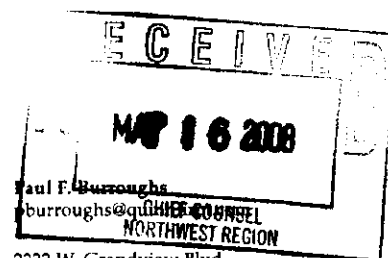


Eric — FBI  
John O'Hara (NWRC Vantagefile)

**QUINN, BUSECK, LEEMHUIS, TOOHEY & KROTO, INC.**  
ATTORNEYS AT LAW



2222 W. Grandview Blvd.  
Erie, PA 16506  
814/833-2222 Phone  
814/833-6753 Fax  
www.quinnfirm.com

May 15, 2008

Donna L. Duffy, Esq.  
Department of Environmental Protection  
Office of Chief Counsel  
230 Chestnut Street  
Meadville, PA 16335-3481

**RE: Crawford County Redevelopment Authority to  
Vantage Real Estate Investment Company, Ltd.  
Former Tallon Building - 1305 South Main Street, Meadville, Pennsylvania**

Dear Donna:

I enclose herewith the following documents:

1. a copy of the recording receipts of the Consent Order and Agreement and the Environmental Covenant; and
2. a copy of the deed as filed with the Office of the Recorder of Deeds.

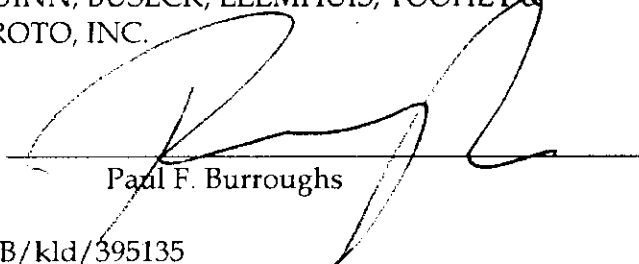
Recall that there was an error detected in the deed and a corrective deed will be recorded shortly.

Should you have any questions, or need further information, please advise.

Very truly yours,

QUINN, BUSECK, LEEMHUIS, TOOHEY &  
KROTO, INC.

By

  
Paul F. Burroughs

PFB/kld/395135

Enclosure

c: Vantage Real Estate Investment Company, Ltd.

*Redevelopment  
Authority  
-T Vantage*

Receipt # 142677 Port 1  
Date : 05-01-2008 Time 01:28 pm.  
Issued By : SANDI

CAROL A. STAINBROOK  
REGISTER & RECORDER  
CRAWFORD COUNTY

Issued To:

SHAFFER LAW FIRM

Inst No.	Type	Description	TOTAL
200800004607	DEED	DEED	5042.00
Book	922	Page 176- 180	
	15.00	Recording	
	2.00	COUNTY REC IMPR	
	3.00	R OF D REC IMPR	
	.50	WRIT TAX	
	11.50	AFFORD HOUSING	
	10.00	JCS/ATJ	
	2500.00	STATE RTT	
	1250.00	MEADVILLE CITY	
	1250.00	CRAW CENT S D	

Itemized Check Listing:

Check	Check No.	Amount
1	9236	2542.00
2	9237	2500.00

Amount Due	\$	5042.00
- Amount Charged	\$	.00
- Paid by Check	\$	5042.00
- Paid by Cash	\$	.00
<hr/>		
= Change	\$	.00

THANK YOU! CAROL A. STAINBROOK  
CRAWFORD COUNTY PA

Receipt # 143234 Port 1  
 Date : 05-14-2008 Time 12:02 pm.  
 Issued By : CHERI

CAROL A. STAINBROOK  
 REGISTER & RECORDER  
 CRAWFORD COUNTY

Issued To:

QUINN BUSECK LEENHUIS TOOHEY & KROTO INC  
 2222 W GRANDVIEW BLVD  
 ERIE PA 16505

Inst No.	Type	Description	TOTAL
200800005169	AGT	AGT	22.50
	Book	923 Page 1068-1073	
		17.00 Recording	
		2.00 COUNTY REC IMPR	
		3.00 R OF D REC IMPR	
		.50 WRIT TAX	

