



State of Ohio Environmental Protection Agency

STREET ADDRESS:

Lazarus Government Center
50 W. Town St., Suite 700
Columbus, Ohio 43215

TELE: (614) 644-3020 FAX: (614) 644-3184
www.epa.state.oh.us

MAILING ADDRESS:

P.O. Box 1049
Columbus, OH 43216-1049

April 26, 2007

CERTIFIED MAIL

Mr. Brian Bennett
UAP Columbus Joint Venture 326132
720 East Wisconsin Avenue
Milwaukee, WI 53202-4797

**RE: Issuance of Covenant Not To Sue for the Lane Avenue Shopping
Center Property (06NFA244)
Project ID #125-002273-003**

Dear Mr. Bennett:

I am happy to inform you that on April 26, 2007, the Director of the Ohio Environmental Protection Agency ("Director") issued a covenant not to sue ("Covenant") to UAP Columbus Joint Venture 326132 for the Lane Avenue Shopping Center property located at 1557-1735 West Lane Avenue, Upper Arlington, Franklin County, Ohio ("Property"). The Covenant was issued as final findings and orders pursuant to Ohio Revised Code ("ORC") Chapter 3746 and Ohio Administrative Code ("OAC") Chapter 3745-300.

Based on the no further action (NFA) letter and subject to the conditions outlined in the Covenant, including but not limited to the terms and conditions of the operation and maintenance agreement, the Ohio Environmental Protection Agency covenants not to sue and releases UAP Columbus Joint Venture 326132 and its respective agents, employees, shareholders, officers, directors, successors and assigns, and successors and assigns of the Property, from all civil liability to the State of Ohio to perform additional investigational and remedial activities at the Property for the releases of hazardous substances or petroleum identified and addressed in the Phase I property assessment or Phase II property assessment conducted in compliance with ORC Chapter 3746 and OAC Chapter 3745-300.

You will find the certified copy of the Covenant enclosed. When filing the Covenant and its exhibits at the Franklin County Recorder's Office, please use the enclosed affidavit from Ohio EPA to guide the recording of the documents in the county's deed records.

As stated under the "Conditions and Limitations" of the Covenant, the environmental covenant for the property - attached as Exhibit 4 of the Covenant - must be recorded with the

Ted Strickland, Governor
Lee Fisher, Lieutenant Governor
Chris Korleski, Director

Franklin County Recorder's Office within 30 days of the Covenant issuance date, as a separate document from the required recording of the Covenant and its remaining exhibits. The Covenant becomes effective on the recording date of the environmental covenant. The Covenant also requires the volunteer to submit to Ohio EPA a copy of the environmental covenant showing the filing date stamp of the Franklin County Recorder's Office.

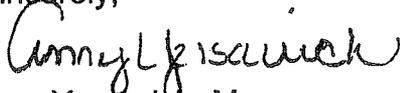
Please be aware that Ohio EPA charges pursuant to OAC 3745-300-03(E) for its actual costs incurred related to the monitoring of compliance with the operation and maintenance agreement and plan and risk mitigation plan, including the review of the submitted reports. This agency will contact you through a separate correspondence to provide the number of the VAP technical assistance account established for the property and to ask you to verify the billing information.

You are hereby notified that this action of the Director is final and may be appealed to the Environmental Review Appeals Commission pursuant to ORC 3745.04. The appeal must be in writing and set forth the action complained of and the grounds upon which the appeal is based. The appeal must be filed with the commission within 30 days after notice of the Director's action. The appeal must be accompanied by a filing fee of \$70.00, which the commission, in its discretion, may reduce if by affidavit it is demonstrated that payment of the full amount of the fee would cause extreme hardship. Notice of the filing of the appeal shall be filed with the Director within 3 days of filing with the commission. Ohio EPA requests that a copy of the appeal be served upon the Ohio Attorney General's Office, Environmental Enforcement Section. An appeal may be filed with the Environmental Review Appeals Commission at the following address:

Environmental Review Appeals Commission
309 South Fourth Street, Room 222
Columbus, OH 43215

Many persons within the agency, UAP Columbus Joint Venture 326132, R.D. Zande & Associates, Inc., and Arcadis G&M, Inc., among others, worked hard to remove the environmental barriers associated with redeveloping this property. Congratulations on the issuance of this Covenant. If you have any questions or concerns, please feel free to contact me at (614) 644-2285 or amy.yersavich@epa.state.oh.us.

Sincerely,



Amy Yersavich, Manager
Division of Emergency and Remedial Response
Voluntary Action Program

Enclosure

UAP Columbus Joint Venture 326132
Lane Avenue Shopping Center
Page 3

cc: Christopher Krumm, P.E., Certified Professional, R.D. Zande & Associates, Inc.
William Golla, P.E., Arcadis G & M, Inc.
Deborah Strayton, DERR-CDO
Raymond R. Moreno, DERR-CDO
Ann Fischbein, Legal Office
CO DERR-VAP Files

TO BE RECORDED IN DEED
RECORDS, PURSUANT TO R.C. 317.08(A)

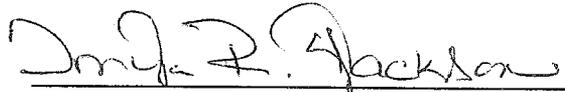
AFFIDAVIT

STATE OF OHIO)

COUNTY OF FRANKLIN)

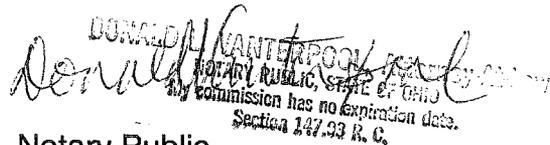
SS:

Before me, the subscriber, a Notary Public in and for the State of Ohio, personally appeared Tonya R. Jackson, who, being duly sworn according to law, deposes and says that: (1) she is employed as a records management officer in the Legal Office of the Ohio Environmental Protection Agency ("Ohio EPA") and, as such, is authorized to sign this Affidavit on behalf of Ohio EPA; and (2) the attached document is a true and correct copy of the Covenant Not to Sue/Director's Final Findings and Orders issued by the Director and entered in the Ohio EPA Director's Journal on April 26, 2007 regarding the property known as the Lane Avenue Shopping Center, located at 1557-1735 West Lane Avenue in Upper Arlington, Franklin County, Ohio, and further described in Exhibit 1 of the attached Covenant Not to Sue.



Tonya R. Jackson
Records Management Officer
Ohio EPA Legal Office

Sworn to and subscribed before me, a Notary Public in and for the State of Ohio, this day of 26 April, 2007.



Notary Public
State of Ohio

Permanent Commission
No expiration, R.C. 147.03

This instrument prepared by:
Ann Fischbein, Attorney]
Ohio EPA Legal Office
P.O. Box 1049
Columbus, Ohio 43216-1049



State of Ohio Environmental Protection Agency

STREET ADDRESS:

Lazarus Government Center
50 W. Town St., Suite 700
Columbus, Ohio 43215

TELE: (614) 644-3020 FAX: (614) 644-3184
www.epa.state.oh.us

MAILING ADDRESS:

P.O. Box 1049
Columbus, OH 43216-1049

Memorandum

TO: Chris Kantzer, Administrator, Tax Equalization Division, Dept. of Taxation
John Magill, Director, Office of Urban Development, Dept. of Development

FROM: ^{CK} Chris Korleski, Director, Ohio Environmental Protection Agency

DATE: APR 26 2007

RE: Covenant Not to Sue Issued to UAP Columbus Joint Venture 326132 for the Lane Avenue Shopping Center

As Director of the Ohio Environmental Protection Agency, I certify that UAP Columbus Joint Venture 326132, the volunteer, has performed investigational and remedial activities at the property listed below and has been issued a covenant not to sue under the authority of Ohio Revised Code ("ORC") Chapter 3746. This information is being provided in satisfaction of ORC 5709.87(B).

Property name: Lane Avenue Shopping Center

Property address: 1557-1735 West Lane Avenue, Upper Arlington, OH 43221

Property owner: UAP Columbus Joint Venture 326132

Property owner address: 720 East Wisconsin Avenue, Milwaukee, WI 53202

Parcel number(s): 070-004672

Attachment 1 is a map provided by the certified professional and/or volunteer that displays the approximate 11.417-acre property in accordance with the legal description. The approximate 11.417-acre property is a part of and contained within Parcel 070-004672. The map also displays the approximate 5.222-acre commercial/industrial land use restriction area (referred to as the RMP Area on the map) that is included within the 11.417 acre property. The parcel identification included within this memorandum is provided based on the information submitted by the certified professional and/or volunteer for the project. Ohio EPA can not warrant the accuracy of the boundaries for tax parcels. Exact tax parcel locations may be verified at the Franklin County Auditor's office against the auditor's records and attached legal description of the property. Attachment 2 is a copy of the legal description of the property.

Ted Strickland, Governor
Lee Fisher, Lieutenant Governor
Chris Korleski, Director

County: Franklin

Taxing District: Upper Arlington (070)

Date Covenant Not to Sue Issued: APR 26 2007

If additional information regarding the property or the voluntary action is required, I suggest you first contact Christopher Krumm, the certified professional for the property, at (614) 486-4383. As an alternative, you can contact Ray Moreno with the Ohio Environmental Protection Agency at (614) 728-3833.

- c: Brian Bennett, UAP Columbus Joint Venture 326132
- Christopher Krumm, P.E., Certified Professional, R.D. Zande & Associates
- William Golla, P.E., Arcadis G&M, Inc.
- Joseph Testa, Franklin County Auditor
- Amy Yersavich, VAP Manager, Ohio EPA
- Deborah Strayton, DERR/CDO Manager, Ohio EPA
- DERR/CO, VAP Files 06NFA244

ATTACHMENT 1

Property Map

LEGEND

● = IPF IRON PIN FOUND

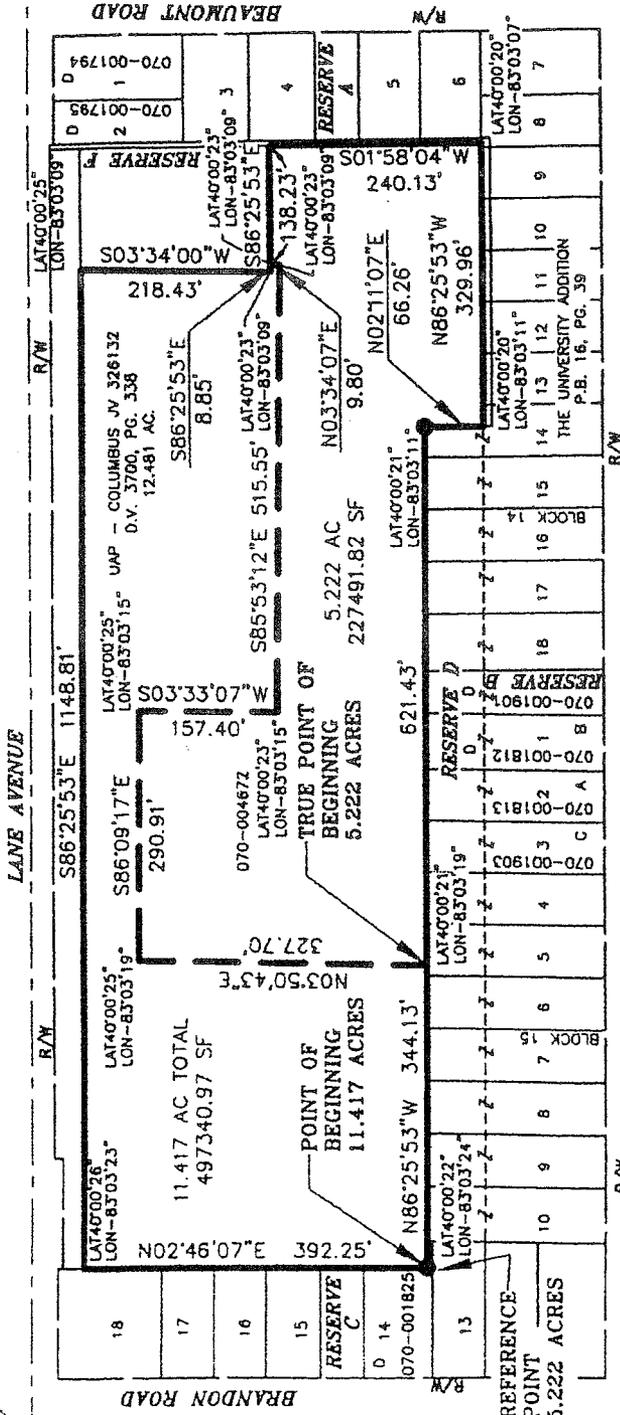


EXHIBIT OF

VAP Property 11.417 Acres &
RMP Area 5.222 Acres
LYING IN

SECTION 4, TOWNSHIP 1, RANGE 19
UNITED STATES MILITARY LANDS

STATE OF OHIO, FRANKLIN COUNTY, CITY OF UPPER ARLINGTON

SCALE: 1 INCH = 200 FEET



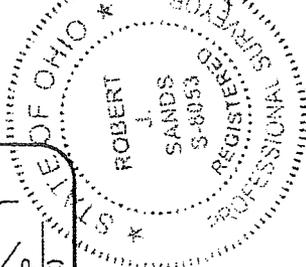
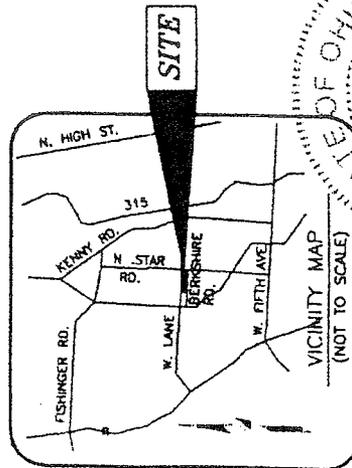
PREPARED BY:
R.D. Zande & Associates
1600 LAKE SHORE DRIVE
SUITE 100
COLUMBUS, OHIO 43204

CERTIFICATION:
I HEREBY CERTIFY THAT THIS SURVEY SHOWN ON THE ATTACHED PLAT WAS PREPARED FROM AN ON THE GROUND SURVEY ON OCTOBER 5, 2006 MADE UNDER MY DIRECT SUPERVISION AND THAT IT AND THE INFORMATION, COURSES AND DISTANCES AS SHOWN ARE CORRECT TO THE BEST OF MY KNOWLEDGE.

R. D. ZANDE & ASSOCIATES, INC.

DATE

ROBERT J. SANDS
PROFESSIONAL SURVEYOR NO. S-8053



Robert J. Sands
10/22/06

- A. UAP - COLUMBUS JV 326132
INST. 200112200287693
- B. UAP - COLUMBUS JV 326132
INST. 200112110288631
- C. UAP - COLUMBUS JV 326132
INST. 20011070257780
- D. UAP - COLUMBUS JV 326132
D.V. 3700, PG. 338

COPYRIGHT © 2005 R.D. ZANDE & ASSOCIATES, INC.
ALL RIGHTS RESERVED. ALL REPORTS, PLANS, SPECIFICATIONS, COMPUTER FILES, FIELD DATA, NOTES, DOCUMENTS, AND OTHER ITEMS PREPARED BY R. D. ZANDE & ASSOCIATES, INC. ("ZANDE") ARE INSTRUMENTS OF SERVICE AND REMAIN ITS PROPERTY. THE USE OF THESE ITEMS BY ZANDE'S CLIENT IS SUBJECT TO ALL OF THE TERMS, CONDITIONS AND LIMITATIONS SET FORTH IN THE AGREEMENT BETWEEN SUCH CLIENT AND ZANDE. ADDITIONAL USE IS PROHIBITED WITHOUT THE WRITTEN CONSENT OF ZANDE.

ATTACHMENT 2

Property Legal Description

**DESCRIPTION OF
11.417 ACRES
CITY OF UPPER ARLINGTON, OHIO**

Situated in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 11.417 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows.

BEGINNING at a iron pin found at the southwest corner of said 12.481 acre tract, being at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence North 02° 46' 07" East, a distance of 392.25 feet along the westerly line of said 12.481 acre tract to a point;

Thence the following three (3) courses and distances over and across said 12.481 acres tract;

1. Thence South 86° 25' 53" East, a distance of 1148.81 feet, across said 12.481 acre tract to a point;
2. South 03° 34' 00" West a distance of 218.43 feet a point;
3. South 86° 25' 53" East, a distance of 147.08 feet to a point on the westerly line of Reserve F of said "THE UNIVERSITY ADDITION";

Thence South 01° 58' 04" West, a distance of 240.13 feet, along said westerly line of Reserve F, to a point;

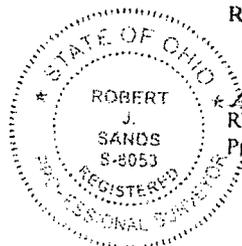
Thence North 86° 25' 53" West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northerly line of Lot Number 14 of said subdivision;

Thence North 02° 11' 07" East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North 86° 25' 53" West, a distance of 965.56 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 11.417 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South 89°18' 1/2" East for the centerline of Lane Avenue as delineated on said subdivision of record.

R.D. ZANDE & ASSOCIATES



Robert J. Sands 12/22/00
Robert J. Sands, P.S. Date
Professional Surveyor No-S-8053

I certify this to be a true and accurate copy of the official documents as filed in the records of the Ohio Environmental Protection Agency.

