL COMPANY

West Lake Quarry and Material Company, a Missouri corporation ("Declarant"), hereby (a) imposes the provisions of this Declaration upon the Premises (as defined below), (b) publishes and declares that the following terms, conditions, restrictions and obligations shall (i) affect and encumber the Premises, (ii) run with and be a burden upon and a benefit to the Premises, and (iii) be fully binding upon Declarant and all other persons or entities acquiring the Premises or any part thereof or interest therein whether by descent, devise, purchase or otherwise, and (c) declares that any person or entity, by the acceptance of title to the Premises or any part thereof or interest therein, shall thereby agree and covenant to abide by and be bound by the following terms, conditions, restrictions and obligations.

RECITALS

A. Declarant is the owner of certain real property (located in the City of Bridgeton, County of St. Louis, State of Missouri), legally described on Exhibit A, attached hereto and incorporated herein by this reference, which real property is herein referred to as the "Premises".

B. The Premises and nearly all real property in the immediate vicinity of the Premises have been used exclusively for more than 40 years for non-residential uses, primarily for commercial and industrial uses and in some cases, for agricultural uses.

C. Such uses have included, but have not been limited to, quarrying operations, demolition and sanitary landfill operations, asphalt and concrete batch plant operations, and vehicle maintenance, repair and body shop operations.

D. Such uses, and the character and nature of the land uses in the vicinity of the Premises, make the Premises unsuitable for any future residential use.

E. The United States Environmental Protection Agency ("EPA") has entered into an Administrative Order on Consent (the "Consent Order") with Cotter Corporation (N.S.L.), Laidlaw Waste Systems (Bridgeton) Inc., Rock Road Industries, Inc., and the United States Department of Energy.

F. The Consent Order, among other things, (i) provides for the investigation of the nature and extent of contamination and any threat to the public health, welfare, or the environment caused by the release or threatened release of hazardous substances at or from two isolated areas either on or in the vicinity of the Premises and which have been designated as Radiological Areas 1 and 2 in the Consent Order, and which contain low-level radioactive waste materials, and (ii) has been filed with the Regional Hearing Clerk, EPA, Region VII, 726 Minnesota Avenue, Kansas City, Kansas, Docket No. VII-93-F-0005.

G. Declarant desires to prohibit the present and future use of the Premises for any residential purpose in accordance with the terms and provisions of this Declaration.

DECLARATION

Declarant hereby states and declares as follows:

1. Neither the Premises, nor any portion thereof, shall be used now or hereafter for any residential purpose, or for any day care, preschool or other educational use.

2. This Declaration shall not unlawfully restrict and shall not be used to violate any federal law, rule, or regulation regarding the use of real estate, including, but not limited to, the Fair Housing Act.

3. No water well for drinking water use shall be installed on the Premises.

4. This Declaration shall be recorded in the office of the Recorder of Deeds for the County of St. Louis, State of Missouri.

5. Any deed or other instrument of conveyance for the Premises or any portion thereof shall be subject to this Declaration.

6. Each of EPA (or its successor), the Missouri Department of Natural Resources ("MDNR") (or its successor) and the owner of any portion of the Premises shall have the right to sue for and obtain an injunction, prohibitive or mandatory, to prevent the breach, or to enforce the observance, of this Declaration. This right shall be in addition to any other action available at law or in equity. The failure to enforce any covenant or restriction herein at the time of its violation shall not constitute a waiver of the right to do so later.

7. The provisions of this Declaration shall continue in full force and effect until the fiftieth anniversary of the date of this Declaration and thereafter for successive twenty-year periods unless, prior to the expiration of the then current term, a written notice of termination of this Declaration, executed by each of the then owners of the Premises and by authorized representatives of EPA (or its successor) and MDNR (or its successor), has been filed with the office of the Recorder of Deeds for St. Louis County, State of Missouri. A notice of termination of this Declaration may be filed at any time after the effective date of this Declaration, and the Declaration shall terminate on the date the notice of termination is filed with the Recorder of Deeds.

IN WITNESS WHEREOF, West Lake Quarry and Material Company has caused this instrument to be executed this 27th day of May, 1997.

WEST LAKE QUARRY AND MATERIAL COMPANY
a Missouri corporation

By: _____
William E. Whitaker
President

ACKNOWLEDGEMENT

STATE OF MISSOURI)
) ss
County OF ST. LOUIS)

On this 27th day of May, 1997, before me, a notary public, personally appeared William E. Whitaker, to me known, who, being by me duly sworn, did say that he is the President of West Lake Quarry and Material Company, a Missouri corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and said person acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Margaret G. Cusumano
Notary Public

My Commission Expires:

November 5, 1998

MARGARET G CUSUMANO
NOTARY PUBLIC STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXP. NOV. 5,1998

MARGARET G. CUSUMANO NOTARY PUBLIC NOTARY SEAL STATE OF MISSOURI

A tract of land in part of Lots 1,2,3, and 4 of the Yosti Partition in U.S. Survey 131, part of Lot 21, of the St. Charles Ferry pany Tract in U.S. Survey 47 and 1934, part of U.S. Survey 131, and part of U.S. Survey 47 in Townships 46 and 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County Missouri, described as follows:

