STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY
PO Box 47775 • Olympia, Washington 98504-7775 • (360) 407-6300
711 for Washington Relay Service • Persons with a speech disability can call 877-833-6341

July 20, 2017

Mr. Tom McDonald
Jacobs
600 108th Avenue NE
Suite 700
Bellevue, WA 98004

Re: Notice of Periodic Review Conducted at the following Hazardous Waste Site:

- **Site Name:** Freighthouse Square
- **Site Address:** 430 East 25th Street, Tacoma, Washington 98421
- **Facility/Site Number:** 1351
- **Cleanup Site ID Number:** 719

Dear Mr. McDonald:

Under the Model Toxics Control Act (MTCA), Chapter 70.105D RCW, which governs the cleanup of hazardous waste sites in Washington State, the Department of Ecology (Ecology) must conduct a periodic review of all sites with institutional controls and Environmental Covenants every five years. This letter serves to inform you that a periodic review has been conducted at the Freighthouse Square Site.

The periodic review process includes the following steps:

- Confirmation that the Environmental Covenant is still active and recorded with the Title to the property.
- A review of any monitoring data collected since the cleanup was completed or since the last review was conducted.
- A Site visit to confirm the institutional controls and conditions of the Environmental Covenant are being followed.
- A 30-day public comment period on the draft periodic review report.

Based on the information collected during this periodic review, the Freighthouse Square Site appears to meet the requirements of Chapter 173-340 WAC, and the selected remedy continues to be protective of human health and the environment. The 30-day public comment period on the draft periodic review report ended on July 10, 2017. We received your comments on the draft report. Enclosed is Ecology's responses to your comments and a copy of the final periodic review report for your information.

A periodic review will continue to be required every five years as long as institutional controls and/or an environmental covenant are required to protect human health and the environment. The next periodic review will be due in July 2022.

If you have any questions regarding this letter or if you would like additional information regarding the cleanup of hazardous waste sites, please call me at (360) 407-6335. Thank you for your cooperation.

Sincerely,

Panjini Balaraju
Toxics Cleanup Program
Southwest Regional Office

Enclosure: (2)

By Certified Mail: [91 7199 9991 7037 1758 8600]

cc: Ben Wilkinson, Department of Transportation
Trent Ensminger, Department of Transportation
Central Files

SECOND PERIODIC REVIEW REPORT
FINAL

Freighthouse Square
Facility Site ID#: 1351
Cleanup Site ID#: 719

430 East 25th Street
Tacoma, Washington 98421

Southwest Regional Office

TOXICS CLEANUP PROGRAM

July 2017

TABEL OF CONTENTS

1.0 INTRODUCTION

This document is a review by the Washington State Department of Ecology (Ecology) of post-cleanup site conditions and monitoring data to assure that human health and the environment are being protected at the Freighthouse Square (Site). Cleanup at this Site was implemented under the Model Toxics Control Act (MTCA), Chapter 173-340 WAC. The first periodic review was conducted in March 2012 and this periodic review evaluates the period from April 2012 through April 2017.

Cleanup activities at this Site were completed under the Voluntary Cleanup Program. The cleanup actions resulted in residual concentrations of petroleum hydrocarbons, cadmium and lead exceeding MTCA Method A cleanup levels for groundwater. The MTCA Method A cleanup levels for soil are established under WAC 173-340-740(2). The MTCA Method A cleanup levels for groundwater are established under WAC 173-340-720(3). 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 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, 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 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 Freighthouse Square property is located at 430 E 25th Street, Tacoma in Pierce County, Washington. Remedial activities were conducted at the Site under the Voluntary Cleanup Program. A No Further Action (NFA) determination was issued for the Site on June 27, 2003. A Restrictive Covenant was recorded for the property on July 29, 2003. Vicinity and Site maps are available as Appendix 6.1 and Appendix 6.2, respectively.

The Site occupies a three-block area bounded by East 25th Street to the North, East D Street to the West, Sound Transit and Tacoma Rail lines to the South, and East G Street to the East. Historically, the Site was occupied by West Coast Bottling Works, Olympic Ice and Machine Company, and Lundgren Dealer Supply. Olympic Ice and Machine Company occupied the Site in 1912 and likely stored and used diesel fuel and Bunker C oil for an industrial boiler in the facility.

In 1993, heavy petroleum hydrocarbon contamination was encountered by BP Construction, Inc. during excavation for the lower level of the Freighthouse Square building.

2.2 Cleanup Levels

MTCA Method A cleanup levels for unrestricted land use were used for the Site. Current MTCA Method A cleanup levels have changed significantly since remedial activities were conducted in 1993. However, 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"

A NFA determination was issued for the Site in 2003. However, since the remedial actions were conducted in 1993, MTCA Method A cleanup levels prior to 2001 will be used to determine whether or not the remedial activities at the Site have been effective in protecting human health and the environment. Nonetheless, for the contaminants of concern, the current MTCA Method A cleanup levels are either unchanged or higher than the previous cleanup levels.

2.3 Summary of Cleanup Actions

In August 1993, heavy petroleum hydrocarbon contamination was encountered by BP Construction Inc. during excavation activities for the lower level of the new Freighthouse Square building. Small rectangular metal containers and pipes were found in fill material in the vicinity of contaminated soils. Six initial soil samples were analyzed for heavy petroleum hydrocarbons by WTPH-418.1, and three samples were analyzed for diesel and heavy petroleum hydrocarbons

by WTPH-D and WTPH-D extended. Sample results indicated the presence of heavy oil-range petroleum hydrocarbons (TPH-O) at concentrations exceeding MTCA Method A cleanup levels.

Remedial excavation was conducted prior to construction activities. Soil was screened for excavation using thin layer chromatography. TPH-O contaminated soil was excavated at the Site using a backhoe. The clean soil was segregated from contaminated soil and stored on visqueen prior to disposal. Approximately 12 cubic yards of contaminated soil were hauled in dump trucks to Rabanco Disposal Company in Seattle. A total of six post excavation soil samples were collected and the results were below MTCA Method A cleanup levels. However, some TPH-O contaminated soils may remain on the Site.

Table 1: Confirmation Soil Sample Results and Soil Cleanup Levels

Sample Number	Diesel (mg/kg) WTPH-D	>Diesel (mg/kg) WTPH-Dx	WTPH-418.1 (mg/kg)
S-4	NA	NA	ND
S-6/7	NA	16	150
S-11	NA	31	88
S-12	NA	NA	ND
S-16	NA	NA	35
S-21	ND	153	109
Cleanup Level	**200**	**200**	

NA: Not analyzed
ND: Non-detect
mg/kg: milligrams per kilogram

In addition, soil samples were also analyzed for metals. None of the metal concentrations exceeded MTCA Method A cleanup levels.

Table 2: Maximum Soil Metal Concentrations and Cleanup Levels

Contaminant	Arsenic (mg/kg)	Cadmium (mg/kg)	Chromium (mg/kg)	Lead (mg/kg)
Soil Sample Results	7.4	1.6	19	150
1996 MTCA Method A Cleanup Level	**20**	**2**	**100**	**250**
Current (2013) MTCA Method A Cleanup Level	**20**	**2**	**19/2,000***	**250**

Note: * chromium VI/chromium III

Grab samples of groundwater were also collected from the remedial excavation. These grab samples included sampling of sheens on the water surface and "black globs" suspended in

ground water. Laboratory results for these samples indicated TPH-O contamination that exceeded the Method A Groundwater Cleanup level of one (1) micrograms per liter (µg/L) at locations next to leaking buried containers and pipes. Cadmium (27 µg/L), chromium (260 µg/L) and lead (2700 µg/L) were also detected in groundwater from a grab sample collected from the excavation. These concentrations exceeded the MTCA Method A Groundwater Cleanup level of 5, 50 and 5 µg/L, respectively.

Table 3: Groundwater Grab Sample Results and Cleanup Levels

Contaminant	TPH-O (µg/L)	Cadmium (µg/L)	Chromium (µg/L)	Lead (µg/L)
Groundwater Sample Results	>1000	27	260	2700
1996 MTCA Method A Cleanup Levels	1000	5	50	5
Current (2013) MTCA Method A Cleanup Levels	500	5	50	15

Due to the heavy-oil nature of petroleum-oil contamination, the limited metals concentrations, and the groundwater is not being used as a drinking water source, it was determined that ground water contamination did not pose a significant threat to human health or the environment. The Site was deemed eligible for a NFA determination by Ecology if institutional controls were used to limit groundwater and property use.

