

**CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY (CPCFA)  
BOND FINANCING PROGRAM  
Meeting Date: June 17, 2025**

***Request to Approve Final Resolution Authorizing the Issuance of Tax-Exempt  
Revenue Notes for New Money Purposes***

Prepared by: *Yoerina Handojo*

<b>Applicant:</b>	Arakelian Enterprises, Inc. d.b.a. Athens Services and/or its affiliates
<b>Project Locations:</b>	Cities of Irwindale, City of Industry, Los Angeles, Torrance, Pacoima, Sun Valley, Victorville, Thousand Oaks, Paramount, Riverside, and Montebello (Los Angeles, San Bernardino, Ventura, and Riverside Counties)
<b>New Money Amount Requested:</b>	\$75,000,000
<b>Application No.:</b>	972
<b>Final Resolution No.:</b>	25-01-626
<b>Prior Actions:</b>	IR approved on 03/04/2025

**Summary.** Arakelian Enterprises, Inc. d.b.a. Athens Services and/or its affiliates (the “Borrower”) requests approval of a Final Resolution for an amount not to exceed \$75,000,000 in tax-exempt notes. The note proceeds will be used to finance the costs of acquiring real property, for use as Materials Recovery Facilities (MRFs) or for solid waste disposal vehicle parking, and to finance the purchase of various types of refuse collection trucks, tractors, new waste processing equipment such as yellow iron, containers, barrels/bins, MRF processing equipment, building materials, and other related MRF improvements (the “Project”).

**Borrower.** The Borrower is a local, family-owned waste collection and recycling corporation servicing the greater Los Angeles community. It was founded in California in 1957 and incorporated in 1991.

The principal stockholders of the Borrower are as follows:

Ron Arakelian Jr.	32.00%
Michael Arakelian	50.00%
Ron Arakelian III	8.00%
Adam Arakelian	8.00%
Remaining under 3%	<u>2.00%</u>
<b>Total:</b>	<b><u>100.00%</u></b>

**Legal Questionnaire.** CPCFA Staff has reviewed the Borrower’s responses to the questions contained in the Legal Status Questionnaire (Attachment A) portion of the application. The Borrower stated that it had nothing to disclose regarding any legal, regulatory, or investigative action that would materially impact the financial viability of the intended projects or applicant or that involved fraud, corruption, or health and safety issues. Staff also conducted an online search and found a recent conciliation agreement between the Office of Federal Contract Compliance Programs of the U.S. Department of Labor and the Borrower to resolve alleged hiring discrimination against female job applicants. State Treasurer’s Office attorney, Theodore Ballmer, reviewed the lawsuit and saw no cause for concern. Staff found no other items of note.

**Tax Equity and Fiscal Responsibility Act (TEFRA).** The initial TEFRA hearing was held on April 17, 2025. An additional TEFRA hearing for the revised project was held on June 12, 2025. There were no comments received in support of or in opposition to the Project at either hearing.

**Fees.** The Borrower has paid an application fee of \$5,000 and will pay an administrative fee of up to \$145,000 (\$75,000,000 x .002) - \$5,000.00) at closing.

**Small Business Assistance Fund (SBAF) Eligibility.** CPCFA funds the SBAF, established in California Code of Regulations, title 4, section 8041, through fees collected from large business borrowers with more than 500 employees. CPCFA uses the SBAF to assist small business borrowers in offsetting the costs of issuance. The SBAF assistance is available on a sliding scale for new money issuances to small business borrowers, defined in part, in California Code of Regulations, title 4, section 8020, subdivision (l), as those who employ no more than 500 employees, unless the par amount of the bond issue is above \$13,750,000.

The Borrower meets the large business criteria; however, under California Code of Regulations, title 4, section 8035(e), CPCFA waives the SBAF fee for large business borrowers on all financing transactions closing on or before December 31, 2026. As the Borrower expects to close in July 2025, CPCFA anticipates waiving the large business SBAF fee for this transaction.

