

**BEFORE THE
OHIO ENVIRONMENTAL PROTECTION AGENCY**

In the Matter of:

Heritage Industrial Finishing Corporation
1874 Englewood Avenue
Akron, Ohio 44312-1095

Director's Final Findings
and Orders

FINISHED DIRECTOR'S JOURNAL

DEC 11 2003

OHIO E.P.A.

RESPONDENT

PREAMBLE

It is agreed by parties hereto as follows:

I. JURISDICTION

These Director's Final Findings and Orders ("Orders") are issued to Heritage Industrial Finishing Corporation ("Respondent"), pursuant to the authority vested in the Director of the Ohio Environmental Protection Agency ("Ohio EPA") under Ohio Revised Code ("ORC") §§ 3704.03 and 3745.01.

II. PARTIES BOUND

These Orders shall apply to and be binding upon Respondent and successors in interest liable under Ohio law. No change in ownership relating to the facility as hereinafter identified shall in any way alter Respondent's obligations under these Orders.

III. DEFINITIONS

Unless otherwise stated, all terms used in these Orders shall have the same meaning as defined in OAC Chapter 3704 and the rules promulgated thereunder.

IV. FINDINGS

All of the findings necessary for the issuance of these Orders pursuant to ORC §§ 3704 and 3745.01 have been made and are outlined below. Nothing in the findings shall be an admission by Respondent of any matter of law or fact. The Director of Ohio EPA has determined the following findings:

(Certify this to be a true and correct copy of the
original as the same was filed with the Director of the Ohio
Environmental Protection Agency.)

[Signature] 12-11-03

1. Respondent owns and operates a coating finishing facility located at 1874 Englewood Avenue, Akron (Summit County), Ohio, which is identified by Ohio EPA as facility ID 1677010272. This facility is a small "job shop" specializing in spray painting chemical agent resistant ("CAR") coatings on metal assemblies for U.S. military vehicles and tanks. However, in the past, the facility's jobs varied greatly depending on the customer's specifications. Historically, the facility has mainly consisted of six coating lines. The Heritage Line (identified by Ohio EPA as "emissions unit K001") is conveyORIZED and consists of two spray booths with air guns in series and followed by a natural gas-fired oven, which is used to primarily coat metal parts. The Smitty Line (identified by Ohio EPA as "emissions unit K002") is conveyORIZED and consists of one spray booth with air gun and a natural gas-fired oven. The Cleveland Line (identified by Ohio EPA as "emissions unit K003") is conveyORIZED and consists of a spray booth with air gun and no oven (although a separate batch oven is available). The J-Line (identified by Ohio EPA as "emissions unit K004") is conveyORIZED and consists of two spray booths with air guns and a natural gas-fired oven. The Floor Booth (previously identified by Ohio EPA as emissions unit K003) is not conveyORIZED, employs air guns, and can use the same separate batch oven as the Cleveland Line. Finally, the Three Gallon Booth (identified by Ohio EPA as "emissions unit K005") consists of a spray booth that is in-line with the J-Line, just prior to the oven, and is primarily used to apply primers to metal parts. Each of the above-mentioned coating lines' spray booths may have previously been identified by the other emissions unit ID numbers shown in the following table. After the time of construction, each of the spray booths were placed on permit to operate ("PTO") registration status (pursuant to Ohio Administrative Code ("OAC") Rule 3745-35-05) except for J-Line's emissions units, which were then identified as emissions units K008, K009, R002 and R003 and received PTI # 16-359 and permits to operate ("PTOs").

Coating Line	Booth	Emissions Unit ID #
Heritage	booth 1	K001
	booth 2	K002
Smitty	booth 1	K004
Cleveland	booth 1	R001
J	wet booth A	K008
	wet booth B	K009
	manual booth 1	R002
	manual booth 1	R003

2. Each of the emissions units emit, in part, volatile organic compounds ("VOCs"), and hazardous air pollutants ("HAPs") as defined in OAC Rules 3745-21-01(B)(6) and 3745-77-01(V), respectively. Each emissions unit is an "air contaminant source" as defined in OAC Rules 3745-31-01(D) and 3745-15-01(C) and (W). Further, Respondent's entire facility would be classified as a "major source," as defined in OAC Rule 3745-77-01(W), without federally enforceable emission limitations to lower the potential to emit ("PTE") of VOC and HAPs to less than the Title V major source threshold levels.

