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September 26, 2007

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, Work Plan for Further Site Investigation, 700 Independent Road, Oakland, California

Dear Mr. Wickham,

Attached is a workplan titled *Site Investigation Work Plan, 700 Independent Road, Oakland, California.* The work plan was prepared by Kleinfelder Inc. on behalf of Equity Office Properties – Industrial Portfolio, LLC. This work plan is being submitted to Alameda Health Care Services Agency, Environmental Health Services pursuant to our request in a letter to Mr. Peter A. McGing dated June 13, 2007.

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, EOP-Industrial Portfolio, LLC

James Soutter Director - Engineering

SITE INVESTIGATION WORK PLAN 700 INDEPENDENT ROAD OAKLAND, CALIFORNIA

September 26, 2007

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A Site Investigation Work-Plan Prepared for:

Mr. James Soutter EOP – Industrial Portfolio, L.L.C. 1740 Technology Drive Suite 150 San Jose, CA, 95110

SITE INVESTIGATION WORKPLAN 700 INDEPENDENT ROAD OAKLAND, CALIFORNIA

File No: 54504/5A

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September 26, 2007

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1.0 INTRODUCTION

Kleinfelder prepared this work plan on behalf of Equity Office Properties – Industrial Portfolio, L.L.C. (EOP) to perform a subsurface investigation at 700 Independent Road in Oakland, California (the Site). The site location is shown in Plate 1. This work plan was prepared in response to the Alameda County Health Care Services Agency (ACHCSA) letter, dated June 13, 2007. The date of submittal for this work plan was changed as approved by the ACHCSA in an email message to Kleinfelder dated August 2, 2007. The ACHCSA requested in the June 13, 2007 letter that EOP further assess the extent of petroleum hydrocarbons to the east of the recently installed monitoring well MW-1. In addition, the ACHCSA requested that EOP implement quarterly groundwater monitoring and to upload the analytical results and investigation reports onto the State Water Quality Control Board (SWQCB) GeoTracker system

This work plan describes the objectives, tasks, methods and schedule for performing the investigations requested by the ACHCSA.

1.1 OBJECTIVES AND SCOPE OF WORK

The objectives of the work outlined in this work plan are to delineate the extent of petroleum hydrocarbons to the east of monitoring well MW-1 and to monitor ground water conditions for a period of one year. The objectives will be met by:

- Advancing three exploratory soil borings to log soils and sample soil and ground water in the borings for chemical analysis.
- Completing the upgradient boring as a monitoring well.
- Preparing an investigation report describing and documenting the methods and results of the investigation, and
- Implementing a quarterly ground water monitoring program.

The investigation report and ground water monitoring reports will be uploaded onto the SWQCB GeoTracker System.

This section presents a brief description of the Site and a summary of previous investigations performed at the Site.

2.1 SITE DESCRIPTION

The Site is located at 700 Independent Road, in an industrial area of Oakland, California, and is approximately five acres in size. The Site is situated approximately 2,000 feet northwest of the McAfee Stadium (Plate 1). A one-story warehouse/manufacturing building, a parking lot and a railroad spur occupy the Site (Plate 2). The Site is currently leased by the Eagle Bag Company, a plastic bag manufacturer. Near surface soils have been reported as clays and silty-clays with sandy inter-beds. Groundwater has been encountered at a depth of approximately 8 to 10 feet below ground surface (bgs).

2.2 PREVIOUS INVESTIGATIONS

Previous environmental work at the Site includes the discovery and removal of an approximately 1,100-gallon capacity UST, and two subsequent subsurface investigations.

2.2.1 UST Discovery and Removal

A subsurface investigation performed for a prospective purchaser of the 700 Independent Road property uncovered the presence of petroleum hydrocarbons in soil and groundwater near the loading dock at the Site. As a follow-up to this discovery, Kleinfelder searched regulatory agency records, performed a geophysical survey and identified a UST and associated piping in the vicinity of the western end of the loading dock.

On August 17, 2005, under permit with the City of Oakland, Kleinfelder removed and disposed of one 1,100-gallon UST. Confirmation samples were collected from the sidewalls and bottom of the excavation pit. The analytical results indicated the presence of petroleum hydrocarbons at concentrations exceeding Regional Water Quality Control Board, San Francisco Bay Region (RWQCB) Environmental Screening

Levels (ESLs). A report describing and documenting the UST removal process and summarizing the analytical results was prepared and submitted to the City of Oakland Fire Department on November 1, 2005.