**Prior Financings.** Prior financings by the Borrower and/or its affiliates through CPCFA are listed below.

<b>Description</b>	<b>Bond/Note Issue Date</b>	<b>Original Amount</b>	<b>Outstanding Amount as of 03/31/2025</b>
ATHENS DISPOSAL COMPANY, INC. SERIES 1995A	11/16/1995	\$25,000,000	\$0
ATHENS DISPOSAL COMPANY, INC. SERIES 1995A	8/30/1999	\$13,500,000	\$0
ATHENS DISPOSAL COMPANY, INC. SERIES 1995A	5/10/2001	\$15,780,000	\$0

ATHENS DISPOSAL COMPANY, INC. SERIES 1995A	7/26/2006	\$22,400,000	\$0
ATHENS DISPOSAL COMPANY, INC. SERIES 1995A	10/5/2010	\$60,565,000	\$0
ATHENS SERVICE PROJECT 2014 SERIES A-1(R)(N)	4/2/2014	\$54,190,000	\$37,155,000
ATHENS SERVICE PROJECT 2014 SERIES A-2(R)(N)	4/2/2014	\$22,000,000	\$22,000,000
ATHENS SERVICE PROJECT 2014 SERIES B-1(R)(N)	4/2/2014	\$19,705,000	\$13,510,000
ATHENS SERVICE PROJECT 2014 SERIES B-2(R)(N)	4/2/2014	\$8,000,000	\$8,000,000
ATHENS SERVICE PROJECT 2014 SERIES C-1(R)(N)	4/2/2014	\$24,630,000	\$16,890,000
ATHENS SERVICE PROJECT 2014 SERIES C-2(R)(N)	4/2/2014	\$10,000,000	\$10,000,000
MOTTRA CORP SERIES 2016	5/4/2016	\$8,250,000	\$8,250,000
MOTTRA CORP SERIES 2017	12/20/2017	\$6,125,000	\$6,125,000
ATHENS SERVICES PROJECT 2022 SERIES A	5/4/2022	\$100,000,000	\$100,000,000
<b>Totals:</b>		<b><u>\$390,145,000</u></b>	<b><u>\$221,930,000</u></b>

**Project Description.** The note proceeds will be used to finance a portion of the costs of acquiring real property, for use as Materials Recovery Facilities (MRFs) or for solid waste disposal vehicle parking, and to finance/refinance a portion of the costs of purchasing various types of refuse collection trucks, tractors, new waste processing equipment such as yellow iron, containers, barrels/bins, MRF processing equipment, building materials, and other related MRF improvements in Los Angeles County.

The anticipated project costs are listed below:

<b>Project and Issuance Costs</b>	<b>To Be Paid from Note Proceeds</b>
Land Acquisition	\$18,750,000
MRF Improvements	\$24,000,000
Trash Trucks/Tractors	\$31,250,000
Financing Costs	\$1,000,000
<b>Total</b>	<b><u>\$75,000,000</u></b>

Note: The Project costs reported in the Borrower's application and shown here in the Authority's staff report are estimated costs and subject to change; the ultimate amounts and dates can be affected by legal, market, and other factors. At the time this financing closes, the estimated Project costs will be finalized and stated in the Tax Certificate. In addition, those costs may vary after closing due also to increased materials and labor

costs, as well as design and equipment modifications during construction, differences in equipment due to future changes in statutes and regulations, or for other reasons. However, the Borrower confirms, through the submission of a signed application and will confirm through covenants and representations in various note documents, that all assets purchased with note proceeds will qualify for tax-exempt financing, they will be used to complete the Project as described, and the average life tests required by federal law and described in the Tax Certificate will continue to be met. Tax-exempt financing may be only one source of multiple sources of financing for a given project.

**Anticipated Project Timeline.** The Project has commenced, and all note proceeds are expected to be expended by June 2028.

**California Debt Limit Allocation Committee (CDLAC) Volume Cap Allocation.** The Authority has applied on the Borrower's behalf to CDLAC for an exempt facility allocation in an amount not to exceed \$75,000,000 to be considered at its June 18, 2025, meeting.

**Local Government.** The Borrower received a letter from support from Julian Miranda, City Manager for the City of Irwindale (see Attachment A).