OHIO E.P.A.

APR 26 2007

ENTERED DIRECTOR'S JOURNAL

By: [Signature] Date: 4-26-07

BEFORE THE
OHIO ENVIRONMENTAL PROTECTION AGENCY

In the matter of:

UAP Columbus Joint Venture 326132
720 East Wisconsin Avenue
Milwaukee, WI 53202

Covenant Not to Sue

Director's Final Findings
and Orders

Regarding property known as:

Lane Avenue Shopping Center
1557-1735 Lane Avenue
Upper Arlington, OH 43221

Pursuant to Ohio Revised Code ("ORC") Chapter 3746 and Ohio Administrative Code ("OAC") Chapter 3745-300, the Director of the Ohio Environmental Protection Agency ("Director") hereby makes the following findings and issues the following orders ("Findings and Orders").

FINDINGS

1. A No Further Action Letter, No. 06NFA244 (the "NFA Letter"), was submitted on June 30, 2006 to the Director under the Voluntary Action Program on behalf of UAP Columbus Joint Venture 326132 ("Volunteer" or "UAP Columbus"), by Christopher W. Krumm, P.G., a certified professional, No. CP 177, as defined in ORC 3746.01(E) and OAC 3745-300-01(A)(8) ("Certified Professional").
2. The Certified Professional submitted to the Director addenda to the NFA Letter, dated October 30, 2006, November 9, 2006, March 20, 2007 and April 5, 2007 and received by the Director on October 31, 2006, November 14, 2006, March 21, 2007 and April 6, 2007, respectively. For the purposes of these Findings and Orders, the term "NFA Letter" includes the addenda.
3. The NFA Letter describes the investigational and remedial activities undertaken at the approximately 11.417-acre property, currently known as the Lane Avenue Shopping Center also known as the Shops on Lane Avenue, located at 1557-1735 West Lane Avenue, Upper Arlington, Franklin County, Ohio ("Property").

An exact legal description of the Property is attached hereto as Exhibit 1. A property-location map is attached hereto as Exhibit 2. Based on information in the NFA Letter, the current owner of the Property is UAP Columbus.

4. The Certified Professional prepared pursuant to OAC 3745-300-13(I) an executive summary of the NFA Letter, which is attached hereto as Exhibit 3.
5. Based upon the information contained in the NFA Letter, the Volunteer undertook or completed the following investigational and remedial activities regarding the Property:
 - a. A Phase I property assessment, in accordance with OAC 3745-300-06, to determine whether there is any reason to believe that a release of hazardous substances or petroleum has or may have occurred on, underlying or is emanating from the Property.
 - b. A Phase II property assessment, in accordance with OAC 3745-300-07, including but not limited to investigations of identified areas and affected media, to assess environmental conditions related to releases of hazardous substances.
 - c. Identification, in the Phase I property assessment or Phase II property assessment, of one or more releases of hazardous substances with chemicals of concern ("COCs") that include but are not limited to tetrachloroethene ("PCE"), its degradation compounds and other volatile organic compounds ("VOCs") detected during the Phase I or Phase II property assessments, for which the Volunteer determined the applicable standards.
 - d. Activity and use limitations contained in a proposed environmental covenant ("Environmental Covenant") prepared pursuant to ORC 5301.80 to 5301.92, subject to execution by the Director and recording as described in these Findings and Orders.
 - e. Remedial activities and an engineering control for implementation and maintenance under an Operation and Maintenance Plan ("O&M Plan"), pursuant to OAC 3745-300-15. The O&M Plan, dated April 5, 2007, provides for implementation and maintenance of the engineering control, the remediation and monitoring of ground water to demonstrate the Property achieves applicable standards, and the reporting, record keeping and other requirements as set forth in the O&M Plan.

- f. A risk mitigation plan ("RMP") included within the O&M Plan, prepared in accordance with OAC 3745-300-15, that provides various risk mitigation measures for construction or excavation activities at the Property.
 - g. Remedial activities, in accordance with OAC 3745-300-15, including excavation and disposal of approximately 988 cubic yards of PCE-contaminated soil, disposal of 7,996 gallons of accumulated excavation water, and construction, operation and maintenance of an enhanced reductive dechlorination system for the remediation of ground water.
 - h. A demonstration that the Property complies with applicable standards following completion of remedial activities for the identified COCs in the identified areas and affected media at the Property through the use of generic numerical standards, in accordance with OAC 3745-300-08 or the use of a property-specific risk assessment, in accordance with OAC 3745-300-09.
6. The Certified Professional has verified by affidavit that the investigational and remedial activities undertaken at the Property comply with the applicable standards established in ORC Chapter 3746 and OAC Chapter 3745-300, that the Property is eligible to receive a Covenant Not to Sue under the Voluntary Action Program, and that the voluntary action was conducted in compliance with all applicable federal, state and local laws and regulations.
 7. At the time that analyses were performed, TestAmerica Analytical Testing Corporation of Dayton, Ohio and Severn Trent Laboratories of North Canton, Ohio were certified laboratories, No(s). CL0018 and CL0024, respectively, as defined in ORC 3746.01(D) and OAC 3745-300-01(A), whose services were used in support of the NFA Letter ("Certified Laboratories").
 8. The Certified Laboratories have declared in affidavits contained in the NFA Letter that they each performed analyses for which they were certified and qualified, pursuant to ORC Chapter 3746 and OAC 3745-300-04 that formed the basis for the issuance of the NFA Letter by the Certified Professional.
 9. The Environmental Covenant will be recorded in the Franklin County Recorder's Office as described in the Environmental Covenant and Order No. 2 herein. A copy of the executed Environmental Covenant is attached hereto as Exhibit 4. The Environmental Covenant upon recording will:

- a. Restrict use of approximately 5.222 acres of the 11.417-acre Property to commercial/industrial land uses only. The remainder of the 11.417-acre Property has no restriction on its land use but is subject to a prohibition on ground water use as described in the next paragraph.
 - b. Prohibit the extraction of ground water at or underlying the entire 11.417-acre Property for any purpose, potable or otherwise, except for investigation or remediation of the groundwater and except in conjunction with construction or excavation activities or maintenance of subsurface utilities. Ground water extracted pursuant to the aforementioned exceptions may not be used for any purpose, potable or otherwise.
10. To provide for implementation of the activities specified in the O&M Plan herein, Ohio EPA and UAP Columbus have entered into an O&M agreement ("O&M Agreement"), which is incorporated by reference as if fully written into these Findings and Orders. The O&M Agreement includes and incorporates by reference an approved April 5, 2007 O&M Plan (which includes a RMP dated October 31, 2006), in part to mitigate or eliminate human exposure to PCE, its degradation compounds, and other detected VOCs at the Property. The approximate 5.222 acre commercial/industrial land use restriction area of the Property is subject to the provisions of the O&M Plan including the RMP. The remainder of the 11.417-acre Property is not subject to the provisions of the O&M Plan and the RMP. The O&M Agreement is attached hereto as Exhibit 5 and incorporated by reference herein.

Applicable Standards

11. Based on the information contained in the NFA Letter, the implementation of the O&M Agreement and all conditions set forth in these Findings and Orders, the Property meets the applicable standards contained in ORC Chapter 3746 and OAC Chapter 3745-300 for commercial and industrial land use in the approximate 5.222 acre commercial/industrial land use restriction area. The remainder of the 11.417-acre Property meets the applicable standards for residential land use. The applicable standards, the methods for achieving compliance with the standards, and the associated points of compliance for the standards for each complete exposure pathway are identified in the NFA Letter. The applicable standards include but are not limited to:
- a. Commercial and industrial land use standards for direct contact with COCs related to hazardous substances in soil in the approximate 5.222-acre commercial/industrial land use restriction area. The standards

acre commercial/industrial land use restriction area. The standards consist of generic numerical standards from Table III of OAC 3745-300-08. The standards apply at a point of compliance from the ground surface to a depth of two feet.

- b. Residential land use standards for direct contact with COCs related to hazardous substances in the soil in the remainder of the 11.417-acre Property (that portion of the Property not contained within the approximate 5.222-acre commercial/industrial land use area). The standards consist of generic numerical standards from Table III of OAC 3745-300-08. The standards apply to all points underlying the Property.
- c. Soil and ground water standards for direct contact by construction or excavation workers to COCs in soil and ground water. The standards consist of generic numerical standards from Table IV of OAC 3745-300-08 for soil and standards derived through preliminary property-specific risk assessment procedures in accordance with OAC 3745-300-09(D) for ground water, and apply to all points below the ground surface. Final property-specific risk assessment standards for ground water will be derived upon completion of ground water remedial activities per the O&M Plan. For the approximate 5.222-acre commercial/industrial land use restriction area, if the RMP is implemented as required for subsurface activities occurring at any depth below two feet from the ground surface (i.e., below the two feet point of compliance for the standards based on commercial/industrial land use), then the pathway for direct contact by construction or excavation workers to COCs in soil and shallow ground water is rendered incomplete, thereby eliminating the pathway from further consideration.
- d. Unrestricted potable use standards for COCs in ground water in the lower sand zone, including an evaluation in accordance with OAC 3745-300-07(D)(4)(a) to satisfy the requirements in OAC 3745-300-10(E) ensuring the protection of the ground water zone. The standards consist of generic numerical standards from Tables VI and VII of OAC 3745-300-08, at all points underlying the Property. The lower sand zone will maintain continued compliance with unrestricted potable use standards based on a weight of evidence demonstration in accordance with OAC 3745-300-07(D)(4)(a)(ii).
- e. Ground water standards based on non-potable use for COCs in the shallow "Class B" ground water zone for ground water emanating from the

Property. The standards apply at all points underlying the Property, within the shallow "Class B" ground water zone. The human exposure to COCs in ground water via vapor intrusion to indoor air and excavation and construction worker direct-contact pathways are not reasonably anticipated in the interim time period until completion of the active ground water remedy. The final property-specific risk assessment will demonstrate that the active ground water remedy has achieved compliance with applicable standards for these pathways.

- f. Soil and ground water standard(s) for vapor intrusion to indoor air to human receptor populations, to be derived through property-specific risk assessment procedures in accordance with OAC 3745-300-09(D), at all points underlying the Property. The use of an engineering control within the approximate 5.222-acre commercial/industrial land use restriction area consisting of a building sub-slab vapor barrier and subsurface ventilation system as specified in the O&M Plan renders the pathway incomplete. This engineering control will be in place until completion of the active ground water remediation and the final property-specific risk assessment determines the engineering control is no longer necessary.
12. Based on the NFA Letter and subject to all conditions set forth in these Findings and Orders, a Covenant may be issued for the Property in accordance with ORC 3746.12(A), and upon implementation of the O&M Agreement, the voluntary action for the Property is protective of public health and safety and the environment.

ORDERS

Covenant

1. Based on the NFA Letter and subject to all conditions set forth in these Findings and Orders, including but not limited to the terms and conditions of the O&M Agreement, Ohio EPA hereby covenants not to sue and releases UAP Columbus, and its respective agents, employees, shareholders, officers, directors, successors and assigns, and successors and assigns of the Property, from all civil liability to the State of Ohio (the "State") to perform additional investigational and remedial activities at the Property for the releases of hazardous substances or petroleum identified and addressed in the Phase I property assessment or Phase II property assessment conducted in compliance with ORC Chapter 3746 and OAC Chapter 3745-300.

Conditions and Limitations

Effectiveness of the Covenant Not to Sue – Recording of the Environmental Covenant

2. The Covenant provided in Order No. 1 herein shall become effective upon the date the Environmental Covenant is recorded in accordance with this order. The Environmental Covenant shall be filed as a document separate from the filing required by Order No. 3 herein. Within 30 days after the issuance of these Findings and Orders, UAP Columbus shall:
 - a. File with the Franklin County Recorder's Office for recording, in the same manner as a deed to the Property pursuant to ORC 3746.14 and 5301.88, the Environmental Covenant as executed and attached hereto as Exhibit 4. The document for recording may be an executed original or a copy of the same authenticated by Ohio EPA.
 - b. Submit to Ohio EPA a copy of the recorded Environmental Covenant that shows the filing date stamp of the Franklin County Recorder's Office or other reliable information that verifies the recording of the document in accordance with this Order. The submission shall include a cover letter that identifies "*Recorded - Environmental Covenant for NFA Letter No. 06NFA244.*" The submission shall be addressed and delivered by regular U.S. mail or by other reliable means to: Ohio EPA, 50 West Town Street, Suite 700, P.O. Box 1049, Columbus, OH 43216-1049, Attention: DERR Records Management Officer, and Ohio EPA Central District Office, 50 West Town Street, Suite 700, P.O. Box 1049, Columbus, OH 43216-1049, Attention: DERR Site Coordinator for Lane Avenue Shopping Center.

Requirement to Record These Findings and Orders / Covenant Not to Sue

3. Within 30 days after the issuance of these Findings and Orders, UAP Columbus shall:
 - a. File with the Franklin County Recorder's Office, for recording in the same manner as a deed to the Property pursuant to ORC 3746.14, a copy of these Findings and Orders, including Exhibits 1 (Legal Description), 2 (Property Location Map), 3 (Executive Summary), 4 (Environmental Covenant), and 5 (O&M Agreement).

filing date stamp of the Franklin County Recorder's Office or other reliable information that verifies the recording of the Findings and Orders in accordance with this Order. The submission shall include a cover letter that identifies "*Recorded - Covenant Not to Sue for NFA Letter No. 06NFA244.*" The submission shall be addressed and delivered by regular U.S. mail or by other reliable means to: Ohio EPA, 50 West Town Street, Suite 700, P.O. Box 1049, Columbus, OH 43216-1049, Attention: DERR Records Management Officer, and Ohio EPA Central District Office, 50 West Town Street, Suite 700, P.O. Box 1049, Columbus, OH 43216-1049, Attention: DERR Site Coordinator for the Lane Avenue Shopping Center.

Requirement to Include Notice of Activity and Use Limitations upon Property Conveyance

4. Each instrument UAP Columbus uses to convey the Property or any portion of the Property shall include a notice of the activity and use limitations for the Property in accordance with paragraph 9 of the Environmental Covenant attached hereto as Exhibit 4. The submission to Ohio EPA required by the Environmental Covenant shall include a cover letter that identifies "*Conveyance of Property Subject to Activity and Use Limitations - NFA Letter No. 06NFA244.*" The submission shall be addressed and delivered by regular U.S. mail or by other reliable means to: Ohio EPA, 122 S. Front Street, P.O. Box 1049, Columbus, OH 43216-1049, Attention: DERR Records Management Officer, and Ohio EPA Central District Office, 50 West Town Street, Suite 700, P.O. Box 1049, Columbus, OH 43216-1049, Attention: DERR Site Coordinator for the Lane Avenue Shopping Center.

Scope of Covenant

5. The Covenant provided in Order No. 1 shall only apply to the approximately 11.417- acre Property described in the NFA Letter, these Findings and Orders, and the exhibits attached hereto, upon which the investigational and remedial activities specified in the NFA Letter were conducted and upon which remedial activities are being conducted in compliance with the O&M Agreement.
6. Pursuant to ORC 3746.12(B), the Covenant shall remain in effect for as long as the Property continues to comply with the applicable standards upon which the Covenant is based, as referenced in these Findings and Orders.
7. Pursuant to ORC 3746.05, any use of the Property that does not comply with the institutional controls identified herein (i.e., the activity and use limitations

contained in the Environmental Covenant), voids the Covenant Not to Sue on and after the date of the commencement of the noncomplying use.

8. The Covenant shall not apply to releases of hazardous substances or petroleum:
 - a. That occur after the issuance of the NFA Letter to the Volunteer.
 - b. On or emanating from the Property, which are not identified and addressed in the Phase I property assessment or not addressed in the Phase II property assessment of the NFA Letter.
 - c. For which investigational or remedial activities were conducted that were not in compliance with ORC Chapter 3746 or OAC Chapter 3745-300.
9. The Covenant shall not apply:
 - a. To claims for natural resource damages the State may have pursuant to Sections 107 or 113 of the Comprehensive Environmental Response, Compensation and Liability Act of 1980 ("CERCLA"), 42 U.S.C. 9607 and 9613, as amended.
 - b. To claims the State may have pursuant to Section 107 of CERCLA, 42 U.S.C. 9607, as amended, for costs other than those for damages to natural resources, provided that the State incurs those other costs as a result of an action by the United States Environmental Protection Agency.
 - c. As otherwise specifically provided in ORC Chapter 3746, including but not limited to obligations arising under other applicable laws and regulations.
10. Nothing in ORC Chapter 3746 limits the authority of the Director to act under ORC 3734.13 and 3734.20 to 3734.23, or to request that a civil action be brought pursuant to the ORC or common law of the State of Ohio to recover the costs incurred by Ohio EPA for investigating or remediating a release or threatened release of hazardous substances or petroleum at or from the Property, when the Director determines that the release or threatened release poses an imminent and substantial threat to public health or safety or the environment.
11. Nothing in the Covenant shall be construed to limit or waive the Director's authority to revoke the Covenant as provided in ORC Chapter 3746 and OAC Chapter 3745-300. Pursuant to ORC 3746.12(A)(2)(c), the Covenant shall be revoked if the engineering controls are violated or are no longer in place and the

Volunteer or subsequent property owner has not reinstated the controls within a reasonable period of time as determined by the Director in accordance with the Covenant.