Given the concentrations of petroleum hydrocarbons present, the Fire Department referred the case to the ACHCSA, which became the lead government agency overseeing remedial actions at the Site. The ACHCSA assigned Fuel Case Number RO0002900 to the Site.

2.2.2 Subsequent Subsurface Investigations

In a letter dated February 24, 2006 the ACHCSA requested that EOP prepare a work plan and carry out an investigation to delineate the extent of petroleum hydrocarbon impacted soil and ground water at the Site. On July 24, 25 and August 10, 2006, Kleinfelder performed a subsurface investigation consisting of the collection and analyses of soil and groundwater samples from thirteen locations in the vicinity of the former UST. The analytical results of the soil samples indicated the presence of Total Petroleum Hydrocarbons as gasoline (TPH-g), benzene and xylenes, at concentrations up to 810 mg/Kg, 3,000 mg/Kg, and 33,000 mg/Kg, respectively.

In groundwater TPH-g and Total Petroleum Hydrocarbons as diesel (TPH-d) were detected at concentrations up to 42,000 micrograms per liter (μ g/L) and 4,190 μ g/L, respectively. Benzene, toluene, ethylbenzene, and xylenes (BTEX) were reported at concentrations up to 13,800 μ g/L, 929 μ g/L, 2,810 μ g/L, and 3,140 μ g/L, respectively. The results of this investigation were summarized in the September 27, 2006 report titled *Site Field Investigation, 700 Independent Road Oakland, California.*

In a letter dated October 6, 2006, the ACHCSA requested that EOP prepare a workplan to further delineate the horizontal and vertical extent of petroleum hydrocarbons at the Site, including a soil vapor survey to assess the potential indoor vapor intrusion into the warehouse; install groundwater monitoring wells within the impacted area; perform a 2,000-foot radius water well survey; identify potential utility pathways, and upload the Site's information into the GeoTracker system.

Between March 4 and 7, 2007, Kleinfelder collected soil, soil-vapor, and groundwater samples, and installed three monitoring wells (MW-1 through MW-3) at the Site. No

chemicals of concern were reported at or above Environmental Screening Levels (ESLs) in soil-vapor samples. In soil and groundwater, the highest petroleum hydrocarbon concentrations were reported in soil boring K-19 and in monitoring well MW-2, both located in the immediate vicinity of the former UST. In the soil sample collected from boring K-19, at a depth of 18-feet to 20- feet, BTEX was reported at 63,000 μ g/Kg, 250,000 μ g/Kg, 310,000 μ g/Kg, and 1,200,000 μ g/Kg, respectively. In addition TPH-g and TPH-d were reported at 12,000 mg/Kg and 588 mg/Kg, respectively. In groundwater from MW-2, TPH-g and benzene were reported at 38,000 μ g/L and 11,600 μ g/L, respectively.

The analytical results for TPH-g and TPH-d in the soil and groundwater samples collected from a boring and monitoring well advanced approximately 70 to 90-feet east from the former UST location, were also found to be elevated. This well and boring were found to be hydraulically side-gradient to the former UST. In soil, TPH-g and TPH-d were reported at 152,000 µg/Kg and 18,700 µg/Kg in boring K-18; and in groundwater TPH-g was reported at 3,300 µg/L in monitoring well MW-1. To the north, west, and south of the former UST the extent of petroleum hydrocarbons in soil and ground water was generally defined. Field activities and analytical results of the investigation were summarized in the May 11, 2007 report titled *Further Site Investigation Report, 700 Independent Road, Oakland, California.*

This section describes the pre-field and field activities associated with the proposed subsurface investigation, including:

- Acquiring a drilling permit from the Alameda County Public Works Agency (ACPW);
- Scheduling an ACPW inspector to oversee the work;
- Contracting a private utility locator to check for the potential presence of utilities at the proposed borehole locations;
- Retaining the services of a drilling company to advance soil borings to collect soil and groundwater samples;
- Advancing three borings to 40 feet bgs with a dual core probe;
- Completing one of the borings as a monitoring well;
- Logging the soil stratigraphy encountered in each borehole;
- Collecting three to four soil samples for chemical analyses from each borehole;
- Collecting grab-groundwater samples for chemical analyses at each saturated zone from each boring;
- Developing the new monitoring well and collect a ground water sample for chemical analysis.

The proposed 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 certified analytical laboratories.