**Pollution Control and/or Environmental Benefits.** The Borrower represents the project will generate the pollution control and environmental benefits described below:

- **Air Quality** - The Borrower states, "As part of its commitment to its customer, the Applicant will purchase new CNG fueled waste collection vehicles, thereby removing particulate matter associated with diesel fueled vehicles from the air. In addition, the creation of a new MRF will allow for housing waste collection vehicles closer proximity to their routes thereby providing less driving time and, as a result, less discharge of particulate matter and reduced fuel consumption."
- **Water Quality** - The Borrower states, "The CNG fueled vehicles will create less particulate matter as compared to existing diesel vehicles which will reduce the pollution that may end up in the area creek beds and streams."
- **Recycling of Commodities** - The Borrower states, "Upgrades and improvements to the Project Sponsor's MRF should increase the amount of material that is recycled and thus increase waste diversion from the landfill."
- **Safety and Compliance** - The Borrower states, "The Project will be compliant with all State and local mandates. It is in direct response to the State's regulatory mandates of California Public Resources Code as required by AB 939, AB 32 and SB 1383."
- **Consumer Cost Savings and Efficiencies** - The Borrower states, "In determining the Project Sponsor's proposed rate structure for its Franchise Cities its capital cost considered the use of tax-exempt financing. The lower cost of tax-exempt

financing and the increase in operating efficiency of the new MRF equipment will provide greater flexibility as far as future rate structures.”

**Permitting and Environmental Approvals.** The Project is consistent with existing zoning and permit requirements. The Borrower represents that the Project neither requires a new California Environmental Quality Act (Public Resources Code Section 2100 et seq.) process, nor does it require any additional discretionary permits.

**Financing Details.** The Borrower anticipates a direct bank purchase of negotiated tax exempt notes with Wells Fargo Bank, National Association; Wells Fargo Municipal Capital Strategies, LLC; Comerica Bank; U.S. Bank, National Association; PNC Bank, National Association; and City National Bank, which are Qualified Institutional Buyers (QIBs) as defined in Rule 144A under the Securities Act of 1933, (i) in minimum denominations of \$100,000 or any integral multiple of \$1.00 in excess thereof during any weekly interest rate period or term interest rate period of less than one year, (ii) in minimum denominations of \$5,000 or any integral multiple thereof during any term interest rate period of one year or more, and (iii) in minimum denominations of \$250,000 or any integral multiple of \$1.00 in excess thereof during an index interest rate period (the initial period). The target date for financing is anticipated to be in July of 2025. Structurally, the notes will be delivered (“drawn down”) incrementally. For federal tax law purposes, since at least \$250,000 of the notes will be delivered on the initial closing date, the entire \$75,000,000 will be deemed issued at closing. This structure will provide significant cost savings to the Borrower.

<b>Financing Team</b>	
<b>Municipal Advisor to the Borrower:</b>	Piper Sandler & Company
<b>Note Counsel:</b>	Orrick, Herrington & Sutcliffe, LP
<b>Issuer’s Counsel:</b>	Office of the Attorney General
<b>Direct Bank Purchasers:</b>	Wells Fargo Bank, National Association; Wells Fargo Municipal Capital Strategies, LLC; Comerica Bank; U.S. Bank, National Association; PNC Bank, National Association; and City National Bank
<b>Trustee:</b>	The Bank of New York Mellon Trust Company, N.A.

**Staff Recommendation.** Staff recommends the approval of Final Resolution No. 25-01-626 for an amount not to exceed \$75,000,000, for Arakelian Enterprises, Inc. d.b.a. Athens Services and/or its affiliates.

*Note: Any information related to the Borrower, including any data or analysis related to the Borrower’s financial condition or ability to repay the financing, described in this staff report is based on information provided by the Borrower and was prepared solely for members of the CPCFA Board and to satisfy certain provisions of Health and Safety Code section 44500 et seq.*

*Prospective investors should not rely on information in this staff report and must read the entire Preliminary Official Statement, Official Statement, and/or other offering document(s), if applicable, to obtain information essential to the making of an informed investment decision.*

Attachment A



February 27, 2025

**Ms. Reid Hammett**  
Deputy Executive Director  
California Debt Limit Allocation Committee  
915 Capitol Mall, Room 311  
Sacramento, CA 95814

RE: California Debt Limit Allocation Committee, Exempt Facility Approvals  
Athens Services Project

Dear Ms. Hammett:

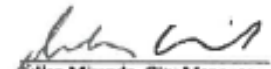
I write to you today on behalf of Athens Services relating to their environmental project for which approval will be requested at the next California Debt Limit Allocation Committee ("CDLAC") meeting.

