Wilkins Distributing Co
Port Orchard
Release 4185
VCP NW1306

SoundEarth Strategies

SoundEarth Strategies Construction LLC
2811 Fairview Avenue East, Suite 2000
Seattle, Washington 98102

RECEIVED
MAY 13 2011
DEPT OF ECOLOGY
TCP-NWRO

May 3, 2011

Mr. Nnamdi Madakor
Toxics Cleanup Program
Washington State Department of Ecology
P.O. Box 47600
Olympia, Washington 98504-7600

SUBJECT: ADDENDUM—CLOSURE REPORT
Former Port Orchard Bulk Plant and Cardlock
Site No. 26185147/VCP No. NW1306
134 Bay Street West
Port Orchard, Washington
Project Number: 0644-001

Dear Mr. Madakor,

SoundEarth Strategies, Inc. (SoundEarth, formerly known as Sound Environmental Strategies, Inc.) prepared a Closure Report, dated October 4, 2010, for the Former Port Orchard Bulk Plant and Cardlock located at 134 Bay Street West in Port Orchard, Washington (herein referred to as the Property). The location of the Property is depicted on Figure 1. SoundEarth has prepared this addendum to address concerns identified by the Washington State Department of Ecology (Ecology), Christopher Maurer, during the review of the Closure Report, as communicated during a telephone conversation with Mr. Terry Montoya of SoundEarth in December 2010.

Specifically, Ecology requested that SoundEarth provide the following information for the Property:

- Description of the location and extent of petroleum-contaminated soil (PCS) remaining in place following the interim remedial actions performed at the Property between September 2004 and December 2009.
- Justification for leaving PCS in place.
- Discussion on original lateral extent of groundwater contamination at the Property.

An interim remedial action conducted at the Property in September and October 2004 consisted of the removal of 10 underground storage tanks; removal and disposal of 5,593 tons of soil containing concentrations of gasoline-range petroleum hydrocarbons (GRPH), diesel-range petroleum hydrocarbons (DRPH), and/or benzene, toluene, ethylbenzene, and total xylenes (BTEX) exceeding the Model Toxics Control Act (MTCA) Method A cleanup levels from two separate excavation areas (Excavation #1 and Excavation #2, Figure 2); and groundwater monitoring to evaluate the effect of source removal on groundwater quality.

ENTERED
5-16
2011

Multiple interim remedial actions were conducted at the Property between September 2007 and December 2009, to address residual PCS at the Property. They consisted of two separate chemical injections events into push-probe borings and injection wells; excavation of the remainder of a historic gasoline pipe which connected former Excavations #1 and #2; collecting additional confirmation soil samples; and conducting nine groundwater monitoring events at monitoring well MW-16, located downgradient of PCS remaining in place. The results of the interim remedial actions indicated groundwater has been successfully remediated to below Method A cleanup levels while residual soil contamination remains on the Property along a portion of the southern border of Excavation #1, and along a portion of the northern border of Excavation #2 (Figure 2).

LOCATION OF RESIDUAL CONTAMINATION

Figure 2 shows the estimated aerial extent of soil with concentrations of GRPH, DRPH, and/or benzene remaining in place at the Property. Figure 3 shows cross section A-A', which indicates the estimated vertical extent of PCS between Excavations #1 and #2 to be approximately 4 to 7 feet below ground surface (bgs). Based on this, the total volume of PCS remaining on site is estimated at 325 cubic yards. At the time of the initial interim remedial action, these areas were not further excavated due to the presence of subsurface utilities. The City of Port Orchard was contacted about removing the water main to complete the removal action, but did not want the water line disturbed, due to its construction (Bell and Socket Cast Iron), and its age. Therefore, during the last interim action chemical oxidation was used to try to treat the contamination in situ, but only groundwater showed positive results. The post chemical oxidation soil sample NEW-MW-16-SOUTH was not significantly different from the hot excavation side wall samples in the same area.

JUSTIFICATION OF LEAVING THE PCS IN PLACE

The City was approached again in December 2010 and again denied access to expose the city water line. The City of Port Orchard, Public Works Department states in a letter sent to Ecology, dated January 7, 2011, that in regards to the removal and replacement of soils located in or around the existing utilities found within the Area of Concern #2 (between Excavations #1 and #2), the City of Port Orchard "maintains their concern over probable water line failure if excavation were to occur, which would create a disastrous event for the City's water system and its customers" (Attachment A).

It should also be noted that the property containing the PCS, with easement, is owned by Nordic Properties, as compared to the normal situation that the City would own the right of way. Attaching a deed declaration to the title of the Property will ensure all future owners will know of the PCS.

DISCUSSION ON ORIGINAL LATERAL EXTENT OF GROUNDWATER CONTAMINATION AT THE PROPERTY

Quarterly groundwater monitoring and sampling was conducted at the Property from 1993 to 2009. Historical groundwater analytical results depicting the overall annual highest concentrations detected for benzene are presented on Figure 4 to illustrate the worse-case lateral extent of contaminated groundwater at the Property (before any remediation was completed). As indicated on Figure 4, contaminated groundwater has not historically extended much past the property line. The two most downgradient wells, MW-3 and MW-4, with the exception of one anomalous point have been non-detect for all petroleum products for more than 40 quarterly monitoring events from 1993 to present (Table 2 of the Corrective Action Status Report, prepared by Farallon Consulting, LLC, dated February 22, 2006).

Figure 5 shows the four most recent quarterly groundwater monitoring analytical results for all of the existing monitoring wells. Analytical results from monitoring wells MW-3, MW-4, and MW-13 through MW-15 are from 2005, with concentrations of DRPH, GRPH, and BTEX below the applicable MTCA Method A cleanup levels. Analytical results from 2009 for monitoring well MW-16 indicate concentrations of DRPH, GRPH, and BTEX were also below the applicable MTCA Method A cleanup levels (Figure 5).

CLOSING

SoundEarth requests on behalf of Nordic Properties a No Further Action Determination from Ecology. Attachment B contains a Draft Restrictive Environmental Covenant associated with this Property for Ecology's review.