Itemized Check Listing:

Check	Check No.	Amount
1	9233	22.50

Amount Due	\$	22.50
- Amount Charged	\$	.00
- Paid by Check	\$	22.50
- Paid by Cash	\$	.00
= Change	\$	.00

THANK YOU! CAROL A. STAINBROOK  
 CRAWFORD COUNTY PA

Receipt # 143232 Port 1  
 Date : 05-14-2008 Time 12:00 pm.  
 Issued By : CHERI

CAROL A. STAINBROOK  
 REGISTER & RECORDER  
 CRAWFORD COUNTY

Issued To:

QUINN BUSECK LEENHUIS TOOHEY & KROTO INC  
 2222 W GRANDVIEW BLVD  
 ERIE PA 16505

Inst No.	Type	Description	TOTAL
200800005167	ORD	ORDER	48.50
	Book	923 Page 1041-1059	
		43.00 Recording	
		2.00 COUNTY REC IMPR	
		3.00 R OF D REC IMPR	
		.50 WRIT TAX	

Itemized Check Listing:

Check	Check No.	Amount
1	9232	48.50

Amount Due	\$	48.50
- Amount Charged	\$	.00
- Paid by Check	\$	48.50
- Paid by Cash	\$	.00
= Change	\$	.00

THANK YOU! CAROL A. STAINBROOK  
 CRAWFORD COUNTY PA

200800004607  
Filed for Record in  
CRAWFORD COUNTY PA  
CAROL A. STAINBROOK  
05-01-2008 At 01:21 pm.  
DEED \$042.00  
OR Book 922 Page 176

## SPECIAL WARRANTY DEED

Made the 1st day of May, in the year Two Thousand Eight (2008)

**Between**

**Redevelopment Authority of the City of Meadville**, a Pennsylvania Redevelopment Authority, with an address of 984 Water Street, Meadville, Pennsylvania, hereinafter referred to as "Grantor",

*And*

**Vantage Real Estate Investment Company, Ltd**, a Pennsylvania Limited Partnership, hereinafter referred to as "Grantee",

**Witnesseth**, That in consideration of **Two Hundred Fifty Thousand and NO/100 Dollar (\$250,000.00)**, in hand paid, the receipt whereof is hereby acknowledged, the said Grantors do hereby grant and convey, sell and confirm unto the said Grantees, their heirs and assigns,

**ALL THAT CERTAIN PIECE OR PARCEL OF LAND SITUATE** in the Third Ward of the City of Meadville, County of Crawford, Pennsylvania, being bounded and described as follows:

**Beginning** at a point on the east side of South Main Street which said point marks the northwest corner of a lot now or formerly of McCroskey Tool Company and the southwest corner of the lot herein conveyed; thence North 17° 40' 15" East 718 feet to a pin along the East side of South Main Street; thence South 72° 28' 05" East 220 feet to an iron pin; thence South 17° 40' 15" West 70 feet to an iron pin along the West line of an unnamed alley; thence South 72° 28' 05" East 275.51 feet to an iron pin; thence North 20° 47' 25" East 75.44 feet to an iron pin; thence South 72° 28' 05" East 63 feet to an iron pin; thence North 20° 47' 25" East 200 feet to an iron pin along the South line of Linden Street; thence South 72° 28' 05" East 45.88 feet along the South line of Linden Street to a point on the West line of Liberty Street; thence South 21° 02' 55" West a distance of 116.93 feet to a point along the West line of Liberty Street; thence South 16° 45' 55" West 610.49 feet to a point along the west line of Liberty Street; thence South 17° 52' 00" West a distance of 349.67 feet to a pin along the West line of Liberty Street; thence North 72° 08' 00" West 147.76 feet to a metal post; thence South 16° 14' 25" West 148.55 feet to a metal post; thence North 61° 54' 45"

West 103.30 feet to an iron pipe; thence North 17° 40' 15" East 289.64 feet to an iron pipe; thence North 72° 19' 45" West 375.30 feet to the point or place of beginning.