Ohio EPA Access to Property

12. Pursuant to ORC 3746.21, 3746.171, or the Environmental Covenant, authorized representatives of the Director shall be granted access to the Property for inspection or investigation purposes including but not limited to determining whether the Property is being used in compliance with the activity and use limitations contained in the Environmental Covenant.

Transfer

13. Pursuant to ORC 3746.14 and OAC 3745-300-13(K), the NFA Letter, the Covenant /Findings and Orders, and the O&M Agreement may be transferred to any person by assignment or in conjunction with the acquisition of title to the Property.

IT IS SO ORDERED:



Chris Korleski, Director
Ohio Environmental Protection Agency

4/25/07

Date

Lane Avenue Shopping Center
Director's Final Findings and Orders / Covenant Not to Sue

Exhibit 1
Legal Description

**DESCRIPTION OF
11.417 ACRES
CITY OF UPPER ARLINGTON, OHIO**

Situated in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 11.417 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows.

BEGINNING at a iron pin found at the southwest corner of said 12.481 acre tract, being at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence North 02° 46' 07" East, a distance of 392.25 feet along the westerly line of said 12.481 acre tract to a point;

Thence the following three (3) courses and distances over and across said 12.481 acres tract;

1. Thence South 86° 25' 53" East, a distance of 1148.81 feet, across said 12.481 acre tract to a point;
2. South 03° 34' 00" West a distance of 218.43 feet a point;
3. South 86° 25' 53" East, a distance of 147.08 feet to a point on the westerly line of Reserve F of said "THE UNIVERSITY ADDITION";

Thence South 01° 58' 04" West, a distance of 240.13 feet, along said westerly line of Reserve F, to a point;

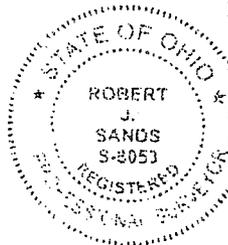
Thence North 86° 25' 53" West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northerly line of Lot Number 14 of said subdivision;

Thence North 02° 11' 07" East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North 86° 25' 53" West, a distance of 965.56 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 11.417 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South 89° 18' 1/2" East for the centerline of Lane Avenue as delineated on said subdivision of record.

R.D. ZANDE & ASSOCIATES



Robert J. Sands
Robert J. Sands, P.S. Date
Professional Surveyor No-S-8053

**DESCRIPTION OF
5.222 ACRES
CITY OF UPPER ARLINGTON
FRANKLIN COUNTY, OHIO**

Situate in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 5.222 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Deed Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows:

Begin, for reference at an iron pin found at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence South $86^{\circ} 25' 53''$ East, a distance of 344.13 feet, along the northerly line of said Reserve D to the **TRUE POINT OF BEGINNING**;

Thence the following six (6) courses over and across said 12.481 acre tract;

1. North $03^{\circ} 50' 43''$ East a distance of 327.70 feet a point;
2. South $86^{\circ} 09' 17''$ East, a distance of 290.91 feet to a point;
3. South $03^{\circ} 30' 07''$ West, a distance of 157.40 feet to a point;
4. South $85^{\circ} 53' 12''$ East, a distance of 515.55 feet to a point;
5. North $03^{\circ} 34' 07''$ East, a distance of 9.80 feet to a point;

6. South $86^{\circ} 25' 53''$ East, a distance of 138.23 feet to a point on the westerly line of Reserve "F" of the "THE UNIVERSITY ADDITION";

Thence South $01^{\circ} 58' 04''$ West, a distance of 240.13 feet along the westerly line of said Reserve "F" of the "THE UNIVERSITY ADDITION" to a point;

Thence North $86^{\circ} 25' 53''$ West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northeasterly line of Lot Number 14 of said subdivision;

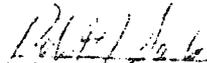
Thence North $02^{\circ} 11' 07''$ East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North $86^{\circ} 25' 53''$ West, a distance of 621.43 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 5.222 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South $89^{\circ} 18' 1.2''$ East for the centerline of Lane Avenue as delineated on said subdivision of record.

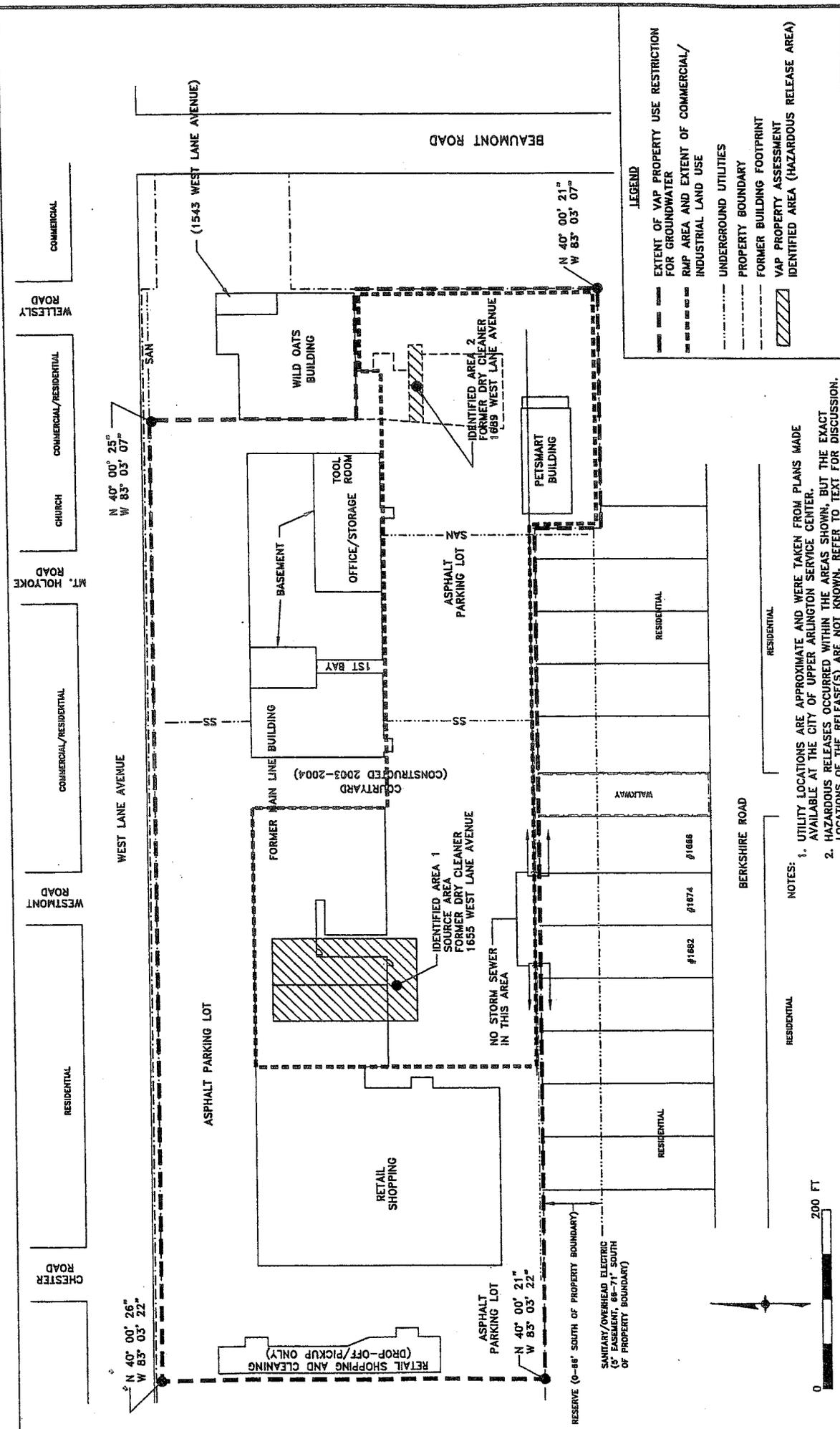
All iron pins set are $\frac{1}{4}$ inch iron pipes, 30 inches in length, with a yellow cap bearing the name "R.D. ZANDE".

R.D. ZANDE & ASSOCIATES


Robert J. Sands, P.S. Date
Professional Surveyor No-S-8053

Lane Avenue Shopping Center
Director's Final Findings and Orders / Covenant Not to Sue

Exhibit 2
Property Location Map



LEGEND

- EXTENT OF VAP PROPERTY USE RESTRICTION FOR GROUNDWATER
- RMP AREA AND EXTENT OF COMMERCIAL/ INDUSTRIAL LAND USE
- UNDERGROUND UTILITIES
- PROPERTY BOUNDARY
- FORMER BUILDING FOOTPRINT
- ▨ VAP PROPERTY ASSESSMENT IDENTIFIED AREA (HAZARDOUS RELEASE AREA)

DATE	2/12/2007
DRAWN	R. SMITH
PROJECT MANAGER	R. COLLA
CHECKED	J. RED
PROJECT NUMBER	0H000534.0016
FIGURE NUMBER	2

NOTES:

- UTILITY LOCATIONS ARE APPROXIMATE AND WERE TAKEN FROM PLANS MADE AVAILABLE AT THE CITY OF UPPER ARLINGTON SERVICE CENTER.
- HAZARDOUS RELEASES OCCURRED WITHIN THE AREAS SHOWN, BUT THE EXACT LOCATIONS OF THE RELEASE(S) ARE NOT KNOWN. REFER TO TEXT FOR DISCUSSION.

SCALE 1" = 100'

0 200 FT

GENERAL PROPERTY LAYOUT AND IDENTIFIED AREAS MAP
 LANE AVENUE SHOPPING CENTER
 1557-1735 WEST LANE AVENUE, UPPER ARLINGTON, OHIO

Lane Avenue Shopping Center
Director's Final Findings and Orders / Covenant Not to Sue

Exhibit 3
Executive Summary



Infrastructure, environment, facilities

Imagine the result

No Further Action Letter Executive Summary

The Property:

Lane Avenue Shopping Center
1557 - 1735 West Lane Avenue
Upper Arlington, Ohio

The Volunteer:

UAP Columbus Joint Venture 326132
720 East Wisconsin Avenue
Milwaukee, Wisconsin 53202-4797

The Certified Professional:

Christopher W. Krumm, P.G.
C.P. No. 177
R.D. Zande & Associates, Inc.
1500 Lake Shore Drive, Suite 100
Columbus, OH 43204
614/486-4383

April 2007

1. Introduction	1
2. Summary of No Further Action Letter	3
2.1 Phase I Property Assessment	3
2.2 Phase II Property Assessment	4
2.2.1 Soil and Investigation and Findings	6
2.2.2 Groundwater Investigation and Findings	7
2.2.3 Surface Water and Sediments Investigation and Findings	8
2.2.4 Exposure Pathway Assessment	8
2.3 Determination of Applicable Standards	9
2.4 Determination of Compliance with Applicable Standards	10
2.5 Remedial Activities	11
2.6 Planned Operation and Maintenance Remedies	12
3. Conclusions	14

Figures

- 1 Property Location Map, Lane Avenue Shopping Center, 1557-1735 West Lane Avenue, Upper Arlington, Ohio.
- 2 General Property Layout and Identified Areas Map, Lane Avenue Shopping Center, 1557-1735 West Lane Avenue, Upper Arlington, Ohio.
- 3 Remediation System Layout, Lane Avenue Shopping Center, 1557-1735 West Lane Avenue, Upper Arlington, Ohio.

Appendices

- A Legal Description
- B Affidavits

**No Further Action
Letter Executive
Summary**

Lane Avenue Shopping Center
1557-1735 West Lane Avenue
Upper Arlington, Ohio

1. Introduction

The following document summarizes the information gathered or produced during the voluntary action at the Lane Avenue Shopping Center (the Property) located at 1557-1735 West Lane Avenue, Upper Arlington, Franklin County, Ohio. This document was prepared as a component of the No Further Action (NFA) letter as required by the Ohio Administrative Code (OAC) 3745-300-13(E) and in the format as required by OAC 3745-300-13(J). The entire Lane Avenue Shopping Center is approximately 13 acres and corresponds to Parcel IDs 070-004672, 070-001901 and 070-001905, as listed in the Franklin County Auditor's office. The site is a commercial property in a mixed commercial and residential portion of Upper Arlington, Ohio. The Lane Avenue Shopping Center is currently zoned commercial and current plans are for it to remain a shopping center.

The VAP Property comprises 11.417 acres and is totally contained within Parcel ID 070-004672 of the Lane Avenue Shopping Center (Figure 1). The current Property layout is shown on Figure 2. Sections of the Lane Avenue Shopping Center which are not a part of the VAP Property include the northeast corner of Parcel ID 070-004672, and, Parcel ID 070-001901 and Parcel ID 070-001905. The property's legal description is provided in Appendix A of this document and in Attachment 3 of the February 2007 NFA Addendum.

This NFA document was issued in June 2006 under the express authority of Christopher W. Krumm, P.G., as the Certified Professional (CP) No. 177 providing the professional seal for the NFA. Mr. Krumm can be reached at the following location:

R.D. Zande & Associates, Inc.
1500 Lake Shore Drive, Suite 100
Columbus, Ohio 43204
614.486.4387

The NFA letter was prepared after completion of a Phase I Property Assessment, and Phase II Property Assessment, including a Property-Specific Risk Evaluation. Compliance with Applicable Standards was achieved through soil excavation of the source area, through the ongoing operation of the in-situ reactive zone (IRZ) groundwater remediation system, and through institutional controls limiting 5.222 acres of the property to commercial and/or industrial use. Groundwater use is precluded on the entire Property except for investigative or remediation of the groundwater or in conjunction with construction or excavation activities and/or maintenance of subsurface utilities. The legal description and map of the portion of the property with limited uses

ARCADIS

**No Further Action
Letter Executive
Summary**

Lane Avenue Shopping Center
1557-1735 West Lane Avenue
Upper Arlington, Ohio

is provided in Appendix A of this document and in Attachment 3 of the March 2007 NFA Addendum. The NFA letter consists of: the NFA Letter and Checklist; Phase I Property Assessment; Phase II Property Assessment; the Operation & Maintenance Plan; a October 2006 Addendum in response to Ohio EPA's comment letter dated September 1, 2006 on the NFA; a November 9, 2006 Addendum to provide a figure in response to the September 1, 2006 comment letter; March 2007 Addendum in response to Ohio EPA's comment letter dated January 4, 2007 on the NFA, and an April 5, 2007 Addendum in response to Ohio EPA's comment letter dated April 3, 2007. The CP Affidavit and the volunteer and other affidavits are provided in Appendix B of this document.

A complete copy of the NFA letter will be on file and made available by the Ohio EPA Central Office located at the 50 West Town Street, Suite 700, Columbus, Ohio in accordance with the filing requirements of OAC 3745-300-13(J). In addition, a copy will be available at the offices of UAP Joint Ventures located at 720 East Wisconsin Avenue, Milwaukee, Wisconsin, 53202, by contacting Mr. Brian Bennett at (414) 665-5474.

2. Summary of No Further Action Letter

The CP, Christopher Krumm of R.D. Zande & Associates, Inc., issued an NFA letter for the Property based upon the results of the Phase I and Phase II Property Assessments, a Property-Specific Risk Evaluation, and remedial actions (both completed and ongoing) at the Property by ARCADIS. The current use for the Property is for commercial, but as explained in the legal description, a portion of the property can be used in the future for residential purposes. A summary of the Phase I and Phase II Property Assessments is provided below. In addition to the VAP documents cited in Section 1.0, the findings and conclusions of this NFA are based on a variety of other documents including previous environmental assessment reports. These documents are discussed and provided in the Phase I Property Assessment.

2.1 Phase I Property Assessment

A Phase I Property Assessment (herein referred to as Phase I) was conducted at the Property in accordance with OAC 3745-300-06 between November 2003 and October 2005. A Phase I Addendum (or update) was performed in May 2006 and was included as Appendix A to the Phase II Property Assessment. The Phase I established that a release of hazardous substances (chlorinated volatile organic compounds, or VOCs) occurred at two locations; each location was designated an identified area per OAC 3745-300-06 (F). The two locations at which releases occurred are Identified Area 1 and Identified Area 2 and are defined as follows:

- Identified Area 1 – The former 1655 West Lane Avenue address in the west-central portion of the main shopping center building and a portion of the parking lot south of this address. A dry cleaner occupied Identified Area 1 from 1957 to 1985. Soil and groundwater within and south (hydraulically downgradient) of Identified Area 1 extending as far as the residential property at 1674 Berkshire Road were impacted with tetrachloroethene (PCE) from a release(s) of dry cleaning fluids. Soil beneath the former dry cleaner facility is referred to as the “Identified Area 1 source area.”
- Identified Area 2 – The location of the former 1689 West Lane Avenue address (a.k.a. 2394 Wellesley Lane) that is currently located in the parking lot east of the main shopping center building. A dry cleaner occupied Identified Area 2 from 1957 to 1975. Soil and groundwater within Identified Area 2 were impacted with chlorinated VOCs from a release(s) of dry cleaning fluids.

