



Second Periodic Review

US West Airport Way Service Operating Center
811 South Massachusetts Street,
Seattle, Washington

Facility Site ID#: 69857925
Cleanup Site ID#: 7116

Prepared by:
Washington State Department of Ecology
Northwest Region Office
Toxics Cleanup Program

May 2016

1.0 INTRODUCTION.....	1
2.0 SUMMARY OF SITE CONDITIONS	3
2.1 Site Description and History	3
2.2 Site Investigations	3
2.2.1 1993 UST Decommissioning	3
2.2.2 1998 UST Decommissioning and Site Investigation	3
2.2.3 2003 Site Investigation	4
2.3 Cleanup Actions	5
2.4 Cleanup Levels and Points of Compliance	5
2.5 Institutional Controls	6
3.0 PERIODIC REVIEW.....	8
3.1 Effectiveness of completed cleanup actions	8
3.1.1 Direct Contact	8
3.1.2 Protection of Groundwater.....	8
3.1.3 Institutional Controls	8
3.2 New scientific information for individual hazardous substances for mixtures present at the Site	8
3.3 New applicable state and federal laws for hazardous substances present at the Site	8
3.4 Current and projected Site use	9
3.5 Availability and practicability of higher preference technologies	9
3.6 Availability of improved analytical techniques to evaluate compliance with cleanup levels	9
4.0 CONCLUSIONS.....	10
4.1 Next Review.....	10
5.0 REFERENCES.....	11
6.0 APPENDICES.....	12
6.1 Vicinity Map	13
6.2 Site Plan	14
6.3 TPH-Dx Concentration Map.....	15
6.4 Environmental Covenant	16
6.5 Photo log	23

1.0 INTRODUCTION

This document is the second periodic review 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 US West Airport Way SOC (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 completed in July 2011. This periodic review will evaluate the period from July 2011 through April 2016.

Cleanup activities at this Site were completed under the Voluntary Cleanup Program (VCP) under VCP No. NW1255. The cleanup actions resulted in concentrations of petroleum hydrocarbons remaining at the Site which exceed MTCA cleanup levels. The MTCA cleanup levels for soil are established under WAC 173-340-740. The MTCA cleanup levels for groundwater are established under WAC 173-340-720. It was determined that institutional controls in the form of a restrictive covenant were required for the Site to be eligible for a no further action (NFA) determination due to the continued presence of contaminated soil. 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 opinion,
- (d) 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; or
 - 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, including the effectiveness of engineered controls and institutional controls in limiting exposure to hazardous substances remaining at the Site;
- (b) New scientific information for individual hazardous substances or 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; and

- (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 Description and History

The US West (now Qwest) Airport Way Service Operating Center (SOC) facility is located at 811 South Massachusetts Street, formerly 1709 Airport Way South, Seattle, Washington. The property is in a largely industrial and commercial area of Seattle. The facility is located on the southwest corner of the intersection of Airport Way and South Massachusetts Street.

The facility consists of a one-story office building on the northwest corner of the property, a vehicle parking and maintenance building along the southern edge of the property (SOC building), employee parking in the northeastern area of the property, and a small unused building in the southwestern corner of the property. The METRO Atlantic base is immediately north of the property and the Northwest EnviroService, Inc. (NWES) chemical processing facility (aka Emerald Petroleum) is located to the northeast across Airport Way South. Topography at the Site is relatively flat, but the topography of the vicinity surrounding the Site slopes from the east, off of the Beacon Hill area of Seattle, to the west, towards Puget Sound.

A vicinity map is available as Appendix 6.1 and a Site plan is available as Appendix 6.2.

2.2 Site Investigations

2.2.1 1993 UST Decommissioning

Two underground storage tanks (USTs) were decommissioned at the Site in May 1993. Tank # 1 was a 300-gallon waste motor oil tank which had been located at southwest corner of the SOC building and was excavated and removed from the Site. Tank # 2 was a 1,760-gallon heating fuel oil tank and closed in place at the northwest corner of the SOC building. Confirmation soil samples were collected during the closure of the two tanks. Only one sample (Sample ID T1-2), collected from the south wall of the excavation for Tank #1, contained petroleum hydrocarbon concentrations above the MTCA Method A cleanup levels. Additional soil was removed from the southern end of the excavated area of Tank #1 in 1993. A soil sample collected from the southern wall of the over-excavation did not contain petroleum hydrocarbons above MTCA Method A cleanup levels.

