

PROPOSED

Exhibit 1

WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

For the Operation of Motor Propelled Vehicles

pursuant to the provisions of Chapter 81 RCW

THIS IS TO CERTIFY that authority is granted to operate as a MOTOR CARRIER in the transportation of the commodities and in the territory described herein to

MURREY'S DISPOSAL COMPANY, INC.
d/b/a OLYMPIC DISPOSAL
4622 70TH AVENUE EAST
Puyallup, WA 98371

Cert. No.
G-9

GARBAGE AND REFUSE COLLECTION SERVICE In that portion of Pierce County described as follows: Beginning in Section 30, Township 21 North, Range 4 E.W.M. at the point of intersection of the northeast Tacoma city limits and the Pierce County-King County line; thence south along the Tacoma city limits as they exist on April 1, 1974, to the intersection of the said Tacoma city limits with 72nd Street East; thence east on the centerline of 72nd Street East to Waller Road; thence south on the centerline of Waller Road to 112th Street; thence east along centerline on 112th Street to Meridian; thence south on the centerline of Meridian to the Kapowsin Highway; thence east on the centerline of the Kapowsin Highway to its intersection with Electron County Road; thence east along the centerline of Electron County Road to the southwest corner of Section 33 Township 18 North, Range 5 E.W.M.; thence continuing east along the centerline of the Section line between Township 17 North and 18 North, to its intersection with the East boundary line of Mt. Rainier National Park; thence south along said boundary to its intersection with the Pierce County-Yakima County boundary line; thence north along the Pierce County-Yakima County boundary to the intersection of the Pierce County-Yakima County-Kittitas County-King County line; thence west along said line to its intersection with the northeast boundary of the City of Tacoma, situated in Section 30, Township 21 North, Range 4 E.W.M. the point of beginning.

Also in that portion of Pierce County described as follows: Starting at the point where the N.E. corporate limits of Tacoma intersects with the shoreline of Commencement Bay in Section 21, T. 21 N., R. 3 E.; thence following said shoreline in a clockwise direction to the point of intersection with the King-Pierce County line; thence southeasterly on said county line to the corporate limits of Tacoma (south line of Section 14, T. 21 N., R. 3 E.); thence following said corporate limits westerly in a counter-clockwise direction to the point of intersection with the shoreline of Commencement Bay in Section 21, T. 21 N., R. 3 E., the place of beginning.

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WASHINGTON UTILITIES AND TRANSPORTATION
COMMISSION

By *Cawley Shaker*



WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

Continuation

Also that portion of Pierce County beginning with the intersection at the Pierce County-Kitsap County-Mason County line; thence south along the Pierce County-Mason County line to its point of intersection with the shoreline of Rocky Bay; thence generally south along the east shoreline of Rocky Bay and North Bay including Heron Island to the southwest point of Drayton Passage; thence northerly along the shoreline of Drayton Passage and Henderson Bay to the most northern point of Henderson Bay; thence southerly along the east shoreline of Henderson Bay including the islands of Henderson Bay, but excluding McNeil, Anderson and Ketron Islands to the northeast point of Hale Passage; thence easterly along the north shoreline of Hale Passage including Fox Island to the southwest point of the Narrows; thence northerly along the west shoreline of the Narrows to its point of intersection with the west shoreline of West Passage; thence northerly along the west shoreline of West Passage to its point of intersection with the Kitsap County-Pierce County line; thence westerly along the Kitsap County-Pierce County line to the intersection of the Pierce County-Mason County-Kitsap County line to the intersection of the Pierce County-Mason County-Kitsap County line, the point of beginning.

Also all areas within the boundaries of Pierce County occupied by United States Government installations.

The following authority was obtained by transfer of Certificate No. G-112, standing in the name of David James Murrey, d/b/a Points Garbage Service.

GARBAGE AND REFUSE COLLECTION SERVICE In that portion of Pierce County described as follows: Starting at the intersection of the east corporate limits of Tacoma as they exist on April 1, 1974, and the centerline of 72nd St. East; thence east on the centerline of 72nd St. East to Waller Road; thence on the centerline of Waller Road South to 96th St. East; thence east on E. 96th St. to its intersection with the west corporate limits of Puyallup to a line projected from south to north located 1/2 mile west of SSH-5B; thence north on said projected line to the south corporate limits of Milton; thence following the limits of Milton in a clockwise direction to the point of intersection with the north line of Section 6, T. 20 N., R. 4 E.; thence west on the north line of said section projected to the east corporate limits of Tacoma; thence following said corporate limits southerly and westerly to 72nd St. East, the place of beginning.

Also in that portion of Pierce County described as follows: Starting at the point where the N.E. corporate limits of Tacoma intersects with the shoreline of Commencement Bay in Section 21, T. 21 N., R. 3 E.; thence following said shoreline in a clockwise direction to the point of intersection with the King-Pierce County line; thence southeasterly on said county line to the corporate limits of Tacoma (south line of Section 14, T. 21 N., R. 3 E.); thence following said corporate limits westerly in a counter-clockwise direction to the point of intersection with the shoreline of Commencement Bay in Section 21, T. 21 N., R. 3 E., the place of beginning.

