



U.S. Department of Justice

Antitrust Division

City Center Building
1401 H Street, NW
Washington, DC 20530

September 13, 1999

Mr. Conrad S. Magnuson
261 Route 125
Kingston, NH 03848

Re: *Comment on Proposed Final Judgment in United States, State of Ohio, et al. v. USA Waste Services, Inc., Waste Management, Inc., et al., Civil No. 98-1616 (N.D. Ohio, filed July 16, 1998)*

Dear Mr. Magnuson:

Thank you for your letter commenting on the proposed Final Judgment submitted for entry in the above case. Your letter indicates that you are a caretaker for a city landfill in Kingston, NH, and that Waste Management, Inc. recently acquired two local haulers, SDW and Astro, who account for much of the volume of waste delivered to the city landfill. Waste Management, however, has assured you that its acquisitions will not affect the amount of waste it delivers to the Kingston landfill since the company's own landfill in Rochester, NH, is full. (You have promised to let us know whether Waste Management later reneges on this commitment.)

In deciding whether entry of the proposed Final Judgment would be in the public interest, the Court's principal task is to determine whether the relief contained in the proposed decree adequately addresses the competitive concerns alleged in the governments' Complaint. By this standard, we find it very difficult to see how your private contractual dispute with the defendants bears on the competitive merits of the proposed Judgment. The governments' Complaint does not allege that the proposed merger would create any competitive problems in the Manchester, NH area, nor does the proposed Judgment contain any relief concerning the Manchester area. If you believe that the merger would create significant competitive problems in that area, then you are free to file a private action against the proposed merger.

Thank you for bringing your concerns to our attention. Pursuant to the Antitrust Procedures and Penalties Act, 15 U.S.C. §16(d), a copy of your comment and this response will be published in the Federal Register and filed with the decree court.

Sincerely yours,

/s/

J. Robert Kramer II
Chief
Litigation II Section