ALL CYCLE WASTE INC Form S-4/A August 26, 2011

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As filed with the Securities and Exchange Commission on August 26, 2011

Registration No. 333-175106

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Amendment No. 1

to

FORM S-4

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

CASELLA WASTE SYSTEMS, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

4953

(Primary Standard Industrial Classification Code Number) Casella Waste Systems, Inc. 25 Greens Hill Lane Rutland, Vermont 05701 03-0338873

(I.R.S. Employer Identification Number)

(802) 772-0325 (Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

SEE TABLE OF ADDITIONAL REGISTRANTS

John W. Casella Chairman and Chief Executive Officer Casella Waste Systems, Inc. 25 Greens Hill Lane Rutland, Vermont 05701 (802) 772-0325

(Name, address, including zip code, and telephone number, including area code, of agent for service)

With a copy to:

Jeffrey A. Stein, Esq. Erika L. Robinson, Esq.

Wilmer Cutler Pickering Hale & Dorr LLP 60 State Street Boston, MA 02109 (617) 526-6000

Approximate date of commencement of proposed sale to the public: As soon as practicable after this registration statement becomes effective.

If the securities being registered on this Form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

The Registrants hereby amend this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrants shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act or until the Registration Statement shall become effective on such date as the Securities and Commission acting pursuant to said Section 8(a), may determine.

TABLE OF ADDITIONAL REGISTRANTS

The following subsidiaries of Casella Waste Systems, Inc. are Registrant Guarantors:

Exact Name of Registrant Guarantor	State or Other Jurisdiction of Incorporation	Primary Standard Industrial Classification	I.R.S. Employer Identification
as specified in its Charter	or Organization	Number	Number
All Cycle Waste, Inc.	Vermont	4953	03-0343753
Atlantic Coast Fibers, Inc.	Delaware	4953	22-3507048
B. and C. Sanitation Corporation	New York	4953	16-1329345
Better Bedding Corp.	New York	4953	16-1472389
Bristol Waste Management, Inc.	Vermont	4953	03-0326084
C.V. Landfill, Inc.	Vermont	4953	03-0289078
Casella Albany Renewables, LLC	Delaware	4953	37-1573963
Casella Major Account Services, LLC	Vermont	4953	30-0297037
Casella Recycling, LLC	Maine	4953	01-0203130
Casella Renewable Systems, LLC	Delaware	4953	51-0636932
Casella Transportation, Inc.	Vermont	4953	03-0357441
Casella Waste Management of Massachusetts, Inc.	Massachusetts	4953	03-0364282
Casella Waste Management of N.Y., Inc.	New York	4953	14-1794819
Casella Waste Management of Pennsylvania, Inc.	Pennsylvania	4953	12-2876596
Casella Waste Management, Inc.	Vermont	4953	03-0272349
Casella Waste Services of Ontario, LLC	New York	4953	06-1725553
Chemung Landfill, LLC	New York	4953	13-4311132
Colebrook Landfill, LLC	New Hampshire	4953	11-3760998
Corning Community Disposal Service, Inc.	New York	4953	16-0979692
CWM All Waste LLC	New Hampshire	4953	54-2108293
Forest Acquisitions, Inc.	New Hampshire	4953	02-0479340
Grasslands Inc.	New York	4953	14-1782074
GroundCo LLC	New York	4953	57-1197475
Hakes C & D Disposal, Inc.	New York	4953	16-0431613
Hardwick Landfill, Inc.	Massachusetts	4953	04-3157789
Hiram Hollow Regeneration Corp.	New York	4953	14-1738989
The Hyland Facility Associates	New York	4953	16-1347028
KTI Bio Fuels, Inc.	Maine	4953	22-2520171
KTI Environmental Group, Inc.	New Jersey	4953	22-2427727
KTI New Jersey Fibers, Inc.	Delaware	4953	22-3601504
KTI Operations Inc.	Delaware	4953	22-2908946
KTI Specialty Waste Services, Inc.	Maine	4953	22-3375082
KTI, Inc.	New Jersey	4953	22-2665282
Maine Energy Recovery Company, Limited Partnership	Maine	4953	22-2493823
New England Landfill Solutions, LLC	Massachusetts	4953	04-3521834
New England Waste Services of Massachusetts, Inc.	Massachusetts	4953	04-3489747
New England Waste Services of ME, Inc.	Maine	4953	01-0329311
New England Waste Services of N.Y., Inc.	New York	4953	14-1794820
New England Waste Services of Vermont, Inc.	Vermont	4953	03-0343930
New England Waste Services, Inc.	Vermont	4953	03-0338865
Newbury Waste Management, Inc.	Vermont	4953	03-0316201
NEWS of Worcester LLC	Massachusetts	4953	20-1970539
NEWSME Landfill Operations LLC	Maine	4953	20-0735025
North Country Composting Services, Inc.	New Hampshire	4953	04-3369678
North Country Environmental Services, Inc.	Virginia	4953	54-1496372
North Country Trucking, Inc.	New York	4953	16-1468488