We hope that the information contained in this addendum satisfies your concerns. Please contact us if you have any further questions or need additional information.

Respectfully,

SoundEarth Strategies, Inc.

Terry Montoya, P.E.
Senior Project Engineer

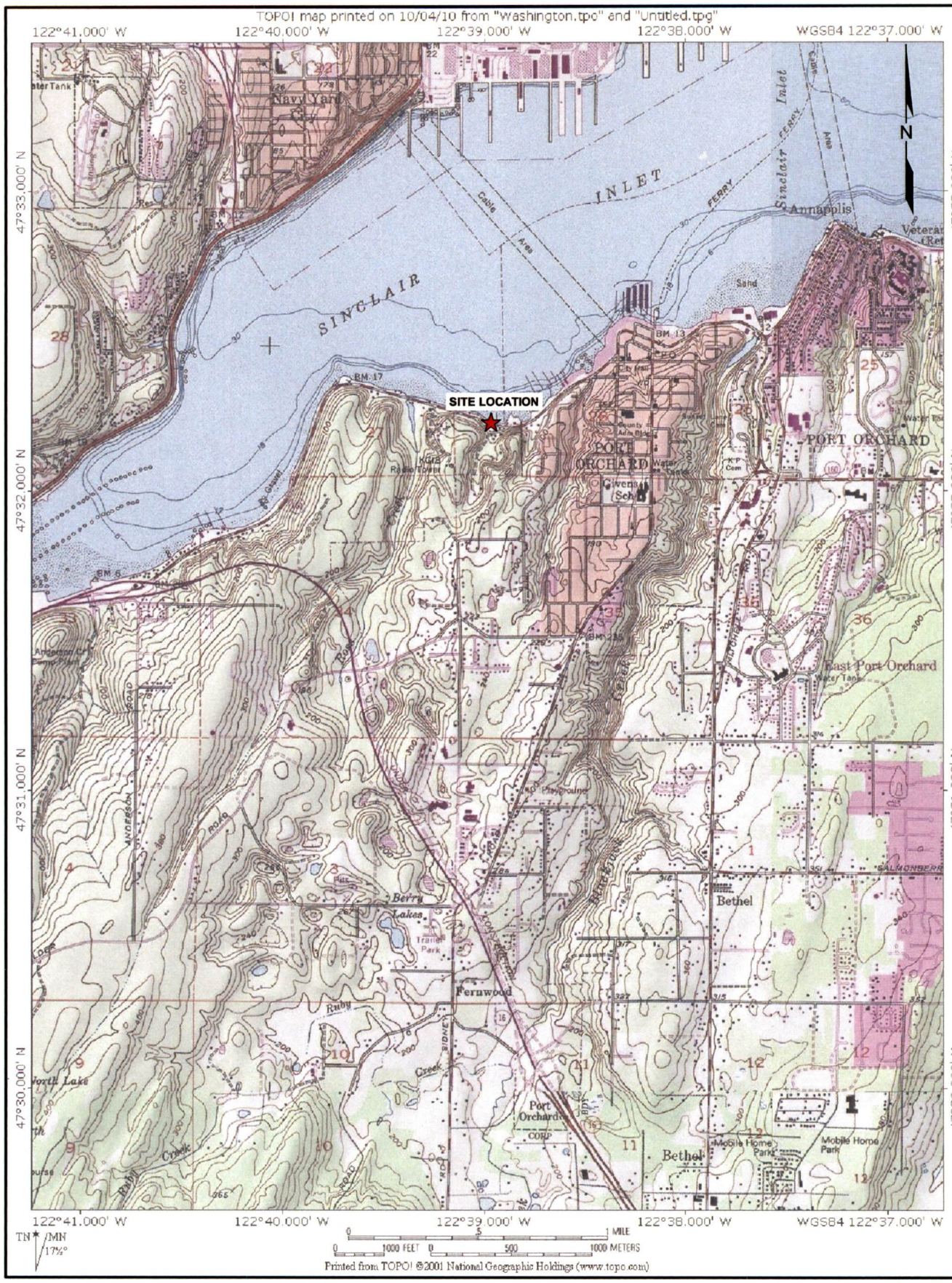
Attachments: Figure 1, Property Location Map
Figure 2, Property Plan Showing Estimated Extent of Petroleum-Contaminated Soil
Figure 3, Cross Section A-A'
Figure 4, Historical Benzene Isoconcentration Map
Figure 5, Groundwater Analytical Results
Attachment A, City of Port Orchard, Public Works Department Letter
Attachment B, Draft Restrictive Environmental Covenant

cc: Christopher Maurer, Washington State Department of Ecology, Northwest Regional Office

JAC/TM:syh

FIGURES

P:\0644 NORDIC PROPERTIES\0644-001-01 PORT ORCHARD SITE CLOSURE\FIGURES\2011\0644-001-01_VIC_F.DWG



SoundEarth Strategies
WWW.SOUNDEARTHINC.COM

DATE: 10/04/2010
DRAWN BY: BLR
CHECKED BY: TWM
CAD FILE: 0644-001-01_VIC

PROJECT NAME: FORMER PORT ORCHARD BULK PLANT AND CARDLOCK
PROJECT NUMBER: 0644-001-01
STREET ADDRESS: 134 BAY STREET WEST
CITY, STATE: PORT ORCHARD, WASHINGTON

FIGURE 1
PROPERTY LOCATION MAP

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5/11/2011

N

EXCAVATION #1

MW-11

MW-4

MW-14

MW-3

MW-15

MW-6

MW-7

MW-16

MW-2

MW-13

IW-19

IW-18

IW-17

E1-101304-01

E1-101304-02
NEW-MW16-SOUTH

E1-101304-04

E2-102504-06

E2-102504-04

EXCAVATION #2

A

A'

FUEL BARGE TRANSFER LINES

STATE ROUTE NO. 166

WILKINS DRIVE

CASECO LANE

TAX PARCEL
4623-000-008-0001

TAX PARCEL
262401-3-029-2008

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E1-101304-01	10/13/04	4	<20	<10	0.25	<0.05	0.07	0.14

