

February 21, 2008

R. Timothy Weston
D 717.231.4504
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Martin R. Siegel,
Assistant Counsel
Southcentral Regional Office
Pennsylvania Department of Environmental
Protection
909 Elmerton Avenue
Harrisburg, PA 17110

Mark J. Klaiber,
Associate General Counsel
The Manitowoc Company, Inc.
2400 South 44th Street
Manitowoc, WI 54221-0066

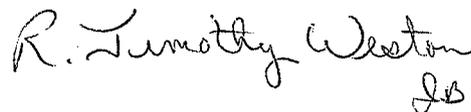
Re: Grove U.S. LLC, Facility ID No. 28-00744,
Antrim Township, Franklin County

Gentlemen:

Enclosed please find a copy of the Declaration of Restrictive Covenants in the above matter, along with the recording certification issued by the Franklin County, Pennsylvania Recorder of Deeds.

Please contact me if you have any questions.

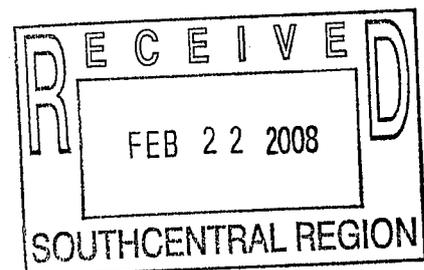
Sincerely,



R. Timothy Weston

Enclosure

cc: Steve Snyder, P.G., SAIC
Charles J. Carbaugh III
Ms. Cherie M. Campbell



Franklin County Register And Recorder

Linda Miller

Courthouse 157 Lincoln Way East

Chambersburg, PA 17201

Phone: (717) 261-3872

2008-002445

Instrument Number: 2008-002445

Instrument Type: DECLARATION

Record Date: 2/07/2008

Record Time: 12:20:23

Receipt No.: 280216

Receipt Distribution

Fee/Tax Description	Payment Amount
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DECLARATION	21.00
DECLARATION - WRIT	.50
CO IMPROVEMENT FND	2.00
REC. IMPRVMT FUND	3.00

Check# 6188 \$26.50

Total Received..... \$26.50

Paid By Remarks: GROVE US\GROVE US SBW
KIRPATRICK & LOCKHART

I hereby CERTIFY that this document is
recorded in the Recorder's Office of
Franklin County, Pennsylvania



Linda Miller

Linda Miller
Recorder of Deeds

Certification Page

DO NOT DETACH

This page is now part of this legal document.

NOTE: Some information subject to change during the verification process and may not be reflected on this page.

When recorded return to:

R. Timothy Weston
Kirkpatrick & Lockhart Preston Gates Ellis LLP
17 North Second Street, 18th Floor
Harrisburg, PA 17101
(717) 231-4504

DECLARATION OF RESTRICTIVE COVENANTS

This Declaration of Restrictive Covenants (“**Declaration**”) is made and entered into as of the 19th day of December, 2007, by GROVE U.S. LLC, a Delaware limited liability company (the “**Declarant**”).

Background and Premises:

This Declaration is based upon the following background and premises:

A. Declarant owns certain lands located in or near the village of Shady Grove, Franklin County, Pennsylvania having an address of 1565 Buchanan Trail East, Shady Grove, PA 17256-0021, as more particularly described in the Special Warranty Deed from Kidde Industries, Inc. to Grove U.S. LLC dated April 24, 1998 (the “**Deed**”), recorded in the Franklin County Office of Recorder of Deeds, Volume 1377, Pages 0513 to 0537 (the “**Property**”).

B. The following restrictive covenants are intended to reflect and implement institutional and engineering controls associated with remedial actions undertaken on the Property pursuant to the Pennsylvania Land Recycling and Environmental Remediation Standards Act, Act of May 19, 1995, P.L. 4, 35 P.S. §§ 6026.101-6026.908 (“**Land Recycling Act**”) and corrective action regulations promulgated pursuant to the Pennsylvania Storage Tank and Spill Prevention Act, Act of July 6, 1989, P.L. 169, No. 32, 35 P.S. §§ 6021.101-6021.2104 (“**Storage Tank Act**”). The administrative record for the remedial actions reflected in these environmental covenants is on file with the Southcentral Regional Office of the Pennsylvania Department of Environmental Protection (“PADEP”) under the following Land Recycling Act case number: PADEP Facility ID No. 28-00744.

C. Pursuant to the Land Recycling Act and Storage Tank Act, Declarant has undertaken investigation and remedial actions with respect to an historic release of unleaded gasoline, which has resulted in residual gasoline constituent contamination present in

groundwater under the Property. Declarant submitted to PADEP a *Remedial Action Completion Report for Grove U.S., LLC*, prepared by Science Applications International Corporation dated April 2007 (the "**Completion Report**"), which indicates the presence of residual gasoline constituent concentrations in groundwater under certain portions of the Property, consisting of that area depicted in the map attached hereto as **Exhibit A** (the "**Affected Property**"), which Affected Property is contained within Premises Nos. 1, 10 and 13 as described in the Deed.