3. OAC Rule 3745-21-01(D)(10) defines, in part, a coating line as an operation consisting of a series of one or more coating applications and any associated flash-off areas, drying areas and ovens wherein a surface coating is applied, dried, and/or cured.

4. OAC Rule 3745-21-09(A)(1) and (U)(1) requires, in part, the owner or operator of a miscellaneous metal part or product coating line, located in Summit County, to comply with applicable VOC emission limitations (expressed as pounds of VOC emitted to the ambient air per gallon of applied coating, excluding water and exempt solvents), unless otherwise exempted under OAC Rule 3745-21-09(U)(2).

5. OAC Rule 3745-21-09(U)(2)(e) exempts, in part, any miscellaneous metal part or product coating line, located in Summit County, that never uses more than ten gallons of applied coatings per day, from the requirement to comply with the applicable VOC emission limitations in OAC Rule 3745-21-09(U)(1). On June 15, 2000, this exemption was changed to require a coating line to comply with the applicable VOC emission limitations if it ever used more than three gallons of applied coatings in any day.

6. OAC Rule 3745-21-09(B)(3)(d) requires, in part, the owner or operator of a coating line that is exempt from the emission limitations, pursuant to OAC Rule 3745-21-09(U)(2)(e), to collect and record each day the following information, which must be maintained at the facility for a period of three years:

- e) the name and identification number of each coating employed;
- f) the volume, in gallons, of each coating employed; and
- g) the total volume, in gallons, of all the coatings employed.

7. OAC Rule 3745-21-09(B)(3)(e), requires, in part, the owner or operator of a coating line exempted pursuant to OAC Rule 3745-21-09(U)(2)(e) to notify the Director of Ohio EPA of any day the coating line exceeded the applicable gallons per day exemption threshold. Copies of the record must be mailed to the Director within forty-five (45) days of the exceedance.

8. OAC Rule 3745-21-09(B)(1) requires, in part, the owner or operator of a coating line to base compliance on a weighted average by volume of all coating materials employed in the coating line in any one day.

9. OAC Rule 3745-21-09(B)(3)(h) requires the owner or operator of a coating line that complies with the applicable emission limitation specified in OAC Rule 3745-21-09(U)(1) by means of a daily, volume-weighted average VOC content, to collect and record, each day, the following information, which must be maintained at the facility for a period of three years:

- a) the name and identification number of each coating employed;
- b) the mass of VOC per volume of each coating and volume of each coating, as applied; and
- c) the daily, volume-weighted average VOC content of all coatings, as applied.

10. OAC Rule 3745-21-09(B)(3)(i), requires, in part, the owner or operator of a coating line to notify the Director of Ohio EPA of any day a coating line exceeded the applicable emission limitation specified in OAC Rule 3745-21-09(U)(1). Copies of any daily record showing non-compliance must be mailed to the Director within forty-five (45) days of the exceedance.

11. OAC Rule 3745-77-02 provides, in part, that the owner or operator of a major source (i.e., any stationary source or group of stationary sources located within a contiguous area and under common control that emits or has the PTE, in the aggregate, 100 tons per year ("TPY") or more of any air pollutant, 10 TPY or more of any HAP, 25 TPY or more of any combination of HAPs) shall not operate such source after the date that a timely and complete Title V permit application is required to be submitted, unless a timely and complete Title V permit application has been submitted or such operation is in compliance with a Title V permit issued pursuant to this rule.

12. OAC Rule 3745-77-02(C)(4) states, in part, that synthetic minor sources are exempt from the requirements of the Title V rules. OAC Rule 3745-77-01(II) defines a "synthetic minor source" as a stationary source that would be classified as a major source in the absence of federally enforceable restrictions on the PTE of the source.

13. OAC Rule 3745-77-04(B) requires, in part, Title V sources located in Summit County where the zip code jurisdiction is 44312 to submit initial Title V permit applications no later than 180 days after the USEPA approves Ohio's Title V permit program (i.e., approved on October 1, 1995).

14. OAC Rule 3745-77-06 states, in part, that a source required to submit an initial Title V permit application is not in violation of operating such a source without a Title V permit if a timely and complete Title V application has been filed within one year after USEPA approves Ohio's Title V permit program (i.e., filed by October 1, 1996).

15. OAC Rule 3745-78-02(A) requires, by June 15, 1994 for calendar year 1993, and April 15 of each year thereafter, the owners or operators of sources subject to the Title V permit program to submit fee emission reports and pay fees on the facility's actual emissions of certain air pollutants.

