

ENVIRONMENTAL COVENANT

SITE NAME: Eastman Specialties Corporation
OWNER/HOLDER: Eastman Specialties Holdings Corporation
PROPERTY ADDRESS: 10380 Worton Road, Chestertown, MD 21620

This Environmental Covenant is executed this 7th day of December, 2018 pursuant to the provisions of Subtitle 8, Title 1 of the Environment Article, Ann. Code of Md. This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. This Environmental Covenant has been approved by the United States Environmental Protection Agency ("EPA").

1. **Property Affected.** The property affected ("Property") by this Environmental Covenant is located in Chestertown, Kent County, Maryland.

CLERK'S OFFICE
 RETURNED TO:

The postal street address of the Property is: 10380 Worton Road, Chestertown, MD, 21620 (Environmental Covenant applies to Parcels No. 1 and No. 2 only).
 The County Land Records Deed Reference: 00583-00076
 Tax Account Identification Number: 15 03 018156
 The latitude and longitude of the center of the Property affected by this Environmental Covenant is: 39°15'43.62" / -76°05'18.47".

The Property has been known in the past by the following names:

- Genovique Specialties Corporation; Velsicol Chemical Corporation; Nuodex Inc. and Tenneco Chemicals Inc.

A complete metes and bounds description of the Property is attached to this Environmental Covenant as Exhibit A. A site coordinate survey drawing and surveying coordinate data are contained in Exhibit B.

2. **Property Owner/Grantor.** Eastman Specialties Holdings Corporation is the owner ("Owner") of the Property and the Grantor of this Environmental Covenant. The mailing address of the Owner is: 200 South Wilcox Drive, Kingsport, TN 37660.

3. **Holder/Grantee.** Eastman Specialties Holdings Corporation is the Holder/Grantee of this Environmental Covenant. The mailing address of the Holder/Grantee is: 200 South Wilcox Drive, Kingsport, TN 37660. For the purposes of this Environmental Covenant, the Owner shall also be a Holder.

4. **EPA Regulatory Program(s) Issuing Determination.** The following EPA regulatory program(s) is (are) responsible for having issued a determination requiring the use of this Environmental Covenant:

- Corrective Action Program Pursuant to the Resource Conservation and Recovery Act
- Other Program within EPA _____

5. **Activity & Use Limitations.** The Property is subject to the following activity and use limitations, which the Owners and each subsequent owner of the Property shall abide by:

Environmental Covenant

Property Address: 10380 Worton Road, Chestertown, MD 21620

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- a. With the exception of any groundwater monitoring activities, use of groundwater from the upper unconfined and upper confined aquifers beneath the Property is prohibited.
 - b. Compliance with the EPA-approved groundwater monitoring program while contaminants remain above drinking water standards, otherwise known as Maximum Contaminant Levels (“MCLs”) promulgated pursuant to Section 42 U.S.C. §§ 300f et seq. of the Safe Drinking Water Act and codified at 40 CFR Part 141.
 - c. No new wells shall be installed on the Property in the shallow overburden aquifer unless it is demonstrated to EPA in consultation with MDE, that such wells are necessary to implement the final remedy selected by EPA (“Final Remedy”) in the May 15, 2017 Final Decision and Response to Comments (“FDRTC”) and EPA provides written approval to install such wells.
 - d. Use of the Property shall be restricted to commercial and/or industrial purposes and shall not be used for residential purposes unless it is demonstrated to EPA that such use will not pose a threat to human health or the environment or adversely affect or interfere with the Final Remedy and EPA provides prior written approval for such use.
 - e. All earth moving activities, including excavation, drilling and construction activities in known contaminated areas at the Property, where any contaminants remain in soils above applicable EPA Region III’s Screening levels for Industrial Soils or remain in groundwater above applicable MCLs or, if no MCL exists for a contaminant, the applicable Region III’s Tap Water RSL, shall be conducted in accordance with the EPA-approved Materials Management Plan, dated May 2018.
6. **Notice of Limitations in Future Conveyances.** This Environmental Covenant runs with the land and shall be binding on successors in interest. Each instrument hereafter conveying any interest in the Property 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. The then-current owner shall notify EPA in writing at least 30 days prior to any transfer of the Property or of any portion of the Property.
7. **Access by the Maryland Department of the Environment (“Department”) and EPA.** In addition to any rights already possessed by the Department or EPA, this Environmental Covenant grants to EPA and the Department a right of access to the Property to implement or enforce this Environmental Covenant.
8. **Recordation & Filing with Registry.** The Owner shall record this Environmental Covenant in the Land Records of Kent County within 30 days of the latter of EPA’s approval of this Environmental Covenant and Grantor’s execution of this Environmental Covenant and shall send proof of the recording to EPA and the Department within 30 days of recordation. This Environmental Covenant shall be filed as soon as possible after execution in the Registry of Environmental Covenants maintained by the Department. This Environmental Covenant may be found electronically on the Department’s website at:

www.mde.maryland.gov/programs/land/marvlandbrownfieldvcvp/pages/programs/landprograms/e_rrp_brownfields/ueca.aspx

Environmental Covenant

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Deed Reference: 00583-00076

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9. **Termination or Modification.** This Environmental Covenant runs with the land unless terminated or modified in accordance with § 1-808 or 1-809 of the Environment Article, Ann. Code of Md. (2014 Repl. Vol.). The then-current owner agrees to provide to the Department and EPA with written notice of the pendency of any proceeding that could lead to a foreclosure referred to in § 1-808 (a)(4) of the Environmental Article, Ann. Code of Md. (2015 Repl. Vol.), within seven calendar days of the owner's becoming aware of the pendency of such proceeding.

10. **EPA's Address.** Communications with EPA regarding this Environmental Covenant shall be sent to: Office of Remediation (3LC10), Land and Chemicals Division, U.S. Environmental Protection Agency, 1650 Arch Street, Philadelphia, PA 19103.

11. **The Department's Address.** Communications with the Department regarding this Environmental Covenant shall be sent to: Registry of Environmental Covenants, Maryland Department of the Environment, Land Management Administration, Land Restoration Program, 1800 Washington Blvd., Baltimore, MD 21230.

12. **Administrative Record.** The Administrative Record pertaining to the Final Remedy selected for the Property by EPA in the FDRTC is located at the United States Environmental Protection Agency, Region III, 1650 Arch Street, Philadelphia, PA 19103. In addition, records pertaining to the remedy selected by EPA in the FDRTC are maintained by the Department at 1800 Washington Blvd., Suite 625, Baltimore, MD 21230.

13. **Enforcement.** This Environmental Covenant shall be enforced in accordance with § 1-810 of the Environmental Article, Ann. Code of Md. (2014 Repl. Vol.). The Holder shall have the right to rectify and/or remedy any breaches of violations of the activity and use limitations set forth in Paragraph 5 above in accordance with applicable laws.

14. **Compliance Reporting.** Within 21 days after written request by EPA or the Department, the then-current owner of the Property shall submit to EPA, the Department and the Holder listed in Paragraph 3 written documentation stating whether or not the activity and use limitations set forth in Paragraph 5 of the Environmental Covenant are being abided by. In addition, within 21 days after any of the following events: a) transfer of title of the Property or of any part of the Property affected by the Environmental Covenant, b) noncompliance with Paragraph 5, or c) an application for a permit or other approval for any building or site work that could affect contamination on any part of the Property, the then-current owner will send a report to EPA, the Department and the Holder. The report will state whether there is compliance with Paragraph 5. If there is noncompliance, the report will state the actions that will be taken to assure compliance. The Owner and each subsequent owner of all or any portion of the Property shall promptly provide information to Holder/Grantee sufficient to enable Holder/Grantee to fulfill the foregoing obligations.

15. **Severability.** 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.