D. Subject to the implementation of institutional controls to restrict the utilization of such affected groundwater, PaDEP has determined that Declarant has demonstrated attainment of the statewide health standard for such gasoline constituents established under the Land Recycling Act, and PaDEP approved the Completion Report by letter dated May 15, 2007, which is attached hereto as **Exhibit A**.

Restrictive Covenants.

Declarant hereby imposes the following restrictive covenants on the Affected Property (the "Restrictive Covenants"), which shall be covenants running with the land binding upon the Declarant and any future owners of the Affected Property, the tenants or licensees of any portion of the Affected Property, and their respective authorized agents, successors, assigns, employees or persons acting under their direction or control, for the purposes of protecting public health and welfare and the environment:

1. ***Use of Groundwater.*** Declarant and its successors and assigns shall not, and shall not allow any other person to, drill any well for withdrawal purposes or make any use of the groundwater located beneath the area of the Affected Property for potable, domestic or agricultural water supply purposes, unless such well or withdrawal and use is approved in writing by Pennsylvania Department of Environmental Protection.

2. ***Notice of Conveyance of Property Interests.*** Declarant shall provide notice to PaDEP not less than five (5) days prior to the conveyance of any interest in the Property or any portion thereof. Such notice shall be given as provided in Paragraph 8.

3. ***Covenants Running With Land.*** The Restrictive Covenants described in this Declaration shall run with the land, and shall be binding upon a successor owners, lessees, and

assigns of the Affected Property. Each person who takes fee title to the Property or any portion thereof shall assume the obligations of the Declarant hereunder with respect to the portion of the Property acquired. The Declarant and each successive owner shall be released from any obligations under these Restrictive Covenants incurred after conveyance of all of such person's title to the Property, provided that notice is given to EPA and PaDEP as required under Paragraph 2 of this Declaration.

4. ***Parties Authorized to Enforce.*** Declarant acknowledges and agrees that (i) Grove U.S. LLC shall be holder of this Declaration ("Holder"), and (ii) both Holder and PaDEP shall each be beneficiaries of this Declaration and shall have the right to enforce the Restrictive Covenants set forth in this Declaration by legal action in any court of appropriate jurisdiction.

5. ***Uniform Environmental Covenants Act.*** Each of the restrictive covenants set forth in Paragraphs 1 through 4 above shall be considered an environmental covenant executed pursuant to Uniform Environmental Covenants Act, 27 Pa.C.S. §§6501-6517.

6. ***Modification and Termination of Restrictive Covenants.*** These Restrictive Covenants may not be amended, modified or terminated except by a written instrument executed by the Holder and the designee of the Secretary of the Pennsylvania Department of Environmental Protection (or any successor agency to PaDEP).

7. ***Declarant Rights.*** Declarant, for itself and its successors and assigns, does hereby represent and warrant that the undersigned persons, as officers of Declarant, have the right to execute and impose the Restrictive Covenants set forth herein.

8. ***Notices.*** In the event that notice is required in connection with this Declaration, it shall be provided as follows:

For Declarant:

General Manager
Grove U.S. LLC
1565 Buchanan Trail East
Shady Grove, PA 17256-0021
Phone: (717) 597-8121
Fax: (717) 593-5001

With copies to:

R. Timothy Weston
Kirkpatrick & Lockhart Preston Gates Ellis LLP
17 North Second Street, 18th Floor
Harrisburg, PA 17101
Phone: (717) 231-4504
Fax: (717) 231-4501

The Manitowoc Company, Inc.
Attn: Legal Department
2400 South 44th Street
Manitowoc, WI 54221-0066
Phone: (920) 652-1768
Fax: (920) 652-9777

For PaDEP:

Program Manager, Environmental Cleanup Program
Southcentral Regional Office
Pennsylvania Department of Environmental Protection
909 Elmerton Avenue
Harrisburg, PA 17110
Phone: (717) 705-4705
Fax: (717) 705-4830

All notices, and other communications given or made pursuant to this Declaration, shall be in writing and shall be deemed to have been duly given or made (a) the second day after mailing, if sent by certified mail, return receipt requested; (b) upon delivery, if sent by hand delivery; (c) when received, if sent by prepaid overnight carrier, with a record of receipt; or (d) the day of transmittal, if sent by facsimile (with a copy simultaneously sent by certified mail, return receipt requested), to the addresses set forth above. Any entity may change the address to which notice to it, or copies thereof, shall be addressed, by giving notice to the other entities in conformity with this section.