16. OAC Rule 3745-35-07 establishes, in part, a mechanism to make short-term and annual emission limitations and operational restrictions federally enforceable, thus lowering a source's PTE, through a final permit that provided the public and USEPA an opportunity to comment on the permit prior to the final issuance. OAC Rule 3745-35-07 also requires the final permit to contain adequate means to assure that the source is complying with the operational restrictions and emission limitations and to assure that they are enforceable. One method to assure compliance is through the requirement to monitor and record operational parameters that effect the emission rate of the air pollutants. This type of permit is referred to as a Federally Enforceable State Operating Permit ("FESOP").

17. ORC § 3704.05(A) prohibits, in part, any person from causing, permitting or allowing emissions of an air contaminant in violation of any rule adopted by the Director of Ohio EPA unless otherwise specified by law.

18. ORC § 3704.05(G) prohibits any person from violating any order, rule or determination of the Director of Ohio EPA that is issued, adopted, or made under ORC Chapter 3704.

19. ORC § 3704.05(J)(2) prohibits, in part, any person from violating the filing requirements of the Title V program.

20. ORC § 3704.05(K) states, in part, that on or after the three hundred sixty-sixth day following the USEPA's approval of Ohio's Title V program no person shall operate any source required to obtain a Title V permit unless a Title V permit has been issued authorizing the operation of the source or a complete and timely Title V permit application for the source has been submitted to the Director.

21. On May 22, 1985, Ohio EPA issued PTI # 16-359 to Respondent authorizing the installation of the J-Line (i.e., emissions units K008, K009, R002 and R003). The PTI specified the applicable regulation as OAC Rule 3745-21-09(U)(1)(a)(vii), which contains a VOC emission limitation of 3.5 pounds of VOC per gallon of coating excluding water and exempt solvents.

22. On June 26, 1998, Ohio EPA issued three PTOs authorizing the operation of J-Line's spray booths numbers 1, 2 and 3. The PTO for spray booth number 1 (emissions unit K009) listed the applicable rule as OAC Rule 3745-21-09(U)(2)(e)(ii) (the gallon per day usage exemption) implying that the spray booth did not have to comply with the applicable VOC emission limitation specified in OAC Rule 3745-21-09(U)(1), provided it never exceeded the per day usage exemption level.

23. On August 8, 2000, Respondent sent a letter to Akron Regional Air Quality Management District ("ARAQMD"), Ohio EPA's contractual representative in Summit County, identifying, in part, the days that emissions unit K009 employed more than 10 gallons of coatings. The letter also asked for guidance on how the June 15, 2000, three gallon per day usage exemption effected the facility.

24. On August 9, 2000, ARAQMD inspected Respondent's facility. A review of Respondent's coating records revealed that the J-Line and the Heritage Line had exceeded the applicable gallon per day usage (i.e., 10 gallons per day prior to June 15, 2000; thereafter, 3 gallons per day) exemption specified in OAC Rule 3745-21-09(U)(2)(e). Also, during the inspection, it was determined that the individual spray booths were not being operated as individual emissions units but rather as six coating lines as defined in OAC 3745-21-01(D)(10). Pursuant to OAC Rule 3745-21-09(U)(2)(e)(ii), since each of the coating lines exceeded the applicable gallons per day coating usage exemption level, they were required thereafter to comply with the applicable VOC emission limitation specified in OAC Rule 3745-21-09(U)(1). Following the inspection, ARAQMD reviewed Respondent's Toxic Release Inventory ("TRI") reports and discovered that Respondent had reported actual facility emissions greater than the Title V applicability thresholds. Specifically, Respondent reported that the facility emitted more than 10 tons of a single HAP (xylene) and more than 25 tons of combined HAPs (approximately 35 tons) in 1995. This confirms the facility has the PTE, absent federally enforceable limitations, HAPs greater than the major source Title V classification threshold levels. Therefore, Respondent was required to submit a timely and complete Title V permit application by March 29, 1996 (i.e., 180 days from the October 1, 1995 approval date). By failing to submit a timely and complete Title V permit application, Respondent operated the facility since March 29, 1996 without a Title V permit, in violation of OAC Rules 3745-77-02 and 3745-77-04 and ORC § 3704.05(G) and (K) until Respondent submitted a Title V application (February 6, 2002). Similarly, Respondent failed to submit Fee Emission Reports for the calendar years 1994 through 2001, in violation of OAC Rule 3745-78-02 and ORC § 3704.05(G) and (J)(2).

