RECORDED 02/19/2016 11:23:07 AM RECORDER OF DEEDS LEHIGH COUNTY PENNSYLVANIA Inst Num: 2016004457

When recorded, return to: Prior Coated Metals, Inc. 2233 26th Street SW Allentown, PA 18103

The County Parcel Identification No. of the Property is: Block 5, Lot 8 and APN No. 549597863155 – 1 GRANTOR: Prior Coated Metals, Inc. PROPERTY ADDRESS: 2233 26th Street, Allentown, PA 18103

ENVIRONMENTAL COVENANT

This Environmental Covenant is executed pursuant to the Pennsylvania Uniform Environmental Covenants Act, Act No. 68 of 2007, 27 Pa. C.S. §§ 6501 - 6517 (UECA). This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. As indicated later in this document, this Environmental Covenant has been approved by the Pennsylvania Department of Environmental Protection (Department).

1. <u>Property affected</u>. The property affected (Property) by this Environmental Covenant is located in the City of Allentown, Lehigh County.

The latitude and longitude of the center of the Property is: 40.567219 latitude and - 75.477287 longitude.

The Property has been known by the following name(s): Prior Coated Metals Facility USEPA ID # PAD056602923; DEP Primary Facility ID# 738073.

Descriptions of the approximate extent of soil and groundwater impacts are attached to this Environmental Covenant as Exhibit A. A map of the Property is attached to this Environmental Covenant as Exhibit B. Maps of the Property illustrating the approximate extent of groundwater and soil impacts are attached to this Environmental Covenant as Exhibits C-1 and C-2, respectively.

2. <u>Property Owner / GRANTOR / GRANTEE</u>. Prior Coated Metals, Inc. is the owner of the Property and the GRANTOR and GRANTEE of this Environmental Covenant.

3. The mailing address of the owner is: 2233 26th Street SW, Allentown, PA 18103.

4. **Description of Contamination & Remedy**. As required by 27 Pa. C.S. § 6504(a)(3) and (a)(7) and as allowed by 27 Pa. C.S. § 6504(b)(6), this section provides a brief description of the contamination. Soil impacts were initially identified at several Resource Conservation and Recovery Act (RCRA) Solid Waste Management Units

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(SWMUs) as part of due diligence efforts. Additional sampling was conducted to delineate the extent of identified impacts. Concentrations of 1,2,4-trimethylbenzene 1,3,5-trimethylbenzene (1,3,5-TMB), ethylbenzene, toluene. (1,2,4-TMB), tetrachloroethene (PCE), trichloroethene (TCE), total xylenes, arsenic, and manganese were identified in soil above their respective Pennsylvania Department of Environmental Protection (PADEP) Residential and Non-Residential Medium Specific Concentrations (MSCs) prior to excavation activities at the septic tank. MSC exceedances were noted in the interior of the Paint Storage Room and outside the building adjacent to the Paint Storage Room and Coating Room. In addition, manganese was identified in soil above its PADEP Residential and Non-Residential MSCs at the aboveground storage tank (AST) and wastewater treatment area. Vertical delineation of identified MSC exceedances in soil in the interior of the Paint Storage Room and outside the building adjacent to the Paint Storage Room and Coating Room and at the AST and wastewater treatment areas have been achieved either in the overburden or extends to the top of bedrock, depending on location. Soil impacts extend off-site onto the adjacent former Weppco Associates property; however, the extent of these impacts on that parcel has been purchased by Prior Coated Metals, Inc. and is included under this covenant.

A septic tank was additionally identified outside the Paint Storage Room and was removed in March 2011. Visibly impacted soil was excavated to the extent practicable considerate of building stability and the proximity of the excavation to the site building. Post-excavation soil sampling identified 1,2,4-TMB, 1,3,5-TMB, ethylbenzene, naphthalene, toluene, PCE, TCE, and total xylenes in exceedance of PADEP Soil MSCs; however, these exceedances were subsequently delineated as part of the soil characterization activities described above. This area was backfilled with clean fill and re-graded following excavation activities.