9. ***Governing Law.*** This Declaration shall be governed by the laws of the Commonwealth of Pennsylvania, excluding its rules relating to conflicts of laws.

10. ***Severability.*** In the event that any provision of this Declaration shall be construed as or declared to be invalid, unenforceable, or unconstitutional then such invalidity,

unenforceability or unconstitutionality shall not affect the remaining provisions of this Declaration and the remaining provisions shall be given full force and effect as if the invalid, unenforceable or unconstitutional provision did not exist.

11. *Execution in Counterparts.* This Declaration may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute but one and the same instrument.

GROVE U.S. LLC, as Declarant and Holder

Date: Dec 19, 2007

By: _____

Name: Maurice D. Jones

Title: Vice President and Secretary

**Accepted by COMMONWEALTH OF
PENNSYLVANIA, DEPARTMENT OF
ENVIRONMENTAL PROTECTION**

Date: 1/31/08

By: _____

Name: John F. Krueger

Title: ECP Manager

Approved as to form and legality:

By: _____

Name: MARTIN SIEGEL

Title: Assistant Counsel, Department of Environmental Protection

List of Exhibits

Exhibit "A" – Map of Affected Property

Exhibit "B" – PaDEP Approval Letter

STATE OF WISCONSIN)
)
COUNTY OF MANITOWOC)

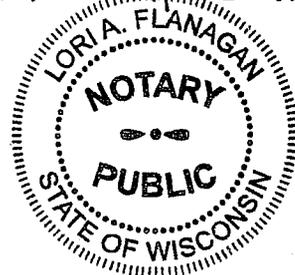
SS:

On this 19th day of December 2007, before me, the undersigned officer, personally appeared Maurice D. Jones, who acknowledged himself to be the Vice President and Secretary of Grove U.S. LLC, a Delaware limited liability company, and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by himself as Vice President and Secretary of the limited liability company.

In Witness Whereof, I hereunto set my hand and official seal.

Loria A. Flanagan
Notary Public

My commission expires 2-1-09



COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF DAUPHIN)

SS:

On this 31st day of JANUARY 2008^{see} before me, the undersigned officer, personally appeared JOHN F. KRUEGER, who acknowledged himself/herself to be the ECP MANAGER of the Commonwealth of Pennsylvania Department of Environmental Protection, a department of the Commonwealth of Pennsylvania, and that he/she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the Department by himself/herself as such officer of the Department.

In Witness Whereof, I hereunto set my hand and official seal.

George S. Charney
Notary Public

My Commission Expires:

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
GEORGE S. CHARNEY, Notary Public
City of Harrisburg, Dauphin County
My Commission Expires May 25, 2009

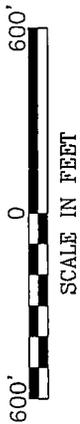
Exhibit "A"

LEGEND

- MW-1 MONITORING WELL LOCATION AND DESIGNATION
- ⊕ P-1 PRODUCTION WELL LOCATION AND DESIGNATION
- ▨ AFFECTED PROPERTY

SURVEY NOTES

• Boundary line information for Grove is not depicted as per a field survey but from deeds and plans of record provided by Grove. Additional site information taken from Royer and Associates base map, September 3, 1992.



GROVE U.S. L.L.C.
SHADY GROVE, PA

AFFECTED PROPERTY

drawn: RAM	checked	approved	figure no.
date: 07/09/07	date		1
job no.: 01-1655-00-0021-000	file no.: 0021-001.dwg		