Beginning at the most easterly corner of Lot 1 of the Yosti Partition in U.S. Survey 131, being a point in the centerline of Taussig Avenue; thence South 43 degrees 34 minutes 53 seconds East, along the northeasterly line of Lot 4 of the Yosti Partition, a distance of 99.92; thence South 6 degrees 41 minutes 15 seconds West, a distance of 68.96 feet; thence South 23 degrees 21 minutes 55 seconds West, a distance of 154.73 feet; thence South 26 degrees 49 minutes 07 East, a distance of 55.27 feet; thence South 14 degrees 32 minutes 36 seconds West, a distance of 143.63 feet; thence South 34 degrees 03 minutes 12 seconds West, a distance of 220.86 feet; thence North 55 degrees 41 minutes 34 seconds West, a distance of 127.00 feet; thence South 88 degrees 59 minutes 19 seconds West, a distance of 62.24 feet; thence South 54 degrees 43 minutes 18 seconds West, a distance of 240.50 feet; thence South 26 degrees 44 minutes 32 seconds West, a distance of 450.91 feet; thence South 8 degrees 25 minutes 49 seconds West, a distance of 224.01 feet; thence South 17 degrees 14 minutes 43 seconds East, a distance of 28.63 feet; thence South 47 degrees 09 minutes 44 seconds East, a distance of 61.27 feet; thence South 24 degrees 34 minutes 10 seconds East, a distance of 73.64 feet; thence South 0 degrees 07 minutes 21 seconds West, a distance of 107.37 feet to the northeasterly right of way line of the St. Charles Rock Road, 60 foot wide; thence North 61 degrees 07 minutes 11 seconds West, along said right of way line, a distance of 99.72 feet to the centerline of Taussig Avenue; thence North 28 degrees 07 minutes 01 seconds East, along said centerline, a distance of 100.00 feet to the intersection of said centerline and the southeasterly prolongation of the northeasterly line of a tract of land conveyed to American Telephone and Telegraph Company of Missouri by deed recorded in Book 1719 on Page 170; thence North 61 degrees 07 minutes 11 seconds West, along said line, a distance of 120.00 feet to the most northerly corner of said tract; thence South 28 degrees 07 minutes 01 seconds West, along the northwesterly line of said tract and its southwesterly extension, a distance of 130.00 feet to the centerline of the St. Charles Rock Road; thence North 61 degrees 07 minutes 11 seconds West, along said centerline a distance of 252.27 feet; thence North 51 degrees 56 minutes 32 seconds East, a distance of 311.60 feet; thence North 26 degrees 44 minutes 32 seconds East, a distance of 644.89 feet; thence North 56 degrees 34 minutes 13 seconds West, a distance of 296.04 feet; thence North 49 degrees 02 minutes 55 seconds West, a distance of 174.81 feet; thence North 7 degrees 43 minutes 38 seconds West, a distance of 65.61 feet; thence South 82 degrees 16 minutes 22 seconds West, a distance of 106.78 feet; thence around a curve to the right, having a radius of 150.00 feet and a chord bearing North 47 degrees 50 minutes 16 seconds West, a chord distance of 229.44 feet to a point of compound curve; thence around a curve to the right, having a radius of 450.00 feet and a chord bearing North 30 degrees 29 minutes 30 seconds East, a chord distance of 428.61 feet to its point of tangency; thence North 58 degrees 55 minutes 53 seconds East, a distance of 277.03 feet: thence North 2

degrees 03 minutes 23 seconds West, a distance of 332.12 feet; thence North 43 degrees 55 minutes 12 seconds West, a distance of 444.12 feet; thence North 39 degrees 22 minutes 26 seconds East, a distance of 463.83 feet; thence North 53 degrees 20 minutes 34 second East, a distance of 126.98 feet; thence South 50 degrees 18 minutes 12 seconds East, a distance of 205.86 feet; thence North 75 degrees 52 minutes 00 seconds East, a distance of 426.11 feet; thence North 51 degrees 12 minutes 40 seconds East, a distance of 277.46 feet to the southwesterly right of way line of Highway 40; also known as St. Charles Rock Road; thence South 43 degrees 53 minutes 31 seconds East, along said right of way line, a distance of 137.18 feet; thence leaving said right of way, South 51 degrees 12 minutes 40 seconds West, a distance of 1023.23 feet; thence South 25 degrees 58 minutes 41 seconds West, a distance of 181.33 feet to the northeasterly line of Lot 1 of the Yosti Partition of U.S. Survey 131; thence South 43 degrees 34 minutes 53 seconds East, along said northeasterly line, a distance of 971.20 feet to the Point of Beginning.

Excepting from the above the following:

A tract of land being part of Lots 1, 3, and 4 of the "Yosti Partition in U.S. Survey 131, townships 46 and 47 north, range 5 east of the Fifth Principal Meridian, St. Louis County, Missouri, more particularly described as follows:

Commencing at the intersection of the northwesterly line of U.S. Survey 131 and the southwesterly right of way line of Highway 40, also known as "St. Charles Rock Road;" thence South 37 degrees 11 minutes 39 seconds East, along said south right of way line, 209.98 feet; thence exiting said right of way line, South 57 degrees 54 minutes 32 seconds West, 1023.23 feet; thence South degrees 40 minutes 33 seconds West, 181.33 feet to the northeasterly line said lot 1; thence South 36 degrees 53 minutes 01 seconds East, along said northeasterly line of lot 1, a distance of 591.05 feet to the point of beginning of the tract described herein; thence continuing along the northeasterly line of said lot 1 and along the northeasterly line of said lot 4, South 36 degrees 53 minutes 01 seconds East, 480.07 feet; thence exiting said northeasterly line, South 13 degrees 23 minutes 07 seconds West, 68.96 feet; thence South 30 degrees 03 minutes 47 seconds West, 154.73 feet; thence South 20 degrees 07 minutes 14 seconds East; 55.27 feet; thence South 21 degrees 14 minutes 28 seconds West, 143.63 feet; thence South 40 degrees 45 minutes 05 seconds West, 220.86 feet; thence North 48 degrees 59 minutes 42 seconds West, 127.00 feet; thence North 84 degrees 18 minutes 49 seconds West, 62.24 feet; thence South 61 degrees 25 minutes 10 seconds West, 240.50 feet; thence South 33 degrees 26 minutes 24 seconds West, 450.91 feet; thence South 15 degrees 07 minutes 41 seconds West, 224.01 feet; thence South 10 degrees 32 minutes 51 seconds East, 28.63 feet; thence South 40 degrees 27 minutes 52 seconds East, 61.27 feet; thence South 17 degrees 52 minutes 18 seconds East, 73.64 feet; thence South 06 degrees 49 minutes 13 seconds West, 107.37 feet to the north right of way line of "Old St. Charles Rock Road;" thence North 54 degrees 25 minutes 19 seconds West, along said right of way line, 99.72 feet; thence North 34 degrees 48 minutes 53 seconds East, 100.00 feet; thence exiting said west line, North 54 degrees 25 minutes 19 seconds West, 120.00 feet; thence North 21 degrees 27 minutes 09 seconds East, 153.52 feet; thence North 00 degrees 02 minutes 46 seconds West, 37.43 feet; thence North 56 degrees 33 minutes 36 seconds West, 70.00 feet; thence North 33 degrees 26 minutes 24 seconds East, 624.89 feet; thence South 49 degrees 52 minutes 21 seconds East, 56.85 feet; thence North 67 degrees 30 minutes 55 seconds East, 96.05 feet; thence North 08 degrees 48 minutes 44 seconds East, 158.15 feet; thence South 59 degrees 03 minutes 26 seconds East, 82.21 feet; thence North 33 degrees 28 minutes 55 seconds East, 321.44 feet; thence North 55 degrees 02 minutes 11 seconds West, 158.34 feet; thence North 01 degrees 10 minutes 17 seconds East, 342.38 feet to the point of beginning.

