

CORPORATE ENVIRONMENTAL ADVISORS, INC.

SCANNED



Via Delivery Confirmation

March 27, 2008

Commonwealth of Massachusetts
Department of Environmental Protection
WESTERN Regional Office
436 Dwight Street, Suite 402
Springfield, MA 01103



**Re: Notice of Activity and Use Limitation (AUL)
Sunoco Station, 88-90 South Maple Street,
Westfield, MA (DUNS: 0374-5593)
MADEP RTN(s): 1-15718 and 1-16079**

To Whom It May Concern:

On behalf of Sunoco, Inc., Corporate Environmental Advisors, Inc. (CEA) is submitting the attached Activity and Use Limitation (AUL) and required documentation for the above-referenced location and RTN, which the owners implemented on March 6, 2008. The submittal includes:

- A completed, original-signature "Activity and Use Limitation (AUL) Transmittal Form" (BWSC-113),
- A Certified Registry copy of the recorded AUL Book 17183, Page 202,
- Photocopies of the municipal public notification letters required by 40.1403(7)(a), and
- A copy of the legal notice to be published in the newspaper per 1403(7)(b).

Please contact me at (508) 835-8822 if you have any questions regarding this submittal.

Sincerely,
Corporate Environmental Advisors, Inc.

Scott VanderSea, LSP
Principal Hydrogeologist

attachments

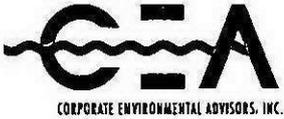
cc: Mr. William Brochu, Sunoco, Inc.

www.cea-inc.com

CORPORATE HEADQUARTERS: HARTWELL BUSINESS PARK • 127 HARTWELL STREET • WEST BOYLSTON, MA 01583 • PHONE: 508-835-8822 • FAX: 508-835-8812

Solutions Since 1985

OFFICES IN MASSACHUSETTS, CONNECTICUT, RHODE ISLAND & NEW HAMPSHIRE



March 26, 2008

City of Westfield
Zoning Official
59 Court Street
Westfield, MA 01985

**REF: Notice of Activity and Use Limitation
Sunoco Station,
88-90 South Maple Street, Westfield, MA (DUNS: 0374-5593)
MADEP RTN(s): 1-15718 and 1-16079**

To Whom It May Concern:

This letter is to inform the City of Westfield Code Zoning Official, in accordance with 310 CMR 40.1403(7)(a), that Sunoco, Inc. (R&M) has recorded a "Notice of Activity and Use Limitation" (AUL) on the above-referenced location with the Hampden County Registry of Deeds on March 6, 2008. Enclosed please find a copy of the recorded AUL. If you have any questions regarding the AUL, please call the undersigned at (508) 835-8822.

Sincerely,
Corporate Environmental Advisors, Inc.

Scott VanderSea, LSP
Principal Hydrogeologist

cc: Massachusetts DEP, Western Regional Office
Mr. William J. Brochu, Sunoco, Inc. (R&M)



Consultants , Engineers , Contractors

March 26, 2008

City of Westfield
Building Code Enforcement Official
59 Court Street
Westfield, MA 01985

**REF: Notice of Activity and Use Limitation
Sunoco Station,
88-90 South Maple Street, Westfield, MA (DUNS: 0374-5593)
MADEP RTN(s): 1-15718 and 1-16079**

To Whom It May Concern:

This letter is to inform the City of Westfield Code Enforcer Official, in accordance with 310 CMR 40.1403(7)(a), that Sunoco, Inc. (R&M) has recorded a "Notice of Activity and Use Limitation" (AUL) on the above-referenced location with the Hampden County Registry of Deeds on March 6, 2008. Enclosed please find a copy of the recorded AUL. If you have any questions regarding the AUL, please call the undersigned at (508) 835-8822.

Sincerely,
Corporate Environmental Advisors, Inc.

Scott VanderSea, LSP
Principal Hydrogeologist

cc: Massachusetts DEP, Western Regional Office
Mr. William J. Brochu, Sunoco, Inc. (R&M)

ADDRESS Hartwell Business Park
127 Hartwell Street, West Boylston, MA 01583
TEL 508.835.8822 . 800.358.7960
FAX 508.835.8812
WEB www.cea-inc.com

| Massachusetts | Connecticut | Rhode Island | New Hampshire |



March 26, 2008

City of Westfield
Mayors Office
59 Court Street
Westfield, MA 01985

**REF: Notice of Activity and Use Limitation
Sunoco Station,
88-90 South Maple Street, Westfield, MA (DUNS: 0374-5593)
MADEP RTN(s): 1-15718 and 1-16079**

To Whom It May Concern:

This letter is to inform the City of Westfield Mayors Office, in accordance with 310 CMR 40.1403(7)(a), that Sunoco, Inc. (R&M) has recorded a "Notice of Activity and Use Limitation" (AUL) on the above-referenced location with the Hampden County Registry of Deeds on March 6, 2008. Enclosed please find a copy of the recorded AUL. If you have any questions regarding the AUL, please call the undersigned at (508) 835-8822.

Sincerely,
Corporate Environmental Advisors, Inc.

Scott VanderSea, LSP
Principal Hydrogeologist

cc: Massachusetts DEP, Western Regional Office
Mr. William J. Brochu, Sunoco, Inc. (R&M)



March 26, 2008

City of Westfield
Board of Health
59 Court Street
Westfield, MA 01985

REF: Notice of Activity and Use Limitation
Sunoco Station
88-90 South Maple Street, Westfield, MA (DUNS: 0374-5593)
MADEP RTN(s): 1-15718 and 1-16079

To Whom It May Concern:

This letter is to inform the City of Westfield Board of Health, in accordance with 310 CMR 40.1403(7)(a), that Sunoco, Inc. (R&M) has recorded a "Notice of Activity and Use Limitation" (AUL) on the above-referenced location with the Hampden County Registry of Deeds on March 6, 2008. Enclosed please find a copy of the recorded AUL. If you have any questions regarding the AUL, please call the undersigned at (508) 835-8822.

Sincerely,
Corporate Environmental Advisors, Inc.

