



STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

PO Box 47775 • Olympia, Washington 98504-7775 • (360) 407-6300

CERTIFIED MAIL

September 4, 2007

Mr. Bruce Bodine
2101 Mildred, LLC
2112 109th Street South
Tacoma, WA 98444

Re: No Further Action Determination under WAC 173-340-515(5) for the following Hazardous Waste Site:

- Name: Pace Industries Puget Div Inc
- Address: 2011 & 2101 Mildred Street W, Tacoma
- Facility/Site No.: 86715242
- VCP No.: SW0872

Dear Mr. Bodine:

Thank you for submitting your independent remedial action report for the Pace Industries Puget Div Inc facility (Site) for review by the State of Washington Department of Ecology (Ecology) under the Voluntary Cleanup Program (VCP). Ecology appreciates your initiative in pursuing this administrative option for cleaning up hazardous waste sites under the Model Toxics Control Act (MTCA), Chapter 70.105D RCW.

This letter constitutes an advisory opinion regarding whether further remedial action is necessary at the Site to meet the substantive requirements of MTCA and its implementing regulations, Chapter 70.105D RCW and Chapter 173-340 WAC. Ecology is providing this advisory opinion under the specific authority of RCW 70.105D.030(1)(i) and WAC 173-340-515(5).

This opinion does not resolve a person's liability to the state under MTCA or protect a person from contribution claims by third parties for matters addressed by the opinion. The state does not have the authority to settle with any person potentially liable under MTCA except in accordance with RCW 70.105D.040(4). The opinion is advisory only and not binding on Ecology.



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Ecology's Toxics Cleanup Program has reviewed the following information regarding the Site:

1. Final Model Restrictive (Environmental) Covenant for Tax Parcel Nos.: 0220112102 and 0220112104, and Grantor: 2101 Mildred, LLC. Dated August 2, 2007. Filed with Pierce County on August 17, 2007.

The document listed above will be kept in the Central Files of the Southwest Regional Office of Ecology (SWRO) for review by appointment only. Appointments can be made by calling the SWRO resource contact at (360) 407-6365.

The Site is defined by the extent of contamination caused by the following release(s):

- Petroleum hydrocarbons, polychlorinated biphenyls (PCBs), and metals in soil.

The Site is more particularly described in Enclosure A to this letter, which includes a detailed Site diagram. The description of the Site is based solely on the information contained in the documents listed above.

Based on a review of the independent remedial action report and supporting documentation listed above, **Ecology has determined that the independent remedial action(s) conducted at the Site are sufficient to meet the substantive requirements contained in MTCA and its implementing regulations, Chapter 70.105D RCW and Chapter 173-340 WAC, for characterizing and addressing the contamination at the Site.** Therefore, pursuant to WAC 173-340-515(5), Ecology is issuing this opinion that **no further remedial action is necessary at the Site under MTCA.**

Please note that this Site is subject to periodic review under WAC 173-340-420 because an institutional control in the form of a deed restriction was placed on the Site. If Ecology conducts a periodic review and determines that further action is required at the Site, then this opinion will automatically be rendered null and void.

This opinion is based on the continued effectiveness of the institutional control(s) required as part of the cleanup action for the Site under WAC 173-340-440. A copy of the Environmental Covenant(s) filed for any property as part of the cleanup action for the Site is enclosed with this letter as Enclosure B. If any portion of any Environmental Covenant is violated, then this opinion will automatically be rendered null and void and further remedial action may be required at the Site. The Environmental Covenant was filed for Pierce County Tax Parcels 0220112102 and 0220112104. The deed restriction formerly placed on Pierce County Tax Parcel 0220112103 is no longer needed.

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Based on this no further action determination, Ecology will update the status of the Site on its site database and remove the Site from the Confirmed and Suspected Contaminated Sites List and the Leaking Underground Storage Tank (LUST) List.

This no further action determination does not apply to any other release(s) or potential release(s) of contaminant(s) that may impact any other portion of any property impacted by this Site, or any other property owned or operated by Mr. Bruce Bodine or 2101 Mildred, LLC.

Please note that this opinion is based solely on the information contained in the documents listed above. Therefore, if any of the information contained in those documents is materially false or misleading, then this opinion will automatically be rendered null and void and further remedial action may be required at the Site.

The state, Ecology, and its officers and employees make no guarantees or assurances by providing this opinion, and no cause of action against the state, Ecology, its officers or employees may arise from any act or omission in providing this opinion.

