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**PHASE I
ENVIRONMENTAL SITE ASSESSMENT
RETAIL AND OFFICE BUILDING
1625 & 1635 CHESTNUT STREET
LIVERMORE, CALIFORNIA**

**ENERCON PROJECT NO. WAMU425 ,
WASHINGTON MUTUAL
AUTHORIZATION # 582469**

Prepared for:

**MR. WAYNE LEUNG
WASHINGTON MUTUAL
17877 VON KARMAN AVENUE, 3RD FLOOR
IRVINE, CA 92614**

November 20, 2007

Prepared by:

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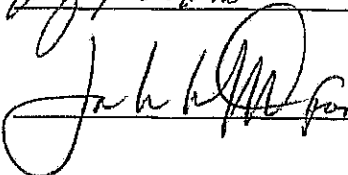
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November 21, 2007

Prepared by: Cory Martini
Environmental Scientist



Reviewed by: Jeff Polasek
Project Manager



We, Enercon Services, Inc. (ENERCON), declare that, to the best of our professional knowledge and belief, we meet the definition of Environmental Professional as defined in 312.10 of 40 CFR 312. We have the specific qualifications based on education, training, and experience to assess a property of the nature, history, and setting of the subject property. We have developed and performed the all appropriate inquiries in conformance with the standards and practices set forth in 40 CFR 312.

DISCLAIMER

This report has been prepared according to the Standards and Practices for All Appropriate Inquiries, Final Rule 40 CFR Part 312, and ASTM's publication titled "Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process," ASTM standard E1527-05. The ASTM Phase I Environmental Site Assessment is the minimum standard for environmental due diligence. This report was prepared under constraints of time and the recommended ASTM scope, and reflects a limited investigation and evaluation. Enercon's investigation was performed using the degree of care and skill ordinarily exercised, under similar circumstances, by professional consultants practicing in this or similar localities and no other warranty, expressed or implied, are made. Enercon does not claim responsibility for any incorrect information that may have been supplied by agencies, organizations, or individuals that may be included in the findings or recommendations of this report. Enercon claims no responsibility for any environmental issues, the detection of which would require examinations beyond the scope of this Phase I Environmental Site Assessment.

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1.0 EXECUTIVE SUMMARY

Enercon Services, Inc. (Enercon) performed a Phase I Environmental Site Assessment of the Retail and Office Building located at 1625 & 1635 Chestnut Street in Livermore, Alameda County, California (subject property). The purpose of the assessment was to identify potential environmental concerns in accordance with the requirements of the Standards and Practices for All Appropriate Inquiries, Final Rule 40 CFR Part 312; and American Society for Testing and Materials (ASTM) Practice E1527-05.

The following is a summary of the findings of the Environmental Site Assessment:

- The subject property was located at 1625 & 1635 Chestnut Street, in the City of Livermore, Alameda County, California. The subject property consisted of two parcels of commercially developed land, totaling approximate 2.34 acres, and located at the southeast corner of the intersection of Chestnut Street and North P Street. The subject property was developed with an approximately 32,400 square-foot retail and office building constructed in 1978. An approximate 1,500 square-foot storage shed, constructed in 1982, was located at the western end of the main building. The retail and office building was occupied by Antrim Construction, Haque Chiropractic, Livermore School of Dance, All Staffing Resources, Octagon Zone, IT Pro, National City Mortgage, Aloha Driving School, and Joann Fabrics and Crafts. The storage shed contained construction materials and equipment for the Antrim Construction Company.
- The subject property was bound to the north by Chestnut Street, beyond which were single-family residences; to the south by a Western Pacific Railroad easement, beyond which were the Granada Bowling Alley and Bank of America buildings; to the east by retail shops in a small strip center; and to the west by North P Street, beyond which was a McDonalds restaurant.
- Based on information obtained through the historical resource review, the subject property was occupied by unidentifiable structures that appeared to be utilized for livestock staging, possibly associated with the adjacent railroad, since at least 1940 until the mid-1950s. A gasoline

service station occupied the northwest corner of the subject property from the mid-1960s and was reportedly removed sometime in the early- to mid-1970s. The current retail and office building has occupied the subject property since 1978.