2.4 Phase II Environmental Site Assessment – 2014 and 2015

During November 2014 and 2015, the Department of Transportation (DOT) hired Shannon and Wilson for conducting a Phase II Environmental Site Assessment (ESA) as part of Point Defiance Bypass Project to construct a new Tacoma Amtrak Cascades Station (TACS) on a portion of the property. Twelve geoprobe and fourteen auger borings were drilled at the Site and a total of 88 soil samples were collected at different depths for laboratory analysis. Out of 88 soil samples, only selected soil samples were analyzed for gasoline-diesel-and oil-range total petroleum hydrocarbons (TPH-G, TPH-D and TPH-O), volatile organic hydrocarbons (VOCs), semivolatile organic compounds (SVOCs), polychlorinated biphenyls (PCBs), polycyclic aromatic hydrocarbons (PAHs), metals, and lead by Toxicity Characteristic Leaching Procedure (TCLP).). Results of soil samples indicated that carcinogenic PAHs (cPAHs: 0.58 mg/kg – 15 mg/kg) and TPH-O (4,300 mg/kg) concentrations exceeded both 1996 and current MTCA Method A cleanup levels as presented in Table 4.

In addition, a total of 11 groundwater samples were also collected for laboratory analysis. All samples were analyzed for TPH-G, TPH-D, TPH-O, total dissolved priority pollutant metals, semivolatile organic compounds (SVOCs), and volatile organic compounds. The dissolved arsenic concentration (7.5 µg/L – 13 µg/L) exceeded both 1996 and current MTCA Method A cleanup level of 5 µg/L. The TPH-D concentration of 670 µg/L did not exceed 1996 MTCA Method A cleanup level of 1000 µg/L; however, it exceeded the current MTCA Method A

cleanup level of 500 µg/L. Soil and groundwater sampling locations and results are available as Appendix 6.4.

Table 4: Soil and Groundwater Concentration Exceedances

Contaminant	Soil (mg/kg)	Groundwater (µg/L)	1996 MTCA Method A Cleanup Levels		Current MTCA Method A Cleanup Levels	
			Soil mg/kg	Groundwater µg/L	Soil mg/kg	Groundwater µg/L
TPH-D	4,300	670	200	1,000	2,000	500
cPAHs	0.58-15.0	ND	1.0	0.1	0.1	0.1
Arsenic	ND	7.5 to 13	20	5.0	20	5.0

In June 2016, the DOT demolished part of the Freighthouse Square structure/building and started the construction of a new TACS. This involved the removal of the existing footing and new excavation for the installation of a new foundation for building the TACS. Photos 4, 5, and 6, in Appendix 6.6 (Photo Log) shows the construction of the new TACS.

The DOT is in the process of acquiring a portion of the Freighthouse Square Property for the construction of a new TACS. Once the DOT legally owns the new TACS portion of the Property, Ecology will coordinate with DOT and the Owner of other portion the Property for recording Amended Restrictive Covenants implementing the restrictions on the soil and groundwater at the Site.

2.5 Restrictive Covenant

A Restrictive Covenant was recorded for the Site on July 29, 2003. The Restrictive Covenant imposes the following limitations:

Section 1: No groundwater may be taken for any use from the property.

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 groundwater containing 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 Restrictive 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 may be inconsistent with the terms of this Restrictive 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, 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 Restrictive Covenant shall no longer limit use of the Property or be of any further force of 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 6.5.

3.0 FIVE-YEAR REVIEW

3.1 Effectiveness of completed cleanup actions

Cleanup actions at the Site were intended to eliminate human exposure to contaminated soils and groundwater. The exposure pathway to any remaining residual contaminated soils (ingestion, direct contact) has been reduced by the presence of asphalt surface and buildings on the Site, as well as the excavation conducted during the initial cleanup. Property restrictions imposed by a Restrictive Covenant were used to close this pathway.

The Site visit conducted on May 17, 2017 showed no indications of Site surface integrity being compromised. The Restrictive Covenant includes paved areas and a portion of the railroad corridor which is not paved. Overall all the asphalt/concrete pavements are in good or satisfactory conditions.

The groundwater with TPH-O, cadmium, and lead concentrations higher than MTCA Method A cleanup levels may still be present at the Site. The deed restriction, structures and asphalt surface prevent human exposure to soil and groundwater contamination by ingestion and direct contact.

The remedy implemented for this site remains protective of human health and the environment.

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

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

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

This cleanup is governed by Chapter 173-340 WAC (1996 ed.). This regulation was amended in 2001. Although TPH cleanup levels changed as a result of this modification, Site cleanup levels will not change. 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."

Although cleanup levels changed for lead and petroleum hydrocarbons as a result of modifications to MTCA in 2001, contamination remains at the Site above MTCA Method A cleanup levels and the cleanup action is still protective of human health and the environment.

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 MTCA Method A cleanup levels. The presence of improved analytical techniques would not effect decisions or recommendations made for the Site.

4.0 CONCLUSIONS

- The remedial action conducted at the Site appears to be protective of human health and the environment.

- Some TPH-D, TPH-O and cPAHs soil 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 groundwater cleanup levels for TPH-O, arsenic, cadmium, chromium, mercury and lead may not have been met at the Site. However, the Freighthouse and other areas in the vicinity have the City Water Supply and it is extremely low probability that the Site groundwater will be used for drinking water purposes.

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

Based on this review, Ecology has determined that the remedial actions conducted at the Site continue to be protective of human health and the environment. The requirements of the Restrictive Covenant are being satisfactorily followed and no additional remedial actions are required at this time. It is the property owner's responsibility to continue to inspect the Site to assure that the limitations of the Restrictive Covenant are being followed and no new exposure pathways are created at the Site.

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

Shannon and Wilson, Inc. September 15, 2015. Phase II Environmental Site Assessment and Remedial Cost Estimate, Freighthouse Square, Tacoma, Washington.

Engineering Geosciences, Inc. 1993. Site Remediation Report – Freighthouse Square.

Ecology. 2003. No Further Action Letter.

Ecology. 2003. Restrictive Covenant.

Ecology. May 17, 2017 Site Visit.

