

# COUNTY OF NORTHAMPTON



## RECORDER OF DEEDS

NORTHAMPTON COUNTY GOVERNMENT CENTER  
669 WASHINGTON STREET  
EASTON, PENNSYLVANIA 18042-7486  
Area Code (610) 559-3077

Ann L. Achatz - Recorder  
Andrea F. Suter - Lead Deputy  
Dorothy J. Edelman - Deputy

Book - 2010-1 Starting Page - 162298

\*Total Pages - 14

Instrument Number - 2010024135

Recorded On 8/18/2010 At 10:05:40 AM

\* Instrument Type - COVENANTS

Invoice Number - 655799

\* Grantor - LEHIGH VALLEY INDUSTRIAL PARK INC

\* Grantee - LEHIGH VALLEY INDUSTRIAL PARK INC

User - DLO

\* Customer - SIMPLIFILE LC E-RECORDING

\* FEES

STATE WRIT TAX  
RECORDING FEES  
COUNTY RECORDS  
IMPROVEMENT FEE  
DEEDS RECORDS  
IMPROVEMENT FEE  
TOTAL PAID

\$0.50  
\$31.00  
\$2.00  
\$3.00  
\$36.50

\*RECORDED BY:

NORRIS MCLAUGHLIN & MARCUS, P.A.  
1611 POND ROAD, SUITE 300  
ALLENTOWN, PA 18104

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



*Ann L. Achatz*

Ann L. Achatz  
Recorder of Deeds

THIS IS A CERTIFICATION PAGE

**Do Not Detach**

THIS PAGE IS NOW THE FIRST PAGE  
OF THIS LEGAL DOCUMENT

Book: 2010-1

Page: 162298

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

PREPARED BY:

Tallman Hudders & Sorrentino  
The Pennsylvania Office of Norris McLaughlin & Marcus, P.A.  
The Paragon Centre, Suite 300  
1611 Pond Road, Allentown, Pennsylvania 18104 Lehigh County  
Phone: 610-391-1800; Fax: 610-391-1805

RETURN TO:

Tallman Hudders & Sorrentino  
The Pennsylvania Office of Norris McLaughlin & Marcus, P.A.  
The Paragon Centre, Suite 300  
1611 Pond Road, Allentown, Pennsylvania 18104 Lehigh County  
Phone: 610-391-1800; Fax: 610-391-1805  
ATTN: John F. Lushis, Esquire

WHEN RECORDED, RETURN TO:

Mr. Kerry A. Wrobel  
1720 Spillman Drive, Suite 150  
Bethlehem, PA 18015-2164

PROPERTY ADDRESS: 1720 Spillman Drive, Suite 150, Bethlehem, PA 18015-2164

The County Parcel Identification Nos. of the Property are:

P7 10 1-23 0204	P7 22 2-4 0204	P7 6 6H-2 0204
P7 10 1-24 0204	P7 22 2-4A 0204	P7 6 6H-4 0204
P7 10 1-26 0204	P7 22 2-4B 0204	P7 6 6H-5 0204
P7 10 1-27 0204	P7 22 2-4C 0204	P7 6 6H-8 0204
P7 10 1-28 0204	P7 22 2-4G 0204	P7 6 6H-9 0204
P7 12 1 0204	P7 22 53 0704	P7 6 6H-10 0204
P7 13 1 0204	P7 22 53 0719	P7SW1B 2 1 0204
P7 13 1A 0204	P7 22 54 0204	P8 11 2 0719
P7 14 1B 0204	P7 22 54 0704	P8 12 3E 0719
P7 14 1B-1 0204	P7 6 1 0204	
P7 14 1B-2 0204	P7 6 6-12 0204	
P7 14 1C 0204	P7 6 6-13 0204	
P7 15 3-1 0704	P7 6 6-17 0204	
P7 15 3-1 0719	P7 6 6-21 0204	
P7 21 1 0204		
P7 21 1B 0204		

## Environmental Covenant

**GRANTOR:** Lehigh Valley Industrial Park, Inc.

## 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) and the United States Environmental Protection Agency (EPA).

1.     **Property affected.** The property affected (Property) by this Environmental Covenant is located in the City of Bethlehem and in Lower Saucon Township, Northampton County.

