

## ENVIRONMENTAL COVENANT

This is an environmental covenant executed pursuant to the Uniform Environmental Covenants Act, West Virginia Code Chapter 22, Article 22B, to restrict the activities on, and uses of, the following described property:

A portion of that certain property described in a deed of record in the office of the Clerk of the County Commission of Pleasants County in Deed Book 222, Page 534, and located at 201 Barkwill Street, St. Marys, West Virginia 26170; specifically the site identified as the Northern Refinery portion, approximately 21 acres of Ohio River alluvial bottomland described on the attached survey (map) [Attachment 1] and state plane coordinate points [Attachment 2], hereinafter the "Northern Refinery".

Activities on and uses of the above described property that may result in excessive human exposure or in the release of a contaminant that was contained as part of the remedial action related to this covenant are prohibited. Those activities and uses include, but are not limited to:

- Residential Land Use - Uses of the property for any purpose other than as nonresidential property as defined by the West Virginia Voluntary Remediation and Redevelopment Act (West Virginia Code § 22-22-2(q)).
- Groundwater Extraction - Extraction of groundwater at the site for any use except for ground water monitoring and/or remediation.
- Excavation, drilling or penetration unless such excavation, drilling or penetration is conducted by a contractor who is qualified and knowledgeable about releases and exposures to contaminants known to exist at the site. The contractor will be required to perform the work in accordance with a Soils Management Plan (SMP) approved by USEPA, and which will include a site specific Health and Safety Plan, Sampling and Analysis Plan, and Quality Assurance Project Plan. The SMP will detail how all excavated soils will be handled and disposed, and will include soil stabilization requirements to minimize contact between storm water runoff and soils. The Owner shall provide written notice to USEPA and the Secretary of the Department of Environmental Protection of the intent to conduct such work.

The current owners of record of the property, and their contact information, are:

St. Marys Refining Company

c/o Plant/Facility Manager  
201 Barkwill Street  
St. Marys, WV 26170

Stacy E. Morgan  
PLEASANTS County 01:44:49 PM  
Instrument No 605970  
Date Recorded 10/09/2013  
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Pages Recorded 7  
Book-Page 5-428  
Recording Fee \$7.00  
Additional \$6.00

c/o John D. Heater, President  
St. Marys Refining Company  
915 Riverside Drive  
Gassaway, WV 26624

Any person, including a person that owns an interest in the real property, the state or federal agency determining or approving the environmental response project pursuant to which an environmental covenant is created, or a municipality or other unit of local government may be a holder of an environmental covenant. The following are all of the holders of this covenant:

St. Marys Refining Company  
201 Barkwill Street  
St. Marys, WV, 26170

City of St. Marys  
418 Second Street  
St. Marys, WV 26170

Each of the following entities is an "Agency" within the meaning of the Uniform Environmental Covenants Act §22-22B-2(2):

U. S. Environmental Protection Agency  
1650 Arch Street (3LC20)  
Philadelphia, PA 19103-2029

West Virginia Department of Environmental Protection  
Division of Land Restoration  
601 57<sup>th</sup> Street  
Charleston, WV 25301

The facts regarding the remediation response project at this property are:

In April 1997, USEPA and St Marys Refining Company (SMRC) entered into an Administration Order on Consent under Section 7003 of RCRA requiring SMRC to take certain interim remedial actions and conduct a RCRA Facility Investigation (RFI) to characterize the extent of soil and groundwater contamination at the Facility and to evaluate remedy options. In June 2003, SMRC submitted an RFI report, approved by EPA August 2005, identifying contaminants of concern, Solid Waste Management Units and Areas of Concern.

Groundwater was remediated utilizing

- Soil Vapor Extraction
- Direct dual phase recovery of Light Non-Aqueous Phase Liquids
- Source Removal via Soil Vapor Extraction/Bioventing.
- Natural Attenuation demonstration

In January, 2012, USEPA issued its Final Decision finding that the Owner of the property should limit use of the property as set forth above, and conduct ground water monitoring activities in accordance with an EPA-approved Groundwater Sampling and Analysis Plan (SAP).