Again, Ecology appreciates your initiative in successfully completing cleanup under the Voluntary Cleanup Program (VCP). If you have any questions regarding this opinion, please contact me at (360) 407-6347.

Sincerely,



Scott Rose, L.G.
Site Manager
SWRO Toxics Cleanup Program

SR/ksc:Pace Industries NFA

Enclosures: Site Summary
Figure 2 – Site Plan
Model Restrictive (Environmental) Covenant

Cc: John Hildenbrand – Robinson, Noble, & Saltbush
Jeff Boers – City of Fircrest
Rob Olsen – Tacoma-Pierce County Health Dept
Bob Warren – Ecology
Chuck Cline – Ecology

Enclosure A Site Summary

The Pace Industries Puget Div Inc site is located at 2101 Mildred Street West (a.k.a. 67th Avenue West) in Tacoma, Pierce County, Washington. This site has also historically been listed to include 2011 Mildred Street West; however, according to the Pierce County Assessor, this address no longer appears to exist. The site historically operated as a die-cast manufacturing facility until the late 1990s. The site currently operates as a commercial/retail center, and consists of three commercial/retail buildings (Buildings A, B, and C) with associated paved parking and landscaped areas. The site is bounded on the east by single family residences, to the south is a vacant property that was once a manufacturing facility, and to the west and north by commercial and retail properties.

The site was in the Voluntary Cleanup Program (VCP) twice before, it underwent remediation, and was closed with a second Restrictive Covenant (RC) prior to sale of property to Bodine Enterprises in late summer 2003. Bodine Enterprises re-entered the VCP prior to property development to get technical assistance and approval from Ecology to perform development activities within the area covered under the RC.

The issues covered under the RC include an unknown quantity of polychlorinated biphenyls (PCBs) and petroleum in soil under the footings and foundation of the original manufacturing building (currently Buildings B and C), including the southeastern corner of the building near a used oil collection and separation tank. Due to structural concerns for the facility building, these soils were left in place (Area 2) (*see attached Figure 2 – Site Plan*). During re-development activities, a portion of the original manufacturing building was demolished (the area between current Buildings B and C) and any accessible contaminated soil was removed along with the used oil collection and separation tank. Residual contaminated soil above Model Toxics Control Act (MTCA) Method A cleanup levels remains in place beneath Buildings B and C.