25. On August 11, 2000, a Notice of Violation ("NOV") was mailed to Respondent summarizing the violations outlined in Finding 24. The NOV requested Respondent to submit either a PTE analysis or other documentation showing non-major source status, or a plan and schedule for the submission of both delinquent Fee Emission Reports and a Title V or FESOP application. The NOV also requested Respondent to provide a compliance plan and schedule that indicated how and when the facility would comply with the requirements of OAC Rule 3745-21-09(U).

26. On August 30, 2000, Charles Management, Inc. ("CMI"), a Safety & Environmental Consultant responded, on behalf of Respondent, to the August 11, 2000 NOV. The response stated that CMI had been retained to provide the information required by the NOV and requested an extension until September 30, 2000 to submit the information.

27. On August 31, 2000, ARAQMD sent a letter to CMI granting the extension and stating that the extension did not waive enforcement actions.

28. On October 2, 2000, ARAQMD received PTI applications for the Respondent's facility for the purpose of obtaining synthetic minor status. The applications were incomplete and showed non-compliance with OAC Rule 3745-21-09(U). Calculations in the PTI application indicated that Respondent's facility was a major source. On October 10, 2000, the PTI applications were returned with a cover letter that informed Respondent that it had not sufficiently responded to the Title V / FESOP and OAC Rule 3745-21-09(U) non-compliance issues addressed in the August 11, 2000 NOV.

29. On February 6, 2001, PTI 16-02095 was issued. The PTI contained five coating lines (emissions units K001, K002, K003, K004 and K005) and permitted the facility as a major source.

30. In early April 2001, ARAQMD verbally asked Respondent and other representatives of the facility for the records required under OAC Rule 3745-21-09(B)(3) that were requested in both the August 11, 2000 NOV and the October 2, 2000 letter returning the PTI applications.

31. On October 19, 2001, a Director's warning letter ("DWL") was sent to Respondent by Ohio EPA again requesting the information needed to address the non-compliance issues of OAC Rule 3745-21-09(U) and Title V.

32. On November 7, 2001, Roetzel and Andress responded on behalf of Respondent to the October 19, 2001 DWL. The letter stated, in part, that Respondent had hired a new environmental consultant, IT Corporation ("IT"), to review the permitting and compliance issues associated at the facility and to provide the information requested in the DWL. The letter also confirmed a December 7, 2001, verbal extension granted by Ohio EPA to submit the requested information.

33. On December 7, 2001, Roetzel and Andress sent a letter in response to the October 19, 2001 DWL. The letter stated that Respondent's current management had worked diligently to find low-VOC coating substitutes for all coating materials presently in use at the facility, except for one wash primer. Additionally, the letter claimed, in part, that the Respondent's facility did not have the PTE air pollutants at rates high enough to be classified as a major source. This claim was based on the assumption that each spray booth at the facility was on registration status, prior to the issuance of PTI 16-02095; and because of the registration status, the facility's PTE was 50 tons per year of criteria pollutants (i.e., 10 booths times 5 tons per year to be on registration status). The response also contained a table with actual annual emissions rates for the criteria air pollutants and the individual and combined HAPs for the years 1994 through 2000. This table again showed that in 1995 the individual and combined HAP exceeded the Title V applicability threshold levels. Registration status does not

limit an emissions unit's PTE of a criteria pollutant to five tons per year. However, if five tons per year of VOC is used as each spray booth's PTE, prorating the actual emissions of single and combined HAPs, as presented in Respondent's table, results in rates higher than the Title V applicability thresholds for the period of 1994 through 2000. Further, the letter stated that Respondent feels that it was unnecessary and unwarranted for the previous consultant to permit the facility as a major source, and that it planned on submitting a synthetic minor source permit application in the near future. Enclosed with the letter were two binders containing copies of Respondent's daily records of coatings used at the facility for the period from December 1, 1998 through November 30, 2001. The letter explained that past alleged violations of OAC Rule 3745-21-09(U) were due to: prior management's lack of understanding or ignorance of regulatory requirements, the regulatory exemption change, the inability of suppliers to provide compliant coatings to meet specifications and production demands and the protracted nature of researching and implementing all of the necessary coating replacements once rules were understood.

34. On February 6, 2002, Respondent electronically submitted a Title V application.

35. On February 20, 2002, Respondent sent a letter advising ARAQMD, in part, that the Title V application was submitted to satisfy the requirement specified in PTI # 16-02095 and that it planned on submitting the appropriate permit application to permit the facility as a minor source.