(Continue)



WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

Continuation

GARBAGE COLLECTION SERVICE in Pierce County described as follows: Beginning at the point where Stewart Rd. in Pierce County projected west intersects SR-99 (PSH-1); thence north along the centerline of SR-99 to the intersection of the Pierce County line projected west; thence east along the King/Pierce County line to the N.E. corner of Section 3, T. 20 N., R. 5 E.; thence south along the east line of said line of said Section 3 extended to the N.E. corner of Section 8, T. 20 N., Section 3 to the S.E. corner of said Section 3; thence west along the south 1 R. 5 E.; thence south along the east line of said Section 8, to the S.E. corner of said Section 8; thence west along the south line of said Section 8 extended to SR-167 (PSH-5); thence north on SR-167 (PSH-5) to the intersection of Stewart Road extended east; thence west along Stewart Road extended to the intersection with SR-99 (PSH-1), the point of beginning.

REFUSE AND DEBRIS COLLECTION SERVICE In those portions of King and Pierce Counties described as follows: Starting at the S.E. corner of Sec. 20, T. 20 N., R. 6 E.; thence west on the south line of said section projected to the east limits of the City of Tacoma (as of Sept. 6, 1960); thence north on a line projected from this point to the shoreline of Puget Sound; thence following said shoreline easterly and northerly to the point of intersection with the north line of Sec. 6, T. 22 N., R. 4 E.; thence east on the north line of said section projected to the N.E. corner of Sec. 5, T. 22 N., R. 6 E.; thence south on the east line of said section projected to the S.E. corner of Sec. 20, T. 20 N., R. 6 E., the place of beginning: EXCLUDING the City of Tacoma as the point of origin and destination of the same shipment, and EXCLUDING the City of Puyallup as the point of origin and destination for the same shipment, and excluding the King County portion.

The following authority was obtained by transfer of Certificate No. G-28, standing in the name of Olympic Disposal, Inc.

GARBAGE COLLECTION SERVICE in that portion of Clallam and Jefferson Counties described as follows: Starting at the intersection of the west shoreline of the Hood Canal and the south line of Section 31, T. 25 N., R. 2 W., (the Jefferson-Mason County line); thence west on the south line of said Section 31, and the Jefferson-Mason County line to the Olympic National Park boundary (as of September 6, 1960) approximately the S.E. corner of Section 32, T. 25 N., R. 4 W.; thence following the Olympic National Park boundary in a northerly and westerly direction to the north-south centerline of Section 17, T. 29 N., R. 5 W.; thence south on said centerline projected to the Clallam-Jefferson County line; thence west on said county line to the S.W. corner of Section 31, T. 28 N., R. 9 W.; thence north along the west line of said Section 31 extended to the S.E. corner of Section 36, T. 31 N., R. 10 W.; thence west along the south line of said Section 36, extended to the N.E. corner of Section 1, T. 30 N., R. 15 W.; thence south along the east line of said Section 1 extended to the S.E. corner of Section 36, T. 30 N., R. 15 W.; thence west along the south line of said Section 36, extended to the Pacific Ocean; thence north along the shoreline of the Pacific Ocean, around the point of Cape Flattery, easterly along the shoreline of the Strait of Juan De Fuca, along the shorelines of Sequim Bay, Port Discovery Bay, Port Townsend Bay and including Indian and Marrowstone Islands; thence southerly along the west shoreline of Hood Canal, around Oak Head,

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WASHINGTON UTILITIES AND TRANSPORTATION COMMISSION

Continuation

along the shorelines of Dabob Bay and Quilcene Bay; thence southerly again along the shoreline of Hood Canal to the intersection of the west shoreline of Hood Canal and the south line of Section 31, T. 25 N., R. 2 W., (the Jefferson-Mason County line); the point of beginning.

GARBAGE AND REFUSE COLLECTION SERVICE in that portion of Jefferson and Grays Harbor Counties described as follows: Starting at the point where the Clallam-Jefferson County line intersects the shoreline of the Pacific Ocean; thence following said county line east to the point of intersection with the Olympic National Park boundary; thence following said boundary south to the intersection with the east boundary of R. 12 W., in T. 24 N.; thence south on said boundary line to the point of intersection with State Route 101; thence northwesterly along said highway 101 to the intersection with the Jefferson-Grays Harbor County line; thence following the said county line westerly to its intersection again with State Route 101; thence southerly, westerly, then northerly along said State Route 101 to the intersection once again with the Jefferson-Grays Harbor County line; thence west along said county line to the shoreline of the Pacific Ocean; thence northerly along said shoreline to the intersection of the Clallam-Jefferson County line; the point of beginning.

GARBAGE AND REFUSE COLLECTION SERVICE at the Makah Air Force Base, Neah Bay, under contract with THE U.S. GOVERNMENT and in the Olympic National Park, Port Angeles under contract with THE U.S. NATIONAL PARK SERVICE.

