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April 28, 2006

RECEIVED

By loprojectop at 8:29 am, May 01, 2006

Jerry Wickham
Alameda County Health Care Services Agency
Environmental Health Services, Environmental Protection
1131 Harbor Bay Parkway, Suite 250
Alameda, California 94502-6577

**Subject: Fuel Leak Case No. RO0002900, Site Investigation Workplan,
700 Independent Road, Oakland, California**

Dear Mr. Wickham,

Attached is a workplan titled *Site Investigation Work Plan, 700 Independent Road, Oakland, California* and prepared by Kleinfelder Inc. on behalf of Equity Office Properties - Industrial Portfolio, LLC. The workplan is being submitted to Alameda County Health Care Services Agency, Environmental Health Services pursuant to your request in a letter to Mr. Peter A. McGing dated February 24, 2006.

I declare, under penalty of perjury, that the information and / or recommendations contained in the attached document is true and correct to the best of my knowledge.

Sincerely,
Equity Office Properties - Industrial Portfolio, LLC

Peter A. McGing, P.E.
Vice President – Investments Engineering

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By lopprojectop at 8:29 am, May 01, 2006

**SITE INVESTIGATION WORK PLAN
700 INDEPENDENT ROAD
OAKLAND, CALIFORNIA**

April 28, 2006

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other than the client for the specific project.***

Prepared for:

Mr. Peter A. McGing
EOP – Industrial Portfolio, L.L.C.
Two North Riverside Plaza, Suite 2100
Chicago, IL 60606

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By loprojectop at 8:29 am, May 01, 2006

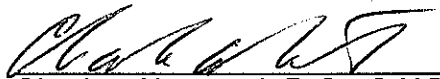
**SITE INVESTIGATION WORKPLAN
700 INDEPENDENT ROAD
OAKLAND, CALIFORNIA**

File No.: 54504/3

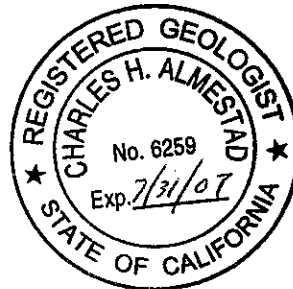
Prepared by:



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April 28, 2006

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Plate 2	Site Plan: Overall
Plate 3	Proposed Soil Boring Locations

1.0 INTRODUCTION

Kleinfelder Inc. (Kleinfelder) prepared this work plan on behalf of Equity Office Properties – Industrial Portfolio, L.L.C. (EOP) to perform a site investigation at 700 Independent Road in Oakland, California (Site) (Plate 1). This work plan describes the objectives, tasks and methods for performing an investigation in the immediate vicinity of the former underground storage tank (UST), product pipeline, associated piping, former dispenser and vent pipe. The proposed work includes advancement of soil borings and collection and analysis of soil and groundwater samples. This work plan was prepared in response to the February 24, 2006 letter from the Alameda County Health Care Services Agency (ACHCSA) to EOP requesting a work plan for site assessment.

1.1 OBJECTIVES AND SCOPE OF WORK

The objectives of the investigation are:

- Assess the horizontal extent of petroleum hydrocarbon-impacted soil and groundwater at the Site;
- Obtain soil and groundwater samples for laboratory analysis; and
- Evaluate whether remedial action is necessary.

To meet these objectives the following scope of work will be implemented.

- Soil sampling and chemical analysis;
- Grab groundwater sampling and chemical analysis; and
- Preparation of an investigation summary report.

2.0 BACKGROUND INFORMATION

2.1 SITE DESCRIPTION

The 700 Independent Road property is located in Oakland, California (Site). The Site is about five acres in size and is situated in an industrial area about 1,000 feet north of the McAfee Stadium (Plates 1 and 2). The Site is occupied by a one-story warehouse building, a parking lot and a railroad spur. A loading dock and a small building used as a kitchen by the property tenants are also on the Site. The facility has been used for warehousing since the 1950's. Currently the site is occupied by Eagle Bag Company that manufactures bags and warehouses them on site. The near surface soils are reportedly clay and silty clay and groundwater is anticipated to exist at greater than about 8 – 10 feet below ground surface (bgs).