36. On or about April 1, 2002, Ohio EPA contacted Roetzel and Andress by telephone and requested electronically formatted copies of the daily coating records submitted on December 7, 2001. Ohio EPA requested the electronic format to speed the process of determining the daily-weighted averages of the VOC content of the combined coatings used in each coating line. Roetzel and Andress informed Ohio EPA that the records were only available in hard copy format.

37. On November 8, 2002, Respondent submitted a PTI application requesting changes to PTI # 16-02095 and voluntary limitations to keep the facility below the major source classification.

38. On November 20, 2002, Ohio EPA inspected the facility to determine the degree of non-compliance. During the inspection, Ohio EPA requested additional details regarding the coating usage records submitted by Respondent for the period from December 1, 1998 through November 30, 2001 and that the records be submitted in electronic format.

39. On December 27, 2002, Shaw Environmental & Infrastructure, Inc. submitted the information requested during the November 20, 2002 inspection and provided records that were available in electronic format (years 2000 and 2001). A review of the electronic formatted records (see the tables in Attachment A of the Orders for specific coating lines and dates) and the hard copy records submitted on December 7, 2001 confirmed that the coating lines had exceeded the applicable coating usage

exemption threshold. Respondent failed to notify the Director of Ohio EPA of the exceedance of the applicable exemption threshold, in violation of OAC Rule 3745-21-09(B)(3)(e) and ORC § 3704.05(G). The starting date of these violations is 45 days after the first documented exceedance (December 1, 1998) and continued until Respondent notified ARAQMD on August 8, 2000 that it exceeded the ten gallon per day exemption threshold. Pursuant to OAC Rule 3745-21-09(U)(2)(e)(ii), once a coating line exceeded the exemption threshold it becomes subject thereafter to the requirement to comply with the applicable VOC emission limitation specified in OAC Rule 3745-21-09(U)(1). The records demonstrated that Respondent exceeded the applicable VOC emission limitation of 3.5 pounds of VOC per gallon of applied coating, excluding water and exempt solvents, based on a daily, weighted-average, for the days identified in the table in Attachment A of the Orders. Exceedance of the VOC emission limitation is a violation of OAC Rule 3745-21-09(U)(1)(c) and ORC § 3704.05(A) and (G). Likewise, Respondent failed to notify the Director of Ohio EPA of the exceedances of the VOC emission limitation, in violation OAC Rule 3745-21-09(B)(3)(h) and ORC § 3704.05(G). The starting date of these violations is not known; however, the records show that the violations continued the entire reporting period.

40. Respondent has switched to low VOC coatings (except for coatings that are applied in the Three-Gallon Booth) and has applied for a synthetic PTI to obtain minor source status.

41. The Director has given consideration to, and based his determination on, evidence relating to the technical feasibility and economic reasonableness of complying with the following Orders and the benefits to the people of the State to be derived from such compliance.

V. ORDERS

1. Pursuant to ORC § 3704.06, Respondent is assessed a civil penalty in the amount of twenty thousand dollars (\$20,000) in settlement of Ohio EPA's claim for civil penalties. Within thirty (30) days after the effective date of these Orders, Respondent shall pay Ohio EPA the amount of ten thousand dollars (\$10,000) of the total penalty amount. Payment shall be made by official check made payable to "Treasurer, State of Ohio." The official check shall be submitted to Brenda Case at Ohio EPA, Office of Fiscal Administration, P.O. Box 1049, Columbus, Ohio 43216-1049, together with a letter identifying the Respondent and facility.

A copy of the official check shall be submitted to James A. Orlemann, Assistant Chief, Enforcement Section, or his successor, at Division of Air Pollution Control, Ohio EPA, P.O. Box 1049, Columbus, Ohio 43216-1049.

In lieu of payment to Ohio EPA of the remaining ten thousand dollars (\$10,000) of the total penalty amount, Respondent shall perform the supplemental environmentally beneficial project identified in Order 2. In the event Respondent defaults or otherwise fails to complete the project as specified in Order 2, the \$10,000

shall immediately become due and payable to Ohio EPA. Such payment shall be made by an official check made payable to "Treasurer, State of Ohio" and sent to Brenda Case at the above-stated address. A copy of the check shall be sent to James A. Oriemann, or his successor, at the above-stated address.