GARBAGE, REFUSE AND RUBBISH COLLECTION SERVICE in that portion of Clallam County described as follows: Beginning at the S.E. corner of Section 36, T. 28 N., R. 10 W., (Clallam-Jefferson County line); thence west along the south line of said Section 36 (and county line) extended to the shoreline of the Pacific Ocean; thence northerly along said shoreline to the intersection of the north line of Section 6, T. 29 N., R. 15 W.; thence east along said north line of Section 6 extended to the S.W. corner of Section 31, T. 30 N., R. 14 W.; thence north along the west line of said Section 31 extended to the N.W. corner of Section 6, T. 30 N., R. 14 W.; thence east along the north line of said Section 6 extended to the N.E. corner of Section 1, T. 30 N., R. 10 W.; thence south along the east line of said Section 1 extended to the S.E. corner of Section 36, T. 28 N., R. 10 W.; the point of beginning.

TG-030688

05-16-03



Exhibit 2

WASHINGTON STATE UTILITIES AND TRANSPORTATION COMMISSION

1300 S EVERGREEN PARK DRIVE SW, PO BOX 47250

OLYMPIA, WA 98504-7250

(360) 664-1222

This certificate authorizes the following operations under the provisions of RCW Title 81
MURREY'S DISPOSAL COMPANY, INC. Cert No.
d/b/a OLYMPIC DISPOSAL TCG-63635
PO BOX 399
PUYALLUP, WA 98371

PID19 SOLID WASTE COLLECTION SERVICE in that portion of Section 12, T27 N. R. 10 W., within Jefferson County.

TG-091018

07-06-09

TEMPORARY

WASHINGTON UTILITIES AND TRANSPORTATION
COMMISSION



By _____

Exhibit 3

Olympic Disposal Consolidated Balance Sheet

	Dec-09 Actual
Assets	0
<u>Current Assets</u>	
Cash & Cash Equivalents	558
Accounts Receivable	626,102
Deferred Tax Asset	0
Inventory	54,786
Prepays	45,668
Total Current Assets	<u>727,114</u>
<u>Fixed Assets</u>	
Fixed Assets	2,403,432
Notes Receivable	0
Goodwill	22,448
Intangible Assets	1,547,083
Deposits	0
Restricted Funds	0
Other Assets	0
Loan Fees	0
Intercompany	441,395
Total Fixed Assets	<u>4,414,358</u>
Total Assets	<u>5,141,472</u>
Liabilities & Equity	

Dec-09
Actual

Liabilities

Current Liabilities

Current Portion of LTD	0
Book Overdraft	0
Accounts Payable	49,149
Deferred Revenue	214,805
Accrued Liabilities	87,433

Total Current Liabilities	351,388
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Long-Term Liabilities

Long-Term Debt	0
Deferred Taxes	0
Long Term Other Liab.	0

Total Long-Term Liabilities	0
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Total Liabilities	351,388
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Equity

Minority Interest	0
Common Stock	0
Deferred Stock Comp	0
Additional Paid In Capital	0
Treasury Stock	0
Unrealized Swap Value	0
Retained Earnings	4,790,084

Total Equity	4,790,084
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Total Liabilities & Equity	5,141,472
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Exhibit 4

MURREY'S DISPOSAL, INC.
G-9
2009 YEAR INCOME STATEMENT

Schedule 5 - Income Statement

Instructions: Complete this Total Company Income Statement in accordance with the year-end accumulated figures as reflected in your books of account.

Line	Account (a)	Total Company (b)
Revenues:		
1	Solid Waste Operating Revenues (Line 12d, Schedule 6A)	24,858,030
2	Other	
3	Total Revenue	<u>24,858,030</u>
Expenses:		
4	Driver Wages & Benefits	3,958,376
5	Truck Operating Costs	1,500,202
6	Repair & Maintenance	1,941,628
7	Insurance & Safety	374,535
8	Disposal & Processing	10,273,258
9	Depreciation	1,430,710
10	Selling & Advertising	25,982
11	Office & Administration	2,235,852
12	Management Fees	910,710
13	Taxes & Licenses	1,071,231
14	Rents	193,078
15	Other Expenses	37,349
16	Total Expenses before Other Items (add lines 4 thru 15)	<u>23,952,911</u>
17	Net Income before Other Items (line 3 minus line 16)	<u>905,119</u>
Other Income & Expense		
18	Other Income/ (Loss)	73,683
19	Interest, Dividends, & Other Investment Income/ (Loss)	
20	Distrib./Undistrib. Income/ (Loss) from Subsidiaries	
21	Interest Expense	
22	Other Deductions	55,000
23	Extraordinary Items (Net)	
24	Total Other Income & Expense (add lines 18 thru 23)	<u>128,683</u>
25	Net Income before Federal Income Taxes (line 17 & line 24)	1,033,802
26	Federal Income Taxes	351,493
27	Net Income/ (Loss) (line 25 minus line 26)	<u>682,309</u>

Exhibit 5

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of
Waste Connections, Inc.:

