

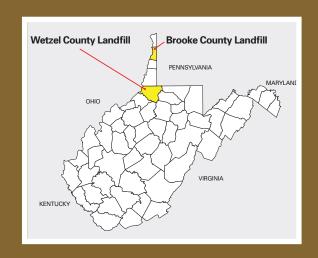
BROOKE COUNTY LANDFILL

SERVING THE NATURAL GAS INDUSTRY IN WEST VIRGINIA, OHIO & PENNSYLVANIA





Environmentally Safe Disposal, Stabilization & Storage for Marcellus/Utica Shale Oil & Gas Waste







WASTE DISPOSAL, STABILIZATION AND STORAGE SERVICES

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WHY MARCELLUS / UTICA GAS INDUSTRY CUSTOMERS CHOOSE



Brooke County Landfill

There are many reasons why Marcellus/Utica gas industry customers are choosing the Brooke County Landfill to meet their drilling exploration and production waste ("drilling waste"), stabilization and storage needs.

AMONG THEM ARE:

- ♦ West Virginia DEP-permitted facility for over 25 years
- ◆ Long-term disposal capacity for oil and gas waste customers
- Enhanced environmental protection double synthetic liner system
- ◆ Modern Radiation Monitoring and Detection Equipment
- Streamlined Approval Process
- ◆ Economical disposal & stabilization rates
- ◆ On-site enclosed stabilization/solidification building
- Container staging and storage capability
- ◆ Centrally located in the Marcellus/Utica producing region
- Excellent highway access
- Reduced transportation costs
- ◆ Truck "in and out efficiency"
- Professional management

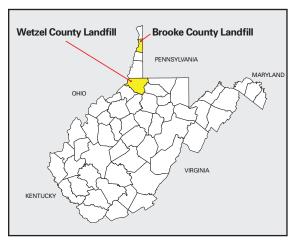


Brooke County Landfill

- IDEALLY SITUATED AND SUITED TO PROVIDE DRILLING WASTE DISPOSAL, STABILIZATION AND STORAGE SERVICES

Facility Background Information

Valero Terrestrial Corporation, a J. P. Mascaro & Sons-related entity, is the owner, operator and permittee of the Brooke County Landfill in Colliers, Brooke County, West Virginia. The Brooke County Landfill is a Class A West Virginia Department of Environmental Protection permitted solid waste facility; it contains 196 permitted acres; it is authorized to dispose of 22,000 tons per month of solid waste; and it provides a broad range of waste disposal services for customers in West Virginia, Ohio and Pennsylvania, including oil and gas waste disposal, stabilization and storage services.



The Brooke facility is strategically located in the northern panhandle of West Virginia, one mile from the City of Weirton and in close proximity to the active Marcellus/Utica Shale regions in West Virginia, Ohio and Pennsylvania.

Valero became a Mascaro-related entity in September 1990 when the corporation was purchased by Pat Mascaro, who is the President of J. P. Mascaro & Sons. At that time, the Brooke County Landfill was an unlined

facility that lacked the environmental systems required in a modern sanitary landfill. Since that time, the landfill has been completely modernized and now contains all of the necessary environmental protection and control systems, including a double synthetic liner protection system when West Virginia's regulations only require a single synthetic liner system for landfills.

Valero's Brooke County Landfill was first permitted by the West Virginia DEP in November of 1992, and its permit has been renewed by the DEP every five years since then. For more than 25 years now, Brooke County Landfill has provided economical, efficient and environmentally sound waste disposal and processing services for its many customers in the residential, commercial, industrial and institutional sectors in West Virginia, Ohio and Pennsylvania. An

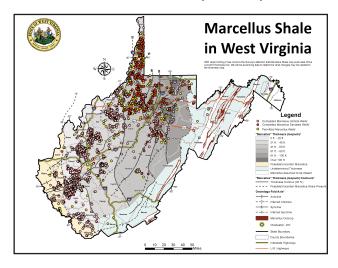


important component of its business today is providing such services for Marcellus/Utica Shale oil and gas production customers.