State or Other	Primary Standard	IDGE
Incorporation	Classification	I.R.S. Employer Identification
Ü		Number
New York	4953	14-1713791
Delaware	4953	22-2761012
Maine	4953	01-0513956
New York	4953	16-1374891
Massachusetts	4953	04-3420289
Massachusetts	4953	04-3333859
New York	4953	16-1550413
Massachusetts	4953	04-2964541
Vermont	4953	03-0326083
New Hampshire	4953	04-2718634
North Carolina	4953	56-2026037
New York	4953	14-1488894
Vermont	4953	03-0351118
	Jurisdiction of Incorporation or Organization New York Delaware Maine New York Massachusetts Massachusetts New York Massachusetts Vermont New Hampshire North Carolina New York	Jurisdiction of Incorporation or Organization New York 4953 Delaware 4953 Maine 4953 New York 4953 Massachusetts 4953 Massachusetts 4953 New York 4953 Massachusetts 4953 New York 4953 New York 4953 New York 4953 New Hampshire 4953 North Carolina 4953 New York 4953 New York 4953 New York 4953

The address, including zip code, and telephone number, including area code, of the principal executive office of each Registrant Guarantor listed above are the same as those of Casella Waste Systems, Inc.

EXPLANATORY NOTE

This Amendment No. 1 to the Registrant's Registration Statement on Form S-4 (333-175106) is being filed solely for the purpose of filing an updated Exhibit 25.1. No changes or additions are being made hereby to the prospectus that forms a part of the Registration Statement. Accordingly, the prospectus is omitted from this filing.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA WASTE SYSTEMS, INC.

By:	/s/ JOHN W. CASELLA
	John W. Casella
	Chairman and Chief Executive Officer

SIGNATURES

Signature	Title	Date	
/s/ JOHN W. CASELLA	Chairman of the Board of Directors and Chief	August 26, 2011	
John W. Casella	Executive Officer (Principal Executive Officer)	,	
*	Senior Vice President and Chief Financial Officer	August 26, 2011	
Edwin D. Johnson	(Principal Financial Officer)		
*	Director	August 26, 2011	
Douglas R. Casella			
*	Director	August 26, 2011	
John F. Chapple III			
*	Director	August 26, 2011	
Gregory B. Peters			
*			
James F. Callahan, Jr.	Director	August 26, 2011	
,	II-1		

	Signature	Title	Date
	* Joseph G. Doody	— Director	August 26, 2011
	* James P. McManus	Director	August 26, 2011
	* Michael K. Burke	Director	August 26, 2011
*By:	John W. Casella Attorney-in-fact	II-2	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

ALL CYCLE WASTE, INC.

By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	Procident and Director (Principal Evacutive Officer)	August 26, 2011
	John W. Casella	 President and Director (Principal Executive Officer) 	August 26, 2011
	*	_ Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 20, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	_	
		П-3	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

ATLANTIC	COAS	ST FIB	BERS.	INC

Ву:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	 President and Director (Principal Executive Officer) 	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer and Director (Principal Financial and Accounting Officer)	August 26, 2011
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

B. AND C. SANITATION CORP	ORATION	Ĺ
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By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

Signature		Title	Date	
	/s/ JOHN W. CASELLA John W. Casella	 President and Director (Principal Executive Officer) 	August 26, 2011	
	* Edwin D. Johnson	 Vice President and Treasurer (Principal Financial and Accounting Officer) 	August 26, 2011	
	* Douglas R. Casella	Vice President and Director	August 26, 2011	
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	II-5		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

