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May 8, 2006

HIGHLAND SIXTH ASSOCIATES LP
C/o Koehler & Company / Attn: Doug McFadyen
1601 5th Avenue, Suite 1700
Seattle, Washington 98101

SUBJECT: ***WORK PLAN TO PERFORM ENVIRONMENTAL SITE ASSESSMENT SERVICES AT THE BFRC FACILITY, HIGHLAND HILLS SHOPPING CENTER, TACOMA, WASHINGTON***

Dear Mr. McFadyen:

Galloway Environmental, Inc. (GEI) on behalf of Highland Associates LP, has prepared this Work Plan for a focused Environmental Site Assessment (ESA) for the BFRC Property, 5907 6th Avenue, Tacoma, Washington. The property represents a portion of the Highland Hills Shopping Center in Tacoma, Washington. The goal of this study is targeted to investigate for the presence of groundwater within 60 feet of the ground surface and potential environmental impacts to the site soil and/or groundwater.

SITE BACKGROUND

Location

The subject property is located at 5909 6th Avenue, Tacoma, Washington 98406. The property is approximately four miles west of Tacoma's central business district and 1-½ miles east of The Narrows Passage of Puget Sound *(see Figure 1-1 Site Location Map)*. The property is situated in the NW ¼ of Section 2, Township 20 North, Range 2 East. Surrounding properties consist primarily of commercial properties.

Background and General Facility Information

The single story, 5,000 square foot Northwest Furniture Outlet structure was constructed to house the Daisy Clothing Care business in 1969. The facility had washing machines, clothing dryers and seven dry cleaning units. Daisy Clothing Care was in operation at the site until 1985 and the cleaners ceased its operation at that time. Reportedly, the Northwest Furniture Outlet suite was vacant until circa 1993 when the Northwest Furniture Outlet occupied the structure.

A 6,820 square foot Firestone auto service center was built adjoining the Northwest Furniture structure in 1969. There are six vehicle service bays situated in the north and western portions of the structure. Five of the service bays are equipped with hydraulic lifts and an aboveground alignment rack has replaced a hydraulic lift that had previously occupied the northern bay. There are six floor drains (one near each lift) that are connected by an underground line leading to an underground oil/water separator located adjacent to the northern wall of the facility.

Both businesses have been connected to City of Tacoma water and sewer services since 1969.

Regional Physiographic Conditions

The site is situated in the lowlands of the Puget Sound basin in western Washington. The Puget Sound is a north-south trending trough between the Olympic Mountains to the west and the Cascade Mountains to the east. Elevation in the lowlands ranges from sea level up to several hundred feet. North-south trending valleys dominate the topography and low, nearly flat-topped highlands cut by streams. The Puget Sound occupies a large part of the western portion of the basin; lakes and streams occur frequently throughout the remainder of the basin.

The subject site is at an elevation of about 340 feet above mean sea level and is situated near the top of a gently rolling elevated plain which was formed during the last period of continental glaciation that ended approximately 13,500 years ago.

Climate

Western Washington is characterized as having a mild marine climate. While the average total annual precipitation is approximately 37 inches, most of the rain falls between October and April.

Soil/Geologic Conditions

The uplands of the Puget Sound Basin are separated by large Pleistocene glacial troughs now occupied by tidal waters, large lakes, or have been alluviated by streams that inherited the troughs with the retreat of the most recent glaciation. Native soils in the area consist of glacial drift and non-glacial Pleistocene deposits.

Soils encountered during drilling at a nearby site at the shopping center encountered "brown, well-graded sand with gravel to approximately eight to ten feet below the ground surface (bgs) underlain by gray sand with gravel to approximately 22 to 28 feet bgs and silty sand with gravel to a maximum explored depth of approximately 45 feet bgs" *(Site Characterization BP Service Station Number 11084, Tacoma, Washington, by Geraghty & Miller, November 11, 1992).*

Hydrogeologic Conditions

The subject property is supplied water from a local municipal source. On site drainage is handled through on site ground retention and storm drains. Surface drainage appears to be adequate as there is no evidence of standing water, streams or creeks in the vicinity of the site.