The postal street address of the Property is: 1720 Spillman Drive, Suite 150, Bethlehem, PA 18015-2164.

The latitude and longitude of the center of the Property affected by this Environmental Covenant is: 75° 19' 52.8" West; 42° 36' 30.193" North

The Property has been known by the following name(s): Bethlehem Steel Corporation, Bethlehem Plant, Bethlehem Commerce Center, and LVIP VII.

A complete description of the Property is attached to this Environmental Covenant as **Exhibit A.** A map of the Property is attached to this Environmental Covenant as **Exhibit B.**

2.     **Property Owner / GRANTOR / GRANTEE.** Lehigh Valley Industrial Park, Inc. is the owner of the Property and the GRANTOR and GRANTEE of this Environmental Covenant. As the Grantee, Lehigh Valley Industrial Park, Inc. is also the Holder under UECA.

3. **Mailing Address.** The mailing address of the owner is 1720 Spillman Drive, Suite 150, Bethlehem, PA 18015-2164.

4. **Description of Contamination & Remedy.** The Property is part of a major portion of a larger tract previously operated by Bethlehem Steel Corporation for the manufacturing of steel products dating back to at least the 1880s. As a result of those activities, the Property was contaminated with petroleum, volatile organic compounds (VOCs), semi-volatile organic compounds (SVOCs), solvents and heavy metal constituents associated with the storage and disposal of steel slag, steel products, coke, sand, gravel, foundry sand, refractory materials and miscellaneous construction and demolition debris previously deposited on the property. In addition, as a result of those activities, the groundwater underlying the Property also has been contaminated with VOCs, SVOCs and other components. Grantor, a non-profit real estate development corporation, acquired the Property for purposes of redevelopment without motive for profit or to occupy the Property for its own industrial operations. The redevelopment of the Property has proceeded and various parcels have been conveyed and the soils thereon remediated pursuant to a consent order and agreement among the Department, Grantor and the applicable purchaser. It is anticipated that soils will continue to be addressed on a parcel by parcel basis. However, Grantor has undertaken to address the groundwater on a site-wide basis. To that end, a remedial investigation was conducted and a report was submitted to the Department for approval. A Remedial Investigation/Final Report for ground water was submitted to the Department under Act 2 and to the EPA under the Resource Conservation and Recovery Act (RCRA) on November 12, 2009 and was approved by the Department on December 17, 2009 and by the EPA in a Final Decision on January 8, 2010. The aforementioned document (which includes information regarding prior site investigations) is on file with DEP in

its offices at 2 Public Square, Wilkes-Barre, PA 18711-0790 and with the EPA in its offices at 1650 Arch Street, Philadelphia, PA 19103. In accordance with the Final Report approved by the Department and the Final Decision issued by the EPA, the final remedy for the groundwater on the Property meets the site-specific standard for non-residential use through pathway elimination under Act 2 and is protective of human health and the environment under RCRA. The Administrative Record pertaining to the remedial action taken by EPA is located at U.S. Environmental Protection Agency, Region III, 1650 Arch Street, Philadelphia, PA 19103.

5. **Activity & Use Limitations.** The Property is subject to the following activity and use limitations.

5.1 In no event shall the Property or part thereof be used for any residential purpose including, but not limited to the following:

- (a) single family or multi-family dwellings or otherwise as a residence or dwelling quarter for any person or persons;
- (b) parks or playgrounds, including, without limitation, parks with swing sets, sandboxes, swimming pools, or other kind of equipment;
- (c) campgrounds;
- (d) daycare centers, nurseries, kindergartens, elementary and secondary schools, vocational or technical schools, or similar facilities;
- (e) hospitals, nursing homes, shelters, group homes, or similar facilities;
- (f) cemeteries; and
- (g) the planting and raising of crops for human consumption.

5.2 Groundwater from beneath the surface of the Property or any part thereof shall not be used for any purpose and no wells for the extraction thereof shall be installed, permitted or utilized on the Property or any part thereof; provided, however, monitoring wells may be installed and operated on the Property by Grantor, its successors and assigns, EPA and PADEP solely for the purpose of monitoring, treating and remediating such groundwater.