The Phase I process included a visual reconnaissance of the Property; a site walkover by the certified professional; the examination of adjacent properties; a review of environmental regulatory agency records, available historical documents, previous environmental investigations, and available facility records; and interviews with knowledgeable personnel at the facility.

The following conclusions are drawn based on the findings of the Phase I:

- Eligibility for Inclusion in Ohio voluntary Action Plan (VAP) – The Property is eligible for the Ohio VAP in accordance with provisions set forth in Ohio Revised Code Section 3746.02 and OAC 3745-300-02.
- Evidence of the Release of Hazardous Substances or Petroleum – Hazardous substances VOCs have impacted soil and groundwater in two portions of the Property, but there is no evidence that other petroleum products were released at the Property. The first identified area, designated Identified Area 1, includes the former 1655 West Lane Avenue address (in the west-central portion of the main shopping center building) and the parking lot south of this address. The second identified area, designated Identified Area 2, is the location of the former 1689 West Lane Avenue address (a.k.a. 2394 Wellesley Lane) and is currently located in the parking lot east of the main shopping center building. Dry cleaners formerly occupied the 1655 and 1689 West Lane Avenue addresses, and soil and groundwater were impacted by chlorinated VOCs from a release(s) of dry cleaning fluids.
- Need for Ohio VAP Phase II Property Assessment – An Ohio VAP Phase II Property Assessment (herein referred to as Phase II) involving Identified Areas 1 and 2 would be required to meet the requirements of the Ohio VAP.

2.2 Phase II Property Assessment

Phase II activities were performed between October 2000 and April 2002, and remedial activities (including ongoing Property monitoring activities) have been ongoing since April 2002. The purpose of the Phase II was to determine if chemicals of concern (COCs) existed above standards at concentrations of concern in the two identified areas discussed in the Phase I. A chronology and detailed description of the investigation and remediation activities performed at the Property over this period are summarized below:

- Ninety-two (92) soil borings have been completed at the Property – 17 in the Identified Area 1 source area, 39 in the parking lot south of Identified Area 1, 25 on the Berkshire Road residential properties, and 11 within and south of Identified Area 2.
- Twenty-six (26) temporary wells have been installed at the Property – two in the parking lot south of Identified Area 1, 21 on the Berkshire Road residential properties, and three within and south of Identified Area 2.
- Thirty-four (34) permanent groundwater monitoring wells have been installed at the Property – 24 in the parking lot south of Identified Area 1, four on the Berkshire Road residential properties, and six within and south of Identified Area 2.
- Eighty (80) soil samples have been collected and analyzed – 21 from within the Identified Area 1 source area, 26 from the parking lot south of Identified Area 1, 24 from the Berkshire Road residential properties, and nine from within and south of Identified Area 2.
- One hundred-thirty-nine (139) groundwater samples have been collected and analyzed during the Phase II investigation between October 2000 and April 2002 – 73 from within the Identified Area 1 source area and the parking lot south of Identified Area 1, 47 from the Berkshire Road residential properties, and 16 from within and south of Identified Area 2.
- Three indoor air samples have been collected and analyzed (one from each of the Berkshire Road residential properties).

Based on the information obtained and data generated during the completion of the Phase II investigative activities, it is believed that releases of VOCs occurred in Identified Area 1 and Identified Area 2 as follows:

- In Identified Area 1, the source of VOCs in unsaturated soil was beneath, and immediately east and south of the former dry cleaner. The VOCs were released into soil through surface spills of dry cleaning fluids and/or disposal of these fluids into drain line(s) during dry cleaning operations. The dry cleaning fluids migrated downward through approximately 4 feet of engineered fill and/or unsaturated silty/clayey soil and into the shallow confined saturated sand units.

ARCADIS

No Further Action Letter Executive Summary

Lane Avenue Shopping Center
1557-1735 West Lane Avenue
Upper Arlington, Ohio

The Phase I process included a visual reconnaissance of the Property; a site walkover by the certified professional; the examination of adjacent properties; a review of environmental regulatory agency records, available historical documents, previous environmental investigations, and available facility records; and interviews with knowledgeable personnel at the facility.

The following conclusions are drawn based on the findings of the Phase I:

- Eligibility for Inclusion in Ohio voluntary Action Plan (VAP) – The Property is eligible for the Ohio VAP in accordance with provisions set forth in Ohio Revised Code Section 3746.02 and OAC 3745-300-02.
- Evidence of the Release of Hazardous Substances or Petroleum – Hazardous substances VOCs have impacted soil and groundwater in two portions of the Property, but there is no evidence that other petroleum products were released at the Property. The first identified area, designated Identified Area 1, includes the former 1655 West Lane Avenue address (in the west-central portion of the main shopping center building) and the parking lot south of this address. The second identified area, designated Identified Area 2, is the location of the former 1689 West Lane Avenue address (a.k.a. 2394 Wellesley Lane) and is currently located in the parking lot east of the main shopping center building. Dry cleaners formerly occupied the 1655 and 1689 West Lane Avenue addresses, and soil and groundwater were impacted by chlorinated VOCs from a release(s) of dry cleaning fluids.
- Need for Ohio VAP Phase II Property Assessment – An Ohio VAP Phase II Property Assessment (herein referred to as Phase II) involving Identified Areas 1 and 2 would be required to meet the requirements of the Ohio VAP.

2.2 Phase II Property Assessment

Phase II activities were performed between October 2000 and April 2002, and remedial activities (including ongoing Property monitoring activities) have been ongoing since April 2002. The purpose of the Phase II was to determine if chemicals of concern (COCs) existed above standards at concentrations of concern in the two identified areas discussed in the Phase I. A chronology and detailed description of the investigation and remediation activities performed at the Property over this period are summarized below:

ARCADIS

No Further Action Letter Executive Summary

Lane Avenue Shopping Center
1557-1735 West Lane Avenue
Upper Arlington, Ohio

- Ninety-two (92) soil borings have been completed at the Property – 17 in the Identified Area 1 source area, 39 in the parking lot south of Identified Area 1, 25 on the Berkshire Road residential properties, and 11 within and south of Identified Area 2.
- Twenty-six (26) temporary wells have been installed at the Property – two in the parking lot south of Identified Area 1, 21 on the Berkshire Road residential properties, and three within and south of Identified Area 2.
- Thirty-four (34) permanent groundwater monitoring wells have been installed at the Property – 24 in the parking lot south of Identified Area 1, four on the Berkshire Road residential properties, and six within and south of Identified Area 2.
- Eighty (80) soil samples have been collected and analyzed – 21 from within the Identified Area 1 source area, 26 from the parking lot south of Identified Area 1, 24 from the Berkshire Road residential properties, and nine from within and south of Identified Area 2.
- One hundred-thirty-nine (139) groundwater samples have been collected and analyzed during the Phase II investigation between October 2000 and April 2002 – 73 from within the Identified Area 1 source area and the parking lot south of Identified Area 1, 47 from the Berkshire Road residential properties, and 16 from within and south of Identified Area 2.
- Three indoor air samples have been collected and analyzed (one from each of the Berkshire Road residential properties).

Based on the information obtained and data generated during the completion of the Phase II investigative activities, it is believed that releases of VOCs occurred in Identified Area 1 and Identified Area 2 as follows:

- In Identified Area 1, the source of VOCs in unsaturated soil was beneath, and immediately east and south of the former dry cleaner. The VOCs were released into soil through surface spills of dry cleaning fluids and/or disposal of these fluids into drain line(s) during dry cleaning operations. The dry cleaning fluids migrated downward through approximately 4 feet of engineered fill and/or unsaturated silty/clayey soil and into the shallow confined saturated sand units.

- In Identified Area 2, the source of VOCs in unsaturated soil is at the location of CO-10. As at Identified Area 1, the VOCs were likely released into soil through surface spills and releases of dry cleaning fluid. The fluid migrated downward through approximately 3 feet of engineered fill and into a thin, shallow sand stringer of limited horizontal extent.

2.2.1 Soil and Investigation and Findings

During the Phase II investigation, soil samples were obtained using one of the three following sampling techniques: split-spoon sampling from hollow stem auger drilling rigs; direct-push techniques; and, grab samples from the excavated areas. Soil samples were collected from both identified areas and were analyzed at TestAmerica, Inc. of Dayton, Ohio, VAP-Certified Laboratory No. CL0018, for VOCs analysis by U.S. Environmental Protection Agency (USEPA) Method 8260. Detected constituents include dichloromethane, cis-1,2-dichloroethene, trans-1,2,-dichloroethene, n-hexane, tetrachloroethene, trichloroethene and vinyl chloride. The maximum detected concentrations for these constituents are: dichloromethane at 14.3 micrograms per kilogram (ug/kg), cis-1,2-dichloroethene at 944 ug/kg, trans-1,2,-dichloroethene at 6 ug/kg, n-hexane at 94.7 ug/kg, tetrachloroethene at 67,500 ug/kg, trichloroethene at 4,330 ug/kg and vinyl chloride at 94.7 ug/kg.

In Identified Area 1 and on the Berkshire Road properties, a thin sand unit is saturated with groundwater. The sand unit occurs in the 6- to 8-foot depth interval, is approximately 80 feet wide, and extends from beneath the main shopping center building to the southern Property line. From the southern Property line to Berkshire Road, the sand unit occurs in the 10- to 14-foot depth interval and is approximately 150 feet wide. The maximum thickness of sand is 3 feet, encountered in an area extending from approximately 50 feet north of the southern Property line to the 1674 Berkshire Road and 1682 Berkshire Road properties.

Within and south of Identified Area 2, there are two thin, discontinuous occurrences of sandy soil. There is a 6-inch thick sand stringer at a depth of 3 feet at the location of CO-10 and a 1-foot thick sand unit at a depth of approximately 14 feet at the location of CO-15. The sand encountered at CO-10 was not observed at CO-11 or CO-12, which are located approximately 50 feet south and 50 feet southwest of CO-10, respectively.

2.2.2 Groundwater Investigation and Findings

Groundwater sampling before November 2003 was performed using clean, disposable bailers. Groundwater sampling from November 2003 to the present date was performed using low-flow groundwater sampling procedures. Groundwater samples were analyzed for VOCs by USEPA Method 8260A by TestAmerica except for the groundwater sample collected from well MW-4 on September 12, 2003, which was submitted to Severn Trent Laboratory in North Canton, Ohio (VAP Certified Number CL0024). During each groundwater sampling event, the depth to groundwater was measured at each well, and groundwater samples were tested in the field for pH, specific conductance, temperature, dissolved oxygen, and oxygen reduction potential using a flow-through cell. A summary of the maximum detected concentrations in groundwater is: acetone at 207 micrograms per liter (ug/l), 2-butanone at 8,600 ug/l, carbon disulfide at 12.4 ug/l, 1,1-dichloroethane at 2.12 ug/l, 1,1-dichloroethene at 69.2 ug/l, cis-1,2-dichloroethene at 35,900 ug/l, trans-1,2-dichloroethene at 396 ug/l, tetrachloroethene at 28,600 ug/l, toluene at 171 ug/l, 1,1,1,-trichloroethane at 3 ug/l, 1,2-trichloroethane at 1.2 ug/l, trichloroethene at 1,200 ug/l, and vinyl chloride at 18,300.

The Property is underlain by glacial deposits consisting of dense, silty/clayey soils containing thin (up to 3 feet thick), laterally discontinuous sand or sand/gravel units. Groundwater was encountered at depths of approximately 6 to 10 feet during drilling. Bedrock was not encountered in any of the borings completed during the Phase II investigation. The deepest borings completed during the Phase II investigation were SB-04, MW-6, and MW-8 through MW-10, which were terminated at depths of 38 feet to 49 feet. The subsurface geology of each of these borings in Identified Area 1 was examined and logged. These boring logs demonstrated that there is a minimum of 30 feet of impermeable soil between the shallow saturated sand units that are the target of active groundwater remediation and deeper groundwater. At Identified A-2, a thin, shallow sand stringer of limited horizontal extent was observed at CO-10 (designated as the upper sand). A lower sand was observed at CO-11 and CO-15 at approximately 11.5 to 14.5 feet below land surface. Soil and groundwater samples collected from this lower saturated sand zone also did not contain VOCs.

In order to determine the groundwater classification, yield testing was performed in April, during the rainy season, in consideration of the temporal and spatial requirements of OAC 3745-300-07(D)(9)(a) and (b). In addition, tests were also conducted in locations where there the maximum thickness of saturated aquifer material was observed. Results of the aquifer tests indicated that the groundwater

beneath and downgradient of Identified Area 1 and Identified Area 2: (1) has a total dissolved solids (TDS) concentration of less than 3,000 milligrams per liter (mg/L); (2) is in a saturated zone that yields less than 3.0 gallons per minute (gpm); and (3) is underlain by a source of water that may be used for potable purposes within 1 mile of the Property and yields more than 3.0 gpm (and more than twice as much groundwater as the saturated zone in Identified Area 1 and Identified Area 2).

Therefore, in accordance with OAC 3745-300-10(C)(3), groundwater within and downgradient of Identified Area 1 and Identified Area 2 does not meet any of the criteria for critical resource groundwater and is not Class A groundwater because it meets the criteria specified in OAC 3745-300-10(C)(2)(c)(i) and (ii). Therefore, groundwater within and downgradient of Identified Area 1 and Identified Area 2 is VAP Class B groundwater.

2.2.3 Surface Water and Sediments Investigation and Findings

The surface-water, sediment, and ecological pathways are not considered complete in Identified Area 1 or Identified Area 2 because there are no surface water bodies, wetland areas, or sediment at the Property that contain or support aquatic vegetation or fish. Surface runoff within and near the Property is controlled by municipal storm sewer lines that run east to west along the northern and southern Property lines.

2.2.4 Exposure Pathway Assessment

An exposure pathway describes the course a released chemical takes from source to potential exposed receptor. A pathway is considered complete if three components exist: a source of a COC; a receptor and/or an applicable point of compliance; and a transport mechanism for the pathway. Potential receptors are persons temporarily occupying the main shopping center building, workers in the parking lot south of the building, and off-site residents.

Soil removal activities, the presence of the shopping center building, and the presence of the compacted clay liner over the former source area have eliminated the potential for leaching of VOCs to groundwater beneath the building in IA1. Post-source area removal vapor intrusion modeling indicates that the volatile emission from groundwater to indoor air pathway does not pose an unacceptable risk to potential commercial receptors in the shopping center. In addition, a ventilation system beneath the building located directly over the former source area has been included as an engineering control and is discussed in Section 2 and Section 4 of the revised O&M Plan. As a

result, potentially complete exposure pathways are limited to vapor migration into residential homes and direct contact by on-site and off-site utility workers.

A summary of the exposure pathways that existed prior to the start of active groundwater remediation is:

- IA1 – Soil (direct contact, vapor intrusion to indoor air, and leaching to groundwater) and groundwater (vapor intrusion to indoor air); and,
- IA2 – Soil (direct contact, vapor intrusion to indoor air, and leaching to groundwater) and groundwater (vapor intrusion to indoor air).

2.3 Determination of Applicable Standards

During the Phase II, the applicable standards were determined in accordance with OAC 3745-300-07(D)(5) for the COCs. The generic numerical standards presented in OAC 3745-300-08(B)(1)(a) were determined to be the applicable standards for assessing the potential threat of direct contact exposure to soil. Applicable standards will be determined for groundwater through a Property-specific risk assessment at or near the completion of the IRZ remedy. These standards can be used because the provisions set forth in OAC 3745-300-10(F)(1)(b)(i) through (v) do not apply to the VAP Volunteer for the Property (UAP Columbus, the Property owner) because the source area is not located off-property.

Further, because Property groundwater is VAP Class B groundwater (as discussed in Section 2.2.1) and because the presence of the COCs in Property groundwater are attributed entirely to sources formerly located at the Property, it was determined that institutional controls are adequate to prevent human exposure to groundwater exceeding the UPUS in accordance with OAC 3745-300-10(F)(6)(a)(i) and that the remediation activities performed at the Property would need to protect against non-potable exposure to groundwater in accordance with OAC 3745-300-10(F)(6)(a)(ii).

In contrast with property-specific risk assessment procedures (3745-300-09), Property-specific risks were not calculated for the Property, except to aid in the development of Property-specific remediation goals (PRGs). Indeed, the pathways evaluated (direct contact by off-site utility workers, vapor intrusion into residential homes, and vapor intrusion into on-site commercial buildings) are currently incomplete. Instead, the risk evaluation report focuses on the calculation of a single-chemical concentration or risk-based remediation goal (RBG) for each COC.

Using the Johnson and Ettinger model with the very conservative generic model input parameters, the calculated Property-specific single-chemical groundwater RBGs protective of the volatile emissions from groundwater to the residential indoor air pathway for the COCs that were detected at the Property are presented below. Note that these goals were created as a conservative screening tool for off-property groundwater to direct the remediation effort.

- Cancer – 924 µg/L for PCE; 2,976 µg/L for TCE; 33 µg/L for 1,1-DCE, and 151 µg/L for vinyl chloride; and
- Non-cancer – 37,500 µg/L for 1,1-DCE; 129,000 µg/L for TCE; 17,300 µg/L for *cis*-1,2-DCE; 15,500 µg/L for *trans*-1,2-DCE; and 5,700 µg/L for vinyl chloride.