Based on the results of recent subsurface investigations, the depth of groundwater in vicinity of the subject property is greater than 80 feet below the ground surface *(see Previous Environmental Investigations, below).*

PREVIOUS ENVIRONMENTAL INVESTIGATIONS

Several environmental studies have been completed previously at the subject shopping center property. These investigations have provided information related to: 1) Environmental Site Investigation and Remedial Action Reports at the Former BP Facility No. 11084, 6101 6th Avenue, 2) Remedial Action Activities at the Northwest Furniture Outlet Facility, 5909 6th Avenue, and 3) Environmental Site Investigation studies at the BFRC facility, 5907 6th Avenue. These investigations confirm that concentrations of volatile organic compounds (VOCs), gasoline-range petroleum compounds (mineral spirits) and total xylenes exceed the currently allowable Washington State Model Toxics Control Act (MTCA) Method A cleanup limits in soil at the site. GEI has integrated the results of these investigations into the scope of work for this Work Plan. These reports are summarized as follows.

BFRC Retail Store Number 015539, 5907 Sixth Avenue

1) SECOR International, Inc. completed a Limited Subsurface Assessment of the BFRC facility in November 2005. SECOR's assessment included the advancement of six Strataprobe penetrations to depths ranging from 13 to 19.5 feet bgs. Laboratory analysis of soil samples collected from the borings confirmed the presence of gasoline-range compounds, total xylenes and volatile organic compounds at concentrations exceeding the currently allowable MTCA Method A Cleanup Levels. No groundwater was encountered in any of the penetrations *(Limited Subsurface Assessment Report for BF Retail & Commercial Operations, LLC, BFRC Retail Store Number 015539, 5907 6th Avenue, Tacoma, Washington, by SECOR International, Inc., November 2, 2005).*

Northwest Furniture Outlet, 5909 Sixth Avenue

2) GEI completed a Limited Level II Environmental Site Investigation at the Northwest Furniture Outlet property in July 2004. GEI's field screening and follow up laboratory analysis of soil samples collected from hand auger borings resulted in solvent compound concentrations above the currently allowable Washington State Model Toxics Control Act Method A (MTCA) limits.

   Based on these MTCA exceedences, the owner asked GEI to remove the impacted soil until: 1) the residual contaminant concentrations were within the currently allowable MTCA limits; or 2) continued removals of the affected soil would (potentially) jeopardize the structural integrity of the building.

   Excavated soils with contaminant concentrations exceeding Ecology's Dangerous Waste limits were loaded directly into 20 cubic yard containers for disposal at Waste Management's RCRA-permitted (hazardous waste) facility and excavated soils with contaminant concentrations below the Dangerous Waste limits were loaded directly into Waste Management's 20 cubic yard containers for rail delivery to Waste Management's non-hazardous waste facility as per WDOE's "Contained In" authorization letter *(Disposal of Soils with F002-Listed Dangerous Waste Constituents, Letter from K. Seiler - WDOE SWRO Section Manager to Galloway Environmental, March 11, 2005)*

   GEI removed approximately 175 tons of solvent-impacted soils from below the concrete floor of the facility and collected soil samples from the sidewalls and bottom of the excavation to test for potential residual contaminant concentrations in the excavation. The excavation was backfilled with pea gravel and a four-inch thick concrete slab will be poured over the gravel. GEI also installed a 20-mil, chemical resistant PVC liner at about three feet below grade to restrict potential residual vapors from entering the facility.

   GEI collected interim soil samples from the sidewalls and excavation bottom for field screening and laboratory analysis during the removals to quantify the contaminant concentrations remaining in the soils. Field screening and laboratory tests of soil samples (collected from the excavation) that resulted in concentrations exceeding the targeted cleanup levels (MTCA Method B – Direct Contact levels) were subsequently excavated and the excavation was re-sampled.