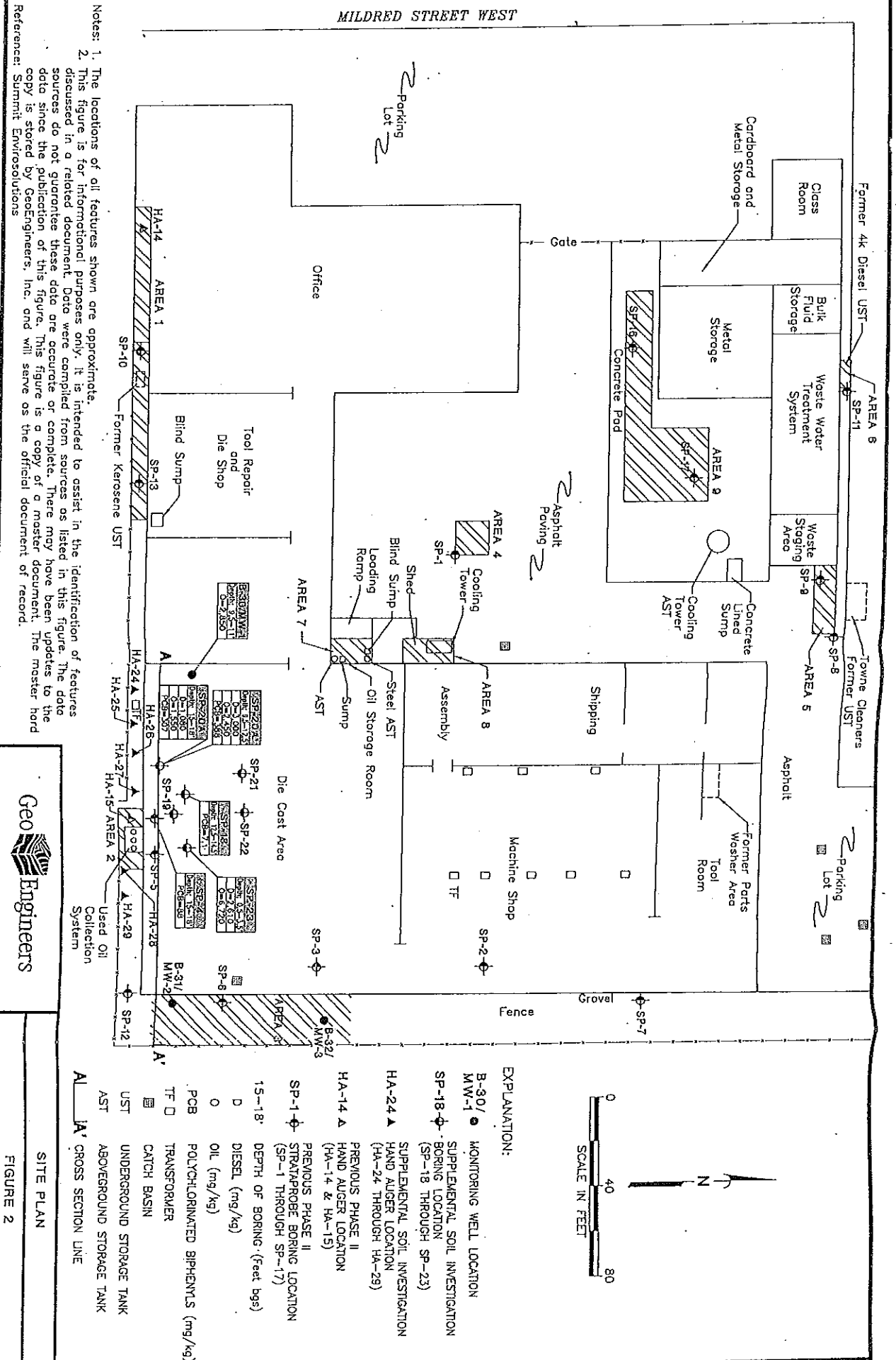
The other portion of the RC is in place due to metals contamination that was identified in drain line sludges (Area 1) (*see attached Figure 2 – Site Plan*). It appears that these lines were from a historic septic tank that could not be located due to the presence of a concrete pad used as an employee patio. During re-development activities, borings were installed in attempt to locate the old septic tank, but efforts were not successful. Even though borings do not show metals contamination, it is reasonable to expect that contamination may be present due to the outstanding septic tank and confirmed contaminated drain line sludges.

In March and April 2004, as part of site redevelopment, an estimated 827 tons of contaminated soil was excavated and transported off site to TPS Technologies in Lakewood, Washington for

treatment. Confirmation soil samples collected from the excavations documented that petroleum hydrocarbons and PCBs remained in soil beneath the buildings.

The existing RC was placed on 2101 and 2011 Mildred Street West. There were no specific parcels identified on the RC. As a result, it appears that the RC followed all parcels associated with the site (and the addresses of 2101 and 2011 Mildred Street West), which included Parcels A, B, and C. To clarify, Building A is located on Parcel B, Building B is located on Parcel A, and Building C is located on Parcel C.

In December 2006, the City of Fircrest conducted a boundary line adjustment for these parcels, and the parcel boundaries were slightly altered and the parcel numbers were renamed. According to the existing RC, the restriction is for contamination left in place beneath Buildings B and C. No contamination was left in place beneath Building A or anywhere throughout Parcel B.





200708170825 9 PGS
08/17/2007 2:49pm \$48.00
PIERCE COUNTY, WASHINGTON

RECEIVED

Name & Return Address:

2101 Mildred, LLC

c/o Robinson, Noble & Saltbush, Inc.

3011 S. Huson Street, Suite A, Tacoma, WA 98409

07 AUG 31 A10:15

WA STATE
DEPARTMENT OF ECOLOGY
SW REGIONAL OFFICE

Please print legibly or type information.

Document Title(s)

Environmental Restrictive Covenant

Grantor(s)

2101 Mildred LLC

____ Additional Names on Page ____ of Document

Grantee(s)

Washington State Department of Ecology

____ Additional Names on Page 8 of Document

Legal Description (Abbreviated: i.e., lot, block & subdivision name or number OR section/township/range and quarter/quarter section)

Complete Legal Description on Page ____ of Document

Auditor's Reference Number(s)

Assessor's Property Tax Parcel/Account Number(s)

0220112102, 0220112104

The Auditor/Recorder will rely on the information provided on this cover sheet. The Staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.

I am requesting an emergency nonstandard recording for an additional fee as provided in RCW 36,18,010. I understand that the recording processing requirements may cover up or otherwise obscure some part of the text of the original document.