2.2.2 1998 UST Decommissioning and Site Investigation

In 1998 AGRA Earth & Environmental, Inc. (AGRA) conducted an UST Site assessment for the excavation and removal of two 4,000 gallon USTs (one tank contained gasoline and one tank contained diesel) located at the Site. Six soil samples were collected from the limits of the excavation. The soil samples from the south wall (at a depth of 10 feet below ground surface [bgs]) had total petroleum hydrocarbons (TPH) diesel (d), TPH gasoline (g), and benzene, toluene, ethylbenzene, and xylenes (BTEX) concentrations greater than MTCA Method A cleanup levels. The southern sample from the west wall (10 feet bgs) had TPHd, TPHg, and BTEX constituents (except toluene) concentrations greater than MTCA Method A cleanup levels. The northern soil sample from the east wall (11 feet bgs) had TPHg concentrations greater than MTCA Method A levels. The southern soil sample from the east wall (10 feet bgs) had TPHd, TPHg, and all BTEX concentrations greater than MTCA Method A cleanup levels.

Later in 1998 Qwest Communications International Inc. (Qwest) tasked Tetra Tech EM Inc. (Tetra Tech) to conduct a subsurface investigation for the Site. Borings were completed to 12 feet bgs and groundwater was encountered between 7.5 and 9 feet bgs. Samples were collected from soil and groundwater from each boring. Only one of the twelve soil samples collected contained petroleum hydrocarbons above the MTCA Method A cleanup levels. In Boring B-3, TPHd (370 milligrams per kilogram [mg/kg]) was detected above the MTCA Method A cleanup level (200 mg/kg) at 9 feet bgs. This is below the current MTCA Method A cleanup level for TPHd of 2,000 mg/kg.

Groundwater samples detected BTEX, TPHg, and TPHd concentrations above the MTCA Method A cleanup levels in Boring B-3 as follows: benzene (300 micrograms per liter [ug/L]), toluene (430 ug/L), ethylbenzene (380 ug/L), xylenes (1,700 ug/L), TPHg (5,900 ug/L), and TPHd (6,100 ug/L). In Boring B-1, benzene, total xylenes, and TPHg concentrations were 880, 35, and 2,400 ug/L.

The results of this subsurface investigation indicate that groundwater and soil contamination was limited. In groundwater the MTCA Method A cleanup levels were exceeded in the sample collected from Boring B-3, which was completed within the location of the excavation area of the former USTs and the sample collected from Boring B-1, which was completed northwest of the excavation area. In soil, the MTCA Method A cleanup levels were only exceeded in one sample collected at 9 feet bgs in Boring B-3.

A map showing residual petroleum hydrocarbon concentrations in soil is available as Appendix 6.3.

2.2.3 2003 Site Investigation

A Geoprobe investigation was performed during 2003. Sampling locations where contaminant concentrations exceeded the MTCA Method A groundwater cleanup levels were within and adjacent to the areas of the previous 4,000-gallon UST excavations. Concentrations of benzene (maximum of 880 ug/L), total xylenes (maximum of 1,700 ug/L), TPHd (maximum of 5,900 ug/L), and TPHg (maximum of 6,100 ug/L) exceeded their respective MTCA Method A cleanup levels.

Qwest contracted Tetra Tech to install, develop and sample monitoring wells at the Site in 2004. Groundwater samples were analyzed for BTEX, TPHg, TPHd, and geochemical parameters (used to indicate natural attenuation). Petroleum constituents were not detected at concentrations exceeding MTCA Method A groundwater cleanup levels in any of the monitoring wells. Benzene was detected at a maximum concentration of 2.40 ug/L in MW-3 and gasoline was detected at a maximum concentration of 70.1 ug/L in MW- 1). The differences in results compared to the 2003 direct push investigation are most likely because of the monitoring well and direct push drilling locations, the screen interval, and the sampling techniques used.

2.3 Cleanup Actions

During the 1998 UST decommissioning, 305 tons of petroleum contaminated soil were excavated and removed from the Site. Groundwater was encountered at about 8 feet bgs. Soil samples collected from the sidewalls at about 11 feet bgs contained gasoline, diesel, and BTEX constituents above the MTCA Method A cleanup levels. The 1998 report stated that access to the bottom of the excavation was severely restricted due to sidewall instability.

