SECOND PERIODIC REVIEW REPORT
FINAL

Tacoma Boatbuilding Company/Ace Tank.
Facility Site ID#: 1224
Cleanup Site ID#: 3672

1840 Marine View Drive
Tacoma, Washington 98421

Southwest Regional Office

TOXICS CLEANUP PROGRAM

August 2016

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1.0 INTRODUCTION

This document is second periodic review conducted by the Washington State Department of Ecology (Ecology) of post-cleanup site conditions and monitoring data to ensure that human health and the environment are being protected at the former Tacoma Boatbuilding Company site (Site). Cleanup at this Site was implemented under the Model Toxics Control Act (MTCA) regulations, Chapter 173-340 Washington Administrative Code (WAC). The first periodic review was conducted in August 2011. This periodic review will evaluate the period from August 2011 through August 2016.

Cleanup activities at this Site were completed under a Prospective Purchaser Consent Decree (No. 98-2-0716173) issued by Ecology in 1998. The cleanup actions resulted in concentrations of metals in soil exceeding MTCA Method A cleanup levels remaining at the Site. The MTCA Method A cleanup levels for soil are established under WAC 173-340-740(2). WAC 173-340-420 (2) requires that Ecology conduct a periodic review of a site every five years under the following conditions:

(a) Whenever the department conducts a cleanup action.
(b) Whenever the department approves a cleanup action under an order, agreed order or consent decree.
(c) Or, as resources permit, whenever the department issues a no further action (NFA) opinion and one of the following conditions exists:
    1. Institutional controls or financial assurance are required as part of the cleanup.
    2. Where the cleanup level is based on a practical quantitation limit.
    3. Where, in the department's judgment, modifications to the default equations or assumptions using site-specific information would significantly increase the concentration of hazardous substances remaining at the site after cleanup or the uncertainty in the ecological evaluation or the reliability of the cleanup action is such that additional review is necessary to assure long-term protection of human health and the environment.

When evaluating whether human health and the environment are being protected, the factors the department shall consider include [WAC 173-340-420(4)]:

(a) The effectiveness of ongoing or completed cleanup actions.
(b) New scientific information for individual hazardous substances of mixtures present at the Site.
(c) New applicable state and federal laws for hazardous substances present at the Site.
(d) Current and projected Site use.
(e) Availability and practicability of higher preference technologies.
(f) The availability of improved analytical techniques to evaluate compliance with cleanup levels.

The department shall publish a notice of all periodic reviews in the Site Register and provide an opportunity for public comment.

2.0 SUMMARY OF SITE CONDITIONS

2.1 Site History

The former Tacoma Boatbuilding Company property is located in the City of Tacoma in Pierce County, Washington (Vicinity Map - Appendix 6.1). Ecology issued Prospective Purchaser Consent Decree No. 98-2-0716173 for the Site in 1998. Following remedial activities in 1998 and 1999, a Restrictive Covenant was recorded for the property and the Site received a notification that remedial action construction had been completed per the requirements of the 1998 Prospective Purchaser Consent Decree.

The former Tacoma Boatbuilding Company property was undeveloped pasture prior to 1970. In 1970 the Tacoma Boatbuilding Company developed the Site and began operation. By the early 1970s, the Site buildings were constructed and appear as they do today. The timber pier located at the Site was also constructed at that time. The main concrete pier was constructed in the early 1980s.

The Tacoma Boatbuilding Company operated the Site as a steel and aluminum shipbuilding and repair operation from 1970 until 1992. Operations included hull and structural welding, metal cutting, machining, sandblasting, painting, carpentry, pipe-fitting, electronic equipment installation and repair, and electrical wiring. Ace Tank and Equipment obtained the property during bankruptcy court proceedings in 1998. In 2005, the property was purchased by Jesse Engineering, who currently occupies the Site. Jesse Engineering uses the Site for large scale metal fabrication.

2.2 Regulatory History

In 1983, portions of the Commencement Bay waters and surrounding uplands were listed on the National Priorities List of hazardous substance sites by the United States Environmental Protection Agency (USEPA). This listing included the Tacoma Boatbuilding Company property. In 1989, the USEPA issued a Record of Decision (ROD) that identified eight problem areas of contaminated sediments and sources of contamination within the Commencement Bay area. The Site is located in the Hylebos Waterway Problem Area. The selected remedy for the area included:

1. Site use restrictions
2. Source control
3. Natural recovery of marginally contaminated sediments
4. Active remediation of more significantly contaminated sediments
5. Long-term monitoring

In 1989, USEPA issued a notice of liability letter to Tacoma Boatbuilding Company, designating it a potentially responsible party for the cleanup of the Hylebos Waterway Problem Area. It was determined that sandblasting grit that was produced while cleaning boat hulls at the Site was a

contributing source to upland and sediment contamination along the Hylebos Waterway. In 1991, a consent order was signed which required Tacoma Boatbuilding Company to submit a draft sampling plan and a completed National Pollution Discharge Elimination System (NPDES) permit application. Data collected subsequent to the order indicated that contaminants including copper, lead and zinc were being transported from the Site to the Hylebos Waterway. Additional sampling by the Hylebos Waterway Cleanup committee in 1994 identified sediments that were contaminated with sandblast grit containing arsenic, copper, zinc, antimony and lead at concentrations exceeding USEPA's Sediment Quality Objectives (SQOs). Tacoma Boatbuilding Company filed for Chapter 11 bankruptcy in 1992.

In 1996, consultants for Ace Tank completed a remedial investigation/feasibility study (RI/FS) at the Site. This investigation confirmed copper and zinc contamination along the banks of Hylebos Waterway at concentrations in excess of SQOs. Further, arsenic was found to exceed SQOs along the banks; and arsenic, copper, and zinc were found to exceed SQOs in intertidal and subtidal areas. The sampling locations are included as Appendix 6.3.

During this investigation, groundwater at the Site was found to contain petroleum hydrocarbons in the gasoline and diesel ranges in a well positioned near a previously removed underground storage tank (UST). As a part of this UST removal, a total of approximately 25 cubic yards of petroleum contaminated soil was excavated to MTCA Method A cleanup levels and transported to Taneum Recovery Corporation in Ellensburg for bioremediation. Location of the UST, approximate extent of excavation, soil sample locations and results are included as Appendix 6.4. The unconfined groundwater table at the Site occurs at depths ranging from about 3 to 7 feet below ground surface (bgs). Local tidal-related seeps from in the bank area during low tide. Soil samples collected from the same location as the contaminated well were non-detect for petroleum. This fact plus the facts that the tank had been removed, the groundwater was not potable, and the site was paved led Ecology to conclude that the detected groundwater petroleum contamination did not pose a threat to human health or the environment.

Ace Tank and Equipment entered into a Proposed Purchaser Consent Decree (PPCD) with Ecology in 1998. The PPCD required the removal and disposal of sandblast grit, solid materials and debris from upland areas and the removal and disposal of sediment containing sandblast grit from intertidal areas of the property including the marine launch way area.

Ace Tank and Equipment also entered into an Agreement and Covenant not to Sue with USEPA, the National Oceanic and Atmospheric Administration, the United States Department of Interior, the Puyallup Indian Tribe and the Muckleshoot Indian Tribe. This Agreement settled the Sites contribution to contamination of the Hylebos Waterway with a payment of $65,000 and agreement to complete the remedial activities detailed in the PPCD with Ecology at a cost of $870,000.

Following remedial activities, Ace Tank and Equipment received a certification of cleanup from Ecology in 1999 stating that all cleanup activities required by the cleanup action plan and the decree, with the exception of the recording of a restrictive covenant for the Site, had been completed.