Scott VanderSea, LSP
Principal Hydrogeologist

cc: Massachusetts DEP, Western Regional Office
Mr. William J. Brochu, Sunoco, Inc. (R&M)

NOTICE OF ACTIVITY AND USE LIMITATION

**Sunoco Station
88-90 South Maple Street, Westfield, MA 01085
RTNs 1-15718 and 1-16079**

A release of oil and/or hazardous materials has occurred at this location, which is a disposal site as defined by M.G.L. c. 21E, § 2 and the Massachusetts Contingency Plan, 310 CMR 40.0000. On March 6, 2008, Sunoco, Inc. recorded with the Hampden County Registry of Deeds Office a NOTICE OF ACTIVITY AND USE LIMITATION on the disposal site, pursuant to 310 CMR 40.1070 through 40.1080.

The NOTICE OF ACTIVITY AND USE LIMITATION will limit the following site activities and uses on the above property:

- (i) Activities and/or uses which involve the removal and/or disturbance of the pavement, concrete, building foundations or other permanent structures in the AUL Area and/or the disturbance of the petroleum and/or PCB-impacted soil located beneath the pavement, concrete or other permanent structures without prior development of a Soil Management Plan and a Health and Safety Plan. Such activities will be conducted under the supervision of an LSP and in accordance with Obligations (i) and (ii) of this Notice;
- (ii) Relocation of the petroleum and/or PCB-impacted soil from beneath the pavement and/or building foundations unless an LSP renders an Opinion which states that such relocation is consistent with maintaining a condition of No Significant Risk; and
- (iii) Activities and/or uses which will cause physical or chemical deterioration, breakage, or structural damage to the pavement or concrete and permit contact to petroleum and/or PCB-impacted soils.
- (iv) Use of the property for agriculture or as a residence, school, daycare facility, recreation area and/or other use at which a child's frequent presence is likely.

Any person interested in obtaining additional information about the NOTICE OF ACTIVITY AND USE LIMITATION may contact Mr. William Brochu of Sunoco, Inc. at 4 Bellows Road, P.O. Box 1262, Westborough, MA 01581, (603) 715-1220.

The NOTICE OF ACTIVITY AND USE LIMITATION and the disposal site file can be reviewed at MassDEP, 436 Dwight Street, Springfield, MA 01103, (413) 784-1100.

Form 1075

NOTICE OF ACTIVITY AND USE LIMITATION

M.G.L. c. 21E §6 and 310 CMR 40.0000

Disposal Site Name: Sunoco Station, 88-90 South Maple Street, Westfield, MA (DUNS: 0374-5593)
MADEP RTN(s): 1-15718 and 1-16079

This Notice of Activity and Use Limitation ("Notice") is made as of this 29th day of February 2008 by Sunoco, Inc. (R & M), a Pennsylvania corporation having a principal place of business at 1818 Market St., Suite 1500 Philadelphia, Pennsylvania 19103-3687, together with its successors and assigns (Collectively "Owner").

WITNESSETH:

WHEREAS, Sunoco, Inc. (R & M), of Philadelphia, Philadelphia County, Pennsylvania is the owner in fee simple of that certain parcel of land located in Westfield, Hamden County, Massachusetts, [with the buildings and improvements thereon], pursuant to [a deed recorded with the Hamden County Registry of Deeds, in book 8464, Pages 451 and 452];

WHEREAS, said parcel of land, which is more particularly bounded and described in **Exhibit A**, attached hereto and made a part hereof ("Property") is subject to this Notice of Activity and Use Limitation. The property is shown on a plan recorded in Hamden County Registry of Deeds in Plan Book 285, Plan 79,

WHEREAS, the Property comprises all of a disposal site as the result of a release of oil and/or hazardous material. Exhibit B is a sketch plan showing the relationship of the Property subject to this Notice of Activity and Use Limitation to the boundaries of said disposal site (within the limits of the Property and to the extent such boundaries have been established. **Exhibit B** is attached hereto and made a part hereof; and

WHEREAS, one or more response actions have been selected for the Disposal Site in accordance with M.G.L. c.21E ("Chapter 21E") and the Massachusetts Contingency Plan, 310 CMR 40.0000 ("MCP"). Said response actions are based upon (a) the restriction of human access to and contact with oil and/or hazardous material in soil and/or (b) the restriction of certain activities occurring in, on, through, over or under the Property. The basis for such restrictions is set forth in an Activity and Use Limitation Opinion ("AUL Opinion"), dated February 5, 2008 (which is attached hereto as **Exhibit C** and made a part hereof);

NOW, THEREFORE, notice is hereby given that the activity and use limitations set forth in said AUL Opinion are as follows:

1. Activities and Uses Set Forth in the AUL Opinion. The AUL Opinion provides that a condition of No Significant Risk to health, safety, public welfare or the environment exists for any foreseeable period of time (pursuant to 310 CMR 40.0000) so long as any of the following activities and uses occur on the Property.

- (i) Activities and uses including, but not limited to, commercial uses, vehicular parking, pedestrian and vehicular traffic which do not compromise the structural integrity of the pavement and/or disturb petroleum and polychlorinated biphenyl (PCB)-impacted soil located beneath the pavement;
- (ii) Excavation associated with emergency or short term (three months or less) underground utility and/or construction work, provided it is conducted in accordance with a Soil Management Plan and a Health and Safety Plan under the supervision of a Licensed Site Professional (LSP) and in accordance with Obligations (i) and (ii) of this Notice; and involves the repair and/or replacement of the pavement or concrete with a comparable barrier immediately following the completion of the project;
- (iii) Activities and uses which are not identified by this Notice as being inconsistent with maintaining a condition of No Significant Risk; and
- (iv) Such other activities and uses which in the Opinion of an LSP, shall present no greater risk of harm to health, safety, public welfare, or the environment than the activities and uses set forth in this paragraph.