3.1 FIELD PREPARATION ACTIVITIES

Kleinfelder will prepare and submit a permit application to the ACPW for advancing the proposed boreholes and installing a monitoring well. The application will include the

number of proposed borings, a site map showing the locations of the proposed borings and monitoring well, corresponding permit fees, and other required information.

Kleinfelder will mark proposed boring locations with white paint. Underground Service Alert will be notified a minimum of 48 hours prior to the initiation of the drilling activities to provide member agencies notice and alert them to mark the location of their respective utilities, if any. In addition, Kleinfelder will retain the services of a private utility locator to identify onsite utilities and clear locations for drilling.

3.2 SOIL BORING ADVANCEMENT AND WELL INSTALLATION

Kleinfelder will retain the services of a C-57 licensed driller to advance three soil borings to a depth of about 40 feet bgs for collecting soil and groundwater samples. The three borings will be advanced by direct-push using a truck-mounted hydraulic or percussion drive-point rig with dual-wall drilling capabilities. A dual core probe will be used to prevent cross contamination between ground water saturated zones. Two of the borings will be advanced in front of the warehouse dock, approximately 25 feet and 50 feet east of boring K-18, and the third boring will be advanced approximately 35 feet northeast of boring K-18. The proposed locations of the soil borings are shown in Plate 2.

The soils encountered in each boring core will be logged using to the Unified Soil Classification System. The soil in the cores will be screened with an organic vapor analyzer equipped with a photo-ionization detector (PID). Field observations and sample collection depths will be recorded as part of the daily field notes. After soil and ground water samples are collected, the borings will be backfilled from the bottom of the borehole up with neat cement using a tremmie pipe. The neat cement will consist of a mixture of 94-pounds of cement with 5-gallons of water.

One two-inch groundwater monitoring-well will be installed to a depth of 20 to 25 feet, depending on the soils encountered. In order to obtain soil information and soil samples, the well borings will be advanced initially with direct push technology. The borehole for the well will subsequently be drilled with eight inch hollow stem augers in the same location. Field observations and soil sampling will be performed as described for the soil borings. The well will be constructed with up to 10 feet of 2-inch-diameter, schedule 40 polyvinyl chloride (PVC) flush threaded well screen with 0.020-inch slot.

The annular space between the well screen and boring will be backfilled with No. 2/12 Lonestar sand-pack material to 2 feet above the well screen. Upon placement of the filter pack, at a minimum a 2-foot-thick annular seal will be constructed using bentonite pellets hydrated in place with potable water. Cement/bentonite grout will be placed from the bentonite seal to within about one foot of the ground surface. The well will be completed below grade in a traffic-rated well box and fitted with a watertight locking cap.

After the concrete annular seal of the well is allowed to cure for 24 to 48 hours, the wells will be developed to remove fine sediments from the well casing and the sand pack. Well-development will be performed by surging, bailing, and pumping water to remove sediment and turbid water from the well. During purging, measurements of temperature, conductivity, pH, and turbidity will be made at regular intervals. Field measurements and observations will be recorded on well development logs. Well development will continue until one of the following occurs: 1) at least three consecutive measurements of temperature, conductivity and pH are within ten percent of each other; 2) groundwater appears relatively clear; or 3) a maximum of ten well volumes are removed.

Soil cuttings generated during soil-boring advancement will be contained in U.S. Department of Transportation-approved, 55-gallon steel drums. The drums will be labeled and temporarily held at the Site pending disposal determination.

3.3 DECONTAMINATION OF SAMPLING EQUIPMENT

The rods used to advance the soil borings and augers will be steamed cleaned before use on each boring. Waste water and rinsates will be stored in U.S. Department of Transportation-approved, 55-gallon steel drums and temporarily held at the Site pending disposal determination.

3.4 SOIL SAMPLING AND ANALYSIS

Three to four soil samples will be collected for chemical analysis from each boring. At a minimum, soil samples will be collected in acetate liners at approximately 8 to 10 feet bgs, and at 18 to 20 feet bgs, immediately above the top water table of the two saturated zones previously identified. Additional samples will be collected from depths

where field observations, such as stains, odors and/or elevated PID readings, suggest the presence of significant contamination.

Upon sample collection, the ends of the acetate liners with the soil samples will be covered with Teflon[®] sheets and capped with plastic end caps. The samples will be labeled and placed in a chilled cooler with ice, pending transport to a State certified laboratory following chain-of -custody protocols.