2.3 Cleanup Levels

Cleanup levels for the Site were established in the Cleanup Action Plan in 1998. The objective in the upland area was to remove sandblast grit from the unpaved area that could erode to the marine environment. Because the Site is located immediately adjacent to the marine environment, the chemical cleanup levels were set by the chemical SQOs in the Commencement Bay ROD in 1989. The Hylebos SQOs are legally applicable requirements per WAC 173-340-710. The SQOs are more stringent than MTCA Method A Industrial Soil Cleanup Standards. The cleanup level for the intertidal cleanup areas is also set by the chemical SQOs in the Commencement Bay ROD. These cleanup levels are available in the table below:

Table 2: Site Soil/Sediment Cleanup Levels

Contaminant	Concentration
	(mg/kg)
Arsenic	57
Antimony	150
Copper	390
Lead	450
Zinc	410

2.4 Remedial Activities

Three cleanup action objectives were identified in the Cleanup Action Plan:

1. Removal and disposal of sandblast grit from the paved upland area.
2. Excavation and disposal of sandblast grit from the unpaved bank area, and backfill the area with clean fill.
3. Excavation and disposal of sediment containing sandblast grit from intertidal open areas and the launching way (not under docks) and dress the slope with clean fill.

The approximate extent of remediation areas outlined above, quantity of contaminated soil excavation, and performance/confirmation soil sample results are included as Appendix 6.6. The cleanup actions are described below.

2.4.1 Upland Cleanup

Paved areas were physically cleaned. Wood, metal, hoses, equipment and machinery were sold at public auction in 1998. Once these materials were removed from the property, the pavement was swept and cleaned. Sandblast grit that had accumulated on paved areas of the Site was also collected by sweeping. Storm drains were cleaned using a vacuum truck.

Sandblast grit and soil containing sandblast grit from the bank area was excavated and recycled or disposed of. Excavation was considered complete when soil concentrations were below Site cleanup levels. Excavation was completed with an excavator at an average depth of 2 to 3 feet. Sand and gravel were used to backfill the area back to the original grade. Excavated material was disposed of at Holnam Cement for recycling, and at Olympic View Sanitary Landfill. A total of 600 tons of material was disposed of off-site.

Storm drains were cleaned in areas where sandblast grit was stored. Storm drain system in the southwestern 500 feet of the Site was cleaned with the equipment that washes the line upgradient to the Watch basin, where the water and sediment was removed with a vacuum truck. The catch basins, but not the drain lines, in the northeastern side of the Site were also cleaned with a vacuum truck. The Figure 4 in Appendix 6.5 shows the storm drain cleanup area.

2.4.2 Intertidal Open Areas

Sandblast grit, sediment containing sandblast grit, and other debris were excavated from the intertidal open area. The depth of excavation was determined by confirmation samples taken at the bottom of the excavation. Excavation was considered to be complete when sediment concentrations met Site cleanup levels. The depth to clean sediment ranged from 0.5 to 2 feet. Sand and gravel were used to backfill the area back to the original grade. The unpaved bank and intertidal sample composite areas are shown in Figure 8a in Appendix 6.3.

Excavated material was stored under cover until it was disposed of at Holnam Cement for recycling, and at Olympic View Sanitary Landfill. An estimated total of 1800 tons of sediments were disposed of off-site.

2.4.3 Launching Area

Sandblast grit, sediment containing sandblast grit, and other manmade debris were excavated from the launching area down to the mean low water elevation. The sediment containing sandblast grit was generally fine grained, much like the native clean sediment. The difference in density and color between the sandblast sediment and the native sediment was utilized in initially estimating the depth of excavation. The depth of excavation was determined by confirmation samples taken at the bottom of the excavation. Excavation was considered to be complete when sediment concentrations met Site cleanup levels. The depth to clean sediment ranged from 0.5 to 2 feet. Sample composite areas are shown on Figure 8b in Appendix 6.6. The imported sand and gravel material was used to backfill the area to achieve the desired slope configuration.

Excavated material was disposed of at Holnam Cement for recycling, and at Olympic View Sanitary Landfill. An estimated total of 2200 tons of sediments were disposed of off-site.

2.5 Restrictive Covenant

A restrictive covenant was recorded for the Site on November 19, 1999. The restrictive covenant contained the following limitations:

1. The dock and sediments under the dock shall not be altered, modified, or removed in any manner that may result in the release or exposure to the environment of any contaminated sediment remaining on the Property or create a new exposure pathway without prior written approval from Ecology.
2. The owner shall not develop or use the Property in any manner that creates an increased risk in the migration or exposure of the contaminated sediment located in the launching way without prior approval from Ecology.

3. Any activity on the Site that may interfere with or reduce the effectiveness of the Remedial Action is prohibited.

4. The Owner shall not develop the Property in any manner that would restrict or impair the further remedial actions at the Property to address the contamination remaining on the Site.

5. The owner of the Site must give 30-day advance written notice to Ecology of the owner's intent to convey any interest in the Site.

6. The Owner must restrict leases to uses and activities consistent with the restrictive covenant and notify al lessees of the restriction on the use of the Property.

7. The owner must notify and obtain approval from Ecology prior to any use of the Site that may be inconsistent with the terms of the Restrictive Covenant.

8. The owner or successor owner shall grant Ecology the right to enter the site at reasonable times.

9. The Owner shall allow access to the Property to authorized representatives of Ecology, the USEPA or other potentially liable parties for the Property for the purpose of performing necessary actions to remediate contaminated intertidal sediments.

10. The owner or successor owner reserves the right to remove this Covenant with Ecology's approval.

The Restrictive Covenant is available as Appendix 6.7.

3.0 PERIODIC REVIEW

3.1 Effectiveness of completed cleanup actions

Based upon the site visit conducted on April 26, 2016, the asphalt/concrete surface covers at the Site are intact and in good condition. The exterior portions of the Site are no longer used for shipbuilding, sandblasting, or other waste generating activities. Metal fabrication takes place inside several of the structures, but there is no evidence of waste materials being tracked out into the open where stormwater may carry them to the Hylebos. The surface materials at the Site continue to eliminate direct exposure pathways (ingestion, contact) to contaminated soils. They also appear to be effective in eliminating storm water percolation into contaminated soils below the cap. A photo log is available as Appendix 6.8.

The Restrictive Covenant for the Site was recorded and is in place. This Restrictive Covenant prohibits activities that will result in the release of contaminants contained as part of the cleanup without Ecology's approval, and prohibits any use of the property that is inconsistent with the Covenant. This Restrictive Covenant serves to ensure the long term integrity of the Site surface.

3.2 New scientific information for individual hazardous substances for mixtures present at the Site

Cleanup levels at the site were based on regulatory standards rather than calculated risk for chemicals and/or media. These standards continue to be protective of site-specific conditions.

3.3 New applicable state and federal laws for hazardous substances present at the Site

The cleanup at the site was governed by Chapter 173-340 WAC (1996 ed.). WAC 173-340-702(12) (c) [2001 ed.] provides that,

"A release cleaned up under the cleanup levels determined in (a) or (b) of this subsection shall not be subject to further cleanup action due solely to subsequent amendments to the provision in this chapter on cleanup levels, unless the department determines, on a case-by-case basis, that the previous cleanup action is no longer sufficiently protective of human health and the environment."

The current MTCA Method A Industrial soil cleanup standard for arsenic has been reduced from 200 mg/kg to 20 mg/kg since the PPCD was issued (the Site arsenic cleanup level is 57 mg/kg). Because contaminated soils at the Site have been capped, the modification to the MTCA cleanup standard does not represent an increase in risk to human health or the environment. Overall, the changes to the original standards have not resulted in the need for additional remedial actions at the site.

3.4 Current and projected site use

The Site is currently used for industrial purposes. The Site is no longer used as a ship or tank building facility, and has been purchased by Jesse Engineering. Future use of the Site will continue to involve metal fabrication. These uses are not likely to have a negative impact on the integrity of the Site cap or sediments adjacent to the Site.

3.5 Availability and practicability of higher preference technologies

The remedy implemented included containment of hazardous substances, and it continues to be protective of human health and the environment. While higher preference cleanup technologies may be available, they are still not practicable at this Site.

3.6 Availability of improved analytical techniques to evaluate compliance with cleanup levels

The analytical methods used at the time of the remedial action were capable of detection below the Site specific cleanup levels. The presence of improved analytical techniques would not affect decisions or recommendations made for the site.

4.0 CONCLUSIONS

- The cleanup actions completed at the Site appear to be protective of human health and the environment.