2.2 UST REMOVAL SUMMARY

A prospective purchaser of the 700 Independent Road property discovered the presence of petroleum hydrocarbons in soil and groundwater near the loading dock on the subject property. As a follow up to this discovery, Kleinfelder searched regulatory agency records, performed a geophysical survey and identified the presence of a UST and associated piping in the vicinity of the loading dock. Kleinfelder then removed and disposed of one 1,100-gallon underground UST under permit with the City of Oakland on August 17, 2005. Backfilling and compaction followed on September 15 and 16, 2005. A report was prepared by Kleinfelder titled *Underground Storage Tank Removal Report, 700 Independent Road, Oakland, California* and submitted to the City of Oakland Fire Department on November 1, 2005. The report documented the UST removal and site investigation activities that preceded it. Given the concentrations of petroleum hydrocarbons present, the Fire Department referred the site to ACHCSA for regulatory closure oversight. On February 24, 2006 ACHCSA sent EOP a letter requesting a workplan for a site investigation.

The UST was found at about four foot depth in the location shown in Plate 3. A product pipeline was observed in the excavation about a foot below the top of the excavation. The product line from the tank had previously been traced using surface geophysical

methods under the block building (under a kitchen area) to an exterior corner between the block building and the main warehouse building. At this location a pedestal was observed where a fuel dispenser is believed to have existed in the past. A vent line was observed up the side of the warehouse building and through the overhang of the warehouse roof. The product and vent lines were left in place when the tank excavation was backfilled. The depth of the product and vent pipelines below the floor of the block building is not known. No excavation activities other than those required to sample soil were performed in the vicinity of the dispenser during UST removal work.

Petroleum hydrocarbon impacted soil was observed below a depth of about 4-5 feet during tank removal activities. No ground water was encountered in the eight foot excavation. Soil samples collected from below the tank on each end (8 foot depth bgs) were found to contain total petroleum hydrocarbons as gasoline (TPHg) at 877 and 236 mg/kg and total petroleum hydrocarbons as diesel (TPHd) at 5090 and 9.46 mg/kg. TPHg and TPHd were detected in soil at one foot depth in the vicinity of the dispenser at 0.185 and 246 mg/kg, respectively. A soil boring (B-8) drilled by Golder Associates for the perspective purchaser of the property about 15 feet north of the UST was also found to contain TPHg and TPHd in soil at 51-210 and 5.9-25 mg/kg, respectively; and in ground water at 54 and 7.4 mg/l, respectively. Benzene was detected at 9.8 mg/l in Golder boring B-8 in ground water. No benzene was detected in soil samples collected beneath the UST or the dispenser. No ground water was encountered in the tank excavation. All of the analytical results are documented in the UST Removal Report.

3.0 FIELD ACTIVITIES

This section describes the field activities related site to the site investigation. The following topics are discussed in this section:

- Field Preparation Activities
- Direct Push and Hand Auger Soil Sampling
- Grab Groundwater Sampling
- Decontamination of Sampling Equipment
- Investigation-Derived Waste Management

The project activities will be conducted under the supervision of a California Professional Geologist (P.G.) or Professional Engineer (P.E.). Kleinfelder will only contract with state-licensed drillers and analytical laboratories.

The proposed work to be performed at the Site consists of the following tasks:

- Advance nine soil borings to approximately 13 to 15 feet below ground surface (bgs) in a grid pattern as shown in Plate 3 to assess the horizontal extent of soil and ground water impacts.
- Advance one soil boring to approximately 13 to 15 feet bgs in the vicinity of the former dispenser to assess soil and ground water conditions in this area.
- Collect one soil sample per boring in the capillary fringe within each boring for chemical analyses.
- Collect one grab ground water sample from each boring for chemical analyses.
- Advance two soil borings by hand to a maximum depth of five feet along the pipeline to the dispenser and collect one soil sample from each for chemical analysis.
- Analyze the soil and ground water samples for petroleum hydrocarbons of interest.
- Collect additional soil samples for chemical analysis, if deemed necessary, based on field indicators, such as an organic vapor analyzer (OVA).

3.1 FIELD PREPARATION ACTIVITIES

Kleinfelder will prepare and submit a permit application to advance the soil borings and clear boring locations before drilling. The permitting and clearance activities include:

- Prepare and submit an application for a permit to advance environmental soil borings to ACHCSA. The application will include proposed boring specifications, a detailed site map, a site safety plan and the appropriate fees;
- Kleinfelder will visit the site and mark the locations of the proposed borings with white paint. Underground Service Alert will be notified a minimum of 48 hours prior to the initiation of the drilling activities.
- Kleinfelder will retain a private utility location company to clear the proposed boring locations.