Soil samples will be analyzed using the following Environmental Protection Agency (EPA) Methods:

- TPH-g and VOCs, including methyl tert butyl ether (MtBE), using Environmental Protection Agency (EPA) Method 8260,
- TPH-d (with silica gel cleanup) using EPA Method 8015.

3.5 Groundwater Sampling and Analysis

Grab-groundwater samples will be collected from the up to three saturated zones expected to be encountered in each of the borings. The groundwater samples will be retrieved with disposable bailers and stored in laboratory-supplied vials.

A groundwater sample from the monitoring well will be collected after it is developed using new PVC-disposable bailers. The sample will be collected after the well is purged of a minimum three well volumes and when purge water temperature, conductivity, pH, and turbidity readings have stabilized or a maximum of five well volumes have been purged.

The groundwater samples will be contained in laboratory-supplied vials, labeled, and stored in a cooler with ice for transport to a State-certified laboratory, following chain-of - custody protocol. Groundwater samples collected from both, the borings and the groundwater monitoring well will be analyzed using the following EPA Methods:

- TPH-g and VOCs, including methyl tert butyl ether (MtBE), using Environmental Protection Agency (EPA) Method 8260,
- TPH-d (with silica gel cleanup) using EPA Method 8015.

3.6 INVESTIGATION-DERIVED WASTE MANAGEMENT

Investigation-derived waste (IDW), such as soil cuttings and decontamination rinsate fluids, will be contained separately in Unites States Department of Transportation-approved, 55-gallon steel drums. The drums will be labeled and held temporarily at the Site pending waste profiling and arrangements for waste disposal at a permitted facility.

3.7 WELL SURVEYING

Kleinfelder will retain the services of a licensed land surveyor to survey the location and elevation of the monitoring well consistent with GeoTracker requirements. The elevation for the monitoring well head will be determined to plus or minus 0.01 foot vertically.

Quality assurance/quality control (QA/QC) procedures will be followed by Kleinfelder during field activities and by the laboratory during sample analysis.

4.1 QA/QC FIELD PROCEDURES

Field QA/QC procedures will be documented by two means: field records and QA/QC sample collection and analysis.

4.1.1 Field Records

The following five formats will be used for documenting field activities implementation:

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

4.1.2 Daily Field Report

Field activities and observations will be recorded in daily field report forms, and will include the date and weather conditions when fieldwork is being performed; relevant events, such as drilling starting and ending times, as well as the arrival/departure time and conversations with stakeholders, such as inspectors or other government agency personnel. Field notes will also include any anomalies observed in soil, such as stains, odors or high PID readings, and the time and depth samples are collected.

4.1.3 Field Data Sheets

The data sheets will be completed in the field and consist of the geologic boring logs. The logs will describe the soil stratigraphy encountered at each borehole, following the Unified Soil Classification System guidelines. PID readings and any noticeable odor and/or stain, as well as the depths were groundwater is encountered, and the depths and time were samples are collected, will also be recorded.

4.1.4 Photo-documentation Record

Photographs of relevant events will be taken to document field activities.

4.1.5 Sample Labels

Sample labels will be completed in waterproof ink and attached to the samples before they are placed in the pre-chilled cooler. Sample labels will include the following information: sample identification, project number, sample collection date and time, sample location, preservative, and the samplers' initials.

4.1.6 Field QA/QC Sample Collection and Analysis

QA/QC samples will include one trip blank that will be analyzed for volatile organics using EPA method 8260.

4.1.7 Chain-of-Custody

Chain-of-custody (COC) records will be completed and included with the samples for delivery to the selected State certified laboratory. The COC will indicate the date of sample collection, the name of the sampler, sample identification, the time of sample collection, sample matrix, and instructions on the type of analyses to be performed on each sample. The COC will be signed by the sampler.

4.2 LABORATORY QUALITY ASSURANCE/QUALITY CONTROL

All analytical testing will be performed by a California EPA Environmental Laboratory Accreditation Program (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. A Site Investigation Report will be prepared to document field activities and observations, summarize the analytical results of the investigation, and provide conclusions and recommendations based on field observations and analytical results of samples collected during the investigation. The report will include the following sections:

- Introduction: this section will describe the purpose and objectives of the investigation;
- Background: this section will summarize activities and results of previous environmental investigations at the Site;
- Field Activities: this section will summarize the events taking place during the proposed investigation, including sampling locations and analytical methods;
- Analytical results: this section will describe the concentrations at which the chemicals of concern are reported, and how these concentrations compare to established environmental screening levels. For ease of reading, the analytical results will be summarized in tables;
- Conclusions: this section will describe the environmental and regulatory significance of the concentrations of chemical of concern reported in the investigation, and will include recommendations for future action, if deemed necessary.