**BEING** the same land conveyed to Redevelopment Authority of the City of Meadville by Deed dated June 20, 2006, and filed in the Crawford County Recorder's Office at Record Book No. 826, Page 636. The description herein is taken from two surveys, which more particularly describe the property. The first survey is dated August 29, 1986 and prepared by C. E. Stiles & Associates drawing number M-110 entitled Property Survey Talon Inc. The second survey is dated June 29, 1999 and prepared by Ronald D. Baker under drawing number J-917 and entitled property survey Crawford County Development Corporation.

Under and subject to a certain Consent Order and Agreement dated May 18, 2006, between the Redevelopment Authority of the City of Meadville and the Commonwealth of Pennsylvania, Department for Environmental Protection and recorded among the records of the Recorder of Deeds in and for Crawford County, Pennsylvania.

Under and subject to a condition that restricts the use of the premises to "Industrial Activities" as defined under Section 103 of the Land Recycling Act, 35 P.S. §6026.103. Specifically, "Industrial Activity" is defined as commercial, manufacturing, public utility, mining or any other activity done to further the either development, manufacturing or distribution of goods and services, intermediate and final products and solid waste created during such activities, including, but not limited to, administration of business activities, research and development, warehousing, shipping, transport, remanufacturing, stockpiling of raw materials, storage, repair and maintenance of commercial machinery and equipment and solid waste management.

Under and subject to the prohibition of the use of groundwater at the premises for any purposes.

Together with all and singular the improvements, ways, streets, alleys, passages, waters, water courses, rights, liberties, privileges, hereditaments and appurtenances, whatsoever unto the hereby granted premises belonging or in any wise appertaining, and the reversions and remainders, rents, issues and profits thereof; and all the estate, right, title, interest, property, claim and demand whatsoever of Grantor as well at law as in equity, of, in and to the same.

To have and to hold the said lot or piece of ground above described, with the tenements, hereditaments and premises hereby granted, or mentioned, and intended so to be, with the

appurtenances, unto the said Grantee, its successors and assigns, to and for the only property use and behoof of the Grantee, its successors and assigns, forever.

Under and subject, nonetheless, to the certain Consent Order and Agreement; Industrial Activities use restriction; and the prohibition against using groundwater, as aforesaid.

Grantor has actual knowledge of hazardous waste as defined by statute of the Commonwealth of Pennsylvania having been disposed on or about the property described in this document as set forth in a certain Consent Order and Agreement dated May 18, 2006, and recorded among the records of the Recorder of Deeds in and for Crawford County, Pennsylvania. Said Consent Order and Agreement also describes any response taken with respect to the disposal of hazardous waste. No hazardous waste as defined by statute of the Commonwealth of Pennsylvania is presently being disposed on or about the property described in this document. This acknowledgment of hazardous waste as set forth in the Consent Order and Agreement shall be made a part of the deed for all future conveyances or transfers of the premises.

This Deed is made under and by virtue of a resolution of the Board of Directors of the Grantor, duly passed at a meeting thereof, a full quorum being present, authorizing and directing the same to be made and done or ratifying same.

And the said Grantor, for itself, its successors, executors and administrators, does covenant, promise and agree, to and with the said Grantee, its successors and assigns, by these presents, that it, the said Grantor and its successors and assigns, all and singular the hereditaments and premises hereby granted or mentioned and intended so to be, with the appurtenances, unto the said Grantee, its successors and assigns, against it, the said Grantor and its successors, and against all and every person and persons whomsoever lawfully claiming or to claim the same or any part thereof, by, from or under it, him, her, them or any of them, shall and will, subject as aforesaid, warrant and forever defend.

And the said Grantors will Specially Warrant and Forever Defend the property hereby conveyed.

*IN WITNESS WHEREOF*, the said Grantors have set their hands and seals the day and year first above written.