BETTER BEDDING CORP.	BETTER	BEDDING	CORP.
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Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

Signature		Title	Date	
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011	
	*	Vice President and Treasurer (Principal Financial	August 26, 2011	
Edwin D. Johnson		and Accounting Officer)	August 26, 2011	
	*	Vice President and Director	August 26, 2011	
	Douglas R. Casella	vice resident and Director	August 26, 2011	
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact			
		II-6		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

Signature		Title	Date	
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011	
	*	Vice President and Treasurer (Principal Financial		
Edwin D. Johnson		and Accounting Officer)	August 26, 2011	
	*			
	Douglas R. Casella	Vice President and Director	August 26, 2011	
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	 II-7		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

C.V. LANDFILL, INC.

By:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

Signature		Title	Date	
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011	
* Edwin D. Johnson *		Vice President and Treasurer (Principal Financial	August 26, 2011	
		and Accounting Officer)		
	Douglas R. Casella	Vice President and Director	August 26, 2011	
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	II-8		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA ALI	BANY RENEWABLES, LLC	
By:	/s/ JOHN W. CASELLA	
-		
	John W. Casella	
	President	

SIGNATURES

Signature		Title	Date	
	/s/ JOHN W. CASELLA	Provident (Principal Foreseting Offices)	A	
	John W. Casella	- President (Principal Executive Officer)	August 26, 2011	
	*	Vice President and Treasurer (Principal Financial and		
	Edwin D. Johnson	Accounting Officer)	August 26, 2011	
	*			
	Douglas R. Casella	Vice President	August 26, 2011	
CASEL	LA RENEWABLE SYSTEMS, LLC			
Ву:	/s/ JOHN W. CASELLA			
	John W. Casella President and Secretary	Sole Member	August 26, 2011	
	Casella Albany Renewables, LLC has no directors of	or managers.		
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	- II-9		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA MAJOR ACCOUNT SERVICES, LLC

		Ву:	/s/ JOHN W. CASE	LLA
			John W. Casella President and Secre	
		SIGNATURES		
	resuant to the requirements of the Securities Act of 19 by the following persons in the capacities and on the		ndment No. 1 to the Registration S	Statement has been
	Signature		Title	Date
	/s/ JOHN W. CASELLA	 President and Secreta 	ry (Principal Executive Officer)	August 26, 2011
	John W. Casella	resident and Secreta	ry (Finicipal Executive Officer)	August 20, 2011
	*	Vice President and Tr	reasurer (Principal Financial and	
Edwin D. Johnson		Accounting Officer)		August 26, 2011
CASEL	LA WASTE SYSTEMS, INC.			
By:	/s/ JOHN W. CASELLA			
	John W. Casella Chairman and Chief Executive Officer	Sole Member		August 26, 2011
	Casella Major Account Services, LLC has no direc	ctors or managers.		
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	II-10		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASEL	LA RECYCLING, LLC
By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
		II-11	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA RE	ENEWABLE SYSTEMS, LLC
By:	/s/ JOHN W. CASELLA
	John W. Casella

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President, Secretary and Director (Principal	August 26, 2011
	John W. Casella	Executive Officer)	August 26, 2011
	*	 Vice President and Treasurer (Principal Financial and 	
	Edwin D. Johnson	Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
CASEL	LA WASTE SYSTEMS, INC.		
By:	/s/ JOHN W. CASELLA		
	John W. Casella Chairman and Chief Executive Officer	Sole Member	August 26, 2011
	Casella Renewable Services, LLC has no directors	or managers.	
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-12	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA TRANSPORTATION, INC	CASELLA	TRAI	NSPOR'	TATION.	INC
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Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	Vice President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	Vice President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	Edwin D. Johnson *	recounting officer)	
	Douglas R. Casella	President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	<u> </u>	
	John W. Casella Attorney-in-fact	II-13	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA WASTE MANAGEMENT OF MASSACHUSETTS, INC.
By: /s/ JOHN W. CASELLA

John W. Casella

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella	vice resident and Director	August 20, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella Attorney-in-fact		
	, J	II-14	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA WASTE MANAGEMENT OF N.Y., INC.

