

Spokane Co
Appleway Automotive Group
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Recording Fee \$79.00 Page 1 of 8
Covenant DEPARTMENT OF ECOLOGY
Spokane County Washington

6282610

After Recording Return to:
Patti Carter
Department of Ecology
4601 N. Monroe Street
Spokane, WA 99205



Environmental Covenant

Grantor: Appleway Chevrolet, Inc., a Washington corporation
Grantee: State of Washington, Department of Ecology
Legal: Parcels "D", "F" and "K" on the attached Exhibit A (the "Property")
Tax Parcel Nos.: 45191.0502, 45191.0503, 45191.0601 and 45191.9187
WEST DISHMAN, BLOCKS 5-6 (see attached legal)

Appleway Chevrolet, Inc., a Delaware corporation ("Grantor"), hereby binds itself and its successors and assigns to the land use restrictions identified herein and grants such other rights described in this Environmental Covenant (hereafter "Covenant") made this 13th day of January, 2014 in favor of the State of Washington Department of Ecology (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.

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

The Property was used as a landfill during the 1960's and 1970's. During that time subsurface contamination occurred at the Property. 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:

See attached Exhibit B

These documents are on file at Ecology's Eastern Regional Office, 4601 North Monroe, Spokane, WA 99205-1295.

This Covenant is required because the Remedial Action resulted in residual concentrations of petroleum hydrocarbons, PCBs, and metals which exceed the Model Toxics Control Act Method A Cleanup Levels for SOIL established under WAC 173-340-740.

Grantor is the fee owner of real property (hereafter "Property") in the County of Spokane, State of Washington, that is subject to this Covenant. The Property is legally described IN ATTACHMENT A OF THIS COVENANT AND MADE A PART HEREOF BY REFERENCE.

Grantor agrees to the following limitations, restrictions, and uses to which the Property may be put and specifies that such limitations and restrictions 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. Any activity on the Property that may result in the release or exposure to the environment of the contaminated soil that was contained as part of the Remedial Action, or create a new exposure pathway, is prohibited. 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.

[The remainder of this page is intentionally left blank.

Grantor's Signature and Acknowledgement are on the following page.]

Signature Page to Environmental Covenant

In witness whereof, Grantor has caused this Covenant to be executed and delivered as of the day and year first above written.

Witnesses:

Grantor:

Appleway Chevrolet, Inc., a Delaware corporation

Cynthia J. Halper
John Secano

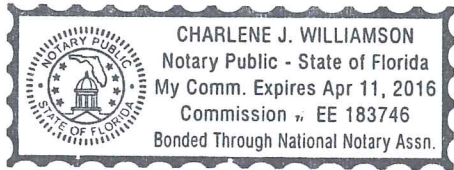
By: [Signature]
Jeffrey Shupert, Authorized Agent

MTA

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

On this the 9TH day of JANUARY, 2014 ^(CJW) ~~December, 2013~~, before me, the undersigned, personally appeared Jeffrey Shupert, who acknowledged himself to be the Authorized Agent of Appleway Chevrolet, Inc., a Delaware corporation, and that he, as such officer, being authorized to do so, acknowledged and executed the foregoing instrument for the purposes therein contained, by signing the name of the company by himself as the Authorized Agent. The undersigned is personally known to me.

In witness whereof, I hereunto set my hand and official seal.



Charlene J. Williamson
My Commission Expires: 4/11/2016
NOTARY PUBLIC, STATE OF FLORIDA

[NOTARIAL SEAL]

STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY



Michael A. Hibbler
Section Manager, Toxics Cleanup Program

Dated: 13 January 2014

ATTACHMENT A

PARCEL "D":

BLOCK 6, EXCEPT THE EAST 7 FEET, AND THE EAST 90 FEET OF BLOCK 5 OF WEST DISHMAN AS PER PLAT THEREOF RECORDED IN BOOK 3 OF PLATS, PAGE 77;

TOGETHER WITH THE VACATED SOUTH 14 FEET OF FIRST VENUE ADJOINING, PURSUANT TO RESOLUTION NO. 86-0806 RECORDED AUGUST 10, 1990 AS RECORDING NO. 9008100275;

SITUATE IN THE COUNTY OF SPOKANE, STATE OF WASHINGTON

PARCEL "F":

THE WEST 285 FEET OF BLOCK 5 OF WEST DISHMAN, AS PER PLAT THEREOF RECORDED IN VOLUME 3 OF PLATS, PAGE 77;

TOGETHER WITH THE VACATED SOUTH 14 FEET OF FIRST AVENUE ADJOINING, PURSUANT TO RESOLUTION NO. 86-0806 RECORDED AUGUST 10, 1990 AS RECORDING NO. 9008100275;

SITUATE IN THE COUNTY OF SPOKANE, STATE OF WASHINGTON.