In our opinion, the consolidated financial statements listed in the accompanying index present fairly, in all material respects, the financial position of Waste Connections, Inc. and its subsidiaries at December 31, 2008 and December 31, 2007, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2008 in conformity with accounting principles generally accepted in the United States of America. In addition, in our opinion, the financial statement schedule listed in the accompanying index presents fairly, in all material respects, the information set forth therein when read in conjunction with the related consolidated financial statements. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2008, based on criteria established in *Internal Control - Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). The Company's management is responsible for these financial statements and financial statement schedule, for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in Management's Report on Internal Control Over Financial Reporting under Item 9A. Our responsibility is to express opinions on these financial statements, on the financial statement schedule, and on the Company's internal control over financial reporting based on our integrated audits. We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement and whether effective internal control over financial reporting was maintained in all material respects. Our audits of the financial statements included examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

As discussed in Note 13 to the consolidated financial statements, the Company changed the manner in which it accounts for uncertainty in income taxes in 2007.

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ PricewaterhouseCoopers LLP
Sacramento, CA
February 10, 2009

WASTE CONNECTIONS, INC.
CONSOLIDATED BALANCE SHEETS
(IN THOUSANDS, EXCEPT SHARE AND PER SHARE AMOUNTS)

	December 31,	
	2007	2008
ASSETS		
Current assets:		
Cash and equivalents	\$ 10,298	\$ 265,264
Accounts receivable, net of allowance for doubtful accounts of \$4,387 and \$3,846 at December 31, 2007 and 2008, respectively	123,882	118,456
Deferred income taxes	14,732	22,347
Prepaid expenses and other current assets	21,953	23,144
Total current assets	<u>170,865</u>	<u>429,211</u>
Property and equipment, net	865,330	984,124
Goodwill	811,049	836,930
Intangible assets, net	93,957	306,444
Restricted assets	19,300	23,009
Other assets, net	21,457	20,922
	<u>\$ 1,981,958</u>	<u>\$ 2,600,640</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 59,912	\$ 65,537
Book overdraft	8,835	4,315
Accrued liabilities	69,578	95,220
Deferred revenue	44,074	45,694
Current portion of long-term debt and notes payable	13,315	4,698
Total current liabilities	<u>195,714</u>	<u>215,464</u>
Long-term debt and notes payable	719,518	830,758
Other long-term liabilities	38,053	47,509
Deferred income taxes	223,308	251,514
Total liabilities	<u>1,176,593</u>	<u>1,345,245</u>
Commitments and contingencies (Note 10)		
Minority interests	30,220	668
Stockholders' equity:		
Preferred stock: \$0.01 par value per share; 7,500,000 shares authorized; none issued and outstanding	-	-
Common stock: \$0.01 par value per share; 150,000,000 shares authorized; 67,052,135 and 79,842,239 shares issued and outstanding at December 31, 2007 and 2008, respectively	670	798
Additional paid-in capital	254,284	647,829
Retained earnings	524,481	630,037
Accumulated other comprehensive loss	(4,290)	(23,937)
Total stockholders' equity	<u>775,145</u>	<u>1,254,727</u>
	<u>\$ 1,981,958</u>	<u>\$ 2,600,640</u>

The accompanying notes are an integral part of these consolidated financial statements.

WASTE CONNECTIONS, INC.
CONSOLIDATED STATEMENTS OF INCOME
(IN THOUSANDS, EXCEPT SHARE AND PER SHARE AMOUNTS)

	Years Ended December 31,		
	2006	2007	2008
Revenues	\$ 824,354	\$ 958,541	\$ 1,049,603
Operating expenses:			
Cost of operations	492,766	566,089	628,075
Selling, general and administrative	84,541	99,565	111,114
Depreciation and amortization	74,865	85,628	97,429
Loss on disposal of assets	796	250	629
Operating income	171,386	207,009	212,356
Interest expense	(30,110)	(35,023)	(38,824)
Interest income	1,140	1,593	3,297
Other income (expense), net	(3,759)	289	(633)
Income before income tax provision and minority interests	138,657	173,868	176,196
Minority interests	(12,905)	(14,870)	(12,240)
Income from continuing operations before income taxes	125,752	158,998	163,956
Income tax provision	(48,329)	(59,917)	(58,400)
Net income	\$ 77,423	\$ 99,081	\$ 105,556
Basic earnings per common share	\$ 1.14	\$ 1.45	\$ 1.51
Diluted earnings per common share	\$ 1.10	\$ 1.42	\$ 1.48
Shares used in calculating basic income per share	68,136,126	68,238,523	70,024,874
Shares used in calculating diluted income per share	70,408,673	69,994,713	71,419,712

The accompanying notes are an integral part of these consolidated financial statements.