3.2 DIRECT-PUSH AND HAND AUGER SOIL SAMPLING

The direct-push soil boring method involves the use of a truck-mounted hydraulic or percussion drive-point rig with dual-wall drilling capabilities. The dual-wall capabilities prevent collapse of the borehole during removal of the sampler. A hand auger will be advanced 4 feet bgs, which will decrease the risk of impacting underground utilities. The direct-push boring will be advanced in the hand-auger-cleared hole. Soil samples will be continuously collected for geologic logging by an experienced Kleinfelder geologist, in accordance with the Unified Soil Classification System. The dual-wall direct-push rods will be advanced and a soil sample will be collected using a sample barrel lined with stainless steel or acetate liners. At least one soil sample will be collected from each of the ten borings within the capillary fringe and submitted to a laboratory for chemical analysis. The anticipated soil sampling depth is 8 to 10 feet bgs. Additional samples will be collected from depths where field indicators, such as an organic vapor analyzer, indicate impacts. Sample liners designated for laboratory analysis will be removed, and the ends will be covered with Teflon[®] sheets and capped with plastic end caps. The samples collected for laboratory analysis will be appropriately labeled and placed in a cooler with ice for transport to the laboratory following chain-of-custody protocol.

Borings advanced to collect soil samples from the vicinity of the product pipeline will be drilled using a hand auger. A hand auger will be used to advance the boreholes to about three feet below ground surface. A slide hammer soil sampler will then be used to collect the soil samples in clean unused brass or stainless steel tubes. The ends of the sample tubes will be covered with Teflon[®] sheets and capped with plastic end caps. Then the samples collected for laboratory analysis will be labeled and placed in a cooler with ice for transport to the laboratory following chain-of-custody protocol. Concrete coring will be performed to expose the soil within the block building.

3.3 GRAB GROUNDWATER SAMPLING

During this investigation grab groundwater samples will be collected from each of the ten borings at a depth of approximately 10 to 13 feet bgs (Plate 2). The grab groundwater samples will be collected following soil sampling described above.

Once the dual-wall, direct-push rods are advanced to about 13 feet bgs, the inner rod will be removed, and a 3/4-inch-diameter slotted polyvinyl chloride (PVC) pipe will be inserted to the bottom of the boreholes. Next, the outer rod will be retracted approximately 2 feet allowing groundwater to enter the slotted PVC pipe. If sufficient water does not enter the casing, the boring may be extended to 15 feet bgs. The grab groundwater samples will be collected through the PVC pipe with a 0.5-inch disposable bailer.

Grab groundwater samples collected for analysis will be placed in appropriate containers provided by the analytical laboratory, labeled, and placed into Ziploc[™] plastic bags. The samples will then be placed in a cooler with ice for transport to the laboratory following chain-of-custody protocol. The ground water samples for metals analyses will be collected in a laboratory provided bottle without preservative for filtering in the laboratory.

Following the grab groundwater sampling, the PVC pipes will be withdrawn from the boreholes and discarded. The boring will be sealed using a tremie pipe from the bottom to ground surface with neat cement grout (one 94-pound sack of Portland cement to approximately 5 gallons of water).

3.4 ANALYTICAL PARAMETERS AND METHODS

Soil and groundwater samples will be analyzed by a laboratory certified by the California Department of Health Services (DHS) Environmental Laboratory Accreditation Program (ELAP) for the specified analyses.

Each of the soil and groundwater samples will be analyzed for the following constituents:

- TPH as gasoline by EPA Test Method 8015-M;
- TPH as diesel (with silica gel cleanup) by EPA Test Method 8015M;
- Benzene, Toluene, Ethylbenzene, Xylenes (BTEX) by EPA Test Method 8260;
- Methyl tertiary-Butyl Ether (MTBE) by EPA Test Method 8260; and
- LUFT5 Metals (filtered in the lab) by EPA Test Method SW6010B

3.5 DECONTAMINATION OF SAMPLING EQUIPMENT

Prior to performing field activities, the sampling equipment will be pre-cleaned. All sampling equipment will be decontaminated prior to collecting each soil sample. The decontamination procedures will include: (1) removal of gross contamination by scraping, pulling or brushing (as necessary) followed by a tap water rinse; (2) Liquinox™ or equivalent equipment wash; (3) tap water rinse; and (4) deionized water rinse.