By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*	- Vice Desident and Director	A
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	_	
	John W. Casella Attorney-in-fact	II-15	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA WASTE MANAGEMENT OF PENNSYLVANIA, INC.

By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
		II-16	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA WASTE MANAGEMENT, INC.			
By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Vice President		

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	Vice President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	 II-17	
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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CASELLA WASTE SERVICES OF ONTARIO, LLC

		Бу.	/s/ JOHN W. CASI	ELLA
			John W. Casell President	la
		SIGNATURES		
	rsuant to the requirements of the Securities Act of 19 by the following persons in the capacities and on the		mendment No. 1 to the Registration	Statement has been
	Signature		Title	Date
	/s/ JOHN W. CASELLA	 President and Secre 	etary (Principal Executive Officer)	August 26, 2011
	John W. Casella			
	*	_ Vice President and	Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 26, 2011
NEW E	ENGLAND WASTE SERVICES OF N.Y., INC.			
By:	/s/ JOHN W. CASELLA			
	John W. Casella President	Sole Member		August 26, 2011
	Casella Waste Services of Ontario, LLC has no di	rectors or managers.		
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	<u>—</u> II-18		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

		CHEMUNG LANDFILL, LLC		
		By: /s/ JOHN W	. CASELLA	
		John W. President ar		
		SIGNATURES		
	nt to the requirements of the Securities Act e following persons in the capacities and c	t of 1933, as amended, this Amendment No. 1 to the Register the dates indicated.	stration Statement has been	
	Signature	Title	Date	
	/s/ JOHN W. CASELLA	President and Secretary (Principal Executive	August 26, 2011	
John W. Casella		Officer)		
	*	Vice President and Treasurer (Principal Financial	August 26, 2011	
	Edwin D. Johnson	and Accounting Officer)	August 20, 2011	
NEW ENG	LAND WASTE SERVICES OF N.Y., INC	•		
By:	/s/ JOHN W. CASELLA			
	John W. Casella President	Sole Member	August 26, 2011	
C	hemung Landfill, Inc. has no directors or n	nanagers.		
*By:	/s/ JOHN W. CASELLA			

II-19

John W. Casella Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

By:	/s/ JOHN W. CASELLA	

COLEBROOK LANDFILL LLC

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Secretary (Principal Executive	August 26, 2011
	John W. Casella	Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial	
	Edwin D. Johnson	and Accounting Officer)	August 26, 2011
NEW E	NGLAND WASTE SERVICES, INC.		
By:	/s/ JOHN W. CASELLA		
	John W. Casella President	Sole Member	August 26, 2011
*By:	Colebrook Landfill LLC. has no directors or ma	anagers.	
Dy.	/s/ JOHN W. CASELLA	_	
	John W. Casella Attorney-in-fact	II-20	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

CORNING	COMMUNITY	DISPOSAL	SERVICE.	INC

By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella *	Vice President and Treasurer (Principal Financial	A
	Edwin D. Johnson *	and Accounting Officer)	August 26, 2011
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	<u> </u>	
	John W. Casella Attorney-in-fact	II-21	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

By:

CWM ALL WASTE LLC	

/s/ JOHN W. CASELLA

		John W. Casella President		
		SIGNATURES		
	at to the requirements of the Securities Acce following persons in the capacities and control of the securities are control of the securities and control of the securities are control of the securities and control of the securities are control of	t of 1933, as amended, this Amendment No. 1 to the Registon the dates indicated.	tration Statement has been	
	Signature	Title	Date	
	/s/ JOHN W. CASELLA	President (Principal Executive Officer)	August 26, 2011	
	John W. Casella	President (Principal Executive Officer)	August 20, 2011	
	*	Vice President and Treasurer		
	Edwin D. Johnson	(Principal Financial and Accounting Officer)	August 26, 2011	
CASELLA V	WASTE MANAGEMENT, INC.			
Ву:	/s/ JOHN W. CASELLA			
	John W. Casella President	Sole Member	August 26, 2011	
CV	VM All Waste LLC has no directors or ma	anagers.		
*By:	/s/ JOHN W. CASELLA			