- Soils cleanup levels have not been met at the Site; however, under WAC 173-340-740(6)(f), the cleanup action is determined to comply with cleanup standards since the long-term integrity of the containment system is ensured, and the requirements for containment technologies in have been met.

- The Restrictive Covenant for the property is in place and will be effective in protecting public health and the environment from exposure to hazardous substances and protecting the integrity of the cleanup action.

Based on this periodic review, the Department of Ecology has determined that the requirements of the PPCD and the Restrictive Covenant have been satisfactorily met. The surface cover is currently in satisfactory condition, and Site activities do not pose a risk to contaminated sediments adjacent to the Site. It is the property owner's responsibility to continue to inspect the Site to ensure that the integrity of the cap is maintained.

4.1 Next Review

The next review for the site will be scheduled five years from the date of this periodic review. In the event that additional cleanup actions or institutional controls are required, the next periodic review will be scheduled five years from the completion of those activities.

5.0 REFERENCES

Tacoma Boatbuilding Co. 1993. Storm Drain Sediment and Grit Removal.

Department of Ecology. 1994. Inspection Report.

Omega Services. 1995. Site Characterization and Independent Cleanup action Report.

Ecology. 1997. Prospective Purchaser Consent Decree No. 98-2-0716173.

USEPA. 1997. Agreement and Covenant Not to Sue Ace Tank and Equipment.

Dalton, Olmstead and Fuglevand, Inc. 1997. Draft Work Plan.

Dalton, Olmstead and Fuglevand, Inc. 1999. Cleanup Action Report.

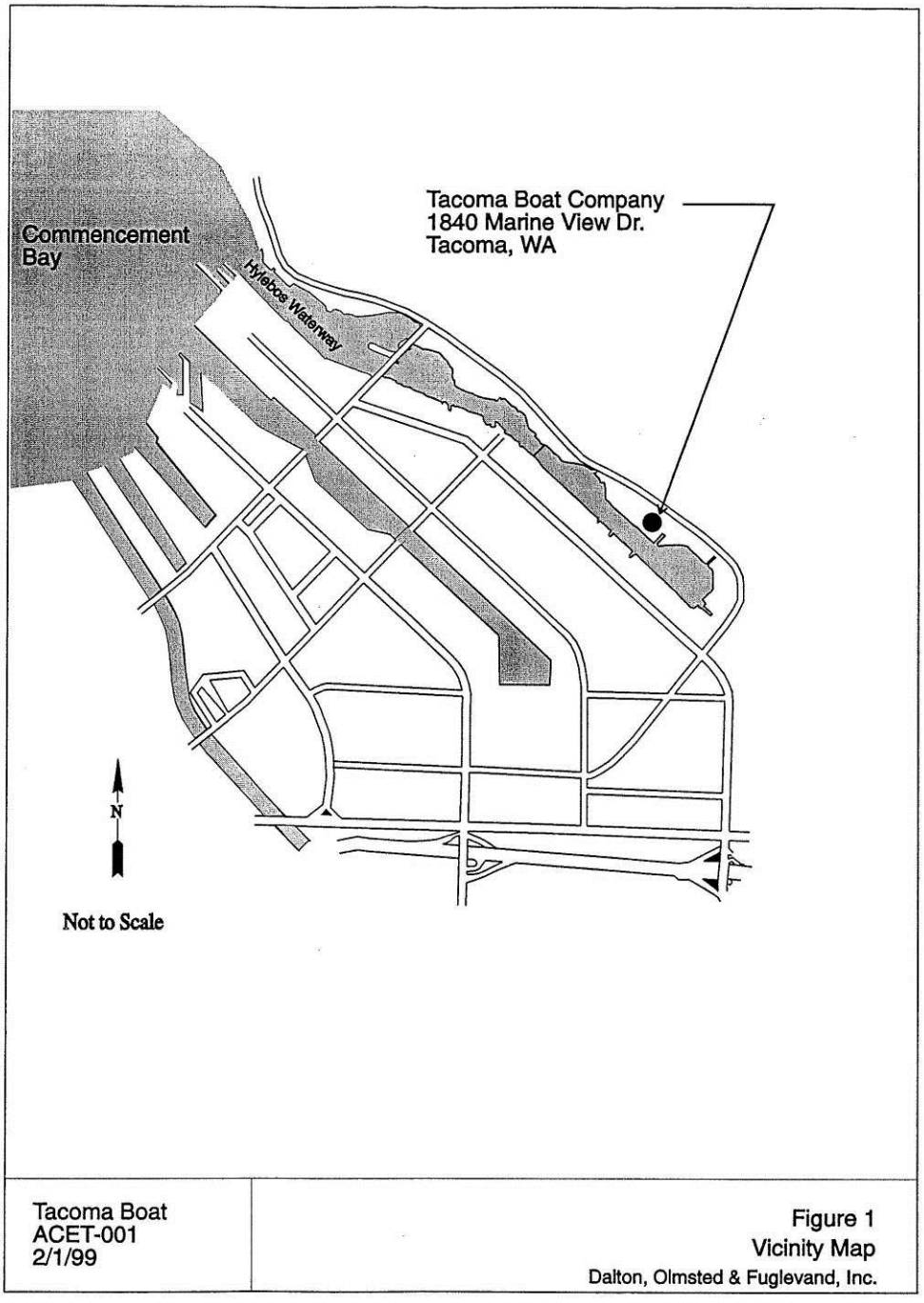
Department of Ecology. October 22, 1999. Certification of Cleanup / Consent Decree No. 98 2 07617 3 Satisfaction Letter.

Ecology. 2000. Restrictive Covenant.

Ecology. April 26, 2016. Site Visit.