Marcellus/Utica Shale Waste Services

In 1993, there were 38 DEP-permitted landfills in West Virginia. Today, there are only 18, eight of which are publicly-owned low volume facilities that handle little, if any, Marcellus/Utica Shale oil and gas waste, and ten of which are privately-owned.

Of those ten, two, or 20%, are owned by J. P. Mascaro & Sons-related entities. They are the Brooke County Landfill and the Wetzel County Landfill, both of which provide disposal, stabilization and storage services for oil and gas waste and both of which have double synthetic liner protection systems when West Virginia's regulations only require a single synthetic liner system. In this regard, and as it relates to the disposal of oil and gas waste, the Brooke and Wetzel double synthetic liner systems provide a higher level of



environmental protection than the single synthetic liner systems that exist in the few other West Virginia landfills that dispose of oil and gas waste.

Recently, the Marcellus/Utica Shale oil and gas production industry has exploded in the West Virginia and Ohio regional areas in proximity to the Brooke County Landfill. That regional area is currently and will for some time be at the center of Marcellus/Utica gas well development and production.

West Virginia has been very supportive of the gas industry and its rapid growth by advancing legislative and regulatory initiatives that benefit the gas industry in a variety of ways, one of which is the economic and efficient disposal of oil and gas waste, which is a significant industry cost item.



The Brooke County Landfill is ideally situated and suited to handle oil and gas waste disposal, stabilization and storage needs. Our landfill currently provides economic and efficient oil and gas waste disposal services for many gas industry customers who have determined that our landfill is environmentally and operationally suitable to provide the services they require. Those gas industry customers use our

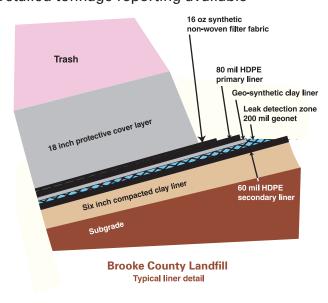
Brooke County Landfill

Environmentally Safe Disposal

Servicing West Virginia, Ohio, & Pennsylvania

We offer these Advantages

- On-site stabilization capabilities in a dedicated building
- Competitve rates
- · Four lane highway access almost to the gate!
- · Close to Pittsburgh Metro area
- Adjacent to Steubenville, OH & Weirton, WV
- Fast weigh and unload
- Modern Radiation Monitoring & Dectection
- Container wash out capabilities
- Designed and constructed in excess of applicable laws
- · Long-term capacity: 100 years projected life
- Fully insured and bonded
- Privately owned and operated
- Professional engineer on staff
- In-house testing and compliance reporting
- In-house transportation capability
- Cost-effective long-term contract capability
- Timely approval process featuring in-house generic pre-approvals
- Shipping documents included (manifest/ bills of lading)
- Detailed tonnage reporting available



Address: 1118 Petrillo Rd

Colliers, WV 26035 (304) 748-0014

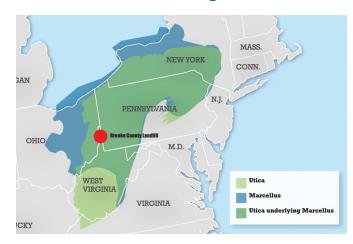
Permitted Hours:

6 AM to 6 PM Monday-Saturday

Receiving hours may vary, please check!

Permit # SWF-1013 GPS Coordinates

Latitude: 40.380061 / Longitude: -80.581605



Accepted Waste

- Oil, Synthetic based Drill Cuttings (Wet or Dry)
- Water, Air Based Drill Cuttings
- Fracking Completion Waste
- Directional Drill Cuttings, Soil Borings (Wet or Dry)
- Midstream Waste
- Frac Sand Waste
- Produced Water Sludge
- Flowback Waste
- Process Waste
- Contaminated Soil
- Ash
- Non Hazardous Waste
- Municipal Solid Waste
- Commercial Waste
- Industrial Waste
- Industrial Sludge
- Empty and Crushed Drums

Our landfill is a state-of-the-art disposal site using the latest environmental protection tecnology. It features double synthetic liners, modern leachate collection and treatment systems, environmental monitoring systems and on-site management by professional engineers.



