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**NOTICE TO JOINT LEGISLATIVE COMMITTEE ON LOCAL GOVERNMENT OF
PROPOSED LOCAL GOVERNMENT FINANCING**

April 23, 2013

Joint Legislative Committee on Local Government
North Carolina General Assembly
16 West Jones Street
Raleigh, North Carolina 27601
Attention Committee Chairs; Committee Assistant

Fiscal Research Division
North Carolina General Assembly
300 North Salisbury Street, Suite 619
Raleigh, North Carolina 27603-5925
Attention: Interim Director

***North Carolina Capital Facilities Finance Agency
Solid Waste Disposal Revenue Bonds
(Republic Services, Inc. Project), Series 2013***

Ladies and Gentlemen:

We are bond counsel for the North Carolina Capital Facilities Finance Agency (the "Agency") in connection with the proposed issuance of its Solid Waste Disposal Revenue Bonds (Republic Services, Inc. Project), Series 2013 (the "Bonds") in a principal amount not to exceed \$25,000,000. The proceeds of the Bonds will be loaned to Republic Services, Inc., a Delaware corporation, or an affiliated or related entity (the "Borrower"), for the purpose of providing all or part of the funds with which to pay the costs of the acquisition, construction and equipping of landfill cells, related landfill equipment and other capital improvements at existing landfills at the following locations: 1922 Republican Road, Aulander, Bertie County, North Carolina; 9650 Oxford Road, Rougemont, Durham County, North Carolina; 500 Landfill Road, Mount Gilead, Montgomery County, North Carolina; 2800 Cheraw Road, Lenoir, Caldwell County, North Carolina; 7099 Quarry Lane, Stanley, Lincoln County, North Carolina; and 5105 Morehead Road, Concord, Cabarrus County, North Carolina (collectively, the "Projects"). The Projects will be owned and operated by the Company or an affiliated or related entity. The Projects will be constructed under existing landfill permits.

The Bonds will be issued under Article 2 of Chapter 159D of the North Carolina General Statutes and an Indenture of Trust (the "Indenture"), between the Agency and Branch Banking and Trust Company, as trustee. The proceeds of the Bonds will be loaned to the Borrower under a Loan Agreement between the Agency and the Borrower. The Borrower will promise to pay amounts sufficient to pay principal, premium, if any, and interest on the Bonds when due. The Bonds do not represent or constitute a debt or pledge of the faith and credit of the Agency, the State of North Carolina, or any political subdivision thereof. Principal of and premium, if any, and interest on the Bonds are payable solely from the revenues paid by the Borrower to the Agency and pledged pursuant to the Indenture.



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This notice is provided pursuant to N.C. Gen. Stat. §120-157.2(a). The Agency expects that the North Carolina Local Government Commission ("LGC") will consider the issuance of the Bonds for approval at the LGC's meeting scheduled for June 4, 2013. We are delivering this notice on behalf of the Agency and the Borrower in accordance with directions provided by the LGC in Memorandum No. 2012-02 dated July 25, 2011.

Very truly yours,

A handwritten signature in cursive script that reads "Mary Nash K. Rusher".

Mary Nash K. Rusher, Esq.
Bond Counsel

cc: Vance Holloman, Secretary
Local Government Commission
NC Department of State Treasurer
325 N. Salisbury Street
Raleigh, NC 27603-1385