The calculated Property-specific single-chemical groundwater RBGs protective of direct contact for the utility worker with groundwater for the COCs that were detected at the Property are as follows:

- Cancer – 2,146 µg/L for PCE; 34,413 µg/L for TCE; 744 µg/L for 1,1-DCE; and 601 µg/L for vinyl chloride; and
- Non-cancer – 399,505 µg/L for PCE; 143,535 µg/L for 1,1-DCE; 811,163 µg/L for TCE; 2,187,440 µg/L for *cis*-1,2-DCE; 4,500,296 µg/L for *trans*-1,2-DCE; and 90,180 µg/L for vinyl chloride.

The calculated Property-specific single-chemical groundwater RBGs protective of the commercial worker for exposure to vapors from groundwater for the COCs that were detected at the Property are as follows:

- Cancer – 89,000 µg/L for PCE; 198,000 µg/L for TCE; 4,540 µg/L for 1,1-DCE; and 21,800 µg/L for vinyl chloride; and
- Non-cancer – 3,010,000 µg/L for PCE; 1,622,000 µg/L for 1,1-DCE; 7,160,000 µg/L for TCE; 580,000 µg/L for *cis*-1,2-DCE; 714,000 µg/L for *trans*-1,2-DCE; and 687,000 µg/L for vinyl chloride.

2.4 Determination of Compliance with Applicable Standards

Because the calculation of the RBGs did not include an estimate of potential cumulative cancer and cumulative non-cancer risks for the volatile emission from

groundwater to indoor air pathway, it will be necessary to derive applicable groundwater standards and perform a multiple-chemical adjustment in accordance with OAC 3745-300-09(D)(3)(d). Due to the degradation of PCE and its daughter products, applicable groundwater standards will be determined by a final risk assessment to demonstrate the completion of the Property remedial activities and will be included as part of the *Operation and Maintenance Plan*. Applicable groundwater standards will be determined based on the summation of the risks for each exposure pathway for the following exposure scenarios:

- Residential scenario includes the off-site vapor migration to indoor air pathway;
- Commercial worker scenario includes on-site direct contact with soil pathway and the indoor air pathway for soil and groundwater;
- On-site excavation worker includes direct contact with soil and groundwater and will be handled by the risk mitigation plan (RMP); and
- Off-site utility worker includes direct contact with groundwater.

Additionally, the VAP has leach-based soil values that must be met to ensure protection of groundwater if leaching of vadose zone contaminants could occur. The values are presented in the document titled *Ohio EPA Derived Leach-Based Soil Values Technical Guidance Document, July 1996 (Revised November 1996 and February 2002)*. Near the end of the remedial activities, an estimation of the mass of the COCs remaining in the unsaturated soil will be determined. The contribution of these chemicals to groundwater will be included in the final risk assessment and the final groundwater clean-up values will be established using site-specific input parameters.

2.5 Remedial Activities

Source removal activities in Identified Area 1 commenced on March 21, 2002 and were completed on June 26, 2002. The activities were performed inside the main shopping center building, beneath the concrete floor slab of the portion of the building that was occupied by a dry cleaner between 1957 and 1985, and outside this portion of the building along the eastern and southern walls of the building. The objective of these activities was to remove vadose zone or unsaturated soil that had been impacted by a historic release(s) of PCE and was serving as an ongoing source of PCE leaching to groundwater. The objective of the source area removal activities was accomplished.

The extent of PCE-containing unsaturated soil that was an ongoing source of PCE leaching to groundwater was adequately delineated and removed.

Beginning in April 2002, the property became a Large Quantity Generator (LQG) of hazardous waste because of active soil remediation beneath the former Swan Cleaners facility at 1655 Lane Avenue, Upper Arlington, Ohio. The property retained LQG status through 2004. Small quantity generator (SQG) status was requested in 2005 because hazardous waste was not generated or shipped in 2005. The LQG closure report is provided in Attachment 3 of the October 2006 NFA addendum.

Between spring 2001 and spring 2002, the feasibility of several remediation alternatives to address the COCs in groundwater was evaluated and compared in terms of effectiveness, implementability, and cost. The preferred remediation alternative was determined to be the development of IRZs to support enhanced reductive dechlorination (ERD). The IRZs were installed in Identified Area 1 and at the 1674 Berkshire Road property between June and August 2002. Groundwater remediation commenced in late August 2002 and is ongoing. Figure 3 shows the location of the remedial system.

The Property will need an Environmental Covenant in order to implement institutional controls on the Property that comply with the Ohio Revised Code Chapter 3746 and the OAC Chapter 3745-300. The Environmental Covenant will prohibit the use of Property groundwater on the entire Property except for investigative or remediation of the groundwater or in conjunction with construction or excavation activities and/or maintenance of subsurface utilities, and to restrict future use to commercial/industrial within a portion of the Property (5.222 acres) as defined in Appendix A of this document.

The RMP has been written in accordance with OAC 3745-300-15(G) that describes the procedures that will be used during the remediation period to mitigate the risks to receptor populations performing excavation or other subsurface construction activities in the identified areas at the Property.

2.6 Planned Operation and Maintenance Remedies

The objective of the active soil remediation (source area removal) activities was accomplished, as discussed in Section 2.5. The extent of PCE-containing unsaturated soil that was an ongoing source of PCE leaching to groundwater was adequately delineated and removed.

ARCADIS

**No Further Action
Letter Executive
Summary**

Lane Avenue Shopping Center
1557-1735 West Lane Avenue
Upper Arlington, Ohio

Similarly, the objectives of active groundwater remediation are being accomplished through operation of the IRZ groundwater remediation system installed during summer 2002 as discussed in Section 2.5. As of this writing, the concentrations of PCE; TCE; 1,1-DCE; and trans-DCE in Identified Area 1 groundwater have been reduced to levels below the maximum contaminant levels (MCLs). Vinyl chloride and *cis*-DCE concentrations in Identified Area 1 groundwater are on a decreasing trend. Active groundwater remediation will continue until the applicable groundwater standards for all COCs are achieved. It is expected that this will be accomplished by 2010. Details regarding the continued operation, maintenance, and monitoring of the IRZ groundwater remediation system is included in the Operation and Maintenance Plan, including a plan for terminating remediation activities. The Operation and Maintenance Plan was submitted by the VAP-Certified Professional as part of the No Further Action letter for the Property.

3. Conclusions

The following conclusions are drawn on the basis of the work performed:

- There are two impacted areas at the Property as defined by OAC 3745-300-06(F)(1). Identified Area 1 is the former 1655 West Lane Avenue address in the west-central portion of the main shopping center building and the parking lot south of this address. A dry cleaner occupied this area from 1957 to 1985. Soil and groundwater within and south (hydraulically downgradient) of Identified Area 1 as far as the residential property at 1674 Berkshire Road were impacted with chlorinated VOCs from dry cleaning fluids that were apparently released or discharged into the environment through a number of activities. Identified Area 2 is the former 1689 West Lane Avenue address (a.k.a. 2394 Wellesley Lane) that is currently located in the parking lot east of the main shopping center building. A dry cleaner occupied this area from 1957 to 1975. Soil and groundwater within Identified Area 2 were impacted with chlorinated VOCs from a release(s) of dry cleaning fluids. The COCs in Property soil and groundwater are the chlorinated VOCs PCE, TCE, *cis*-DCE, and vinyl chloride.
- The potential exposure pathways at the Property are limited to vapor migration into residential homes, on-site commercial buildings and direct contact by off-site utility workers which will be addressed by a risk assessment after completion of remediation as part of the O&M Plan.
- Groundwater at the Property is VAP Class B groundwater. Groundwater flow is slightly east of due south. There is a westerly component of groundwater flow on the Berkshire Road residential properties that is attributed to a mounding effect caused by groundwater recharge in the backyard lawns. The groundwater plume has not migrated beneath the homes on Berkshire Road, immediately south of the Property.
- In Identified Area 1, the groundwater COCs are confined to the thin, saturated sand units present above a depth of 20 feet between the main shopping center building and the Berkshire Road residential properties. The sand units are in hydraulic communication with each other but are not in hydraulic communication with the lower gravel unit or the regional bedrock aquifer. Additionally, there is greater than 30 feet of impermeable glacial till between the sand units and these lower groundwater units (gravel zone and bedrock). Thus, lower aquifers if present beneath the Property are protected.

- In Identified Area 1, PCE-containing soil beneath the floor slab of the former 1655 West Lane Avenue address was removed and transported off-site for disposal in summer 2002, thereby removing an ongoing source of VOCs to groundwater. This area was backfilled with low permeability clay after carbon-introduction laterals were installed for groundwater remediation purposes and covered with a concrete floor slab; therefore, no additional soil remediation is required.
- In Identified Area 1, groundwater remediation has been ongoing since late August 2002 using IRZs to complete ERD of the VOCs, and based on the effectiveness of remediation to date in lowering groundwater concentrations of the COCs, remediation goals will be attained within three years of remediation and two years of post monitoring evaluation. In the future, groundwater remediation will continue to be performed in accordance with an Operation and Maintenance Plan that is submitted to the Ohio EPA under separate cover.

In Identified Area 2, no soil or groundwater remediation is necessary because the COCs were detected at only one location (CO-10), groundwater data from multiple sampling events demonstrate that the chemicals are not migrating away from this one location, and natural attenuation is occurring (i.e., it is likely that the dry cleaning solvent PCE was originally released and that the PCE has since been converted to its daughter products by the process of natural attenuation). A weight-of-evidence argument can be made to demonstrate that the above assumption is correct. A thin, shallow sand stringer of limited horizontal extent was observed at CO-10 (designated as the upper sand). Soil and groundwater samples collected from borings/wells located hydraulically cross-gradient and downgradient of CO-10 in Identified Area 2 did not contain detectable concentrations of VOCs. A lower sand was observed at CO-11 and CO-15 at approximately 11.5 to 14.5 feet below land surface. Soil and groundwater samples collected from this lower saturated sand zone also did not contain VOCs.



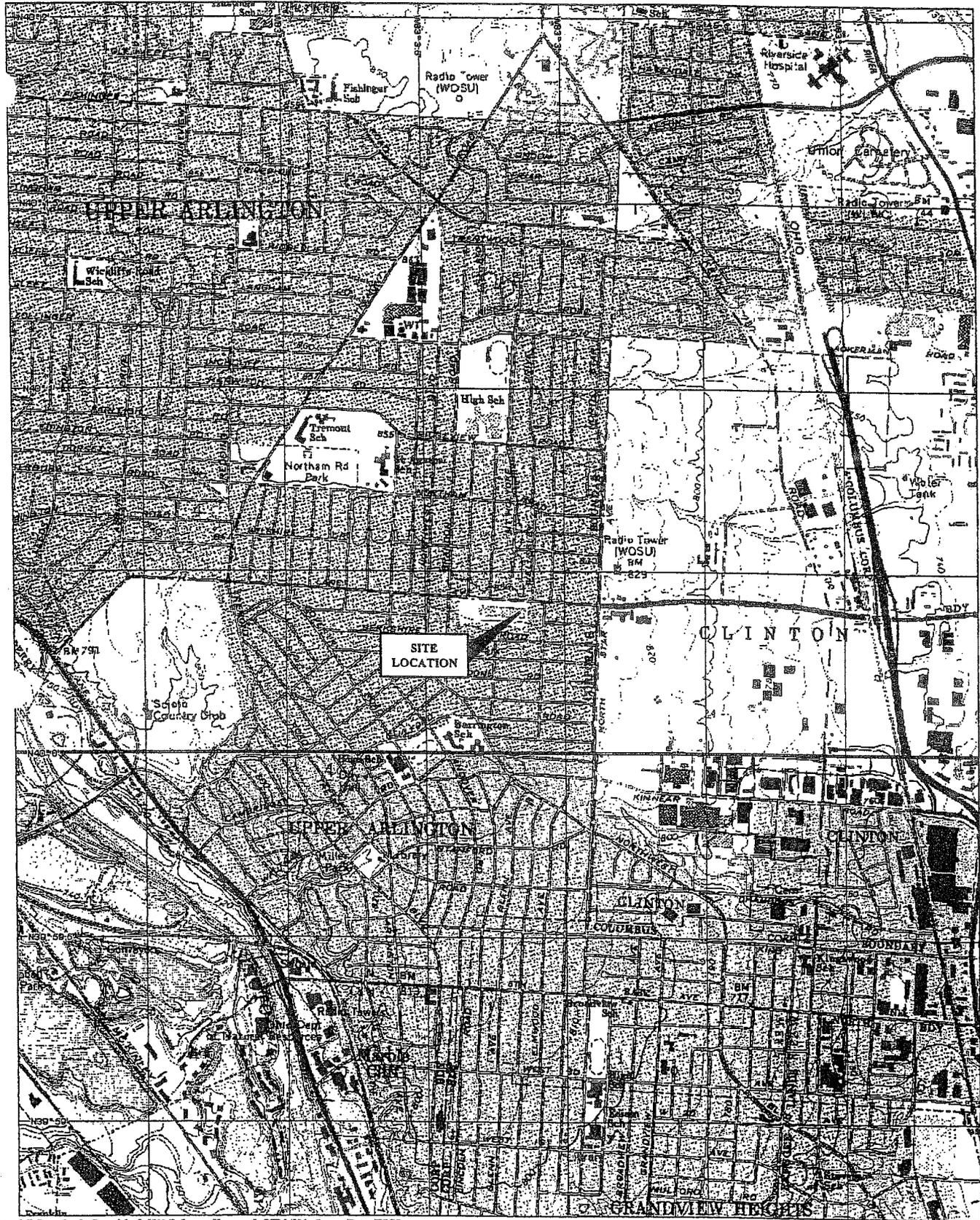
3-D TopoQuads Copyright © 1999 DeLorme Yarmouth, ME 04096 Source Data: USGS

750 ft Scale: 1:25,000 Detail: 13-0 Datum: WGS84



PROPERTY LOCATION MAP
 LANE AVENUE SHOPPING CENTER
 1557-1735 WEST LANE AVENUE
 UPPER ARLINGTON, OHIO

Date 25JUL00	Project Manager A. HAGEN	Drawing Name LANE AVE QUADS
Drawn By R. SMITH	Lead Design Pmt J. REID	Checked T. TROMMER
Project Number OH000534.0012		Figure Number 1



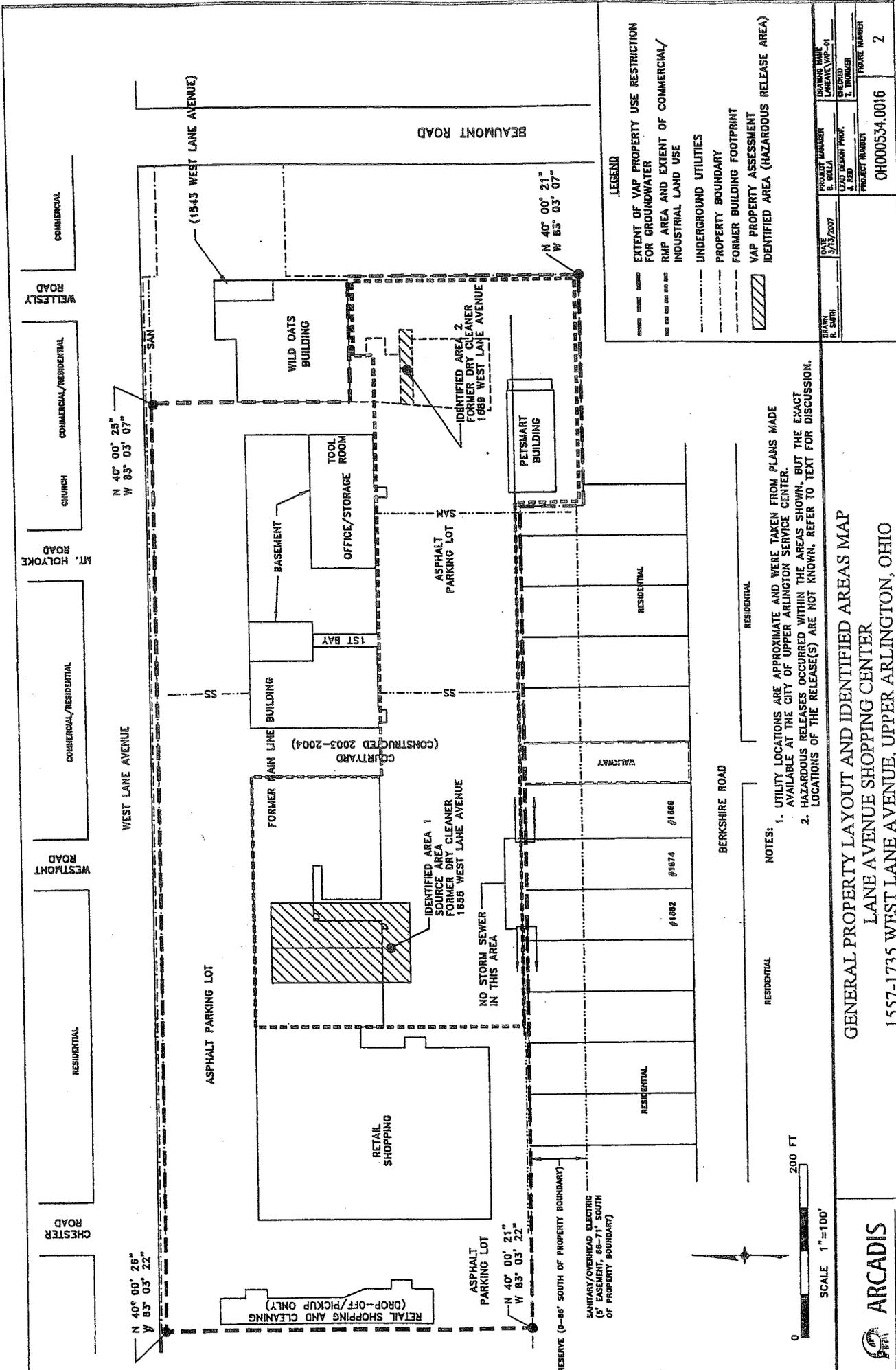
3-D TopoQuads Copyright © 1999 DeLorme Yarmouth, ME 04096 Source Data: USGS