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E1-101304-02	10/13/04	4	140	<10	0.28	<0.05	0.16	<0.05

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
New-MW16-South	09/18/08	4-5	—	99.3	1.66	0.161	0.641	0.694

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E1-101304-04	10/13/04	4	5,010	680	14.9	6.20	15.7	16.3

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E2-102504-06	10/25/04	6	700	66	0.35	<0.05	1.07	0.89

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E2-102504-04	10/25/04	4	4,550	<10	0.17	0.25	<0.05	0.08

LEGEND

- EXISTING STORM DRAIN LINE AND DIRECTION OF FLOW
- EXISTING SEWER LINE
- EXISTING WATER LINE
- EXISTING OVERHEAD POWER LINE
- AREA OF EXCAVATION
- PROPERTY BOUNDARY
- PARCEL BOUNDARY
- MW-16 MONITORING WELL
- MW-7 DECOMMISSIONED MONITORING WELL
- IW-19 INJECTION WELL
- E2-102504-10 SOIL SAMPLE LOCATION WITH CONCENTRATIONS OF GRPH, DRPH, AND/OR BTEX EXCEEDING THE MTCA METHOD A CLEANUP LEVEL
- CITY OF PORT ORCHARD WILKINS DRIVE EASEMENT
- WASHINGTON STATE DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY FOR STATE ROUTE 166
- ESTIMATED EXTENT OF PETROLEUM CONTAMINATED SOIL REMAINING IN PLACE
- A A' CROSS SECTION LOCATION

DRPH = TOTAL PETROLEUM HYDROCARBONS (TPH) AS DIESEL-RANGE ORGANICS

GRPH = TPH AS GASOLINE-RANGE ORGANICS
B = BENZENE
T = TOLUENE
E = ETHYLBENZENE
X = XYLENES

MTCA WASHINGTON STATE MODEL TOXICS CONTROL ACT

RED INDICATES REPORTED CONCENTRATION (µg/L) EXCEEDS APPLICABLE MTCA METHOD A CLEANUP LEVEL

< INDICATES REPORTED CONCENTRATION IS LESS THAN LABORATORY REPORTING LIMIT

NOTES:
MAP BASED ON FIGURE BY FARALLON CONSULTING LLC

PARCEL BOUNDARIES BASED ON KITSAP COUNTY GEOGRAPHIC INFORMATION SYSTEM PARCEL SEARCH

SoundEarth Strategies
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DATE: 03/30/11
DRAWN BY: BLR
CHECKED BY: JAC
CAD FILE: 0644-2011_EL

PROJECT NAME: FORMER PORT ORCHARD BULK PLANT AND CARDLOCK
PROJECT NUMBER: 0644-001-01
STREET ADDRESS: 134 BAY STREET WEST
CITY, STATE: PORT ORCHARD, WASHINGTON

REGION:

0 10 20 40
APPROXIMATE SCALE IN FEET

FIGURE 2
PROPERTY PLAN SHOWING ESTIMATED EXTENT OF PETROLEUM_CONTAMINATED SOIL

P:\0644 NORDIC PROPERTIES\0644-001-01 PORT ORCHARD SITE CLOSURE\FIGURES\20110644 2011 EL F.DWG

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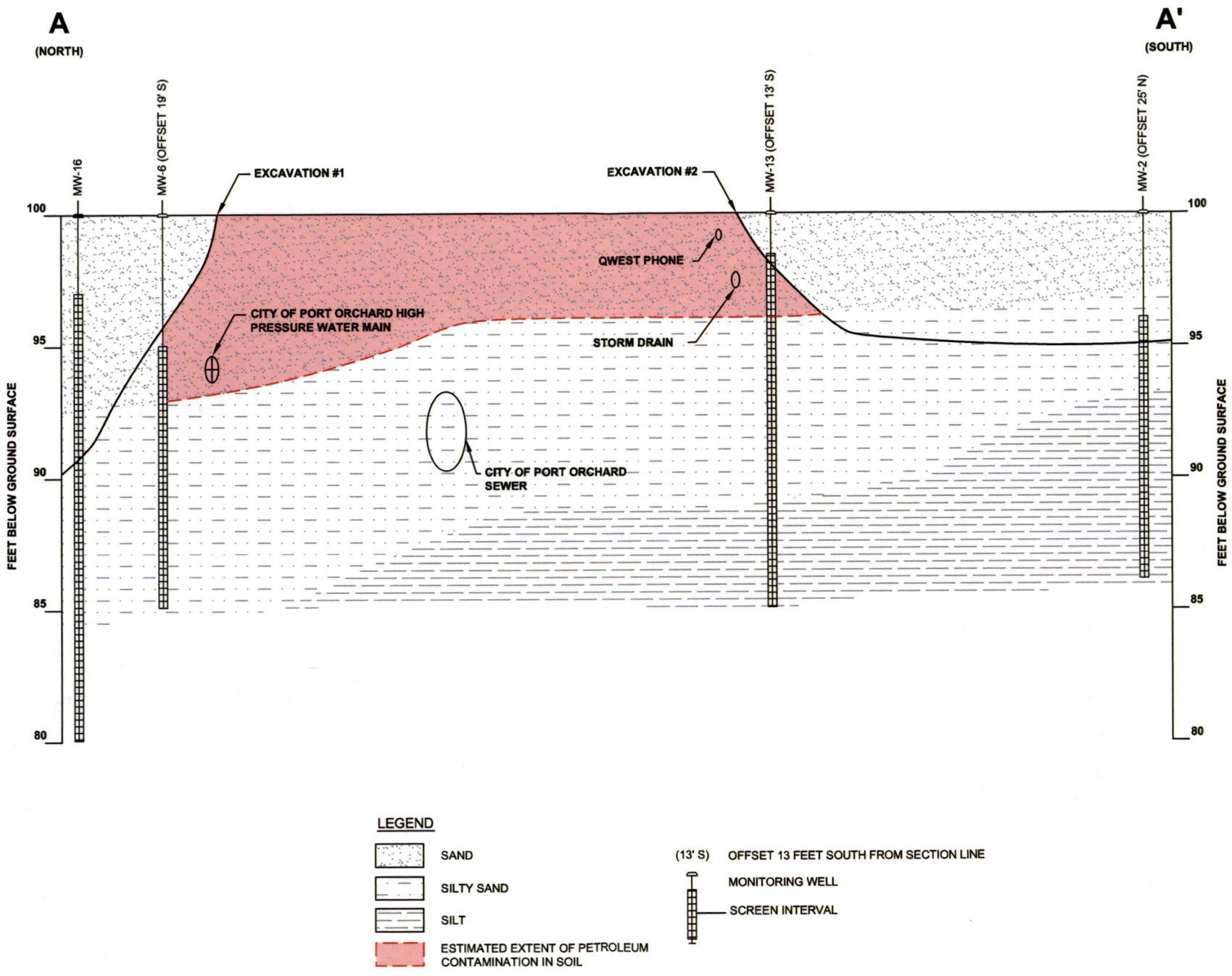

