

# KNOX WASTE SERVICE

P.O. Box 569  
Tye, TX 79563  
Phone (325) 691-5974 Fax (325) 695-0948

October 29, 2020

City of Glen Rose, Texas  
P.O. Box 1949  
Glen Rose, Texas 76043

Re: Consent Letter – **Contract for Disposal of Non-Hazardous Waste between the City of Glen Rose, Texas and Knox Waste Service dated October 16, 2017, as amended by a Contract Amendment of the City of Glen Rose between the City of Glen Rose and Knox Waste Service dated February 18, 2019 (the “Contract”)**

Knox Waste Service, LLC (“KWS”) anticipates consummating a transaction pursuant to an Asset Purchase Agreement (the “Purchase Agreement”) with BFI Waste Services of Texas, LP (“Republic”) whereby Republic will acquire certain assets and business of KWS (the “Business”). As part of this transaction, it is anticipated that KWS will assign the Contract to Republic effective as of the date of closing under the Purchase Agreement (the “Closing Date”) and Republic will assume the rights and obligations of KWS under the Contract attributable to the period from and after the Closing Date.

Following the Closing Date, we anticipate that the key employees will continue to stay active and involved with the Business so that the relationship with the City of Glen Rose will not be affected. Republic and KWS ask that the City of Glen Rose consent to the assignment of the Contract by KWS to Republic effective as of the Closing Date and contingent upon the occurrence of the closing under the Purchase Agreement by executing and returning this letter to me. If the transaction is not consummated for any reason, this letter will cease to have effect and the Contract will remain in place between KWS and the City of Glen Rose in accordance with its terms.

If you have any questions regarding this matter, please call me at (325) 691-5974. Please return an original of this letter to me and a copy via email to mattkws@hotmail.com. Republic and KWS thank you in advance for your cooperation.

Sincerely,



**Matt Knox,**  
Vice President of Knox Waste Service, LLC

CONSENTED AND AGREED TO on this  
\_\_\_\_ day of \_\_\_\_\_, 2020:

**City of Glen Rose, Texas**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_