

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA,

STATE OF TEXAS,
by and through its Attorney
General, Dan Morales and

COMMONWEALTH OF PENNSYLVANIA,
by and through its Attorney
General, Thomas W. Corbett,
Jr.

Plaintiffs,

v.

USA WASTE SERVICES, INC., and

SANIFILL, INC.

Defendants.

Civil Action No.:

Filed:

STIPULATION ON JURISDICTION AND
AGREED FINAL JUDGMENT

It is stipulated by and between the undersigned parties,
through their respective attorneys, that:

1. The Court has jurisdiction over the subject matter of
this action and over each of the parties hereto, and venue of
this action is proper in the District of Columbia.

2. The parties consent that a Final Judgment in the form
hereto attached may be filed and entered by the Court, upon the
motion of any party or upon the Court's own motion, at any time
after compliance with the requirements of the Antitrust
Procedures and Penalties Act (15 U.S.C. § 16(b)-(h)), and without
further notice to any party or other proceedings, provided that

plaintiffs have not withdrawn their consent, which they may do at any time before the entry of the proposed Final Judgment by serving notice thereof on defendants and by filing that notice with the Court.

3. The parties shall abide by and comply with the provisions of the proposed Final Judgment pending entry of the Final Judgment, and shall, from the date of the filing of this Stipulation, comply with all the terms and provisions thereof as though the same were in full force and effect as an order of the Court.

4. In the event plaintiffs withdraw their consent or if the proposed Final Judgment is not entered pursuant to this Stipulation, this Stipulation shall have no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding.

Dated: August 30, 1996

Respectfully submitted,

FOR PLAINTIFF UNITED STATES OF AMERICA:

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Assistant Attorney General

LAWRENCE R. FULLERTON
Deputy Assistant Attorney
General

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CONSTANCE K. ROBINSON
Director of Operations

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FOR PLAINTIFF STATE OF TEXAS:

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FOR PLAINTIFF COMMONWEALTH OF PENNSYLVANIA:

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FOR DEFENDANT USA WASTE SERVICES, INC.:

Gregory T. Sangalis
Vice-President, General Counsel,
and Secretary

FOR DEFENDANT SANIFILL, INC.:

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Baker & Botts, LLP
1299 Pennsylvania Ave., N.W.
Washington, D.C. 20004

Attorneys for Sanifill, Inc.

SO ORDERED on this _____ day of _____, 1996.

UNITED STATES DISTRICT COURT JUDGE

CERTIFICATION OF SERVICE

I hereby certify that a copy of the foregoing has been served upon USA Waste Services, Inc., Sanifill, Inc., the Office of the Attorney General of the State of Texas, and the Office of the Attorney General of the Commonwealth of Pennsylvania, by placing a copy of the United States' Explanation of Consent Decree Procedures in the U.S. mail, directed to each of the above-named parties at the addresses given below, this 30th day of August, 1996.

USA Waste Services, Inc.:
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