SoundEarth Strategies
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DATE: 05/03/11
DRAWN BY: NAC
CHECKED BY: JAC
CAD FILE: 0644-2011_XAA

PROJECT NAME: FORMER PORT ORCHARD BULK PLANT AND CARDLOCK
PROJECT NUMBER: 0644-001-01
STREET ADDRESS: 134 BAY STREET WEST
CITY, STATE: PORT ORCHARD, WASHINGTON

REGION:

0 5 10 20
APPROXIMATE HORIZONTAL SCALE IN FEET
VERTICAL EXAGGERATION: 2X

FIGURE 3
CROSS SECTION A-A'

5/10/2011
P:\0644 NORDIC PROPERTIES\0644-001-01 PORT ORCHARD SITE CLOSURE\FIGURES\20110644 2011 XAA F.DWG
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3/31/2011

P:\0644 NORDIC PROPERTIES\0644-001-01 PORT ORCHARD SITE CLOSURE\FIGURES\2011\0644-2011 HIST BENZ F.DWG

N

DOCK - 100' +/-

FUEL BARGE TRANSFER LINES

STATE ROUTE NO. 166

EXCAVATION #1

MW-11

MW-4

MW-14

P13

P12

P11

P10

E1-111104-01

MW-3

MW-15

WILKINS DRIVE

MW-16

P1

P2

P3

E1-101304-01

IW-18

IW-19

E1-101304-02
NEW-MW16-SOUTH

IW-17

E1-101304-04

P4

E1-101304-11

P5

P6

NEW-WILKINS RD-SOUTH

P9

E1-102104-04

P8

NEW-WILKINS RD-NORTH

P7

MW-7

TAX PARCEL
4623-000-008-0001

TAX PARCEL
4623-000-005-0004

TAX PARCEL
262401-3-029-2008

EXCAVATION #2

E2-102504-06

E2-102504-04

MW-13

CASECO LANE

LEGEND

- EXISTING STORM DRAIN LINE AND DIRECTION OF FLOW
- EXISTING SEWER LINE
- EXISTING WATER LINE
- EXISTING OVERHEAD POWER LINE
- AREA OF EXCAVATION
- PROPERTY BOUNDARY
- PARCEL BOUNDARY
- 5.0 — ISOCONCENTRATION CONTOUR FOR HISTORICAL BENZENE CONCENTRATIONS IN GROUNDWATER (MICROGRAMS PER LITER)
- MW-16 — MONITORING WELL
- MW-7 — DECOMMISSIONED MONITORING WELL
- IW-19 — INJECTION WELL
- P13 — PUSH-PROBE BORING
- E2-102504-10 — SOIL SAMPLE LOCATION
- CITY OF PORT ORCHARD WILKINS DRIVE EASEMENT
- RIGHT-OF-WAY FOR STATE ROUTE 166 WASHINGTON STATE DEPARTMENT OF TRANSPORTATION

NOTES:
MAP BASED ON FIGURE BY FARALLON CONSULTING LLC

PARCEL BOUNDARIES BASED ON KITSAP COUNTY GEOGRAPHIC INFORMATION SYSTEM PARCEL SEARCH

SoundEarth Strategies
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DATE: 03/30/11
DRAWN BY: BLR
CHECKED BY: JAC
CAD FILE: 0644-2011_HIST_BENZ

PROJECT NAME: FORMER PORT ORCHARD BULK PLANT AND CARDLOCK
PROJECT NUMBER: 0644-001-01
STREET ADDRESS: 134 BAY STREET WEST
CITY, STATE: PORT ORCHARD, WASHINGTON

REGION:

0 10 20 40
APPROXIMATE SCALE IN FEET

FIGURE 4
HISTORICAL BENZENE
ISOCONCENTRATION MAP

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5/11/2011

Well ID	Sample Date	Analytical Results					
		DRPH	GRPH	B	T	E	X
MW-4	01/13/05	<250	<50	0.635	0.726	0.641	1.89
	03/25/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	06/23/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	09/28/05	<250	<100	<1.0	<1.0	<1.0	<3.0

Well ID	Sample Date	Analytical Results					
		DRPH	GRPH	B	T	E	X
MW-14	01/13/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	03/25/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	06/23/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	09/28/05	<250	<100	<1.0	<1.0	<1.0	<3.0

Well ID	Sample Date	Analytical Results					
		DRPH	GRPH	B	T	E	X
MW-3	01/13/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	03/25/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	06/23/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	09/28/05	<250	<100	<1.0	<1.0	<1.0	<3.0

Well ID	Sample Date	Analytical Results					
		DRPH	GRPH	B	T	E	X
MW-15	01/13/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	03/25/05	<250	<50	<0.5	1.18	<0.5	1.77
	06/23/05	<250	<50	<0.5	<0.5	<0.5	<1
	09/28/05	<250	<100	<1.0	<1.0	<1.0	<3.0