2. Activities and Uses Inconsistent with the AUL Opinion. Activities and uses which are inconsistent with the objectives of this Notice of Activity and Use Limitation, and which if implemented at the Property, may result in a significant risk of harm to health, safety, public welfare or the environment or in a substantial hazard, are as follows:

- (i) Activities and/or uses which involve the removal and/or disturbance of the pavement concrete, building foundations or other permanent structures in the AUL Area and/or the disturbance of the petroleum and/or PCB-impacted soil located beneath the pavement, concrete or other permanent structures without prior development of a Soil Management Plan and a Health and Safety Plan. Such activities will be conducted under the supervision of an LSP and in accordance with Obligations (i) and (ii) of this Notice;
- (ii) Relocation of the petroleum and/or PCB-impacted soil from beneath the pavement and/or building foundations unless an LSP renders an Opinion which states that such relocation is consistent with maintaining a condition of No Significant Risk; and
- (iii) Activities and/or uses which will cause physical or chemical deterioration, breakage, or structural damage to the pavement or concrete and permit contact to petroleum and/or PCB-impacted soils.
- (iv) Use of the property for agriculture or as a residence, school, daycare facility, recreation area and/or other use at which a child's frequent presence is likely.

3. Obligations and Conditions Set Forth in the AUL Opinion. If applicable, obligations and/or conditions to be undertaken and or maintained at the Property to maintain a condition of No Significant Risk as set forth in the AUL Opinion shall include the following:

- (i) A Soil Management Plan must be prepared by an LSP and implemented prior to the commencement of any activity that is likely to disturb the petroleum or PCB-impacted soils on the subject property. The Soil Management Plan must be prepared in accordance with the guidelines discussed in the Activity and Use Limitation opinion attached hereto as **Exhibit C**;
- (ii) A Health and Safety Plan must be prepared and implemented in accordance with the guidelines discussed in the Activity and Use Limitation Opinion attached hereto **Exhibit C** prior to the commencement of any activity which involves the removal and/or disturbance of the pavement and/or building foundations and/or is likely to disturb the underlying petroleum and/or PCB-impacted soil within the AUL Area;
- (iii) The pavement and/or building foundations within the AUL Area must be repaired and/or replaced with a comparable barrier to prevent future exposures to underlying contaminated soil immediately following the completion of any activity which involves its removal and/or disturbance;
- (iv) The pavement must be maintained within the designated AUL area to ensure that the petroleum and/or PCB-impacted soil located beneath the pavement remains inaccessible; and
- (v) Annual inspections and associated record-keeping activities must be performed by the property owner or approved agent to confirm that the pavement and concrete is being properly maintained to prevent exposure(s) to petroleum and/or PCB-impacted soil located immediately beneath the pavement.

4. Proposed Changes in Activities and Uses. Any proposed changes in activities and uses at the Property which may result in higher levels of exposure to oil and/or hazardous material than currently exist shall be evaluated by an LSP who shall render an Opinion, in accordance with 310 CMR 40.1080 *et seq.*, as to whether the proposed changes will present a significant risk of harm to health, safety, public welfare or the environment. Any and all requirements set forth in the Opinion to meet the objective of this Notice shall be satisfied before any such activity or use is commenced.

5. Violation of a Response Action Outcome. The activities, uses and/or exposures upon which this Notice is based shall not change at any time to cause a significant risk of harm to health, safety, public welfare, or the environment or to create substantial hazards due to exposure to oil and/or hazardous

material without the prior evaluation by an LSP in accordance with 310 CMR 40.1080 *et seq.*, and Form without additional response actions, if necessary, to achieve or maintain a condition of No Significant Risk or to eliminate substantial hazards.

If the activities, uses, and/or exposures upon which this Notice is based change without the prior evaluation and additional response actions determined to be necessary by an LSP in accordance with 310 CMR 40.1080 *et seq.*, the owner or operator of the Property subject to the Notice at the time that the activities, uses and/or exposures change, shall comply with the requirements set forth in 310 CMR 40.0020.

6. Incorporation Into Deeds, Mortgages, Leases, and Instruments of Transfer. This Notice shall be incorporated either in full or by reference into all deeds, easements, mortgages, leases, licenses, occupancy agreements or any other instrument of transfer, whereby an interest in and/or a right to use the Property or a portion thereof is conveyed.

Owner hereby authorizes and consents to the filing and recordation and/or registration of this Notice, said Notice to become effective when executed under seal by the undersigned LSP, and recorded and/or registered with the appropriate Registry(ies) of Deeds and/or Land Registration Office(s).

WITNESS the execution hereof under seal this 29th day of FEBRUARY, 2008.

Roy Lance
Owner
Roy Lance
Manager Real Estate

STATE OF PENNSYLVANIA

PHILADELPHIA COUNTY ss

FEB 29, 2008

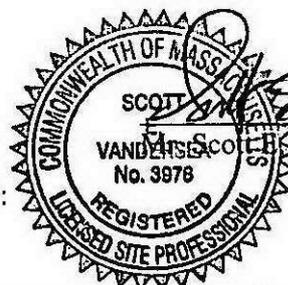
On this 29th day of FEBRUARY 2008, before me, the undersigned notary public, personally appeared ROY G. LANCE, proved to me through satisfactory evidence of identification, which was through personal knowledge, to be the person whose name is signed on the preceding or attached document and acknowledged to me that [he/she] signed it voluntarily for its stated purpose.

(as REAL ESTATE MGR, for Sunoco, Inc. (R&M), a corporation)

Notary Public: Elaine A. Wiggins
My Commission Expires: _____
COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Elaine A. Wiggins, Notary Public
City Of Philadelphia, Philadelphia County
My Commission Expires Nov. 14, 2010
Member, Pennsylvania Association of Notaries

The undersigned LSP hereby certifies that he/she executed the aforesaid Activity of Use Limitation Opinion attached hereto as **Exhibit C** and made a part hereof and that in his/her Opinion this Notice of Activity and Use Limitation is consistent with the terms set forth in said Activity and Use Limitation Opinion.

Date: March 3, 2008



Seal:

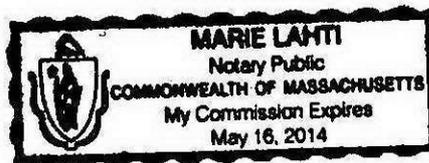
Scott VanderSea, LSP #3978

Worcester County, ss

March 3, 2008

On this 3 day of March 2008, before me, the undersigned notary public, personally appeared Scott VanderSea, proved to me through satisfactory evidence of identification, which was through personal knowledge, to be the person whose name is signed on the preceding or attached document and acknowledged to me that [he/she] signed it voluntarily for its stated purpose.