The Company will be purchasing various types of refuse trucks, tractors, yellow iron, containers, barrels, and MRF improvements to comply with AB 32 and SB 1383 at the various MRFs owned and operated by Athens Services. I understand that in order to receive approval for the issuance of tax-exempt bonds that will fund these costs and, on whose lower interest rates the "project" economics have been based, CDLAC must grant part of the State's allocation for "private activity" bonds as defined by the federal government to the Project.

We and Athens Services agree that the implementation of this project is a cost-effective addition to our overall program.

On behalf of the City of Irwindale I would appreciate it if you would approve the Athens Services Project at your next meeting. Thank you.

Sincerely,

  
Julian Miranda, City Manager



**FINAL RESOLUTION OF THE  
CALIFORNIA POLLUTION CONTROL FINANCING AUTHORITY  
AUTHORIZING THE ISSUANCE OF REVENUE NOTES  
FOR THE SOLID WASTE DISPOSAL/RECYCLING FACILITIES AND EQUIPMENT  
OF ARAKELIAN ENTERPRISES, INC. DBA ATHENS SERVICES, AND/OR ITS  
AFFILIATES**

**June 17, 2025**

**WHEREAS**, the California Pollution Control Financing Authority (the “Authority”), a public instrumentality of the State of California (the “State”), is authorized and empowered by the provisions of the California Pollution Control Financing Authority Act (Division 27 (commencing with Section 44500) of the Health and Safety Code) (the “Act”) to issue bonds, notes, or other obligations for the purpose of defraying the cost of facilities and equipment for the disposal of waste products to prevent, reduce, or eliminate environmental pollution, remediate contamination, enable alternative and renewable sources of energy, and encourage beneficial reuse; and

**WHEREAS**, the Authority has received the application of Arakelian Enterprises, Inc. d.b.a. Athens Services, a California corporation (the “Borrower”) for financial assistance to finance and/or refinance a portion of the costs of acquiring real property, purchasing various types of refuse trucks, tractors, yellow iron, containers, barrels/bins, material recovery facility (“MRF”) equipment, building materials and other related MRF improvements to be located in Los Angeles County; all as more particularly described in the Term Sheet attached hereto as Exhibit A and incorporated herein (the “Term Sheet”) (collectively, the “Project”); and

**WHEREAS**, the Borrower has requested the Authority to issue its revenue notes from time to time in an amount not to exceed \$75,000,000 to assist in the financing and/or refinancing of the Project; and

**WHEREAS**, the Authority has applied for an allocation to finance and/or refinance certain costs of the Project and to pay certain costs of issuance of such revenue notes in the aggregate amount of \$75,000,000 from the California Debt Limit Allocation Committee (“CDLAC”) (the “Allocation”); and

**WHEREAS**, the Borrower has requested that such revenue notes be delivered in installments as described in the hereinafter referenced indenture; and

**WHEREAS**, the proceeds of such revenue notes will be loaned to the Borrower under the hereinafter referenced loan agreement with the Authority; and

**WHEREAS**, final approval of the terms of such revenue notes and certain documents relating to such revenue notes is now sought; and



**WHEREAS**, to the extent required, the Borrower has provided documentation to the Authority that the Project has complied with the California Environmental Quality Act (Division 13 (commencing with Section 21000) of the Public Resources Code), or is not a project under that division;

**NOW, THEREFORE, BE IT RESOLVED** by the California Pollution Control Financing Authority, as follows:

**Section 1.** The Project constitutes a “project” and the Borrower is a “participating party” within the meaning of the Act.