Based on the results of the soil characterization activities, soil gas samples were collected. Toluene was identified in soil gas above its PADEP Residential and Non-Residential Soil Gas MSC at only one location in the Paint Storage Room. However, subsequent vapor intrusion assessment using the J&E model indicates no potential indoor air risk to the site building. Therefore, no additional vapor intrusion evaluation is necessary.

Results of groundwater monitoring and sampling performed at overburden and bedrock monitoring wells at the site indicate several exceedances of volatile organic compounds (VOCs) above their respective PADEP Groundwater MSCs. VOC exceedances include 1,1,1-trichloroethane 1,1,2-trichloeothane, (1,1,2-TCA), 1.1.2.2-(1,1,-TCA), tetrachloroethane (1,1,2,2-TCA), 1,1-dichloroethene (1,1-DCE), 1,2,4-trimethylbenzene (1,2,4-TMB), 1,3,5-trimethylbenzene (1,3,5-TMB), benzene, cis-1,2-dichloroethene (cis-1,2-DCE), tetrachloroethene (PCE), toluene, and trichloroethene (TCE). Groundwater impacts are vertically delineated at the source area outside the Paint Storage Room at bedrock monitoring well MW-6V. Groundwater impacts are horizontally delineated onsite and off-site on the adjacent Weppco Associates property. Bedrock monitoring wells MW-5. MW-10D and MW-12D, downgradient of the source area, plant northwest and north, did not detect VOCs above PADEP MSCs. A receptor evaluation was conducted and did not identify any potential receptors within 1,000 feet of the site, which is beyond the extent of identified groundwater impacts. Additionally, the City of Allentown requires all new construction to connect to public water, if available. Furthermore, a basement study was completed, the results of which identified no properties with basements within 1,000 feet downgradient of the site.

Based on the completed site characterization activities, attainment has been demonstrated under a combination of the Act 2 Statewide Health and Site-Specific Remediation Standards. The Site-Specific Remediation Standard has been attained for VOC exceedances in soil and groundwater via elimination of potential exposure pathways. Groundwater is not being used on or off-site, there are no surficial soil exceedances, and therefore no direct contact risk, and soil gas sampling and conservative vapor intrusion modeling has revealed that detected soil gas concentrations at the site are not a human health concern. The Statewide Health Remediation Standard has been attained for all detected parameters in soil and groundwater that do not exceed their respective PADEP MSC. Arsenic and manganese were identified in soil above their respective PADEP MSCs; however their detection in site soil can be attributed to naturally occurring conditions and this Act 2 liability protection is not being pursued for those compounds.

The approximate extents of groundwater and soil impacts are provided as Exhibits C-1 and C-2, respectively. In addition, records pertaining to the contamination and remedy are located or available through PADEP, Northeast Regional Office, 2 Public Square, Wilkes-Barre, PA 18701 and EPA, Region III, 1650 Arch Street, Philadelphia, PA 19103.

5. <u>Activity and Use Limitations</u>. The Property is subject to the following activity and use limitations, which the then current owner of the Property, and its tenants, agents, employees and other persons under its control, shall abide by:

(a) Any excavation or other intrusive activity that could result in contact with contaminated groundwater or soil within the extent of impacts (Exhibits C-1 and C-2) is prohibited unless supported by a site-specific health and safety plan.

(b) The owner shall prohibit the use of groundwater at the Property for drinking or agricultural purposes.

(c) The owner shall limit the property to non-residential use only within the extent of the groundwater impacts (Exhibit C-1) and soil impacts (Exhibit C-2).

6. <u>Notice of Limitations in Future Conveyances</u>. Each instrument hereafter conveying any interest in the Property subject to this Environmental Covenant shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.

7. <u>Compliance Reporting</u>. As requested by the Department and EPA, Prior Coated Metals, Inc. on behalf of the owner of the Property shall submit, to the

Department and the EPA written documentation stating whether or not the activity and use limitations in this Environmental Covenant are being abided by. In addition, within one month after any of the following events, Prior Coated Metals, Inc. on behalf of the then current owner of the Property shall submit to the Department and the EPA written documentation: noncompliance with the activity and use limitations in this Environmental Covenant; transfer of the Property; changes in use of the Property; or filing of applications for building permits for the Property and any proposals for any site work, if the building or proposed site work will affect the contamination on the Property subject to this Environmental Covenant.