The February 2004 monitoring well sampling results and July 2003 direct-push groundwater sampling results (Tetra Tech 2003) prompted the request to Ecology that no further action be necessary for groundwater at the Qwest Airport Way facility. The argument presented was:

- Soil contamination at the Site appeared to be limited to the former tank excavation in areas below the water table. Further excavation from these areas is not practicable because of excavation stability issues and the need for dewatering.
- The major sources of contamination (that is the USTs) and accessible petroleum contaminated soil have been removed.
- Chemical concentrations in the monitoring well network 40 feet down gradient (west) of the main tank excavation were below the MTCA Method A groundwater cleanup levels. The 2003 direct-push groundwater data show that groundwater contamination above the MTCA Method A groundwater cleanup levels for petroleum hydrocarbons is present in the immediate vicinity of the tank excavation.
- Based on the westerly groundwater flow direction and the monitoring well results, the groundwater contaminant plume has not migrated off Site. The groundwater-to-surface water transport pathway does not appear to be of concern at the down gradient (western) property boundary. The downgradient property boundary represents a potential conditional point of compliance as defined under WAC 173-340-720(8).
- Geochemical conditions at the Site suggest that anaerobic biodegradation of fuel constituents is occurring.

Ecology agreed with these arguments and issued a 'No Further Action' letter on March 2, 2005, after a restrictive covenant was recorded with the county. There are also compliance monitoring requirements for quarterly groundwater monitoring in the letter. The monitoring was to continue until satisfactory results over four consecutive quarters were obtained. This data was not in Ecology files at the beginning of this Periodic Review, but was provided by Qwest when requested. The results of the monitoring were satisfactory.

2.4 Cleanup Levels and Points of Compliance

WAC 173-340-704 states MTCA Method A may be used to establish cleanup levels at sites that have few hazardous substances, are undergoing a routine cleanup action, and where numerical standards are available for all indicator hazardous substances in the media for which the Method A cleanup level is being used.

MTCA Method A cleanup levels for unrestricted land use were determined to be appropriate for contaminants at this Site. The cleanup actions conducted at the Site were determined to be

'routine', few hazardous substances were found at the Site, and numerical standards were available in the MTCA Method A table for each hazardous substance. The current MTCA Method A cleanup level for TPH-G in groundwater is 800 micrograms per liter ($\mu\text{g/L}$) with benzene present and 1000 $\mu\text{g/L}$ when benzene is not present. The cleanup level for TPH-D and TPH-O are both 500 $\mu\text{g/L}$.

For soil, the point of compliance is the area where the soil cleanup levels shall be attained. For soil cleanup levels based on the protection of groundwater, as they are for this Site, the point of compliance is established as soils throughout the Site.

Because the highest beneficial use of groundwater from the Site is as a potential future source of drinking water, the standard point of compliance for groundwater is appropriate for this Site. The standard point of compliance is established throughout the Site from the uppermost level of the saturated zone extending vertically to the lowest most depth which could potentially be affected by the Site.

2.5 Institutional Controls

Based on the Site use, surface cover and cleanup levels, it was determined that the Site was eligible for a 'No Further Action' determination if a restrictive covenant was recorded for the property. A restrictive covenant was recorded for the Site in 2005, which was superseded by an environmental covenant in 2010 to correct a property description error. The following limitations were altered slightly in the recent covenant from the original, but not substantively:

1. No groundwater may be taken for any use from the Property. A portion of the Property contains petroleum hydrocarbon as gasoline and diesel contaminated soil located in the sidewall excavation of the former gasoline and diesel underground storage tank located near the northwest corner of the building. 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.
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. 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.
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.
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.
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.

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.
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.
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.
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.

The Restrictive Covenant is available as Appendix 6.4. Please note a typo error on the cover page of the recorded document of an extra '3' in the parcel number; it is correct on the following page.

3.0 PERIODIC REVIEW

3.1 Effectiveness of completed cleanup actions

During the Site visit conducted on April 6, 2016, there were no indications that the integrity of the remedial action has been compromised. There was no evidence of undocumented Site excavation or disturbance activities, and no visual indications of disturbance of the Site surface. The Site continues to be occupied by a communications service center and is surrounded by industrial and commercial properties. A photo log is available as Appendix 6.5.

3.1.1 Direct Contact

Exposure pathways to contaminated soils (ingestion, direct contact) continue to be eliminated by the presence of protective Site surfaces including building foundations, asphalt and concrete. Remaining contaminated soil is contained beneath permanent, impermeable surfaces.

