

EXHIBIT 110

Maxus Energy Corporation
717 North Harwood Street
Dallas, Texas 75201
214 953-2769

Paul W. Herring
Counsel

July 29, 1987

MAXUS

Mr. Fred B. Tietze, Counsel
Waste Management of North America, Inc.
3003 Butterfield Road
Oak Brook, Illinois 60521

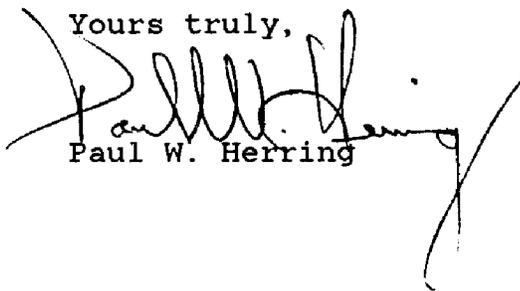
Re: Leasing Parcel of Land in Newark, New Jersey

Dear Mr. Tietze:

Upon receipt of your July 8, 1987 letter with draft Agreement attached, I circulated it for review and comment among our technical and business group. Comments have, for the most part, been negative, both as to the commercial terms as well as the liability and other terms and conditions you proposed.

Rather than leave the matter in limbo, however, I will prepare and submit to you as soon as possible a draft Lease Agreement which we feel would be appropriate. Of course none of our discussions or drafts constitutes an offer by Maxus or Diamond Shamrock Chemical Land Holdings, Inc. ("DSCLH") to lease the property in question; and there shall be no binding commitment until execution by DSCLH of an acceptable agreement.

Yours truly,


Paul W. Herring

PWH/gsk
2796PH

bcc: Mel Skaggs

MAXUS0072310