3.6 INVESTIGATION-DERIVED WASTE MANAGEMENT

Investigation-derived waste (IDW), such as decontamination rinsate fluids and soil cuttings will be separately drummed and temporarily held at the Site in labeled, U.S. Department of Transportation-approved, 55-gallon steel drums for appropriate and subsequent disposal following receipt of analytical data.

4.0 QUALITY ASSURANCE/QUALITY CONTROL

4.1 FIELD PROCEDURES

Field quality assurance/quality control (QA/QC) procedures will be documented by two indirect means: field documentation and QA/QC sample collection and analysis.

4.1.1 FIELD DOCUMENTATION

The following five formats are used to document the implementation of field activities:

- Daily field report;
- Field data sheets;
- Photodocumentation record;
- Sample labels; and
- Chain-of-custody form.

4.1.2 DAILY FIELD REPORT

All field data will be recorded in a logbook or daily filed report forms while in the field. Recorded data will include soil boring specifications, and sample-collection information including sample date, time, location, client, analytical methods, samplers' initials, and the name and address of the laboratory. In addition, any other pertinent information, such as conversations with concerned parties (site custodians, regulatory agency personnel) or descriptions of anomalous conditions will be recorded.

4.1.3 FIELD DATA SHEETS

Field data sheets will be completed in the field to document field activities. The data sheets will include: daily field reports and geologic boring logs.

4.1.4 PHOTODOCUMENTATION RECORD

Photographs will be used to document all phases of the field activities. These photographs will be logged and placed into the report, as appropriate.

4.1.5 SAMPLE LABELS

Sample labels will be completed in waterproof ink at the time of sample collection and before the sample is placed into the cooler. The following information will be included on the sample label: sample number, date and time, sample location and client, analysis and laboratory, preservative, samplers' initials, and project number.

4.1.6 CHAIN-OF-CUSTODY

A chain-of-custody record will be completed as soil and groundwater samples are collected. The record will be checked for completeness at the end of each day samples are collected and signed. It will then be hand-delivered with the samples to the laboratory. Information on the chain-of-custody record will include: sample date and time, sample ID and location, matrix, number of containers, required analyses, preservative, turnaround time, project manager's name, project number, project name and location, client and laboratory names, and sampler signatures.

4.1.7 FIELD QA/QC SAMPLE COLLECTION AND ANALYSIS

QA/QC samples will be collected during field sampling activities. These QA/QC samples will include duplicate samples and trip blanks, as appropriate. One duplicate sample will be collected during grab groundwater sampling to provide a quantitative measure of the precision of the overall sampling and analysis process.

4.2 LABORATORY QUALITY ASSURANCE/QUALITY CONTROL

All analytical testing will be performed by a Cal/EPA ELAP-accredited hazardous-waste fixed-base laboratory. The laboratory will be responsible for maintaining custody of the samples, and for maintaining all associated records documenting that custody. Upon receipt of the samples, the laboratory will check the original chain-of-custody documents and compare them with the labeled contents of each sample container for accuracy and traceability. Kleinfelder will review laboratory QC documentation as provided with analytical results to look for any irregularities.

5.0 REPORT PREPARATION

Following completion of the site investigation and receipt of the analytical results of soil and groundwater samples, a Site Investigation Report will be prepared to document the activities, findings, conclusions, and recommendations. The report will include:

- Introduction, purpose and objectives of the investigation;
- Background information;
- Site description including surface features, soil, and geology;
- Description of the horizontal extent of petroleum hydrocarbons in soil and groundwater at the Site;
- Presentation of soil and groundwater analytical results (tables and plates) in the context of regulatory agency action levels and guidelines;
- Certified laboratory analytical reports and chain-of-custody records;
- Description of field and laboratory QA/QC procedures;
- Boring logs; and
- Conclusions and recommendations.

The investigation and the report preparation will be conducted under the direct supervision of and will be signed by a California P.G. or P.E.