WASTE CONNECTIONS, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY AND COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2006, 2007 AND 2008
(IN THOUSANDS, EXCEPT SHARE AMOUNTS)

	STOCKHOLDERS' EQUITY							TOTAL	
	COMPREHENSIVE INCOME	COMMON STOCK SHARES	COMMON STOCK AMOUNT	ADDITIONAL PAID-IN CAPITAL	ACCUMULATED OTHER COMPRE- HENSIVE INCOME (LOSS)	DEFERRED STOCK COMPENSATION	TREASURY STOCK SHARES		RETAINED EARNINGS
Balances at December 31, 2005		68,887,025	\$ 459	\$ 373,382	\$ 4,957	\$ (2,234)	\$ (3,672)	\$ 345,308	\$ 718,200
Vesting of restricted stock		56,628	-	(446)	-	-	-	-	(446)
Cancellation of restricted stock		(19,182)	-	3,451	-	-	-	-	3,451
Stock-based compensation		-	-	32,132	-	-	-	-	32,132
Exercise of stock options and warrants		2,082,708	14	7,728	-	-	-	-	7,728
Excess tax benefit associated with equity-based compensation		(4,182,900)	(28)	(100,217)	-	-	-	-	(100,245)
Repurchase of common stock		1,441,762	10	(3,672)	-	-	3,672	-	(100,245)
Retirement of treasury stock		-	-	(10)	-	-	-	-	(10)
Conversion of 2022 Floating Rate Convertible Subordinated Notes		-	-	115	-	-	-	-	115
Issuance of common stock warrants to consultants		-	-	(2,234)	-	2,234	-	-	(4,243)
Cumulative change from adoption of accounting policy - SFAS 123(R)		-	-	-	(4,243)	-	-	-	(4,243)
Amounts reclassified into earnings, net of taxes		-	-	-	2,353	-	-	-	2,353
Changes in fair value of interest rate swaps, net of taxes		-	-	-	-	-	-	-	77,423
Net income	\$ 77,423	-	-	-	-	-	-	-	(77,423)
Other comprehensive loss	(2,887)	-	-	-	-	-	-	-	(2,887)
Income tax effect of other comprehensive loss	997	-	-	-	-	-	-	-	997
Comprehensive income	\$ 75,533	-	-	-	-	-	-	-	75,533
Balances at December 31, 2006		68,266,041	\$ 455	\$ 310,229	\$ 3,067	\$ -	\$ -	\$ 422,731	\$ 736,482
Stock split		168,268	2	(2)	-	-	-	(228)	(228)
Vesting of restricted stock		(54,498)	(1)	(1,636)	-	-	-	-	(1,637)
Cancellation of restricted stock and warrants		-	-	6,128	-	-	-	-	6,128
Stock-based compensation		2,246,454	22	35,598	-	-	-	-	35,620
Exercise of stock options and warrants		(3,574,130)	(36)	(110,293)	-	-	-	-	(110,329)
Excess tax benefit associated with equity-based compensation		-	-	14,137	-	-	-	-	14,137
Repurchase of common stock		-	-	123	-	-	-	-	123
Issuance of common stock warrants to consultants		-	-	-	(2,320)	-	-	2,897	2,897
Cumulative change from adoption of accounting policy - FIN 48		-	-	-	(5,037)	-	-	-	(5,037)
Amounts reclassified into earnings, net of taxes		-	-	-	-	-	-	-	(2,320)
Changes in fair value of interest rate swaps, net of taxes		-	-	-	-	-	-	-	(5,037)
Net income	\$ 99,081	-	-	-	-	-	-	-	2,897
Other comprehensive loss	(11,981)	-	-	-	-	-	-	-	(2,320)
Income tax effect of other comprehensive loss	4,624	-	-	-	-	-	-	-	(5,037)
Comprehensive income	\$ 91,724	-	-	-	-	-	-	-	99,081
Balances at December 31, 2007		67,052,135	\$ 670	\$ 254,284	\$ (4,290)	\$ -	\$ -	\$ 524,481	\$ 775,145
Vesting of restricted stock		222,863	2	(2)	-	-	-	-	(2)
Cancellation of restricted stock and warrants		(72,082)	(1)	(2,192)	-	-	-	-	(2,193)
Stock-based compensation		1,030,594	10	7,854	-	-	-	-	7,854
Exercise of stock options and warrants		12,650,000	127	393,803	-	-	-	-	393,930
Issuance of common stock, net of issuance costs of \$17,195		(1,041,271)	(10)	(31,517)	-	-	-	-	(31,527)
Excess tax benefit associated with equity-based compensation		-	-	6,441	-	-	-	-	6,441
Repurchase of common stock		-	-	79	-	-	-	-	79
Issuance of common stock warrants to consultants		-	-	-	4,010	-	-	-	4,010
Amounts reclassified into earnings, net of taxes		-	-	-	(23,657)	-	-	-	(23,657)
Changes in fair value of swaps, net of taxes		-	-	-	-	-	-	-	105,556
Net income	\$ 105,556	-	-	-	-	-	-	-	105,556
Other comprehensive loss	(31,609)	-	-	-	-	-	-	-	(31,609)
Income tax effect of other comprehensive loss	11,962	-	-	-	-	-	-	-	11,962
Comprehensive income	\$ 85,909	-	-	-	-	-	-	-	85,909
Balances at December 31, 2008		79,842,239	\$ 798	\$ 647,829	\$ (23,937)	\$ -	\$ -	\$ 630,037	\$ 1,254,727

The accompanying notes are an integral part of these consolidated financial statements.