3.1.2 Protection of Groundwater

Soils with TPH at concentrations exceeding MTCA Method A cleanup levels remain at the Site. Groundwater monitoring was conducted in 2004. Monitoring results did not detect contamination at concentrations exceeding MTCA Method A cleanup levels and groundwater as not impacted.

The majority of TPH source material at the Site was removed during remedial excavation activities. Based on the age of potential TPH releases, the lack of significant remaining source material, and the shallow depth to groundwater; the groundwater data collected in 2004 represents an adequate empirical demonstration that groundwater is not likely to be impacted by concentrations of TPH in soil at the Site.

3.1.3 Institutional Controls

Institutional controls in the form of a restrictive covenant were implemented at the Site in 2005. The covenant was superseded with an environmental covenant in 2010. The covenant remains active and discoverable through the King County Auditor's Office. There is no evidence a new instrument has been recorded which limits the effectiveness or applicability of the covenant. This covenant prohibits the use of groundwater from beneath the Site, 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 covenant serves to assure the long term integrity of the surface cover and the remedial action.

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

There is no new scientific information for the contaminants related to the Site.

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

There are no new state or federal laws applicable to hazardous substances present at the Site.

3.4 Current and projected Site use

The Site is currently used for commercial purposes. There have been no changes in current or projected future Site or resource uses.

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 selected Site cleanup levels. The presence of improved analytical techniques would not affect decisions or recommendations made for the Site.

4.0 CONCLUSIONS

The following conclusions have been made as a result of this periodic review:

- The cleanup actions completed at the Site appear to be protective of human health and the environment.
- Soil cleanup levels have not been met at the Site; however, the cleanup action for the Site is determined to comply with cleanup standards under WAC 173-340-740(6) (f), since the long-term integrity of the containment system is ensured and the requirements for containment technologies have been met
- The environmental covenant for the property is in place and continues to 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 environmental covenant continue to be met. No additional cleanup actions are required by the property owner. It is the property owner's responsibility to continue to inspect the Site to assure that the integrity of the remedy 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

Boateng Environmental Scientists. *Underground Storage Tank Decommissioning, Airport Way Service Operating Center*. July 1993.

Boateng Environmental Scientists. *Phase II Investigation of Contaminated Soils at the U S West Service Operating Center*. December 1993.

AGRA Earth & Environmental. *UST Site Assessment at U S West Facility*. August 14, 1998.

Tetra Tech EM Inc. *Subsurface Investigation Airport Way Service Operating Center*. August 2003.

Tetra Tech EM Inc. *Groundwater Monitoring February 2004 Airport Way Facility*. March 2004

Qwest Corporation. *Environmental Covenant*. July 29, 2010.

Ecology. *Periodic Review*. December 2010.

Ecology. *Site Visit*. April 6, 2016.