6.0 SCHEDULE

Kleinfelder will begin implementation of this workplan as soon as approval has been granted by ACHCSA. The field preparation activities will be completed first, including securing the required permits and approvals from regulatory agencies. Kleinfelder will then schedule the utility clearance and drilling subcontractors. The actual fieldwork is anticipated to take one week followed by one to two weeks for chemical analysis. The report will be prepared for submittal to ACHCSA three weeks following receipt of chemical analytical data. Collectively the work will be completed nine weeks following approval of the work plan.

7.0 HEALTH AND SAFETY

A site specific Health and Safety Plan (HASP) will be prepared in general accordance with Federal OSHA and California Department of Safety and Health (DOSH) requirements outlined in 29 CFR Part 1910.120[jj]; Title 8, CCR, Section 5192.

The site-specific HASP provides general guidelines for decision points in site safety planning, and will establish personnel protection standards and mandatory safety practices and procedures. The HASP will cover the following subjects:

- Emergency contacts to be used in the event of an accident or exposure;
- Description of site hazards, both physical and chemical;
- On-site monitoring and personnel protection;
- Project team organization and responsibilities;
- Site control measures;
- Decontamination procedures; and
- Training and medical monitoring requirements for personnel.

The HASP will be prepared prior to initiation of field activities. The provisions of the HASP will be mandatory for onsite personnel.

8.0 LIMITATIONS

The scope of services described here is not intended to be inclusive, to identify all potential concerns, or to eliminate the possibility of environmental problems. Within current technology, no level of assessment can show conclusively that a property or its structures are completely free of contaminated and/or hazardous substances. Therefore, Kleinfelder cannot offer a certification that the recommendations made in this report will clear the property of environmental liability.

This report may be used only by the client and only for the purposes stated, within a reasonable time from its issuance, but in no event later than one year from the date of the report. Land use, site conditions (both on- and off-site) or other factors may change over time, and additional work may be required. Any party other than the client who wishes to use this report shall notify Kleinfelder of such intended use. Based on the intended use of the report, Kleinfelder may require that additional work be performed and that an updated report be issued. Non-compliance with any of these requirements by the client or anyone else will release Kleinfelder from any liability resulting from the use of this report by any unauthorized party and client agrees to defend, indemnify, and hold harmless Kleinfelder from any claim or liability associated with such unauthorized use or non-compliance.

Kleinfelder performed the investigative activities and evaluations in accordance with generally accepted standards of care that existed in Northern California at the time the work was performed. No warranty, expressed or implied, is made.

PLATES



SITE



2000 0 2000

APPROXIMATE SCALE (feet)