LR - Covenant	
Recording Fee	20.00
Declarant Name: 20.00	
Ref: 20.00	
Covenant	40.00
Charge	60.00
Total:	60.00
01/2018	02:53
38853	CC14-MB
County/CO2	-
03-01	
Register 01	

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APPROVED, by United States Environmental Protection Agency, Region III

Date: 12.17, 2018

By: *John A. Armstead*
John A. Armstead
Director
Land and Chemicals Division
United States Environmental Protection Agency
Region III

COMMONWEALTH OF PENNSYLVANIA)

COUNTY OF PHILADELPHIA) SS:

On this 17 day of December, 2018, before me, the undersigned, personally appeared John A. Armstead, known to me (or satisfactorily proven) to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

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

Bettina L. Dunn
(Name of notary public typewritten or printed)
Notary Public

My commission expires: December 17, 2020

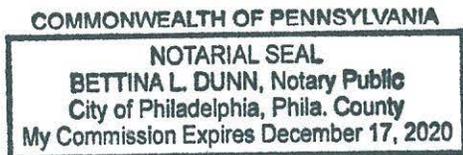


EXHIBIT A

METES AND BOUNDS DESCRIPTION

(Parcels No. 1 and No. 2)

ALL those parcels or tracts of land, situate, lying and being near Worton, in the Third Election District of Kent County, State of Maryland, and more particularly described as follows:

PARCEL NO. 1: BEGINNING for the same at an iron pipe located at the intersection of the southerly side of the Chinguapin Road (30 feet wide) and the easterly side of the Pennsylvania Railroad right-of-way (66 feet wide) and running thence by and with the southerly side of the aforementioned Chinguapin Road North 80 degrees 01 minutes 30 seconds East 1004.06 feet to the center line of the Chestertown to Worton Road, designated as Maryland 297, thence running with the center line of said road along an arc, the chord of which is South 15 degrees 20 minutes 10 seconds East 233.51 feet to a point and along a tangent South 14 degrees 30 minutes East 158 feet to a point and a new division line between the herein described lands and lands now or formerly of Louis B. Parsons; thence by and with said new division line South 75 degrees 30 minutes West 1016.66 feet to the easterly side of the aforementioned Pennsylvania Railroad right-of-way; thence by and with the easterly side of said Pennsylvania Railroad right-of-way North 13 degrees 00 minutes West 470.87 feet to the place of beginning, containing in all 10.00 acres of land, as will more particularly appear on a plat of said land made by J.R. McCrone, Jr., Inc., Surveyors, in February, 1959, and which plat is recorded among the Plat Records of Kent County, Maryland, in Plat Book W.H.G. No. 2, folio 50.

PARCEL NO. 2: BEGINNING for the same at a point South 13 degrees 00 minutes East 470.87 feet from an iron pipe located at the intersection of the southerly side of the Chinguapin Road (30 feet wide) and the easterly side of the Pennsylvania Railroad right-of-way (66 feet wide), and running thence by and with the easterly side of the Pennsylvania Railroad right-of-way, South 13 degrees 00 minutes East 426.5 feet to a point and a new division line between the herein described lands and lands now or formerly of Louis B. Parsons, thence by and with said new division line, North 75 degrees 30 minutes East 1,027.81 feet to the center line of the Chestertown to Worton Road, designated as Maryland Route No. 297; thence running with the center line of said road, North 14 degrees 30 minutes West 426.25 feet, more or less, to the line of other lands of the Grantor herein; thence by and with the other lands of the Grantor South 75 degrees 30 minutes West 1,016.66 feet to the point of beginning; containing in all 10.00 acres of land, more or less, as will more particularly appear on a plat of said lands made by J.R. McCrone, Jr., Inc., Surveyor, in February 1959, and which plat is recorded in Plat Book W.H.G. No. 2, folio 50.

SAVING AND EXCEPTING THEREFROM AND THEREOUT 19,068 square feet conveyed from Tenneco Chemicals, Inc. to William Louis Parsons by deed dated March 17, 1971 and recorded among the Land Records for Kent County, Maryland in Liber E.H.P. No. 38, folio 835.