BP11208/2507

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DANIEL T. O'LEARY
RECORDER OF DEEDS
ST. LOUIS COUNTY MISSOURI
41 SOUTH CENTRAL
CLAYTON, MO 63105

RECORDER OF DEEDS DOCUMENT IDENTIFICATION & CERTIFICATION SHEET

TYPE OF INSTRUMENT	GRANTOR	TO	GRANTEE
RESTR	ROCK ROAD INDUSTRIES INC ETAL		

PROPERTY DESCRIPTION: SUR 131 T 47 R 5 W/O/P

Lien Number	Notation	Document Number	Locator
		830	

STATE OF MISSOURI)
SS.
COUNTY OF ST. LOUIS)

I, the undersigned Recorder of Deeds for said County and State, do hereby certify that the following and annexed instrument of writing, which consists of 7 pages, (this page inclusive), was filed for record in my office on the 30 day of June 1997 at 02:30 PM and is truly recorded in the book and at the page shown at the top and/or bottom of this page.

In witness whereof I have hereunto set my hand and official seal the day, month and year aforesaid.

SEAL OF THE RECORDER OF DEEDS FOR ST. LOUIS COUNTY, MO

Daniel T. O'Leary
Recorder of Deeds
St. Louis County, Missouri

J. Allen
Deputy Recorder

RECORDING FEE $33.32

(Paid at the time of Recording)

DECLARATION OF COVENANTS AND RESTRICTIONS

ROCK ROAD INDUSTRIES, INC.

Rock Road Industries, Inc., a Missouri corporation ("Declarant"), hereby (a) imposes the provisions of this Declaration upon the Premises (as defined below), (b) publishes and declares that the following terms, conditions, restrictions and obligations shall (i) affect and encumber the Premises, (ii) run with and be a burden upon and a benefit to the Premises, and (iii) be fully binding upon Declarant and all other persons or entities acquiring the Premises or any part thereof or interest therein whether by descent, devise, purchase or otherwise, and (c) declares that any person or entity, by the acceptance of title to the Premises or any part thereof or interest therein, shall thereby agree and covenant to abide by and be bound by the following terms, conditions, restrictions and obligations.

RECITALS

A. Declarant is the owner of certain real property (located in the City of Bridgeton, County of St. Louis, State of Missouri), legally described on Exhibit A, attached hereto and incorporated herein by this reference, which real property is herein referred to as the "Premises".

B. The Premises and nearly all real property in the immediate vicinity of the Premises have been used exclusively for more than 40 years for non-residential uses, primarily for commercial and industrial uses and in some cases, for agricultural uses.

C. Such uses have included, but have not been limited to, quarrying operations, demolition and sanitary landfill operations, asphalt and concrete batch plant operations, and vehicle maintenance, repair and body shop operations.

D. Such uses, and the character and nature of the land uses in the vicinity of the Premises, make the Premises unsuitable for any future residential use.

E. The United States Environmental Protection Agency ("EPA") has entered into an Administrative Order on Consent (the "Consent Order") with Cotter Corporation (N.S.L.), Declarant, Laidlaw Waste Systems (Bridgeton) Inc., and the United States Department of Energy.

F. The Consent Order, among other things, (i) provides for the investigation of the nature and extent of contamination and any threat to the public health, welfare, or the environment caused by the release or threatened release of hazardous substances at or from two isolated areas either on or in the vicinity of the Premises and which have been designated as Radiological Areas 1 and 2 in the Consent Order, and which contain low-level radioactive waste materials, and (ii) has been filed with the Regional Hearing Clerk, EPA, Region VII, 726 Minnesota Avenue, Kansas City, Kansas, Docket No. VII-93-F-0005.

G. Declarant desires to prohibit the present and future use of the Premises for any residential purpose in accordance with the terms and provisions of this Declaration.

DECLARATION

Declarant hereby states and declares as follows:

1. Neither the Premises, nor any portion thereof, shall be used now or hereafter for any residential purpose, or for any day care, preschool or other educational use.

2. This Declaration shall not unlawfully restrict and shall not be used to violate any federal law, rule, or regulation regarding the use of real estate, including, but not limited to, the Fair Housing Act.

3. No water well for drinking water use shall be installed on the Premises.

4. This Declaration shall be recorded in the office of the Recorder of Deeds for the County of St. Louis, State of Missouri.

5. Any deed or other instrument of conveyance for the Premises or any portion thereof shall be subject to this Declaration.

6. Each of EPA (or its successor), the Missouri Department of Natural Resources ("MDNR") (or its successor) and the owner of any portion of the Premises shall have the right to sue for and obtain an injunction, prohibitive or mandatory, to prevent the breach, or to enforce the observance, of this Declaration. This right shall be in addition to any other action available at law or in equity. The failure to enforce any covenant or restriction herein at the time of its violation shall not constitute a waiver of the right to do so later.

7. The provisions of this Declaration shall continue in full force and effect until the fiftieth anniversary of the date of this Declaration and thereafter for successive twenty-year periods unless, prior to the expiration of the then current term, a written notice of termination of this Declaration, executed by each of the then owners of the Premises and by authorized representatives of EPA (or its successor) and MDNR (or its successor), has been filed with the office of the Recorder of Deeds for St. Louis County, State of Missouri. A notice of termination of this Declaration may be filed at any time after the effective date of this Declaration, and the Declaration shall terminate on the date the notice of termination is filed with the Recorder of Deeds.

IN WITNESS WHEREOF, Rock Road Industries, Inc. has caused this instrument to be executed this 27th day of May, 1997.

ROCK ROAD INDUSTRIES, INC.
a Missouri corporation

By: _____
William E. Whitaker
President

ACKNOWLEDGEMENT

STATE OF MISSOURI)
) ss
County OF ST. LOUIS)

On this 27th day of May, 1997, before me, a notary public, personally appeared William E. Whitaker, to me known, who, being by me duly sworn, did say that he is the President of Rock Road Industries, Inc., a Missouri corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and said person acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Margaret G. Cusumano
Notary Public

My Commission Expires:

November 5, 1998

MARGARET G. CUSUMANO NOTARY PUBLIC STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXP. NOV. 5,1998

MARGARET G. CUSUMANO EXP. NOTARY PUBLIC NOTARY SEAL STATE

EXHIBIT "A"

AREA 1

A tract of land in part of U.S. Survey 131, Township 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Commencing at the intersection of the northwesterly line, of U.S. Survey 131 and the southwesterly right of way line of Highway 40, also known as St. Charles Rock Road; thence South 43 degrees 53 minutes 31 seconds East, along said right of way line, a distance of 729.68 feet; thence South 40 degrees 49 minutes 32 seconds West, a distance of 92.54 feet to the Point of Beginning of the following described tract; thence continuing South 40 degrees 49 minutes 32 seconds West, a distance of 288.61 feet; thence South 89 degrees 29 minutes 50 seconds West, a distance of 241.41 feet; thence North 79 degrees 05 minutes 44 seconds West, a distance of 390.43 feet; thence North 29 degrees 48 minutes 55 seconds East, a distance of 499.73 feet; thence North 84 degrees 45 minutes 59 seconds East, a distance of 248.68 feet; thence South 32 degrees 24 minutes 17 seconds East, a distance of 201.28 feet; thence South 56 degrees 18 minutes 22 seconds East, a distance of 251.78 feet to the Point of Beginning.