6.0 APPENDICES

6.1 Vicinity Map

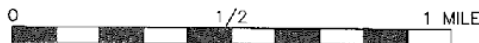
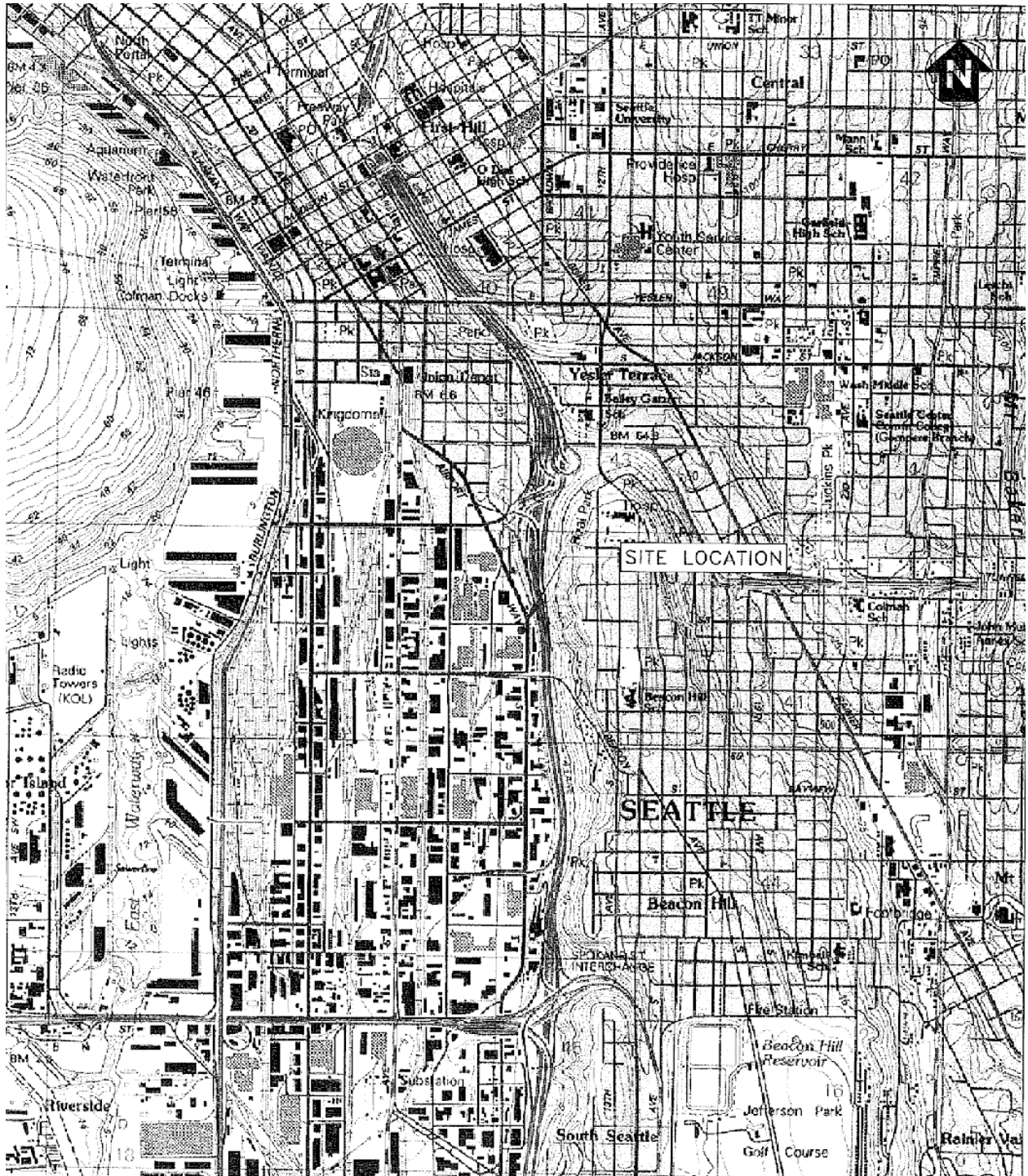
