

**SEMINOLE COUNTY GOVERNMENT  
AGENDA MEMORANDUM**

**SUBJECT:** Assignment of Non-Exclusive Franchise Agreement for Commercial Solid Waste Collection Service from Advance Disposal Services Central Florida, LLC to Waste Services of Florida

**DEPARTMENT:** ENVIRONMENTAL SERVICES **DIVISION:** SOLID WASTE MANAGEMENT

**AUTHORIZED BY:** *Robert G. Adolphe*, P.E. **CONTACT:** *David Gregory* EXT. 2022

<b>Agenda Date</b> <u>07/27/04</u> <b>Regular</b> <input type="checkbox"/> <b>Consent</b> <input checked="" type="checkbox"/> <b>Work Session</b> <input type="checkbox"/> <b>Briefing</b> <input type="checkbox"/> <b>Public Hearing – 1:30</b> <input type="checkbox"/> <b>Public Hearing – 7:00</b> <input type="checkbox"/>
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**MOTION/RECOMMENDATION:**

Recommend that the Board of County Commissioners approve and authorize the Chairman to execute the Assignment of Non-Exclusive Franchise Agreement for Commercial Solid Waste Collection Service from Advance Disposal Services Central Florida, LLC to Waste Services of Florida.

**BACKGROUND:**

In November 2003 Advance Disposal and Seminole County entered into the Non-Exclusive Franchise Agreement for Commercial Solid Waste Collection Service.

As of April 7, 2004, Advance Disposal wishes to assign the rights and benefits of the Non-Exclusive Franchise Agreement for Commercial Solid Waste Collection Service to Waste Services of Florida, Inc. Waste Services of Florida agrees to be bound by all of the terms and conditions of the Agreement.

Reviewed by: Co Atty: <u><i>S. Distenfeld</i></u> DFS: <u>NA</u> Other: DCM: <u><i>[Signature]</i></u> CM: <u><i>[Signature]</i></u>  File No. <u>CESS02</u>
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6-23-04

**ASSIGNMENT OF NON-EXCLUSIVE FRANCHISE AGREEMENT  
FOR COMMERCIAL SOLID WASTE COLLECTION SERVICE**

**THIS ASSIGNMENT** is made and entered into this \_\_\_\_ day of \_\_\_\_\_, 20\_\_, by and between **ADVANCED DISPOSAL SERVICES CENTRAL FLORIDA LLC**, whose address is 9526 Sidney Hayes Road, Orlando, Florida 32824, hereinafter called the "ASSIGNOR", **WASTE SERVICES OF FLORIDA, INC.**, whose address is 9526 Sidney Hayes Road, Orlando, Florida 32824, hereinafter called the "ASSIGNEE," and **SEMINOLE COUNTY**, a political subdivision of the State of Florida, whose address is Seminole County Services Building, 1101 East First Street, Sanford, Florida 32771, hereinafter called the "COUNTY".

**W I T N E S S E T H:**

**WHEREAS**, the COUNTY and the ASSIGNOR entered into the Non-Exclusive Franchise Agreement For Commercial Solid Waste Collection Service on November 14, 2003, whereby the ASSIGNOR agreed to provide commercial solid waste collection services in Seminole County, Florida on a continuing basis; and

**WHEREAS**, the ASSIGNOR, as of April 7, 2004, wishes to assign the rights and benefits to ASSIGNEE; and

**WHEREAS**, both majority shareholders and executives of the ASSIGNOR desire this assignment; and

**WHEREAS**, Section 30 of the Non-Exclusive Franchise Agreement For Commercial Solid Waste Collection Service entered into between the COUNTY and the ASSIGNOR requires that the Agreement not be assigned by the parties without prior written consent of the other party, and in such cases, only by a document of equal dignity therewith; and

**WHEREAS,** the COUNTY, the ASSIGNOR and the ASSIGNEE opine that assignment of this Agreement to the ASSIGNEE will best serve the needs of all parties,

**NOW, THEREFORE,** in consideration of the mutual understandings and covenants set forth herein, the COUNTY, the ASSIGNOR and the ASSIGNEE agree as follows:

(1) The ASSIGNOR assigns all of its rights and benefits in that certain Agreement with the COUNTY, dated November 14, 2003, for the provision of commercial solid waste collection service in Seminole County, Florida to the ASSIGNEE, effective immediately.