6.0 APPENDICIES

6.1 Vicinity Map

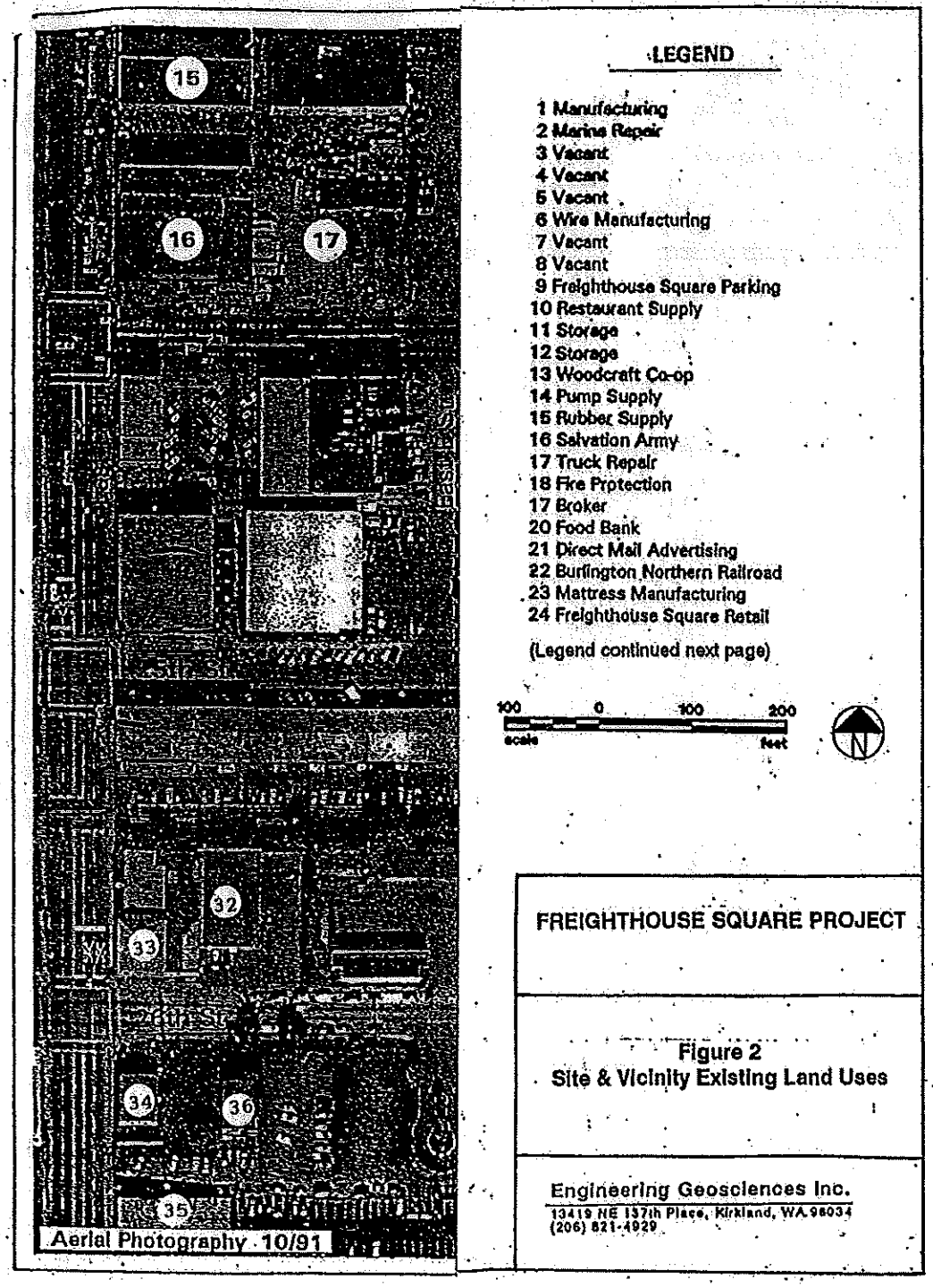
Site Vicinity Map

Scale 1:24000

Reference: USGS 7.5 Minute Series (Topographic) - Tacoma North and South Quadrangles, WA

Engineering Geosciences, Inc. 13419 NE 137th Place, Kirkland WA 98034 Tel: (206) 821-4929 Fax: (206) 821-4929	**Project and Location:** Freighthouse Square Site Tacoma, Washington **Project No.:** 0520293	**Figure** **1**

6.2 Site Plan


15
16
17
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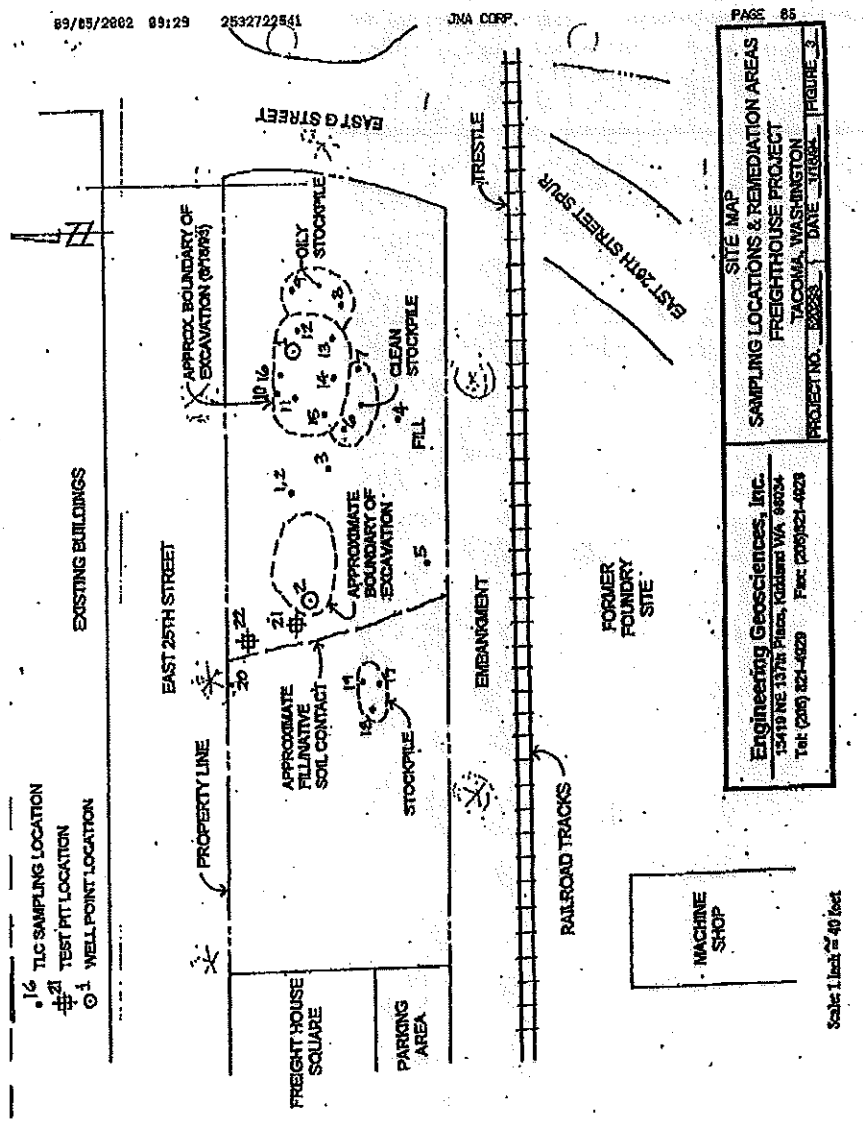
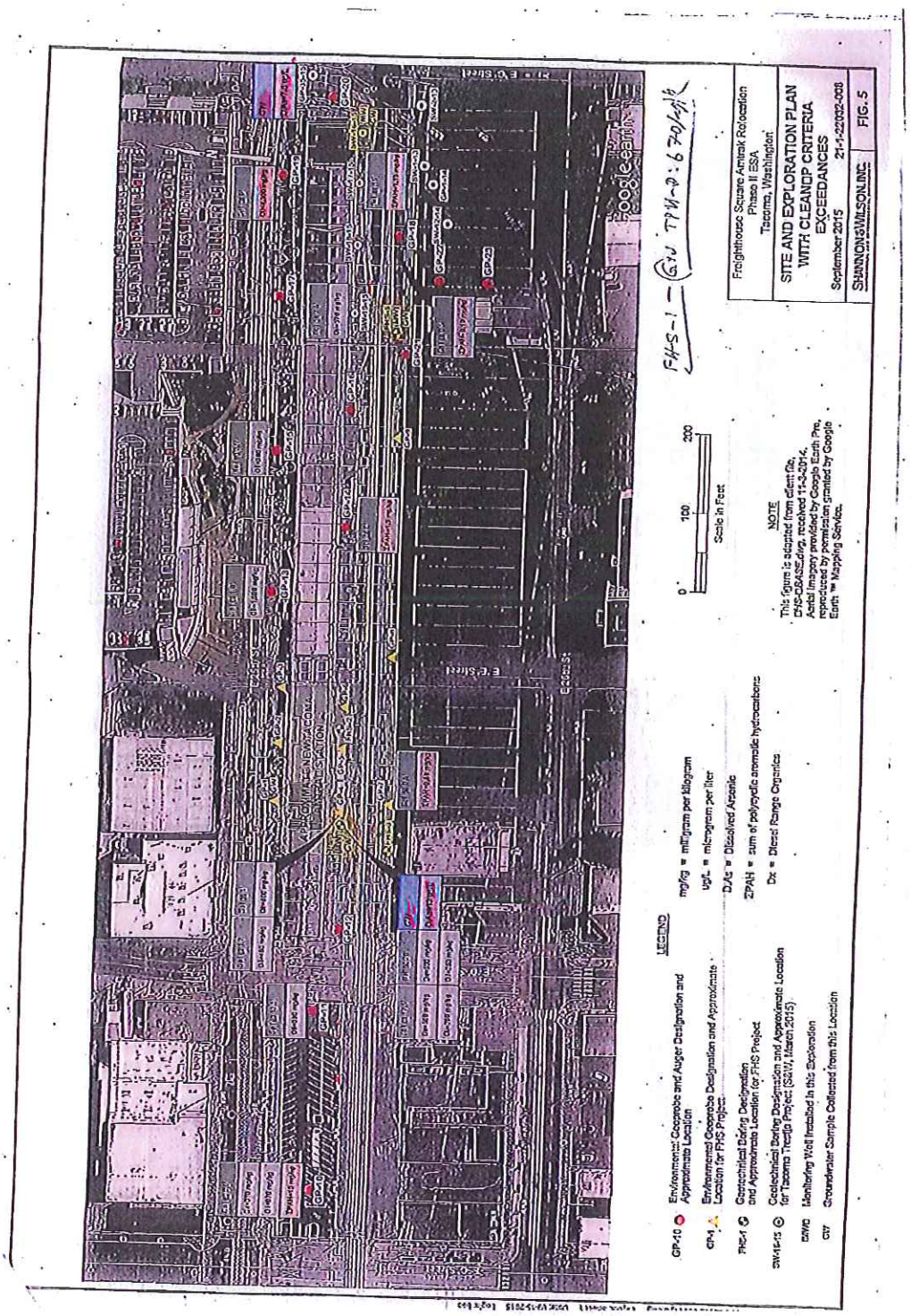
36
35
Aerial Photography 10/91
LEGEND
1 Manufacturing
2 Marine Repair
3 Vacant
4 Vacant
5 Vacant
6 Wire Manufacturing
7 Vacant
8 Vacant
9 Freighthouse Square Parking
10 Restaurant Supply
11 Storage
12 Storage
13 Woodcraft Co-op
14 Pump Supply
15 Rubber Supply
16 Salvation Army
17 Truck Repair
18 Fire Protection
17 Broker
20 Food Bank
21 Direct Mail Advertising
22 Burlington Northern Railroad
23 Mattress Manufacturing
24 Freighthouse Square Retail
(Legend continued next page)
100 0 100 200
scale feet
N
FREIGHTHOUSE SQUARE PROJECT
Figure 2
Site & Vicinity Existing Land Uses
Engineering Geosciences Inc.
13419 NE 137th Place, Kirkland, WA 98034
(206) 821-4929