2. As outlined below, and with reference to the chapters described in Ohio EPA's 1993 "Ohio Pollution Prevention and Waste Minimization Planning Guidance Manual" (the Manual), Respondent shall conduct a pollution prevention study ("P2 Study") at the facility located at 1874 Englewood Avenue, Akron, Ohio. The P2 Study is an assessment of selected facility processes to identify and evaluate specific source reduction and environmentally sound recycling opportunities.

a. Within ninety (90) days after the effective date of these Orders, Respondent shall submit a detailed narrative report to Ohio EPA for review and approval containing the following:

a list of the members of a cross-functional team for the P2 Study, including the name of a designated team leader;

ii. an identification of the processes selected for study and the methods used to select the processes; and

iii. a description of the processes being studied, including types and quantities of raw materials used, waste generated (i.e., air emissions, hazardous waste, solid waste, wastewater), and the intermediate or final products.

The above items shall be completed following the guidance provided in Chapters 8 and 9 of the Manual.

b. Within one hundred eighty (180) days after the effective date of these Orders, Respondent shall submit a detailed narrative report to Ohio EPA for review and approval containing the following:

i. an analysis of the process-related factors contributing to waste generation;

ii. a description of the specific pollution prevention opportunities identified; and

iii. a discussion of the approach used in screening and prioritizing pollution prevention opportunities for future implementation.

The above items shall be completed following the guidance provided in Chapters 11 and 12 of the Manual.

- c. Within two hundred seventy (270) days after the effective date of these Orders, Respondent shall submit a detailed narrative final report to Ohio EPA for review and approval containing the following:

an evaluation of the cost considerations and feasibility analysis of the identified pollution prevention opportunities;

- ii. a discussion of those projects that have been eliminated as well as those that have been implemented, planned for implementation, or under consideration for possible implementation; and
- iii. a description of the other items bulleted in Table 7 of Chapter 15 of the Manual.

The above items shall be completed following the guidance provided in Chapters 13, 14 and 15 of the Manual.

- d. Within three hundred and thirty (330) days after the effective date of these Orders, Respondent shall submit an approvable detailed narrative final report to Ohio EPA, unless the report submitted to Ohio EPA pursuant to the above paragraph c is approved by Ohio EPA.

Ohio EPA shall provide Respondent with its comments and an indication of approval or disapproval of the reports submitted pursuant to this Order in a timely manner.

3. Within thirty (30) days of the completion and approval by Ohio EPA of the project identified in Order 2, Respondent shall submit documentation to Ohio EPA of the total cost of the P2 Study. If the total cost of the P2 Study is less than \$10,000, Respondent shall submit, along with the final report identified in Order 2 and in the manner described in Order 1, an official check to Ohio EPA for the difference in cost between \$10,000 and the total cost of the P2 Study.

VI. TERMINATION

Respondent's obligations under these Orders shall terminate when Respondent certifies in writing and demonstrates to the satisfaction of Ohio EPA that Respondent has performed all obligations under these Orders and the Chief of Ohio EPA's Division of Air Pollution Control acknowledges, in writing, the termination of these Orders. If Ohio EPA does not agree that all obligations have been performed, then Ohio EPA will notify Respondent of the obligations that have not been performed, in which case Respondent shall have an opportunity to address any such deficiencies and seek termination as described above.

The certification shall contain the following attestation: "I certify that the information contained in or accompanying this certification is true, accurate and complete."

This certification shall be submitted by Respondent to Ohio EPA and shall be signed by a responsible official of Respondent. For purposes of these Orders, a responsible official is as defined in OAC Rule 3745-33-03(D)(1).

VII. OTHER CLAIMS

Nothing in these Orders shall constitute or be construed as a release from any claim, cause of action or demand in law or equity against any person, firm, partnership or corporation, not a party to these Orders, for any liability arising from, or related to, the operation of Respondent's facility.

VIII. OTHER APPLICABLE LAWS

All actions required to be taken pursuant to these Orders shall be undertaken in accordance with the requirements of all applicable local, state and federal laws and regulations. These Orders do not waive or compromise the applicability and enforcement of any other statutes or regulations applicable to the Respondent.

IX. MODIFICATIONS

These Orders may be modified by agreement of the parties hereto. Modifications shall be in writing and shall be effective on the date entered in the journal of the Director of Ohio EPA.

X. NOTICE

Except as otherwise provided in these Orders, all documents required to be submitted by Respondent pursuant to these Orders shall be addressed to:

Akron Regional Air Quality Management District
146 South High Street, Room 904
Akron, Ohio 44308
Attention: Lynn Malcolm

and to:

Ohio Environmental Protection Agency
Lazarus Government Center
Division of Air Pollution Control
122 South Front Street, P.O. Box 1049

Columbus, Ohio 43216-1049
Attention: Thomas Kalman

or to such persons and addresses as may hereafter be otherwise specified in writing by Ohio EPA.