The Site exhibits certain concentrations of petroleum-related compounds in soil (Benzene, Toluene, Ethyl Benzene, Xylenes, Naphthalene, 1,2,4 Trimethylbenzene, 1,3,5

Trimethylbenzene), and arsenic. The environmental covenant provided herein will allow for a risk-based closure of soils.

The owner(s) of the property shall provide written notice to all holders and to USEPA and the Secretary of the Department of Environmental Protection within 10 days following transfer of a specified interest in the property subject to this covenant, changes in use of the property, application for building permits regarding the property, or proposals for any site work affecting the contamination on the property.

The owner(s) shall conduct inspections of the property to monitor compliance with this Environmental Covenant at least one time per year, and shall submit two (2) signed copies of the inspection monitoring report to the USEPA and WVDEP, DLR headquarters in Charleston, within thirty (30) days of the inspection.

This covenant shall not be amended, modified or terminated except by written instrument executed in accordance with W. Va. Code § 22-22B-10, by and between the Owner at the time of the proposed amendment, modification or termination, the USEPA and the Secretary of the West Virginia Department of Environmental Protection, and the holders of this covenant. Within five (5) days of executing an amendment, modification or termination of this Environmental Covenant, the Owner shall record such amendment, modification or termination with the Clerk of the County Commission, and within five (5) days thereafter, the Owner shall provide a true copy of the recorded amendment, modification or termination to the Secretary of the Department of Environmental Protection.

The administrative record for the environmental response project reflected in this covenant is maintained in **the United States Environmental Protection Agency, 1650 Arch Street, Philadelphia, PA 19103-2029** and is entitled

**St. Marys Refining Company (SMRC) – St. Marys WV  
RCRA ID #: WVD004337135**

The Agencies are hereby granted full right of access to the property for the purpose of implementation or enforcement of this covenant.

All restrictions and other requirements described in this covenant shall run with the land and shall be binding upon all holders and their grantees, lessees, authorized agents, employees or persons acting under their direction or control.

The following entities have executed this covenant as an "Agency" on the date indicated:

Signed: West Virginia Department of Environmental Protection

by Patricia A. Hickman

10-7-13

~~Ken Ellison, Director, Division of Land Restoration~~

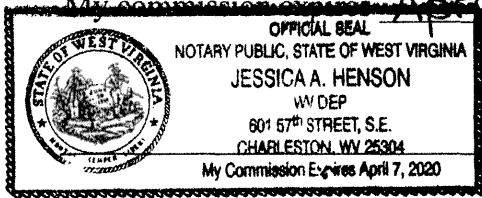
Date:

PATRICIA A. HICKMAN, INTERIM DIRECTOR

I, Jessica Henson, a Notary Public in and for the County of Kanawha, State of West Virginia do hereby certify that Patricia Hickman, the agency whose representative's name is signed above, this day executed this document in my presence or this day acknowledged same to be said agency's true act and deed.

Given under my hand this the 7<sup>th</sup> day of October, 2013.

My commission expires April 7, 2020



Jessica A. Henson  
Notary Public

Signed: United States Environmental Protection Agency

by John A. Arnstead  
(title) Director

7.18.13

Date:

I, Patricia J. Schwenke, a Notary Public in and for the County of Philadelphia, State of Pennsylvania, do hereby certify that John A. Arnstead, the agency whose representative's name is signed above, this day executed this document in my presence or this day acknowledged same to be said agency's true act and deed.

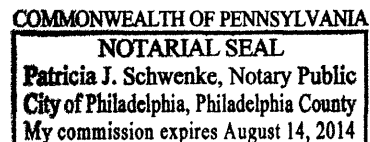
Given under my hand this the 18<sup>th</sup> day of July, 2013.

My commission expires August 14, 2014

Patricia J. Schwenke  
Notary Public

The Clerk will return the recorded document to:

Mr. Ken Ellison, Director  
WVDEP, DLR  
601 57<sup>th</sup> Street  
Charleston, West Virginia 25304



This document was prepared by:  
Barbara Little, Esq.  
Jackson Kelly PLLC  
P.O. Box 553  
Charleston, WV 25322

IN WITNESS WHEREOF, the following holder has executed this covenant on the date indicated.

