

5-
3-

980406028

RESCISSION AND REPLACEMENT OF RESTRICTIVE COVENANT

WEYERHAEUSER COMPANY

98 APR 3 PM 2 15
GRAY'S HARBOR CO. AUDITOR
TERRY VEATZ

RECISSION

A. By an instrument titled: "RESTRICTIVE COVENANT (UNDER MODEL TOXICS CONTROL ACT) dated November 15, 1996, recorded under Grays Harbor County Auditor's No. 961121037, Vol 96, Pages 43884 and 43885, Records of Grays Harbor County, Washington, Weyerhaeuser Company, a Washington corporation, placed in the public land records a restrictive covenant as to certain lands therein described.

B. Said RESTRICTIVE COVENANT did not meet the required notice requirements established by the State of Washington, Department of Ecology for informing the public.

NOW THEREFORE, WEYERHAEUSER COMPANY, a Washington corporation, hereby rescinds the previously published RESTRICTIVE COVENANT and by this instrument publishes and places in the public records of Grays Harbor County the following RESTRICTIVE COVENANT, intending to be bound by these and not those recorded per paragraph A above:

RESTRICTIVE COVENANT

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

An independent remedial action (hereafter "Remedial Action") occurred at the property that is the subject of this RESTRICTIVE COVENANT. The Remedial Action conducted at the property is described in the following document(s): Independent Remedial Action Report, Weyerhaeuser Aberdeen Sawmill, dated January 17, 1997, prepared by EMCON, and Ecology's

"No Further Action" letter dated _____, the IRAP ammendment letter dated April 13, 1998. These documents are on file at Ecology's Southwest Regional Office.

This RESTRICTIVE COVENANT is required because the Remedial Action resulted in residual concentrations of pentachlorophenol which exceed the Model Toxics Control Act Method C Industrial Cleanup Level for soil and groundwater established under WAC 173-340-745 and WAC 173-340-720, respectively, and Ecology has required this RESTRICTIVE COVENANT pursuant to WAC 173-340-440(1)(c).

The undersigned, WEYERHAEUSER COMPANY, is the fee owner of real property (hereinafter "Property") in the County of Grays Harbor, State of Washington, that is subject to this RESTRICTIVE COVENANT. The Property is legally described in Attachment A of this RESTRICTIVE COVENANT and made a part hereof by reference.

WEYERHAEUSER COMPANY 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. 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 of Aberdeen's zoning regulations codified in the Aberdeen City Code, Chapter 17.48, as of the date of this RESTRICTIVE COVENANT.

Section 2. No groundwater may be taken for any purpose from the property.

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 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 5. Soils excavated on the Property shall be handled in accordance with all applicable federal, state and local regulations.

Section 6. The Owner of the property must give thirty (30) days 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 7. The Owner must restrict leases to uses and activities consistent with the RESTRICTIVE COVENANT and notify all lessees of the restrictions on the use of the Property.

Section 8. The Owner must notify and obtain approval from Ecology prior to any use of the Property that is inconsistent with the terms of this RESTRICTIVE COVENANT. Ecology may approve any inconsistent use only after public notice and comment.

Section 9. 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, and to inspect records that are related to the Remedial Action.

Section 10. The Owner of the Property reserves the right under WAC 173-3440-440 to record an instrument that provides that this RESTRICTIVE 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.

IN WITNESS WHEREOF, said Corporation has caused this instrument to be executed by its proper officers this 30th day of March, 1998

WEYERHAEUSER COMPANY

BY: DK Sharp
Vice President

STATE OF WASHINGTON)

) ss.

COUNTY OF KING)

On this 30th day of March, 1998 before me personally appeared David K Sharp and N/A to me known as a Vice President, of WEYERHAEUSER COMPANY, the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year herein first above written.

Cynthia D. Dault
NOTARY PUBLIC

My appointment expires: 4-29-99

ASRI Assessor Real Property AS35 MAPPING 04/03/98
Parcel: 029901100100 ** DISPLAY **

Name & Address
WEYERHAEUSER CO Tax Code Land Use Exempt Sen Cit
WEYERHAEUSER CO - WESTERN LUMBER AB005 24
NORTHERN WASHINGTON REGION
TACOMA WA 98477 Book:AB109 FP Code: Appraisal Yr:97

Situs:00000 Vol: 94198 Instr: Appr#03
Legal:AB TIDELANDS LOTS 1 & 2 TGW 1/2 VAC ST ADJ & LOTS 3 & 4