Well ID	Sample Date	Analytical Results					
		DRPH	GRPH	B	T	E	X
MW-16	03/09/09	–	<50	2.13	<0.500	<0.500	<1.00
	06/08/09	–	<50	0.846	<0.500	<0.500	<1.00
	09/17/09	–	<50	<1.0	<1.0	<1.0	<3.0
	12/14/09	–	<50	<1.0	<1.0	<1.0	<3.0

Well ID	Sample Date	Analytical Results					
		DRPH	GRPH	B	T	E	X
MW-13	01/13/05	296	<50	0.868	<0.5	<0.5	<1.0
	03/25/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	06/23/05	<250	<50	<0.5	<0.5	<0.5	<1.0
	09/28/05	<250	<100	<1.0	<1.0	<1.0	<3.0

N

DOCK - 100' +/-

FUEL BARGE TRANSFER LINES

STATE ROUTE NO. 166

EXCAVATION #1

EXCAVATION #2

MW-4 (92.09')

MW-14 (100.54')

MW-3* (88.68')

MW-15 (90.76')

MW-16 (91.74')

MW-13 (98.03')

WILKINS DRIVE

CASECO LANE

TAX PARCEL 4623-000-008-0001

TAX PARCEL 4623-000-005-0004

TAX PARCEL 262401-3-029-2008

LEGEND

- EXISTING STORM DRAIN LINE AND DIRECTION OF FLOW
- EXISTING SEWER LINE
- EXISTING WATER LINE
- EXISTING OVERHEAD POWER LINE
- AREA OF EXCAVATION
- PROPERTY BOUNDARY
- PARCEL BOUNDARY
- MW-16 MONITORING WELL
- MW-7 DECOMMISSIONED MONITORING WELL
- CITY OF PORT ORCHARD WILKINS DRIVE EASEMENT
- WASHINGTON STATE DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY FOR STATE ROUTE 166
- DIRECTION OF GROUNDWATER FLOW (SEPTEMBER 28, 2005)

NOTES:
MAP BASED ON FIGURE BY FARALLON CONSULTING LLC

PARCEL BOUNDARIES BASED ON KITSAP COUNTY GEOGRAPHIC INFORMATION SYSTEM PARCEL SEARCH

SoundEarth Strategies
WWW.SOUNDEARTHINC.COM

DATE: 03/30/11
DRAWN BY: BLR
CHECKED BY: JC
CAD FILE: 0644_2011_CM

PROJECT NAME: FORMER PORT ORCHARD BULK PLANT AND CARDLOCK
SES PROJECT NUMBER: 0644-001-01
STREET ADDRESS: 134 BAY STREET WEST
CITY: PORT ORCHARD, WASHINGTON

REGION:

0 5 10 20 40
APPROXIMATE SCALE IN FEET

FIGURE 5
GROUNDWATER ANALYTICAL RESULTS

P:\0644 NORDIC PROPERTIES\0644-001-01 PORT ORCHARD SITE CLOSURE\FIGURES\2011\0644_2011_CM_F.DWG

SOUNDEARTHINC.COM

ATTACHMENT A
CITY OF PORT ORCHARD, PUBLIC WORKS DEPARTMENT LETTER



CITY OF PORT ORCHARD
Public Works Department
216 Prospect Street, Port Orchard, WA 98366
Voice: (360) 876-4991 • Fax: (360) 876-4980
www.Cityofportorchard.us

January 7, 2011

Mr. Nnamdi Madakor
Toxics Cleanup Program
Washington State Department of Ecology
PO Box 47600
Olympia, WA 98504-7600

RE: Port Orchard Bulk Plant & Cadlock Facility
Site No. 26185147/VCP No. NW1306
134 Bay Street West, Port Orchard, Washington

Dear Mr. Madakor,

Pursuant to the Farallon Consulting, LLC letter sent to you on October 30, 2006 responding to the Washington State Department of Ecology ("DOE") letter regarding opinion under WAC 173-340-515(5) on remedial action(s) for the above referenced site (dated February 28, 2006), please find the following:

On Page 4, Section B of the Farallon Consulting, LLC letter, the response to DOE Comment 3 and the concerns over the removal and replacement of soils located in or around the existing utilities found within Area of Concern #2, especially the high-pressure water main, does not change. The City of Port Orchard still maintains their concern over probable water line failure if excavation were to occur, which would create a disastrous event for the City's water system and its customers.

Thank you for your patience and understanding in this matter. If you should have any questions or need additional information, please feel free to contact my office at (360) 876-4991.

Sincerely,

Mark R. Dorsey, P.E.
Public Works Director/City Engineer

MRD:mrd

Cc: Roger Jensen - Nordic Properties, Inc.
Farallon Consulting, LLC
Greg Jacoby - City Attorney
Jay Cookson - PW Supervisor
File

ATTACHMENT B
DRAFT RESTRICTIVE ENVIRONMENTAL COVENANT

Draft Model Restrictive (Environmental) Covenant

After Recording Return to:

_____

Department of Ecology
[fill in regional address]

Environmental Covenant

Grantor: **Mr. Roger Jensen**
Grantee: State of Washington, Department of Ecology
Legal: **See Attached**
Tax Parcel Nos.: 4623-000-008-0001, 4623-000-005-0004, 4623-000-004-0500, and 262401-3-029-2008
Cross Reference: **[if amendment, recording number of original covenant]**

Grantor, _____**[land owner]**_____, 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 day of _____, 200__ 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 [NAME OF PROPERTY OWNER], 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]:

[INSERT THE DATE AND TITLE FOR CLEANUP ACTION PLAN and other documents as applicable].

These documents are on file at Ecology's [Insert Office Location] Office.

+++++++Select the appropriate scenario for the property+++++++

SCENARIO 1:

This Covenant is required because the Remedial Action resulted in residual concentrations of [SPECIFICALLY LIST SUBSTANCE(S)] which exceed the Model Toxics Control Act Method [LIST APPLICABLE METHOD] Cleanup Level(s) for [SOIL, GROUNDWATER, ETC.] established under WAC 173-340-____.