Signature of Requesting Party (Required for non-standard recordings only)

Gpcovst.doc rev 4/02

Model Restrictive (Environmental) Covenant

After Recording Return to:

Department of Ecology
Southwest Regional Office
PO Box 47775
Olympia, WA 98504-7775

Environmental Covenant

Grantor: 2101 Mildred, LLC

Grantee: State of Washington, Department of Ecology

Legal: Section 11 Township 20 Range 02 Quarter 22 PARCEL A DBLR 2006-12-14-5001
DESC AS FOLL COM AT NW COR SEC 11 TH S 01 DEG 38 MIN 11 SEC W 660.31 FT
TO S LI OF NW OF NW OF NW TH S 89 DEG 07 MIN 37 SEC E 35 FT TO E MARG OF
MILDRED ST & POB TH CONT S 89 DEG 07 MIN 37 SEC E 186.09 FT TH N 01 DEG 23
MIN 18 SEC E 206.91 FT TH N 88 DEG 41 MIN 11 SEC W 184.40 FT TO E MARG
MILDRED ST TH S 06 DEG 16 MIN 09 SEC W 9.61 FT TH S 01 DEG 38 MIN 11 SEC W
198.78 FT TO POB OUT OF 2-099 & 2-100 SEG 2007-0594BL 01-22-07BL]

Section 11 Township 20 Range 02 Quarter 22 PARCEL C DBLR 2006-12-14-5001 DESC AS
FOLL COM AT NW COR SD SEC 11 TH S 89 DEG 04 MIN 24 SEC E 530.04 FT TH S 01
DEG 38 MIN 11 SEC W 229.57 FT TO POB TH N 89 DEG 04 MIN 24 SEC W 175.75 FT
TH S 0 DEG 20 MIN 58 SEC E 99.40 FT TH N 89 DEG 06 MIN 33 SEC W 86.09 FT TH S 0
DEG 17 MIN 03 SEC W 124.54 FT TH N 88 DEG 41 MIN 11 SEC W 54.40 FT TH S 01
DEG 23 MIN 18 SEC W 206.91 FT TO S LI OF NW OF NW OF NW TH S 89 DEG 07 MIN
37 SEC E 308.96 FT TH N 01 DEG 38 MIN 11 SEC E 430.25 FT TO POB OUT OF 2-070, 2-
099 & 2-100 SEG 2007-0594BL 01-22-07BL

Tax Parcel Nos.: 0220112102 and 0220112104

Cross Reference: 200611030824

Grantor, 2101 Mildred LLC, hereby binds Grantor, its successors and assigns to the land use restrictions identified herein and grants such other rights under this environmental covenant (hereafter "Covenant") made this 2nd day of August, 2007 in favor of the State of Washington Department of Ecology (Ecology). Ecology shall have full right of enforcement of the rights conveyed under this Covenant pursuant to the Model Toxics

Control Act, RCW 70.105D.030(1)(g), and the Uniform Environmental Covenants Act, 2007 Wash. Laws ch. 104, sec. 12.

This Declaration of Covenant is made pursuant to RCW 70.105D.030(1)(f) and (g) and WAC 173-340-440 by 2101 Mildred, LLC its successors and assigns, and the State of Washington Department of Ecology, its successors and assigns (hereafter "Ecology").

A remedial action (hereafter "Remedial Action") occurred at the property that is the subject of this Covenant. The Remedial Action conducted at the property is described in the following document[s]:

- Independent Remedial Action Report, 2101 and 2011 Mildred Street West, Tacoma, Washington, September 3, 1997, Summit Envirosolutions, Inc.
- IRAP Supplemental Information Report, 2101 and 2011 Mildred Street West, Tacoma, Washington, January 6, 1997, Summit Envirosolutions, Inc.
- IRAP Supplemental Information Report, 2101 and 2011 Mildred Street West, Tacoma, Washington, July 21, 1997, Summit Envirosolutions, Inc.
- No Further Action Letter for Independent Remedial Actions, November 25, 1997, to Mr. Rufus Lund, Puget Corporation of Washington, from Ecology.
- Report Phase II Environmental Site Assessment Former Pace Industries Facility 2101 and 2011 Mildred Street West, Tacoma, Washington, November 7, 2001, GeoEngineers
- Report Supplemental Environmental Soil Investigation Former Pace Industries Facility 2101 and 2011 Mildred Street West, Tacoma, Washington, August 19 2002, GeoEngineers
- Report Groundwater Investigation Former Pace Industries Facility 2101 and 2011 Mildred Street West, Tacoma, Washington, March 6, 2003, GeoEngineers
- Report Bodine Enterprises Sunrise Center soil Remediation 2101 South Mildred, Fircrest, Washington, August 2004

These documents are on file at Ecology's Southwest Regional Office Office.