**Section 2.** Pursuant to the Act, revenue obligations of the Authority, designated as the “California Pollution Control Financing Authority Variable Rate Demand Solid Waste Disposal Revenue Notes (Athens Services Project)” (the “Notes”), or such alternate designation as may be approved by the Executive Director or Deputy Executive Director of the Authority, in an aggregate principal amount not to exceed \$75,000,000, are hereby authorized to be issued. The Notes may be issued at one time, or from time to time, in one or more series or sub-series separately or differently identified, and may be issued in a tax-exempt or taxable mode, all in accordance with the Indenture (as hereinafter defined) as finally executed. The proceeds of the Notes shall be used to make a loan to the Borrower to finance and/or refinance the Project (including without limitation, reimbursing the Borrower for qualifying costs incurred for the Project prior to the issuance of the Notes) and to pay certain costs of issuance of the Notes. The Notes may be issued as a single issue for federal tax purposes with delivery of the Notes against proceeds in periodic installments under a draw down mechanism.

**Section 3.** The Treasurer of the State of California (the “Treasurer”) is hereby authorized to sell the Notes, at one time or from time to time on or before December 31, 2025, by negotiated sale, at such price and at such interest rate or rates as the Treasurer may determine, such determination to be as set forth in the hereinafter referred to Purchase Contract. Delivery of the Notes at such times pursuant to documents approved in Section 4 hereof, is hereby approved.

**Section 4.** The following documents:

(i) a loan agreement relating to the Notes (the “Loan Agreement”) between the Authority and the Borrower; and

(ii) an indenture relating to the Notes (the “Indenture”) between the Authority and the trustee named in the Term Sheet (the “Trustee”); and

(iii) one or more note purchase contracts relating to the Notes (the “Purchase Contract”) among the Authority, the Treasurer, as agent for sale, and the applicable purchasers named in the Term Sheet (the “Purchasers”), and as approved by the Borrower;

are hereby approved in substantially the forms on file with the Authority prior to this meeting, with such insertions, deletions or changes therein in substantial conformance with the Term Sheet as the officer(s) executing and/or delivering the same may require or approve, such approval to be conclusively evidenced by execution and delivery thereof.

**Section 5.** Any modification to the Project made prior to the issuance of the Notes shall be reported to the Executive Director of the Authority, and such modification shall be subject to further approval by the Authority.

**Section 6.** Any material changes to the note sale structure prior to the issuance of the Bonds or Notes are subject to further approval by the Authority.

**Section 7.** The Authority understands and agrees that pursuant to the terms of the Loan Agreement, the obligations of the Borrower may, under some circumstances, be carried out or assumed by a successor or assignee entity, or by an Affiliate of the Borrower. For purposes of this Resolution, an "Affiliate" of the Borrower means any person or entity which meets the definition of "Participating Party" in the Act and controls, is controlled by or is under common control with the Borrower, as shown by the possession, directly or indirectly, of the power to direct or cause the direction of its management or policies, whether through majority equity ownership, contract or otherwise.

**Section 8.** The dates, maturity dates, interest rate or rates, interest payment dates, denominations, forms, registration privileges, place or places of payment, terms of redemption and other terms of the Notes shall be as provided in the Indenture, as finally executed.

**Section 9.** The Notes shall be executed by the manual or facsimile signature of the Chair or any Deputy to the Chair and the seal of the Authority shall be affixed thereon (or a facsimile reproduced thereon) in the form set forth in and otherwise in accordance with the Indenture. The Notes, when executed, shall be delivered to the Trustee under the Indenture for authentication by the Trustee. The Trustee is hereby requested and directed to authenticate the Notes by executing the Trustee's certificate of authentication appearing thereon. The Trustee is hereby requested and directed to deliver the Notes, when duly executed and authenticated, to the Purchasers, respectively, in accordance with written instructions executed on behalf of the Authority, which instructions are hereby approved. Such instructions shall provide for the delivery of the Notes to the respective Purchasers upon payment of the purchase price thereof.

