

**STATE OF WASHINGTON
DEPARTMENT OF ECOLOGY**

In the Matter of Remedial Action by:

Rayonier Properties LLC
Port Angeles Mill Site
700 North Ennis Street
Port Angeles, WA 98362

FIRST AMENDMENT TO
AGREED ORDER

No. DE 6815

TO: Mr. Michael R. Herman
Rayonier Properties LLC.
1301 Riverplace Blvd.
Jacksonville, FL 32207

Agreed Order No. DE 6815 (Order) is amended as follows:

1. The City of Port Angeles (City) will be constructing a Combined Sewer Overflow (CSO) project (Project) on a portion of the former Rayonier Mill property that Rayonier conveyed to the City. This amendment will facilitate the construction of the Project and expedite remediation in and around the Project area.

2. Under Section VI, a new subpart J is added as follows: The interim action described in the attached Plan, which is hereby incorporated by reference and made a fully enforceable part of the Order as Exhibit E. Under WAC 173-340-430, the work described in Exhibit E is intended to eliminate or substantially reduce one or more pathways for exposure to a hazardous substance, and to correct a problem that may cost substantially more to address if the remedial action is delayed. These circumstances warrant an interim action consistent with WAC 173-340-430.

3. Under Section VII of the Order, Rayonier shall implement the Materials Management Plan (MMP) attached as Exhibit E.

4. Ecology recognizes that Rayonier is undertaking these actions to facilitate the CSO project. At any time before or during construction at the site on the CSO project, Rayonier has the option to submit a letter to Ecology, duly signed and authorized by the City, indicating

that the CSO project has been cancelled. If Ecology timely receives this letter, Rayonier shall have no further obligation to complete the work described in Exhibit E, except to wind up any activities at the Site that were executed pursuant to Exhibit E in connection with the CSO project. If the CSO project is cancelled after excavation has begun in the area covered by the MMP, Rayonier's sole obligation is to implement the MMP with respect to those materials already excavated.

Effective date of this Amendment: _____

8/1/2012

RAYONIER PROPERTIES LLC

Michael R. Herman
Rayonier Properties LLC
1301 Riverplace Blvd.
Jacksonville, FL 32207
904-357-9100

STATE OF WASHINGTON,
DEPARTMENT OF ECOLOGY



Rebecca S. Lawson P.E., LHG
Regional Section Manager
Toxics Cleanup Program
Southwest Regional Office
360-407-6241

that the CSO project has been cancelled. If Ecology timely receives this letter, Rayonier shall have no further obligation to complete the work described in Exhibit E, except to wind up any activities at the Site that were executed pursuant to Exhibit E in connection with the CSO project. If the CSO project is cancelled after excavation has begun in the area covered by the MMP, Rayonier's sole obligation is to implement the MMP with respect to those materials already excavated.

Effective date of this Amendment: _____

RAYONIER PROPERTIES LLC



Michael R. Herman
Rayonier Properties LLC
1301 Riverplace Blvd.
Jacksonville, FL 32207
904-357-9100

STATE OF WASHINGTON,
DEPARTMENT OF ECOLOGY

Rebecca S. Lawson P.E., LHG
Regional Section Manager
Toxics Cleanup Program
Southwest Regional Office
360-407-6241