AREA 2

A tract of land in part of Lot 20, of the St. Charles Ferry Company Tract in U.S. Survey 47 and 1934 and in part of U.S. Survey 47 Township 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Commencing at the intersection of the centerline of St. Charles Rock Road and the northwesterly line of Lot 20 of the St. Charles Ferry Company Tract; thence North 28 degrees 53 minutes 11 seconds East, along said northwesterly line, a distance of 148.48 feet of the Point of Beginning of the following described tract; thence continuing North 28 degrees 53 minutes 11 seconds East, along said line, a distance of 676.08 feet to the northwest corner of said Lot 20; thence North 72 degrees 46 minutes 42 seconds West, along the northerly line of Lot 19 of the St. Charles Ferry Company tract, a distance of 674.79 feet; thence North 47 degrees 43 minutes 02 seconds East, a distance of 906.64 feet; thence South 64 degrees 46 minutes 52 seconds East, a distance of 389.58 feet; thence South 76 degrees 30 minutes 26 seconds East, a distance of 245.51 feet; thence South 60 degrees 07 minutes 01 seconds East, a distance of 283.36 feet; thence South 31 degrees 26 minutes 39 seconds West, a distance of 1136.42 feet; thence South 33 degrees 08 minutes 25 seconds West, a distance of 109.40 feet; thence South 34 degrees 54 minutes 38 seconds East, a distance of 149.81 feet; thence South 44 degrees 29 minutes 33 seconds West, a distance of 267.70 feet; thence North 78 degrees 25 minutes 41 seconds West, a distance of 241.02 feet; thence North 34 degrees 31 minutes 30 seconds West, a distance of 351.19 feet to the Point of Beginning.

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DANIEL T. O'LEARY
RECORDER OF DEEDS
ST. LOUIS COUNTY MISSOURI
41 SOUTH CENTRAL
CLAYTON, MO 63105

RECORDER OF DEEDS DOCUMENT IDENTIFICATION & CERTIFICATION SHEET

TYPE OF INSTRUMENT	GRANTOR	TO	GRANTEE
RESTR	LAIDLAW WASTE SYSTEMS BRIDGETON INC ETAL		

PROPERTY DESCRIPTION: YOSTI PARTITION LOT PT 1 2 & 3

Lien Number	Notation	Document Number	Locator
		831	

STATE OF MISSOURI)
SS.
COUNTY OF ST. LOUIS)

I, the undersigned Recorder of Deeds for said County and State, do hereby certify that the following and annexed strument of writing, which consists of 10 pages, (this page inclusive), was filed for record in my office n the 30 day of June 1997 at 02:30 PM and is truly recorded in the book and the page shown at the top and/or bottom of this page.

In witness whereof I have hereunto set my hand and official seal the day, month and year aforesaid.

SEAL OF THE RECORDER OF DEEDS FOR ST. LOUIS COUNTY, MO

Recorder of Deeds
St. Louis County, Missouri

Deputy Recorder

RECORDING FEE $42.32

(Paid at the time of Recording)

9

DECLARATION OF COVENANTS AND RESTRICTIONS

LAIDLAW WASTE SYSTEMS (BRIDGETON) INC.

Laidlaw Waste Systems (Bridgeton) Inc. f/k/a/ West Lake Landfill, Inc., a Missouri corporation ("Declarant"), hereby (a) imposes the provisions of this Declaration upon the Premises (as defined below), (b) publishes and declares that the following terms, conditions, restrictions and obligations shall (i) affect and encumber the Premises, (ii) run with and be a burden upon and a benefit to the Premises, and (iii) be fully binding upon Declarant and all persons or entities acquiring the Premises or any part thereof or interest therein whether by descent, devise, purchase or otherwise, and (c) declares that any person or entity, by the acceptance of title to the Premises or any part thereof or interest therein, shall thereby agree and covenant to abide by and be bound by the following terms, conditions, restrictions and obligations.

RECITALS

A. Declarant is the owner of certain real property (located in the City of Bridgeton, County of St. Louis, State of Missouri), legally described on Exhibit 1, attached hereto and incorporated herein by this reference, which real property is herein referred to as the "Premises".

B. The Premises and nearly all real property in the immediate vicinity of the Premises have been used exclusively for more than 40 years for non-residential uses, primarily for

commercial and industrial uses and in some cases, for agricultural uses.

C. Such uses have included, but have not been limited to, quarrying operations, demolition and sanitary landfill operations, asphalt and concrete batch plant operations, and vehicle maintenance, repair and body shop operations.

D. Such uses, and the character and nature of the land uses in the vicinity of the Premises, make the Premises unsuitable for any future residential use.

E. The United States Environmental Protection Agency ("EPA") has entered into an Administrative Order on Consent (the "Consent Order") with Cotter Corporation (N.S.L.), Declarant, Rock Road Industries, Inc., and the United States Department of Energy.

F. The Consent Order, among other things, (i) provides for the investigation of the nature and extent of contamination and any threat to the public health, welfare, or the environment caused by the release or threatened release of hazardous substances at or from two isolated areas either on or in the vicinity of the Premises, which have been designated as Radiological Areas 1 and 2 in the Consent Order, and which contain low-level radioactive waste materials, and (ii) has been filed with the Regional Hearing Clerk, EPA, Region VII, 726 Minnesota Avenue, Kansas City, Kansas, Docket No. VII-93-F-0005.

G. The EPA and Declarant have entered into an additional Administrative Order on Consent, which has been filed with the Regional Hearing Clerk, EPA, Region VII, 726 Minnesota Avenue,

Kansas City, Kansas, Docket No. VII-94-F-0025, to investigate the nature and extent of any potential contamination at the Premises (other than Radiological Areas 1 and 2) relating to the historical use of the Premises.

H. Declarant desires to prohibit the present and future use of the Premises for any residential purpose in accordance with the terms and provisions of this Declaration.

DECLARATION

Declarant hereby states and declares as follows:

1. Neither the Premises, nor any portion thereof, shall be used now or hereafter for any residential purpose, or for any day care, preschool, or other educational use.

2. This Declaration shall not unlawfully restrict and shall not be used to violate any federal law, rule, or regulation regarding the use of real estate, including, but not limited to, the Fair Housing Act.

3. No water well for drinking water use shall be installed on the Premises.

4. This Declaration shall be recorded in the office of the Recorder of Deeds for the County of St. Louis, State of Missouri.

5. Any deed or other instrument of conveyance for the Premises or any portion therefor shall be subject to this Declaration.