This restrictive covenant is required because the Remedial Action resulted in residual concentrations of petroleum hydrocarbons and Polychlorinated Biphenyls (PCB) which exceed

the Model Toxics Control Act Methods A and B Residential Cleanup Level (s) for soil established under WAC 1 73-340-740. In addition, there is evidence to suspect there is heavy metal contamination remaining above MTCA standards beneath the asphalt, along the property line south and southeast of Building B, and is associated with an abandoned septic system.

The undersigned, 2101 Mildred, LLC is the fee owner of real property (hereafter "Property") in the County of Pierce, State of Washington, that is subject to this Covenant. The Property is legally described in Attachment A and is made a part of this document by reference.

2101 Mildred, LLC makes the following declaration as to limitations, restrictions, and uses to which the Property may be put and specifies that such declarations shall constitute covenants to run with the land, as provided by law and shall be binding on all parties and all persons claiming under them, including all current and future owners of any portion of or interest in the Property (hereafter "Owner").

Section 1. During the Remedial Action, heavy metals concentrations elevated significantly above MTCA soil standards were confirmed in drainline sludges associated with an abandoned septic system along the property line south and southeast of Building B. This area is currently covered by asphalt. Soil samples tested from beneath the asphalt surface did not exhibit elevated concentrations of heavy metals. However, the septic tank (s) was not specifically located during the Remedial Action. The presence of heavy metal contamination in the drainline sludges makes it reasonable to expect that additional heavy metal contamination may be present under the asphalt surface, associated with the former septic system.

The portion of the property covered by Building C, the parallel portion of Building B and the asphalt parking lot between them are known to contain an unknown volume of petroleum hydrocarbon and PCB contaminated soil beneath the asphalt and concrete foundation and footings of the facility buildings. When the asphalt parking lot was installed in place of the former building section, the accessible PCB and petroleum contaminated soil was removed along with an old underground oil collection and separation tank. Under the asphalt, the levels of PCB remain above MTCA Method A cleanup standards. Due to structural concerns for the

facility building, soils contaminated above MTCA Method A Standards were left in place under the building footings adjacent to the tank during the Remedial Action.

As long as known or suspected contamination remains present and isolated beneath the facility building foundation, footings, or adjoining asphalt pads, the Owner shall not alter, modify, or remove the existing structures in any manner that may result in the release or exposure to the environment of the contaminated material or create a new exposure pathway without prior written approval from Ecology.

Section 2. The asphalt covering the former septic system shall be well maintained and kept in good repair to minimize stormwater infiltration in the area of suspected contamination.

Section 3. Any activity on the Property that may interfere with the integrity of the Remedial Action and continued protection of human health and the environment is prohibited.

Section 4. Any activity of the Property may result in the release or exposure to the environment of a hazardous substance that remains on the Property as part of the Remedial Action, or create a new exposure pathway, is prohibited without prior written approval from Ecology.

Section 5. The Owner of the property must give thirty (30) day advance written notice to Ecology of the Owner's intent to convey any interest in the Property. No conveyance of title, easement, lease, or other interest in the Property shall be consummated by the Owner without adequate and complete provision for continued monitoring, operation, and maintenance of the Remedial Action.

Section 6. The Owner must restrict leases to uses and activities consistent with the Covenant and notify all lessees of the restrictions on the use of the Property.

Section 7. The Owner must notify and obtain approval from Ecology prior to any use of the Property that is inconsistent with the terms of this Covenant. Ecology may approve any inconsistent use only after public notice and comment.

Section 8. The Owner shall allow authorized representatives of Ecology the right to enter the Property at reasonable times for the purpose of evaluating the Remedial Action; to take

samples, to inspect remedial actions conducted at the property, to determine compliance with this Covenant, and to inspect records that are related to the Remedial Action.

Section 9. The Owner of the Property reserves the right under WAC 173-340-440 to record an instrument that provides that this Covenant shall no longer limit use of the Property or be of any further force or effect. However, such an instrument may be recorded only if Ecology, after public notice and opportunity for comment, concurs.