8. <u>Access by the Department and by the EPA</u>. In addition to any rights already possessed by the Department and by the EPA, this Environmental Covenant grants to the Department and to the EPA a right of reasonable access of the Property in connection with implementation or enforcement of this Environmental Covenant.

9. <u>Recording and Notification of Recording</u>. Within 30 days after the date of the Department's approval of this Environmental Covenant, Prior Coated Metals, Inc. shall file this Environmental Covenant with the Recorder of Deeds for Lehigh County, and send a file-stamped copy of this Environmental Covenant to the Department within 90 days of the Department's approval of this Environmental Covenant. Within that time period, Prior Coated Metals, Inc. also shall send a file-stamped copy to each of the following: City of Allentown and Lehigh County; and the EPA.

10. Termination or Modification.

(a) This Environmental Covenant runs with the land unless terminated or modified in accordance with 27 Pa. C.S. §§ 6509 or 6510, or in accordance with this paragraph.

(b) This Environmental Covenant may be amended or terminated as to any portion of the Property that is acquired for use as state highway right-of-way by the Commonwealth provided that: (1) the Department waives the requirements for an environmental covenant and for conversion pursuant to 27 Pa. C.S. §6517 to the same extent that this Environmental Covenant is amended or terminated; (2) the Department determines that termination or modification of this Environmental Covenant will not adversely affect human health or the environment; and (3) the Department provides 30-days advance written notice to the current property owner, each holder, and, as practicable, each person that originally signed the Environmental Covenant or successors in interest to such persons.

(c) This Environmental Covenant shall terminate upon attainment, in accordance with 35 P.S. §§ 6026.101 - 6026.908, with an unrestricted use remediation standard for the above-described contamination at the Property. The Department must approve, in writing, of such termination.

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(d) In accordance with 27 Pa. C.S. § 6510(a)(3)(i), Grantor hereby waives the right to consent to any amendment or termination of the Environmental Covenant by consent; it being intended that any amendment to or termination of this Environmental Covenant by consent in accordance with this Paragraph requires only the following signatures on the instrument amending or terminating this Environmental Covenant: (i) the Holder at the time of such amendment or termination; (ii) the then current owner of the Property and (iii) the Department.

11. <u>EPA.</u>

- (a) <u>Notification</u>. The then current owner shall provide the EPA written notice of:
- the pendency of any proceeding that could lead to a foreclosure as referred to in 27 Pa. C.S. § 6509(a)(4), within seven calendar days of the owner's receiving notice of the pendency of such proceeding;
- (2) any judicial action referred to in 27 Pa. C.S. § 6509(a)(5), within seven calendar days of the owner's receiving notice of such judicial action;
- (3) any judicial action referred to in 27 Pa. C.S. § 6509(b), within seven calendar days of the owner's receiving notice of such judicial action; and
- (4) termination or amendment of this Environmental Covenant pursuant to 27 Pa. C.S. § 6510, within seven calendar days of the owner's becoming aware of such termination or amendment.

(b) <u>Enforcement</u>. A civil action for injunctive or other equitable relief for violating this Environmental Covenant may be maintained by the EPA.

12. **Department's and EPA's address**. Communications with the Department and the EPA regarding this Environmental Covenant shall be sent to:

Environmental Cleanup and Brownfields Program Manager PA DEP Northeast Regional Office 2 Public Square, Wilkes-Barre, Pennsylvania 18701

Mr. Grant Dufficy Land and Chemicals Division (3LC30) U.S. EPA Mid-Atlantic Region III 1650 Arch St., Philadelphia, PA 19103

13. <u>Severability</u>. The paragraphs of this Environmental Covenant shall be severable and should any part hereof be declared invalid or unenforceable, the remainder shall continue in full force and effect between the parties.