Notary Public: Marie Lanti
My Commission Expires: _____



Upon recording, return to:

Scott E. VanderSea, LSP, Principal Hydrogeologist
Corporate Environmental Advisors, Inc.
127 Hartwell Street
West Boylston, MA 01583

**HAMPDEN COUNTY
REGISTRY OF DEEDS
RECEIVED & RECORDED**

INST. #: _____

BK: _____ PG _____

TIME: _____

DATE: _____

DONALD E. ASHE, REGISTER

EXHIBIT A

Description of Parcel of Land Containing Area Subject to AUL

0374-5593

EXHIBIT A

PARCEL I - Location #403, 88-90 S. Maple Street, Westfield, Massachusetts ✓

The land in Westfield, Hampden County, Massachusetts, more particularly bounded and described as follows:

Beginning at a point in the southerly sideline of South Maple Street (58 feet in width), said point being distance south 83 degrees - 50 minutes - 46 seconds east, 100.00 feet from a point formed by the intersection of the southerly sideline of South Maple Street, produced with the easterly sideline of Southwick Road (also known as Route #202 and #10, and being variable in width), produced, and from said point of beginning, running thence;

1. South 83 degrees - 50 minutes - 46 seconds East, along the southerly sideline of South Maple Street, a distance of 314.01 feet to a point; thence
2. South 87 degrees - 46 minutes - 32 seconds East, still along the southerly sideline of South Maple Street, a distance of 118.50 feet to a point; thence
3. South 03 degrees - 17 minutes - 26 seconds West, along the dividing line between Lot 3 and Lot 5, a distance of 370.49 feet to a point; thence
4. North 56 degrees - 12 minutes - 14 seconds West, along the dividing line between Lot 3 and Lot 28, a distance of 190.08 feet to a point; thence
5. North 55 degrees - 47 minutes - 33 seconds West, along the dividing line between Lot 2 and Lot 28, a distance of 174.08 feet to a point; thence
6. North 62 degrees - 24 minutes - 26 seconds West, along the dividing line between Lot 29 and Lot 28, a distance of 35.00 feet to a point; thence
7. South 32 degrees - 25 minutes - 00 seconds West, still along the dividing line between Lot 29 and Lot 28, a distance of 41.05 feet to a point; thence
8. North 59 degrees - 30 minutes - 16 seconds West, still along the dividing line between Lot 29 and Lot 38, a distance of 196.01 feet to a point; thence

(Exhibit A continued)
Page 2

9. North 52 degrees - 10 minutes - 16 seconds West, still along the dividing line between Lot 29 and Lot 28, a distance of 61.67 feet to a point in the easterly sideline of Southwick Road; thence
10. North 33 degrees - 29 minutes - 14 seconds East, along the easterly sideline of Southwick Road, a distance of 15.60 feet to a point of curvature; thence
11. Northeasterly, easterly and southeasterly along a curve to the right, having a radius of 164.26 feet and a central angle of 62 degrees - 40 minutes - 00 seconds, an arc length of 179.66 feet to the point and place of beginning.

Containing approximately 129,291.90 square feet.

This deed creates no new boundaries.

Being the same premises described on a plan entitled "Plan of Land F. L. Roberts and Company, Incorporated" prepared by Control Point Associates, Inc. dated June 14, 1993, to be recorded with the Hampden County Registry of Deeds.

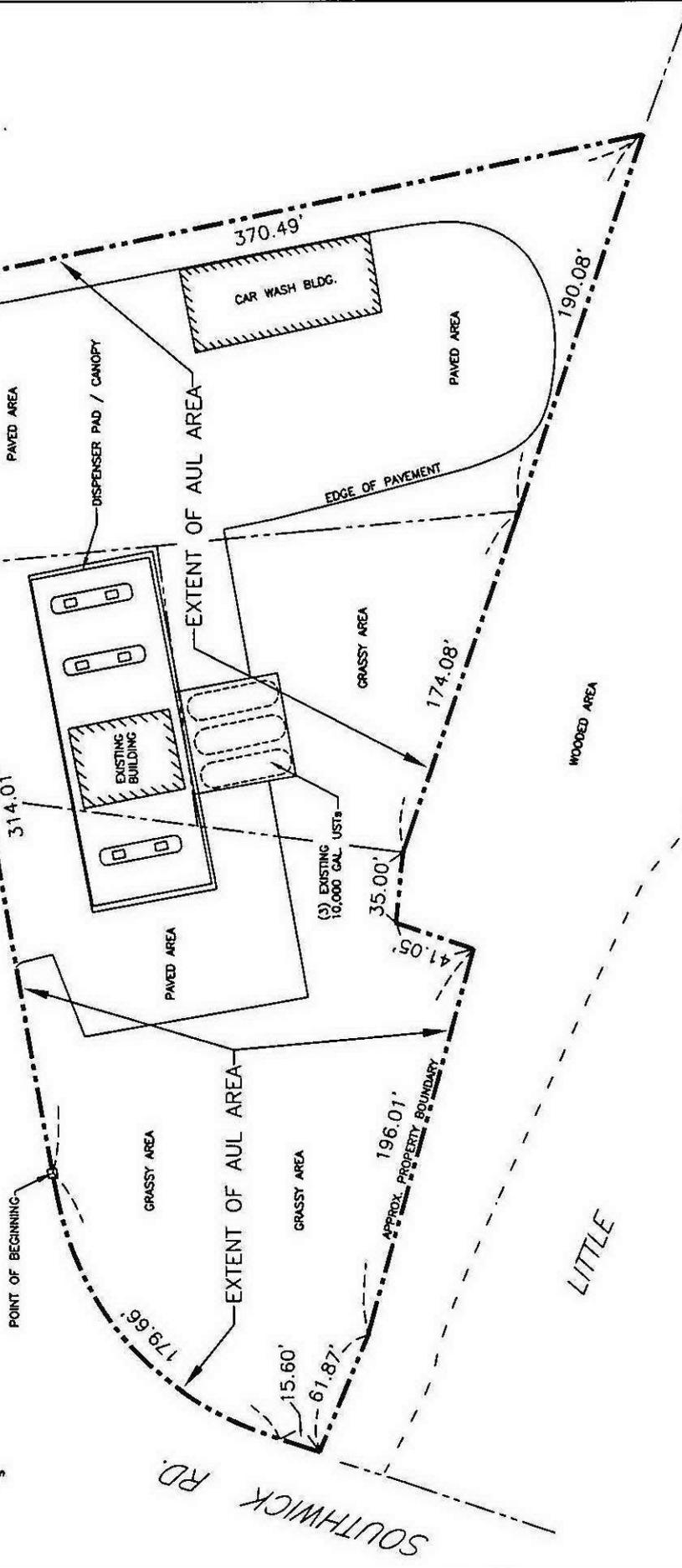
Being the same premises described in deeds recorded with the Hampden County Registry of Deeds at Book 4066, Page 248, Book 5471, Page 243 and Book 5471, Page 245.