**Section 10.** The Authority hereby dedicates and confirms the Allocation to the Notes of \$75,000,000 from the Allocation to be received from CDLAC, if approved, to finance and/or refinance certain costs of the Project and to pay certain costs of issuance of the Notes, so as to satisfy the requirements of Section 146(e) of the Internal Revenue Code of 1986, with respect to the Notes. The Allocation shall automatically revert to CDLAC unless the Authority has executed Notes on behalf of the Borrower within one hundred eighty (180) days of the transfer of the Allocation. The Executive Director of

CDLAC may approve an extension of up to ninety (90) days, which approval shall not be unreasonably withheld. This extension will result in a forfeiture of the Project's performance deposit to the extent that the performance deposit has not been previously forfeited. The Authority shall return any unused Allocation to CDLAC.

**Section 11.** Each officer of the Authority, acting alone, is hereby authorized and directed, to do any and all ministerial acts that the officer may deem necessary or advisable in order to consummate the issuance, sale or delivery of the Notes, and otherwise to effectuate the purposes of this Resolution and the Indenture, the Loan Agreement and the Purchase Contract. The Authority hereby approves any and all documents to be delivered in furtherance of the foregoing purposes, including without limitation, any certifications, including, a tax certificate in the form required by bond counsel to the Authority.

**Section 12.** The provisions of the resolution of the Authority entitled "Resolution of the California Pollution Control Financing Authority Delegating Certain Powers and Authorizing Certain Actions Related to Bond Financings," Resolution No. 25-01-001, adopted by the Authority on January 21, 2025, (the "Delegation Resolution") apply to the documents and actions approved in this Resolution, and the provisions of the Delegation Resolution are incorporated herein by reference. This Section 12 shall be deemed to refer to and incorporate any resolution of a similar nature adopted hereafter by the Authority that replaces or supersedes the Delegation Resolution.

**Section 13.** The provisions of the Initial Resolution No. 25-01, approved by the Executive Director of the Authority, on behalf of the Authority, on March 4, 2025, pursuant to the Executive Director's delegation authority, apply to the documents and actions approved in this Resolution, and the provisions of such resolution are incorporated herein by reference.

**Section 14.** The Certification of Compliance II or equivalent form must be submitted by the Borrower to the Authority by February 1 annually, until the Certificate of Completion has been submitted to the Authority, as provided in the Loan Agreement. These forms may be found at this website location: [www.treasurer.ca.gov/cdlac](http://www.treasurer.ca.gov/cdlac). Failure to demonstrate compliance may result in the disqualification from future allocations of the State Ceiling on Qualified Private Activity Bonds.

**Section 15.** The Loan Agreement, Indenture and Purchase Contract expressly provide that CDLAC is a third-party beneficiary of the terms and conditions set forth in CDLAC's Resolution. Once the Notes are executed and delivered, the terms and conditions set forth in CDLAC's Resolution shall be enforceable by CDLAC through an action for specific performance or any other available remedy.

**Section 16.** The Authority hereby approves and ratifies each and every action taken by its officers, agents, members and employees prior to the date hereof in furtherance of the purposes of this Resolution.

**Section 17.** This Resolution shall take effect immediately upon its passage. The adoption by the Authority of this final resolution for the Borrower shall not be referred to in any application before any government agency as evidence of the feasibility, practicality or suitability of the Project or in any application for any required permission or authority to construct or operate the Project.

**EXHIBIT A**

TERM SHEET

**Name of Issue:** California Pollution Control Financing Authority Variable Rate Demand Solid Waste Disposal Revenue Notes (Athens Services Project) (the “Notes”)

**Maximum Amount of Issue:** \$75,000,000 (tax-exempt)

**Issuer:** California Pollution Control Financing Authority (the “Authority”), Sacramento, CA

**Borrower:** Arakelian Enterprises, Inc. d.b.a. Athens Services

**Trustee:** The Bank of New York Mellon Trust Company, N.A.

**Underwriter:** Not applicable

**Purchasers:** Wells Fargo Bank, National Association (“Wells Fargo”), or a subsidiary or other affiliate thereof, including, without limitation, Wells Fargo Municipal Capital Strategies, LLC; Comerica Bank; U.S. Bank, National Association; PNC Bank, National Association; City National Bank