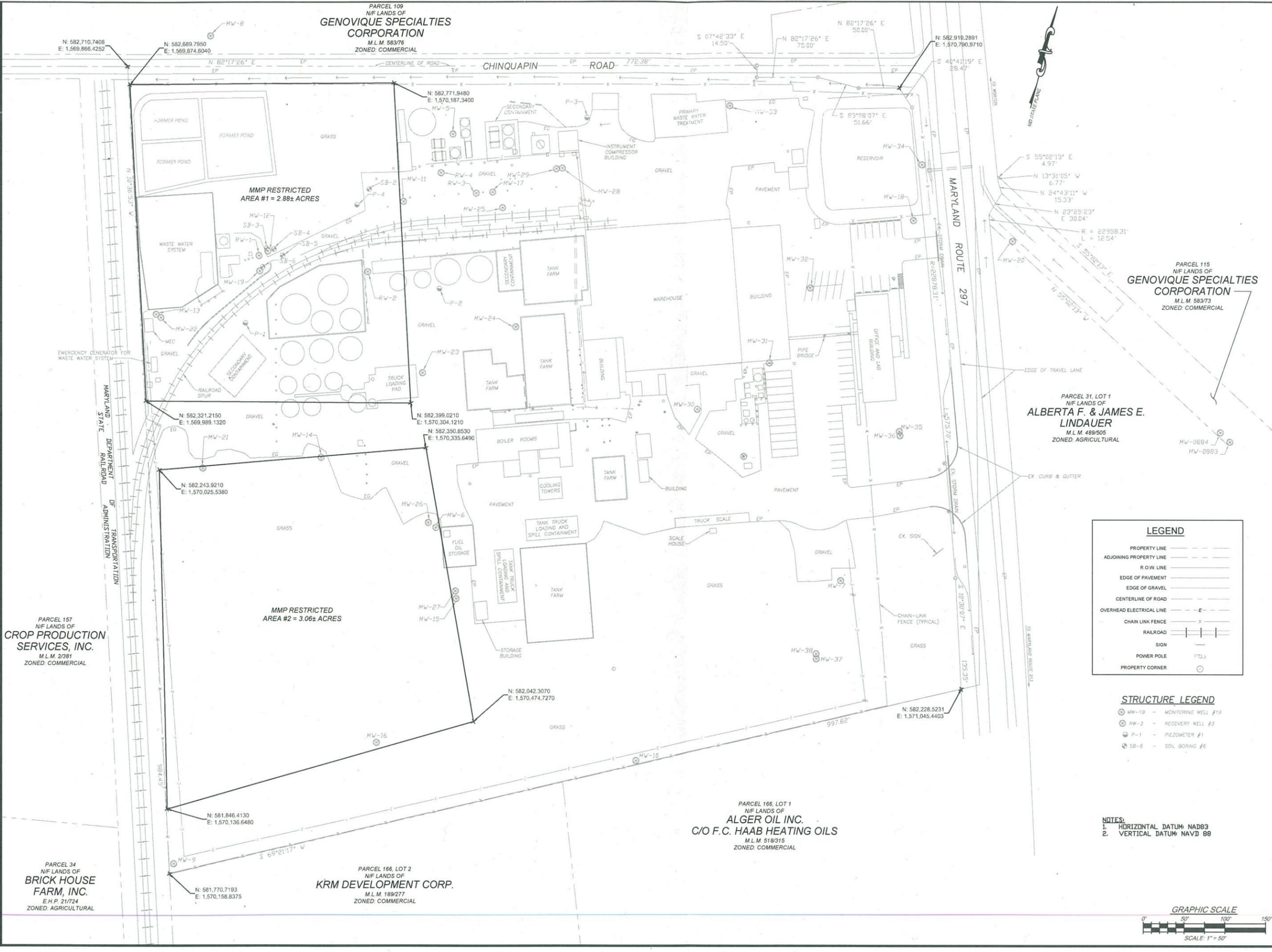
EXHIBIT B

SITE SURVEY DRAWING AND SURVEY COORDINATE DATA

Coordinate System Conversion Table

Polygon Vertices		MD State Grid Coords.		WGS 1984	
Vertex No.	Description	Northing	Easting	Latitude	Longitude
6100	Area #2, NW point	582243.9210	1570025.5380	39.2618727	-76.0898911
6101	Area #2, SW point	581846.4130	1570136.6480	39.2607784	-76.0895127
6102	Area #2, SE point	582042.3070	1570474.7270	39.2613069	-76.0883119
6103	Area #2, NE point	582350.8530	1570335.6490	39.2621578	-76.0887922
6104	Area #1, SE point	582399.0210	1570304.1210	39.2622909	-76.0889018
6105	Area #1, SW point	582321.2150	1569989.1320	39.2620859	-76.0900169
6106	Area #1, NW point	582689.7950	1569874.6040	39.2631010	-76.0904084
6107	Area #1, NE point	582771.9480	1570187.3400	39.2633179	-76.0893011