ACKNOWLEDGMENTS by Owner, in the following form:

Date:

JAN 28, 2016

Prior Coated Metals, Inc., Property Owner Name: CREEKEY CEMENANI Title: NP OPERATIONS By:

)) SS:

COMMONWEALTH OF PENNSYLVANIA

COUNTY OF LEHIGH

On this 28th January , 20<u>16</u>, before me, the day of undersigned officer, personally appeared <u>Gregory Gemquani</u> [Owner, Grantor] who acknowledged himself/herself to be the person whose name is subscribed to this Environmental Covenant, and acknowledged that s/he executed same for the purposes therein contained.

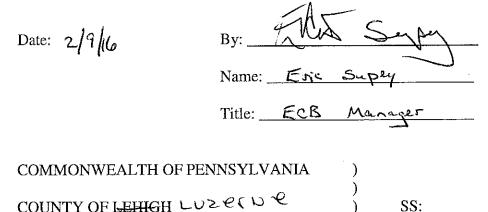
In witness whereof, I hereunto set my hand and official seal.

Marie K. alatzas

Notary Public

COMMONWEALTH OF PENNSYLVANIA

NOTARIAL SEAL Marie K. Alatzas, Notary Public City of Allentown, Lehigh County My Commission Expires May 26, 2019 MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES APPROVED, by Commonwealth of Pennsylvania, Department of Environmental Protection



COUNTY OF LEHIGH LUZE(い や

On this <u>94</u> day of <u>February</u>, 20<u>14</u>, before me, the undersigned officer, personally appeared <u>Exic Supry</u>, who acknowledged himself/herself to be the <u>ECB</u> Manager [Title] of the Commonwealth of Pennsylvania, Department of Environmental Protection, Northeast Region, whose name is subscribed to this Environmental Covenant, and acknowledged that s/he executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal. Commonwealth of Pennsylvania NOTARIAL SEAL MIRIAM STAS, NOTARY PUBLIC Notary Public Wilkes-Barre City, Luzerne County My Commission Expires August 2, 2018

May 2014

EXHIBIT A

PROPERTY DESCRIPTION



Technical Excellence Practical Experience Client Responsiveness

11 November 2015 200007201

WRITTEN DESCRIPTION APPROXIMATE EXTENT OF SOIL IMPACTS AREA PORTION OF BLOCK 5, LOT 8 IN THE CITY OF ALLENTOWN LEHIGH COUNTY, PENNSYLVANIA

All that certain piece of ground, situate in the City of Allentown, Lehigh County, Pennsylvania as shown in accordance with a plan entitled, "Prior Coated Metals Inc., Extent of Soil and Groundwater Impacts" prepared by Langan Engineering and Environmental Services, Job No. 200007201, dated 5/7/15, Exhibit C, and being more particularly described as follows;

Beginning at an interior point in Block 5, Lot 8, said point being located the two following courses from the northwesterly end of the dividing line between Block 5, Lot 7 and Block 5, Lot 8; thence,

- a. Extending along the dividing line between Lots 7 and 8, South 50°32'15" East, a distance of 121.86 feet; thence,
- b. Leaving said line and extending through portions of Block 5, Lot 8, South 39°27'45" West, a distance of 6.71 feet to the point of BEGINNING; thence,
- 1. Still through portions of Block 5, Lot 8, South 58°56'37" East, a distance of 19.62 feet; thence,
- 2. South 36°10'14" East, a distance of 14.55 feet; thence,
- 3. South 51°48'56" East, a distance of 14.45 feet; thence,
- 4. South 11°40'41" West, a distance of 13.83 feet; thence,
- 5. South 10°32'26" West, a distance of 15.70 feet; thence,
- 6. South 66°36'08" West, a distance of 25.37 feet; thence,
- 7. South 35°37'05" West, a distance of 47.13 feet; thence,
- 8. North 52°00'55" West, a distance of 35.69 feet; thence,
- 9. North 47°13'38" East, a distance of 42.85 feet; thence,
- 10. North 40°43'02" West, a distance of 20.84 feet; thence,
- 11. North 04°42'33" East, a distance of 19.57 feet; thence,
- 12. North 44°46'15" East, a distance of 10.13 feet; thence,
- 13. North 18°17'02" East, a distance of 10.48 feet; thence,
- 14. North 75°24'33" East, a distance of 18.48 feet to the first mentioned point and place of BEGINNING.