The following information will be included as Appendices in the Site Investigation Report:

- Certified laboratory analytical reports and chain-of-custody records,
- Copies of permits, and
- Boring logs

Following completion of the report Kleinfelder will upload the reports and supporting documentation into both the ACHCSA and the GeoTracker systems.

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

6.0 SCHEDULE

Kleinfelder will begin scheduling and implementing the activities described in this workplan as soon as we receive approval from the ACHCSA. Field preparation activities will be completed first; including securing required permits and approvals from regulatory agencies; scheduling drilling subcontractors, utility clearance, and inspectors. Fieldwork is anticipated to take approximately one week, followed by one to two weeks for chemical analyses. The report will be prepared in approximately three weeks after receiving the analytical results. Collectively, we anticipate the work described herein and the report will be completed in approximately ten weeks after 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[j]; Title 8, CCR, Section 5192. The site-specific HASP will provide general information on the characteristics of the chemicals of concern expected to be encountered, guidelines for decision points in site safety planning, and 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;
- Personnel protection requirements;
- Project team organization and responsibilities;
- Site control measures;
- Training and medical monitoring requirements for personnel.

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

Kleinfelder prepared this work plan in accordance with generally accepted standards of care that exist in Alameda County at this time. All information gathered by Kleinfelder is considered confidential and will be released only upon written authorization of EOP or as required by law.

Kleinfelder offers various levels of investigation and engineering services to suit the varying needs of different clients. It should be recognized that definition and evaluation of geologic and environmental conditions are a difficult and inexact science. Judgments leading to conclusions and recommendations are generally made with incomplete knowledge of the subsurface conditions present. Although risk can never be eliminated, more-detailed and extensive investigations yield more information, which may help understand and manage the level of risk. Since detailed investigation and analysis involves greater expense, our clients participate in determining levels of service that provide adequate information for their purposes at acceptable levels of risk. More extensive studies, including subsurface investigations or field tests, may be performed to reduce uncertainties. Acceptance of this report will indicate that EOP has reviewed the document and determined that it does not need or want a greater level of service than provided.

During the course of the performance of Kleinfelder's services, hazardous materials may be discovered. Kleinfelder will assume no responsibility or liability whatsoever for any claim, loss of property value, damage, or injury that results from pre-existing hazardous materials being encountered or present on the project site, or from the discovery of such hazardous materials. Nothing contained in this reports should be construed or interpreted as requiring Kleinfelder to assume the status of an owner, operator, generator, or person who arranges for disposal, transport, storage or treatment of hazardous materials within the meaning of any governmental statute, regulation or order. EOP will be solely responsible for notifying all governmental agencies, and the public at large, of the existence, release, treatment or disposal of any hazardous materials observed at the project site, either before or during performance of Kleinfelder's services. EOP will be responsible for all arrangements to lawfully store, treat, recycle, dispose, or otherwise handle hazardous materials, including cuttings and samples resulting from Kleinfelder's services.

Regulations and professional standards applicable to Kleinfelder's services are continually evolving. Techniques are, by necessity, often new and relatively untried. Different professionals may reasonably adopt different approaches to similar problems. As such, our services are intended to provide EOP with a source of professional advice, opinions and recommendations. Our professional opinions and recommendations are/will be based on our limited number of field observations and tests, collected and performed in accordance with the generally accepted engineering practice that exists at the time and may depend on, and be qualified by, information gathered previously by others and provided to Kleinfelder by EOP. Consequently, no warranty or guarantee, expressed of implied, is intended or made.

PLATES



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	KLEINFELDER	1970 Broadway, Suite 710 Oakland, CA 94612-2212 PH. (510) 628-9000 FAX. (510)628-9009 www.kleinfelder.com
	PROPOSED BORING AND MONITORING WELL LOCATIONS	700 INDEPENDENT ROAD OAKLAND, CALFORNIA PROJECT NO. 54504 FILE NAME: PRO_SAMPLE_LOC.dwg
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20 10 0 20 APPROXIMATE SCALE (feet)	DRAWN BY: REVISED BY:	CHECKED BY: DATE: SEPT 2007