Marcellus drilling site.

landfill, instead of others, because of its many advantages, including:

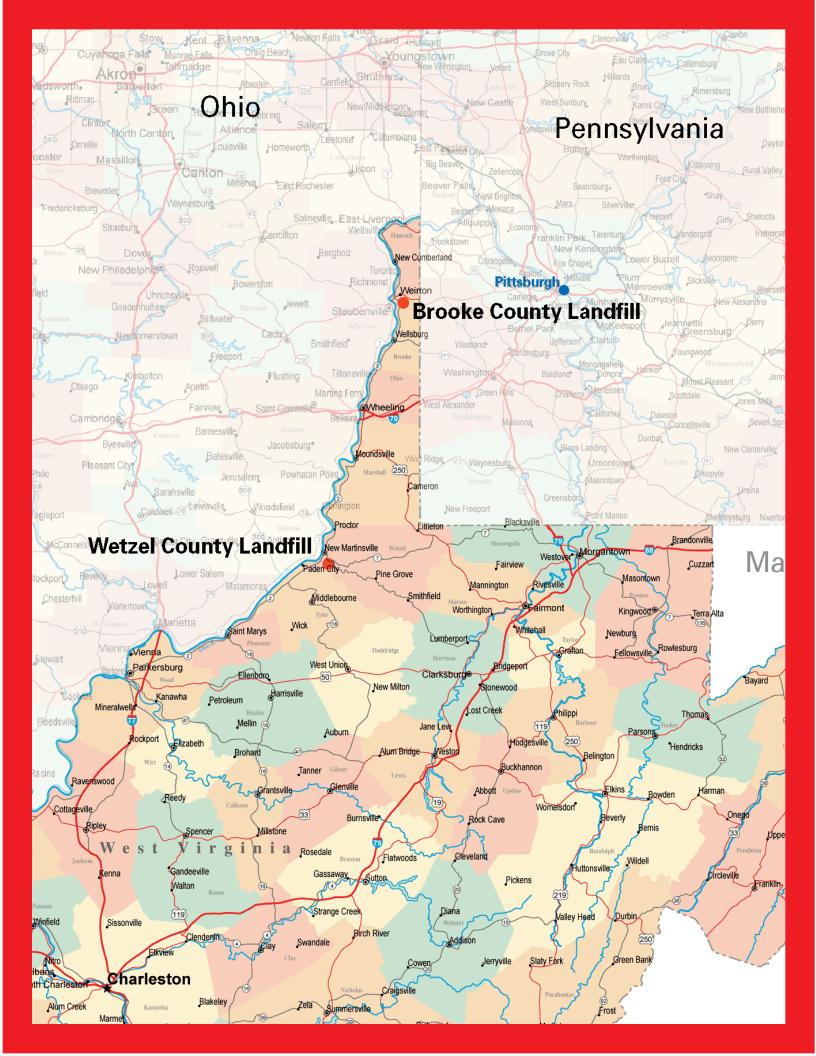
- Location Proximity
- Low Disposal Cost
- Transportation Savings
- Modern Radiation Monitoring and Detection Equipment
- Streamlined Approval Process
- Environmental Protection Systems
- On-site Stabilization Facility for Wet Oil and gas Waste
- Staging Capability
- Truck "In and Out" Efficiency

