

Covanta Energy Corporation 40 Lane Rd Fairfield, NJ 07004 Tel 973 882 9000 Fax 973 882 7234

November 13, 2008

Chairman, Stanislaus County Board of Supervisors 1100 H Street Modesto, CA 95254 The Bank of New York Corporate Trust Department 385 Rifle Camp Road, 3rd Floor West Paterson, NJ 07424 Attn: Sharon Jaffe-Goser

Dear Sir/Madam:

Pursuant to Section 6.1(h)(iii) of the Sublease Agreement dated as of May 1, 1990, between Stanislaus Waste-to-Energy Financing Agency and Covanta Stanislaus, Inc., please find enclosed Form 10-Q for the 3rd quarter ended September 30, 2008.

Sincerely,

Joanne Pagliuca

Assistant Treasurer

cc: Karen Wihelm

Matt Korpela

Mike Norris

ATTACHMENTS AVAILABLE FROM YOUR CLERK

BOARD OF SUPERVISORS