2101 Mildred, LLC

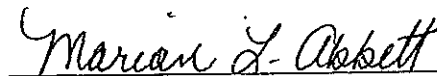


Bruce Bodine

~~Owner~~ *manager*

Dated: 8/2/07

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

 *for Rebecca Larson*

[Name of Person Acknowledging Receipt]

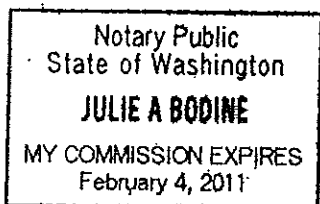
[Title] *Acting Section Manager*

Dated: 8/15/07

[INDIVIDUAL ACKNOWLEDGMENT]

STATE OF _____
COUNTY OF _____

On this _____ day of _____, 20____, I certify that _____ personally appeared before me, and acknowledged that he/she is the individual described herein and who executed the within and foregoing instrument and signed the same at his/her free and voluntary act and deed for the uses and purposes therein mentioned.



Notary Public in and for the State of
Washington, residing at _____
My appointment expires _____

[CORPORATE ACKNOWLEDGMENT]

STATE OF Washington
COUNTY OF Pierce

On this 2nd day of August, 2007, I certify that Bruce Bodine personally appeared before me, acknowledged that he/she is the managing member of the corporation that executed the within and foregoing instrument, and signed said instrument by free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he/she was authorized to execute said instrument for said corporation.

Julie Bodine
Notary Public in and for the State of
Washington, residing at
Pierce Co.
My appointment
expires 2/4/11

[REPRESENTATIVE ACKNOWLEDGEMENT]

STATE OF _____
COUNTY OF _____

On this _____ day of _____, 20____, I certify that _____ personally appeared before me, acknowledged that he/she signed this instrument, on oath stated that he/she was authorized to execute this instrument, and acknowledged it as the

_____ [type of authority] of _____ [name of
party being represented] to be the free and voluntary act and deed of such party for the uses
and purposes mentioned in the instrument.

Notary Public in and for the State of
Washington, residing at _____.
My appointment expires _____.

Exhibit A
Legal Description

PARCEL A.

THAT PORTION OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 20 NORTH, RANGE 2 EAST OF THE WILAMETTE MERIDIAN, PIERCE COUNTY, WA. DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 11;
THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER SOUTH 01°38'11" WEST, 660.31 FEET TO THE SOUTH LINE OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER, OF THE NORTHWEST CORNER OF SAID SECTION 11;
THENCE ALONG SAID SOUTH LINE SOUTH 89°07'37" EAST, 35.00 FEET TO THE EAST MARGIN OF MILDRED STREET AND THE TRUE POINT OF BEGINNING;
THENCE CONTINUING ALONG SAID SOUTH LINE SOUTH 89°07'37" EAST, 186.09 FEET;
THENCE NORTH 01°23'18" EAST, 206.91 FEET;
THENCE NORTH 88°41'11" WEST, 184.40 FEET TO THE EAST MARGIN OF MILDRED STREET;
THENCE ALONG SAID EAST MARGIN SOUTH 06°16'09" WEST, 9.61 FEET;
THENCE CONTINUING ALONG SAID EAST MARGIN SOUTH 01°38'11" WEST 198.78 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL C

THAT PORTION OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 20 NORTH, RANGE 2 EAST OF THE WILLAMETTE MERIDIAN, PIERCE COUNTY, WA. DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 11;
THENCE ALONG THE NORTH LINE OF SAID SECTION 11 SOUTH 89°04'24" EAST, 530.04 FEET;
THENCE SOUTH 01°38'11" WEST, 229.57 FEET TO THE TRUE POINT OF BEGINNING;
THENCE PARALLEL TO SAID NORTH LINE OF SECTION 11, NORTH 89°04'24" WEST, 175.75 FEET;
THENCE SOUTH 00°20'58" EAST, 99.40 FEET;
THENCE NORTH 89°06'33" WEST, 86.09 FEET;
THENCE SOUTH 00°17'03" WEST, 124.54 FEET;
THENCE NORTH 88°41'11" WEST, 54.40
THENCE SOUTH 01°23'18" WEST, 206.91 FEET TO THE SOUTH LINE OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SAID SECTION 11;
THENCE ALONG SAID SOUTH LINE SOUTH 89°07'37" EAST, 308.96 FEET;
THENCE NORTH 01°38'11" EAST, 430.25 FEET TO THE TRUE POINT OF BEGINNING.