Except as otherwise provided in these Orders, all documents required to be submitted by the Ohio EPA pursuant to these Orders shall be addressed to:

Heritage Industrial Finishing Corporation
1874 Englewood Avenue
Akron, Ohio 44312
Attention: Karla Kay

and to:

Shane A. Farolino, Esq.
Roetzel & Andress
222 South Main Street
Akron, Ohio 44308

or to such persons and addresses as may hereafter be otherwise specified in writing by Respondent.

XI. RESERVATION OF RIGHTS

Ohio EPA and Respondent each reserve all rights, privileges and causes of action, except as specifically waived in Section XII of these Orders.

XII. WAIVER

In order to resolve disputed claims, without admission of fact, violation or liability, and in lieu of further enforcement action by Ohio EPA for only the violations specifically cited in these Orders, Respondent consents to the issuance of these Orders and agrees to comply with these Orders. Compliance with these Orders shall be a full accord and satisfaction for the Respondent's liability for the violations specifically cited herein.

Respondent hereby waives the right to appeal the issuance, terms and conditions, and service of these Orders, and Respondent hereby waives any and all rights Respondent may have to seek administrative or judicial review of these Orders either in law or equity.

Notwithstanding the preceding, Ohio EPA and Respondent agree that if these Orders are appealed by any other party to the Environmental Review Appeals Commission, or any court, Respondent retains the right to intervene and participate in such appeal. In

such an event, Respondent shall continue to comply with these Orders notwithstanding such appeal and intervention unless these Orders are stayed, vacated, or modified.

XIII. EFFECTIVE DATE

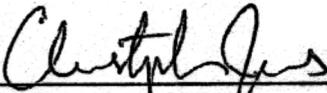
The effective date of these Orders is the date these Orders are entered into the Ohio EPA Director's journal.

XIV. SIGNATORY AUTHORITY

Each undersigned representative of a party to these Orders certifies that he or she is fully authorized to enter into these Orders and to legally bind such party to these Orders.

IT IS SO ORDERED AND AGREED:

Ohio Environmental Protection Agency

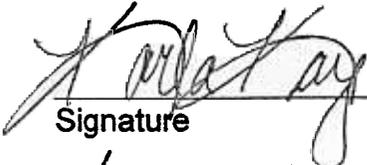


Christopher Jones
Director

12-9-03
Date

IT IS SO AGREED:

Heritage Industrial Finishing Corporation



Signature

12-3-03
Date



Printed or Typed Name



Title

Attachment A

Days of Violation of OAC Rule 3745-21-09(U)(1)(c)
 (as determined from Respondent's coating records for the period of 12/98 to 11/01)

Heritage Line spray booths 1 and 2:

Year 1998	Year 1999	Year 2000	Year 2001
December: 1,2,3,7,10,11, 15,28,29,30	January:6,8,11,12,13,14,15, 18,20,22,27,28 February:2,3,9,10,11,12,15, 16,17,18,22,23,24,26 March:1,2,4,5,8,9,10,11,16, 17,18,23,24,25,26,30,31 April: 5,6,7,8,9,15,19, 20,21,22,23,26,28,29,30 May: 3,4,19,20,24,25,26,27 June: 3,11,14,16,17, 18,22,23,25,28,29,30 July: 1,2,8,12,13,14, 15,16,19,20,21,22,23,26 August: 2,17,23,24,26,27,31 September:2,3,7,11,13,22, 23,24,27,28,28,29,30 October: 12,15,22,25,26,27,28 November: 1,2,3,4,8,9,11,16,17,24,30 December: 1,2,7,8,9,16,20,22,23,28	January: 6,11,18,26,28 February: 2,8,9,10,14,15,16,17, 18, 23 March: 3,6,7,8,9,13,14,15,22,28 April:4,5,10,13,14,17,20, 21,25,26,27 May: 2,4,10,22,23,24,31 June: 7,14,26,27,29 July: 12,13,14,19,20,21,25,26 August: 3,7,21,30 September: 1,7,8,19,25,26,28 October: 18,21,23,24,25 November:1,2,4,6,10,13, 14,15,16,20,21,29 December:2,6,7,20,21, 27,28,29	January:2,3,10,11, 18,24,30 February:6,8,15,20, 21,22,28 March: 1,6,12,15,27,29 April: 3,12,18,19 May: 3,9,10,14,15,17, 22,24 June:1,11,12,14,21, 22,25,26 July:11,12,16,23,24, 27,30,31 August: 1,3,27,28,29,30 September: 5,7,18,19,20 October:9,15,16,19, 23,31 November:2,5,6,7,8, 12,14,17,20,21,30 December:2,6,7,20, 21,27,28,29