SIGNED: St. Marys Refining Company

John D Heater  
John D. Heater, President

7-8-13

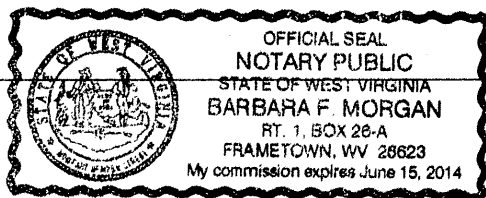
Date

I, BARBARA MORGAN, a Notary Public in and for the County of Braxton, State of West Virginia, do hereby certify that John D Heater, the holder whose name is signed above, this day executed this document in my presence or this day acknowledged same to be said holder(s) true act and deed.

Given under my hand this the 8<sup>th</sup> day of July, 2013.

My commission expires June 15, 2014

Barbara F Morgan  
Notary Public



SIGNED: City of St. Marys

L. Paul Ingram  
L. Paul Ingram, Mayor

9/30/13

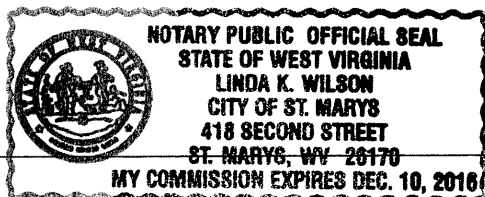
Date

I, LINDA K. WILSON, a Notary Public in and for the County of Pleasants, State of West Virginia, do hereby certify that L. Paul Ingram, the holder whose name is signed above, this day executed this document in my presence or this day acknowledged same to be said holder(s) true act and deed.

Given under my hand this the 30<sup>th</sup> day of September, 2013.

My commission expires December 10, 2016

Linda K. Wilson  
Notary Public



**MOODY LAND SURVEYING, LLC**  
ST. MARYS, WV (304)-665-7044

LINE	BEARING	DISTANCE
L1	S 51°04'47" W	611.3
L2	S 71°20'32" W	503.41
L3	N 68°40'44" W	38.25
L4	S 80°41'55" W	535.57
L5	N 51°29'50" W	33.89
L6	N 59°15'45" E	731.9
L7	N 55°30'52" E	113.8
L8	N 55°30'52" E	113.8
L9	N 48°50'21" E	133.55
L10	N 48°49'14" E	76.38
L11	N 21°49'57" E	57.74
L12	N 36°48'05" E	117.88
L13	N 36°48'05" E	117.88
L14	N 35°11'07" E	150.12
L15	N 37°26'46" E	12.66
L16	N 65°20'49" E	130.58
L17	N 60°05'25" E	71.87
L18	N 25°11'05" E	91.51
L19	N 42°25'10" E	94.78
L20	N 28°08'29" E	100.15
L21	S 51°29'54" E	693.19
L22	N 26°37'58" E	87.23
L23	S 37°42'08" W	44.27
L24	S 30°57'48" E	50.01
L25	S 47°09'39" E	95.98
L26	S 39°27'49" W	264.49
L27	S 51°37'59" E	67.00
L28	S 47°10'09" E	100.06
L29	S 61°47'11" E	51.08
L30	N 34°16'59" E	75.78
L31	S 35°30'56" E	48.71
L32	S 47°10'09" E	25.04
L33	S 47°10'09" E	25.04
L34	S 47°10'09" E	25.04
L35	S 47°10'09" E	25.04
L36	S 47°10'09" E	25.04
L37	S 47°10'09" E	25.04
L38	S 47°10'09" E	25.04
L39	S 47°10'09" E	25.04
L40	S 47°10'09" E	25.04

**LEGEND**

- ◆ DRILL HOLE IN CONCRETE
- 5/8" REBAR SET
- POINT
- △ IRON ROD
- ▲ PLUS & TAC IN CONCRETE FOUND
- HARBOR SPRING FOUND
- IRON ROD/REBAR FOUND
- ▲ SPIKE NAIL SET
- ▲ PK NAIL FOUND
- SURVEYED LINE
- NOT SURVEYED LINE (1/2)

POINTS 16-37, 1-3 ARE POINTS FOUND OR RECALCULATED BASED ON THE MARK HORNSHALL PROFESSIONAL SURVEY OF 6/19/1941. ALL HORNHALL REBAR FOUND ARE 5/8".