   Following the removals of as much of the impacted soils as possible, GEI collected representative soil samples from the sidewalls and bottom of the excavation to test for residual contaminant concentrations remaining in the excavation. Contaminant concentrations in soils exposed at the limits of the final excavation resulted in concentrations dry cleaning compounds above the current WDOE-acceptable MTCA Method A and below the Method B

Cleanup Levels for "Direct Contact" of the soils *(Environmental Cleanup Status Report, Galloway Environmental, Inc., August 2005).*

3) Environmental Partners, Inc. (EPI) completed a Phase II Environmental Site Assessment (ESA) of portions of the site to test for the presence of potential contaminants of concern outside the excavation area.

   Laboratory analysis of EPI's soil samples confirmed that contaminant concentrations exceeded the currently allowable MTCA Method A concentrations, but were within the allowable Method B levels for "Direct Contact" cleanup levels in all of the borings except at one boring (Boring No. B-8).

   EPI submitted one soil sample from B-8 at approximately 11.5 feet below grade. Laboratory analysis of the sample resulted in 33 ppm PCE (the MTCA Method B Direct Contact limit in soil is 19.6 ppm for PCE). This (EPI) sample also exceeded MTCA's limits for gasoline-range petroleum concentrations – the laboratory noted the following; *"Chromatogram indicates sample contains products which are likely mineral spirits, light oil and lube oil".*

   EPI's Draft Phase II ESA Executive Summary also states the following.

   "The Firestone shop contains a sub-floor oil/water separator in the proximity of a parts cleaning station, which likely involved the past use of chlorinated solvents. There is a potential that past practices may have introduced solvents or petroleum hydrocarbons into the shallow soil in the vicinity of the oil/water separator" (Draft Phase II ESA Executive Summary, Highland Hills Shopping Center, Environmental Partners, Inc., March 2005).

Former BP Service Station Number 11084, 6101 Sixth Avenue (approximately 300' west of BFRC)

4) Delta Environmental Consultants, Inc., ("Delta") conducted a subsurface investigation at a BP site situated approximately 300 feet from the subject property. Delta's scope of work for the project consisted of advancing eight soil borings to a maximum depth of 80.5 feet below the ground surface (bgs). Groundwater was not encountered in any of the borings *(Soil Remediation Report, Former BP Facility No. 11084, 6101 6th Avenue, Tacoma, by Delta, February 2004).*

5) EMCON drilled one soil boring at the BP site to a depth of 30 feet bgs in 1994. Soil types encountered during drilling included sand with silt and gravel. Groundwater was not encountered in the boring *(Baseline Assessment Report, Station 11084, 6101 Sixth Avenue, Tacoma, Washington, by EMCON, May 1994).*

6) RZA AGRA drilled three borings at the site to be used as vapor extraction wells at the BP station in April 1993. One boring was drilled to 60 feet bgs and the other two borings were advanced to 30 feet bgs. RZA described the soils as follows – *" Soils encountered during drilling generally consisted of silty fine Sand which contained varying degrees of gravel. These soils were interpreted as being very dense glacial till. The top twelve feet of the soil horizon in VEW-1 consisted of fill materials interpreted as backfill in the former UST excavation. The top six feet of this fill consisted of gravelly silty Sand which appeared to be native soil used as backfill. The lower six feet of fill consisted of pea gravel. No groundwater was encountered in any of the borings" (Executive Summary – Vapor Extraction Feasibility, BP Service Station No. 11084, 6101 Sixth Avenue, Tacoma, Washington, by RZA AGRA, Inc., September 1993).*

7) Geraghty & Miller, Inc. completed a Site Characterization study at the BP station in 1992. The study included drilling three soil borings to investigate the subsurface conditions and to determine the extent of hydrocarbons in soil and ground water. The report described soil and

ground water conditions encountered in the borings as follows. *"The site is underlain by three soil units. An approximately 8- to 10-foot thick layer of fill consisting of brown, well graded sand with varying amounts of gravel, and a lower well-graded silty sand with varying amounts of gravel. The native soils were generally slightly moist, and medium-dense to very dense... No ground water, wet soils or mottled soils were encountered in any of the borings during drilling. Water was subsequently detected in Well W#3 at a depth of 37.84 bls; water has not appeared in Wells W1 and W2" (Site Characterization BP Service Station Number 11084, Tacoma, Washington, by Geraghty & Miller, November 11, 1992).*

SCOPE OF WORK

The proposed scope of work includes the following summary of tasks to be completed.