6. Each of EPA (or its successor), the Missouri Department of Natural Resources ("MDNR") (or its successor), and the owner of any portion of the Premises shall have the right to sue for and

obtain an injunction, prohibitive or mandatory, to prevent the breach, or to enforce the observance, of this Declaration. This right shall be in addition to any other action available at law or in equity. The failure to enforce any covenant or restriction herein at the time of its violation shall not constitute a waiver of the right to do so later.

7. The provisions of this Declaration shall continue in full force and effect until the fiftieth anniversary of the date of this Declaration and thereafter for successive twenty-year periods unless, prior to the expiration of the then current term, a written notice of termination of this Declaration, executed by each of the then owners of the Premises and by authorized representatives of EPA (or its successor) and MDNR (or its successor), has been filed with the office of the Recorder of Deeds for St. Louis County, State of Missouri. A notice of termination of this Declaration may be filed at any time after the effective date of this Declaration, and the Declaration shall terminate on the date the notice of termination is filed with the Recorder of Deeds.

IN WITNESS WHEREOF, Laidlaw Waste Systems (Bridgeton) Inc. has caused this instrument to be executed this 9th day of June, 1997.

LAIDLAW WASTE SYSTEMS
(BRIDGETON) INC.

By _____

ACKNOWLEDGMENT

STATE OF Arizona)
) SS.
COUNTY OF Maricopa)

On this 9th day of June, 1997, before me, a notary public, personally appeared Steven Helm, to me known, who, being by me duly sworn, did say that he is the Vice President of Laidlaw Waste Systems (Bridgeton) Inc., a Missouri corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and said person acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Mary Deborah Stoup
Notary Public

My commission expires:
5/16/99

DEBORAH STOUP NOTARY PUBLIC MARICOPA COUNTY AZ

EXHIBIT "1"

Landfill Area

Tract 1

tract of land in part of Lots 1,2, and 3 of the Yosti Partition in U.S. Survey 131, part of Lots 20,21, and 22 of the St. Charles Ferry Company Tract in U.S. Survey 47 and 1934, part of U.S. Survey 131, and part of U.S. Survey 47 in Townships 46 and 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County Missouri, described as follows:

Beginning at the intersection of the northwesterly line of U.S. Survey 131 and the southwesterly right of way line of Highway 40, also known as St. Charles Rock Road; thence South 43 degrees 53 minutes 31 seconds East, along said right of way line, a distance of 72.80 feet; thence South 51 degrees 12 minutes 40 seconds West, a distance of 277.46 feet; thence South 75 degrees 52 minutes 00 seconds West, a distance of 426.11 feet; thence North 50 degrees 18 minutes 12 seconds West, a distance of 205.86 feet; thence South 53 degrees 20 minutes 34 seconds West, a distance of 126.98 feet; thence South 39 degrees 22 minutes 26 seconds West, a distance of 463.83 feet; thence South 43 degrees 55 minutes 12 seconds East, a distance of 444.12 feet; thence South 2 degrees 03 minutes 23 seconds East, a distance of 332.12 feet; thence South 58 degrees 55 minutes 53 seconds West, a distance of 277.03 feet; thence around a curve to the left, having a radius of 450.00 feet and a chord bearing South 30 degrees 29 minutes 30 seconds West, a chord distance of 428.61 feet to a point of compound curve; thence around a curve to the left, having a radius of 150.00 feet and a chord bearing South 47 degrees 9 minutes 16 seconds East, a chord distance of 229.44 feet to its point of tangency; thence North 82 degrees 16 minutes 22 seconds East, a distance of 106.78 feet; thence South 7 degrees 43 minutes 38 seconds East, a distance of 65.61 feet; thence South 49 degrees 02 minutes 55 seconds East, a distance of 174.81 feet; thence South 56 degrees 34 minutes 13 seconds East, a distance of 296.04 feet; thence South 26 degrees 44 minutes 32 seconds West, a distance of 644.89 feet; thence South 51 degrees 56 minutes 32 seconds West, a distance of 311.60 feet to the centerline of St. Charles Rock Road; thence along said centerline the following courses and distances: North 61 degrees 07 minutes 11 seconds West, a distance of 739.36 feet; North 5 degrees 58 minutes 11 seconds West, a distance of 997.50 feet; North 11 degrees 22 minutes 11 seconds West, a distance of 477.70 feet; North 17 degrees 07 minutes 11 seconds West, a distance of 348.30 feet; North 31 degrees 34 minutes 11 seconds West, a distance of 349.50 feet; North 38 degrees 50 minutes 11 seconds West, a distance of 22.38 feet to the northwest line of Lot 20 of the St. Charles Ferry Company Tract; thence North 28 degrees 53 minutes 11 seconds East, along said Northwest line, a distance of 824.56 feet to the Northwest corner of said Lot 20; thence North 72 degrees 46 minutes 42 seconds West, along the North line of Lot 19 of the St. Charles Ferry Company Tract, a distance of 674.79 feet; thence North 47 degrees 43 minutes 02 seconds East, a distance of 1137.84 feet to the Southwesterly right of way line of Highway 40 also known as St. Charles Rock Road; thence along said right of way line the following courses and distances; thence South 75 degrees 56 minutes 31 seconds East, a distance of 260.00 feet; thence around a curve to the right, having a radius of 1825.08 feet and a chord bearing South 65 degrees 11 minutes 52 seconds East, a chord distance of 680.49 feet; thence

North 35 degrees 32 minutes 48 seconds East, a distance of 30.00 feet; thence around a curve to the right, having a radius of 1855.08 feet and a chord bearing South 49 degrees 10 minutes 22 seconds East, chord distance of 341.47 feet; thence South 43 degrees 53 minutes 31 seconds East, a distance of 47.91 feet; thence South 46 degress 06 minutes 29 seconds West, a distance of 15.00 feet; thence South 43 degrees 53 minutes 31 seconds East, a distance of 34.28 feet; thence South 55 degrees 55 minutes 28 seconds East, a distance of 95.94 feet; thence South 43 degrees 53 minutes 31 seconds East, a distance of 602.78 feet to the Point of Beginning and containing 111.80 Acres.