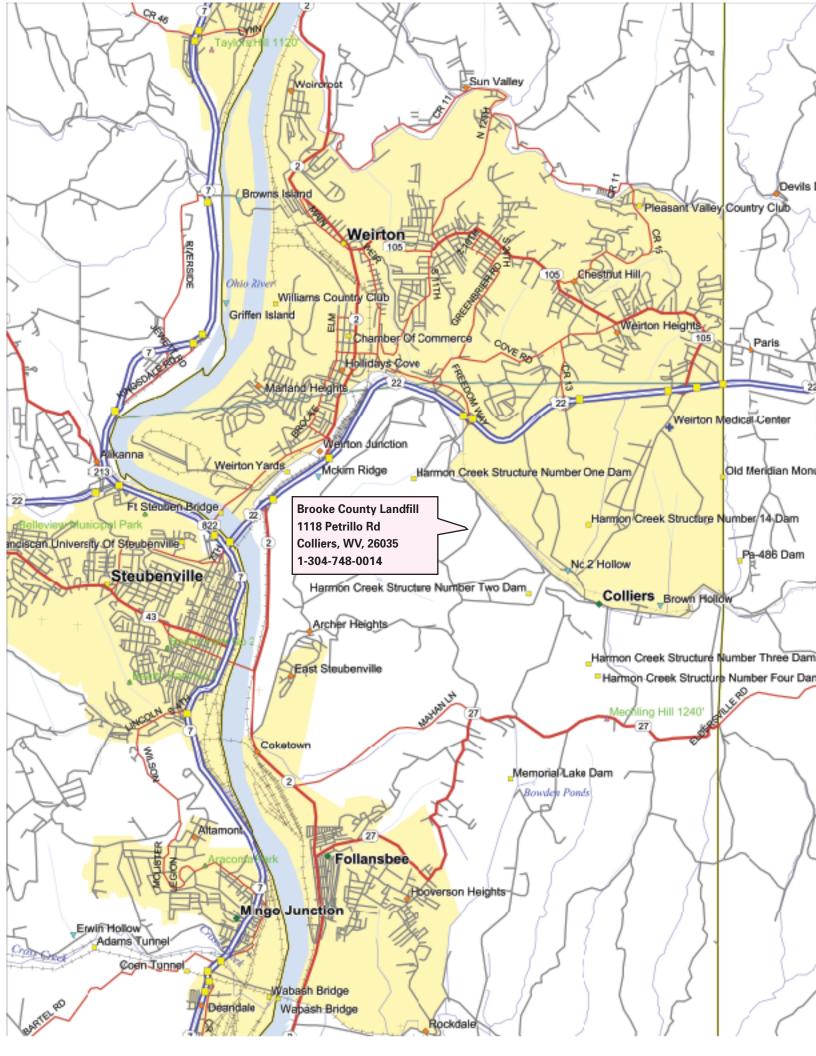
Our on-site stabilization facility allows us to properly stabilize and dry wet oil and gas waste before it goes to a disposal cell. This onsite stabilization capability is extremely desirable to and used by many of our gas industry customers.

Anyone who generates Marcellus/Utica Shale oil and gas waste should give priority consideration to choosing the Brooke County Landfill for their oil and gas waste disposal, stabilization and storage needs.



Wet drilling waste stabilization building.





J. P. MASCARO & SONS AND RELATED ENTITIES

GENERAL BACKGROUND

J. P. Mascaro & Sons and its related entities ("Mascaro") are privately owned businesses that engage in the collection, recycling, processing, transportation, composting and disposal of nonhazardous solid waste in the Mid-Atlantic Region. Through hard work and excellent service, Mascaro has grown into one of the most successful waste service companies in the country, providing comprehensive services for customers in the residential, commercial, industrial and governmental sectors. The Mascaro entities own and/or operate DEP-permitted landfills, transfer stations, recycling centers and compost facilities in Pennsylvania, West Virginia and New Jersey. All of the Mascaro-related business operations are guided by an experienced and dedicated upper management team.