6. **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 this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.

7. **Compliance Reporting.** After written request by the Department or by the end of every June following the Department's approval of this environmental covenant, the then current owner of the Property shall submit to the Department and any Holder listed in Paragraph 2, written documentation stating whether or not the activity and use limitations in this Environmental Covenant are being abided by. In addition, within one (1) month after any of the following events, the then current owner of the Property shall submit to the Department and any Holder listed in Paragraph 2, written documentation with respect thereto: noncompliance with the activity and use limitations in this Environmental Covenant; transfer of the Property or a portion thereof; changes in use of the Property; or filing of applications for building permits for the Property or a portion thereof 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. Finally, by the end of every 5th June following the Department's approval of this Environmental Covenant, and as described in Section 7.3.3. of the Remedial Investigation / Final Report referenced in Paragraph 4 of this Environmental Covenant, the Grantor will conduct a database

well search within a 1/2-mile radius of the Property to determine if any new off-site water supply wells have been installed in the vicinity of the Property. If new water-supply wells are identified, the Grantor will interview the owner/operator of the well to determine the use and report this use to the City of Bethlehem and the Agency Work Team.

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

9. **Recording & Proof & Notification.** Within 30 days after the date of the Department's approval and the EPA's approval of this Environmental Covenant, the Grantor shall file this Environmental Covenant with the Recorder of Deeds for Northampton County, and send a file-stamped copy of this Environmental Covenant to the Department and the EPA within 60 days of recording. Within that time period, the Grantor also shall send a file-stamped copy to each of the following: City of Bethlehem and County of Northampton.

10. **Termination or Modification.** This Environmental Covenant may only be terminated or modified in accordance with Section 9 of UECA, 27 Pa. C.S. § 6509.

In accordance with Section 10 of UECA, 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; (iii) EPA; and (iv) the Department.

11. **Department's address.** Communications with the Department regarding this Environmental Covenant shall be sent to: Pennsylvania Department of Environmental Protection, Regional Environmental Cleanup Manager, 2 Public Square, Wilkes-Barre, PA 18711-0790, and Pennsylvania Department of Environmental Protection, Director, Land Recycling Program, Rachel Carson State Office Building, 400 Market Street, Harrisburg, PA 17101.

12. **EPA's address.** Communications with the EPA regarding this Environmental Covenant shall be sent to: U.S. EPA Region III  
Associate Director  
Office of Pennsylvania Remediation  
3LC30  
1650 Arch Street  
Philadelphia, PA 19103

13. **Multiple Counterparts.** This Environmental Covenant may be executed in multiple counterparts, each of which shall be regarded for all purposes as an original and such counterparts shall constitute but one and the same instrument.

(signature pages follow)



GRANTOR:

Lehigh Valley Industrial Park, Inc..  
a Pennsylvania non-profit corporation

Date: July 7, 2010

By: [Signature]  
Name: Kerry A. Wrobel  
Title: President

COMMONWEALTH OF PENNSYLVANIA )  
 ) SS:  
COUNTY OF )

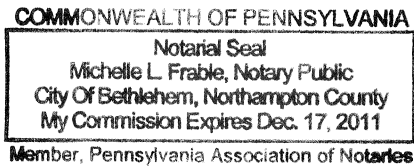
On this, the 7<sup>th</sup> of July, 2010, before me, the undersigned officer, personally appeared Kerry A. Wrobel, who acknowledged himself to be the President of Lehigh Valley Industrial Park, Inc., a Pennsylvania non-profit corporation, and that he as such officer, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

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

MY COMMISSION EXPIRES:

\_\_\_\_\_

[Signature]  
Notary Public





APPROVED:

by United States Environmental Protection Agency

Date: 8/3/10

By: Abraham Ferdas

Name: Abraham Ferdas

Title: Director, Land and Chemicals Division,  
U.S. EPA Region III

COMMONWEALTH OF PENNSYLVANIA )

) SS:

COUNTY OF )

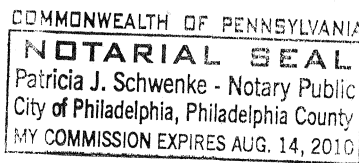
On this, the 3<sup>rd</sup> of August, 2010, before me, the undersigned officer, personally appeared Abraham Ferdas, who acknowledged himself to be the Director, Land and Chemicals Division, U.S. EPA Region III, of the United States Environmental Protection Agency, and that he, being authorized to do so, executed the foregoing Environmental Covenant for the purposes therein contained.