750 ft Scale: 1:25,000 Detail: 13-0 Datum: WGS84



PROPERTY LOCATION MAP
 LANE AVENUE SHOPPING CENTER
 1557-1735 WEST LANE AVENUE
 UPPER ARLINGTON, OHIO

Date 25JUL06	Project Manager A. HAGEN	Drawing Name LANE/VE/QUADS
Drawn By R. SMITH	Lead Design Prof J. REID	Checked T. TROMMER
Project Number OH000534.0012	Figure Number 1	



LEGEND

- EXTENT OF VAP PROPERTY USE RESTRICTION FOR GROUNDWATER
- RMP AREA AND EXTENT OF COMMERCIAL/ INDUSTRIAL LAND USE
- UNDERGROUND UTILITIES
- PROPERTY BOUNDARY
- FORMER BUILDING FOOTPRINT
- ▨ VAP PROPERTY ASSESSMENT IDENTIFIED AREA (HAZARDOUS RELEASE AREA)

DATE	5/13/2007
PROJECT MANAGER	S. GOLLA
LEAD DESIGN PRVT.	J. RED
CHECKED	E. THOMAS
DRAWN	R. SMITH
PROJECT NUMBER	0H000534.0016
FIGURE NUMBER	2

NOTES:

- UTILITY LOCATIONS ARE APPROXIMATE AND WERE TAKEN FROM PLANS MADE AVAILABLE AT THE CITY OF UPPER ARLINGTON SERVICE CENTER.
- HAZARDOUS RELEASES OCCURRED WITHIN THE AREAS SHOWN, BUT THE EXACT LOCATIONS OF THE RELEASE(S) ARE NOT KNOWN. REFER TO TEXT FOR DISCUSSION.

GENERAL PROPERTY LAYOUT AND IDENTIFIED AREAS MAP
LANE AVENUE SHOPPING CENTER
1557-1735 WEST LANE AVENUE, UPPER ARLINGTON, OHIO



SCALE 1"=100'
 200 FT



RESERVE (0-88' SOUTH OF PROPERTY BOUNDARY)
 SANITARY/OVERHEAD ELECTRIC (8' EASEMENT, 88'-71' SOUTH OF PROPERTY BOUNDARY)
 NO STORM SEWER IN THIS AREA

CHESTER ROAD
 WESTMONT ROAD
 WEST LANE AVENUE
 BERKSHIRE ROAD

RESIDENTIAL
 COMMERCIAL/RESIDENTIAL
 CHURCH
 COMMERCIAL/RESIDENTIAL
 COMMERCIAL

WELLESLEY ROAD
 BEAUMONT ROAD

RETAIL SHOPPING AND CLEANING (DROP-OFF/PICKUP ONLY)
 ASPHALT PARKING LOT
 N 40° 00' 26" W 83° 03' 22"
 RETAIL SHOPPING
 FORMER MAIN LINE BUILDING
 COURT YARD (CONSTRUCTED 2003-2004)
 1ST BAY
 BASEMENT
 OFFICE/STORAGE
 TOOL ROOM
 ASPHALT PARKING LOT 2
 WILD OATS BUILDING
 IDENTIFIED AREA 2 FORMER DRY CLEANER 1899 WEST LANE AVENUE
 PETSMA RT BUILDING
 N 40° 00' 21" W 83° 03' 07"
 IDENTIFIED AREA 1 SOURCE AREA FORMER DRY CLEANER 1655 WEST LANE AVENUE
 NO STORM SEWER IN THIS AREA
 ASPHALT PARKING LOT
 N 40° 00' 21" W 83° 03' 22"
 SAN

MW-1

FORMER DRY CLEANER
(1655 LANE AVENUE)

MAIN LINE BUILDING

1ST BAY

INTRODUCTION LATERAL HEADERS (3)

IP-12 IP-13 IP-14 IP-15
CO-7
RZ-2

IP-8 IP-9 IP-10 IP-11
CO-6
RZ-3
PARKING LOT

IP-5 IP-6
IP-4 IP-7 CO-16
RZ-4

MW-4
IP-2 IP-3
IP-1
MW-12
RZ-5

1682

1674

1666

BERKSHIRE ROAD



- LEGEND**
- INTRODUCTION POINT
 - ⊛ GalaTech, Inc. MONITORING WELL/BORING
 - ⊠ ARCADIS MONITORING WELL/BORING
 - IN-SITU REACTIVE ZONE

THIS FIGURE SHOWS CONFIGURATION OF SHOPPING CENTER AFTER REMODELING IN 2003-2004

ARCADIS

3307 Emerald Parkway
Suite 120, Dublin, OH 43018
Tel: 614/764-2310 Fax: 614/764-1270

REMEDATION SYSTEM LAYOUT
LANE AVENUE SHOPPING CENTER
1557-1735 LANE AVENUE, UPPER ARLINGTON, OHIO

DATE 5/15/2006	PROJECT MANAGER D. VICAREL	DRAWING NAME LANEXEC SUM/EXEC01
DRAWN R. SMITH	LEAD DESIGN PROF. J. REDD	CHECKED D. VICAREL
PROJECT NUMBER OH000534.0012.0003		FIGURE NUMBER 3

ARCADIS

Appendix A

Legal Description

**DESCRIPTION OF
11.417 ACRES
CITY OF UPPER ARLINGTON, OHIO**

Situated in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 11.417 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows.

BEGINNING at a iron pin found at the southwest corner of said 12.481 acre tract, being at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence North 02° 46' 07" East, a distance of 392.25 feet along the westerly line of said 12.481 acre tract to a point;

Thence the following three (3) courses and distances over and across said 12.481 acres tract;

1. Thence South 86° 25' 53" East, a distance of 1148.81 feet, across said 12.481 acre tract to a point;
2. South 03° 34' 00" West a distance of 218.43 feet a point;
3. South 86° 25' 53" East, a distance of 147.08 feet to a point on the westerly line of Reserve F of said "THE UNIVERSITY ADDITION";

Thence South 01° 58' 04" West, a distance of 240.13 feet, along said westerly line of Reserve F, to a point;

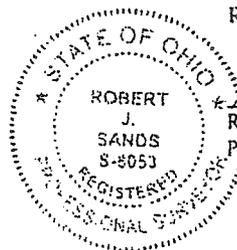
Thence North 86° 25' 53" West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northerly line of Lot Number 14 of said subdivision;

Thence North 02° 11' 07" East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North 86° 25' 53" West, a distance of 965.56 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 11.417 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South 89°18 1/2' East for the centerline of Lane Avenue as delineated on said subdivision of record.

R.D. ZANDE & ASSOCIATES



[Signature] 12/22/06
Robert J. Sands, P.S. Date
Professional Surveyor No-S-8053

**DESCRIPTION OF
5.222 ACRES
CITY OF UPPER ARLINGTON
FRANKLIN COUNTY, OHIO**

Situate in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 5.222 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Deed Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows:

Begin, for reference at an iron pin found at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence South $86^{\circ} 25' 53''$ East, a distance of 344.13 feet, along the northerly line of said Reserve D to the **TRUE POINT OF BEGINNING**;

Thence the following six (6) courses over and across said 12.481 acre tract;

1. North $03^{\circ} 50' 43''$ East a distance of 327.70 feet a point;
2. South $86^{\circ} 09' 17''$ East, a distance of 290.91 feet to a point;
3. South $03^{\circ} 30' 07''$ West, a distance of 157.40 feet to a point;
4. South $85^{\circ} 53' 12''$ East, a distance of 515.55 feet to a point;
5. North $03^{\circ} 34' 07''$ East, a distance of 9.80 feet to a point;
6. South $86^{\circ} 25' 53''$ East, a distance of 138.23 feet to a point on the westerly line of Reserve "F" of the "THE UNIVERSITY ADDITION";

Thence South $01^{\circ} 58' 04''$ West, a distance of 240.13 feet along the westerly line of said Reserve "F" of the "THE UNIVERSITY ADDITION" to a point;

Thence North $86^{\circ} 25' 53''$ West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northeasterly line of Lot Number 14 of said subdivision;

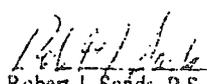
Thence North $02^{\circ} 11' 07''$ East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North $86^{\circ} 25' 53''$ West, a distance of 621.43 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 5.222 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South $89^{\circ} 18' 1.2''$ East for the centerline of Lane Avenue as delineated on said subdivision of record.

All iron pins set are $\frac{1}{4}$ inch iron pipes, 30 inches in length, with a yellow cap bearing the name "R.D. ZANDE".

R.D. ZANDE & ASSOCIATES

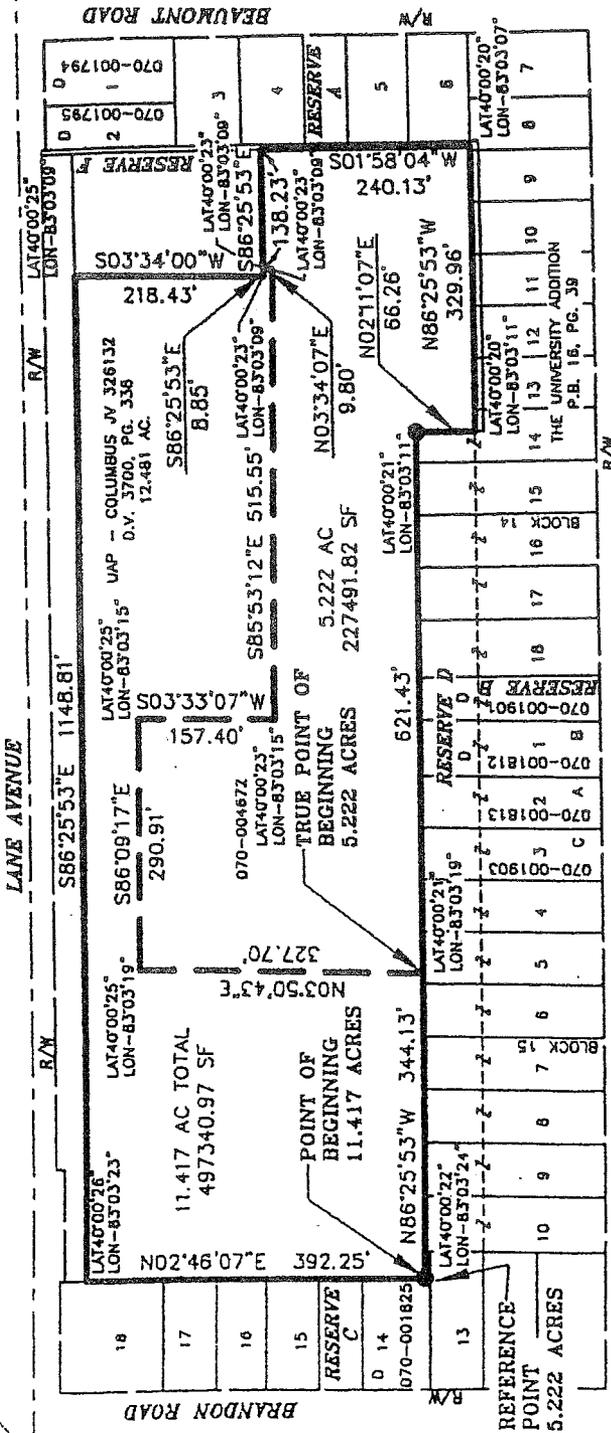

Robert J. Sands, P.S.

Date

Professional Surveyor No-S-8053

LEGEND

● = IPF IRON PIN FOUND



BERKESHIRE ROAD

BEAUMONT ROAD

VAP Property 11.417 Acres & RMP Area 5.222 Acres

SECTION 4, TOWNSHIP 1, RANGE 19
 UNITED STATES MILITARY LANDS
 STATE OF OHIO, FRANKLIN COUNTY, CITY OF UPPER ARLINGTON

SCALE: 1 INCH = 200 FEET

PREPARED BY:
R.D. Zande & Associates
 1600 LAKE SHORE DRIVE
 SUITE 100
 COLUMBUS, OHIO 43204

COPYRIGHT © 2005 R.D. ZANDE & ASSOCIATES, INC.
 ALL RIGHTS RESERVED. ALL REPORTS, PLANS, SPECIFICATIONS, COMPUTER FILES, FIELD DATA, NOTES, DOCUMENTS, AND OTHER ITEMS PREPARED BY R. ZANDE & ASSOCIATES, INC. ("ZANDE") ARE INSTRUMENTS OF SERVICE AND REMAIN ITS PROPERTY. THE USE OF THESE ITEMS BY ZANDE'S CLIENT IS SUBJECT TO ALL OF THE TERMS, CONDITIONS AND LIMITATIONS SET FORTH IN THE AGREEMENT BETWEEN SUCH CLIENT AND ZANDE. ADDITIONAL USE IS PROHIBITED WITHOUT THE WRITTEN CONSENT OF ZANDE.

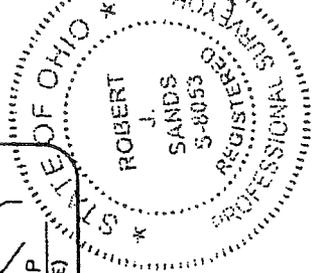
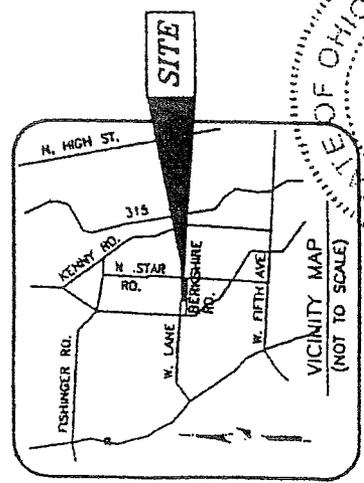
- A. UAP - COLUMBUS JV 326132
 INST. 200112200287693
- B. UAP - COLUMBUS JV 326132
 INST. 200112110286631
- C. UAP - COLUMBUS JV 326132
 INST. 200111070257760
- D. UAP - COLUMBUS JV 326132
 D.V. 3700, PG. 338

CERTIFICATION:

I HEREBY CERTIFY THAT THIS SURVEY SHOWN ON THE ATTACHED PLAT WAS PREPARED FROM AN ON THE GROUND SURVEY ON OCTOBER 5, 2006 MADE UNDER MY DIRECT SUPERVISION AND THAT IT AND THE INFORMATION, COURSES AND DISTANCES AS SHOWN ARE CORRECT TO THE BEST OF MY KNOWLEDGE.

R. D. ZANDE & ASSOCIATES, INC.

ROBERT J. SANDS
 PROFESSIONAL SURVEYOR NO. S-8053
 DATE: 11/23/06



ARCADIS

Appendix B

Affidavits

- 9 The NFA Letter, the completed NFA Form for the Property, the Addenda and any other information, data, documents and reports submitted with the NFA Letter and the NFA Form, and Addendum are true, accurate and complete.
- 10. The NFA Letter, the completed NFA Form, and the Addenda and all supporting information, data, documents and reports, are a true, accurate and complete characterization of conditions at the Property, including the presence or absence of hazardous substances and petroleum.

Further affiant sayeth naught.

Christopher W. Krumm
Signature of Affiant

Sworn to before me this 5 day of April, 2007.



MELISSA A. CAMMARATA
Notary Public, State of Ohio
My Commission Expires 12-08-08

Melissa A. Cammarata
Notary Public

Revised 10/02

5. The information, data, documents, and reports identified in this affidavit are true, accurate and complete.

Further affiant sayeth naught.

Signature of Affiant

James Reed

Sworn to before me this 5th day of April, 2007.

Notary Public



RENA J. ZAMSKI
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 1/11/2011

Rena J. Zamski

Affidavit by Volunteer Pursuant to OAC 3745-300-13(L)

State of Wisconsin)
County of Milwaukee) ss:

I, Brian Bennett, being first duly sworn according to law, state that, to the best of my knowledge, information and belief:

1. I am an adult over the age of eighteen (18) years old and competent to testify herein.
2. I am authorized to submit this affidavit on behalf of UAP Columbus Joint Venture 326132 (the "Volunteer").
3. The voluntary action is being conducted by the Volunteer at the property known as Lane Avenue Shopping Center, located at 1557-1735 West Lane Avenue, Upper Arlington, Ohio (the "Property").
4. The purpose of this submission is to provide to the Ohio EPA the No Further Action Letter Addendum. This package includes the revised Executive Summary, the revised Operation and Maintenance Plan, and a response to the Ohio EPA Notice of Deficiencies and Reviewer Comments dated April 3, 2007.
5. The voluntary action was conducted in compliance with all applicable local, state and federal laws and regulations.
6. The Property is eligible for the voluntary action pursuant to ORC 3746.02 and OAC 3745-300-02.
7. The information, data, documents, and reports identified in this affidavit are true, accurate and complete.