Encompassing an area of 0.105 acres or 4,580 square feet.

Professional Land Professiona

30 South 17th Street, Suite 1300

Philadelphia, PA 19103

T: 215.864.0640

F: 215.864.0671 www.langan.com

New Jersey + New York + Virginia + California + Pennsylvania + Connecticul + Florida + Abu Dhabi + Abhans + Doba + Dubai + Istanbul



Technicet Excellence Practical Experience Client Responsiveness

11 November 2015 200007201

WRITTEN DESCRIPTION APPROXIMATE EXTENT OF GROUNDWATER IMPACTS AREA PORTION OF BLOCK 5, LOT 8 IN THE CITY OF ALLENTOWN LEHIGH COUNTY, PENNSYLVANIA

All that certain piece of ground, situate in the City of Allentown, Lehigh County, Pennsylvania as shown in accordance with a plan entitled, "Prior Coated Metals Inc., Extent of Soil and Groundwater Impacts" prepared by Langan Engineering and Environmental Services, Job No. 200007201, dated 5/7/15, Exhibit C, and being more particularly described as follows;

Beginning at a point on the dividing line between Block 5, Lot 7 and Block 5, Lot 8, said point being located the following course from the northwesterly end of the dividing line between Block 5, Lot 7 and Block 5, Lot 8; thence,

- a. Extending along the dividing line between Lots 7 and 8, South 50°32'15" East, a distance of 55.14 feet to the point of BEGINNING; thence,
- 1. Still along the dividing line between Lots 7 and 8, South 50°32'15" East, a distance of 129.26 feet
- Leaving said line and extending through portions of Block 5, Lot 8, South 49°52'07" West, a distance of 4.48 feet; thence,
- 3. On a curve to the right, having a radius of 86.00 feet, an arc distance of 63.52 feet, and a central angle of 42°19'06", and being subtended by a chord which bears South 71°01'40" West, a chord length of 62.08 feet; thence,
- 4. North 87°48'47" West, a distance of 16.30 feet; thence,
- 5. North 84°37'46" West, a distance of 13.05 feet; thence,
- 6. North 82°57'25" West, a distance of 39.06 feet; thence,
- 7. North 84°29'48" West, a distance of 44.18 feet; thence,
- 8. On an arc curving to the right, having a radius of 58.00 feet, an arc distance of 58.68 feet, and a central angle of 57°58'04" and, being subtended by a chord which bears North 54°52'37" West, a chord length of 56.21 feet; thence,
- 9. North 27°10'07" West, a distance of 9.03 feet; thence,
- 10. North 14°20'12" West, a distance of 16.03 feet; thence,
- 11. North 00°11'21" East, a distance of 9.43 feet; thence,
- 12. On an arc curving to the right, having a radius of 41.00 feet, an arc distance of 68.74 feet, and a central angle of 96°03'45", and being subtended by a chord which bears North 47°04'42" West, a chord length of 60.97 feet; thence,
- 13. South 84°53'26" East, a distance of 27.65 feet; thence,
- 14. South 81°49'16" East, a distance of 30.92 feet; thence,

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15. South 77°35'03" East, a distance of 26.22 feet to the first mentioned point and place of BEGINNING.

Encompassing an area of 0.421 acres or 18,350 square feet.