**Redevelopment Authority of the City  
of Meadville**

By: 

Joy Sherry, Vice Chairman

**Attest:**

By: 

Daniel V. Crandall, Secretary

**CERTIFICATE OF RESIDENCE**

I do hereby certify the precise residence of Grantee herein is as follows:

*1305 South Main Street  
Meadville, PA 16335*

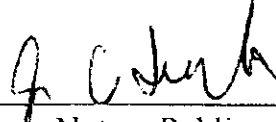
  
Attorney or Agent for Grantee

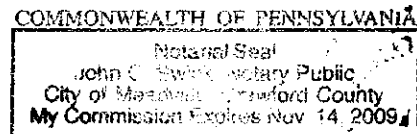
ACKNOWLEDGMENT

Commonwealth of Pennsylvania :  
: SS  
County of Crawford :

On this 1st day of May, 2008, before me, a Notary Public, the undersigned officer, personally appeared Joy Sherry, who acknowledged herself to be the Vice Chairman of the Redevelopment Authority of the City of Meadville, a Pennsylvania Redevelopment Authority, and that she as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the authority by herself as said officer.

*IN WITNESS WHEREOF*, I have hereunto set my hand and Notarial seal.


  
\_\_\_\_\_  
Notary Public



\_\_\_\_\_  
Notary Public  
Crawford County      SS

Recorded in the Recorder of Deeds Office  
on this 1st day of May, 2008, at Meadville, PA  
with full and official seal of Meadville, PA

this 1st day of May, 2008

  
\_\_\_\_\_  
Recorder of Deeds

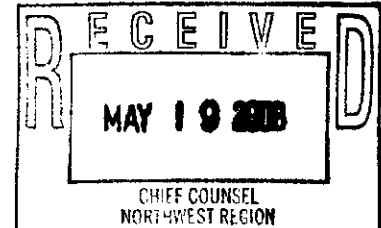


QUINN, BUSECK, LEEMHUIS, TOOHEY & KROTO, INC.  
ATTORNEYS AT LAW

Paul F. Burroughs  
pburroughs@quinnfirm.com

2222 W. Grandview Blvd.  
Erie, PA 16506  
814/833-2222 Phone  
814/833-6753 Fax  
www.quinnfirm.com

May 16, 2008



Joseph Chriest, City Manager  
City of Meadville  
984 Water Street  
Meadville, PA 16335

**RE: Crawford County Redevelopment Authority to  
Vantage Real Estate Investment Company, Ltd.  
Former Tallon Building - 1305 South Main Street, Meadville, Pennsylvania**

Dear Mr. Chriest:

Enclosed herewith is a copy of the Environmental Covenant executed by Vantage Real Estate Investment Company, Ltd. and the Department of Environmental Protection. Pursuant to the Uniform Covenants Act, Section 7, we are required to provide a copy of the Environmental Covenant to the municipality in which the site is located.

Should you have any questions or concerns, please do not hesitate to contact me.

Very truly yours,

QUINN, BUSECK, LEEMHUIS, TOOHEY &  
KROTO, INC.

By

Paul F. Burroughs

PFB/kld/395135

Enclosure

c: Donna Duffy, Esq.

**Grantor:** Vantage Real Estate Investment Company, Ltd.

**Property Address:** 1305 South Main Street, Meadville, Crawford County, PA 16335

### **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. **Property Affected.** The property affected by this Environmental Covenant is located in Meadville, Crawford County, and the postal street address of the Property is 1305 South Main Street ("Property"). A complete legal description of the Property is attached to this Environmental Covenant as Exhibit A.

2. **Property Owner and Holder.** Vantage Real Estate Investment Company, Ltd. ("Vantage") is the owner of the Property and Vantage is the "holder" of this Environmental Covenant, as that term is defined in 27 Pa.C.S. §6501. The mailing address of Vantage is 11031 Perry Highway, Meadville, Pennsylvania 16335.