WASTE COLLECTION EXPERIENCE

The Mascaro entities have 50 years of experience in residential, commercial and industrial waste collection using front-end, rear-end and roll-off collection vehicles. Hundreds of municipalities have awarded competitively bid waste collection and disposal contracts to Mascaro, who is an industry leader in that sector of the business. In the commercial and industrial sectors, Mascaro provides customized services to businesses, small and large, including prominent companies and industries in the region.

RECYCLING EXPERIENCE

Mascaro is a leader in recycling, performing hundreds of competitively bid recycling contracts for municipalities and providing comprehensive recycling services for area businesses and industries. Mascaro entities own and operate four recycling centers, the newest of which is a 72,000 square foot modern single stream recycling facility in Berks County, Pennsylvania, that will open in 2015.

TRANSFER STATION EXPERIENCE

Mascaro entities have 35 years experience in the operation of waste transfer stations, which serve as intermediate processing points for waste before it is transported for final disposal. Mascaro entities own and operate three DEP-permitted

transfer stations in Pennsylvania, the Lehigh Valley, Great Valley and Souderton Transfer Stations, and they operate two transfer stations for Morris County, New Jersey under a five-year contract, where Mascaro is responsible for transferring, transporting and disposing of approximately 380,000 tons of County waste per year.

LANDFILL EXPERIENCE

Mascaro-related entities own and operate four DEP-permitted landfills in Pennsylvania and West Virginia. Its Pennsylvania landfills are the Pioneer Crossing Landfill and the White Pines Landfill, and the West Virginia landfills are the Wetzel County Landfill and the Brooke County Landfill. These facilities are managed by a registered professional engineer, are designed and operated in accordance with all regulatory standards, and each has long-term disposal capacity remaining to serve its customers.

MARCELLUS/UTICA SHALE WASTE SERVICE EXPERIENCE

The Mascaro-related Wetzel County Landfill, Brooke County Landfill and White Pines Landfill provide critical disposal, stabilization and container storage services relating to oil and gas waste from Marcellus/Utica Shale oil and gas sites in West Virginia, Ohio and Pennsylvania. These facilities provide economical, efficient and environmentally sound oil and gas waste services to many of the top companies in the natural gas industry. The Wetzel County Landfill, which is in the heart of the Marcellus/Utica gas producing region in West Virginia and Ohio, has disposal cells that are dedicated solely to the disposal of oil and gas waste with no monthly tonnage limitation, thus assuring available disposal capacity for its many gas producing customers. The Wetzel facility also has its own 240,000 square foot fully enclosed stabilization building for wet oil and gas waste that needs to be stabilized/dried before disposal. Many gas producing customers make use of Wetzel's on-site stabilization capability.

COMPOSTING EXPERIENCE

Mascaro is an industry leader in the composting and beneficial use of sewage sludge. At 485,000 square feet, its DEP-permitted A&M Composting facility building in Lancaster County, Pennsylvania, is among the largest enclosed compost operations in the country. There, biosolids from municipal wastewater treatment plants are composted under strict governmental standards into Class A exceptional quality compost that is permitted for general distribution and used by home owners, land-scapers, nurseries and others as a fertilizer and soil additive.



The Times Herald

J.P. Mascaro & Sons Celebrates **50 Years in Business** By Gary Puleo, The Times Herald



Celebrating J.P. Mascaro & Sons' 50th anniversary recently at the company headquarters in Lower Providence are, from left, Julie Lick, Michael Mascaro, Joseph Mascaro III. Katie Mascaro, Christina Macelak and Lindsay Mascaro Ptaszenski, On the wall behind them are portraits of company founders Joe and Ida Mascaro.

LOWER PROVIDENCE >> Collecting trash will probably never be a glamorous business, but few companies have made it as widely charismatic as J.P. Mascaro & Sons.

It wasn't always that way, of course. The multimillion-dollar jobs, impressive headquarters on Audubon Road, acres of prime real estate and the inexhaustible philanthropy the company is known for were all half a century away when Joe Mascaro Sr. opened for business in 1964 with a minimalist approach: one pickup truck and one client — the old General Electric plant in King of Prussia.

