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TOKYO, JAPAN

March 26, 1998

PATRICK DEL DUCA
DIRECT LINE (213) 688-8203
E-MAIL: pdelduca@kelleydrye.com

VIA FACSIMILE: 510/337-9335

Susan L. Hugo
Hazardous Materials Specialist
Environmental Health Services
Environmental Protection
1131 Harbor Bay Parkway, Suite 250
Alameda, CA 94502-6577

Dear Susan:

Attached is a risk management plan in recordable form, revised to conform with the additional request in your letter of March 12, 1998 to Deborah Midanek of Standard Brand Paints. For convenience, I have attached a copy of that letter.

Before taking the definitive step of recording the risk management plan in the real property records, we would appreciate your concurrence that with the benefit of the addition, the risk management plan conforms with your request. To facilitate communication of your concurrence, you could sign or initial below and fax a copy to me at 213/688-8150.

Thank you for your attention to this matter.

Yours truly,

Patrick Del Duca

Concurred:

Name: Date:

ALAMEDA COUNTY
HEALTH CARE SERVICES

AGENCY

DAVID J. KEARS, Agency Director



ENVIRONMENTAL HEALTH SERVICES
ENVIRONMENTAL PROTECTION (LOP)
1131 Harbor Bay Parkway, Suite 250
Alameda, CA 94502-6577
(510) 567-6700
FAX (510) 337-9335

March 12, 1998

Ms. Deborah Midanek
Standard Brands Paints
Solomon Asset Management
1981 N. Broadway, Suite 325
Walnut Creek, California 94596

RE: Case Closure - Former Standard Brands (STID #5406)
4343 San Pablo Avenue, Emeryville, CA 94608

Dear Ms Midanek:

This agency has completed review of the "First Quarter 1998 Monitoring Report and Request for Site Closure", dated March 2, 1998, prepared and submitted by Waterstone Environmental for the above referenced site.

Based on this review, this agency will proceed with site closure provided the following issues are met:

1. The risk management plan submitted with the above mentioned report must include notification of changes in land us to this agency.
2. Proof of recordation of the risk management plan must be submitted.
3. Groundwater monitoring well (MW-3) on Emery Street must be properly decommissioned. A report documenting the closure of well MW-3 must be submitted to this agency prior to issuance of the site closure letter.

If you have any questions concerning this letter or the subject site, please contact me at (510) 567-6780.

Sincerely,

Susan L. Hugo
Hazardous Materials Specialist

c: Mee Ling Tung, Director, Environmental Health
Dick Pantages, Chief, Environmental Protection Division
Ravi Arulanantham, San Francisco Bay RWQCB
Stephen Hill, San Francisco Bay RWQCB
Cliff Davenport, Waterstone Environmental, 2712 Rawson St., Oakland, CA 94619
SH / files

**RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:**

STANDARD BRANDS PAINT CO.,
c/o Kelley Drye & Warren LLP
515 South Flower Street, #1100
Los Angeles, California 90071
Attention: Patrick Del Duca, Esq.

(SPACE ABOVE THIS LINE FOR RECORDER'S USE ONLY)

RISK MANAGEMENT PLAN

The Alameda County Department of Environmental Health (ACDEH) requested that this Risk Management Plan (RMP) be prepared for this property, which was the subject of a soil and groundwater investigation and risk assessment, completed in June 1997.

RISK MANAGEMENT

1. This document should be recorded in the Real Property Records of Alameda County and a copy of this RMP should be provided to the City of Emeryville Planning/Building Department for its records.

2. **NOTICE OF CHANGE IN LAND USE FOR THIS PROPERTY SHOULD BE SENT TO:**

**ALAMEDA COUNTY HEALTH CARE SERVICES AGENCY
ENVIRONMENTAL HEALTH SERVICES
ENVIRONMENTAL PROTECTION (LOP)
1131 HARBOR BAY PARKWAY, SUITE 250
ALAMEDA, CA 94502**

3. Care should be exercised to not create a vertical conduit between shallow (<20-25 feet deep) and deeper (>30 feet deep) groundwater.

4. The shallow groundwater beneath the property should not be used for any purpose, unless analyzed and treated if necessary. If water is proposed for use, appropriate notice shall be given to the ACDEH.

5. Due to the detection of motor oil in shallow soils at five feet below ground surface outside the existing building's main door, construction site workers who may handle soils in this area during future construction activities should take appropriate precautions. A health and safety plan should be prepared that requires Level D protection for all workers as per Occupational Health and Safety Administration (OSHA) rules (29 CFR 1910.120), as amended. Level D protection should include appropriate gloves, work clothes, boots and hard hat, if required. In the unlikely event that groundwater is encountered during construction activities, direct contact with the groundwater should be avoided.