EXHIBIT B
AUL Sketch Plan

MAPLE STREET
SOUTH

SOUTHWICK RD.

RIVER



 CORPORATE ENVIRONMENTAL ADVISORS, INC.		Assessments - Remediation - Emergency Response 127 HARTWELL ST. W. BOYLSTON, MA.	
SCALE: AS SHOWN	DR. BY: K. HAZEL	APP. BY: SEV	JOB NO.: 5795-05
DATE: 1/25/08			
SKETCH PLAN OF AUL AREA			
SUNOCO, INC.		88 SOUTH MAPLE ST. WESTFIELD, MA.	
		EXHIBIT B	

REFERENCES:
 "PLAN OF LAND" BY CONTROL POINT ASSOC., INC. OF WATCHUNG, N.J. ON BEHALF OF EASTERN CONSULTING, INC. OF AUBURN, MA. PLAN DATED 6/14/93.
 PLAN RECORDED AT HAMPDEN CO. REG. OF DEEDS IN PLAN BK. 285 PLAN 79.
 DEED OF LAND RECORDED AT HAMPDEN CO. REG. OF DEEDS IN DEED BK. 8464 PG. 451.

EXHIBIT C

Activity and Use Limitation Opinion

ACTIVITY AND USE LIMITATION OPINION (Exhibit C)

Sunoco Station DUNS: 0374-5593

88-90 South Maple Street

Westfield, MA 01085-4352

RTN: 1-15718 and 1-16079

In accordance with the requirements of 310 CMR 40.1074, this Activity and Use Limitation (AUL) Opinion has been prepared to support a Notice of Activity and Use Limitation (AUL) for the property located at 88-90 South Maple Street in Westfield, Massachusetts (hereinafter referred to as "Site"). The location of the Site is illustrated on **Figure 1**. At the time of the recording of this AUL, the Site is zoned for commercial uses. A **Sketch Plan of the AUL Area**, attached to **Exhibit B** of the Notice of AUL, illustrates the land on which the AUL is being placed.

Site History

The Sunoco Station (Site) is located in a commercial and residential area of Westfield. The Site operates as retail gasoline service station and a car wash. The property consists of 56,628 square feet and is developed by a 1,728 square foot, one story concrete cinderblock building built in 1988, and consisting of convenience store retail sales floor, offices, storage space, and restrooms. Also located to the rear of the Site is a 3,120-square foot one story, concrete cinderblock building built in 1985 which consists of an automated carwash.

Residential properties abut the Site to the east and across South Maple Street to the north and northeast. A wooded area abuts the Site to the south. Commercial properties are located along South Maple and Mill Street to the west of the Site. Overhead telephone utilities enter the Site from South Maple Street. An underground electric line runs from the street to a transformer on the eastern side of the property then to the convenience store building. The station building is heated with natural gas. Water service and the sewer line enter the Site from South Maple Street. Stormwater runoff is managed through catch basins located on South Maple Street, which discharge to the municipal drain system. Six gasoline dispenser islands exist at the Site which are piped to three 10,000-gallon USTs located in the southern portion of the property behind the convenience store. **Figure 2 – Water Table Contours w/Disposal Site Boundary** depicts pertinent Site features.

According to the MADEP **Site Scoring Map (Figure 3)**, the Site is not located within an Interim Wellhead Protection Area (IWPA), Approved Zone 2, Zone A of a Class A Surface Water Body, or within a Potential Drinking Water Source Area. No known private drinking water supply wells are located within 500 feet of the site. The Site and surrounding properties are supplied with municipal water and sewer service provided by the City of Westfield.

The closest surface water body to the Site is Little River which is located approximately 200 feet to the south of the Site. Protected Open Space is located within approximately 1,000 feet to the south, and within approximately a half-mile to the west and east of the Site. The Site is also located within a FEMA 100-year floodplain, to the south and southeast. According to the Natural Heritage and Endangered Species Program (NHESP) Southwick Quad (October 1, 2006), a priority habitat of rare species and estimated habitat of rare wildlife is located within 0.5 miles west of the Site.

Regulatory History

On June 13, 1988, three 10,000 gallon USTs were removed from the Site. Filed screening of soils encountered in the tank excavation exhibited TIC readings greater than 100 ppmv. On June 21, 1988, MADEP issued a Notice of Responsibility (NOR) to F.L. Roberts which assigned RTN 1-0489 to the Site. On October 25, 1989, MADEP requested a Phase I Limited Site Assessment be conducted for the Site by January 25, 1990. A sixty-day extension was subsequently approved by the MADEP.

In 1990, limited assessment activities were conducted at the Site including advancement of soil borings and installation of four overburden monitoring wells (MW-1 through MW-4). Groundwater samples collected from the wells were sampled for benzene, toluene, ethylbenzene, xylenes (BTEX), methyl tert butyl ether (MTBE) and acetone. On April 27, 1990, a Phase I Limited Site Assessment Report was submitted to MADEP which recommended that further assessment be conducted to evaluate the presence of acetone and MTBE in groundwater.

In March 1993, two additional monitoring wells (MW-5 and MW-6) were installed at the Site and groundwater sampling was conducted. On April 28, 1993, a Site Assessment Report was submitted to MADEP which concluded that no spillage of gasoline had occurred at the Site based on the results of the groundwater sampling activities.