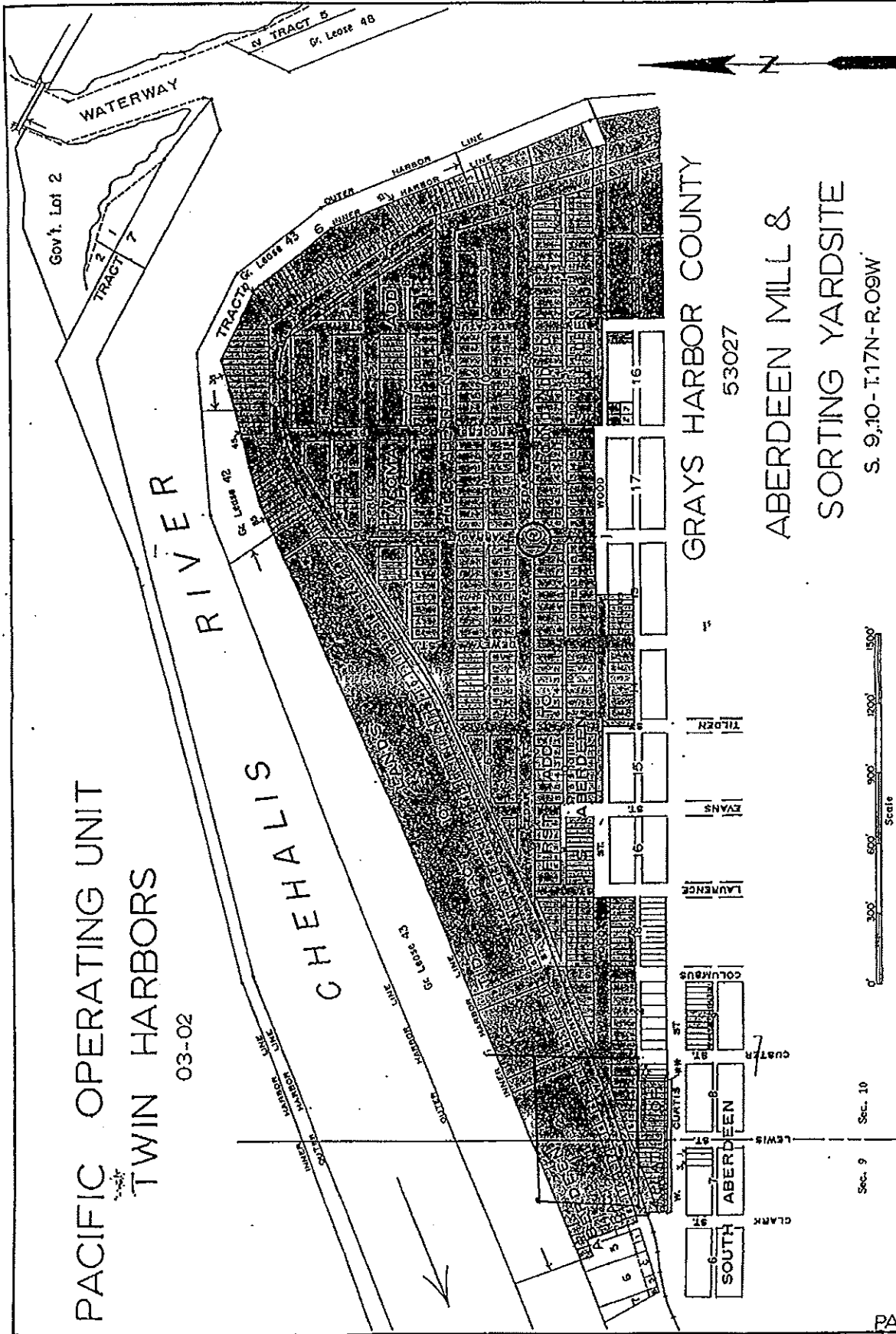
TR 11 <_>
Zone 1: ___ Acres Land AV
Zone 2: ___ Improved: 9.27 504,750
Flood Zone: ___ Unimproved:
Shoreline: _____ Timber:
Open Space Timber:
Percent Owned: . Open Space Other:
Acre Flag: *** TOTAL ACRES: 9.27
Total Land: 504,750 *

Fire Patrol Acres:
Sen Cit Seg AV: Total Improvements: 19,528,367 *
New Const AV:
Market AV: 20,033,117 Total Assessed Value: 20,033,117 **
ACTION: _____ (XREF, LOGOF, MENU) (** Value Subject to Change **) <_>