6.0 APPENDICES

6.1 Vicinity Map



6.2 Site Plan

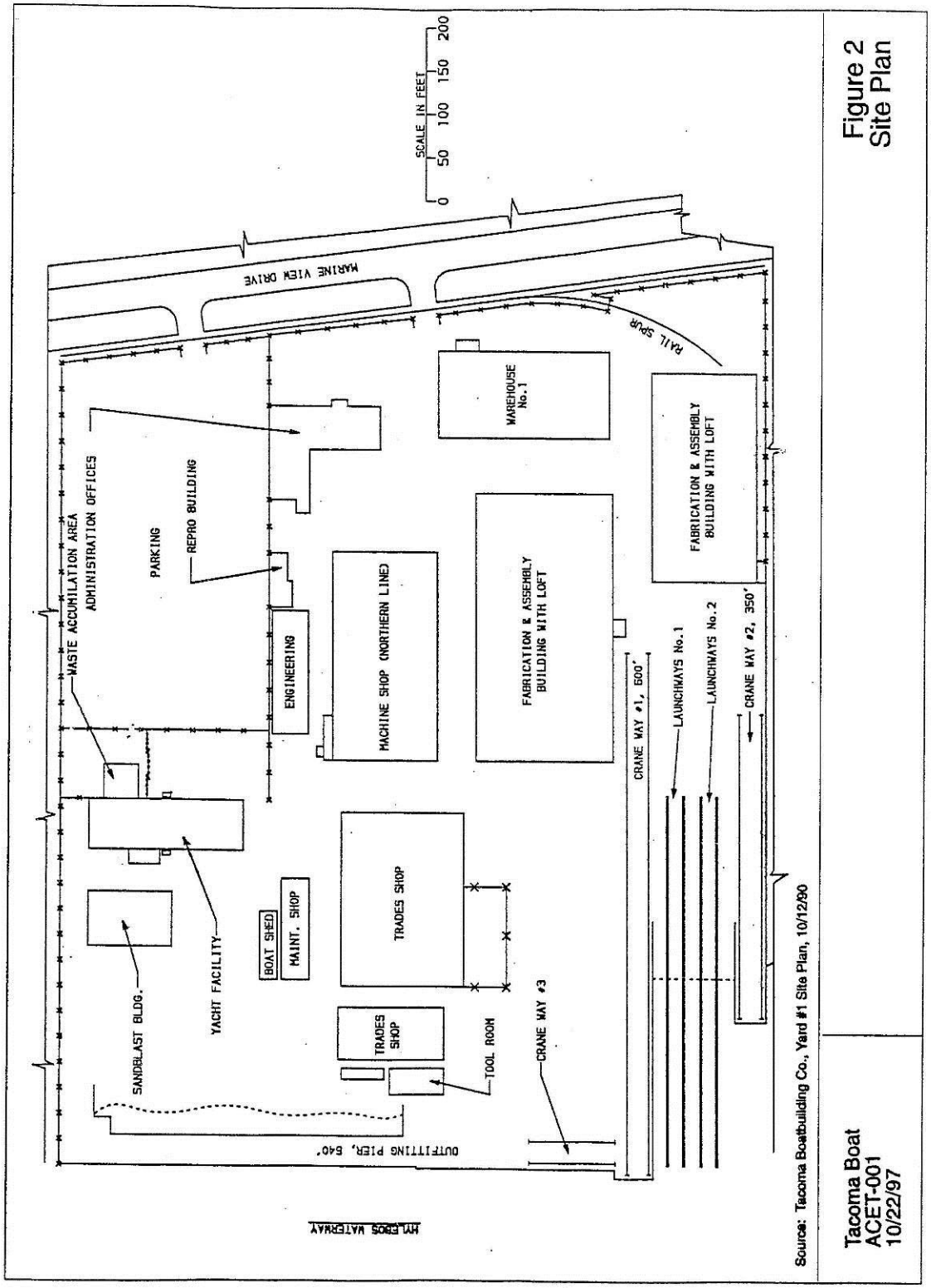
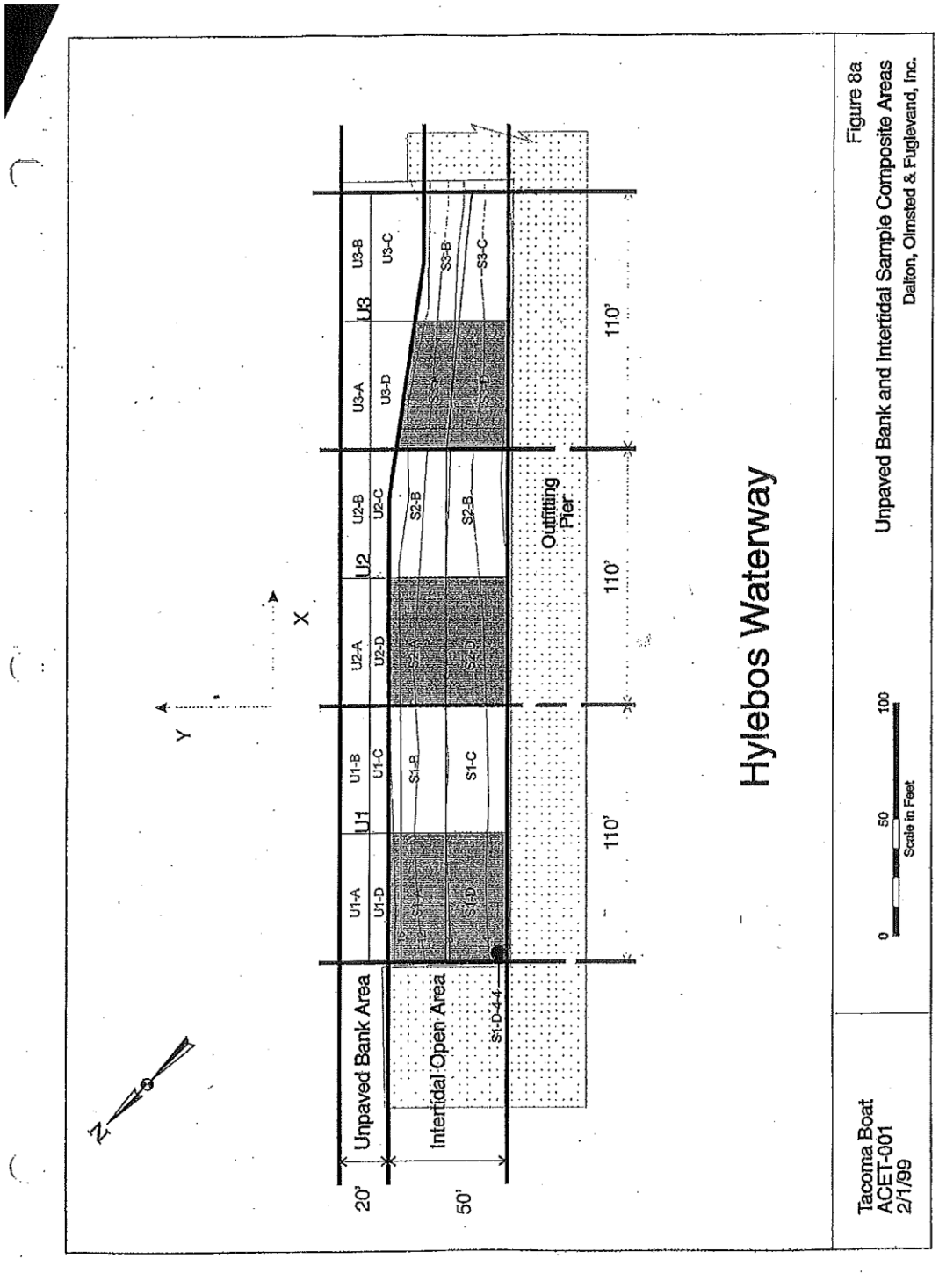


Figure 2
Site Plan
SCALE IN FEET
0 50 100 150 200
MARINE VIEW DRIVE
RAIL SPUR
WAREHOUSE No.1
FABRICATION & ASSEMBLY BUILDING WITH LOFT
WASTE ACCUMULATION AREA
ADMINISTRATION OFFICES
PARKING
REPRO BUILDING
ENGINEERING
MACHINE SHOP (NORTHERN LINE)
FABRICATION & ASSEMBLY BUILDING WITH LOFT
CRANE WAY #1, 600'
LAUNCHWAYS No.1
LAUNCHWAYS No.2
CRANE WAY #2, 350'
SANDBLAST BLDG.
YACHT FACILITY
BOAT SHED
MAINT. SHOP
TRADES SHOP
TRADES SHOP
TOOL ROOM
CRANE WAY #3
OUTFITTING PIER, 540'
HYLEBOS WATERWAY
Source: Tacoma Boatbuilding Co., Yard #1 Site Plan, 10/12/90
Tacoma Boat
ACET-001
10/22/97