6.3 Sampling Locations and Remediation Areas



6.4 November 2014 and 2015 Phase II Environmental Site Assessment – Soil and Groundwater Sampling Locations and Results



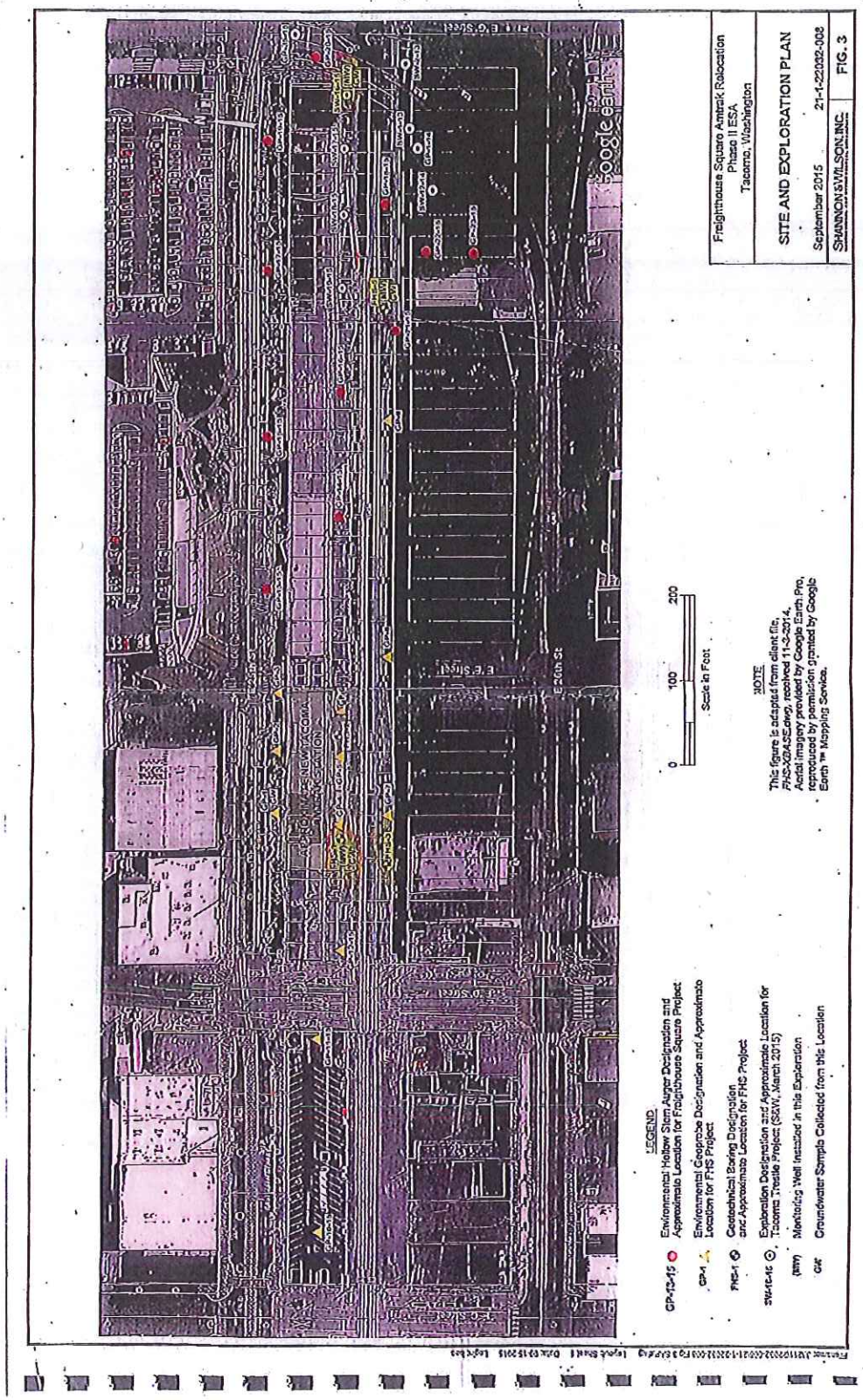

LEGEND
Environmental Hollow Stem Auger Designation and Approximate Location for Freighthouse Square Project
Environmental Geoprobe Designation and Approximate Location for FHS Project
Geotechnical Boring Designation and Approximate Location for FHS Project
Exploration Designation and Approximate Location for Tacoma Trestle Project (SKW, March 2015)
Monitoring Well Installed in this Exploration
Groundwater Sample Collected from this Location
0
100
200
Scale in Foot
NOTE
This figure is adapted from client file, FHS-XBASE.dwg, received 11-3-2014. Aerial imagery provided by Google Earth Pro, reproduced by permission granted by Google Earth ™ Mapping Service.
Freighthouse Square Amtrak Relocation
Phase II ESA
Tacoma, Washington
SITE AND EXPLORATION PLAN
September 2015
21-1-22032-008
SHANNON&WILSON,INC.
FIG. 3

TABLE 2
SUMMARY OF SOIL ANALYTICAL RESULTS
PARCEL #2075200011 (FHS PARKING LOT)