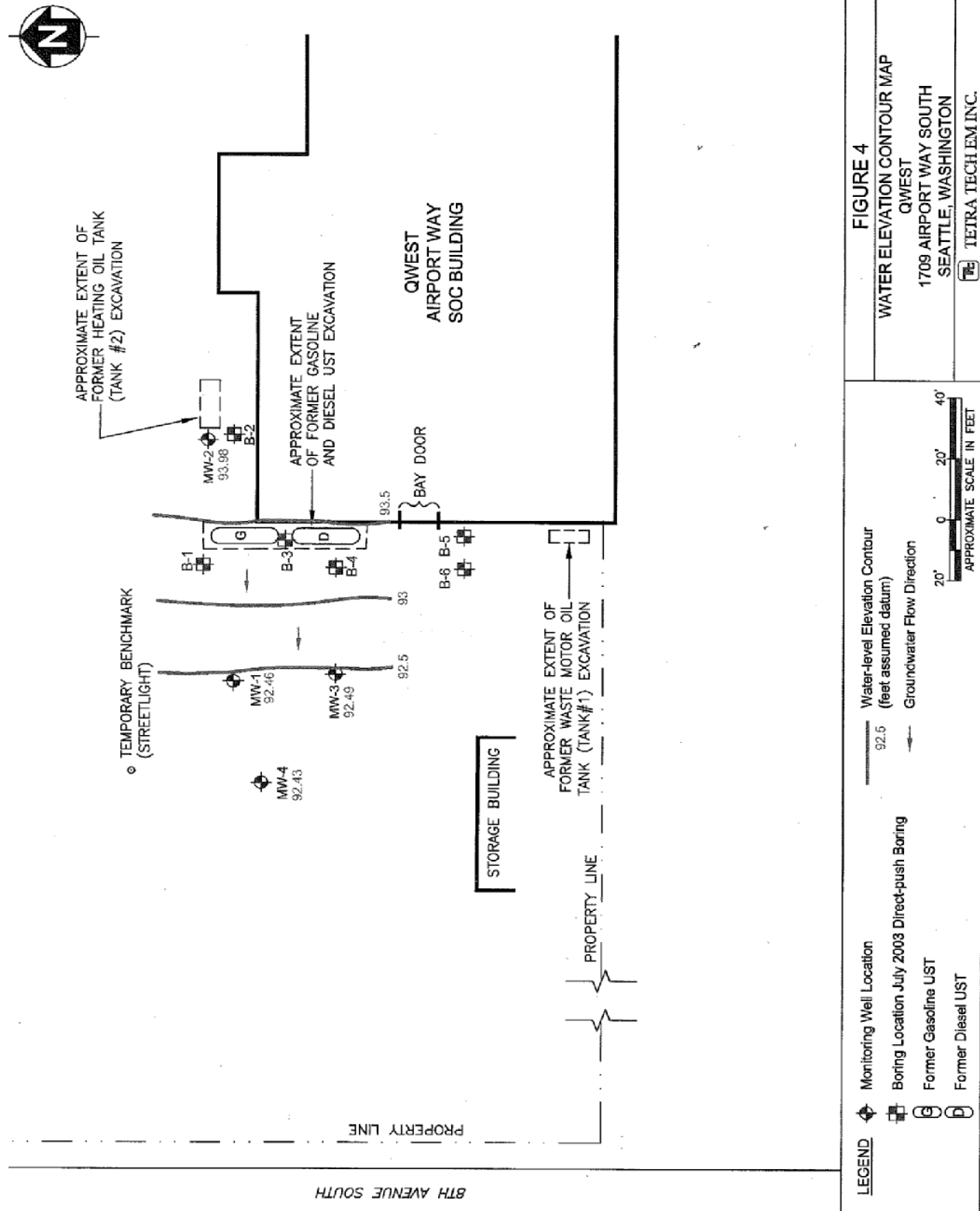
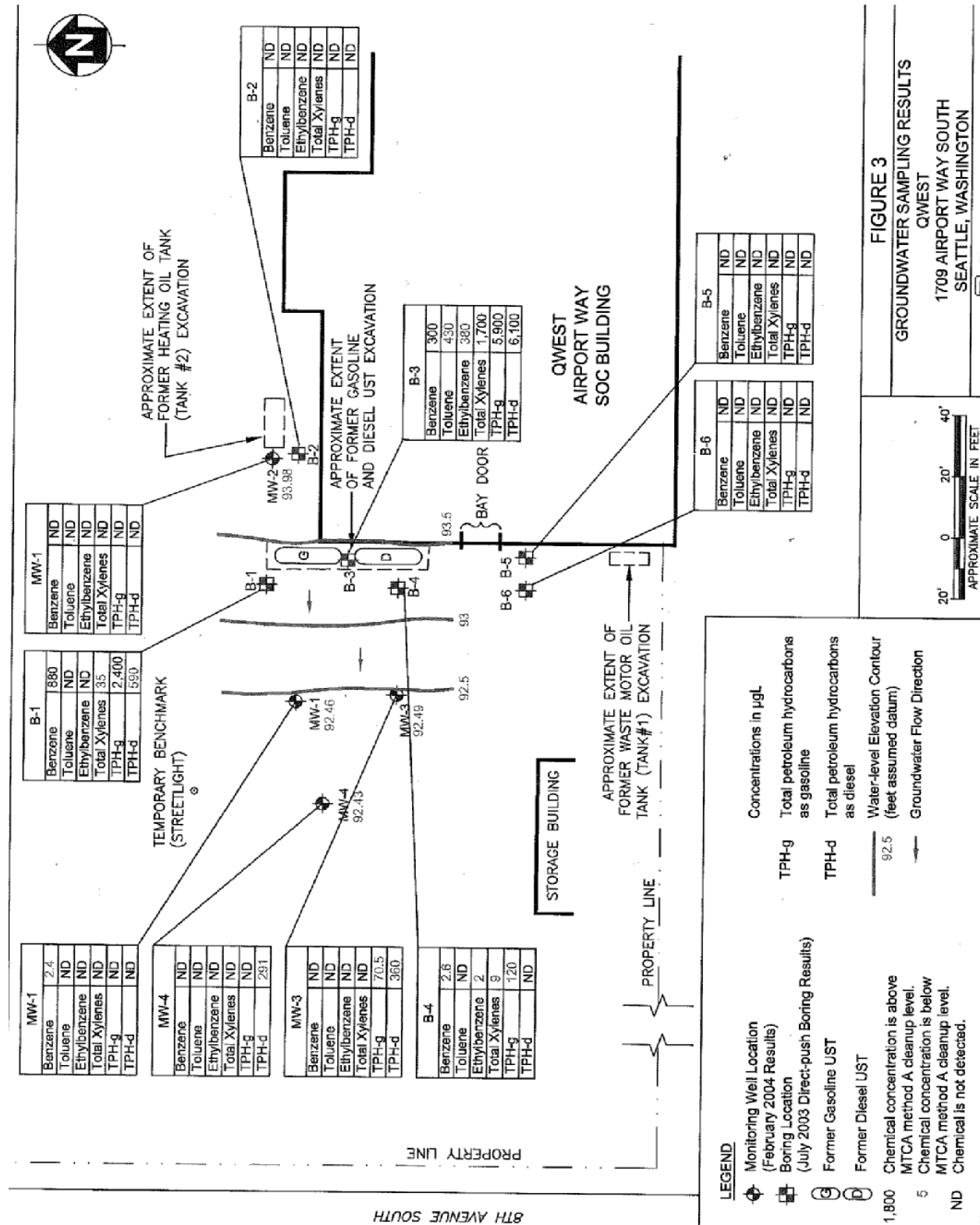