Tract 2

A tract of land in part of Lots 1,3, and 4 of the Yosti Partition in U.S. Survey 131, and part of U.S. Survey 131, in Townships 46 and 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Beginning at the most easterly corner of Lot 1 of the Yosti Partition in U.S. Survey 131, being a point in the centerline of Taussig Avenue; thence South 43 degrees 34 minutes 53 seconds East, along the northeasterly line of Lot 4 of the Yosti Partition, a distance of 99.92 feet; thence South 6 degrees 41 minutes 15 seconds West, a distance of 68.96 feet; thence South 23 degrees 21 minutes 55 seconds West, a distance of 154.73 feet; thence South 26 degrees 49 minutes 07 seconds East, a distance of 55.27 feet; thence South 14 degrees 32 minutes 36 seconds West, a distance of 143.63 feet; thence South 34 degrees 03 minutes 12 seconds West, a distance of 220.86 feet; thence North 55 degrees 41 minutes 34 seconds West, a distance of 127.00 feet; thence South 88 degrees 59 minutes 19 seconds West, a distance of 62.24 feet; thence South 54 degrees 43 minutes 18 seconds West, a distance of 240.50 feet; thence South 26 degrees 44 minutes 32 seconds West, a distance of 450.91 feet; thence South 8 degrees 25 minutes 49 seconds West, a distance of 224.01 feet; thence South 17 degrees 14 minutes 43 seconds East, a distance of 28.63 feet; thence South 47 degrees 09 minutes 44 seconds East, a distance of 61.27 feet; thence South 24 degrees 34 minutes 10 seconds East, a distance of 73.64 feet; thence South 0 degrees 07 minutes 21 seconds West, a distance of 107.37 feet to the northeasterly right of way line of the St. Charles Rock Road, 60 foot wide; thence South 61 degrees 07 minutes 11 seconds East, along said right of way line, a distance of 758.45 feet to the most southerly corner of Lot 4 of said Yosti Partition; thence North 39 degrees 17 minutes 12 seconds East, along the southeasterly line of said Lot 4, a distance of 1349.58 feet to the most easterly corner thereof; thence North 43 degrees 34 minutes 53 seconds West, along the northeasterly line of said lot 4, a distance of 779.68 feet to a point 50.00 feet southeasterly of the most southerly corner of a tract of land conveyed to John Guerra and wife by deed recorded in Book 1642 on Page 263; thence North 46 degrees 24 minutes 31 seconds East, parallel with the southeasterly line of said Guerra tract, a distance of 437.11 feet; thence North 43 degrees 34 minutes 53 seconds West, parallel with the northeasterly line of said Guerra tract, a distance of 486.26 feet to the centerline of Taussig Avenue; thence North 41 degrees 52 minutes 29 seconds East, along said centerline, a distance of 68.21 feet; thence North 47 degrees 48 minutes 29 seconds East, along said centerline, a distance of 340.00 feet; thence North 42 degrees 11 minutes 31 seconds West, a distance of 30.00 feet to the northwesterly right of way line of said Taussig Avenue; thence North 47 degrees 48 minutes

29 seconds East, along said right of way a distance of 312.95 feet; thence North 5 degrees 09 minutes 06 seconds West, continuing along said right of way, a distance of 57.50 feet to the southwesterly right of way of Highway 40, also known as St. Charles Rock Road; thence North 43 degrees 53 minutes 31 seconds West, along said southwesterly right of way line, a distance of 877.45 feet; thence South 51 degrees 12 minutes 40 seconds West, a distance of 1023.23 feet; thence South 25 degrees 58 minutes 41 seconds West, a distance of 181.33 feet, to the northeasterly line of Lot 1 of the Yosti Partition of U.S. Survey 131; thence South 43 degrees 34 minutes 53 seconds East, along said northeasterly line, a distance of 971.20 feet to the Point of Beginning.

Tract 3

A tract of land being part of Lots 1, 3, and 4 of the "Yosti Partition in U.S. Survey 131, townships 46 and 47 north, range 5 east of the Fifth Principal Meridian, St. Louis County, Missouri, more particularly described as follows:

Commencing at the intersection of the northwesterly line of U.S. Survey 131 and the southwesterly right of way line of Highway 40, also known as "St. Charles Rock Road;" thence South 37 degrees 11 minutes 39 seconds East, along said south right of way line, 209.98 feet; thence exiting said right of way line, South 57 degrees 54 minutes 32 seconds West, 1023.23 feet; thence South 32 degrees 40 minutes 33 seconds West, 181.33 feet to the northeasterly line of said lot 1; thence South 36 degrees 53 minutes 01 seconds East, along said northeasterly line of lot 1, a distance of 591.05 feet to the point of beginning of the tract described herein; thence continuing along the northeasterly line of said lot 1 and along the northeasterly line of said lot 4, South 36 degrees 53 minutes 01 seconds East, 480.07 feet; thence exiting said northeasterly line, South 13 degrees 23 minutes 07 seconds West, 68.96 feet; thence South 30 degrees 03 minutes 47 seconds West, 154.73 feet; thence South 20 degrees 07 minutes 14 seconds East, 55.27 feet; thence South 21 degrees 14 minutes 28 seconds West, 143.63 feet; thence South 40 degrees 45 minutes 05 seconds West, 220.86 feet; thence North 48 degrees 59 minutes 42 seconds West, 127.00 feet; thence North 84 degrees 18 minutes 49 seconds West, 62.24 feet; thence South 61 degrees 25 minutes 10 seconds West, 240.50 feet; thence South 33 degrees 26 minutes 24 seconds West, 450.91 feet; thence South 15 degrees 07 minutes 41 seconds West, 224.01 feet; thence South 10 degrees 32 minutes 51 seconds East, 28.63 feet; thence South 40 degrees 27 minutes 52 seconds East, 61.27 feet; thence South 17 degrees 52 minutes 18 seconds East, 73.64 feet; thence South 06 degrees 49 minutes 13 seconds West, 107.37 feet to the north right of way line of "Old St. Charles Rock Road;" thence North 54 degrees 25 minutes 19 seconds West, along said right of way line, 99.72 feet; thence North 34 degrees 48 minutes 53 seconds East, 100.00 feet; thence exiting said west line, North 54 degrees 25 minutes 19 seconds West, 120.00 feet; thence North 21 degrees 27 minutes 09 seconds East, 153.52 feet; thence North 00 degrees 02 minutes 46 seconds West, 37.43 feet; thence North 56 degrees 33 minutes 36 seconds West, 70.00 feet; thence North 33 degrees 26 minutes 24 seconds East, 624.89 feet; thence South 49 degrees 52 minutes 21 seconds East, 56.85 feet; thence North 67 degrees 30 minutes 55 seconds East, 106.05 feet; thence North 08 degrees 48 minutes 44 seconds East, 158.15 feet; thence South 59 degrees 03 minutes 26 seconds East, 82.21 feet; thence North 3[illegible] degrees 28 minutes 55 seconds East, 321.44 feet; thence North 55 degrees 02 minutes 11 seconds West, 158.34 feet; thence North 01 degrees 10 minutes 17 seconds East, 342.38 feet to the point of beginning.