6. If soils are generated during construction activities, a soil management plan governing sampling of those soils to determine disposal or reuse options should be developed and submitted to ACDEH. If it becomes necessary to evacuate any groundwater during construction activities, such groundwater should be stored in temporary containers and analyzed for disposal options.

7. Any impacted soils not overlain by concrete or asphalt (*i.e.*, landscaped areas) should be covered as part of Site development with a minimum cover of 18 inches of clean topsoil.

STANDARD BRANDS PAINT CO.,
a California corporation

By: _____
Deborah Hicks Midanek
Chief Executive Officer

EXHIBIT A
Property Description

PARCEL 1:

PORTION OF THE LAND SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP, FILED MAY 14, 1883 IN BOOK 4 OF MAPS, AT PAGE 13 IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY, DESCRIBED AS FOLLOWS:

COMMENCING AT A POINT ON THE WESTERN LINE OF SAN PABLO AVENUE, DISTANT THEREON SOUTHERLY 75 FEET FROM THE SOUTHERN LINE OF 45TH STREET, AS SAID AVENUE AND STREET ARE SHOWN ON SAID MAP; RUN THENCE PARALLEL WITH SAID LINE OF 45TH STREET WESTERLY 102 FEET TO THE ACTUAL POINT OF BEGINNING OF THE PARCEL OF LAND TO BE DESCRIBED AND RUNNING THENCE PARALLEL WITH SAID LINE OF 45TH STREET WESTERLY 18 FEET; THENCE PARALLEL WITH SAID LINE OF SAN PABLO AVENUE NORTHERLY 25 FEET; THENCE PARALLEL WITH SAID LINE OF 45TH STREET EASTERLY 18 FEET; AND THENCE PARALLEL WITH SAID LINE OF SAN PABLO AVENUE SOUTHERLY 25 FEET TO THE ACTUAL POINT OF BEGINNING.

PARCEL 2:

PORTION OF THE LAND SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP, FILED MAY 14, 1883 IN BOOK 4 OF MAPS, AT PAGE 13 IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE WESTERLY LINE OF SAN PABLO AVENUE, DISTANT THEREON NORTH 14° 30' WEST, 423 FEET FROM THE INTERSECTION THEREOF WITH THE NORTHERN LINE OF PARK AVENUE; RUNNING THENCE SOUTH 75° 30' WEST, 125 FEET; THENCE NORTH 14° 30' WEST, 48.12 1/2 FEET; THENCE NORTH 75° 30' EAST, 125 FEET TO SAID WESTERLY LINE OF SAN PABLO AVENUE; THENCE ALONG SAID WESTERLY LINE OF SAN PABLO AVENUE, SOUTH 14° 30' EAST, 48.12 1/2 FEET TO THE POINT OF BEGINNING.

PARCEL 3:

PORTION OF THE LAND SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP, FILED MAY 14, 1883 IN BOOK 4 OF MAPS, AT PAGE 13 IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERN LINE OF SAN PABLO AVENUE DISTANT THEREON NORTH 14° 30' WEST 471.125 FEET FROM THE NORTHERN LINE OF PARK AVENUE; RUNNING THENCE SOUTH 75° 30' WEST 125 FEET; THENCE NORTH 14° 30' WEST 48.125 FEET TO THE NORTHERN LINE OF LAND DESCRIBED IN THE DEED BY OTIS W. ENGS TO THE REALTY SYNDICATE, DATED MAY 26, 1903, RECORDED AUGUST 5, 1903 IN BOOK 888 OF DEEDS, PAGE 476, ALAMEDA COUNTY RECORDS; THENCE ALONG THE LAST NAMED LINE NORTH 75° 30' EAST 125 FEET TO SAID LINE OF SAN PABLO AVENUE; THENCE ALONG THE LAST NAMED LINE SOUTH 14° 30' EAST 48.125 FEET TO THE POINT OF BEGINNING.

PARCEL 4A:

PORTION OF THE LAND SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP, FILED MAY 14, 1883 IN BOOK 4 OF MAPS, AT PAGE 13 IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERN LINE OF SAN PABLO AVENUE DISTANT THEREON SEVENTY-FIVE (75) FEET SOUTHERLY FROM THE POINT OF INTERSECTION THEREOF WITH THE SOUTHERN LINE OF 45TH STREET; RUNNING THENCE WESTERLY AND PARALLEL WITH SAID SOUTHERN LINE OF 45TH STREET ONE HUNDRED AND TWENTY (120) FEET; THENCE SOUTHERLY AND PARALLEL WITH SAID WESTERN LINE OF SAN PABLO AVENUE FIFTY (50) FEET; THENCE EASTERLY AND PARALLEL WITH SAID SOUTHERN LINE OF 45TH STREET ONE HUNDRED AND TWENTY (120) FEET TO THE WESTERN LINE OF SAN PABLO AVENUE; AND THENCE NORTHERLY ALONG SAID WESTERN LINE OF SAN PABLO AVENUE FIFTY (50 FEET TO THE POINT OF BEGINNING).