Parameter	Method	Model Toxics Control Act Method A Soil Cleanup Levels (1996), milligrams per kilogram		Model Toxics Control Act Method B Soil Cleanup Levels (2015), milligrams per kilogram		GP-10 8/19/2015			GP-11 8/19/2015			
		Unrestricted	Industrial	Non-Cancer	Cancer	0.5 feet	6 feet	13 feet	0.5 feet	6 feet	13.5 feet	(DUP) 13.5 feet
Petroleum Hydrocarbons												
Gasoline-Range	NWTPH-Gx	100	100	NE	NE	<7.9	--	<4.6	<4.9	--	<5.3	<4.4
Diesel-Range	NWTPH-Dx	200	200	NE	NE	370	<33	<29	<28	<30	<32	<28
Oil-Range		200	200	NE	NE	870	<65	<58	<55	<59	350	<56
Metals												
Arsenic	EPA 6010C/7471B	20	200	24	0.67	<13	--	<12	<11	--	<13	<11
Barium		NE	NE	16,000	NE	1100	--	69	75	--	150	55
Cadmium		2	10	80	NE	<0.64	--	<0.58	<0.55	--	<0.64	<0.56
Chromium[A]		100	500	120,000	NE	18 (J)	--	46 (J)	41 (J)	--	150 (J)	26
Chromium[A,B] - TCLP	EPA 1311/ 6010C	--	--	--	--	--	--	--	--	--	0.020	--
Lead	EPA 6010C/ 7471B	250	1,000	NE	NE	8.0	--	<5.8	28	--	<6.4	<5.6
Mercury	EPA 6010C/7471B	1	1	NE	NE	<0.32	--	<0.29	<0.28	--	<0.32	<0.28
Selenium		NE	NE	400	NE	<13	--	<12	<11	--	<13	<11
Silver		NE	NE	400	NE	<1.3	--	<1.2	<1.1	--	<1.3	<1.1
Detected VOCs												
Acetone	EPA 8260C	NE	NE	72,000	NE	<0.015	--	<0.0062	<0.0095	0.0078	0.021	<0.0076
Carbon Disulfide		NE	NE	8,000	NE	0.0045	--	0.0025	<0.00095	<0.00068	0.0013	0.00096
2-Butanone		NE	NE	48,000	NE	<0.0077	--	<0.0031	<0.0018	<0.0034	<0.0047	<0.0038
All other VOCs		NA	NA	NA	NA	<RL	--	<RL	<RL	<RL	<RL	<RL
Detected SVOCs and/or PAHs												
Naphthalene	EPA 8270D SIM	NE	NE	1,600	NE	1.2	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
2-Methylnaphthalene				320	NE	0.52	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
1-Methylnaphthalene				5,600	34.48	0.40	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Acenaphthylene		NE	NE	NE	NE	0.59	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Acenaphthene		NE	NE	4,800	NE	0.12	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Dibenzofuran	EPA 8270D	NE	NE	80	NE	<0.43	<0.044	<0.038	<0.037	--	<0.043	<0.037
Fluorene	EPA 8270D SIM	NE	NE	3,200	NE	0.72	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Phenanthrene		NE	NE	NE	NE	9.2	<0.0087	<0.0077	0.0085	--	<0.0085	<0.0075
Anthracene		NE	NE	24,000	NE	2.4	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Fluoranthene		NE	NE	3,200	NE	21	<0.0087	<0.0077	0.026	--	<0.0085	<0.0075
Pyrene		NE	NE	2,400	NE	24	0.0098	<0.0077	0.029	--	0.011	<0.0075
Benzo(a)anthracene		NE	NE	NE	1.37	11	<0.0087	<0.0077	0.020	--	<0.0085	<0.0075
Chrysene		NE	NE	NE	136.99	11	<0.0087	<0.0077	0.020	--	<0.0085	<0.0075
bis(2-Ethylhexyl)phthalate	EPA 8270D	NE	NE	1,600	71.43	<0.43	<0.044	<0.038	<0.037	--	<0.043	<0.037
Benzo(b)fluoranthene	EPA 8270D SIM	NE	NE	NE	1.37	12	<0.0087	<0.0077	0.019	--	<0.0085	<0.0075
Benzo(j,k)fluoranthene		NE	NE	NE	13.7	4.3	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Benzo(a)pyrene		NE	NE	NE	0.14	11	<0.0087	<0.0077	0.021	--	<0.0085	<0.0075
Indeno(1,2,3-cd)pyrene		NE	NE	NE	1.37	6.0	<0.0087	<0.0077	0.011	--	<0.0085	<0.0075
Dibenz(a,h)anthracene		NE	NE	NE	0.14	1.7	<0.0087	<0.0077	<0.0074	--	<0.0085	<0.0075
Benzo(g,h,i)perylene		NE	NE	NE	NE	6.6	<0.0087	<0.0077	0.010	--	<0.0085	<0.0075
All other SVOCs/PAHs		NA	NA	NA	NA	NE	NE	<RL	<RL	--	<RL	<RL
TEF-adjusted cPAHs		1	20	NA	NA	15	<RL	<RL	0.028	--	<RL	<RL
PCBs												
All PCBs	EPA 8082A	1	10	1.6 to 5.6	0.50 to 14.29	<0.064	<0.050	--	--	--	<0.054	--

Notes:
[A] Screening criteria are for chromium (III)
[B] Dangerous Waste criteria for chromium is 5 milligrams per liter
-- = not analyzed
< = parameter not detected above the method detection limit shown
Bold font indicates parameter detected above method detection limits.
Shaded cell indicates parameter detected above one or more screening criteria.
cPAHs = carcinogenic polycyclic aromatic hydrocarbons
DUP = duplicate sample
EPA = US Environmental Protection Agency
J = estimated value following data quality review
NA = not applicable
NE = no criterion established
NWTPH-Dx = analysis for diesel and oil-range hydrocarbons by method Northwest Total Petroleum Hydrocarbon Diesel
NWTPH-Gx = analysis for gasoline-range hydrocarbons by method Northwest Total Petroleum Hydrocarbon Gasoline
PAHs = polycyclic aromatic hydrocarbons
PCBs = polychlorinated biphenyls
RL = parameter not detected above the respective method detection limits
SIM = Selective Ion Monitoring
TCLP = analysis for Toxicity Characteristic Leaching Procedure compounds by U.S. Environmental Protection Agency method 1311/6010C
TEF = toxicity equivalence factor
VOCs = volatile organic compounds

SHANNON & WILSON, INC.

TABLE 3
SUMMARY OF SOIL ANALYTICAL RESULTS
PARCEL #2975220011 (FBS WEST PARCEL)

SHANNON & WILSON, INC.

TABLE 4
SUMMARY OF SOIL ANALYTICAL RESULTS
PARCEL #2075240011 (PES CENTER PARCEL)

21-1-22022-005

SHANNON & WILSON, INC.

TABLE 5
SUMMARY OF SOIL ANALYTICAL RESULTS
PARCEL #2075240013 (FHS EAST PARCEL)