3. **Description of Contamination and Remedy.**

a. The Special Industrial Area Consent Order and Agreement between the Department and Vantage, dated May 1, 2008, ("Vantage SIA Agreement") is incorporated herein in its entirety and is recorded at Deed Book 425, Pages 1041-1059 with the Recorder of Deeds for Crawford County.

b. As required by 27 Pa.C.S. §§6504(a)(3) and (a)(7) and as allowed by 27 Pa.C.S. §6504(b)(6), a summary of the past and existing areas of contamination of the Property, the remedy/corrective actions undertaken, the remediation standards attained at the Property in accordance with the Land Recycling Act, and other information concerning the environmental conditions at the Property is contained in the Vantage SIA Agreement.

c. Vantage acknowledges that it has been advised and received documentation that hazardous substances were deposited on the Property and the condition of the premises were investigated by Vantage's predecessor, the Meadville Redevelopment Authority, the United States Environmental Protection Agency, and that this information has been reviewed by the Department.

d. The known environmental contamination at the Property is set forth in a Baseline Environmental Report prepared by Moody and Associates and approved by the Department on November 1, 2005, and amendment approved on May 15, 2006, and any amendments to the said report that are approved by the Department in the future. The approximate areal extent of the location of the hazardous substances is identified in the Baseline Environmental Report, and the

soils contain hazardous substances, including chromium (using method SW-846 7191), cumene, ethyl benzene, tetrachloroethene, trichloroethene, and the groundwater contains cyanide, chromium, arsenic, nickel, cadmium, lead, vinyl chloride, trichloroethene, 1,1-dichloroethene, 1,1-dichloroethane, chloroform, 1,2-dichloroethane, 1,1,2,2-tetrachloroethane, 1,1,2-tetrachloroethane, benzene, tetrachloroethene, toluene, cis-1,2-dichloroethene, trans-1,2-dichloroethene, acetone, naphthalene, ethyl benzene, pentachlorophenol, benzo(k)fluoranthene, benzo(a)pyrene, dibenz(a,h)anthracene, benzo(ghi)perylene and chrysene.

4. **Activity and Use Limitations.**

a. The Property is subject to the activity and use limitations identified in the Vantage SIA Agreement, which Vantage and each subsequent owner of the Property shall abide by, unless this Environmental Covenant is appropriately modified or terminated in the manner allowed under Paragraph 9, below.

b. These activity and use limitations include, but are not limited to: Only potable water from a public water system shall be used at the Property; buildings shall be constructed on slabs only, *i.e.*, buildings shall not contain basements at this Property; and buildings shall be designed, constructed, and maintained to prevent vapors from contaminants at the Property from intruding into the buildings at concentrations above the levels allowed under applicable environmental and health and safety laws and Regulations. See the Vantage SIA Agreement for the complete list of all of the activity and use limitations for the Property.

5. **Notice of Limitations in Future Conveyances.** 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 the Vantage SIA Agreement and this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.

6. **Compliance Reporting.** By January 2 of the third year after the date of the Vantage SIA Agreement and by January 2 of every three years thereafter, the Owner and each subsequent owner shall submit to the Department written documentation stating whether or not compliance exists with the activity and use limitations in the Vantage SIA Agreement and this Environmental Covenant. However, if the Owner or subsequent owner changes the Intended Purpose of any portion or all of the Property to "residential," as defined under Section 103 of the Land Recycling Act, 35 P.S. §6026.103, then the Owner or subsequent owner shall comply with the requirements of Paragraphs 3.b.(5), 3.b.(6), and 3.c. of the Vantage SIA Agreement and shall file a new Department-approved Environmental Covenant that identifies the new Compliance Reporting schedule for the Property.

7. **Access by the Department.** In addition to any rights already possessed by the Department, this Environmental Covenant grants to the Department a right of access of the Property in connection with implementation or enforcement of this Environmental Covenant.

8. **Recordation and Proof of Notification.** Within 14 days after the date that the Department signs the Vantage SIA Agreement and this Environmental Covenant, Vantage shall file the Vantage SIA Agreement and this Environmental Covenant with the Office of Recorder of Deeds for Crawford County, and shall send a file-stamped copy of this Environmental Covenant to the Department and the City of Meadville.

9. **Termination or Modification.** This environmental covenant may only be terminated or modified upon prior approval by the Department, in writing, and in accordance with the requirements of the Vantage SIA Agreement and Section 9 of UECA, 27 Pa.C.S. §6509.