Excluding from the above tracts the real property sometimes referred to as Area 1 and Area 2, and more particularly described as follows:

AREA 1

A tract of land in part of U.S. Survey 131, Township 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Commencing at the intersection of the northwesterly line, of U.S. Survey 131 and the southwesterly right of way line of Highway 40, also known as St. Charles Rock Road; thence South 43 degrees 53 minutes 31 seconds East, along said right of way line, a distance of 729.68 feet; thence South 40 degrees 49 minutes 32 seconds West, a distance of 92.54 feet to the Point of Beginning of the following described tract; thence continuing South 40 degrees 49 minutes 32 seconds West, a distance of 288.61 feet; thence South 89 degrees 29 minutes 50 seconds West, a distance of 241.41 feet; thence North 79 degrees 05 minutes 44 seconds West, a distance of 390.43 feet; thence North 29 degrees 48 minutes 55 seconds East, a distance of 499.73 feet; thence North 84 degrees 45 minutes 59 seconds East, a distance of 248.68 feet; thence South 32 degrees 24 minutes 17 seconds East, a distance of 201.28 feet; thence South 56 degrees 18 minutes 22 seconds East, a distance of 251.78 feet to the Point of Beginning.

AREA 2

A tract of land in part of Lot 20, of the St. Charles Ferry Company Tract in U.S. Survey 47 and 1934 and in part of U.S. Survey 47 Township 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Commencing at the intersection of the centerline of St. Charles Rock Road and the northwesterly line of Lot 20 of the St. Charles Ferry Company Tract; thence North 28 degrees 53 minutes 11 seconds East, along said northwesterly line, a distance of 148.48 feet of the Point of Beginning of the following described tract; thence continuing North 28 degrees 53 minutes 11 seconds East, along said line, a distance of 676.08 feet to the northwest corner of said Lot 20; thence North 72 degrees 46 minutes 42 seconds West, along the northerly line of Lot 19 of the St. Charles Ferry Company tract, a distance of 674.79 feet; thence North 47 degrees 43 minutes 02 seconds East, a distance of 906.64 feet; thence South 64 degrees 46 minutes 52 seconds East, a distance of 389.58 feet; thence South 76 degrees 30 minutes 26 seconds East, a distance of 245.51 feet; thence South 60 degrees 07 minutes 01 seconds East, a distance of 283.36 feet; thence South 31 degrees 26 minutes 39 seconds West, a distance of 1136.42 feet; thence South 33 degrees 08 minutes 25 seconds West, a distance of 109.40 feet; thence South 34 degrees 54 minutes 38 seconds East, a distance of 149.81 feet; thence South 44 degrees 29 minutes 33 seconds West, a distance of 267.70 feet; thence North 78 degrees 25 minutes 41 seconds West, a distance of 241.02 feet; thence North 34 degrees 31 minutes 30 seconds West, a distance of 351.19 feet to the Point of Beginning.

THE STOLAR PARTNERSHIP
ATTORNEYS AT LAW
THE LAMMERT BUILDING
911 WASHINGTON AVENUE
ST. LOUIS, MISSOURI 63101-1290
(314) 231-2800
TELEFAX: (314) 436-8400

WILLIAM R. WERNER
Email: WRW@TSPSTL.COM

H.M. STOLAR
(RETIRED 1984)

February 5, 1998

David A. Hoefer, Esq.
Office of Regional Counsel
U.S. Environmental Protection
Agency - Region VII
726 Minnesota Ave.
Kansas City, KS 66101

RE: West Lake Landfill Site - Supplemental Declaration of Covenants and Restrictions

Dear David;

Attached for your file is a copy of the Supplemental Declaration of Covenants and Restrictions which was executed on behalf of Rock Road Industries, Inc. subsequent to your review. The Declaration has been recorded with the St. Louis County Recorder of Deeds at the Book and Page number shown on the enclosed copy.

Very truly yours,

William R. Werner

WRW:jvb
Enclosure
cc(w/enc): John Frazier
Angela Foster
Michael Hockley
Charlotte Neitzel
Paul Rosasco
James Wagoner II

1998012001106

DANIEL T. O'LEARY
RECORDER OF DEEDS
ST. LOUIS COUNTY MISSOURI
41 SOUTH CENTRAL
CLAYTON, MO 63105

RECORDER OF DEEDS DOCUMENT IDENTIFICATION & CERTIFICATION SHEET

TYPE OF INSTRUMENT	GRANTOR	TO	GRANTEE
RESTR	ROCK ROAD INDUSTRIES INC		

PROPERTY DESCRIPTION: SUR 131 T 47 R 5 W/O/P

Lien Number	Notation	Document Number	Locator
		1,106	

STATE OF MISSOURI)
SS.
COUNTY OF ST. LOUIS)

I, the undersigned Recorder of Deeds for said County and State, do hereby certify that the following and annexed instrument of writing, which consists of 6 pages, (this page inclusive), was filed for record in my office on the 20 day of January 1998 at 04:27 PM and is truly recorded in the book and at the page shown at the top and/or bottom of this page.

In witness whereof I have hereunto set my hand and official seal the day, month and year aforesaid.

D. T. O'Leary

5

SUPPLEMENTAL DECLARATION OF COVENANTS AND RESTRICTIONS

ROCK ROAD INDUSTRIES, INC.

Rock Road Industries, Inc., a Missouri corporation ("Declarant"), hereby (a) imposes the provisions of this Supplemental Declaration upon the Premises (as defined below), (b) publishes and declares that the following terms, conditions, restrictions and obligations shall (i) affect and encumber the Premises, (ii) run with and be a burden upon and a benefit to the Premises, and (iii) be fully binding upon Declarant and all other persons or entities acquiring the Premises or any part thereof or interest therein whether by descent, devise, purchase or otherwise, and (c) declares that any person or entity, by the acceptance of title to the Premises or any part thereof or interest therein, shall thereby agree and covenant to abide by and be bound by the following terms, conditions, restrictions and obligations.

RECITALS

A. Declarant is the owner of certain real property (located in the City of Bridgeton, County of St. Louis, State of Missouri), legally described on Exhibit A, attached hereto and incorporated herein by this reference, which real property is herein referred to as the "Premises".

B. The United States Environmental Protection Agency ("EPA") has entered into an Administrative Order on Consent (the "Consent Order") with Cotter Corporation (N.S.L.), Declarant, Laidlaw Waste Systems (Bridgeton) Inc., and the United States Department of Energy for a Remedial Investigation and Feasibility Study.

C. The Consent Order, among other things, (i) provides for the investigation of the nature and extent of contamination and any threat to the public health, welfare, or the environment caused by the release or threatened release of hazardous substances at or from two

isolated areas either on or in the vicinity of the Premises and which have been designated as Radiological Areas 1 and 2 in the Consent Order, and which contain low-level radioactive waste materials (the "Environmental Condition"), and (ii) has been filed with the Regional Hearing Clerk, EPA, Region VII, 726 Minnesota Avenue, Kansas City, Kansas, Docket No. VII-93-F-0005.