Attachment A (continued)
Days of Violation of OAC Rule 3745-21-09(U)(1)(c)

(as determined from Respondent's coating records for the period of 12/98 to 11/01)

J-Line spray booths 1, 2:

Year 1998	Year 1999	Year 2000	Year 2001
December: 2,3,7,8,9,11, 15,16,17,18, 28,29,30	January: 5,6,7,8,11,13,18,19,22 February: 1,4,12 March: 3,4,9,12,15,17,22,26,30,31 April: 5,6,8,9,12,13,14,28,29, 30 May: 4,5,6,10,13,14,18,22,28 June: 1,2,3,7,11,17,23,28,30 July: 7,8,26,27,28,29,31 August: 3,4,6,9,10,11,18,19,23,30,31 September: 1,3,7,8,13,14,30 October: 1,11,12,13,19,20,27 November: 3,4,5,8,9,11,12,15,24,29 December: 1,2,7,8,9,10,13,14,29	January: 6,7,10,11,12,19,20,25,26,27 February: 1,2,12,14,21,28 March: 4,6,7,8,10,20,24,30 April: 6,7,11,12,13,17,19,20,26 May: 1,3,8,9,10,16,17,19,24 June: 12,13,19,20,27,28,29,30 July: 5,6,7, 10,21 August: 2,3,6,7,8,9,14,15,18,19,20,21, 22,24,25,26,27,29,30 September: 1,5,7,8,11,12,13,14,16,18,19, 20,22,23,25,26,27,28 October: 2,3,5,6,9,10,11,16,17,23,24, 25,27,28,30,31 November: 1,2,4,6,7,8,9,10,11,13,14,18, 20,21,22,27,28,29 December: 1,2,4,5,7,8,12,13,14,15,17, 19,20,21,26,28,29,30,31	January: 2,3,4,5,8,10,11, 15,18,19,22,23, 24,25,26,27,29, 30,31 February: 1,5,6,7,8,9,12,13, 14,15,16,17,19,20, 21,23, 24,26,27,28 March: 8,9,12,17,19 April: 2,3,4,6,15,16,17, 18,19, 26,27,30 May: 1,2,3,4,5,7,9,10, 15,16,18,21 June: 4,5,7,8,11,12,14, 19,26,28 July: 2,6,9,10,24,26,30 August: 2,6,7,23,25,27,30 September: 10,21,24 October: 1,2,8,9,12,22 November: 2,5,6,30

Emissions unit K005, the 3-gallon booth, violated the 3 gallon requirement specified in PTI # 16-02095 on December 2 and 12, 2001.

Attachment A (continued)
Days of Violation of OAC Rule 3745-21-09(U)(1)(c)
 (as determined from Respondent's coating records for the period of 12/98 to 11/01)

Smitty Line:

Year 1999	Year 2000	Year 2001
April: 27,28 July: 9,12,13,28,29 August: 2,3,4,16,25,26 September:3,23,26,27 October: 7,8,18,19,20,21,25,26,27,28 November: 2,3,4,10,11,15,16,17,18,19,22, 23 December: 1,2,3,20,28,29	January: 6,7,10,12,13,14,18,19,27 February: 12,14,18 March:1,10,13,30 April: 10,11,14,18,26 May: 1,2,3,5,8,11,12,15,17,19 June:2,8,20,29,30 August: 20,21,22,23,24,25,26 October: 11,27,28 November: 9,10,15,21 December: 15,18	January: 5,17,18,23,24,26 February: 2,9,14,15,21 March: 17,27 April: 18 May: 3,4,8,9 June: 5 July: 13 August: 9,20 November: 30

The records indicated that on March 13, 1999 the Smitty Line used 10.75 gallons of coating; therefore, it became subject to the 3.5 pounds of VOC per gallon, as applied, limitation.

Cleveland Line (floor booth):

Year 2001
October: 11,15,18,23,24 November: 7,30

The records indicated that on July, 17, 2001 the Cleveland floor booth used 5 gallons of coating; therefore, it became subject to the 3.5 pounds of VOC per gallon, as applied, limitation.