Since then, his five sons Louis, Frank, Mike, Joe and Pat Mascaro Sr. have taken solid waste and recycling to heights unforeseen the year the Beatles claimed America.

But to Pat Mascaro Sr., now president, it's all been just a matter of building on his late father's motto: "If it's service, it's us."

"If you asked me why J.P. Mascaro has achieved the success it has I would say it's due to the incredible work ethic from our parents ... some real true, lead-by-example core values, things that really help you in making good decisions, being ethical in your dealings and being good, caring people," said Mascaro, sitting in his handsomely appointed office, with walls lined with family photos and memorabilia.

Down the winding hall is the Mascaro Legacy room, featuring framed photos of parents Joe and Ida Mascaro and numerous articles from publications such as The Times Herald, a sister paper to The Phoenix.

"We literally worked when we were in high

school, at night. My brothers are all older than me and worked from about 5 o'clock to midnight on the truck serving the General Electric contract. The only time I would get off is if I had an away basketball or baseball game to play," noted the Methacton High School grad-

"I think we remained true to ourselves; we didn't try to be something we weren't and knew what it would take to reach our goals. We knew if we want to keep this business successful we need to keep the trucks clean, put the trash can back on the curb properly and do the riaht thina."

The measure of success in the Mascaro world hinges on three touchstones, Mascaro said.

"We're committed to our customers, employees and the community. If we don't achieve three out of three, it's not a good year for the business. If it's a good year for the Mascaros but not for the community, then that means we failed. And vice versa.

"Our operating approach is very simple also — we put a huge emphasis on service; there's no such thing as poor service. It doesn't matter if they pay us \$25 or \$25 million, every customer deserves the same level of service," added Mascaro, who cited people as the company's most valuable asset.

"Regardless of our infrastructure, our financial capability, our trucks, our landfills, our compost and recycling centers ... if we don't have a unified work force, it's never going to work."

"Share the well-being" could well be another motto that's evolved over the years.

"This is a company that recognizes its people

very well," said Mascaro, who seems just as proud of the blood drive orchestrated by son Pat Jr. in honor of his late uncle, Frank Mascaro, earlier this year, as he is of the new \$11 million Pioneer Crossing Recycling Center in Exeter, Berks County.

The company's generosity is legendary. Through programs like the annual RESPECT contest, which encourages artistic expression at elementary schools throughout the area, J.P. Mascaro donates millions of dollars to education each year.

"You get rewards when you give," Mascaro said. "That's what I'm most thankful for in this business, that we're able to share our success with people in need. That's really important to us. We don't participate in philanthropy to make the business better. We shouldn't give a million dollars to this one or that one to make the business better."

In its 50th anniversary year, the brothers, who are not huge fans of accepting awards, were happy to receive a Lifetime Achievement Award in Entrepreneurship from the National Italian-American Political Action Committee

And what better time is there than reaching a 50-year milestone to reflect on the challenges the company has faced, Mascaro said.

"When I reflect on what we had to contend with through the years I shake my head and wonder how we got past all the hurdles. This industry is extremely political, extremely bureaucratic, regulatory-oriented, dominated by multi-national corporations ... and quite frankly," Mascaro added, "I feel those corporations are just a compilation of inferior Mascaros. I truly believe that we have one of the most premier — if not the premier — waste removal companies in the country. How this company does business is at the forefront of so many different things. We're self-insured, we have our own in house legal department, in house engineers, we build our own buildings, our own environmental compliance department, we really operate outside the box. But all this would not be achievable if not for the loyalty of our customers. And we never forgot that."

Mascaro was only 28 when his father passed away, in 1981, moving him to forefront.

"My father died young. As far as I'm concerned, this business is still my father's. Me and my brothers are just carrying forward my father's dream of his boys working together. We're probably 75 times bigger now but my father knew we were on our way."