II-22

/s/ JOHN W. CASELLA

John W. Casella Attorney-in-fact

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

FOREST	ACC	UISI	TIONS	. INC

By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial	August 26, 2011
	Edwin D. Johnson	and Accounting Officer)	August 20, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella	vice resident and Director	August 20, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella Attorney-in-fact	II-23	
		11-23	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

GRASSLANDS INC. By:	/s/ JOHN W. CASELLA	
	John W. Casella President	

SIGNATURES

	Signature	Title	
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer and Director (Principal	August 26, 2011
Edwin D. Johnson		Financial and Accounting Officer)	C ,
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-24	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

By:

GROUNDCO LLC

/s/ JOHN W. CASELLA

John W. Casella

President

		SIGNATURES		
	rsuant to the requirements of the Securities Act of 19 by the following persons in the capacities and on the capacities are securities.	33, as amended, this Amendment No. 1 to the Registration lates indicated.	Statement has been	
	Signature	Title	Date	
	/s/ JOHN W. CASELLA	Provident (Principal Engageine Office)	A	
	John W. Casella	President (Principal Executive Officer)	August 26, 2011	
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011	
	Edwin D. Johnson	Accounting Officer)	August 20, 2011	
	NGLAND WASTE SERVICES OF ONT, INC.			
Ву:	/s/ JOHN W. CASELLA			
_	John W. Casella President	Sole Member	August 26, 2011	
	GroundCo LLC has no directors or managers.			
*By:	/s/ JOHN W. CASELLA	_		
	John W. Casella	_		
	Attorney-in-fact	II-25		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

HAKES	S C & D DISPOSAL, INC.
By:	/s/ JOHN W. CASELLA
-	John W. Casella
	President

SIGNATURES

Signature		Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	Ш 26	
		II-26	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

HARDV	VICK LANDFILL, INC.
By:	/s/ JOHN W. CASELLA
_	John W. Casella
	President

SIGNATURES

	Signature Title		Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
Edwin D. Johnson		Accounting Officer)	,
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
	лиотеу-т- _ј исі	II-27	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

HIKAM E	IOLLOW REGENERATION CORP.
By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature Title		Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
Edwin D. Johnson		Accounting Officer)	1108400 20, 2011
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-28	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

		THE H	IYLAND FACILITY ASSOCIATES	
		By:	Casella Waste Management of N.Y.,	Inc. its managing partner
		By:	/s/ JOHN W. CAS	ELLA
			John W. Casel President	la
		SIGNATURE	ES	
signed l	rsuant to the requirements of the Securities Act of 19 by the following persons in the capacities and on the capacities and on the Capacities and STE MANAGEMENT OF N.Y., INC.		is Amendment No. 1 to the Registration	n Statement has been
Ву:	/s/ JOHN W. CASELLA			
•	John W. Casella President and Director	General Partner		August 26, 2011
_	/s/ JOHN W. CASELLA	Director of Cas	ella Waste Management of N.Y., Inc	August 26, 2011
•	John W. Casella	Director of Cas	ena waste management of W.T., me	August 20, 2011
_	*	Director of Cos	alla Wasta Managamant of N.V. Inc	August 26, 2011
	Douglas R. Casella	Director of Cas	ella Waste Management of N.Y., Inc	August 26, 2011
	The Hyland Facility Associates has no officers or o	lirectors.		
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	н 20		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

$\nu_{\rm TI}$	DIO	FUEL	C	INC
$\mathbf{L}\mathbf{I}\mathbf{I}$	DIU	FUEL	ഗ.	IIIC.

Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer (Principal Financial and	A
	Edwin D. Johnson	Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-30	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

KTI ENVIRONMENTAL GROUP, INC	KTI ENVIR	ONMENTA	L GROUP	. INC.
------------------------------	-----------	---------	---------	--------

By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*	Vice President and Director	August 26, 2011
*By:	Douglas R. Casella /s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	П-31	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

KTI NEW	JERSEY	FIBERS.	INC

By:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	—— President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer and Director (Principal	August 26, 2011
	Edwin D. Johnson	Financial and Accounting Officer)	August 20, 2011
	*	Vice President and Director	A
	Douglas R. Casella	vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-32	
		H-52	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

KTI OPERATIONS IN	C	١
-------------------	---	---

Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer and Director (Principal Financial and Accounting Officer)	August 26, 2011
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-33	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