PACIFIC OPERATING UNIT
TWIN HARBORS

03-02

CHEHALIS RIVER



GRAYS HARBOR COUNTY

53027

ABERDEEN MILL &
SORTING YARDSITE

S. 9,10-T.17N-R.09W

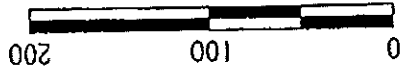


Sec. 9 Sec. 10

Track Sec. 10

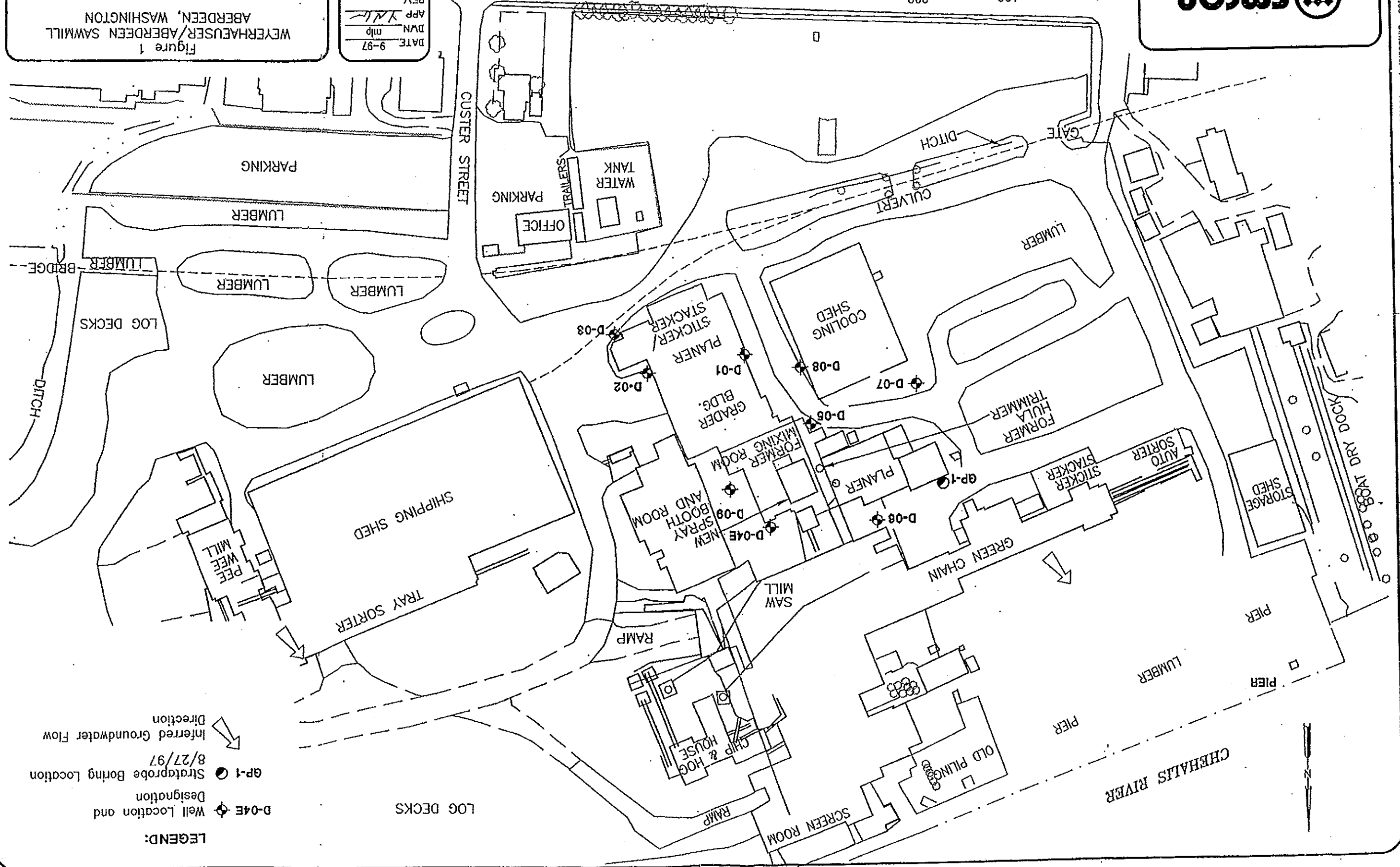


SCALE (1:1)



DATE 9-97
 DWN mlp
 APP *MLP*
 REV
 PROJECT NO. 40141-077.001

Figure 1
 WYERHAEUSER/ABERDEEN SAWMILL
 ABERDEEN, WASHINGTON
 SITE MAP



LEGEND:
 D-04E Well Location and Designation
 GP-1 Strataprobe Boring Location 8/27/97
 Inferred Groundwater Flow Direction

ENV-B07822/DATA G:\DWG\40141077\80001R01.dwg Xrefs: <NONE>
 Scale: 1 = 100.00 DimScale: 1 = 100.00 Date: 9/16/97 Time: 1:44 PM Operator: MLP