SAL
From Science to Solutions

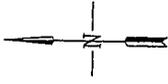
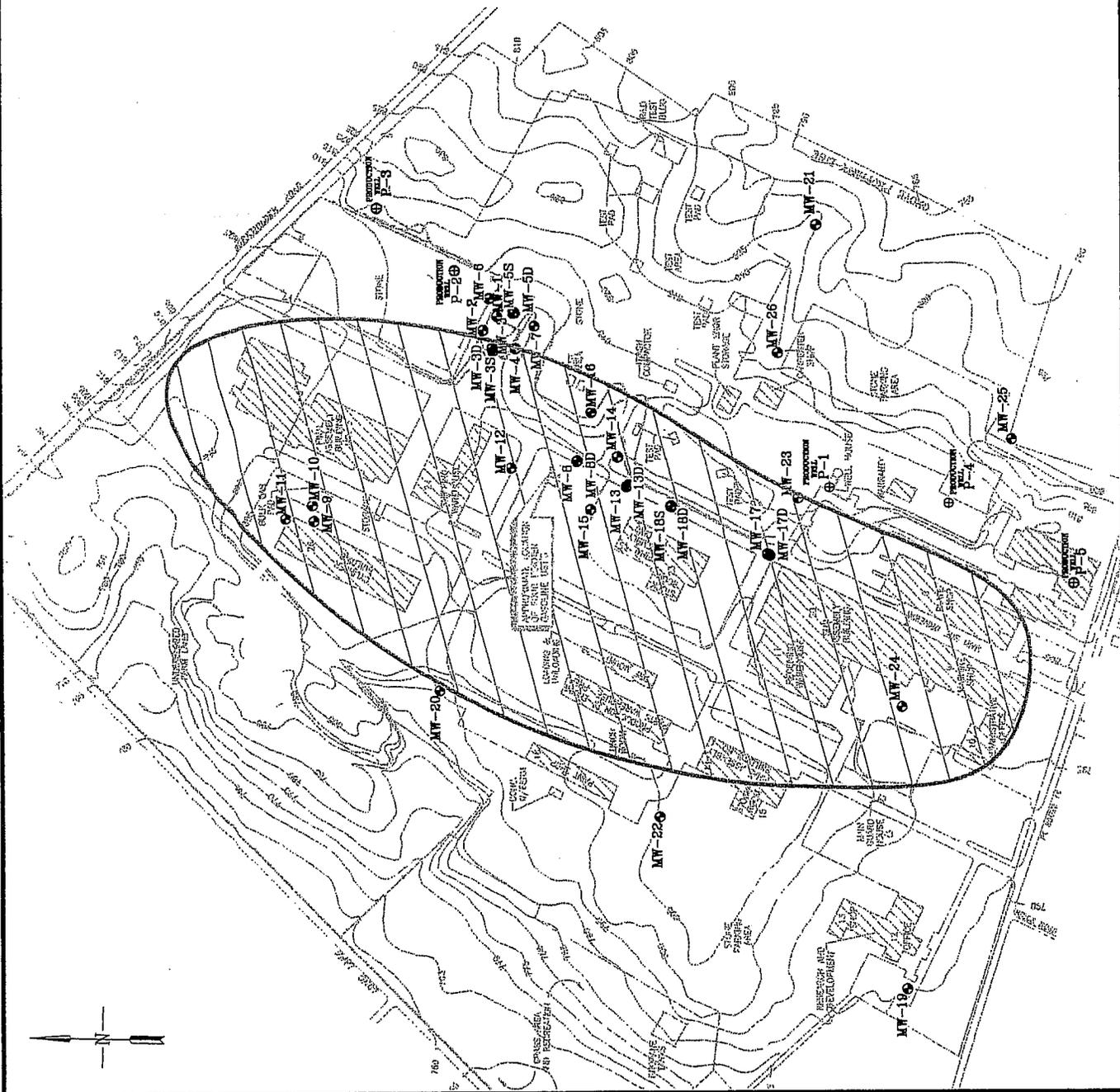


Exhibit "B"



Pennsylvania Department of Environmental Protection

909 Elmerton Avenue
Harrisburg, PA 17110-8200
May 15, 2007

Southcentral Regional Office

717-705-4705
FAX - 717-705-4830

Mr. Charles J. Carbaugh III
Safety and Health Representative
Grove U.S., LLC
1565 Buchanan Trail East
PO Box 21
Shady Grove, PA 17256-0021

Re: Storage Tank Program
Remedial Action Completion
Grove U.S., LLC
Facility ID No. 28-00744
Antrim Township, Franklin County

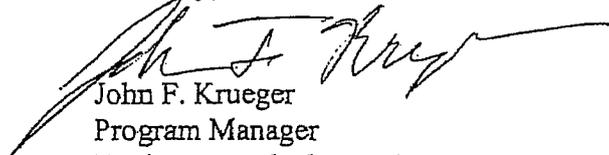
Dear Mr. Carbaugh:

The Department has received and reviewed documentation detailing the outcome of remedial actions taken subsequent to a release of regulated substances from the above-referenced facility. Your release was confirmed on November 1993. Your written submission, dated April 2007, identifies each of the specific regulated substances involved in your release and subsequent cleanup.

Our review confirms you have attained your selected cleanup standard for each of the identified regulated substances. Specifically, you have demonstrated attainment of the Statewide Health Standard for the unleaded gasoline constituents in groundwater associated with the historic release. At this time, no additional confirmed releases from the operating tank system have been identified. You have also complied with the procedural requirements of the Department's Corrective Action Regulations as promulgated under the Pennsylvania Storage Tank and Spill Prevention Act. The relief of liability for attaining this cleanup standard is set forth in Chapter 5 of the Land Recycling and Environmental Remediation Standards Act of 1995.

Thank you for your cooperation in working with the Department in the remediation of this site. If you need additional information or have any questions, please call Ms. Cherie Campbell at 717-705-4848.

Sincerely,



John F. Krueger
Program Manager
Environmental Cleanup Program

cc: Stephen M. Snyder, SAIC
Antrim Township
James Miceli, USTIF