WASTE CONNECTIONS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(IN THOUSANDS)

	Years Ended December 31,		
	2006	2007	2008
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net income	\$ 77,423	\$ 99,081	\$ 105,556
Adjustments to reconcile net income to net cash provided by operating activities:			
Loss on disposal of assets	796	250	629
Depreciation	70,785	81,287	91,095
Amortization of intangibles	4,080	4,341	6,334
Deferred income taxes, net of acquisitions	26,585	12,440	31,902
Minority interests	12,905	14,870	12,240
Amortization of debt issuance costs	6,238	2,182	1,966
Stock-based compensation	3,451	6,128	7,854
Interest income on restricted assets	(618)	(684)	(543)
Closure and post-closure accretion	623	1,155	1,400
Excess tax benefit associated with equity-based compensation	(7,728)	(14,137)	(6,441)
Changes in operating assets and liabilities, net of effects from acquisitions:			
Accounts receivable, net	(4,928)	(17,514)	18,768
Prepaid expenses and other current assets	(1,083)	(8,077)	335
Accounts payable	(4,306)	2,888	(54)
Deferred revenue	324	7,870	(829)
Accrued liabilities	19,245	27,162	6,426
Other long-term liabilities	442	(173)	(6,229)
Net cash provided by operating activities	<u>204,234</u>	<u>219,069</u>	<u>270,409</u>
CASH FLOWS FROM INVESTING ACTIVITIES:			
Payments for acquisitions, net of cash acquired	(38,594)	(109,429)	(355,150)
Capital expenditures for property and equipment	(96,519)	(124,234)	(113,496)
Proceeds from disposal of assets	2,198	1,016	2,560
Increase in restricted assets, net of interest income	(1,411)	(2,698)	(2,653)
Decrease (increase) in other assets	(224)	(264)	1,092
Net cash used in investing activities	<u>(134,550)</u>	<u>(235,609)</u>	<u>(467,647)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from long-term debt	666,035	626,000	302,000
Principal payments on notes payable and long-term debt	(621,161)	(568,607)	(223,854)
Change in book overdraft	(8,869)	8,835	(4,520)
Proceeds from option and warrant exercises	32,146	35,620	19,089
Excess tax benefit associated with equity-based compensation	7,728	14,137	6,441
Distributions to minority interest holders	(11,270)	(12,642)	(8,232)
Payments for repurchase of common stock	(100,245)	(110,329)	(31,527)
Proceeds from common stock offering, net	-	-	393,930
Debt issuance costs	(6,613)	(1,125)	(1,123)
Net cash (used in) provided by financing activities	<u>(42,249)</u>	<u>(8,111)</u>	<u>452,204</u>
Net increase (decrease) in cash and equivalents	27,435	(24,651)	254,966
Cash and equivalents at beginning of year	7,514	34,949	10,298
Cash and equivalents at end of year	<u>\$ 34,949</u>	<u>\$ 10,298</u>	<u>\$ 265,264</u>

The accompanying notes are an integral part of these consolidated financial statements.

WASTE CONNECTIONS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(IN THOUSANDS)

SUPPLEMENTARY DISCLOSURES OF CASH FLOW INFORMATION AND NON-CASH TRANSACTIONS:

	Years Ended December 31,		
	2006	2007	2008
Cash paid for income taxes	\$ 15,006	\$ 35,260	\$ 24,635
Cash paid for interest	\$ 28,534	\$ 33,418	\$ 32,626
Conversion of 2022 Convertible Subordinated Notes to equity	\$ 10	\$ -	\$ -
In connection with its acquisitions, the Company assumed liabilities as follows:			
Fair value of assets acquired	\$ 44,919	\$ 162,425	\$ 359,114
Elimination of minority interest	-	-	33,560
Cash paid and warrants issued for current year acquisitions	(37,560)	(107,772)	(354,180)
Net assets used as consideration for acquisitions	(893)	-	-
Liabilities assumed and notes payable issued to sellers of businesses acquired	\$ 6,466	\$ 54,653	\$ 38,494

The accompanying notes are an integral part of these consolidated financial statements.