PARCEL 4B:

PORTION OF THE LAND SHOWN ON THE "MAP OF A PORTION OF COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP, FILED MAY 14, 1883 IN BOOK 4 OF MAPS, AT PAGE 13 IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHERN LINE OF 45TH STREET DISTANT THEREON ONE HUNDRED AND TWENTY (120) FEET WESTERLY FROM THE POINT OF INTERSECTION THEREOF WITH THE WESTERN LINE OF SAN PABLO AVENUE; RUNNING THENCE WESTERLY ALONG SAID LINE OF 45TH STREET FIFTY (50) FEET; THENCE SOUTHERLY AND PARALLEL WITH SAID LINE OF SAN PABLO AVENUE ONE HUNDRED AND TWENTY-FIVE (125) FEET; THENCE EASTERLY AND PARALLEL WITH SAID LINE OF 45TH STREET FIFTY (50) FEET; AND THENCE NORTHERLY AND PARALLEL WITH SAID LINE OF SAN PABLO AVENUE ONE HUNDRED AND TWENTY-FIVE (125) FEET TO THE POINT OF BEGINNING.

PARCEL 5:

BEGINNING AT THE POINT OF INTERSECTION OF THE EASTERN LINE OF EMERY STREET, AS SAID EMERY STREET IS SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP," FILED MAY 14, 1883 IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY, WITH THE NORTHERN BOUNDARY LINE OF THAT CERTAIN PIECE OR PARCEL OF LAND FIRSTLY DESCRIBED IN THAT CERTAIN DEED FROM OTIS W. EGGS TO THE REALTY SYNDICATE, A CORPORATION, DATED MAY 26, 1903, RECORDED AUGUST 5, 1903 IN BOOK 888 OF DEEDS, PAGE 476, ALAMEDA COUNTY RECORDS; RUNNING THENCE ALONG SAID NORTHERN BOUNDARY LINE OF SAID PIECE OR PARCEL OF LAND NORTH 75° 30' EAST 145 FEET; THENCE SOUTH 14° 30' EAST 54 FEET TO THE NORTHERN BOUNDARY LINE OF THAT CERTAIN PIECE OR PARCEL OF LAND DESCRIBED IN THAT CERTAIN DEED FROM THE REALTY SYNDICATE, A CORPORATION, TO P. W. MOREHOUSE, DATED DECEMBER 14, 1912, RECORDED DECEMBER 27, 1912 IN BOOK 2104 OF DEEDS, PAGE 203, ALAMEDA COUNTY RECORDS; THENCE ALONG SAID NORTHERN BOUNDARY LINE OF SAID PIECE OR PARCEL OF LAND SOUTH 75° 30' WEST 145 FEET TO SAID EASTERN LINE OF SAID EMERY STREET, IF EXTENDED SOUTHERLY AND THENCE ALONG SAID EASTERN LINE OF SAID EMERY STREET IF EXTENDED SOUTHERLY NORTH 14° 30' WEST 54 FEET TO THE POINT OF BEGINNING.

BEING PORTIONS OF PLOTS 6 AND 38, AS SAID PLOTS ARE SHOWN ON THE "MAP OF THE RANCHOS OF VINCENTE & DOMINGO PERALTA, CONTAINING 16970.68 ACRES, SURVEYED BY JULIUS KELLERSBERGER", ETC., FILED JANUARY 21, 1857, IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY.

PARCEL 6:

BEGINNING AT A POINT ON THE WESTERN LINE OF SAN PABLO AVENUE, DISTANT THEREON 50 FEET SOUTHERLY FROM THE POINT OF INTERSECTION THEREOF, WITH THE SOUTHERN LINE OF 45TH STREET; RUNNING THENCE WESTERLY AND PARALLEL WITH SAID SOUTHERN LINE OF 45TH STREET, 102 FEET; THENCE SOUTHERLY AND PARALLEL WITH SAID WESTERN LINE OF SAN PABLO AVENUE, 25 FEET; THENCE EASTERLY AND PARALLEL WITH SAID SOUTHERN LINE OF 45TH STREET, 102 FEET TO THE WESTERN LINE OF SAN PABLO AVENUE; AND THENCE NORTHERLY ALONG SAID WESTERN LINE OF SAN PABLO AVENUE, 25 FEET TO THE POINT OF BEGINNING.