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

MY COMMISSION EXPIRES:

August 14, 2010

Patricia J. Schwenke  
Notary Public



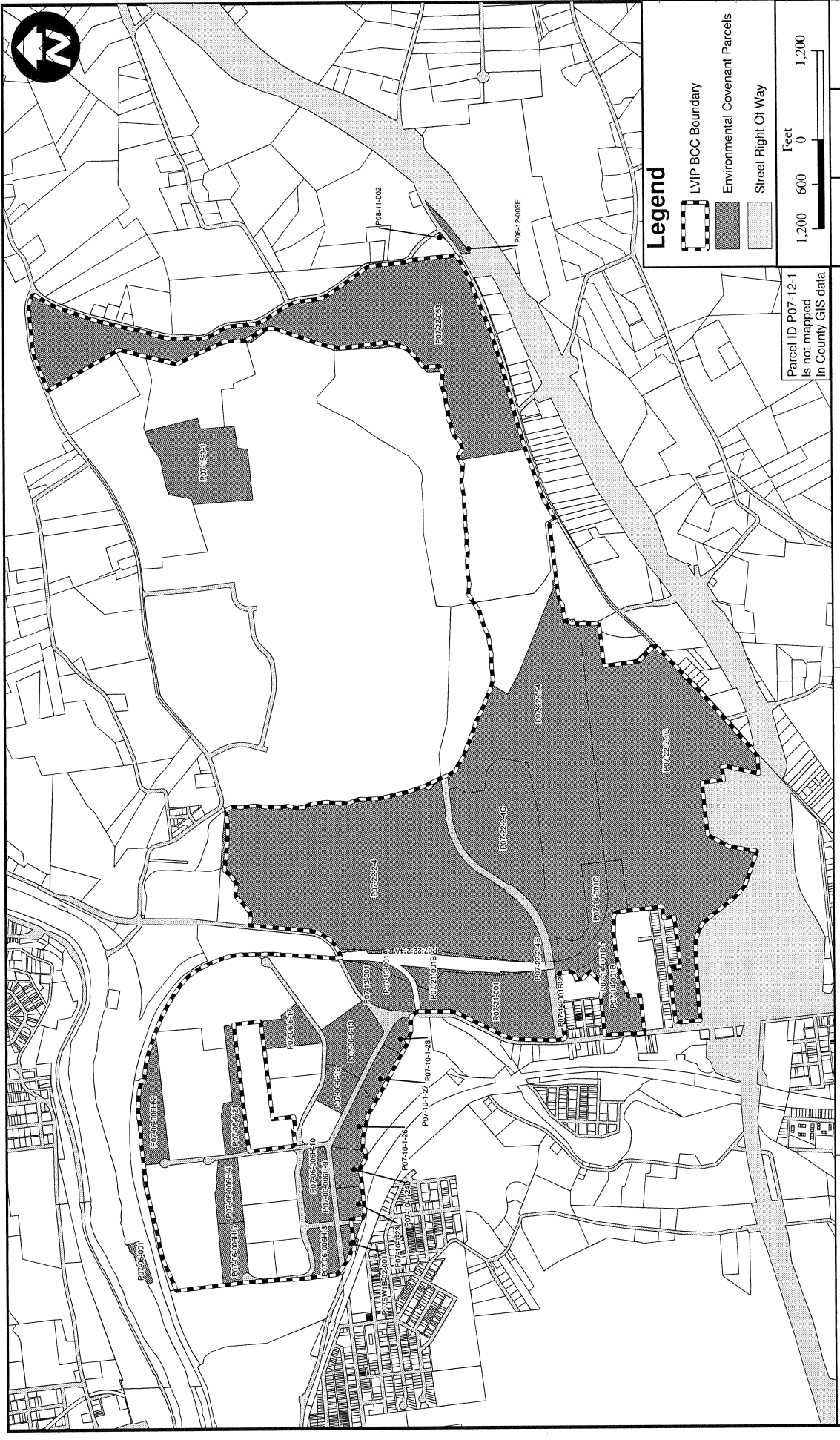
## EXHIBIT A

### Description of the Property

P7 10 1-23 – 1620 4th Street, City of Bethlehem  
P7 10 1-24 – 1744 4th Street, City of Bethlehem  
P7 10 1-26 – 1900 4th Street, City of Bethlehem  
P7 10 1-27 – 2040 4th Street, City of Bethlehem  
P7 10 1-28 – 2110 4th Street, City of Bethlehem  
P7 12-1 – Hellertown Road, City of Bethlehem  
P7 13-1 – Shimersville Road, City of Bethlehem  
P7 13-1A – Shimersville Road, City of Bethlehem  
P7 14 1B – Commerce Center Blvd., City of Bethlehem  
P7 14 1B-1 – Corporate Campus Drive, City of Bethlehem  
P7 14 1B-2 – Commerce Center Blvd., City of Bethlehem  
P7 14 1C – Commerce Center Blvd., City of Bethlehem  
P7 15 3-1-0704 – Applebutter Road, City of Bethlehem  
P7 15 3-1-0719 – Applebutter Road, Lower Saucon Township  
P7 21 1B – Commerce Center Blvd., City of Bethlehem  
P7 21-1 – Commerce Center Blvd., City of Bethlehem  
P7 22 2-4 – 701 Easton Road, City of Bethlehem  
P7 22 2-4A – Hellertown Road, City of Bethlehem  
P7 22 2-4B – Commerce Center Blvd., City of Bethlehem  
P7 22 2-4C – Easton Road, City of Bethlehem  
P7 22 2-4G – Commerce Center Blvd., City of Bethlehem  
P7 22 54 0204 - 2400 -2800 Commerce Center Blvd, City of Bethlehem  