On August 2, 1995, a Phase I Completion Report and RAO Statement were submitted to MADEP by ECS, on behalf of F.L. Roberts. The report(s) concluded that a condition of NSR existed at the Site.

On April 12, 2005, a tank tightness test failed on the regular unleaded dispenser line associated with the UST system. On April 15, 2005, the MADEP was notified of the threat of release condition, and RTN 1-15718 was issued to the Site. On April 19, 2005, the MADEP issued a NOR to Sunoco stating that Immediate Response Action (IRA) activities must be completed by April 15, 2006.

On April 14 and 15, 2005, CEA supervised the excavation and repair of the dispenser piping. Soil was excavated from an approximate 9-foot long and 3.5-foot wide trench. On April 27, 2005, the trench was expanded to expose the regular and ultra gasoline dispenser lines, to check for potential leaks and to install cathodic protection. Approximately 5 cubic yards of petroleum-impacted soil was generated between April 15 and 27, 2005. Composite soil samples collected from the limits of the excavation were submitted to Accutest Laboratories of New England (Accutest), a Massachusetts Certified Laboratory for analysis of volatile petroleum hydrocarbons (VPH) via MADEP methods. An IRA Completion Report was submitted to MADEP for RTN 1-15718 on February 7, 2006.

In November 2005, additional soil excavation was conducted at the Site. On November 17, 2005, sampling of the soil stockpile revealed the presence of PCBs at 2.31 mg/kg which exceeded the MCP RCS-1 of 2 mg/kg, which constituted a 120-day reporting condition. PCBs were also reported at a concentration of 32.05 mg/kg in composite sample T1 collected from the excavation area. On February 8, 2006, a RNF was submitted to MADEP for the PCB release condition and RTN 1-16079 was assigned to the Site.

On April 24, 2006, the Phase I Initial Site Investigation and Tier Classification were submitted to MADEP for RTN 1-15718. The Phase I Report concluded that VPH fractions were present in soils and groundwater above Method 1 S-1 Standards and/or Method 1 GW-2 and/or GW-3 standards, respectively, and that comprehensive response actions were necessary at the Site. The Site was classified as a Tier II disposal site with an NRS score of 288. On February 8, 2007, RTN 1-16079 was linked to the RTN 1-15718, the primary RTN for the Site. In May, July and October 2007, groundwater sampling was conducted at the Site to assess post-excavation groundwater quality conditions.

In order to achieve a level of No Significant Risk for future foreseeable site activities and uses, an Activity and Use Limitation is necessary to ensure that exposure to the petroleum and PCB impacted soil located from zero to 15 feet below grade and/or below pavement, concrete, permanent structures or buildings is prevented during foreseeable site use. The AUL requires that any construction or utility work be supervised by an LSP. Activities which may result in the disturbance of the pavement, building foundations or the underlying soil are restricted in order to prevent exposures which may pose a Significant Risk.

1. Permitted Uses and Activities

- (i) Activities and uses including, but not limited to vehicular parking, pedestrian and vehicular traffic which do not compromise the structural integrity of the pavement, concrete and/or building foundations and/or disturb petroleum and/or polychlorinated biphenyl(PCB)-impacted soil located directly beneath the pavement;
- (ii) Excavation associated with emergency or short term (three months or less) underground utility and/or construction work, provided it is conducted in accordance with a Soil Management Plan and a Health and Safety Plan under the supervision of a licensed site professional (LSP) and in accordance with obligations (i) and (ii) of this Opinion; and involves the repair and/or replacement of the pavement or concrete with a comparable barrier immediately following the completion of the project;
- (iii) Activities and uses which are not identified by this Opinion as being inconsistent with maintaining a condition of No Significant Risk; and
- (iv) Such other activities and uses which, in the Opinion of the LSP, shall present no greater risk of harm to health, safety, public welfare, or the environment than the activities and uses set forth in this paragraph.

2. Restricted Uses and Activities

- (i) Activities and/or uses which involve the removal and/or disturbance of the pavement and/or building foundations in the AUL Area and/or the disturbance of the petroleum and/or PCB-impacted soil without prior development of a Soil Management Plan and a Health and Safety Plan in accordance with Obligation (i) and (ii) of this Opinion;
- (ii) Relocation of the petroleum and/or PCB-impacted soil from beneath the pavement, concrete, permanent structures and/or buildings unless an LSP renders an Opinion which states that such relocation is consistent with maintaining a condition of No Significant Risk; and
- (iii) Activities and/or uses which may cause physical or chemical deterioration, breakage, or structural damage to the pavement, concrete and/or building foundations.
- (iv) Use of the property for agriculture or as a residence, school, daycare facility, recreation area and/or other use at which a child's frequent presence is likely.

Obligations and Conditions

- (i) A Soil Management Plan must be prepared by an LSP and implemented prior to the commencement of any activity which is likely to disturb the petroleum and/or PCB-impacted soil. The Soil Management Plan should describe appropriate soil excavation, handling, storage, transport, and disposal procedures and include a description of the engineering controls and air monitoring procedures necessary to ensure that workers and receptors in the vicinity are not affected by fugitive dust or particulates. On-site workers must be informed of the requirements of the Soil Management Plan, and the plan must be available on-Site throughout the course of the project;
- (ii) A Health and Safety Plan must be prepared by a Certified Industrial Hygienist or other qualified individual sufficiently trained in worker health and safety requirements and implemented prior to the commencement of any activity which involves the removal and/or disturbance of the pavement and/or building foundations and/or is likely to disturb petroleum and petroleum-impacted soil, rendering it more accessible.