PARCEL "K":

THAT PORTION OF THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER OF SECTION 19, TOWNSHIP 25 NORTH, RANGE 44 EAST, W.M., IN SPOKANE COUNTY, WASHINGTON, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF BLOCK 6 OF WEST DISHMAN, AS PER PLAT THEREOF RECORDED IN VOLUME 3 OF PLATS, PAGE 77;

THENCE WEST ALONG THE SOUTH LINE THEREOF, A DISTANCE OF 46.81 FEET TO THE TRUE POINT OF BEGINNING, SAID POINT BEING ON THE NORTH LINE OF APPLEWAY BOULEVARD RIGHT OF WAY, AS PER RESOLUTION NO. 0-0969 RECORDED UNDER SPOKANE COUNTY AUDITOR'S NO. 4532728; THENCE WESTERLY ALONG SAID NORTH LINE TO THE EAST LINE OF PARCEL NO. 4, AS DESCRIBED IN THAT CERTAIN STATUTORY WARRANTY DEED RECORDED UNDER SPOKANE COUNTY AUDITOR'S NO. 4238478;

THENCE NORTH ALONG SAID EAST LINE, WHICH IS ALSO THE WEST LINE OF SIPPLE ROAD, TO A POINT BEING 14.00 FEET NORTH, MEASURED AT RIGHT ANGLES, FROM THE WESTERLY PROLONGATION OF THE NORTH LINE OF BLOCK 5 OF THE SAID PLAT OF WEST DISHMAN; THENCE EAST, PARALLEL WITH SAID WESTERLY PROLONGATION LINE, TO THE INTERSECTION OF THE NORTHERLY PROLONGATION OF THE WEST LINE OF SAID BLOCK 5; THENCE SOUTHERLY ALONG SAID PROLONGATION LINE AND THE WEST LINE OF SAID BLOCK 5 TO THE SOUTHWEST CORNER OF SAID BLOCK 5; THENCE EAST ALONG THE SOUTH LINE OF SAID BLOCK 5 AND THE SOUTH LINE OF SAID BLOCK 6 TO THE POINT OF BEGINNING.

Exhibit B

Remedial Action Documents

Phase II Environmental Site Assessment, 8500 Block East First Avenue, Spokane County, Washington: EMCON, June 30, 1997.

Site Reporting and Conceptual Closure Plan, Appleway Automotive Group: EMCON, September 23, 1997.

Monitoring Well MW-5 Installation: EMCON, February 2, 1998.

Interim Remedial Action Report, Quarterly Groundwater Monitoring Report, 8500 Block East First Avenue, Spokane, Washington, February 1998 through November 2000 (seven reports): Leppo Consultants, Inc., 1998-2000.

Appleway Landfill Management Plan, Valley Couplet Project No. 2396: Sheila Pachernegg & Randy Knight, February 19, 2001.

Interim Remedial Action Report, Ninth Groundwater Monitoring Event, 8500 Block East First Avenue, (Former Construction Waste and Demolition Landfill), Spokane, Washington: Leppo Consultants, Inc., April, 2001.

Appleway Landfill Semi-Annual Report, First Half 2002: Spokane County, May 2002.

Interim Remedial Action Report, Groundwater Monitoring Event – January 30 and September 28, 2004, Appleway Chevrolet, Former Construction Waste and Demolition Landfill, SLR International Corp., 2004.

Interim Remedial Action Report, Groundwater Monitoring Event – May 26, 2004, Appleway Chevrolet, Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: SLR International Corp., June 30, 2004.

Independent Remedial Action Report, Groundwater Monitoring Events – March 22 and April 11, 2005, Appleway Chevrolet, Inc., Former Construction Waste and Demolition Landfill, 8500 Block First Avenue, Spokane, Washington: LFR, Inc., May 26, 2005.

Independent Remedial Action Report, Groundwater Monitoring Event – June 1, 2005, Appleway Chevrolet, Inc., Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: LFR, Inc., July 2005.

Independent Remedial Action Report, Groundwater Monitoring Event – September 7, 2005, Appleway Chevrolet, Inc., Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: LFR, Inc., October 2005.

Independent Remedial Action Report, Groundwater Monitoring Event (December 16, 2005), Appleway Chevrolet, Inc., Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: LFR, Inc., January 13, 2006.

Independent Remedial Action Report, Groundwater Monitoring Event (March 30, 2006), Appleway Chevrolet, Inc., - Sales Lot Site, Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: LFR, Inc., May 5, 2006.

Independent Remedial Action Report, Groundwater Monitoring Event (March 30, 2006), Appleway Chevrolet, Inc., - Sales Lot Site, Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: LFR, Inc., May 5, 2006.

Independent Remedial Action Report, Groundwater Monitoring Event (July 21, 2006), Appleway Chevrolet, Inc., - Sales Lot Site, Former Construction Waste and Demolition Landfill, 8500 Block East First Avenue, Spokane, Washington: LFR, Inc., August 23, 2006.

Quarterly Groundwater Monitoring Report, June 10, 2008, Appleway Chevrolet, Inc. Sales Lot, 8500 Block East First Avenue, Spokane Valley Washington: LFR, Inc. July 22, 2008.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, August 2010
Quarterly Monitoring Event: ARCADIS, November 17, 2010.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, December 2010
Quarterly Monitoring Event: ARCADIS, March 11, 2011.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, July 2011
Quarterly Monitoring Event: ARCADIS, September 29, 2011.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, October 2011
Quarterly Monitoring Event: ARCADIS, December 5, 2011.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, November 2012
Quarterly Monitoring Event: ARCADIS, December 4, 2012.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, February 2013
Quarterly Monitoring Event: ARCADIS, March 18, 2013.

Groundwater Monitoring Report, Appleway Chevrolet, Spokane Valley, Washington, May 2013
Quarterly Monitoring Event: ARCADIS, June 26, 2013.