REFERENCE:
www.mapquest.com, 2005

ATTACHED XREFS: XRef: TB_A--port
 ATTACHED IMAGES: Images: VIC-MAP.jpg

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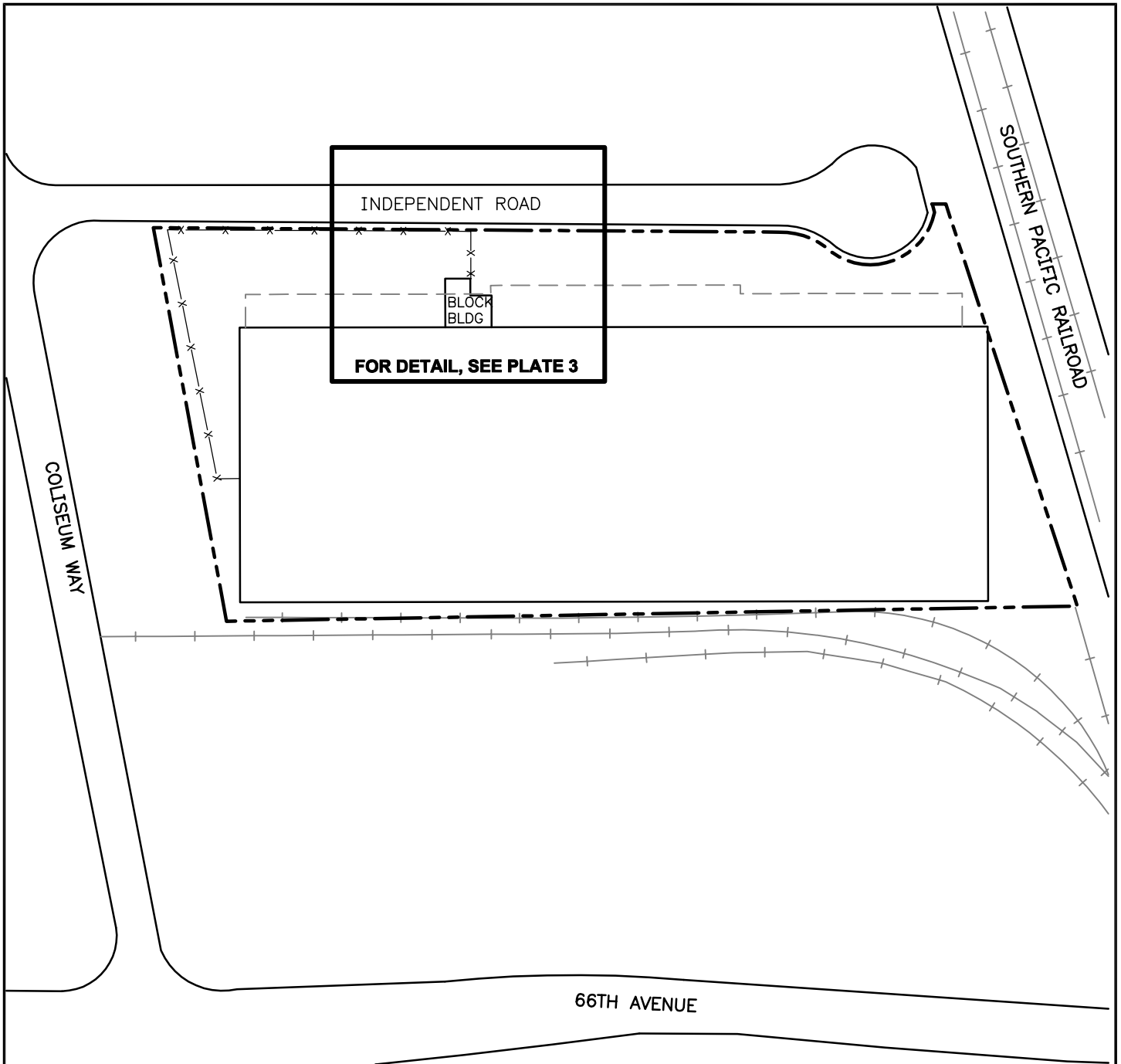
SITE VICINITY MAP

700 INDEPENDENT ROAD
 OAKLAND, CALIFORNIA
 PROJECT NO. 54504-EAA

PLATE

1

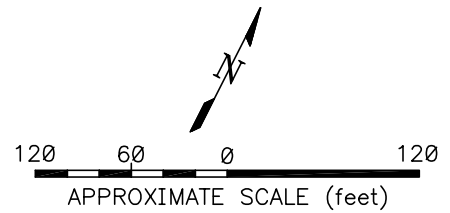
DRAFTED BY: L. Sue	CHECKED BY: E. Harris
DATE: 10/12/05	REVISION DATE: 00-00-02



LEGEND

- PROPERTY BOUNDARY
- FENCE LINE
- LIMITS OF BUILDING OVERHANG

NOTE: Locations are approximate.