(2) The ASSIGNEE accepts the above assignment and agrees to be bound by all of the terms and conditions of that Agreement dated November 14, 2003, to be performed on the part of the ASSIGNOR and agrees to indemnify the COUNTY against any and all liabilities under that Agreement, effective immediately.

(3) The COUNTY hereby consents to the foregoing assignments between the ASSIGNOR and the ASSIGNEE of those contracted rights and duties as set forth in the Agreement dated November 14, 2003.

**IN WITNESS WHEREOF,** the parties hereto have made and executed this Assignment on the date below written.

ATTEST:

  
\_\_\_\_\_, Secretary  
(CORPORATE SEAL)

ADVANCED DISPOSAL SERVICES  
CENTRAL FLORIDA LLC

By:   
\_\_\_\_\_, President

Date: May 17 2004

ATTEST:

WASTE SERVICES OF FLORIDA, INC.

\_\_\_\_\_  
, Secretary

By: *[Signature]*  
*Daryl G. McClain*, ~~President~~ *President*

(CORPORATE SEAL)

Date: 5-18-04

ATTEST:

BOARD OF COUNTY COMMISSIONERS  
SEMINOLE COUNTY, FLORIDA

\_\_\_\_\_  
MARYANNE MORSE  
Clerk to the Board of  
County Commissioners of  
Seminole County, Florida.

By: \_\_\_\_\_  
DARYL G. MCLAIN, Chairman

Date: \_\_\_\_\_

For the use and reliance  
of Seminole County only.

As authorized for execution  
by the Board of County Commissioners  
at their \_\_\_\_\_, 20\_\_\_\_  
regular meeting.

Approved as to form and  
legal sufficiency.

\_\_\_\_\_  
County Attorney

SED/lpk  
5/6/04  
assignment Advanced Disposal to Waste Services



January 22, 2003

To Whom It May Concern:

Advanced Disposal Services, Inc. gives Andy Grey, General Manager at Advanced Disposal Services Central Florida, LLC, permission to approve and execute on franchise agreements.

If you have any questions regarding this, please feel free to contact me at (904) 737-7900.

Sincerely,

A handwritten signature in black ink, appearing to read 'Walter H. Hall', with a long horizontal stroke extending to the right.

Walter H. Hall  
Chief Operating Officer

WHH/la



## Advanced Disposal

April 7, 2004

David Gregory  
Solid Waste Management  
Seminole County  
500 W. Lake Mary Blvd.  
Sanford, Florida 32773

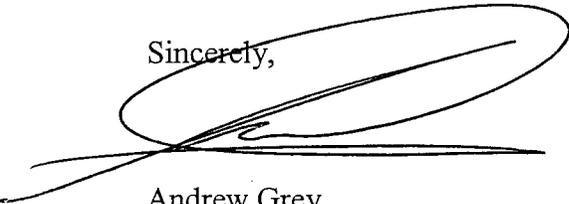
Dear Mr. Gregory,

I am writing you today to inform Seminole County that our branch office has been sold as of April 1, 2004 to Waste Services Of Florida, Inc. All services, equipment, accounts and people will remain and continue to work for the new company.

At this time I am requesting a transfer of the franchise from Advanced Disposal Services Central Florida LLC to Waste Services of Florida Inc. All past fees from March 31, 2004 will be paid to the County by Advanced Disposal and any future fees from April 1, 2004 forward will be reported, posted and paid by Waste Services of Florida Inc.

We look forward working with you and your staff and continue this great relationship. If you should have any questions in this matter please feel free to call on me at (407) 855-3400 and Thank you for your help in this matter.

Sincerely,



Andrew Grey  
General Manager

Rcvd 4-8-04

D: D6

@: CN, CP, RM



# FLORIDA RECYCLING SERVICES, INC.

"Recycle to benefit the environment"

June 17, 2004

David Gregory, Solid Waste Manager  
Seminole County

Mr. David Gregory,

This letter is to confirm that Daniel Malloy, District Manager, is authorized to sign for the Seminole County commercial assignment from Advanced Disposal to Waste Services of Florida Inc.

Thank you.

Respectfully,

A handwritten signature in cursive script that reads "Kevin L. May".

Kevin L. May  
Treasurer

Printed on Recycled Paper