KTI SP	ECIALTY WASTE SERVICES, INC.
By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

John W. Casella * Vice President and Treasurer (Principal Financial and		Signature	Title	Date
Vice President and Treasurer (Principal Financial and Accounting Officer) * **Douglas R. Casella *By: /s/ JOHN W. CASELLA Vice President and Director August 26, 2011 August 26, 2011			President and Director (Principal Executive Officer)	August 26, 2011
*By: /s/ JOHN W. CASELLA *By: /s/ JOHN W. CASELLA				August 26, 2011
*By: /s/ JOHN W. CASELLA				
		Douglas R. Casella	Vice President and Director	August 26, 2011
John W. Casella	*By:	/s/ JOHN W. CASELLA		
Attorney-in-fact II-34			II-34	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

KTI, INC.		
By:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella *	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson *	Accounting Officer)	-
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-35	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

MAINE ENERGY RECOVERY COMPANY, LIMITED PARTNERSHIP

By: KTI Environmental Group, Inc.,

its general partner

By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
KTI EN	NVIRONMENTAL GROUP, INC.		
By:	/s/ JOHN W. CASELLA		
•	John W. Casella President and Director	General Partner	August 26, 2011
	/s/ JOHN W. CASELLA	Di cara	
	John W. Casella	Director of KTI Environmental Group, Inc.	August 26, 2011
	*		24.2044
	Douglas R. Casella	Director of KTI Environmental Group, Inc.	August 26, 2011
*By:	Maine Energy Recovery Company, Limited Pa /s/ JOHN W. CASELLA John W. Casella Attorney-in-fact	artnership has no officers or directors.	
	incine, in fact	II-36	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEW ENGLAND LANDFILL SOLUTIONS, LLC
By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	— President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella	vice resident and Director	August 20, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-37	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEW ENGLAND WASTE SERVICES OF MASSACHUSETTS, INC.
By: /s/ JOHN W. CASELLA

John W. Casella Vice President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	Vice President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*	President and Director	A
	Douglas R. Casella	President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella Attorney-in-fact	II-38	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEW ENGLAND WASTE SERVICES OF ME, INC.

By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-39	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEW ENGLAND WASTE SERVICES OF N.Y., INC.

By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-40	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEW ENGLAND WASTE SERVICES OF VERMONT, INC.

By: /s/ JOHN W. CASELLA

John W. Casella

President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
	internet in fact	II-41	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEW E	INGLAND WASTE SERVICES, INC		
By: /s/ JOHN W. CASELLA			
	John W. Casella		
	President		

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	* Edwin D. Johnson	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella	vice i resident and Director	August 20, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella Attorney-in-fact	II-42	
		11-42	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEWB	URY WASTE MANAGEMENT, INC.		
By: /s/ JOHN W. CASELLA			
•	John W. Casella		
	President		

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	
	* Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
	, J	II-43	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

		NEWS OF WO	PRCESTER LLC
		By:	Casella Waste Systems, Inc., its sole member*
		By:	its sole member* /s/ JOHN W. CASELLA
			John W. Casella President
		SIGNATURES	
signed	tursuant to the requirements of the Securities Act of by the following persons in the capacities and on the LLA WASTE SYSTEMS, INC.		dment No. 1 to the Registration Statement has been
By:	/s/ JOHN W. CASELLA		
	John W. Casella Chairman and Chief Executive Officer	Sole Member	August 26, 2011
*	NEWS of Worcester LLC has no officers or dire	ectors.	
		II-44	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NEWSME LANDFILL OPERATIONS LLC

		By:	/s/ JOHN W. CASI	ELLA
			John W. Casell President	la
		SIGNATURES		
	rsuant to the requirements of the Securities Act of 19 by the following persons in the capacities and on the		nendment No. 1 to the Registration	Statement has been
	Signature		Title	Date
	/s/ JOHN W. CASELLA	 President (Principal I 	Executive Officer)	August 26, 2011
	John W. Casella			
	*	_ Vice President and T	reasurer (Principal Financial and	A 426 2011
	Edwin D. Johnson	Accounting Officer)		August 26, 2011
NEW E	ENGLAND WASTE SERVICES OF ME, INC.			
By:	/s/ JOHN W. CASELLA	_		
	John W. Casella President	Sole Member		August 26, 2011
	NEWSME Landfill Operations LLC has no direct	tors or managers.		
*By:	/s/ JOHN W. CASELLA			
	John W. Casella Attorney-in-fact	II-45		