Exhibit 6

EQUIPMENT LIST

Olympic Disposal	
Depreciation Schedule	
December 31, 2009	
GARBAGE	Date in Service
Asset Classification	Year
1990 GMC TRK W/PAKER (U)	1991
1996 FORD DSL RETRIVER (U)	1997
2 WAY RADIO & BASE STAT (U)	1997
1 HEIL 18-CBC YD PAKER (N)	1998
1 HEIL 18-CBC YD PAKER (N)	1998
TRUCK REBUILT	1999
1991 PETERBUILT (U)	2001
1997 INT'L W/PACKER V T-1	2001
REBUILT TRANSMISSION TRK	2001
REBUILD REAR END TRK	2001
REBUILT TRANSMISSION TRK	2001
REBUILT TRANSMISSION TRK	2001
REBUILT REAR END TRK	2001
ENGINE	2002
2003 INT'L PCKR & GRAPHICS (N)	2003
2004 INT'L PCKR & GRAPHICS (N)	2003
ENGINE OVERHAUL	2004
2004 FREIGHTLINER	2004
CART TIPPER	2004
CART TIPPER	2004
1993 PETERBUILT HEIL W/LEACH 20 CY (U)	2004
1998 VOLVO W/PACKR LF (U) TF-IN	2004
ENGINE	2005
2005 INT'L W/20YD McNEILES PCKR (N)	2005
2006 Int'l w/Packer 20 yd (N)	2006
2007 Int'l w/Pcker 20 yd (N)	2007
2007 Int'l w/Pcker 20 yd (N)	2007
2004 Int'l DelTrk w/lift gate (U)	2007
Engine Rebuild	2008
Body Rebuild	2008
Engine Rebuild	2009
Drive Cam, Camara (9)	2009
2009 Peterbuilt w/Pckr	2009
2009 Peterbuilt w/Pckr	2009
2009 Peterbuilt w/Pckr	2009
2009 Peterbuilt w/Pckr	2009
Total Garbage Trucks	

Roll-off Trucks	
1989 FRGHTL TRK W/RO (U)	1997
1992 PETERBUILT CASC TRI (U)	2001
1992 PETERBUILT TRK W/R-OFF SYS (U)	2001
REBUILT TRANSMISSION TRK	2001
INFRAME REBUILD-KIT, CYLINDERS, Heads	2004
2005 PETERBILT RO W/CHAIN HOIST (N)	2005
2006 PETERBUILT RO (N)	2006
Drive Cam, Camara (4)	2009
Total Roll-off Trucks	
Recycle Trucks	
1991 NISSAN TRK RETRVR (U)	1991
1996 FORD DSL RETRIVER (U)	1997
Total	
2000 KENWORTH T 800	2002
Drive Cam, Camara	2009
2000 KENWORTH TRACTOR (U)	2003
Drive Cam, Camara	2009
Total Trucks	

	Olympic Disposal	
	Depreciation Schedule	
	December 31, 2009	
	GARBAGE	Date in
		Service
No	Asset Classification	Year
	Containers	
	VAR CONT (U)	1997
	VAR DROP BOX (U)	1997
85	1 YD CONT (U)	1997
43	1 1/2 YD CONT (U)	1997
65	2 YD CONT (U)	1997
1	6 YRD CONT (U)	1997
19	30 YD DROP BOX (U)	1997
50	1 YD CONT (U) (3/97)	1997
20	1/2 YD CONT (U) (3/97)	1997
10	2 YD CONT (U) (3/97)	1997
2	30 YD DROP BOX (U) (3/97)	1997
40	1 YD CONT W/LIDS (N)	1997
30	1 1/2 YRD CONT W/LIDS (N)	1997
50	2 YRD CONT W/LIDS (N)	1997
125	1 YD CONT W/LIDS (N)	1998
40	2 YD CONT W/LIDS (N)	1998
4	20 YD CONT W/LIDS (N)	1998
4	25 YD CONT W/LIDS (N)	1998
1080	AUT-CARTS 35-GAL (N)	1998
20	1 YD CONT W/LIDS (N)	1998
20	2 YRD CONT W/LIDS (N)	1998
30	1 YD CONT W/LIDS (N) C	1998
24	2 YRD CONT W/LIDS (N)	1998
2	40 YD DB W/LIDS (N)	1998
3000	AUTOMATED TOTES (U)	1999
10	1 YD +2-6 YD W/LIDS (N)	1999
40	1 YD CONT W/LIDS (N)	1999
20	1 YD +20-2 YD W/LIDS (N)	1999
15	1 YD CONT W/LID	2000
90	60 GAL CARTS	2001
19	2 YD REAR LOAD W/L (N)	2001
17	1YRD REAR LOAD W/L (N)	2001
	CONTAINERS	2002
225	AUTOMATED 68-GAL universal	2002
100	AUTOMATED 35-GAL	2002
250	65 GAL CARTS 9N)	2003
125	32 GAL CARTS (N)	2003
	PACKET CONVERSION KIT	2003
10	3 YRD FL LOAD W/L (N)	2003
17	4 YD FL LOAD W/L (N)	2003
48	1 YD REAR LOAD W/L (N)	2003
10	1.5 YD REAR LOAD W/L (N)	2003
52	2 YRD REAR LOAD W/L (N)	2003
300	32 GAL CARTS (N)	2003
250	38 GAL CARTS (N)	2003
	CONTAINER PARTS	2003
130	FORK POCKETS 16X18	2004
300	Automated ZARN 35 GAL MSD M-L	2004