Parameter	Method	Model Toxics Control Act Method A Soil Cleanup Levels (1996), milligrams per kilogram		Model Toxics Control Act Method B Soil Cleanup Levels (2015), milligrams per kilogram		CP-17 8/21/2015		CP-19 8/21/2015			CP-28 8/21/2015				
		Unrestricted	Industrial	Non-Cancer	Cancer	2 feet	17 feet	4.5 feet	8 feet	17 feet	0.5 feet	9 feet	17 feet	(DUP) 17 feet	25 feet
Petroleum Hydrocarbons															
Gasoline-Range	NWTPH-Gx	100	100	NE	NE	<4.3	<3.8	<4.6	<5.8	<4.6	<4.3	<5.0	<6.6	<7.5	<11
Diesel-Range	NWTPH-Dx	200	200	NE	NE	<27	<31	<310	<31	<28	<26	<33	<34	<37	<47
Oil-Range		200	200	NE	NE	84	<62	4300	78	<57	120	130	<72	<73	150
Metals															
Arsenic	EPA 6010C/7471B	20	20	24	0.67	<11	<12	<10	<13	<11	<10	<13	<14	<15	<17
Barium		NE	NE	16,000	NE	58	56	49	120	62	36	110	20	71	55
Cadmium		2	10	80	NE	<0.54	<0.62	<0.51	<0.63	<0.57	<0.52	<0.66	<0.72	<0.73	<0.84
Chromium^		100	500	120,000	NE	32	37	28	58	40	36	51	38	16	31
Copper		NE	NE	3,200	NE	17	—	—	—	—	39	—	—	—	—
Lead	EPA 6010C/7471B	250	1,000	NE	NE	<5.4	<6.2	<5.1	<6.3	<5.7	38	46	<7.2	<7.7	48
Mercury	EPA 6010C/7471B	2	2	NE	NE	<0.27	<0.31	<0.26	<0.31	<0.28	<0.26	<0.33	<0.36	<0.37	<0.42
Nickel		NE	NE	880	NE	41	—	—	—	—	12	—	—	—	—
Selenium		NE	NE	400	NE	<11	<12	<10	<13	<11	<16	<13	<14	<15	<17
Silver		NE	NE	400	NE	<1.1	<1.2	<1.0	<1.3	<1.1	<1.0	<1.3	<1.4	<1.5	<1.7
Zinc		NE	NE	24,000	NE	37	—	—	—	—	52	—	—	—	—
Detected VOCs															
Acetone	EPA 8260C	NE	NE	72,000	NE	<0.0033	<0.0046	0.015	0.046	<0.0045	<0.0048	0.030	0.038	0.058	0.094
Carbon Disulfide		NE	NE	8,000	NE	<0.00071	<0.00092	<0.0011	<0.0010	<0.00089	<0.00058	<0.00063	0.0016	0.0075	0.0034
2-Butanone		NE	NE	48,000	NE	<0.0033	<0.0046	0.0065	0.010	<0.0045	<0.0040	0.0074	0.0097	0.018	0.028
p-Isopropyltoluene		NE	NE	NE	NE	<0.00071	<0.00092	<0.0011	<0.0010	<0.00089	<0.00080	0.0014	<0.00077	<0.00035	<0.0012
All other VOCs		NA	NA	NA	NA	<RL	<RL	<RL	<RL	<RL	<RL	<RL	<RL	<RL	<RL
Detected SVOCs and/or PAHs															
(3+4)-Methylphenol (m,p-Cresol)	EPA 8270D	NE	NE	NE	NE	<0.036	<0.041	<0.85	<0.23	<0.038	<0.035	0.053	<0.048	<0.049	<0.036
Naphthalene	EPA 8270D SIM	NE	NE	1,600	NE	<0.0072	<0.0082	<0.068	0.019	<0.0075	0.017	0.22	<0.0096	<0.0098	0.023
2-Methylnaphthalene				320	NE	<0.0072	<0.0082	0.670	0.0085	<0.0075	0.011	0.11	<0.0096	<0.0098	0.013
1-Methylnaphthalene				5,600	34.48	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.0094	0.12	<0.0096	<0.0098	<0.011
Acenaphthylene		NE	NE	NE	NE	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.040	0.036	<0.0096	<0.0098	<0.011
Acenaphthene		NE	NE	4,800	NE	<0.0072	<0.0082	<0.068	0.0097	<0.0075	0.0080	0.068	<0.0096	<0.0098	<0.011
4-Nitrophenol	EPA 8270D	NE	NE	NE	NE	<0.036	<0.041	<0.85	<0.21	<0.038	<0.035	<0.044	<0.049	0.049	<0.056
Dibenzofuran		NE	NE	80	NE	<0.036	<0.041	<0.85	<0.21	<0.038	<0.035	0.054	<0.048	<0.049	<0.056
Fluorene	EPA 8270D SIM	NE	NE	3,200	NE	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.017	0.055	<0.0096	<0.0098	<0.011
Fluoranthene		NE	NE	NE	NE	<0.0072	<0.0082	0.17	0.024	<0.0075	0.30	0.17	<0.0096	<0.0098	0.022
Anthracene		NE	NE	24,000	NE	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.096	0.059	<0.0096	<0.0098	<0.011
Phenanthrene		NE	NE	[illegible]	NE	<0.0072	<0.0082	<0.068	0.012	<0.0075	0.32	0.078	<0.0096	<0.0098	0.048
Pyrene		NE	NE	2,400	NE	<0.0072	<0.0082	<0.068	0.013	<0.0075	0.36	0.083	<0.0096	0.030	0.037
bis(2-Ethylhexyl)adipate	EPA 8270D	NE	NE	[illegible]	NE	0.439	<0.041	<0.85	<0.21	<0.038	<0.035	<0.044	<0.048	<0.049	0.060
Benzo(a)anthracene	EPA 8270D SIM	NE	NE	NE	1.37	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.15	0.045	<0.0096	<0.0098	0.024
Chrysene		NE	NE	NE	136.99	<0.0072	<0.0082	0.10	0.011	<0.0075	0.16	0.047	<0.0096	<0.0098	0.025
bis(2-Ethylhexyl)phthalate	EPA 8270D	NE	NE	1,600	71.43	<0.036	<0.041	<0.85	<0.21	<0.038	0.048	<0.044	<0.045	<0.049	<0.056
Benzo(b)fluoranthene	EPA 8270D SIM	NE	NE	NE	1.37	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.18	0.043	<0.0096	<0.0098	0.019
Benzo(k)fluoranthene		NE	NE	NE	13.7	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.058	0.013	<0.0096	<0.0098	<0.011
Benzo(a)pyrene		0.1	2	NE	0.14	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.16	0.037	<0.0096	<0.0098	0.015
Indeno(1,2,3-cd)pyrene		NE	NE	NE	1.37	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.10	0.025	<0.0096	<0.0098	<0.011
Dibenz(a,h)anthracene		NE	NE	NE	0.14	<0.0072	<0.0082	<0.068	<0.0084	<0.0075	0.021	<0.0087	<0.0096	<0.0098	<0.011
Benzo(g,h,i)perylene		NE	NE	NE	NE	<0.0072	<0.0082	0.07	<0.0084	<0.0075	0.11	0.020	<0.0096	<0.0098	<0.011
All other SVOCs/PAHs		NA	NA	NA	NA	0.039	<RL	<RL	<RL	<RL	<RL	<RL	<RL	<RL	<RL
TEF adjusted cPAHs		0.1	2	NA	NA	<RL	<RL	0.063	0.077	<RL	0.22	0.051	<RL	<RL	0.021
PCBs															
All PCBs	EPA 8082A	1	10	1.6 to 3.6	0.50 to 14.29	<0.054	—	<0.051	<0.057	—	<0.052	<0.062	—	—	<0.084

Notes:
[illegible]

SVOCs = semivolatile organic compounds
TEF = toxicity equivalency factor
VOCs = volatile organic compounds

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21-1-22032-008

SHANNON & WILSON, INC.

TABLE 6
SUMMARY OF SOIL ANALYTICAL RESULTS
PARCEL #2075220016 (SOUND TRANSIT RIGHT-OF-WAY)

6.5 Restrictive Covenant

200307240860 16 PGS
07-24-2003 03:36pm $34.00
PIERCE COUNTY, WASHINGTON

RECEIVED
JUL 29 2003
Washington State
Department of Ecology

Return Address:
MR. BOB DEIGERT
FREIGHTHOUSE SQUARE MANAGEMENT, LLC
9138 189TH PLACE SOUTHWEST
EDMONDS, WA 98026

Document Title:
RESTRICTIVE COVENANT

TICOR
W-C

Grantor(s):
WINDERS FREIGHTHOUSE LLC, TACOMA FREIGHTHOUSE LLC, WORLDFAMOUS FREIGHTHOUSE LLC, BARRY'S FREIGHTHOUSE LLC, BEA'S FREIGHTHOUSE LLC; FREIGHTHOUSE SQUARE
__Additional Names on Page _____ of Document.

THIS IS A TRUE AND CERTIFIED COPY OF THE ORIGINAL.
BY:

Grantee(s):
THE PUBLIC

__Additional Names on Page _____ of Document.

HUNG T. NGUYEN
NOTARY PUBLIC
STATE OF WASHINGTON
COMMISSION EXPIRES
07-12-07

Legal Description (abbreviated: i.e. lot, block, plat or section, township range)
PORTION OF BLOCK 7520, 7522, 7524, 7526, TACOMA LAND COMPANY'S FIRST ADD TO TACOMA

__Legal Description is on Page _____ of Document.

Reference Number(s) of Documents Assigned or Released:
N/A

__Additional Reference Numbers on Page _____ of Document.

Assessor's Property Tax Parcel/Account Number:
2075240013, 0011, 2075220011, 2075200011, 0015

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.

84

I am requesting an emergency nonstandard recording for an additional fee as provided in RCW 36.18.010. I understand that the recording processing requirements may cover up or otherwise obscure some part of the text of the original document.

Elissa Dewish

Signature of Requesting Party (Required for non-standard recordings only)
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MODEL RESTRICTIVE COVENANT
Page 1

RESTRICTIVE COVENANT

WINDERS FREIGHTHOUSE LLC, TACOMA FREIGHTHOUSE LLC, WORLDFAMOUS FREIGHTHOUSE LLC, BARRY'S FREIGHTHOUSE LLC, BEA'S FREIGHTHOUSE LLC; Freighthouse Square

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

An independent remedial action (hereafter "Remedial Action") occurred at the property that is the subject of this Restrictive Covenant. The Remedial Action conducted at the property is described in the following document[s]:

- Engineering Geosciences Inc., Site Remediation Report Freighthouse Square, January, 7, 1994.
- Archived Freighthouse Square file, and associated correspondence

These documents are on file at Ecology's Southwest Regional Office. They can be reviewed by appointment by calling the Southwest Regional Office Resource Person at (360) 407-6365.

This Restrictive Covenant is required because the Remedial Action resulted in residual concentrations of Total Petroleum Hydrocarbons as diesel and heavy oil, and lead and cadmium which

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exceed the Model Toxics Control Act Method A Residential Cleanup Level(s) for Groundwater established under WAC 173-340-720.

The undersigned, Winders Freighthouse LLC, Tacoma Freighthouse LLC, Worldfamous Freighthouse LLC, Barry's Freighthouse LLC, and Bea's Freighthouse LLC, are the fee owners 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.

Winders Freighthouse LLC, Tacoma Freighthouse LLC, Worldfamous Freighthouse LLC, Barry's Freighthouse LLC, and Bea's Freighthouse LLC, make 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.

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 groundwater containing 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 Restrictive 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 Restrictive 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,

MODEL RESTRICTIVE COVENANT
Page 4

to inspect remedial actions conducted at the property, 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 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.

_____

[NAME OF PROPERTY OWNER AND DATE SIGNED]

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Legal for Freighthouse Square.

COMMONWEALTH TITLE COMPANY

STANDARD OWNER POLICY

SCHEDULE A

(Continued)

Policy No.: 3013262

LEGAL DESCRIPTION

PARCEL A:

THE NORTHERLY 77 FEET OF THE EASTERLY 135 FEET OF BLOCK 7524, AND THE NORTHERLY 77 FEET OF BLOCK 7526, TACOMA LAND COMPANY'S FIRST ADDITION TO TACOMA, ACCORDING TO PLAT FILED FOR RECORD JULY 7, 1884 IN THE OFFICE OF THE COUNTY AUDITOR, IN PIERCE COUNTY, WASHINGTON.