6.3 Unpaved and Intertidal Sample Composite Areas



6.4 Underground Storage Tank Location, Approximate Extent of Remedial Excavation, Soil Sampling Locations and Results.

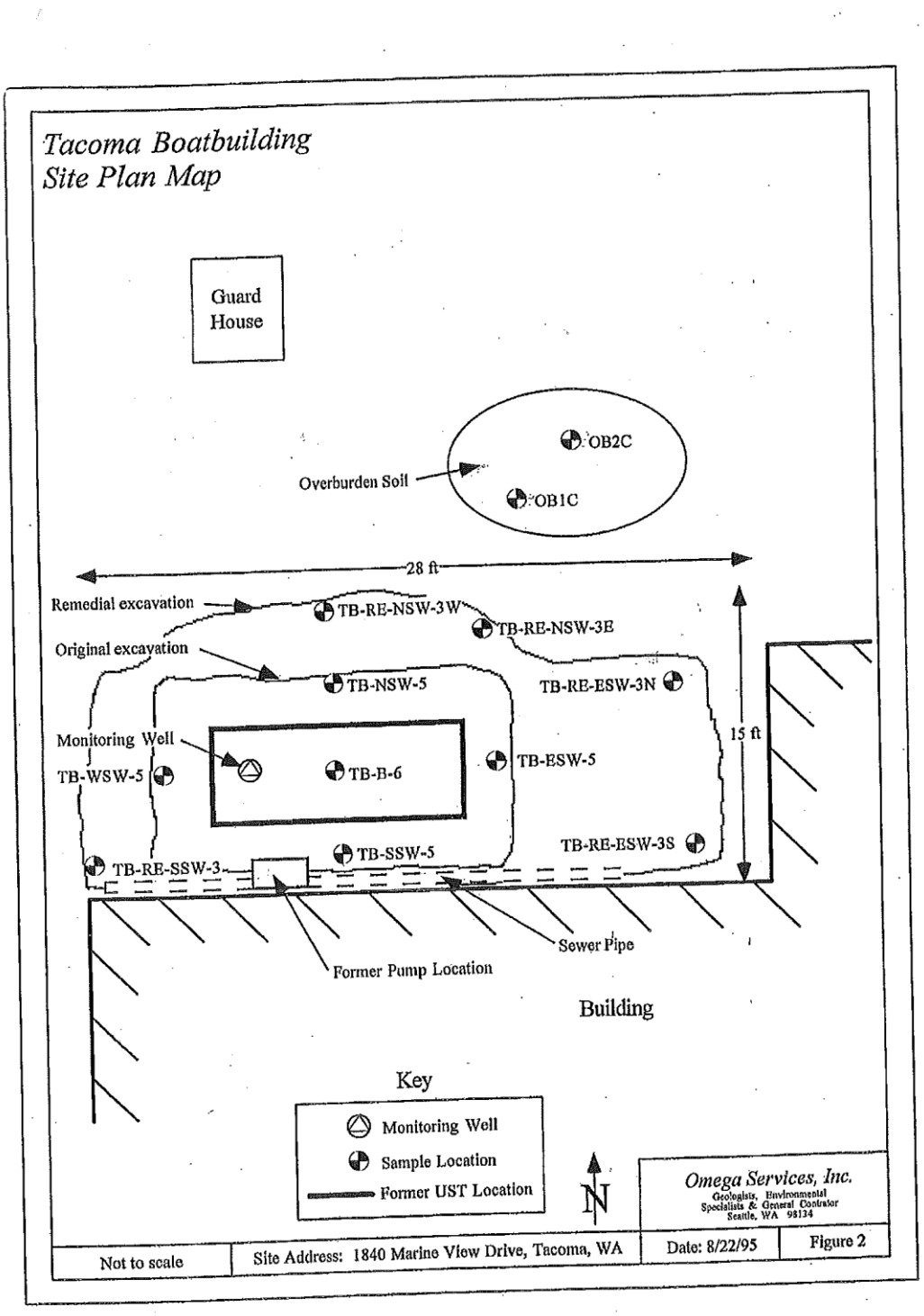
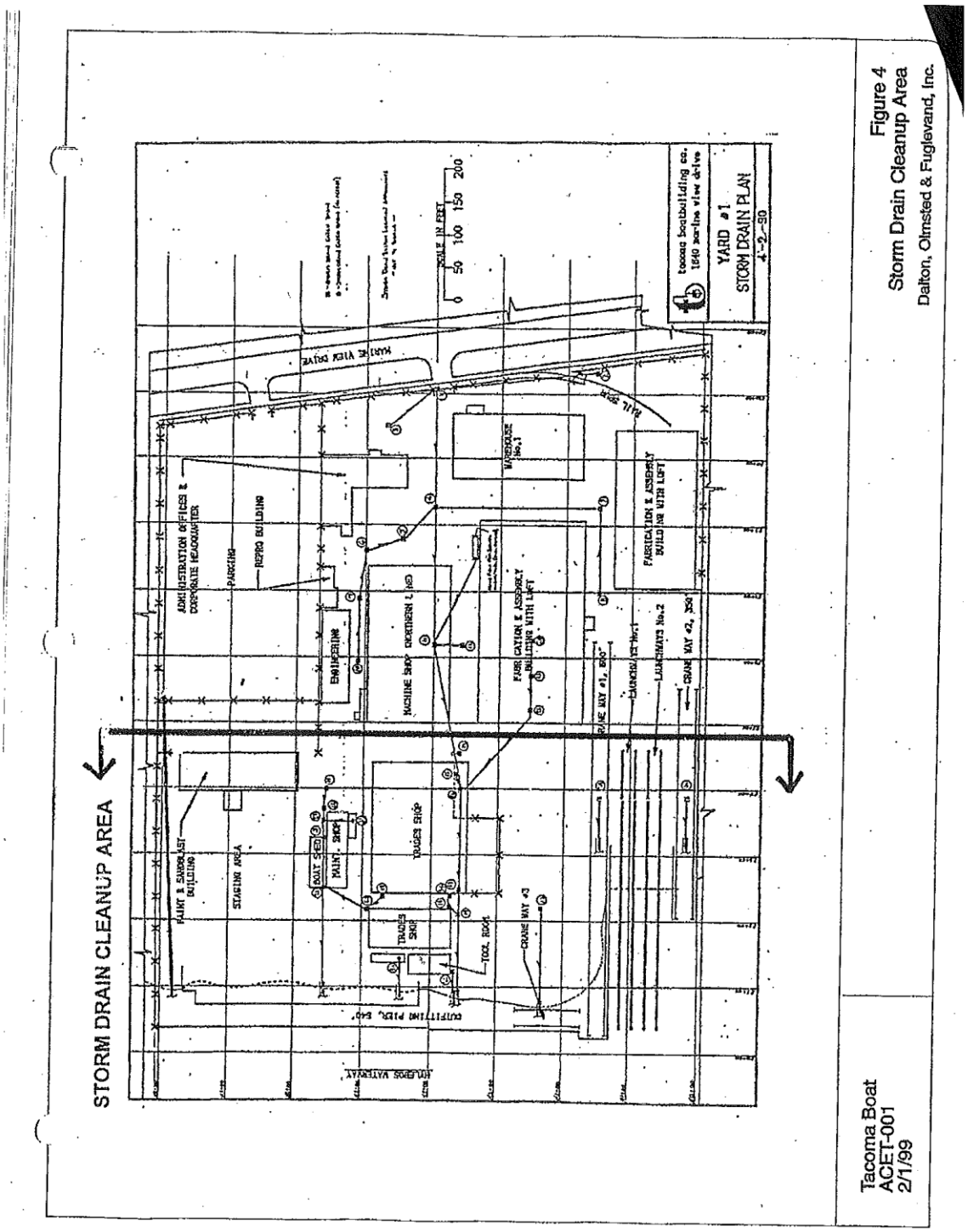


Table 1: Summary of analytical results for the Tacoma Boatbuilding UST Site Assessment and Independent Cleanup Action Project. Ecology Site ID # 004415 and LUST # 5655.