BEING A PORTION OF THE LAND SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND, TOWNSHIP", FILED MAY 14, 1883, IN BOOK 4 OF MAPS, PAGE 13, IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY.

PARCEL 7:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTHERN LINE OF 45TH STREET WITH THE EASTERN LINE OF EMERY STREET, RUNNING THENCE EASTERLY ALONG SAID LINE OF 45TH STREET ONE HUNDRED (100) FEET; THENCE AT RIGHT ANGLES SOUTHERLY ONE HUNDRED TWENTY-FIVE (125) FEET; THENCE AT RIGHT ANGLE WESTERLY ONE HUNDRED (100) FEET TO THE EASTERN LINE OF EMERY STREET; AND THENCE NORTHERLY ALONG SAID LAST NAMED LINE ONE HUNDRED TWENTY FIVE (125) FEET TO THE POINT OF BEGINNING.

BEING A PORTION OF THE COGGESHALL TRACT AS THE SAME IS SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT LYING WEST OF SAN PABLO AVENUE, OAKLAND, TOWNSHIP", FILED MAY 14, 1883, IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY.

PARCEL 8:

BEGINNING AT A POINT ON THE SOUTHERN LINE OF 45TH STREET DISTANT THEREON 80 FEET WESTERLY FROM THE POINT OF INTERSECTION THEREOF WITH THE WESTERN LINE OF SAN PABLO AVENUE; RUNNING THENCE AT RIGHT ANGLES SOUTHERLY 50 FEET; THENCE AT RIGHT ANGLES WESTERLY 40 FEET; THENCE AT RIGHT ANGLES NORTHERLY 50 FEET TO SAID LINE OF 45TH STREET; THENCE EASTERLY ALONG SAID LINE OF 45TH STREET 40 FEET TO THE POINT OF BEGINNING.

BEING A PORTION OF THE COGGESHALL TRACT, AS SAID TRACT IS SHOWN ON THE "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, OAKLAND TOWNSHIP," FILED MAY 14, 1883, IN BOOK 4 OF MAPS AT PAGE 13, IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY.

PARCEL 9:

BEGINNING AT THE POINT OF INTERSECTION OF THE SOUTHERN LINE OF 45TH STREET WITH THE WESTERN LINE OF SAN PABLO AVENUE, AS SAID STREET AND AVENUE ARE SHOWN ON THE MAP HEREINAFTER REFERRED TO; RUNNING THENCE SOUTHERLY ALONG SAID LINE OF SAN PABLO AVENUE 50 FEET; THENCE AT RIGHT ANGLES WESTERLY 80 FEET; THENCE AT RIGHT ANGLES NORTHERLY 50 FEET TO THE SAID LINE OF 45TH STREET; THENCE EASTERLY ALONG SAID LINE OF 45TH STREET, 80 FEET TO THE POINT OF BEGINNING.

BEING A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE, AS DELINEATED AND SO DESIGNATED UPON THAT CERTAIN "MAP OF A PORTION OF THE COGGESHALL TRACT, LYING WEST OF SAN PABLO AVENUE" FILED MAY 14, 1883, IN LIBER 4 OF MAPS, PAGE 13, IN THE OFFICE OF THE COUNTY RECORDER OF ALAMEDA COUNTY.

ASSESSOR'S PARCEL NOS.:

- 49-1027-11-1 (AFFECTS PARCELS ONE AND SIX)
- 49-1027-14 (AFFECTS PARCEL TWO)
- 49-1027-13 (AFFECTS PARCEL THREE)
- 49-1027-8-2 (AFFECTS PARCELS FOUR A AND FOUR B)
- 49-1027-23 (AFFECTS PARCEL FIVE)
- 49-1027-7 (AFFECTS PARCEL SEVEN)
- 49-1027-9 (AFFECTS PARCEL EIGHT)
- 49-1027-10 (AFFECTS PARCEL NINE)

CALIFORNIA ALL-PURPOSE KNOWLEDGEMENT

STATE OF CALIFORNIA)
)
COUNTY OF LOS ANGELES)

On _____, before me, _____, Notary Public,
personally appeared _____,

personally known to me - **OR** - proved to me on the basis of satisfactory evidence to be the person(s) whose names(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

SIGNATURE OF NOTARY

OPTIONAL

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RISK MANAGEMENT PLAN
TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

SIGNER IS REPRESENTING:
(NAME OF PERSON(S) OR ENTITY(IES))
STANDARD BRANDS PAINT CO.

SIGNER(S) OTHER THAN NAMED ABOVE