Drill one soil boring to a maximum depth of 60 feet below the ground surface to investigate whether groundwater is present within 60 feet of the ground surface. If groundwater is encountered in the boring, then we will collect one water sample from the boring for chemical analysis for the contaminants of concern for the site. NOTE: Since the boring will not be completed as a groundwater monitoring well and will not be developed according to relevant sampling guidelines, the water sample will be filtered in the field using an in-line filter prior to preservation and subsequent delivery to the laboratory analysis. This pre-filtering of the sample will minimize the potential for elevated "false positive" laboratory results due to high turbidity in the sample.

GEI will collect soil samples from the boring on five-feet intervals. The samples will be field-screened for obvious signs of contamination (discolored soil or obvious odors, etc.), which are sometimes characteristic of environmental impacts to soil. The samples will also be field-tested using a photoionization detector (PID - Photovac 2020 or equivalent), to screen for volatile compounds in the samples. GEI will submit at least three soil samples from the boring for laboratory chemical analysis. These samples will be selected based on field screening results or, if field test don not indicate potential impacts to the soil, then we will submit soil samples from approximately 10 feet, 20 feet and 30 feet of depth.

The soil samples and well water will be sampled and analyzed for the contaminants of concern (COCs) for the site. The drill cuttings will be drummed and stored on-site until the laboratory analysis of the soil samples are completed and (at your direction) the soil will be properly disposed of.

A Washington State licensed driller, following Washington State well construction standards, will drill the boring. A Washington State Licensed Geologist/Hydrogeologist will log the boring.

If contaminants are confirmed during this study at concentrations above the currently allowable MTCA limits, then additional site characterization and extent of contamination studies may be necessary to determine if remedial action or monitoring of the contaminants is necessary. GEI will prepare a Focused Environmental Assessment Report describing the results of these tasks and assessing whether or not a more detailed investigation is necessary to identify and discussing potential contamination and related liabilities.

SAMPLING RATIONALE AND EQUIPMENT DECONTAMINATION

The sampling protocols and procedures followed appropriate state and federal guidance documents, primarily EPA SW-846 and Washington State guidance documents (including EPA Method 5035A).

Sampling Protocols and Procedures

GEI will utilize the Laboratory Preservation option for soil sampling for volatiles under EPA Method 5035A. At each sample location, GEI will collect approximately 5 grams of soil in one pre-weighed 4-mil VOA vial and one 4-ounce glass jar. Soil samples will be collected and preserved in a 4-mil VOA vial using the laboratory-supplied Teflon coring device per EPA Method 5035A. Soil samples in the 4-ounce glass jar will be collected with a decontaminated stainless steel spoon or directly into the glass container without the use of the spoon. Three VOA vials and three 4-ounce glass jar samples will be hand-delivered to the laboratory on their collection date.

Handling, storage, and shipment

All of the samples will be properly labeled, stored in a chilled container (preserved with ice to approximately 4 degrees Centigrade), and hand-delivered to a local Washington State-Certified laboratory on their collection date, under proper chain-of-custody protocols. A field logbook documented all of the field activities, problems encountered, and other relevant information regarding the sampling. The samples will be hand-delivered to OnSite Laboratory in Redmond, Washington for chemical analysis.

Equipment Decontamination

Decontamination procedures and activities shall be recorded in the site logbook. All equipment will be decontaminated before starting work and between each sampling site. The soil samples will be recovered at each sample location using procedures designed to minimize the risk of cross contamination of the samples. Laboratory-supplied glass jars, VOA vials, and Teflon tubes will be used at each sample location – no sampling equipment will be used at more than one sample location.

Sampling equipment will be decontaminated between sampling locations at a specific site. The backhoe and other non-sampling equipment will be decontaminated with high-pressure steam and scrubbed with laboratory detergent, if necessary. The following procedure will be used for cleaning all sampling equipment:

- Remove gross contamination by brushing.
- Wash and scrub with laboratory grade detergent, if necessary.
- Rinse with tap water.
- Rinse with de-ionized water.