FIGURE 1
SITE LOCATION MAP
QWEST
1709 AIRPORT WAY SOUTH
SEATTLE, WASHINGTON

6.2 Site Plan



6.3 TPH-Dx Concentration Map



6.4 Environmental Covenant

Return Address:

Department of Ecology
Northwest Regional Office
3190 160th Ave. SE
Bellevue, WA 98008-5452
Attn: Russ Olsen



Please print or type information

Document Title(s) (or transactions contained therein): (all areas applicable to your document <u>must</u> be filled in) Environmental Covenant	
Reference Number(s) of Documents assigned or released: 20050208001801 Additional reference #'s on page _____ of document	
Grantor(s) (Last name, first name, initials) 1. Qwest Corporation 2. _____ Additional names on page _____ of document.	Old Republic Title Nat'l Accts Ref: <u>265049</u> <u>① 69</u>
Grantee(s) (Last name first, then first name and initials) 1. State of Washington, Department of Ecology 2. _____ Additional names on page _____ of document.	
Legal description (abbreviated: i.e. lot, block, plat or section, township, range) Lots 1-4 & 19-22, Blk 244 and Lots 19-22, Blk. 249, Supplemental Plat of Seattle Tidelands Additional legal is on page _____ of document.	
Assessor's Property Tax Parcel/Account Number 766620-33295	<input type="checkbox"/> Assessor Tax # not yet assigned
The Auditor/Recorder will rely on the information provided on the form. The staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.	

RECEIVED

AUG 18 2010

DEPT. OF ECOLOGY

Environmental Covenant

After Recording Return to:

Russ Olsen
Department of Ecology
Northwest Regional Office
3190 160th Ave. SE
Bellevue, WA 98008-5452

RECEIVED
AUG 18 2010
DEPT. OF ECOLOGY

Environmental Covenant

Grantor: Qwest Corporation

Grantee: State of Washington, Department of Ecology

Legal: All of Lots one (1), two (2), three (3), four (4), nineteen (19), twenty (20), twenty-one (21) and twenty-two (22), Block two hundred forty-four (244); and East 50 feet of Lots nineteen (19), twenty (20), twenty-one (21) and twenty-two (22), Block two hundred forty-nine (249); ALL in Seattle Tidelands; TOGETHER with all that portion of 8th Avenue South (vacated by Ordinance No. 19314 of the City of Seattle) lying between said Blocks 244 and 249, and bounded on the north by the south line of Massachusetts Street and on the south by a straight line extended from the southwest corner of Lot 4, said block 244 to the southeast corner of Lot 19, said Block 249.

Tax Parcel Nos.: 766620-3295

Cross Reference: Document #20050208001801 (superseded)

Grantor, Qwest Corporation, 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 26th day of July, 2010, in favor of the State of Washington Department of Ecology and its successors and assigns ("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.

4830-4750-9511.01

This Declaration of Covenant is made pursuant to RCW 70.105D.030(1)(f) and (g) and WAC 173-340-440 by Qwest Corporation, its successors and assigns, and Ecology.

This Environmental Covenant supersedes and replaces the existing Restrictive Covenant, which is recorded with King County as document #20050208001801.