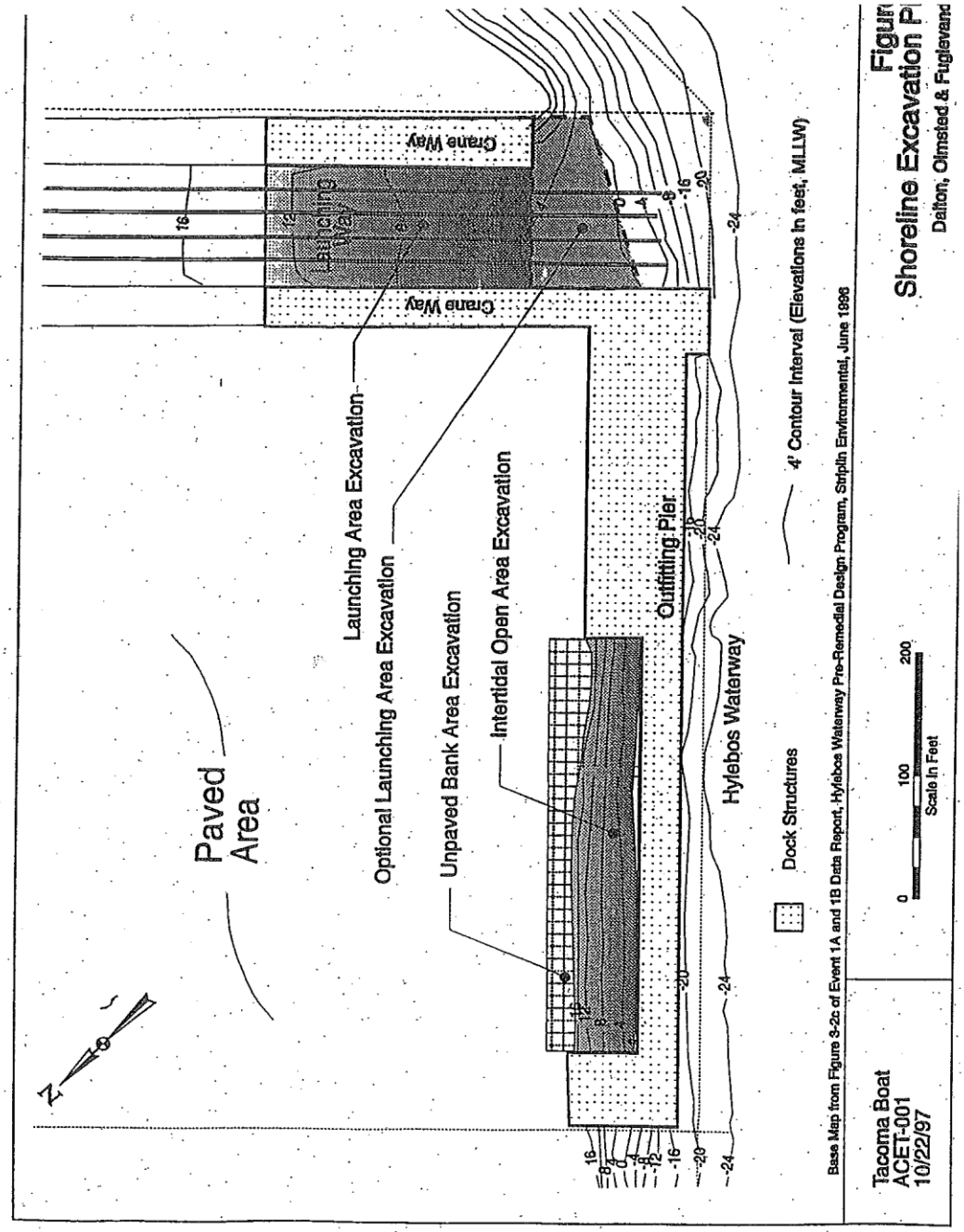
Sample Number	Sample Type	Sample Location	Sample Depth	Gas TPH (ppm)	B (ppm)	T (ppm)	E B (ppm)	X (ppm)	Total Lead (ppm)
Site Assessment Sampling on March 1, 1995									
TB-NSW-5	soil	north sidewall	5	***200***	<0.12	1.4	1.5	8.1	----
TB-SSW-5	soil	south sidewall	5	***14,000***	***6***	***140***	***110***	***320***	----
TB-ESW-5	soil	east sidewall	5	***6,700***	***3***	***78***	***65***	***190***	----
TB-WSW-5	soil	west sidewall	5	39	<0.12	0.23	0.16	0.94	----
TB-B-6	soil	excavation floor	6	---	---	---	---	---	----
TB-(OB1C & OB2C)	soil	overburden soil	---	***1,200***	***2***	***55***	***43***	***140***	<5.0
Site Characterization & Independant Cleanup Action Sampling on May 15, 1995									
TB-RE-NSW-3E	soil	north sidewall	3	<10	<0.1	<0.1	<0.1	<0.1	----
TB-RE-NSW-3W	soil	north sidewall	3	<10	<0.1	<0.1	<0.1	<0.1	----
TB-RE-SSW-3	soil	south sidewall	3	<10	<0.1	<0.1	<0.1	<0.1	----
TB-RE-ESW-3S	soil	east sidewall	3	<10	<0.1	<0.1	<0.1	<0.1	----
TB-RE-ESW-3N	soil	east sidewall	3	<10	<0.1	<0.1	<0.1	<0.1	---
TB-EGWI	water	excavation	---	0.34	<0.002	<0.002	<0.002	<0.002	---
MTCA	soil	---	---	100	0.5	40	20	20	250
MTCA	groundwater	---	---	1	0.005	0.040	0.030	0.020	1

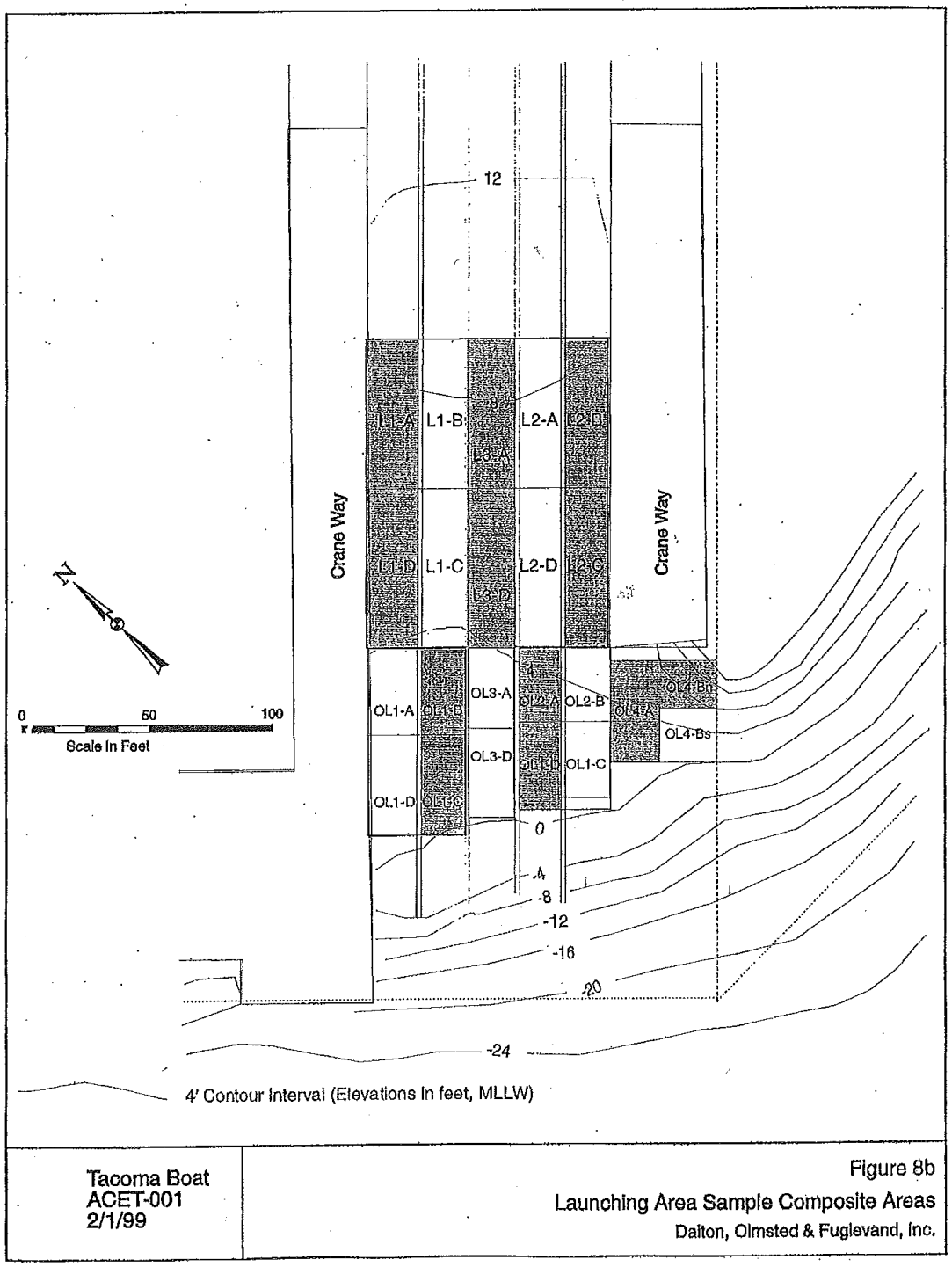
Samples collected by Omega Services' Site Assessor Registered with Ecology.
Gasoline TPH and BTEX determined using Ecology Test Method WTPH-G/BTEX.
TPH, Total petroleum hydrocarbons.
B, Benzene.
T, Toluene.
EB, Ethylbenzene.
X, Total Xylenes.
Total Lead determined using EPA Test Method 6010.
ppm, parts per million (mg/Kg).
Bold & Italicized concentrations indicated concentrations above MTCA Cleanup Levels
MTCA, Ecology Model Toxics Control Act Method A Soil & Groundwater Cleanup Levels (WAC 173-340)
---, not applicable or not analyzed.