10. **Department's Address.** Communications with the Department regarding this Environmental Covenant shall be sent to: Special Projects Section Chief, Environmental Cleanup, Department of Environmental Protection, 230 Chestnut Street, Meadville, Pennsylvania 16335-3481, Telephone: 814-332-6648, Fax: 814-332-6121.

**ACKNOWLEDGMENTS by Owner and Holder:**

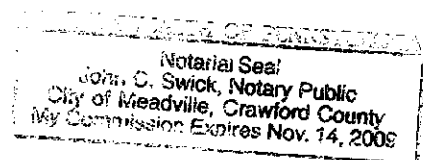
Date: 2-1-08 By: **Vantage Real Estate Invest. Co., Ltd.** (Owner and Holder)  
Name: [Signature]  
Title: CFO

COMMONWEALTH OF PENNSYLVANIA :  
: SS.  
COUNTY OF CRAWFORD :

On this, the 1<sup>ST</sup> day of May 2008, before me, a Notary Public, the undersigned officer, personally appeared Michael Mosbacher, who acknowledged himself/herself whose name is subscribed to this Environmental Covenant, and acknowledged that he/she executed same for the purposes therein contained.

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

[Signature]  
Notary Public



Date: 5/7/2008

APPROVED, by Commonwealth of Pennsylvania,  
Department of Environmental Protection

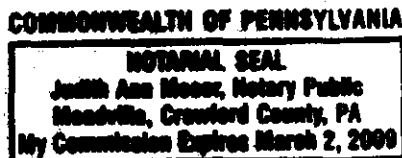
By: *Eric A. Gustafson*  
Eric A. Gustafson  
Regional Manager, Environmental Cleanup  
Northwest Region

COMMONWEALTH OF PENNSYLVANIA :  
COUNTY OF CRAWFORD : SS.

On this, the 1st day of May 2008, before me, a Notary Public, the undersigned officer personally appeared, Eric A. Gustafson, who acknowledged himself to be the Regional Manager, Environmental Cleanup, of the Commonwealth of Pennsylvania, Department of Environmental Protection, Northwest Region, whose name is subscribed to this Environmental Covenant, and acknowledged that he executed same for the purposes therein contained.

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

*Judith Ann Moser*  
Notary Public



## **EXHIBIT A**

All that certain piece or parcel of land situate in the Third Ward of the City of Meadville, County of Crawford, Pennsylvania, being bounded and described as follows:

Beginning at a point on the east side of South Main Street which said point marks the northwest corner of a lot now or formerly of McCroskey Tool Company and the southwest corner of the lot herein conveyed;

thence North 17° 40' 15" East 710 feet to a pin along the East side of South Main Street;

thence South 72° 28' 05" East 220 feet to an iron pin;

thence South 17° 40' 15" West 70 feet to an iron pin along the West line of an unnamed alley;

thence South 72° 28' 05" East 275.51 feet to an iron pin;

thence North 20° 47' 25" East 75.44 feet to an iron pin;

thence South 72° 28' 05" East 63 feet to an iron pin;

thence North 20° 47' 25" East 200 feet to an iron pin along the South line of Linden Street;

thence South 72° 28' 05" East 45.88 feet along the South line of Linden Street to a point on the West line of Liberty Street;

thence South 21° 02' 55" West a distance of 116.93 feet to a point along the West line of Liberty Street;

thence South 16° 45' 55" West 610.49 feet to a point along the west line of Liberty Street;

thence South 17° 52' 00" West a distance of 349.67 feet to a pin along the West line of Liberty Street;

thence North 72° 08' 00" West 147.76 feet to a metal post;

thence South 16° 14' 25" West 148.55 feet to a metal post;

thence North 61° 54' 45" West 103.30 feet to an iron pipe;

thence North  $17^{\circ} 40' 15''$  East 289.64 feet to an iron pipe;

thence North  $72^{\circ} 19' 45''$  West 375.30 feet to the point or place of beginning.

Document #394798, v2