Professional Land Surveyor Pennsylvania License No. SU-051088-E

EXHIBIT B

SITE PLAN

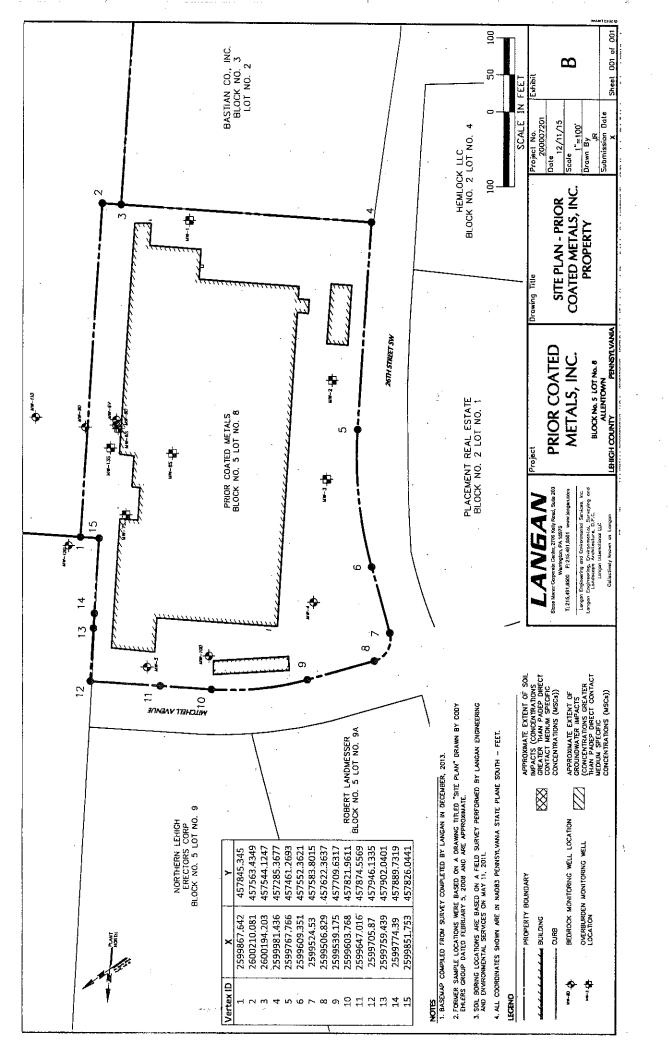
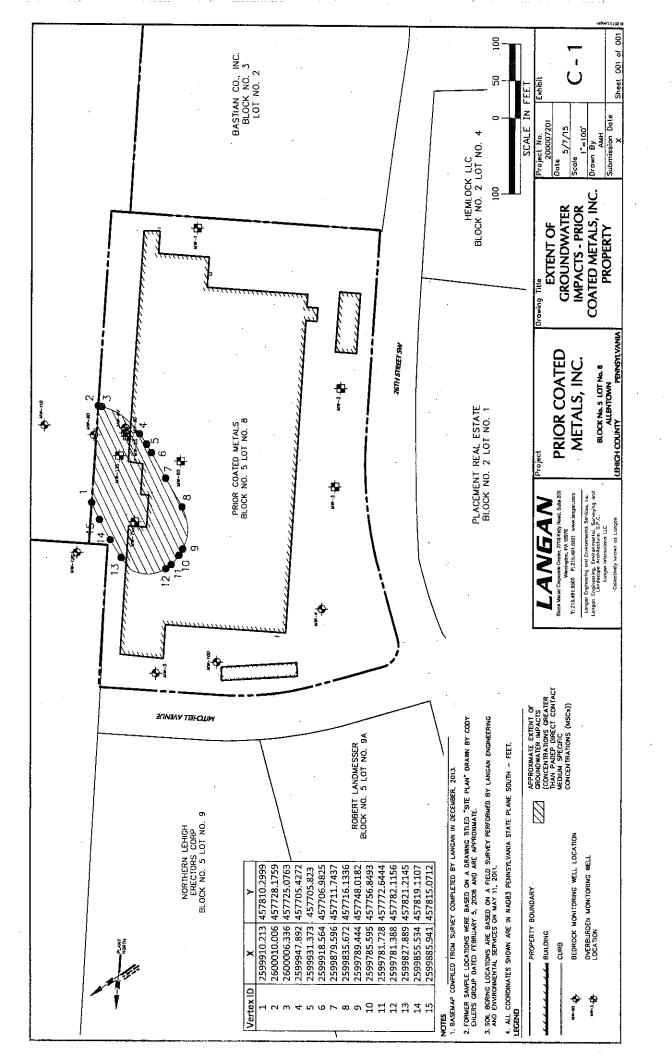
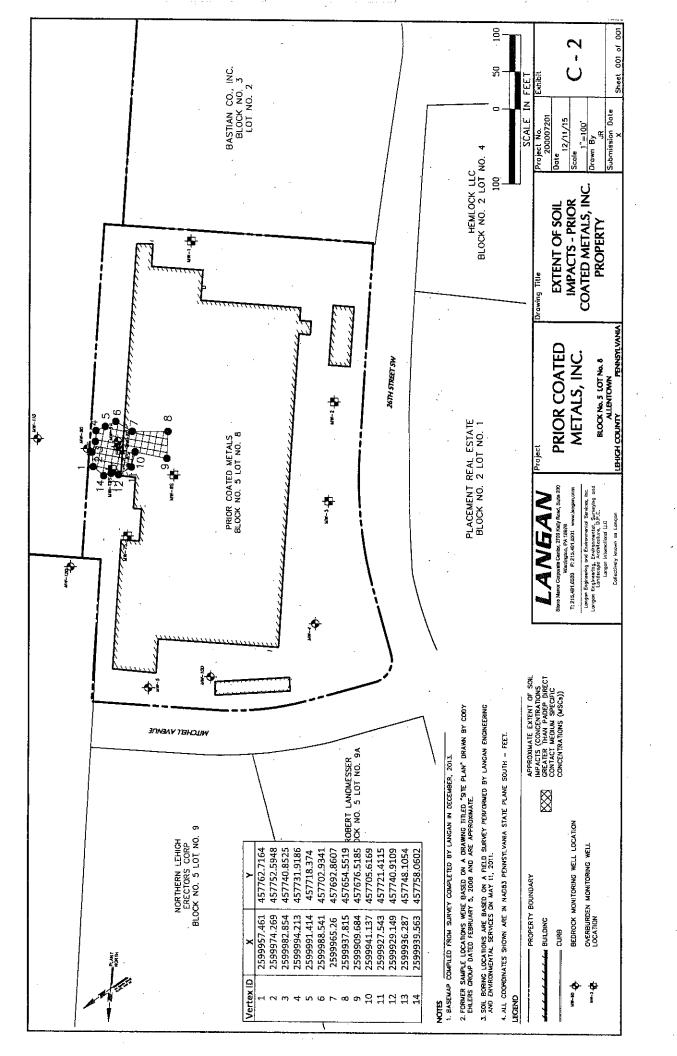