Field Custody Procedures

Sample-tracking records include the sample labels and chain-of-custody seals to place over a container opening, and the Chain-of- Custody/Analysis Report forms. The samples taken must be traceable from the time the samples are collected until they or their derived data are used in the final report. To maintain and document sample possession, the following field custody procedures shall be implemented.

The Site Manager is personally responsible for the care and custody of the samples collected until they are properly transferred or dispatched to the laboratory. A Chain of Custody/Analysis

Report form accompanies samples. The custody record shall be completed using waterproof ink. Drawing a line through and initialing and dating the change, then entering the correct information, will make any corrections. Erasures or whiteouts are not permitted. When transferring possession of samples, the individuals relinquishing and receiving them shall sign, date, and note the time on the form. This form documents sample custody transfer from the sampler to the laboratory.

Sample Identification

All samples will be individually labeled and noted in the field logbook. Information on the labels will be filled out completely. The sample numbers will also be used to complete the Chain-of-Custody forms. All sample coolers will be affixed with a signed Custody Seal.

Field Reports and Forms

The Site Manager will maintain a field logbook documenting all activity and samples during all phases of the investigation. The field logbook will include the following information for each sample:

- Date
- Time
- Location
- Sample identification number
- How sample was collected
- Comments

The Site Manager will keep the site logbook. This will summarize the daily activities, visitors, and problems encountered. Any entries made in the logbook must be signed and dated by the individual. A telephone log will be kept to document any project oriented phone conversations. The person holding the conversation will make these entries. All forms (shipping, etc.) will be kept, as necessary, in a binder with the field personnel. The logbooks shall be initiated at the start of the first on-site activity, and entries shall be made for everyday that site activities occur. The logbooks will be weatherproof and bound with numbered pages.

LABORATORY ANALYSIS

Representative soil samples and water (if encountered) will be submitted to a Washington State-Certified Laboratory for the following chemical analysis.

- NWTPH-Gx/BTEX (WDOE approved methods)
- n-Hexane (WDOE approved methods)
- VPH/EPH (WDOE approved methods)
- NTPHH-Dx (WDOE approved methods)
- Total lead (EPA Method 6010B)
- Volatile Organic Compounds (EPA Method 8260B)
- Naphthalenes (WDOE approved methods)

SCHEDULE

GEI will perform and complete the above scope of work and provide a report on the property to you within approximately three weeks of authorization to proceed.

DISCLAIMER AND SCOPE OF ACTIVITY

In connection with the tasks to be performed under this Work Plan, we will exercise reasonable efforts to accomplish these tasks employing professional standards applicable in the industry today.

The project will be based upon the application of scientific principles and professional judgment to certain facts with resultant subjective interpretations. Further, there can be no assurance that any sampling or inspection techniques employed will necessarily disclose all contaminants at the site due, among other things and without limitation, to such factors as a practical and economic limitation on the number and location of samples, sample depth, lack of current definition of a particular material as hazardous, and the like. Further we can assume no liability for existing conditions on the site.

Professional judgments expressed in the report will be based on the facts currently available within the limits of the existing data, scope of work, budget and schedule. To the extent that more definitive conclusions are desired by the client than are warranted by the currently available facts, it is specifically GEI's intent that the conclusions and recommendations stated in our report will be intended as guidance and not necessarily a firm course of action except where explicitly stated as such. WE MAKE NO WARRANTIES, EXPRESS OR IMPLIED INCLUDING WITHOUT LIMITATION, WARRANTIES AS TO MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE. In addition, the information provided under this proposal is not to be construed as legal advice.

If after reviewing this Work Plan you have any questions or need additional information, please feel free to call me at (425) 688-8852 or (425) 391-8929 fax.

Respectfully Submitted,

GALLOWAY ENVIRONMENTAL, INC.