Further affiant sayeth naught.

Brian D. Bennett
Signature of Affiant

Sworn to before me this 5th day of April, 2007.

Notary Public [Signature]

My commission expires: May 4, 2008

JANET M. SZUKALSKI
NOTARY PUBLIC
STATE OF WISCONSIN

Lane Avenue Shopping Center
Director's Final Findings and Orders / Covenant Not to Sue

Exhibit 4
Environmental Covenant

ENVIRONMENTAL COVENANT

This Environmental Covenant is entered into by UAP Columbus Joint Venture 326132("Owner") and the Ohio Environmental Protection Agency ("Ohio EPA") pursuant to Ohio Revised Code ("ORC") §§ 5301.80 to 5301.92 for the purpose of subjecting the Property to the activity and use limitations set forth herein.

WHEREAS, the UAP Columbus Joint Venture 326132 located at 720 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4797 has undertaken a voluntary action with respect to the Property described herein under Ohio's Voluntary Action Program ("VAP"), pursuant to Ohio Revised Code ("ORC") Chapter 3746 and Ohio Administrative Code ("OAC") Chapter 3745-300.

WHEREAS, the Property is owned by UAP Columbus Joint Venture 326132.

WHEREAS, the voluntary action remedy for the Property includes the activity and use limitations set forth in this Environmental Covenant. The Certified Professional [Christopher W. Krumm, P.G.] issued a no further action ("NFA") letter for the Property on June 28, 2006 ("NFA Letter") and on June 30, 2006 submitted the NFA Letter to Ohio EPA, with a request for a covenant not to sue ("NFA Letter No. 06NFA244"). The Certified Professional submitted to Ohio EPA three Addenda to the NFA Letter, dated October 31, 2006, November 9, 2006 and March 20, 2007 respectively.

WHEREAS, Chemicals of concern ("COCs") identified at the Property include tetrachlorethene (PCE), its degradation compounds, and other detected Volatile Organic Compounds (COCs) as noted in the Phase I Property Assessment and Phase II Property Assessment reports contained in the no further action ("NFA") letter referenced below. The Volunteer began remediation of the Property by removing the PCE-containing soil beneath the former 1655 West Lane Avenue address (the source area) in 2002. Since that time groundwater remediation has been ongoing using in-situ reactive zone (IRZ) bioremediation to complete enhanced reductive de-chlorination (ERD) of the COCs. A more detailed description summarizing the entire remedy can be found in the Executive Summary and in the "NFA" letter referenced below.

WHEREAS, the activity and use limitations support the issuance of the NFA Letter and the covenant not to sue for the Property. The activity and use limitations protect against exposure to the aforementioned COCs in soil and ground water on or underlying the Property.

WHEREAS, an overview of the voluntary action is contained in the NFA Letter Executive Summary. The Executive Summary may be reviewed as an Exhibit to the covenant not to sue issued for the Property and recorded with the Franklin County Recorder's Office. You may also review the Covenant Not to Sue, Executive Summary, or complete NFA Letter for the Property by contacting the Records Management Officer, Ohio EPA, Division of Emergency and Remedial Response, Voluntary Action Program, P.O. Box 1049, Columbus, Ohio 43216-1049,

or by telephone at (614) 644-2924; Site Coordinator, Central District Office at 50 West Town Street, P.O. Box 1049, Columbus, Ohio 43216-1049 (614-728-3833); or UAP Columbus Joint Venture 326132 located at 720 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4797 (414-665-5474)

With the successful implementation of engineering controls and risk mitigation measures required by the O&M Plan for the Property, there are no completed exposure pathways at the Property that pose an unacceptable risk to potential receptors. Potential on-site exposure pathways are:

Commercial worker scenario includes direct contact with soil pathway and the indoor air pathway for soil and groundwater; and,

On-site excavation worker, which includes direct contact with soil and groundwater and will be handled by the Risk Mitigation Plan (RMP).

Now therefore, Owner UAP Columbus Joint Venture 326132 and Ohio EPA agree to the following:

1. Environmental Covenant. This instrument is an environmental covenant developed and executed pursuant to ORC §§ 5301.80 to 5301.92.

2a. Property. This Environmental Covenant concerns approximately 11.417 acres of commercial property, owned by UAP Columbus Joint Venture 326132, located at 1557 - 1735 West Lane Avenue in a mixed commercial and residential area of Upper Arlington, in Franklin County, Ohio, and more particularly described in Exhibit A attached hereto and hereby incorporated by reference herein ("Property").

2b. The Commercial/Industrial Use Area of the Property. An approximately 5.222 acre portion of the Property is described in Exhibit B attached hereto and hereby incorporated by reference herein ("Commercial/Industrial Use Area of the Property"). In addition, the Commercial Industrial Use Area of the Property is defined in the survey included as Appendix A of the Risk Mitigation Plan ("RMP"). Note that the RMP is an appendix to the Operation and Maintenance Plan, which in turn is an Attachment to the Operation and Maintenance Agreement. The RMP applies to the Commercial/Industrial Use Area of the Property.

3. Owner. UAP Columbus Joint Venture 326132 ("Owner") which has its principal office at 720 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4797, is the owner of the Property.

4. Holder. Owner, whose address is listed above, and which is located at 720 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4797, is the holder of this Environmental

Covenant.

5. Activity and Use Limitations. As part of the voluntary action described in the NFA Letter; the Owner hereby imposes and agrees to comply with the following activity and use limitations:

A. Limitation for Commercial or Industrial Land Uses in the Commercial/Industrial Use Area of the Property: As a portion of the remedy under the Ohio Environmental Protection Agency ("Ohio EPA") Voluntary Action Program ("VAP") to protect against exposure to the hazardous substances and/or petroleum at or underlying the Commercial/Industrial Use Area of the Property, described herein, the Commercial/Industrial Use Area of the Property is hereby restricted to commercial or industrial use only, as defined in Ohio Administrative Code ("OAC") OAC 3745-300-08(B)(2)(c)(ii) and (B)(2)(c)(iii) (effective October 21, 2002).

OAC 3745-300-08(B)(2)(c)(ii) defines commercial use as "land use with potential exposure of adult workers during a business day and potential exposure of adults and children who are customers, patrons, or visitors to commercial facilities during the business day. Commercial land use has potential exposure of adults to dermal contact with soil, inhalation of vapors and particles from soil and ingestion of soil. Examples of commercial land uses include, but are not limited to warehouses; building supply facilities; retail gasoline stations; automobile service stations; automobile dealerships; retail warehouses; repair and service establishments for appliances and other goods; professional offices; bank and credit unions; office buildings; retail businesses selling foods or merchandise; golf courses; hospitals and clinics; religious institutions; hotels; motels; and parking facilities."

OAC 3745-300-08(B)(2)(c)(iii) defines industrial land use as "land use with potential exposure of adult workers during a business day and potential exposures of adults and children who are visitors to industrial facilities during the business day. Industrial land use has potential exposure of adults to dermal contact with soil, inhalation of vapors and particles from soil and ingestion of soil. Examples of industrial land uses include, but are not limited to: lumberyards; power plants; manufacturing facilities such as metalworking shops, plating shops, blast furnaces, coke plants, oil refineries, brick factories, chemical plants and plastic plants; assembly plants; non-public airport areas; limited access highways; railroad switching yards; and marine port facilities."

B. Limitation Prohibiting Ground Water Extraction and Use: As a portion of the remedy under the Ohio Environmental Protection Agency ("Ohio EPA") Voluntary Action Program ("VAP") to protect against exposure to the hazardous substances and/or petroleum in groundwater located at or underlying the Property, no person shall extract the groundwater located at or underlying the Property for any purpose, potable or otherwise, except for investigation or remediation of the groundwater and except in conjunction with construction or excavation activities or maintenance of subsurface utilities. Ground water extracted pursuant to the aforementioned exceptions may not be used for any purpose, potable or otherwise.

6. Running with the Land. This Environmental Covenant shall be binding upon the Owner and all assigns and successors in interest, including any Transferee, and shall run with the land, pursuant to ORC § 5301.85, subject to amendment or termination as set forth herein. The term "Transferee," as used in this Environmental Covenant, shall mean any future owner of any interest in the Property or any portion thereof, including, but not limited to, owners of an interest in fee simple, mortgagees, easement holders, and/or lessees.

7. Compliance Enforcement. Compliance with this Environmental Covenant may be enforced pursuant to ORC § 5301.91. Failure to timely enforce compliance with this Environmental Covenant or the activity and use limitations contained herein by any party shall not bar subsequent enforcement by such party and shall not be deemed a waiver of the party's right to take action to enforce any non-compliance. Nothing in this Environmental Covenant shall restrict the Director of Ohio EPA from exercising any authority under applicable law. Pursuant to ORC § 3746.05, if the Property or any portion thereof is put to a use that does not comply with this Environmental Covenant, the covenant not to sue issued for the Property by the Director of Ohio EPA under ORC § 3746.12 is void on and after the date of the commencement of the non-complying use.

8. Rights of Access. Owner hereby grants to Ohio EPA, its agents, contractors, and employees; the City of Upper Arlington, Ohio; and Franklin County, Ohio the right of access to the Property for implementation or enforcement of this Environmental Covenant.

9. Notice upon Conveyance. Each instrument hereafter conveying any interest in the Property or any portion of the Property shall contain a notice of the activity and use limitations set forth in this Environmental Covenant, and provide the recorded location of this Environmental Covenant. The notice shall be substantially in the following form:

THE INTEREST CONVEYED HEREBY IS SUBJECT TO AN ENVIRONMENTAL COVENANT, DATED _____, 200_, RECORDED IN THE DEED OR OFFICIAL RECORDS OF THE _____ COUNTY RECORDER ON _____, 200_, IN [DOCUMENT ____, or BOOK ____, PAGE ____]. THE ENVIRONMENTAL COVENANT CONTAINS THE FOLLOWING ACTIVITY AND USE LIMITATIONS:

A. Limitation for Commercial or Industrial Land Uses in the Commercial/Industrial Use Area of the Property: As a portion of the remedy under the Ohio Environmental Protection Agency ("Ohio EPA") Voluntary Action Program ("VAP") to protect against exposure to the hazardous substances and/or petroleum at or underlying on the Commercial/Industrial Use Area of the Property described herein, the Commercial/Industrial Use Area of the Property is hereby restricted to commercial or industrial use only, as defined in Ohio Administrative Code ("OAC") OAC 3745-300-08(B)(2)(c)(ii) and (B)(2)(c)(iii) (effective October 21, 2002).

OAC 3745-300-08(B)(2)(c)(ii) defines commercial use as "land use with potential exposure of adult workers during a business day and potential exposure of adults and children who are customers, patrons, or visitors to commercial facilities during the business day. Commercial land use has potential exposure of adults to dermal contact with soil, inhalation of vapors and particles from soil and ingestion of soil. Examples of commercial land uses include, but are not limited to warehouses; building supply facilities; retail gasoline stations; automobile service stations; automobile dealerships; retail warehouses; repair and service establishments for appliances and other goods; professional offices; bank and credit unions; office buildings; retail businesses selling foods or merchandise; golf courses; hospitals and clinics; religious institutions; hotels; motels; and parking facilities."

OAC 3745-300-08(B)(2)(c)(iii) defines industrial land use as "land use with potential exposure of adult workers during a business day and potential exposures of adults and children who are visitors to industrial facilities during the business day. Industrial land use has potential exposure of adults to dermal contact with soil, inhalation of vapors and particles from soil and ingestion of soil. Examples of industrial land uses include, but are not limited to: lumberyards; power plants; manufacturing facilities such as metalworking shops, plating shops, blast furnaces, coke plants, oil refineries, brick factories, chemical plants and plastic plants; assembly plants; non-public airport areas; limited access highways; railroad switching yards; and marine port facilities."

B. Limitation Prohibiting Ground Water Extraction and Use: As a portion of the remedy under the Ohio Environmental Protection Agency ("Ohio EPA") Voluntary Action Program ("VAP") to protect against exposure to the hazardous substances and/or petroleum in groundwater located at or underlying the Property, no person shall extract the groundwater located at or underlying the Property for any purpose, potable or otherwise, except for investigation or remediation of the groundwater except in conjunction with construction or excavation activities or maintenance of subsurface utilities. Ground water extracted pursuant to the aforementioned exceptions may not be used for any purpose, potable or otherwise.

Owner shall notify Ohio EPA within ten (10) days after each conveyance of an interest in any portion of the Property. Owner's notice shall include the name, address, and telephone number of the Transferee, a copy of the deed or other documentation evidencing the conveyance, and a survey map that shows the boundaries of the property being transferred.

10. Representations and Warranties. Owner hereby represents and warrants to the other signatories hereto:

- A. that the Owner is the sole owner of the Property;
- B. that the Owner holds fee simple title to the Property which is subject to the interests and encumbrances identified in Exhibit C attached hereto and incorporated herein.

- C. that the Owner has the power and authority to enter into this Environmental Covenant, to grant the rights and interests herein provided and to carry out all obligations hereunder;
- D. that the Owner has identified all other persons that own an interest in or hold an encumbrance on the Property and notified such persons (as identified on Exhibit C hereto) of the Owner's intention to enter into this Environmental Covenant;
- E. that this Environmental Covenant will not materially violate or contravene or constitute a material default under any other agreement, document or instrument to which Owner is a party or by which Owner may be bound or affected; and
- F. the holder of the Mortgage has agreed to subordinate such interests or encumbrances to the Environmental Covenant, pursuant to ORC § 5301.86, and the subordination agreement(s) (attached hereto as Exhibit D).

11. Amendment or Termination. This Environmental Covenant may be amended or terminated by consent of all of the following: the Owner or a Transferee; and the Ohio EPA, pursuant to ORC § 5301.90 and other applicable law. The term, "Amendment," as used in this Environmental Covenant, shall mean any changes to the Environmental Covenant, including the activity and use limitations set forth herein, or the elimination of one or more activity and use limitations when there is at least one limitation remaining. The term, "Termination," as used in this Environmental Covenant, shall mean the elimination of all activity and use limitations set forth herein and all other obligations under this Environmental Covenant.

This Environmental Covenant may be amended or terminated only by a written instrument duly executed by the Director of Ohio EPA and the Owner or Transferee of the Property or portion thereof, as applicable. Within thirty (30) days of signature by all requisite parties on any amendment or termination of this Environmental Covenant, the Owner or Transferee shall file such instrument for recording with the Franklin County Recorder's Office, and shall provide a file- and date-stamped copy of the recorded instrument to Ohio EPA.

12. Severability. If any provision of this Environmental Covenant is found to be unenforceable in any respect, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired.

13. Governing Law. This Environmental Covenant shall be governed by and interpreted in accordance with the laws of the State of Ohio.

14. Recordation. Within thirty (30) days after the date of the final required signature upon this Environmental Covenant, Owner shall file this Environmental Covenant for recording, in the same manner as a deed to the Property, with the Franklin County Recorder's Office.

15. Effective Date. The effective date of this Environmental Covenant shall be the date upon which the fully executed Environmental Covenant has been recorded as a deed record for the Property with the Franklin County Recorder.

16. Distribution of Environmental Covenant. The Owner shall distribute a file- and date-stamped copy of the recorded Environmental Covenant to: Ohio EPA; the City of Upper Arlington, Ohio; Franklin County, Ohio; each person holding a recorded interest in the Property; and any other person designated by Ohio EPA.

17. Notice. Unless otherwise notified in writing by or on behalf of the current owner or Ohio EPA, any document or communication required by this Environmental Covenant shall be submitted to:

Records Management Office
Division of Emergency and Remedial Response
Ohio EPA
P.O. Box 1049
Columbus, Ohio 43216-1049

Central District Office
Ohio EPA
P.O. Box 1049
Columbus, Ohio 43216-1049

The undersigned Managing Director and Assistant Secretary, respectively, of Northwestern Investment Management Company, LLC represent and certify that: (1) The Northwestern Mutual Life Insurance Company is authorized to execute this Environmental Covenant on behalf of UAP COLUMBUS JV 326132; (2) that Northwestern Investment Management Company, LLC is authorized to execute the Environmental Covenant on behalf of The Northwestern Mutual Life Insurance Company, as general partner of UAP COLUMBUS JV 326132; (3) that they are persons who, as Managing Director and Assistant Secretary, respectively, of Northwestern Investment Management Company, LLC, are authorized to execute this Environmental Covenant on behalf of Northwestern Investment Management Company, LLC acting as the authorized representative of The Northwestern Mutual Life Insurance Company, as general partner of UAP COLUMBUS JV 326132; (4) that the same is their free act and deed as such officers of Northwestern Investment Management Company, and the free and corporate act and deed of said

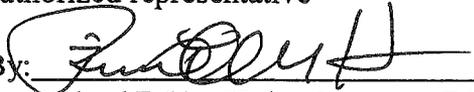
thereunto by Northwestern Investment Management Company, LLC; and (6) that the seal affixed to this environmental covenant is the corporate seal of The Northwestern Mutual Life Insurance Company.