D. The Premises is subject to a Declaration of Covenants and Restrictions dated May 27, 1997, which is recorded in Book 11208 Page 2507 in the St. Louis County Recorder of Deeds Office (the "May 1997 Declaration").

E. In addition to the restrictions contained in the May 1997 Declaration, Declarant desires to prohibit in perpetuity (i) the construction or placement upon the Premises of any building for any purpose, and (ii) the installation of underground utilities, pipes and/or excavation upon the Premises, except as set forth herein.

DECLARATION

Declarant hereby states and declares as follows:

1. No building of any kind or nature for any purpose shall be constructed or placed on the Premises, now or at any time in the future, in perpetuity. In addition, no underground utilities or pipes shall be installed at the Premises and no excavation work shall be performed on the Premises, now or at any time in the future, in perpetuity, except such utilities, pipes and/or excavation work, if any, which (a) are approved by EPA in connection with a plan selected by EPA to remediate the Environmental Condition and are performed in accordance with safety regulations applicable to such remedial plan or otherwise required by EPA as a condition of such approval, or (b) are any part of a landfill gas control, leachate collection, or surface water management system installed and operated pursuant to a plan approved by all

applicable Federal, State and/or local authorities exercising jurisdiction over inactive landfill conditions on the Premises or active or inactive landfill operations conducted adjacent to the Premises.

2. This Supplemental Declaration shall not unlawfully restrict and shall not be used to violate any Federal law, rule, or regulation regarding the use of real estate, including, but not limited to, the Fair Housing Act.

3. This Supplemental Declaration shall be recorded in the office of the Recorder of Deeds for the County of St. Louis, State of Missouri.

4. Any deed or other instrument of conveyance for the Premises or any portion thereof shall be subject to this Supplemental Declaration.

5. Each of EPA (or its successor), the Missouri Department of Natural Resources ("MDNR") (or its successor) and the owner of any portion of the Premises shall have the right to sue for and obtain an injunction, prohibitive or mandatory, to prevent the breach, or to enforce the observance, of this Supplemental Declaration. This right shall be in addition to any other action available at law or in equity. The failure to enforce any covenant or restriction herein at the time of its violation shall not constitute a waiver of the right to do so later.

6. The provisions of this Supplemental Declaration shall continue in full force and effect until the fiftieth anniversary of the date of this Supplemental Declaration and thereafter for successive twenty-year periods unless, prior to the expiration of the then current term, a written notice of termination of this Supplemental Declaration, executed by each of the then owners of the Premises and by authorized representatives of EPA (or its successor) and MDNR (or its successor), has been filed with the office of the Recorder of Deeds for St. Louis County, State of Missouri. A notice of termination of this Supplemental Declaration may be filed at any

time after the effective date of this Supplemental Declaration, and this Supplemental Declaration shall terminate on the date the notice of termination is filed with the Recorder of Deeds.

7. The May 1997 Declaration remains in full force and effect, and shall be deemed supplemented, but not amended, by this Supplemental Declaration.

IN WITNESS WHEREOF, Rock Road Industries, Inc. has caused this instrument to be executed this 16th day of January, 1998.

ROCK ROAD INDUSTRIES, INC., a Missouri corporation

By: _____
William E. Whitaker
President

ACKNOWLEDGEMENT

STATE OF MISSOURI)
) ss
County OF ST. LOUIS)

On this 16th day of January, 1998, before me, a notary public, personally appeared William E. Whitaker, to me known, who, being by me duly sworn, did say that he is the President of Rock Road Industries, Inc., a Missouri corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and said person acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Margaret G. Cusumano
Notary Public

My Commission Expires:

MARGARET G CUSUMANO
NOTARY PUBLIC STATE OF MISSOURI
ST. LOUIS COUNTY
MY COMMISSION EXP. NOV. 5,1998

EXHIBIT A

AREA 1

A tract of land in part of U.S. Survey 131, Township 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Commencing at the intersection of the northwesterly line, of U.S. Survey 131 and the southwesterly right of way line of Highway 40, also known as St. Charles Rock Road; thence South 43 degrees 53 minutes 31 seconds East, along said right of way line, a distance of 729.68 feet; thence South 40 degrees 49 minutes 32 seconds West, a distance of 92.54 feet to the Point of Beginning of the following described tract; thence continuing South 40 degrees 49 minutes 32 seconds West, a distance of 288.61 feet; thence South 89 degrees 29 minutes 50 seconds West, a distance of 241.41 feet; thence North 79 degrees 05 minutes 44 seconds West, a distance of 390.43 feet; thence North 29 degrees 48 minutes 55 seconds East, a distance of 499.73 feet; thence North 84 degrees 45 minutes 59 seconds East, a distance of 248.68 feet; thence South 32 degrees 24 minutes 17 seconds East, a distance of 201.28 feet; thence South 56 degrees 18 minutes 22 seconds East, a distance of 251.78 feet to the Point of Beginning.

AREA 2

A tract of land in part of Lot 20, of the St. Charles Ferry Company Tract in U.S. Survey 47 and 1934 and in part of U.S. Survey 47 Township 47 North, Range 5 East of the 5th Principal Meridian, St. Louis County, Missouri, described as follows:

Commencing at the intersection of the centerline of St. Charles Rock Road and the northwesterly line of Lot 20 of the St. Charles Ferry Company Tract; thence North 28 degrees 53 minutes 11 seconds East, along said northwesterly line, a distance of 148.48 feet of the Point of Beginning of the following described tract; thence continuing North 28 degrees 53 minutes 11 seconds East, along said line, a distance of 676.08 feet to the northwest corner of said Lot 20; thence North 72 degrees 46 minutes 42 seconds West, along the northerly line of Lot 19 of the St. Charles Ferry Company tract, a distance of 674.79 feet; thence North 47 degrees 43 minutes 02 seconds East, a distance of 906.64 feet; thence South 64 degrees 46 minutes 52 seconds East, a distance of 389.58 feet; thence South 76 degrees 30 minutes 26 seconds East, a distance of 245.51 feet; thence South 60 degrees 07 minutes 01 seconds East, a distance of 283.36 feet; thence South 31 degrees 26 minutes 39 seconds West, a distance of 1136.42 feet; thence South 33 degrees 08 minutes 25 seconds West, a distance of 109.40 feet; thence South 34 degrees 54 minutes 38 seconds East, a distance of 149.81 feet; thence South 44 degrees 29 minutes 33 seconds West, a distance of 267.70 feet; thence North 78 degrees 25 minutes 41 seconds West, a distance of 241.02 feet; thence North 34 degrees 31 minutes 30 seconds West, a distance of 351.19 feet to the Point of Beginning.