TOGETHER WITH THAT PORTION OF EAST "F" STREET, VACATED BY CITY OF TACOMA ORDINANCE NOS. 3128 AND 23949, ADJOINING THE NORTHERLY 77 FEET OF SAID BLOCKS 7524 AND 7526.

EXCEPT FROM SAID BLOCK 7526, THAT PORTION APPROPRIATED BY THE CITY OF TACOMA FOR THE CONSTRUCTION AND MAINTENANCE OF A PUBLIC STREET, BY DECREE ENTERED SEPTEMBER 12, 1928 IN PIERCE COUNTY SUPERIOR COURT CAUSE NO. 61287, AND BEING DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF SAID BLOCK 7526; THENCE NORTHERLY ALONG THE EAST LINE OF SAID BLOCK, A DISTANCE OF 119.73 FEET; THENCE IN A SOUTHWESTERLY DIRECTION ON A CURVE TO THE RIGHT HAVING A RADIUS OF 538 FEET AND CONCENTRIC WITH A CURVE HAVING A RADIUS OF 573 FEET, WHOSE TANGENT AT A POINT ON THE CENTER LINE OF EAST "G" STREET, 36.80 FEET SOUTH OF THE CENTER LINE OF EAST 25TH STREET, MAKING AN ANGLE OF 14°22' TO THE SOUTHWEST WITH THE SAID CENTER LINE OF EAST "G" STREET, A DISTANCE OF 130.04 FEET TO A POINT OF COMPOUND CURVE; THENCE CONTINUING SOUTHWESTERLY ON A CURVE TO THE RIGHT HAVING A RADIUS OF 283 FEET, A DISTANCE OF 1.32 FEET TO A POINT ON THE SOUTH LINE OF SAID BLOCK 7526, SAID POINT BEING 2.84 FEET WEST OF THE SOUTHEAST CORNER OF LOT 10, IN SAID BLOCK 7526; THENCE EASTERLY ALONG THE SOUTH LINE OF SAID BLOCK, A DISTANCE OF 52.84 FEET TO THE PLACE OF BEGINNING.

EXCEPT ALL TRACK MATERIAL, INCLUDING, BUT NOT LIMITED TO RAILS, FASTENINGS, ANGLE BARS, TIE PLATES, TIES AND OTHER IMPROVEMENTS, AS EXCEPTED IN DEED FROM RICHARD B. OGILVIE AS TRUSTEE OF THE PROPERTY OF CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY AND RECORDED UNDER AUDITOR'S NO. 8109020105.

PARCEL B:

THE NORTHERLY 77 FEET OF BLOCK 7522 AND 7524 OF TACOMA LAND COMPANY'S FIRST ADDITION TO TACOMA, W.T., ACCORDING TO PLAT FILED FOR RECORD JULY 7, 1884 IN THE OFFICE OF THE COUNTY AUDITOR, IN PIERCE COUNTY, WASHINGTON.

EXCEPT THE EAST 135 FEET OF SAID BLOCK 7524.

TOGETHER WITH THAT PORTION OF EAST "E" STREET ADJOINING SAID NORTHERLY 77 FEET OF BLOCKS 7522 AND 7524, VACATED BY CITY OF TACOMA ORDINANCE NOS. 3127 AND 23949.

ALTAOPAS/RDA/1999

COMMONWEALTH TITLE COMPANY

STANDARD OWNER POLICY
SCHEDULE A
(Continued)

Policy No.: 3013262

LEGAL DESCRIPTION

PARCEL C:

THE NORTHERLY 77 FEET OF BLOCK 7520, TACOMA LAND COMPANY'S FIRST ADDITION, ACCORDING TO PLAT FILED FOR RECORD JULY 7, 1884 IN THE OFFICE OF THE COUNTY AUDITOR, IN PIERCE COUNTY, WASHINGTON.

PARCEL D:

THE SOUTH 20 FEET OF THE NORTH 97 FEET OF BLOCKS 7520, 7522, 7524 AND 7526, IN THE TACOMA LAND COMPANY'S FIRST ADDITION TO TACOMA, W.T., ACCORDING TO PLAT FILED FOR RECORD JULY 7, 1884, IN THE OFFICE OF THE COUNTY AUDITOR, IN PIERCE COUNTY, WASHINGTON.

EXCEPT THAT PORTION OF LOTS 11 AND 12, SAID BLOCK 7526 TAKEN BY THE CITY OF TACOMA BY DECREE OF APPROPRIATION ENTERED SEPTEMBER 12, 1928 IN PIERCE COUNTY SUPERIOR COURT CASE NO. 61287.

ALTA OTA5/TDA/1999

Notorized signature attachment to Dept of Ecology Restrictive Covenant:

Signed Glen R. Winders, Trustee Date 7/22/03
Winders Freighthouse, LLC
Glen R. & Elizbabeth L. Winders Trust, Member
By Glen R. Winders, Trustee

STATE OF WASHINGTON)
) ss.
COUNTY OF KITSAP)

I hereby certify that I know or have satisfactory evidence that GLEN R. WINDERS is the person who appeared before me and said person acknowledges that he signed this instrument and acknowledges it to be his free and voluntary act for purposes mentioned in this instrument.

Dated July 22, 2003

Antonia M. Fahey
Notary Public in and for the State of Washington
Residing in Kingston
My appointment expires: 4-02-06

RESTRICTIVE COVENANT
Page 4

may be recorded only if Ecology, after public notice and opportunity for comment, concurs.

John R. Griffith sole Member Barry's Freighthouse, LLC
[NAME OF PROPERTY OWNER AND DATE SIGNED]

Patricia A. Griffith SOLE MEMBER Bea's Freighthouse, LLC
[NAME OF PROPERTY OWNER AND DATE SIGNED]

[NAME OF PROPERTY OWNER AND DATE SIGNED]

03/04/03

NOTARIAL ACKNOWLEDGMENT

STATE OF WASHINGTON }
: ss.
County of KING }

On this 12nd day of July 2005, before me personally appeared _____
Beatrice A. Griffiths and _____
_____ to me known to be the SOLE MEMBER
OF Bea's Freighthouse, LLC, that executed the within and foregoi
instrument, and acknowledged said instrument to be the free and voluntary act and deed of said LLC, f
the uses and purposes therein mentioned, and on oath stated that they were authorized to execute sa
instrument #

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

Sue Butka

(Notarial Seal) Notary Public in and for the State of Washington residing at King Co.

June 19, 2005

SUE BUTKA NOTARY PUBLIC STATE OF WASHINGTON COMMISSION EXPIRES JUNE 19, 2005

NOTARIAL ACKNOWLEDGMENT

STATE OF WASHINGTON)
County of KING) ss.

On this 22nd day of JULY 2003, before me personally appeared _____
JOHN F. GRIFFITHS and _____
to me known to be the SOLE MEMBER OF
BARRY'S FREIGHTHOUSE, LLC, that executed the within and foregoing
instrument, and acknowledged said instrument to be the free and voluntary act and deed of said LLC, for
the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said
instrument.

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

Sue Bista

(Notarial Seal) Notary Public in and for the State of Washington residing at King

June 19, 2005

NOTARY PUBLIC STATE OF WASHINGTON SUE BUSKA COMMISSION EXPIRES JUNE 19, 2005

MODEL RESTRICTIVE COVENANT
Page 5

WORLD FAMOUS FREIGHT HOUSE
, SOLE MEMBER 7/21/03

[NAME OF PROPERTY OWNER AND DATE SIGNED]

TACOMA FREIGHTHOUSE LLC
SOLE MEMBER 7/24/03

[NAME OF PROPERTY OWNER AND DATE SIGNED]

[NAME OF PROPERTY OWNER AND DATE SIGNED]

[NAME OF PROPERTY OWNER AND DATE SIGNED]

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

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Notary Page

State of Washington }
County of Snohomish } ss.

On this 21st day of July, 2003, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared Robert V. Hardy, to me known to be the Sole Member of World Famous Freighthouse LLC, the Limited Liability Corporation that executed the foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned and on oath stated that they were authorized to execute the said instrument and that the seal affixed is the corporate seal of said corporation.

WITNESS my hand and official seal hereto affixed the day and year first above written.