6.5 Strom Drain Cleanup Ares



6.6 Approximate Extent of Remedial Excavation Areas, Quantity of Soil Excavation, Confirmation Soil Sample Locations and Results




12
L1-A
L1-B
L2-A
L2-B
L3-A
L1-D
L1-C
L2-D
L2-C
L3-D
Crane Way
Crane Way
OL1-A
OL1-B
OL3-A
OL2-A
OL2-B
OL4-B
OL4-A
OL4-Bs
OL3-D
OL1-D
OL1-C
0
-4
-8
-12
-16
-20
-24
0
50
100
Scale in Feet
4' Contour Interval (Elevations in feet, MLLW)
Tacoma Boat
ACET-001
2/1/99
Figure 8b
Launching Area Sample Composite Areas
Dalton, Olmsted & Fuglevand, Inc.

2/1/99

Dalton, Olmsted & Fuglevand, Inc.
Shoreline Cleanup Monitoring
Tacoma Boatbuilding Property

Table 2: Quantities of Excavated and Imported Materials, tons

Location	Off-Site Disposal			Imported Sand & Gravel
	Olympic View Landfill	Holnam Cement	TOTAL	
Upland Sweeping	0	65	65	0
Unpaved Bank	550	0	550	250
Intertidal Open Area	860	955	1815	995
Launching Area	610	675	1285	675
Optional Launching Area	420	465	885	530
TOTAL	2440	2160	4600	2450

Quantities rounded to nearest 5 tons.

2/2/99

Dalton, Olmsted & Fuglevand, Inc.
Shoreline Cleanup Monitoring
Tacoma Boatbuilding Property

Table 3b: Performance Monitoring Results (see Appendix B)

Location Area	Location Composite	Date Sampled	Results by Analyte, mg/kg Arsenic	Antimony	Copper	Lead	Zinc
	Cleanup Level		57	150	390	450	410
Upland Bank							
	U1	6/24/98	12	<2	49	<32	130
	U2	6/24/98	34	<2	230	58	310
	U3	6/25/98	32	<2	160	48	330
Intertidal Open Area							
	S1-AD	6/23/98	8.9	<3	88	<39	92
	S1-D-4-4	6/25/98	8.4	3.6	320	55	140
	S1-BC	6/23/98	24	<4	40	<52	130
	S1-BC (Dup.)	6/23/98	16	<3	36	<47	110
	S2-AD	6/25/98	8.2	<3	71	43	140
	S2-BC	6/23/98	29	<3	140	<44	210
	S3-AD	6/25/98	21	<3	47	<49	130
	S3-BC	6/25/98	9.5	<3	200	40	77
Launching Area							
	L1-AD	7/9/98	<38	<140	28	<14	51
	L1-BC	7/10/98	<3	<3	24	<34	26
	L2-AD	7/10/98	<3	<3	25	<40	32
	L2-BC	7/9/98	<29	<110	22	<11	34
	L3-AD	7/20/98	7	<3	69	<34	98
Optional Launching Area							
	OL1-AD	7/22/98	13	<3	120	<35	150
	OL1-BC	7/21/98	7	<3	34	<39	42
	OL2-AD	7/21/98	10	<3	35	48	54
	OL2-BC	7/21/98	3	<3	24	<38	20
	OL3AD	7/20/98	9	<3	18	<34	31
	OL4-AB_n	7/22/98	25	<3	120	63	200
	OL4-Abn (Dup.)	7/22/98	14	<3	130	<40	140
	OL4-B_s	7/10/98	31	<2	190	63	210

6.7 Environmental Covenant

03/07/00 TUE 13:38 FAX 2535933742 ace tank & equpment co. 002

PIERCE COUNTY, WA
9911190310
11-19-1999 11:24 am
Fee Amt: $13.00

Name & Return Address:

ACE TANK & EQUIPMENT Co.
1840 MARINE VIEW DRIVE
TACOMA WA. 98422
ATTN: TOM PRUITT

Please print legibly or type information.

Document Title (Or transaction contained therein)
RESTRICTIVE COVENANT
ACE TANK & EQUIPMENT Co.

Grantor(s) (Last name first, then first name, middle name)
ACE TANK & EQUIPMENT Co.

___ **Additional Names on Page** ____ **of Document**

Grantee(s) (Last name first, then first name, middle name)
PUBLIC

___ **Additional Names on Page** ____ **of Document**

Legal Description (Abbreviated: i.e., lot, block & subdivision name or number OR section/township/range and quarter/quarter section
NW CORNER OF SW QTR. OF SECT. 36 TOWNSHIP 21 N. RANGE 3 EAST OF WILLAMETTE MERIDIAN
Complete Legal Description on Page ____ **of Document**

Auditor's Reference Number(s)

Assessor's Property Tax Parcel/Account Number(s)
R0321361800

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. IF YOU REPRODUCE THIS FORM, BE SURE MARGINS REMAIN 3 INCHES AT THE TOP AND 1 INCH ON SIDES AND BOTTOM.
gpcovst.lst 2/98

9911190310

13

03/07/00 TUE 13:39 FAX 2535933742 ace tank & equpment co. 003

RESTRICTIVE COVENANT
Ace Tank & Equipment Company

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

The undersigned, Ace Tank, is the fee owner of real property (hereafter "Property") in the County of Pierce, 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.

Work to clean up the Property (hereafter "Remedial Action") is described in the Consent Decree entered in *State of Washington, Department of Ecology v. Ace Tank & Equipment Company*, Pierce County Superior Court Cause No. 98-2-07617-3, and in attachments to the Decree and in documents referenced in the Decree.

This Restrictive Covenant is required because the Remedial Action resulted in residual concentrations at portions of the Property identifed below of arsenic, antimony, copper, lead and zinc which exceed the Commencement Bay Nearshore/Tideflats Superfund Record of Decision Sediment Quality Objectives (SQOs) for sediments.

Ace Tank makes the following declaration as to limitations, restrictions, and uses to which certain portions of the Property identified below 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. Intertidal sediment under the dock contains contaminants as listed above which exceed the Commencement Bay SQO's for sediments. The dock and sediments under the dock shall not be altered, modified, or removed in any manner that may result in the release or exposure to the environment of any contaminated sediment remaining on the Property or create a new exposure pathway without prior written approval from Ecology. The portion of the Property that is covered by the dock and contains contaminated sediment is described in Attachment B as portion X and made a part hereof by reference.

Section 2. A portion of the Property located in what is known as the launching way contains contaminants as listed above which exceed the Commencement Bay SQO's for sediments. The owner shall not develop or use the Property in any manner that creates an increased risk in the migration or exposure of the contaminated sediment located in the launching way without prior approval from Ecology. The portion of the launching way that contains contaminated sediment is described in Attachment B as portion Y and made a part hereof by reference.

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. The Owner shall not develop the Property in any manner that would restrict or impair further remedial actions at the Property to address the contamination remaining on the Site.

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

Section 9. The Owner shall allow access to the Property to authorized representatives of Ecology, the United States Environmental Protection Agency (EPA) or other Potentially Liable Parties for the Property for the purpose of performing necessary actions to remediate contaminated intertidal sediments that remain at the Property under the dock and in the launching way as described in Attachment B.

Section 10. The Owner of the Property reserves the right under WAC 173-340-440 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.

R. Allan Reed
[NAME OF PROPERTY OWNER]

November 11, 1999
[DATE SIGNED]

[NOTE: The Property Owner must have this Restrictive Covenant notarized.]

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03/07/00 TUE 13:40 FAX 2535933742 ace tank & equpment co. 005

Attachment to
RESTRICTIVE COVENANT
Ace Tank & Equipment Co.

STATE OF WASHINGTON }
ss.
COUNTY OF KING }

On this date personally appeared before me R. Allan Reese to be known to be the individual described in and who executed the within and foregoing instrument, and acknowledged that he signed the same as his free and voluntary act and deed, for the uses and purposes therein mentioned.