588	Automated 68 GAL GREEN BASE	2004
162	Automated 68 GAL MSD PLLB	2004
40	2YD REL CONTAINERS	2004
4	6YD FEL CATHEDRAL CONTAINERS	2004
4	3YD FEL CONTAINERS W/LIDS	2004
4	4YD FEL CONTAINERS	2004
5	30 YD DROP BOXES	2004
28	1.5YD REL CONTAINERS	2004
30	1YD REL CONTAINERS	2004
5	25YD DROP BOX	2004
5	30YD DROP BOX	2004
25	1YD REL CONTAINERS	2004
25	2YD REL CONTAINERS	2004
16	1YD REL CONTAINERS (N)	2005
16	2YD REL CONTAINERS (N)	2005
11	4YD FEL CONTAINERS (N)	2005
11	6YD FEL CONTAINERS (N)	2005
3	20YD DROP BOX W/LID (N)	2005
2	30YD DROP BOX W/LID (N)	2005
40	1YD REL CONTAINERS (N)	2005
40	2YD REL CONTAINERS (N)	2005
25	1.5YD REL CONTAINERS (N)	2005
3	30YD DROP BOX W/LID (N)	2005
25	1YD REL CONTAINERS (N)	2005
25	2YD REL CONTAINERS (N)	2005
500	Automated 65 GAL GREEN BASE	2005
5	30YD DROP BOX W/LID (N)	2006
28	2YD REL CONTAINERS (N)	2006
28	1.5YD REL CONTAINERS (N)	2006
5	30YD DROP BOX W/LID (N)	2006
20	2YD REL CONTAINERS (N)	2006
18	1.5YD REL CONTAINERS (N)	2006
18	1YD REL CONTAINERS (N)	2006
5	30YD DROP BOX W/LID (N)	2007
40	2YD REL CONTAINERS (N)	2007
17	1YD REL CONTAINERS (N)	2007
5	30YD DROP BOX W/LID (N)	2007
486	Automated 65 GAL GREEN BASE	2007
270	Automated 35 GAL GREEN BASE	2007
5	30YD DROP BOX W/LID (N)	2007
16	2YD REL CONTAINERS (N)	2008
10	1.5YD REL CONTAINERS (N)	2008
	Total Containers	
	Recycling	
115	(3-EACH) 12 GAL R-BINS (N)	2001
400	Totes 14-gal MSD Recycle	2002
500	14- GAL RECYCLING BINS 9N)	2003
1050	14 GAL MSD RECYCLE	2004
1050	14 GAL MSD RECYCLE	2004
5000	RECYCL BINS (N)	2008
	Total Recycling	

Olympic Disposal	
Depreciation Schedule	
December 31, 2009	
	Date in
Building Structures	Service
Asset Classification	Year
Shop Equip	
74 CHEVY PU ST-1	1997
1972 FORD TRK- W/UTIL BX (U)	1997
1983 CAT FORKLIFT (U)	1997
1989 CHEV PU 1-TN (U)	1997
1991 GMC PU 3/4-TN (U)	1997
275 GAL UL OVAL TANK	2004
(2) HEAVY DUTY AIR JACKS	2004
Shop Heater	2009
Total Shop	
Office	
Various	1997
cannon copier	1998
Phone system	2004
Phone system	2004
Total Office	
Computers	
Compact Desk Pro	2000
Hardware	2004
Olympic Conversion	2004
Olympic Conversion	2004
Olympic Conversion	2004
Olympic Conversion	2004
Olympic Conversion	2004
Route Mger License	2005
Misc Software	2007
Panosonic Laptop (DM)	2007
Total	
Leasehold Improvement	
Optic Line	2007
Wall	2007
Heater	2009
Total	

Exhibit 7

Olympic National Park Service Areas

Solid Waste Certificate Authority

Location	Twنشp_Range Section	Auth	Certificated Company
Lake Crescent (Storm King)	30N, 9W, 25	Overlap	G-9, Murreys Disposal; G-251, West Waste
Lake Crescent (Fairholm)	30N, 9W, 30	Overlap	G-9, Murreys Disposal; G-251, West Waste
Sol Duc Campground	29N, 9W, 32	Overlap	G-9, Murreys Disposal; G-251, West Waste
Headquarters	30N, 6W, 4	Full	G-9 Murrey's Disposal (Waste Connections Inc.)
Heart of the Hills Campground	29N, 6W, 3	Full	G-9 Murrey's Disposal (Waste Connections Inc.)
Hurricane Ridge	29N, 6W, 30	Full	G-9 Murrey's Disposal (Waste Connections Inc.)
Elwha Campground	29N, 7W, 9	Full	G-9 Murrey's Disposal (Waste Connections Inc.)
Elwha (Altaire Campground)	29N, 7W, 17	Full	G-9 Murrey's Disposal (Waste Connections Inc.)
Ozette	31N, 15W, 28	Overlap	G-9, Murreys Disposal; G-251, West Waste
Mora	28N 15W, 22	Overlap	G-9, Murreys Disposal; G-251, West Waste
Hoh	27N, 10W, 12	N/A	N/A
Kalaloch	24N, 13W, 10	Overlap	G-9, Murreys Disposal; G-251, West Waste
Staircase	23N, 5W, 4	Full	G-88 Mason County Garbage (Waste Connections Inc.)
Quinault	23N, 9W, 4	Full	G-98 LeMay Disposal (Waste Connections Inc.)