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NORTH	I COUNTRY COMPOSTING SERVICES, INC.
By:	/s/ JOHN W. CASELLA
,	
	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella *	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson *	Accounting Officer)	-
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-46	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NORTH COUNTRY ENVIRONMENTAL SERVICES, INC

	By:	/s/ JOHN W. CASELLA	
		John W. Casella	
		President	
SIG	GNATURES		
Pursuant to the requirements of the Securities Act of 1933, as amended, this Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities and on the dates indicated.			
Signature	Title		Date

	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 20, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella	vice riesident and Director	August 20, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella		
	Attorney-in-fact	II-47	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NORTH COUNTRY TRUCKING, INC.

By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

Signature		Title	Date
	/s/ JOHN W. CASELLA		A 426 2011
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 20, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella		
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
		II-48	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

NORTHERN PROPERTIES CORPORATION OF PLATTSBURGH

Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

Signature		Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer and Director (Principal	August 26, 2011
	Edwin D. Johnson	Financial and Accounting Officer)	August 20, 2011
	*	Vice President and Director	A
	Douglas R. Casella	vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-49	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

PERC, INC.

By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

Signature		Title	Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer and Director (Principal	August 26, 2011
	Edwin D. Johnson	Financial and Accounting Officer)	1108001 20, 2011
	*	Vice President and Director	August 26, 2011
*By:	Douglas R. Casella /s/ JOHN W. CASELLA		
,	John W. Casella	<u> </u>	
	Attorney-in-fact	II-50	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

PINE T	REE WASTE, INC.
By:	/s/ JOHN W. CASELLA
	John W. Casella
	President

SIGNATURES

Signature		Title	Date
	/s/ JOHN W. CASELLA	 President and Director (Principal Executive Officer) 	August 26, 2011
	John W. Casella	Tresident and Director (Trincipal Executive Officer)	August 20, 2011
	*	Vice President and Treasurer and Director (Principal	A
	Edwin D. Johnson	Financial and Accounting Officer)	August 26, 2011
	*	Director	August 26, 2011
	Douglas R. Casella	Director	August 20, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-51	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

PORTLAND C&D SITE, INC.		
Ву:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

Signature		Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	Edwin D. Johnson *		
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella Attorney-in-fact	II-52	
		11 32	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

RESOURCE TRANSFER SERVICES, INC.			
By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	President		

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA		
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson *	Accounting Officer)	C ,
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-53	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

RESOURCE WASTE SYSTEMS, INC.			
By: /s/ JOHN W. CASELLA			
-			
	John W. Casella		
	President		

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer (Principal Financial and Accounting Officer)	August 26, 2011
	Edwin D. Johnson *	The state of the s	
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact	II-54	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

SCHUI	SCHULTZ LANDFILL, INC.		
By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	President		

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	 President and Director (Principal Executive Officer) 	August 26, 2011
	John W. Casella		
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 20, 2011
	*	W. B. H IB!	
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA		
	John W. Casella		
	Attorney-in-fact	II-55	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

SOUTHBRIDGE RECYCLING & DISPOSAL PARK, INC.

By:	/s/ JOHN W. CASELLA
·	John W. Casella
	President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	Procident and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 20, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella		,
*By:	/s/ JOHN W. CASELLA		
	John W. Casella Attorney-in-fact		
	morney in July	II-56	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

SUNDERLAND WASTE MANAGEMENT, INC.

By:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA		4 26 2011
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	8
	*	Vice President and Director	August 26, 2011
*By:	Douglas R. Casella		
Dy.	John W. Casella	<u> </u>	
	Attorney-in-fact	II-57	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

TOTAL WASTE MANAGEMENT CORP.				
Ву:	/s/ JOHN W. CASELLA			
	John W. Casella			
	President			

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	 President and Director (Principal Executive Officer) 	August 26, 2011
	John W. Casella	Tresident and Director (Trincipal Executive Officer)	August 20, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	August 20, 2011
	*	W. D. H. (1D)	
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella		
	Attorney-in-fact	II-58	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

U.S. FIBER, LLC		
By:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	President and Director (Principal Executive Officer)	A
	John W. Casella	Fresident and Director (Frincipal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella	vice i resident and Bricetor	714gust 20, 2011
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella		
	Attorney-in-fact	II-59	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

WASTE-STRE By:	AM INC. /s/ JOHN W. CASELLA
	78/ JOHN W. CASELLA
	John W. Casella
	Vice President

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA	Vice President and Director (Principal Executive Officer)	August 26, 2011
	John W. Casella *	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson *	Accounting Officer)	
	Douglas R. Casella	Vice President and Director	August 26, 2011
*By:	/s/ JOHN W. CASELLA	<u> </u>	
	John W. Casella Attorney-in-fact	II-60	

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-4 and has duly caused this Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Rutland, State of Vermont, on this 26th day of August, 2011.

By:	/s/ JOHN W. CASELLA	
	John W. Casella	
	President	

SIGNATURES

	Signature	Title	Date
	/s/ JOHN W. CASELLA		4 26 2011
	John W. Casella	President and Director (Principal Executive Officer)	August 26, 2011
	*	Vice President and Treasurer (Principal Financial and	August 26, 2011
	Edwin D. Johnson	Accounting Officer)	714gust 20, 2011
	*	Vice President and Director	August 26, 2011
	Douglas R. Casella		
*By:	/s/ JOHN W. CASELLA	<u></u>	
	John W. Casella Attorney-in-fact	T ()	
		II-61	

EXHIBIT INDEX

	hibit mber	Description
	3.1***	Second Amended and Restated Certificate of Incorporation of the Registrant, as amended (incorporated herein by reference to Exhibit 3.1 to the quarterly report on Form 10-Q of the Registrant, as filed December 7, 2007 (File No. 000-23211)).
	3.3***	Third Amended and Restated By-Laws of the Registrant, (incorporated herein by reference to Exhibit 3.1 to the quarterly report on Form 10-Q of the Registrant as filed February 27, 2009 (File No. 000-23211)).
	4.1***	Indenture, dated as of February 7, 2011, by and between the Registrant and U.S. Bank National Association, as Trustee, for the 7.75% Senior Subordinated Notes due 2019 (incorporated herein by reference to Exhibit 4.2 to the Registrant's Current Report on Form 8-K filed with the SEC on February 8, 2011 (File No. 000-23211)).
	4.2***	Registration Rights Agreement, dated as of February 7, 2011 among the Registrant and the Purchasers defined therein with respect to the 7.75% Senior Subordinated Notes due 2019 (incorporated by reference to Exhibit 99.1 to the Registrant's Current Report on Form 8-K filed with the SEC on February 8, 2011 (File No. 000-23211)).
	5.1***	Opinion of Wilmer Cutler Pickering Hale and Dorr LLP.
	12.1***	Statement of Computation of Ratio of Earnings to Fixed Charges.
	21.1***	Subsidiaries of the Registrant (incorporated herein by reference to Exhibit 21 to the Registrant's Annual Report on Form 10-K for the fiscal year ended April 30, 2011, as filed with the SEC on June 20, 2011 (File No. 000-23211).
	23.1***	Consent of McGladrey & Pullen, LLP.
	23.2***	Consent of PricewaterhouseCoopers LLP.
	23.3***	Consent of Caturano and Company, Inc.
	23.4***	Consent of Wilmer Cutler Pickering Hale and Dorr LLP (included in Exhibit 5.1).
	24.1***	Powers of Attorney (included on signature pages to this registration statement).
	25.1#	Form T-1 Statement of Eligibility under the Trust Indenture Act of 1939, as amended, of U.S. Bank National Association, as trustee under the Indenture.
	99.1***	Form of Letter of Transmittal.
	99.2***	Form of Letter to Registered Holders and Depository Trust Company Participants.
	99.3***	Form of Letter to Clients.
#		herewith
	Previo	ously filed

QuickLinks

TABLE OF ADDITIONAL REGISTRANTS
EXPLANATORY NOTE
SIGNATURES
SIGNATURES
SIGNATURES
SIGNATURES
<u>SIGNATURES</u>
SIGNATURES
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- **SIGNATURES**
- EXHIBIT INDEX