Alexis A. Wafstet
Notary Public in and for the State of Washington
Residing at Everett
My appointment expires: June 29, 2005

STATE OF WASHINGTON

COUNTY OF _____PIERCE_____

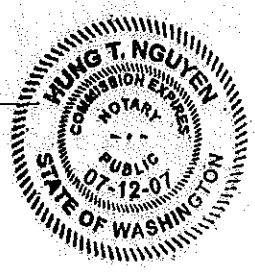
I certify that I know or have satisfactory evidence that_ROBERT DEIGERT, SOLE MEMBER OF THE TACOMA FREIGHTHOUSE LLC the person who appeared before me, and said person acknowledged that HE signed this instrument, on oath stated that_____HE IS _____ authorized to execute the instrument and acknowledged it as SOLE MEMBER OF THE TACOMA FREIGHTHOUSE SQUARE LLC to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED: July 24th 2003

_____HUNG THE NGUYEN_____
Notary Public

My appointment expires 7-12-2007

A-7 -Representative Capacity



6.6 Photo log

Photo 1: Southwest Corner of Freighthouse Square Building – from the Southwest

Photo 2: North Side of Freighthouse Square Building- from the Northeast

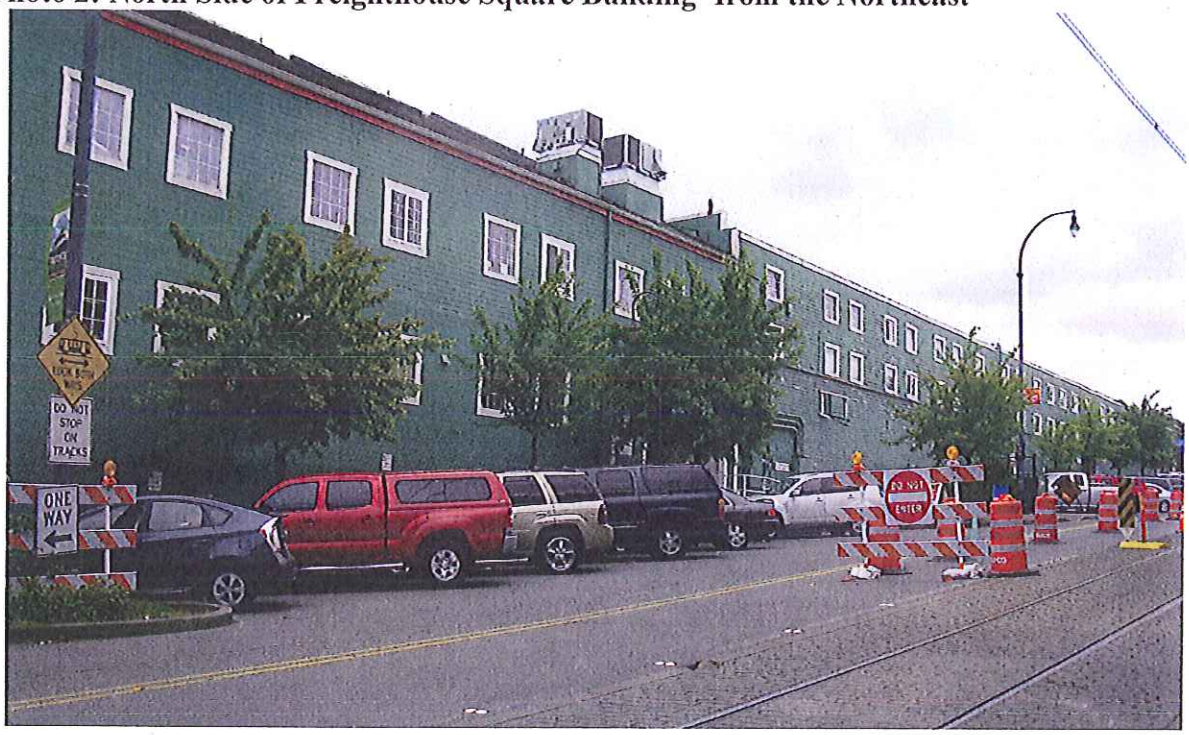


Photo 3: South Side of Building, Train Tracks and Platform - from the East

Photo 4: South Side of Building, New Amtrak Train Station Construction–from the Southwest

Photo 5: North Side of Building, New Amtrak Train Station Construction–from the Southeast

Photo 6: North Side of Building, New Amtrak Train Station Construction–from the Southeast of 25th Street

Ecology Responses to Public Comments on the Draft Second Periodic Review Report, Freighthouse Square Site

Comment: Section 1.0

- This is almost word-for-word the same as the previous review. No comment.

Response: *No response.*

Comment: Section 2.1. Site History

- 2nd paragraph notes the site is bordered by East 26th Street to the South. Could be revised to be bordered by the ST and Tacoma Rail lines.

Response: *Comment accepted and the text was revised accordingly.*

Comment: Section 2.3

- This is appears to be word-for-word the same as the previous review. No comment.

Response: *No response.*

Comment: Section 2.4. 1st paragraph. Please revise to clarify analytical testing:

- During November 2014 … 11 groundwater samples were also collected for laboratory analysis. Select samples were selected for ~~diesel- and oil-range~~ total petroleum hydrocarbons (TPH-G, TPH-D and TPH-O), total and dissolved priority pollutant metals, … polychlorinated biphenyls, and lead by Toxicity Characteristic Leachate Procedure. … Dissolved arsenic (7.5 mg/L …).
  - Eighty-eight samples were collected, but not all 88 samples were analyzed.
  - Testing included gasoline-range petroleum hydrocarbons.
  - Both total and dissolved metals analysis were completed on groundwater samples.
  - Select samples were also analyzed for PCBs and TCLP lead.
  - The arsenic concentration range is from dissolved analysis.

Response: *The text was revised to include the above suggested changes. The new language include separate paragraphs for soil and groundwater samples laboratory analytical parameters and a brief discussion of results.*

Comment, Section 2.4, 1st paragraph

- This paragraph references ***current*** MTCA Method A criteria. However, Phase II ESA and Paragraph 2.2 of Draft Periodic Review indicate that "MTCA Method A cleanup levels prior to 2001 will be used …" Should paragraph include concentrations exceeding 1996 criteria, or current criteria?
  - Diesel-range hydrocarbons in soil exceed 1996 criteria.
  - Diesel-range hydrocarbons in groundwater do not exceed 1996 criteria.

Response: *When the cleanup was conducted in 1993, cleanup levels existed at that time were used for the cleanup. The no further action letter was issued based on these cleanup levels. Hence, the cleanup levels that were existed prior to 2001 will be used at this Site. However, since the cleanup levels were updated, the contaminant concentrations are compared to both the updated and the previous cleanup levels for comparison purposes. No additional cleanup will be required based on the current/updated cleanup levels, unless there is a threat to the human health or the environment which is not the case at this Site. An additional table is included to present both current and prior cleanup levels for comparison.*

Comment, Section 2.4. 2nd paragraph

- This paragraph discusses construction activities that are separate from the Phase II ESA study. Suggest creating a new paragraph for construction/changes to ownership discussion.
- 2nd sentence of paragraph is incorrect. The existing footing was removed, new excavation was completed and a new foundation was installed.

Response: *Separate paragraphs are included briefly discussing about new construction activities and changes to the Property ownership.*

Comment, Section 2.5

- This section has been "beefed" up from the previous review. The language is directly from the restrictive covenant. No comment.

Response: *no response.*

Comment, Section 3.1

- Relates to my question in 2.4. I believe the restrictive covenant includes a portion of the railroad corridor … which is not paved. Seems a bit disconnected from what I remember are planned construction activities.
  Last sentence of 2nd paragraph notes that all asphalt and concrete surfaces in excellent condition. The FHS alleyway pavers are not in "Excellent" condition. They could be noted in good or satisfactory condition.

Response: *The text is revised to reflect the above changes.*

Comment, Section 4.0.

- Bullet 1. TPH-D in soil also exceeds 1996 criteria.
- Bullet 2. Mercury also exceeds MTCA in groundwater.

Response: *Text is revised to reflect the above changes.*

Comment, Appendix 6.4.

- Figure and some tables are difficult to read.

Response: *This is the maximum size that was achievable with scanning of the original figures and tables. If somebody is interested in these figures and tables, Ecology will*

provide them with copies of the originals.

Comment, Appendix 6.6.

- Photo 4. Is this photo from the SW or the SE?
- Photo 5. Is this photo from the NE or the NW?
- Photo 6. Direction is confusing.

Response: *Photos titles have been revised to include the correct directions.*