This table has been prepared for Eastman Specialties Corporation for the Chestertown Facility located at 10380 Worton Road in Chestertown, Maryland. This table is intended to be included with the coordinate survey prepared by McCrone Surveyors as supplemental information to the Environmental Covenant for the Chestertown Facility.



PARCEL 109
N/F LANDS OF
GENOVIQUE SPECIALTIES CORPORATION
M.L.M. 583/76
ZONED: COMMERCIAL

PARCEL 115
N/F LANDS OF
GENOVIQUE SPECIALTIES CORPORATION
M.L.M. 583/73
ZONED: COMMERCIAL

PARCEL 31, LOT 1
N/F LANDS OF
ALBERTA F. & JAMES E. LINDAUER
M.L.M. 489/505
ZONED: AGRICULTURAL

PARCEL 157
N/F LANDS OF
CROP PRODUCTION SERVICES, INC.
M.L.M. 2/981
ZONED: COMMERCIAL

PARCEL 166, LOT 1
N/F LANDS OF
ALGER OIL INC.
C/O F.C. HAAB HEATING OILS
M.L.M. 518/315
ZONED: COMMERCIAL

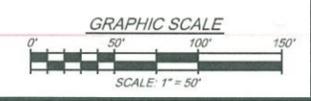
PARCEL 166, LOT 2
N/F LANDS OF
KRM DEVELOPMENT CORP.
M.L.M. 189/277
ZONED: COMMERCIAL

PARCEL 34
N/F LANDS OF
BRICK HOUSE FARM, INC.
E.H.P. 21/724
ZONED: AGRICULTURAL

LEGEND	
---	PROPERTY LINE
---	ADJOINING PROPERTY LINE
---	R.O.W. LINE
---	EDGE OF PAVEMENT
---	EDGE OF GRAVEL
---	CENTERLINE OF ROAD
---	OVERHEAD ELECTRICAL LINE
---	CHAIN LINK FENCE
---	RAILROAD
---	SIGN
---	POWER POLE
---	PROPERTY CORNER

STRUCTURE LEGEND	
⊙	MW-19 - MONITORING WELL #19
⊙	RW-3 - RECOVERY WELL #3
⊙	P-1 - PIEZOMETER #1
⊙	SB-5 - SOIL BORING #6

NOTES:
1. HORIZONTAL DATUM: NAD83
2. VERTICAL DATUM: NAVD 88



Professional Certification: I hereby certify that these documents were prepared or approved by me, and that I am a duly licensed Professional Land Surveyor under the Laws of the State of Maryland. License No. 21354. Expiration Date: 7-17-2019.

REV #	DATE	DESCRIPTION

McCRONE
ENGINEERS • SURVEYORS • PLANNERS
ANNAPOLIS • CENTREVILLE • ELKTON • SALISBURY • DELAWARE
390 PANSY PARK AVENUE
CENTREVILLE, MARYLAND 21031
410-758-2344
www.mccrone-engineers.com
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DATE	JOB NUMBER	SCALE	DRAWN BY	DESIGNED BY	APPROVED BY	FOLDER REFERENCE
APRIL 2018	D118020	1" = 50'	JMA	DES	DES	1870

SPECIAL PURPOSE PLAT
ON THE LANDS OF
TAX MAP 28 GRID 3B PARCEL 69
GENOVIQUE SPECIALTIES CORPORATION
THIRD ELECTION DISTRICT, KENT COUNTY, MARYLAND
PREPARED FOR: EARTHCON CONSULTANTS, INC.

SHEET NO.: 1 OF 1