IT IS SO AGREED:

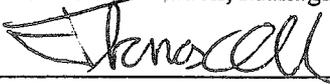
UAP COLUMBUS JOINT VENTURE 326132

By: THE NORTHWESTERN MUTUAL LIFE
INSURANCE COMPANY, a Wisconsin
corporation, it's authorized general partner.

By: Northwestern Investment Management
Company, LLC, a Delaware limited liability
company, its wholly-owned affiliate and
authorized representative

By: 
Richard F. Von Haden, Managing Director



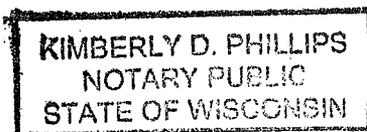
Attest: 
Thomas O. Rabenn, Assistant Secretary

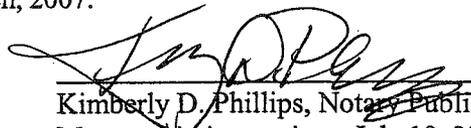
(Seal)

STATE OF WISCONSIN)
)ss.
COUNTY OF MILWAUKEE)

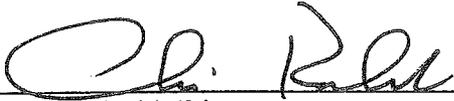
Before me, a notary public, in and for said county, personally appeared Richard F. Von Haden and Thomas O. Rabenn, known to me to be the persons who, as Managing Director and Assistant Secretary, respectively, of Northwestern Investment Management Company, LLC, on behalf of The Northwestern Mutual Life Insurance Company, the corporation which executed the foregoing instrument as a partner on behalf of UAP COLUMBUS JV 326132; that they signed the same, and acknowledged to me that they did so sign said instrument in the name and upon behalf of said corporation as such officers, respectively; that the same is their free act and deed as such officers, respectively, and the free and corporate act and deed of said corporation as a partner; that they were duly authorized thereunto by its Board of Trustees; and that the seal affixed to said instrument is the corporate seal of said corporation.

In testimony whereof, I have hereunto subscribed my name, and affixed my official seal, at Milwaukee, Wisconsin, this 20th day of March, 2007.




Kimberly D. Phillips, Notary Public
My commission expires: July 19, 2009

OHIO ENVIRONMENTAL PROTECTION AGENCY


Chris Korleski, Director

Date 4/25/07

State of Ohio)
) ss:
County of Franklin)

Before me, a notary public, in and for said county and state, personally appeared Chris Korleski, the Director of Ohio EPA, who acknowledged to me that he did execute the foregoing instrument on behalf of Ohio EPA.

IN TESTIMONY WHEREOF, I have subscribed my name and affixed my official seal this 25th day of APR, 2007.


Notary Public

**CHARMA DIANE CASTEEL
NOTARY PUBLIC
STATE OF OHIO
MY COMMISSION EXPIRES
MAY 10, 2009**

This instrument prepared by:

ARCADIS G&M, Inc.
284 Cramer Creek Court
Dublin, Ohio 43017

Exhibit A

DESCRIPTION OF 11.417 ACRES
CITY OF UPPER ARLINGTON, OHIO

Situated in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 11.417 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows:

BEGINNING at a iron pin found at the southwest corner of said 12.481 acre tract, being at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence North $02^{\circ}46'07''$ East, a distance of 392.25 feet along the westerly line of said 12.481 acre tract to a point;

Thence the following three (3) courses and distance over and across said 12.481 acres tract;

1. Thence South $86^{\circ}25'53''$ East, a distance of 1148.81 feet, across said 12.481 acre tract to a point;

2. South $03^{\circ}34'00''$ West a distance of 218.43 feet to a point;

3. South $86^{\circ}25'53''$ East, a distance of 147.08 feet to a point on the westerly line of Reserve F of said "THE UNIVERSITY ADDITION";

Thence South $01^{\circ}58'04''$ West, a distance of 240.13 feet, along said westerly line of Reserve F, to a point;

Thence North $86^{\circ}25'53''$ West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northerly line of Lot Number 14 of said subdivision;

Thence North $02^{\circ}11'07''$ East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North $86^{\circ}25'53''$ West, a distance of 965.56 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 11.417 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South $89^{\circ} 18 \frac{1}{2}'$ East for the centerline of Lane Avenue as delineated on said subdivision of record.

Exhibit B
DESCRIPTION OF 5.222 ACRES
CITY OF UPPER ARLINGTON
FRANKLIN COUNTY, OHIO

Situate in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 5.222 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Deed Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows:

Begin, for reference at an iron pin found at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence South $86^{\circ} 25' 53''$ East, a distance of 344.13 feet, along the northerly line of said Reserve D to the **TRUE POINT OF BEGINNING**;

Thence the following six (6) courses over and across said 12.481 acre tract;

1. North $03^{\circ} 50' 43''$ East a distance of 327.70 feet a point;
2. South $86^{\circ} 09' 17''$ East, a distance of 290.91 feet to a point;
3. South $03^{\circ} 30' 07''$ West, a distance of 157.40 feet to a point;
4. South $85^{\circ} 53' 12''$ East, a distance of 515.55 feet to a point;
5. North $03^{\circ} 34' 07''$ East, a distance of 9.80 feet to a point;
6. South $86^{\circ} 25' 53''$ East, a distance of 138.23 feet to a point on the westerly line of Reserve "F" of the "THE UNIVERSITY ADDITION";

Thence South $01^{\circ} 58' 04''$ West, a distance of 240.13 feet along the westerly line of said Reserve "F" of the "THE UNIVERSITY ADDITION" to a point;

Thence North $86^{\circ} 25' 53''$ West, a distance of 329.96 feet along the southerly line of "THE UNIVERSITY ADDITION" to a point, being on the northeasterly line of Lot Number 14 of said subdivision;

Thence North $02^{\circ} 11' 07''$ East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North $86^{\circ} 25' 53''$ West, a distance of 621.43 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 5.222 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Exhibit C

Easement to Ohio Fuel Gas Company, recorded in Book 1108, Page 310; Assigned in Book 2548, Page 90 of Franklin County Records.

Easement to Columbus and Southern Ohio Electric Company, recorded in Book 1466, Page 439, and in Book 1466, Page 441 of Franklin County Records.

Easement to Ohio Bell Telephone Company, recorded in Book 1467, Page 38 of Franklin County Records.

Easement to Board of County Commissioners, recorded in Book 1465, Page 615 of Franklin County Records.

Easement to Columbus and Southern Ohio Electric Company, recorded in ORV 456, Page I15 of Franklin County Records.

Easement to Ohio Bell Telephone Company, recorded in Book 1471, Page 282 of Franklin County Records.

Easement to Board of County Commissioners, recorded in Book 1522, Page 643, and in Book 1522, Page 644 of Franklin County Records.

Easement to Columbus and Southern Ohio Electric Company, recorded in Book 1521, Page 516, Book 1521, Page 517, Book 1521, Page 518, and in Book 1521, Page 519 of Franklin County Records.

Easement to Board of County Commissioners, recorded in Book 1523, Page 1, and in Book 1522, Page 650 of Franklin County Records.

Easement Agreement, recorded in Book 1654, Page 537 of Franklin County Records.

Easement to Columbus and Southern Ohio Electric Company, recorded in Book 1765, Page 575 of Franklin County Records.

Easement to City of Upper Arlington, recorded in Book 3776, Page 308; Amended in Book 3796, Page 80, and in ORV 1948, Page B14 of Franklin County Records.

Easement to Ohio Bell Telephone Company, recorded in Book 3807, Page 828 of Franklin County Records.

Easement to Columbus and Southern Ohio Electric Company, of record in Book 1545, Page 642 of Franklin County Records.

Mortgage from UAP-Columbus JV 326132 to The Northwestern Mutual Life Insurance Company, for \$14,000,000.00, filed for record July 30, 1987 and recorded in ORV 10151, Page 106 of Franklin County Records, covering premises described in Schedule A, together with any and all terms, conditions and restrictions contained therein.

First Amendment by and between UAP-Columbus JV 326132 and The Northwestern Mutual Life Insurance Company, filed for record October 3, 1997 and recorded as Franklin County Recorder's Document No. 199710030110615.

Second Amendment by and between UAP-Columbus JV 326132 and The Northwestern Mutual Life Insurance Company, filed for record November 3, 1998 and recorded as Franklin County Recorder's Document No. 199811030280432.

Third Amendment between UAP-Columbus JV326132 and The Northwestern Mutual Life Insurance Company, dated October 15, 1999, filed for record March 1, 2000, as Franklin County Recorder's Document No. 200003010041291.

Fourth Amendment between UAP-Columbus JV 326132 and The Northwestern Mutual Life Insurance Company, dated as of June 6, 2000, filed for record June 8, 2000 and recorded as Franklin County Recorder's Document No. 200006080113915.

Amended and Restated, dated as of June 30, 2001, filed for record May 28, 2002 and recorded as Franklin County Recorder's Document No. 200205280131057.

Easement and Right of Way from UAP-Columbus JV 326132 to Columbus Southern Power Company, dated December 3, 2002, filed for record February 18, 2003 and recorded as Franklin County Recorder's Document No. 200302180048332.

Declaration of Easement by and among UAP-Columbus JV 326132 and City of Upper Arlington, Ohio, filed for record April 22, 2003 and recorded as Franklin County Recorder's Document No. 200304220117404; refiled August 13, 2003 and re-recorded as Franklin County Recorder's Document No. 200308120254714.

Declaration of Easement by and among UAP-Columbus JV 326132 and Columbia Gas of Ohio, Inc., dated March 21, 2003, filed for record January 6, 2004 and recorded as Franklin County Recorder's Document No. 200401060004063.

Exhibit D

LN _____

RECORDING REQUESTED BY

WHEN RECORDED MAIL TO

The Northwestern Mutual Life Ins. Co.
720 East Wisconsin Avenue - Rm N16WC
Milwaukee, Wisconsin 53202
Attn: _____

SPACE ABOVE THIS LINE FOR RECORDER'S USE

SUBORDINATION AGREEMENT

This Subordination Agreement is entered into as of the ____ day of _____, 2007 by Northwestern Mutual Life Insurance Company, 720 East Wisconsin Avenue, Milwaukee, Wisconsin, a Wisconsin corporation ("Lender").

WHEREAS, UAP Columbus Joint Venture 326132, a California general partnership (the "Owner"), is the owner of certain real property commonly known as Lane Avenue Shopping Center, located at 1557 - 1735 West Lane Avenue in Upper Arlington, Ohio (the "Center").

Whereas, Lender is the owner of a certain note or notes (which term shall be construed to include a bond or other instrument evidencing debt) secured by a lien against certain Property described in a Lien Instrument identified as follows:

Mortgage and Security Agreement (from UAP – Columbus JV 326132, a California general partnership, to The Northwestern Mutual Life Insurance Company, filed July 30, 1987, recorded in Official Record 10151, Page J06,

As modified by the First Amendment of Terms of Lien Instrument dated September 29, 1997, recorded October 3, 1997 as Instrument No. 199710030110615,

As modified by the Second Amendment of Terms of Lien Instrument filed

November 3, 1989 as Instrument No. 199811030280432,

As modified by the Third Amendment of Terms of Lien Instrument filed March 1, 2000 as Instrument No. 200003010041291,

As modified by the Fourth Amendment of Terms of Lien Instrument, filed June 8, 2000 as Instrument No. 200006080113915, to secure the original amount of \$14,000,000.00 and all other obligations secured thereby, As Amended and Restated Open-End Mortgage and Security Agreement dated June 30, 2001, filed May 28, 2002 as Instrument No. 200205280131057 of Franklin County, Ohio Records.

AND WHEREAS, the owner of the Center is entering into an Environmental Covenant with the Ohio Environmental Protection Agency ("Ohio EPA") pursuant to Ohio Revised Code ("ORC") §§ 5301.80 to 5301.92 for the purpose of subjecting the portion of the Center described in Exhibit A hereto (the "Subject Property") to the activity and use limitations set forth therein.

AND WHEREAS, Owner has requested Lender to subordinate the lien of the Mortgage on the Subject Property to the Environmental Covenant;

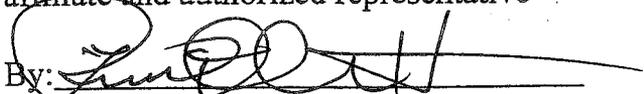
NOW, THEREFORE, for good and valuable considerations, Lender hereby subordinates the lien of the Mortgage on the Subject Property to the Environmental Covenant, and a purchaser at any sale or foreclosure shall acquire the property specifically subject to the Environmental Covenant.

This Subordination Agreement shall be governed by the laws of the State of Ohio.

Executed as of the date set forth above.

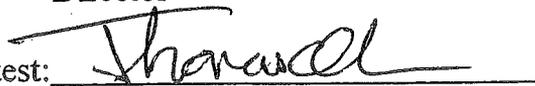
THE NORTHWESTERN MUTUAL LIFE
INSURANCE COMPANY, a Wisconsin
corporation

By: Northwestern Investment Management
Company, LLC, a Delaware limited
liability company, its wholly-owned
affiliate and authorized representative

By: 

Richard F. Von Haden, Managing
Director



Attest: 

Thomas O. Rabenn, Assistant
Secretary

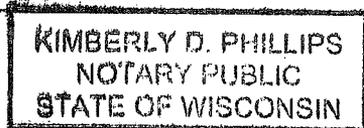
(corporate seal)

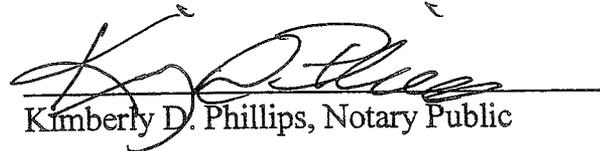
STATE OF WISCONSIN)
)ss.
COUNTY OF MILWAUKEE)

Before me, a notary public, in and for said county, personally appeared Richard F. Von Haden and Thomas O. Rabenn, known to me to be the persons who, as Managing Director and Assistant Secretary, respectively, of Northwestern Investment Management Company, LLC, on behalf of THE NORTHWESTERN MUTUAL LIFE INSURANCE COMPANY, the corporation which executed the foregoing instrument, that they signed the same, and acknowledged to me that they did so sign said instrument in the name and upon behalf of said corporation as such authorized representatives, respectively; that the same is their free act and deed as such authorized representatives, respectively, and the free and corporate act and deed of said corporation;

that they were duly authorized thereunto by its Board of Trustees; and that the seal affixed to said instrument is the corporate seal of said corporation.

In testimony whereof, I have hereunto subscribed my name, and affixed my official seal, at Milwaukee, Wisconsin, this 20th day of March, 2007.




Kimberly D. Phillips, Notary Public

My commission expires: July 19, 2009

Exhibit A

DESCRIPTION OF 11.417 ACRES
CITY OF UPPER ARLINGTON, OHIO

Situated in the State of Ohio, Franklin County, City of Upper Arlington, lying in Section 4, Township 1, Range 19, United States Military Lands and being 11.417 acres out of a 12.481 acre tract as conveyed to UAP-COLUMBUS JV 326132 by deed of record in Volume 3700, Page 338 (all records herein are from the Recorder's Office, Franklin County, Ohio) and being more particularly described as follows:

BEGINNING at a iron pin found at the southwest corner of said 12.481 acre tract, being at the northwesterly corner of Reserve D of the "THE UNIVERSITY ADDITION" a subdivision of record in Plat Book 16, Page 39;

Thence North 02°46'07" East, a distance of 392.25 feet along the westerly line of said 12.481 acre tract to a point;

Thence the following three (3) courses and distance over and across said 12.481 acres tract;

1. Thence South 86°25'53" East, a distance of 1148.81 feet, across said 12.481 acre tract to a point;

2. South 03°34'00" West a distance of 218.43 feet to a point;

3. South 86°25'53" East, a distance of 147.08 feet to a point on the westerly line of Reserve F of said "THE UNIVERSITY ADDITION";

Thence South 01°58'04" West, a distance of 240.13 feet, along said westerly line of Reserve F, to a point;

Thence North 86°25'53" West, a distance of 329.96 feet along the southerly line of the "THE UNIVERSITY ADDITION" to a point, being on the northerly line of Lot Number 14 of said subdivision;

Thence North 02°11'07" East, a distance of 66.26 feet along the easterly line of said Lot Number 14 of said subdivision to a point;

Thence North 86°25'53" West, a distance of 965.56 feet along the northerly line of Reserve D of the "THE UNIVERSITY ADDITION", to the **POINT OF BEGINNING**, containing 11.417 acres, more or less, and being subject to all easements, restrictions and rights-of-way of record.

Bearings on the above description are based on the grid bearing of South 89° 18 ½' East for the centerline of Lane Avenue as delineated on said subdivision of record.

Lane Avenue Shopping Center
Director's Final Findings and Orders / Covenant Not to Sue

Exhibit 5
Operation and Maintenance Agreement