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 documents:

1. Underground Storage Tank Decommissioning
 Airport Way Service Operating Center
 1709 Airport Way
 Seattle, WA
 Boateng Environmental Scientists, dated July 1993

2. Phase II Investigation of Contaminated Soils at the U.S. West Service Operating Center
 1709 Airport Way
 Seattle, WA
 Boateng Environmental Scientists, dated December 1993

3. UST Site Assessment at U.S. West Facility
 1709 Airport Way South
 Seattle, WA
 AGRA Earth & Environmental, dated August 14, 1998

4. Subsurface Investigation
 Airport Way Service Operating Center
 Seattle, WA
 Tetra Tech EM Inc., dated August 2003

5. Groundwater Monitoring Report
 February 2004
 Airport Way Facility
 Seattle, WA
 Tetra Tech EM Inc., dated March 2004

6. Letter from Department of Ecology to P. Mae Vichitkulwongsa, Qwest Corporation, Re: Independent Remedial Action (dated March 2, 2005)

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

This Covenant is required because the Remedial Action resulted in residual concentrations of petroleum hydrocarbon as gasoline and diesel which exceed the Model Toxics Control Act Method A Residential Cleanup Levels for soils and groundwater established under WAC 173-340-740 and WAC 173-340-720.

The undersigned, Qwest Corporation, is the fee owner of real property (hereafter "Property") in the County of King, State of Washington, that is subject to this Covenant. The Property is legally described as: all of Lots one (1), two (2), three (3), four (4), nineteen (19), twenty (20), twenty-one (21) and twenty-two (22), Block two hundred forty-four (244); and East 50 feet of Lots nineteen (19), twenty (20), twenty-one (21) and twenty-two (22), Block two hundred forty-nine (249); ALL in Seattle Tidelands; TOGETHER with all that portion of 8th Avenue South (vacated by Ordinance No. 19314 of the City of Seattle) lying between said Blocks 244 and 249, and bounded on the north by the south line of Massachusetts Street and on the south by a straight line extended from the southwest corner of Lot 4, said block 244 to the southeast corner of Lot 19, said Block 249.

Qwest Corporation 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. No groundwater may be taken for any use from the Property. A portion of the Property contains petroleum hydrocarbon as gasoline and diesel contaminated soil located in the sidewall excavation of the former gasoline and diesel underground storage tank located near the northwest corner of the building. 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.

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. 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.

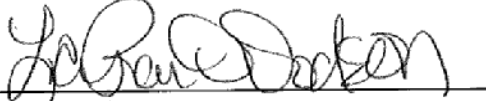
Section 8. The Owner of the Property reserves the right under WAC 173-340-440 to record an instrument that provides that this Covenant shall no longer limit use of the Property or be of any further force or effect. However, such an instrument may be recorded only if Ecology, after public notice and opportunity for comment, concurs.

//

//

//

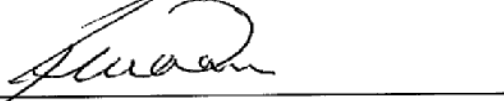
QWEST CORPORATION



LaRae Dodson
Director – Real Estate for Qwest Corporation

Dated: July 27, 2010

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY

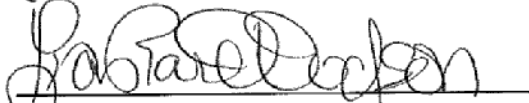


Robert W. Warren
Northwest Regional Office Section Manager, Toxics Cleanup Program

Dated: 7/28/10

The undersigned acknowledge Restrictive Covenant #20050208001801 filed with King County is hereby terminated and replaced with the above Environmental Covenant.

QWEST CORPORATION



LaRae Dodson
Director – Real Estate for Qwest Corporation

Dated: July 27, 2010

STATE OF Colorado
COUNTY OF Denver

[CORPORATE ACKNOWLEDGMENT]

On this 27th day of July, 2010, I certify that Laral D. Dodson personally appeared before me, acknowledged that he/she is the Director - R.E. 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.



My Commission Expires Sept. 8, 2012

Julie K. Talley
Notary Public in and for the State of
Washington, residing at
Colorado Littleton
My appointment
expires Sept. 8, 2012

6.5 Photo log

Photo 1: Secured Site Entrance - from the north



Photo 2: Former Tank Locations, Monitoring Well in Foreground – from the west



Photo 3: Former Waste Oil Tank Location – from the north



Photo 4: Monitoring Well – from the east