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SITE PLAN: OVERALL

700 INDEPENDENT ROAD
 OAKLAND, CALIFORNIA
 PROJECT NO. 54504-3

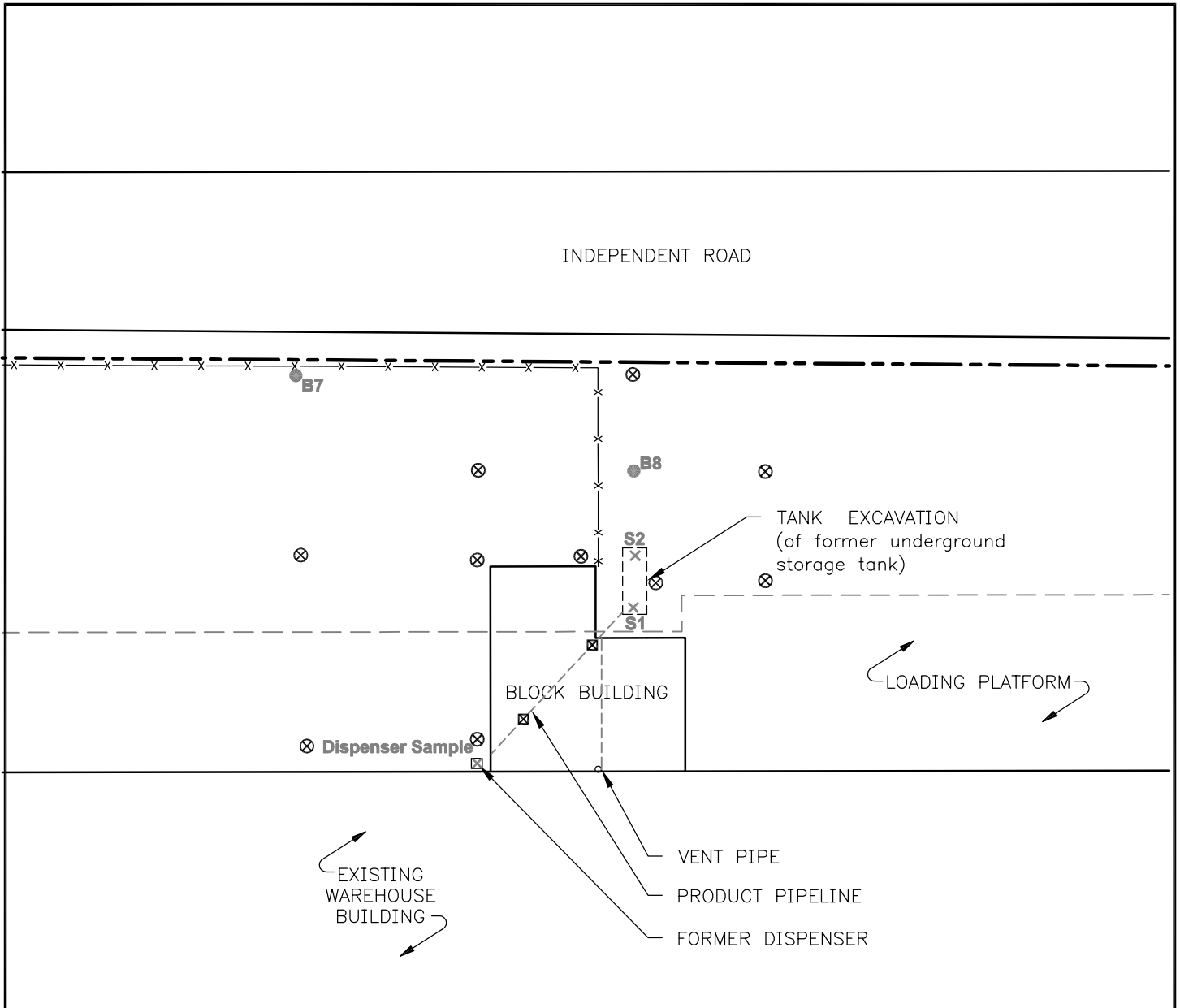
PLATE

2

DRAFTED BY: L. Sue
 DATE: 10/10/05

CHECKED BY: E. Harris
 REVISION DATE:

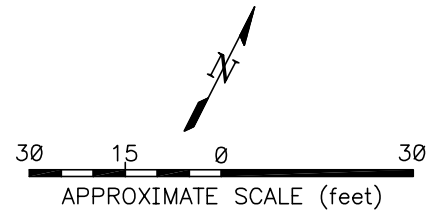
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LEGEND

- PROPERTY BOUNDARY
- *-x-x- FENCE LINE
- - - LIMITS OF BUILDING OVERHANG
- x CONFIRMATION SAMPLE
(collected by Kleinfelder, 17 August 2005)
- SOIL BORING
(by Golder Associates, 17 August 2004)
- ⊗ PROPOSED SOIL BORING (DIRECT PUSH)
- ⊠ PROPOSED SOIL BORING (HAND AUGER)

NOTE: Locations are approximate.



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PROPOSED SOIL BORING LOCATIONS

700 INDEPENDENT ROAD
 OAKLAND, CALIFORNIA
 PROJECT NO. 54504-3

PLATE

3

DRAFTED BY: L. Sue/J. Sala CHECKED BY: E. Harris
 DATE: 04/19/06 REVISION DATE:

ATTACHED XREFS: XRef: TB_A-port
ATTACHED IMAGES: Images: AERIAL.jpg