P7 22 54 0704 - 2400 -2800 Commerce Center Blvd, City of Bethlehem  
P7 22-53 0704– 1355 Easton Road, City of Bethlehem  
P7 22-53 0719 – Applebutter Road, Lower Saucon Township  
P7 6 6-12 - 1920 Spillman Drive, City of Bethlehem  
P7 6 6-13 – 2010 Spillman Drive, City of Bethlehem  
P7 6 6-17 - 2115 Spillman Drive, City of Bethlehem  
P7 6 6-21 – 125 Emery Street, City of Bethlehem  
P7 6 6H-2 – 7 Emery Street, City of Bethlehem  
P7 6 6H-4 – 60 Emery Street, City of Bethlehem  
P7 6 6H-5 – 1535 Spillman Drive, City of Bethlehem  
P7 6 6H-8 – 1550 Spillman Drive, City of Bethlehem  
P7 6 6H-9 – 1610 Spillman Drive, City of Bethlehem  
P7 6 6H-10 – 1720 Spillman Drive, City of Bethlehem  
P7 6-1 – Lehigh RV See M P, City of Bethlehem  
P7SW1B 2 1 – 1540 4th Street, City of Bethlehem  
P8 11-2 – Hellertown Road, Lower Saucon Township  
P8 12-3E – Hellertown Road, Lower Saucon Township

**EXHIBIT B**

**Map of the Property**



Job No.	Date	Exhibit
41406	08/17/10	B

Parcel ID P07-12-1 is not mapped in County GIS data

**Exhibit B  
Environmental Covenant Parcels**

**BETHLEHEM COMMERCE CENTER - LVIP VII  
NORTHAMPTON COUNTY, PENNSYLVANIA**

The Sovereign Building  
609 Hamilton Mall  
Allentown, PA 18101-2111

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ENGISJobs\LVIP\_BCC\GIS\map\_docs\mx\parcels\LVIP\Cov\ExhibitB.mxd