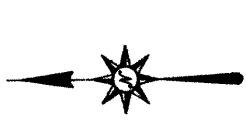
POINT 16 WAS CALCULATED FROM HORNSHALL REBAR AT 19 & 20

LINE 17-18 WAS DETERMINED BY INVERTING FROM THE EXISTING 3/4" RT. CALCULATED LOCATION OF 16

ST. MARYS REFINING COMPANY  
PART OF TM 1-298  
DB 222/684  
22.695 ACRES

ST. MARYS REFINING CO. & LEMMA MCGALLEY ET AL.  
DB 222/354

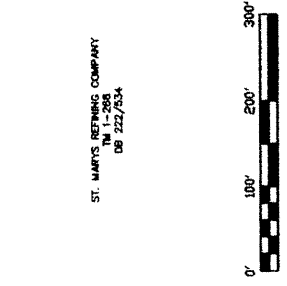
ST. MARYS REFINING COMPANY  
DB 222/634



BEARINGS BASED ON WV STATE PLANE NORTH NAD 83

**COORDINATE LIST**

1	327028.29251	1487202.85280
2	327028.29251	1487202.85280
3	327028.29251	1487202.85280
4	327028.29251	1487202.85280
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33	327028.29251	1487202.85280
34	327028.29251	1487202.85280
35	327028.29251	1487202.85280
36	327028.29251	1487202.85280
37	327028.29251	1487202.85280



WV 2020  
NO. 2020  
STATE OF WEST VIRGINIA  
E. MOODY  
PROFESSIONAL SURVEYOR

SCALE 1" = 100'  
SUBMITTED FOR ST. MARYS REFINING COMPANY DATE 10/07/11  
SUBMITTER N/A JOB # 11-024  
ABSTRACT ST. MARYS TAX MAP - 1. PARCELS 201, closed city, & part of closed street  
CORPORATION ST. MARYS COUNTY, WEST VIRGINIA  
BY P. S. & B. ROODY (PRESIDENTS OF SURVEYORS)

WV STATE ROUTE # 2  
PROJECT S337-2-9-63 02  
POINTS 7-17 ARE WITH RT. 3/4" W  
ALL REBAR FOUND WERE 3/4"

ATTACHMENT 2

1	327538.59351	1487212.06501
2	327500.18808	1487164.50308
3	327238.36691	1486389.10287
4	327168.00722	1486018.66681
5	327171.31601	1485923.19220
6	327084.73601	1485394.5679
7	327105.75953	1485367.98204
8	327169.60186	1485403.77817
9	327218.39311	1485467.37832
10	327227.17024	1485460.42039
11	327319.02019	1485565.48418
12	327369.30811	1485622.96898
13	327422.91082	1485644.44378
14	327541.31781	1485733.02786
15	327628.39605	1485807.55101
16	327735.45298	1485894.81255
17	327742.23389	1485905.50282
18	327802.64627	1486043.43251
19	327888.43329	1486192.36163
20	327935.54813	1486263.60785
21	328063.05779	1486437.09457
22	328132.51934	1486501.57304
23	328211.28436	1486563.42482
24	328155.76017	1486633.22393
25	328225.70621	1486685.29592
26	328046.88389	1486903.67868
27	328011.13205	1486874.30945
28	327979.40661	1486912.97385
29	327911.42611	1486986.28586
30	327691.78782	1486805.47219
31	327679.77216	1486827.96383
32	327894.40503	1487004.64640
33	327826.38081	1487078.02697
34	327631.80491	1486917.73152
35	327607.65408	1486962.74711
36	327714.90081	1487051.01825
37	327594.52208	1487172.15691

LAST PAGE