The plan should clearly describe the location of the petroleum impacted soil and specifically identify the types of personnel protective equipment, monitoring devices, and engineering controls necessary to ensure that workers are not exposed to petroleum compounds through dermal contact, ingestion, and/or inhalation of particulate dusts. Workers who may come in contact with petroleum impacted soil and/or groundwater within the designated AUL area must be informed of the location of the contamination and all requirements of the Health and Safety Plan. The plan must be available on-Site throughout the course of the project;
- (iii) The pavement, concrete and/or building foundations within the AUL Area must be repaired and/or replaced with a comparable barrier to prevent future exposures to underlying petroleum impacted soil immediately following the completion of any activity which involves their removal and/or disturbance;

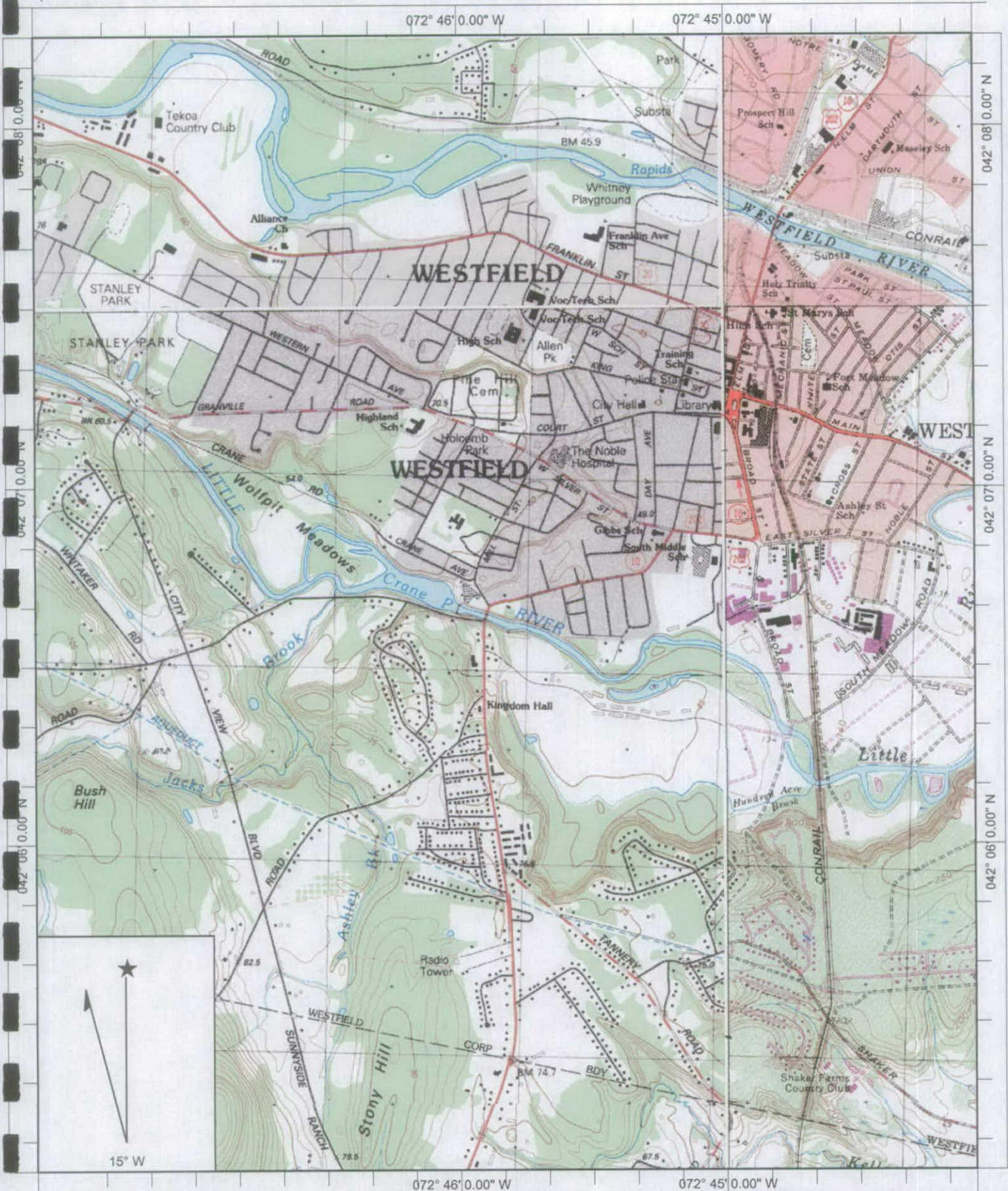
- (iv) The pavement must be maintained within the designated AUL area to ensure that the petroleum impacted soil located beneath the pavement remains inaccessible; and
- (v) Annual inspections and associated record-keeping activities must be performed by the property owner or approved agent to confirm that the pavement is being properly maintained to prevent exposures to petroleum impacted soil located beneath the pavement.



Mr. Scott E. VanderSea, LSP

3/3/09

Date



Name: SOUTHWICK
 Date: 6/17/2005
 Scale: 1 inch equals 2000 feet

Location: 042° 06' 40.0" N 072° 45' 49.7" W
 Caption: Site Locus
 Westfield Sunono
 88-90 South Maple Street, Westfield, MA 01085



- | | | | |
|---|---|---|--|
| <ul style="list-style-type: none"> Zone IIs IWPA's Zone A Sole Source Aquifers Solid Waste Sites Protected Openspace ACECs NHESP Estimated Habitat of Rare Wildlife in Wetland Areas Certified Vernal Pools 2003 NHESP Subbasins Mass Major Basins DEP Region | <p>Aquifers, By Yield</p> <ul style="list-style-type: none"> HIGH YIELD MEDIUM YIELD <p>Non Potential Drinking Water Source Area</p> <ul style="list-style-type: none"> HIGH YIELD MEDIUM YIELD <p>FEMA Floodplains</p> <ul style="list-style-type: none"> 100 YEAR FLOODPLAIN | <p>Hydrography</p> <ul style="list-style-type: none"> WATER RESERVOIR WETLANDS SALT WATER WETLANDS FLATS SHOALS <p>Rivers and Streams</p> <ul style="list-style-type: none"> PERENNIAL INTERMITTENT SHORELINE MAN MADE SHORE DAM AQUEDUCT | <p>EOT-OTP Roads</p> <ul style="list-style-type: none"> LIMITED ACCESS HIGHWAY MULTILANE HWY NOT LIMITED ACCESS OTHER NUMBERED HWY MAJOR ROAD - COLLECTOR MINOR STREET OR ROAD RAMP <p>Tracks and Trails MHD</p> <ul style="list-style-type: none"> TRACK TRAIL <p>Transmission Lines</p> <ul style="list-style-type: none"> PIPELINE POWERLINE TRAIN |
|---|---|---|--|