**Note Counsel:** Orrick, Herrington & Sutcliffe LLP, San Francisco, CA

**Remarketing Agent:** Not applicable

**Project:** The Project consists of financing and/or refinancing a portion of the costs of purchasing various types of refuse trucks, tractors, yellow iron, containers, barrels/bins, material recovery facility (“MRF”) equipment, building materials and other related MRF

improvements (collectively, the “Improvements”). The MRF equipment, building materials, and other related MRF improvements will be located at 2200 Arrow Highway, Irwindale, CA 91706. A portion of the proceeds of the Notes will finance a portion of the costs of acquiring real property, for use as a materials recovery facility or for solid waste disposal vehicle parking, located at one or more of: (1) 9189 De Garmo Avenue, Sun Valley, CA 91352; (2) 9147 De Garmo Avenue, Sun Valley, CA 91352; (3) 9143 De Garmo Avenue, Sun Valley, CA 91352; (4) 11216 Pendleton Street, Sun Valley, CA 91352; (5) 11300 Pendleton Street, Sun Valley, CA 91352; (6) 4777 Irwindale Avenue, Irwindale, CA 91706; or (7) the north side of De Garmo Avenue between Pendleton Street and Randall Street in Sun Valley, CA. The remaining improvements will be located at the following addresses: (1) 2200 Arrow Highway, Irwindale, CA 91706; (2) 14048 Valley Boulevard, City of Industry, CA 91746; (3) 15019 Salt Lake Avenue, City of Industry, CA 91746; (4) 15045 Salt Lake Avenue, City of Industry, CA 91746; (5) 5355 North Vincent Avenue, Irwindale, CA 91706; (6) 11121 Pendleton Street, Los Angeles, CA 91352; (7) 1301 West 228th Street, Torrance, CA 90501; (8) 12303 Montague Street, Pacoima, CA 91331; (9) 12355 Montague Street, Pacoima, CA 91331; (10) 9147 De Garmo, Sun Valley, CA 91352; (11) 20055 Shay Road, Victorville, CA 92394; (12) 2550 Conejo Center Drive, Thousand Oaks, CA 91320; (13) 7202 Petterson Lane, Paramount, CA 90723; (14) 687 Iowa

Avenue, Riverside, CA 92507; and (15) 127  
Van Norman Avenue, Montebello, CA 90640.

<b>Maximum Note Term:</b>	Not to exceed 30 years
<b>Type of Sale:</b>	Negotiated sale; private placement
<b>Description of Minimum Denominations:</b>	Means (i) during any weekly interest rate period or term interest rate period of less than one year, \$100,000 or any integral multiple of \$1.00 in excess thereof, (ii) during any term interest rate period of one year or more, \$5,000 or any integral multiple thereof, and (iii) during any index interest rate period, \$250,000 or any integral multiple of \$1.00 in excess thereof. If the outstanding principal amount of the Notes is less than the minimum stated herein, the authorized denomination for such Notes shall equal its outstanding principal amount.
<b>Financing Structure:</b>	Index interest rate notes; convertible to term interest rate, or weekly variable rate with tender option pursuant to the Indenture; transferable by Purchasers to either an affiliate of the Purchasers or, upon delivery of a purchaser letter, a "Qualified Institutional Buyer", as defined in Rule 144A of the Securities Act of 1933, as amended
<b>Loan Treatment:</b>	Wells Fargo's purchase of the Notes is conditioned on its ability to treat the Notes as a loan for accounting purposes. To achieve this treatment, the following conditions must be met:  1. No rating can be assigned to the Notes

2. The Notes must be delivered in physical form
3. The physical Notes must carry a legend referencing the transfer restrictions
4. Wells Fargo's ability to transfer is limited to certain commercial bank Qualified Institutional Buyers
5. The Notes must have minimum denominations of not less than \$250,000
6. Provided that no placement agent shall be involved in the financing or, if the Issuer requires the involvement of a placement agent, any placement agreement shall be in form and substance satisfactory to the Bank

<b>Maximum Interest Rate:</b>	Lesser of 12% or the maximum rate permitted by law
<b>Letter of Credit:</b>	Not applicable in connection with initial closing
<b>Other Credit Enhancement:</b>	Not applicable
<b>Anticipated Note Rating:</b>	Unrated
<b>Type of Financing:</b>	Solid waste disposal revenue notes
<b>Prepared by:</b>	Joel A. Nielsen (925) 472-8746