++++and/or++++

SCENARIO 2:

This Restrictive Covenant is required because a conditional point of compliance has been established for [SOIL, GROUNDWATER, ETC.].SCENARIO 3:

If the Remedial Action does not fit within Scenarios 1 and/or 2 and you believe that the property still needs a Restrictive Covenant, contact the AG's office.

++

The undersigned, [NAME OF PROPERTY OWNER], is the fee owner of real property (hereafter "Property") in the County of [NAME OF COUNTY], State of Washington, that is subject to this Covenant. The Property is legally described [AS FOLLOWS: (insert legal description language)] -or- [IN ATTACHMENT A OF THIS COVENANT AND MADE A PART HEREOF BY REFERENCE (attach document containing legal description)].

[NAME OF PROPERTY OWNER] 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. (This Section must describe with particularity the restrictions to be placed on the property.)

1. If the property was remediated to industrial soil cleanup standards, then use the following sentence: "The Property shall be used only for traditional industrial uses, as described in RCW 70.105D.020(23) and defined in and allowed under the [CITY -or-COUNTY] of [_____'s] zoning regulations codified in the [OFFICIAL NAME OF ZONING REGULATION] as of the date of this Restrictive Covenant."

2. If the groundwater contains hazardous substances above cleanup levels, then use the following sentence: "No groundwater may be taken for [LIST THE PROHIBITED USES, E.G., DOMESTIC, AGRICULTURAL, OR ANY USE] from the Property."

3. If the soil contains hazardous substances above cleanup levels, then describe prohibited activities as follows:

a. For contaminated soil under a structure use the following sentence: "A portion of the Property contains [SPECIFICALLY LIST SUBSTANCE(S)] contaminated soil located [SPECIFICALLY DESCRIBE WHERE THE SOIL IS LOCATED, I.E., UNDER THE SOUTHEAST PORTION OF BUILDING 10]. The Owner shall not alter, modify, or remove the existing structure[s] in any manner that may result in the release or exposure to the environment of that contaminated soil or create a new exposure pathway without prior written approval from Ecology."

b. Example language for contaminated soil under a cap: "Any activity on the Property that may result in the release or exposure to the environment of the contaminated soil that was contained as part of the Remedial Action, or create a new exposure pathway, is prohibited. Some examples of activities that are prohibited in the capped areas include: drilling, digging, placement of any objects or use of any equipment which deforms or stresses the surface beyond its load bearing capability, piercing the surface with a rod, spike or similar item, bulldozing or earthwork."

Section 2. 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 3. Any activity on the Property that 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 4. 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 5. 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 6. 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 7. 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 8. 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.

[NAME OF GRANTOR]

_____

[Name of Signatory]
[Title]

Dated: _____

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

_____

[Name of Person Acknowledging Receipt]
[Title]

Dated: _____

[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 _____
COUNTY OF _____

On this _____ day of _____, 20__, I certify that _____ personally appeared before me, acknowledged that **he/she** is the _____ 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.

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

[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

Exhibit A

Tax Parcel 4623-000-008-0001:

ALL OF LOTS 8 AND 9 AND THE NORTH 30 FEET EXCEPT THE WEST 100 FEET OF LOT 11, OF PORT ORCHARD BAY WATERFRONT TRACTS AS PER PLAT RECORDED IN VOLUME 4 OF PLATS, PAGE 75, RECORDS OF KITSAP COUNTY, WASHINGTON. >> TOGETHER WITH THAT PORTION OF VACATED SW WILKINS DR AS RECORDED UNDER AUDITOR'S FILE NO. 200707260008.

Tax Parcel 4623-000-005-0004:

THE WEST 50 FEET OF LOT 5, TOGETHER WITH ALL TIDELANDS FRONTING AND ABUTTING THEREON; AND ALSO THE EAST 30 FEET OF LOT 6 ALL IN PORT ORCHARD BAY WATERFRONT TRACTS, ACCORDING TO THE RECORDED PLAT THEREOF; AND ALSO: TRACT 6, PORT ORCHARD BAY WATERFRONT TRACTS, EXCEPT THE EAST 30 FEET THEREOF; LYING BETWEEN STATE HIGHWAY AND COUNTY ROAD. AND EXCEPT PORTION OF TRACT 6 LYING NORTH OF STATE HIGHWAY; AND EXCEPT PORTION THEREOF TAKEN FOR STATE HIGHWAY; EXCEPT ROADS; AS PER VOLUME 4, OF PLATS ON PAGE 75, RECORDS OF KITSAP COUNTY. ALSO TRACT 7, AND THE WEST 100 FEET OF THE NORTH 30 FEET OF TRACT 11, PORT ORCHARD BAY WATER FRONT TRACTS, AS PER PLAT RECORDED IN VOLUME 4 OF PLATS ON PAGE 75, RECORDS OF KITSAP COUNTY. EXCEPT THE FOLLOWING DESCRIBED PROPERTY: THAT PORTION OF LOT 6, PORT ORCHARD BAY WATERFRONT TRACTS, ACCORDING TO PLAT RECORDED IN VOLUME 4 OF PLATS, PAGE 75, RECORDS OF KITSAP COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS: BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 6; THENCE NORTH 0*24'06 EAST ALONG THE WEST LINE THEREOF 8.83 FEET; THENCE SOUTH 89*35'54 EAST 11.03 FEET TO THE CENTERPOINT OF AN EXISTING 3-INCH DIAMETER WELL; THENCE NORTH 89*35'54 WEST 2.50 FEET TO THE TRUE POINT OF BEGINNING; THENCE SOUTH 0*24'06 WEST 2.50 FEET; THENCE SOUTH 89*35'54 EAST 5.00 FEET; THENCE NORTH 0*24'06 EAST 5.00 FEET; THENCE NORTH 89*35'54 WEST 5.00 FEET; THENCE SOUTH 0*24'06 WEST 2.50 FEET TO THE TRUE POINT OF BEGINNING; SUBJECT TO EASEMENTS, COVENANTS AND CONDITIONS OF RECORD; TOGETHER WITH AN ACCESS AND UTILITY EASEMENT OVER, UNDER AND ACROSS THE FOLLOWING DESCRIBED TRACT: BEGINNING AT THE SOUTHWEST CORNER OF THE HERETOFORE DESCRIBED TRACT; THENCE SOUTH 89*35'54 EAST 5.00 FEET; THENCE SOUTH 0*24'06 WEST TO THE NORTH MARGIN OF WILKINS DRIVE; THENCE WESTERLY ALONG SAID MARGIN TO A POINT SOUTH 0*24'06 WEST OF THE POINT OF BEGINNING; THENCE NORTH 0*24'06 EAST TO THE POINT OF BEGINNING. EXCEPT THAT PORTION OF LOT 6, DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWEST CORNER OF PLAT OF PORT ORCHARD BAY WATERFRONT TRACTS AS RECORDED IN VOLUME 4 OF PLATS, PAGE 75, RECORDS OF THE AUDITOR OF KITSAP COUNTY, WASHINGTON; THENCE SOUTH 0*24'32 WEST ALONG THE WEST LINE THEREOF 182.96 FEET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 0*24'32 EAST ALONG SAID WEST LINE 54.68 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY MARGIN OF STATE HIGHWAY NO. 14; THENCE SOUTH 69*12'28 EAST ALONG SAID SOUTHERLY RIGHT OF WAY MARGIN 21.00 FEET; THENCE SOUTH 22*58'28 WEST 51.30 FEET TO THE TRUE POINT OF BEGINNING. TOGETHER WITH THAT PORTION OF GOVERNMENT LOT 1, SECTION 26, TOWNSHIP 24 NORTH, RANGE 1 EAST, W.M., IN KITSAP COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHWEST CORNER OF THE PLAT OF PORT ORCHARD BAY WATERFRONT TRACTS AS RECORDED IN VOLUME 4 OF PLATS, PAGE 75, RECORDS OF THE AUDITOR OF KITSAP COUNTY, WASHINGTON; THENCE SOUTH 0*24'32 WEST ALONG THE WEST LINE THEREOF 237.64 FEET, MORE OR LESS, TO THE NORTH MARGIN OF COUNTY ROAD (ALSO KNOWN AS WILKINS DRIVE SW) AND BEING THE TRUE POINT OF BEGINNING; THENCE NORTH 69* 12'28 WEST ALONG SAID NORTH MARGIN 21.00 FEET; THENCE NORTH 22*58'28 EAST 51.30 FEET TO A POINT ON THE WEST LINE OF THE AFOREMENTIONED PLAT OF PORT ORCHARD BAY TRACTS; THENCE SOUTH 0*24'32 WEST ALONG SAID WEST LINE 54.68 FEET TO THE TRUE POINT OF BEGINNING. >> TOGETHER WITH THAT PORTION OF VACATED SW WILKINS DR AS RECORDED UNDER AUDITOR'S FILE NO. 200707260008.

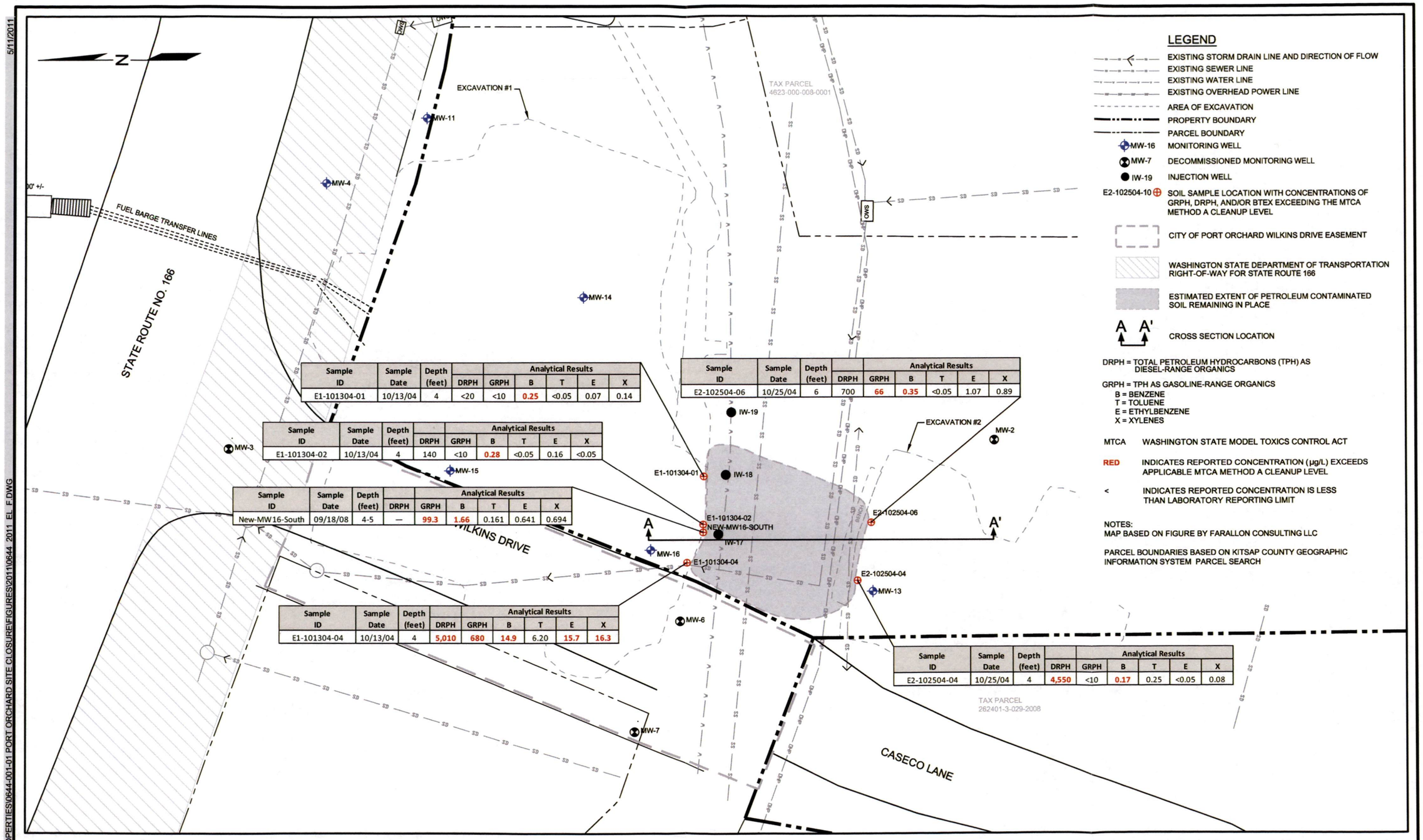
Tax Parcel 4623-000-004-0500:

PARCEL 1: THE EAST 50 FEET OF TRACT 5 AND THE WEST 25 FEET OF TRACT 4, PORT ORCHARD BAY WATERFRONT TRACTS, ACCORDING TO PLAT RECORDED IN VOLUME 4 OF PLATS, PAGE 75, IN KITSAP COUNTY, WASHINGTON; EXCEPT THAT PORTION CONVEYED UNDER AUDITOR'S FILE NOS. 206950, 206954 AND 206955 FOR STATE HIGHWAY NO. 14; TOGETHER WITH TIDELANDS AND UPLANDS ABUTTING AND ADJOINING. PARCEL 2: THE EAST 75 FEET OF TRACT 4, PORT ORCHARD BAY WATERFRONT TRACTS, ACCORDING TO PLAT RECORDED IN VOLUME 4 OF PLATS, PAGE 75, IN KITSAP COUNTY, WASHINGTON; EXCEPT THAT PORTION CONVEYED UNDER AUDITOR'S FILE NO. 206950, 206954 AND 206955 FOR STATE HIGHWAY NO. 14. >> TOGETHER WITH THAT PORTION OF VACATED SW WILKINS DR AS RECORDED UNDER AUDITOR'S FILE NO. 200707260008.

Tax Parcel 262401-3-029-2008:

LOT C OF SHORT PLAT 3671R-1 RECORDED UNDER AUDITOR'S FILE NO. 8510170104 AMENDED UNDER AUDITOR'S FILE NO 9203230016; THAT PORTION OF GOVERNMENT LOT 1, SECTION 26, TOWNSHIP 24 NORTH, RANGE 1 EAST,W.M., IN KITSAP COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 26; THENCE SOUTH 89*56'46 EAST ALONG THE SOUTH LINE OF SAID SECTION 26, A DISTANCE OF 700 FEET; THENCE NORTH 0*24'06 EAST ALONG THE WEST LINE OF THE PLAT OF PORT ORCHARD BAY WATERFRONT TRACTS, AS RECORDED IN VOLUME 4 OF PLATS, PAGE 75, RECORDS OF KITSAP COUNTY, WASHINGTON, THE WEST LINE OF SAID PLAT ALSO BEING PARALLEL WITH THE WEST LINE OF SAID SECTION 26, A DISTANCE OF 485.76 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUE NORTH 0*24'06 EAST 363.19 FEET TO THE SOUTH MARGIN OF SOUTHWEST WILKINS DRIVE; THENCE NORTH 70*01'54 WEST ALONG SAID SOUTH MARGIN 50.00 FEET; THENCE LEAVING SAID MARGIN RUN SOUTHWESTERLY ALONG THE CENTERLINE OF AN EXISTING ROADWAY ON THE FOLLOWING COURSES; SOUTH 10*15'06 WEST 116.96 FEET; THENCE SOUTH 29*17'36 WEST 240.78 FEET; THENCE SOUTH 33*43'06 WEST 30.11 FEET; THENCE LEAVING SAID ROAD CENTERLINE RUN SOUTH 0*24'06 WEST 29.31 FEET; THENCE SOUTH 89*45'54 EAST 200 FEET TO THE TRUE POINT OF BEGINNING; EXCEPT SOUTH 165 FEET, AS MEASURED ALONG THE EAST LINE THEREOF. SUBJECT TO AND TOGETHER WITH A NON-EXCLUSIVE EASEMENT FOR INGRESS, EGRESS AND UTILITIES OVER THE ABOVE DESCRIBED ROADWAY WHICH IS THE WEST LINE OF THE ABOVE DESCRIBED TRACT; SAID EASEMENT DISCLOSED BY INSTRUMENT RECORDED UNDER AUDITOR'S FILE NO. 1122076 AND NUMEROUS OTHER INSTRUMENTS OF RECORD.

Exhibit B
Figure



Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E1-101304-01	10/13/04	4	<20	<10	0.25	<0.05	0.07	0.14

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E1-101304-02	10/13/04	4	140	<10	0.28	<0.05	0.16	<0.05

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
New-MW16-South	09/18/08	4-5	—	99.3	1.66	0.161	0.641	0.694

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E1-101304-04	10/13/04	4	5,010	680	14.9	6.20	15.7	16.3

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E2-102504-06	10/25/04	6	700	66	0.35	<0.05	1.07	0.89

Sample ID	Sample Date	Depth (feet)	Analytical Results					
			DRPH	GRPH	B	T	E	X
E2-102504-04	10/25/04	4	4,550	<10	0.17	0.25	<0.05	0.08

SoundEarth Strategies
WWW.SOUNDEARTHINC.COM

DATE: 03/30/11
DRAWN BY: BLR
CHECKED BY: JAC
CAD FILE: 0644-2011_EL

PROJECT NAME: FORMER PORT ORCHARD BULK PLANT AND CARDLOCK
PROJECT NUMBER: 0644-001-01
STREET ADDRESS: 134 BAY STREET WEST
CITY, STATE: PORT ORCHARD, WASHINGTON

REGION:

0 10 20 40
APPROXIMATE SCALE IN FEET

FIGURE 2
PROPERTY PLAN SHOWING ESTIMATED EXTENT OF PETROLEUM-CONTAMINATED SOIL

P:\0644 NORDIC PROPERTIES\0644-001-01 PORT ORCHARD SITE CLOSURE\FIGURES\2011\0644_2011_EL_F.DWG 5/11/2011