Gary L. Galloway, LHG, CHMM, REA

President

FIGURE SITE LOCATION MAP

BFRC Retail Store - Highland Hills Shopping Center, Tacoma, WA

Source: USGS Seattle Washington Quadrangle 2°sheet

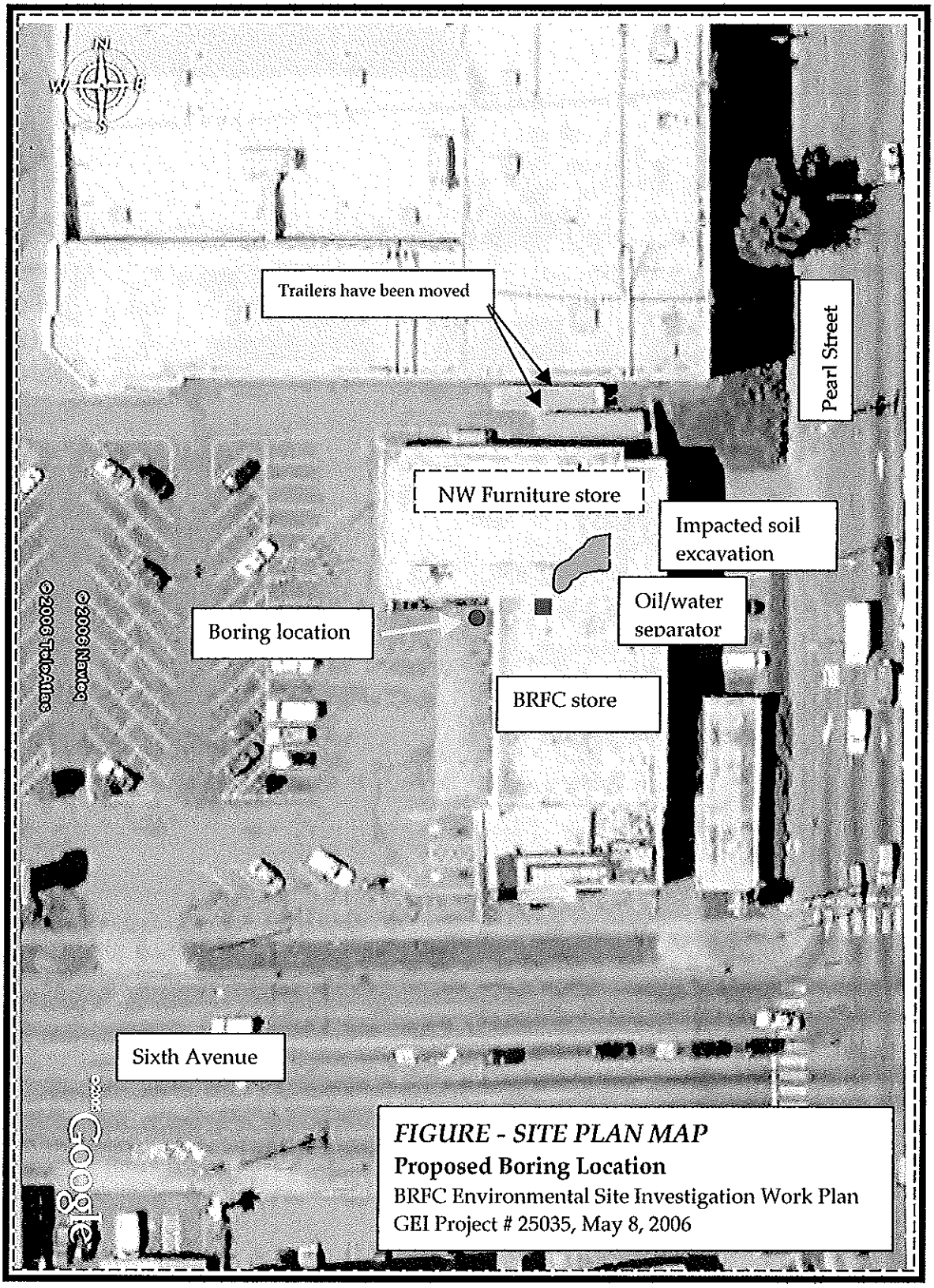
Trailers have been moved
Pearl Street
NW Furniture store
Impacted soil excavation
Oil/water separator
Boring location
BRFC store
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FIGURE - SITE PLAN MAP
Proposed Boring Location
BRFC Environmental Site Investigation Work Plan
GEI Project # 25035, May 8, 2006