21E Resource Priority Map
 Sunoco Station
 88-90 South Maple Street
 Westfield, MA

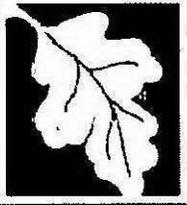
Date: March 12, 2007
 CEA Project No.: 5795-05



Figure 3

EXHIBIT D

AUL Opinion Form BWSC-113



ACTIVITY & USE LIMITATION (AUL) OPINION FORM

Pursuant to 310 CMR 40.1056 & 40.1070 - 40.1084 (Subpart J)

Release Tracking Number

1 - 15718

A. DISPOSAL SITE LOCATION:

1. Disposal Site Name: **NO LOCATION AID**

2. Street Address: **88-90 MAPLE ST**

3. City/Town: **WESTFIELD**

4. ZIP Code:



B. THIS FORM IS BEING USED TO: (check one)

- 1. Provide the LSP Opinion for a **Notice of Activity and Use Limitation**, pursuant to 310 CMR 40.1074.
- 2. Provide the LSP Opinion for an **Evaluation of Changes in Land Uses/Activities and/or Site Conditions after a Response Action Outcome Statement**, pursuant to 310 CMR 40.1080. Include BWSC113A as an attachment to BWSC113. Section A and C do not need to be completed.
- 3. Provide the LSP Opinion for an **Amended Notice of Activity and Use Limitation**, pursuant to 310 CMR 40.1081(4).
- 4. Provide the LSP Opinion for a **Partial Termination of a Notice of Activity and Use Limitation**, pursuant to 310 CMR 40.1083(3).
- 5. Provide the LSP Opinion for a **Termination of a Notice of Activity and Use Limitation**, pursuant to 310 CMR 40.1083(1)(d).
- 6. Provide the LSP Opinion for a **Grant of Environmental Restriction**, pursuant to 310 CMR 40.1071.
- 7. Provide the LSP Opinion for an **Amendment of a Grant of Environmental Restriction**, pursuant to 310 CMR 40.1081(3).
- 8. Provide the LSP Opinion for a **Partial Release of a Grant of Environmental Restriction**, pursuant to 310 CMR 40.1083(2).
- 9. Provide the LSP Opinion for a **Release of a Grant of Environmental Restriction**, pursuant to 310 CMR 40.1083(1)(c).
- 10. Provide the LSP Opinion for a **Confirmatory Activity and Use Limitation**, pursuant to 310 CMR 40.1085(4).

(Unless otherwise noted above, all sections of this form (BWSC113A) must be completely filled out, printed, stamped, signed with black ink and attached as an exhibit to the AUL Document to be recorded and/or registered with the Registry of Deeds and/or Land Registration Office.)

C. AUL INFORMATION:

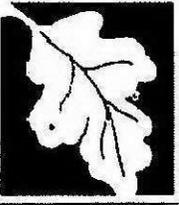
1. Is the address of the property subject to AUL different from the disposal site address listed above?

a. No b. Yes If yes, then fill out address section below.

2. Street Address:

3. City/Town:

4. ZIP Code:



ACTIVITY & USE LIMITATION (AUL) OPINION FORM

Pursuant to 310 CMR 40.1056 & 40.1070 - 40.1084 (Subpart J)

Release Tracking Number

1 - 15718

D. LSP SIGNATURE AND STAMP:

I attest under the pains and penalties of perjury that I have personally examined and am familiar with this transmittal form, including any and all documents accompanying this submittal. In my professional opinion and judgment based upon application of (i) the standard of care in 309 CMR 4.02(1), (ii) the applicable provisions of 309 CMR 4.02(2) and (3), and 309 CMR 4.03(2), and (iii) the provisions of 309 CMR 4.03(3), to the best of my knowledge, information and belief,

> if Section B indicates that a **Notice of Activity and Use Limitation** is being registered and/or recorded, the Activity and Use Limitation that is the subject of this submittal (i) is being provided in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (ii) complies with 310 CMR 40.1074;

> if Section B indicates that an **Evaluation of Changes in Land Uses/Activities and/or Site Conditions after a Response Action Outcome Statement** is being submitted, this evaluation was developed in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (ii) complies with 310 CMR 40.1080;

> if Section B indicates that an **Amended Notice of Activity and Use Limitation or Amendment to a Grant of Environmental Restriction** is being registered and/or recorded, the Activity and Use Limitation that is the subject of this submittal (i) is being provided in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (ii) complies with 40.1081;

> if Section B indicates that a **Termination or a Partial Termination of a Notice of Activity and Use Limitation, or a Release or Partial Release of a Grant of Environmental Restriction** is being registered and/or recorded, the Activity and Use Limitation that is the subject of this submittal (i) is being provided in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (ii) complies with 310 CMR 40.1083;

> if Section B indicates that a **Grant of Environmental Restriction** is being registered and/or recorded, the Activity and Use Limitation that is the subject of this submittal (i) is being provided in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (ii) complies with 310 CMR 40.1071;

> if Section B indicates that a **Confirmatory Activity and Use Limitation** is being registered and/or recorded, the Activity and Use Limitation that is the subject of this submittal (i) is being provided in accordance with the applicable provisions of M.G.L. c. 21E and 310 CMR 40.0000 and (ii) complies with 310 CMR 40.1085(4);

I am aware that significant penalties may result, including, but not limited to, possible fines and imprisonment, if I submit information which I know to be false, inaccurate or materially incomplete.

1. LSP #: 3978

2. First Name: SCOTT E

3. Last Name: VANDERSEA

4. Telephone: 5088358822

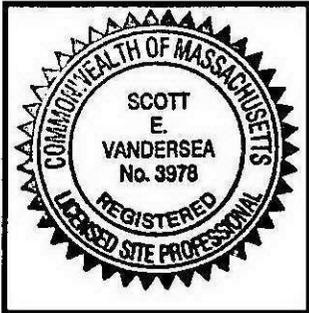
5. Ext.:

6. FAX:

7. Signature: *Scott E Vandersea*

8. Date: 3/3/08
mm/dd/yyyy

9. LSP Stamp:



Scott e Vander sea LSP

Corporate Environmental Advisors Inc

127 Hartwell St

West Boylston, MA 01583