GIVEN under my hand and official seal this 17th day of November, 1999

Judith A. Reese
Notary Public in and for the State of Washington,
residing at Seattle, WA

My appointment expires on May 10, 2000

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LEGAL DESCRIPTION

Commencing at a brass monument at the Northwest corner of the Southwest quarter of the Northeast quarter of Section 36, Township 21 North, Range 3 East of the Willamette Meridian; thence on a bearing of South 88°59'24" East along the North line of said Southwest quarter of the Northeast quarter of Section 36 for a distance of 220.10 feet to a point on the Southwesterly right of way line of Marine View Drive, (sometimes called Hylebos Access Road); thence on an angle to the right of 33°55'56" on a bearing of South 55°03'28" East following said right of way line for a distance of 43.70 feet to the true point of beginning for this description; thence continuing along said right of way line a distance of 119.21 feet to the point of curvature of a curve to the left having a radius on the right of way line of 5779.58 feet; then along the arc of said curve to the left a distance of 310.24 feet to the point of tangency of said curve; then on a bearing of South 58°08'00" East a distance of 392.62 feet to a point; thence on an angle to the right of 99°52'25" on a bearing of South 41°44'25" West a distance of 1092.30 feet to a point on the Northeasterly Pierhead Line of Hylebos Waterway; thence on an angle to the right of 90°00'00" on a bearing of North 48°15'35" West a distance of 812.10 feet to a point; then on an angle to the right of 90°00'00" on a bearing of North 41°44'25" East a distance of 965.83 feet to the true point of beginning, in Pierce County, Washington.

20537\7\GD380.AGM/6.30.94
Seattle

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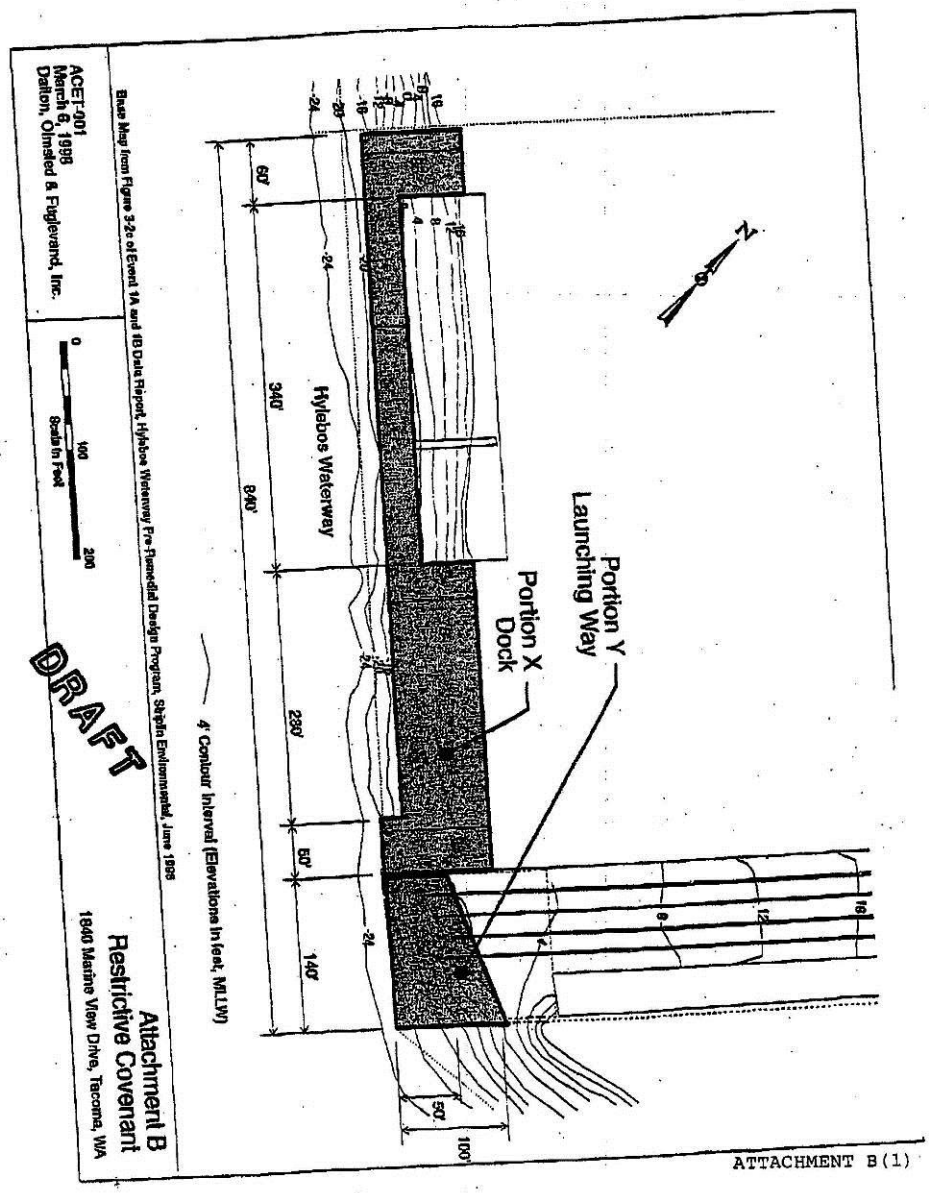

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6.8 Photo log

Photo 1: Facility Interior-northern portion– From the west

Photo 2: Facility Interior-southern portion– from the west

Photo 3: Launching Area: Pre-Cleanup - from the north

Photo 4: Launching Area: Post-Cleanup – from the west

Photo 5: Waterfront Excavation Area: Pre-Cleanup – from the north

Photo 6: Waterfront Excavation Area: Post-Cleanup – from the southwest

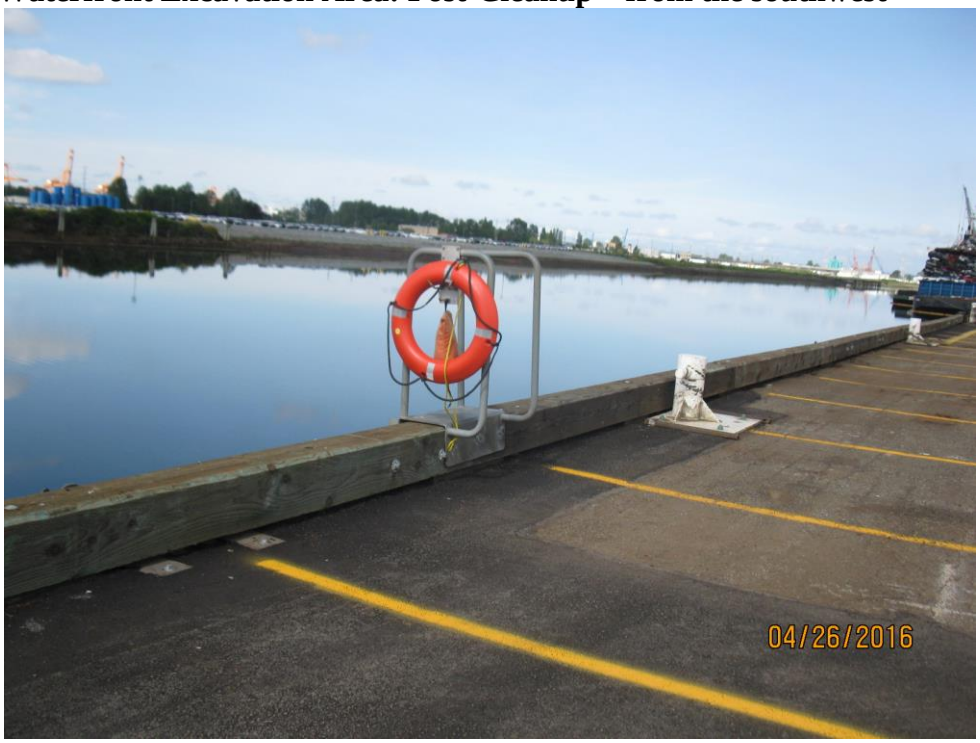

Photo 7: Fabrication Building and Asphalt Cap – from the southwest

Photo 8: Fabrication Building and Asphalt Cap – from the east