EXHIBIT C

EXTENT OF IMPACTS





ANDREA E. NAUGLE LEHIGH COUNTY CLERK OF JUDICIAL RECORDS



Recorder of Deeds Division Deborah A. Casciotti, Chief Deputy Lehigh County Courthouse 455 W. Hamilton Street - Room 122 Allentown, PA 18101-1614 (610) 782-3162

> *<u>RETURN DOCUMENT TO:</u> PRIOR COATED METALS INC

2233 26TH ST S W ALLENTOWN, PA 18103

Instrument Number - 2016004457

Recorded On 2/19/2016 At 11:23:07 AM

- * Instrument Type MISCELLANEOUS Invoice Number - 263186 User ID: JV
- * Grantor PRIOR COATED METALS INC

*Total Pages - 17

* Grantee - PENNSYLVANIA COMMONWEALTH OF DEPARTMENT OF ENVIRONMENTAL PROTECT * Customer - PRIOR COATED METALS INC

* FEES

STATE WRIT TAX	\$0.50
RECORDING FEES	\$37.00
COUNTY ARCHIVES FEE	\$2.00
ROD ARCHIVES FEE	\$3.00
UPI CERTIFICATION FEES	\$10.00
TOTAL PAID	\$52.50

I hereby CERTIFY that this document is Recorded in the Recorder of Deeds Office of Lehigh County, Pennsylvania



Andria E Jaugle

Andrea E. Naugle Clerk of Judicial Records Recorder of Deeds Division

LCGIS Registry UPI Certification On February 19, 2016 By TLL

THIS IS A CERTIFICATION PAGE

Do Not Detach

THIS PAGE IS NOW PART OF THIS LEGAL DOCUMENT

* - Information denoted by an asterisk may change during the verification process and may not be reflected on this page.