- Based on information from the historical review, the northern adjoining property has been occupied by rural residences and then a single-family neighborhood since approximately the 1940s. The southern adjoining property was occupied by the Western Pacific Railroad since at least 1940 until present-day, beyond which was occupied by a warehouse from the 1940s to the 1960s, and then commercial buildings from the 1960s to the present. The eastern adjoining property was occupied by vacant, undeveloped land from the 1940s through the early-1960s, and then a commercial/retail building from the 1960s to the present. The western adjoining property was occupied by unidentified structures from at least 1940 until the construction of North P Street by 1965; a commercial building has occupied the property beyond North P Street from the 1990s to present-day.
- The subject property was not listed on the RCRA, CERCLIS or NPL site listings, ERNS list, State list of landfills, UST, LUST or on other regulatory databases that were reviewed in accordance with ASTM Standards; however, due to the historical use of a portion of the subject property as a gasoline service station during the 1960s through the early to mid-1970s, a Phase II Subsurface Investigation was conducted by Kleinfelder in 1989. As part of the investigation, three soil borings were advanced at the former location of the facility. One at the approximate location of one of the former pump islands and two at the approximate location of the underground storage tank (UST) complex. Samples were collected at approximately five-foot intervals to a maximum depth of 25 feet below ground surface (bgs). None of the soil samples screened in the field using an Organic Vapor Analyzer (OVA) revealed detectable levels of organic compounds. Seven soil samples were submitted for laboratory analysis for total petroleum hydrocarbons (TPH) and selected purgeable aromatic hydrocarbons including benzene, toluene, xylene, and ethylbenzene. Laboratory results indicated that only one sample contained a constituent of concern above the laboratory reporting limit. The sample collected

at approximately 10 feet bgs from boring B-3 advanced near the former UST complex contained TPH as waste oil at a unit-less measurement of 20. Due to the low concentration of waste oil found in this one sample no remedial action was recommended by Kleinfelder. However, based on the limited knowledge of the former on-site gas station and associated USTs, the second pump island that was not investigated, and the known impacts to soil and uncharacterized extent of impacts to both soil and/or groundwater beneath the subject property, it is Enercon's professional opinion that the former station poses an REC to the subject property.

- A former PG&E manufactured gas plant was identified on the EDR database search and located approximately 300 feet east-southeast and upgradient of the subject property. According to a previous report, this facility may have been located on the eastern adjoining property at or just south of the current Western Pacific Railroad easement. These facilities were used in the United States from the 1800s to 1950s to produce a gas that could be distributed and used as fuel. Whether soil or groundwater has been impacted by the historic activities of this facility is currently unknown; however, following the most recent activity conducted at the property in 1987, the site was classified as requiring no further remedial action by the EPA and the California Regional Water Quality Control Board. No other information was available regarding the facility. Based on the current regulatory status of this site, it is Enercon's professional opinion that this site poses a low environmental risk to the subject property.
- Four LUST, two CERCLIS, and one SLIC site were also identified within the specific search radii. The identified regulated facilities appear to pose low environmental risks to the subject property based upon status and/or distance from the site.
- One pad-mounted transformer was noted on site. The transformer appeared to be in good condition with no evidence of leaking at the time of the site inspection.

- No evidence of past septic systems or water wells was observed on the subject property at the time of the site inspection.

Opinions and Recommendations

In the professional opinion of Enercon, an appropriate level of inquiry has been made into the previous ownership and use of the property consistent with good commercial and customary practices, in an effort to minimize liability, and no evidence of Recognized Environmental Conditions (RECs) has been revealed with the exception of the following:

- A former gasoline service station addressed as 1625 Chestnut Street occupied the northwest corner of the subject property in the 1960s to approximately the mid-1970s. Based upon review of a partial Phase II Subsurface Investigation conducted in 1989, Enercon concludes that significant information gaps are present within the previous investigation's scope-of-work and the partial report, and further investigation is warranted at this time. If the client desires a higher level of confidence of whether or not the soil or groundwater within the vicinity of the subject property has been impacted from the historic activities of this site, a subsurface investigation would be recommended.

2.0 SITE DESCRIPTION AND RECONNAISSANCE

2.1 Location and Legal Description

The subject property was located at 1625 & 1635 Chestnut Street, at the southeast corner of the intersection of Chestnut Street and North P Street, in the City of Livermore, Alameda County, California. A topographic map indicating the property location is included in the appendix section, Figure 1.

According to information obtained from the Alameda County Assessor's office, the subject property is identified as Assessor's Parcel Numbers (APN) 098-209-006-07 and 098-209-011-01, and zoned as central business, in Livermore, Alameda County, California. The owner was listed as Antrim Group, LTD. The current occupants include Antrim Construction, Haque Chiropractic, Livermore School of Dance, All Staffing Resources, Octagon Zone, IT Pro, National City Mortgage, Aloha Driving School, and Joann Fabrics and Crafts.

2.2 Methodology and Limiting Conditions

Mr. Cory Martini of Enercon performed a site reconnaissance on November 15, 2007. Weather conditions at the time of the site visit were clear and warm, with temperatures of approximately 70 degrees Fahrenheit. Mr. Martini was accompanied by Ms. Myriam Kadlec, a secretary for the site owner Mr. Jeff Antrim, during the site inspection. The assessment and reconnaissance consisted of visual observations during a walking tour of the property. The site reconnaissance tasks included:

- Walking the perimeter of the property
- Inspection of all improvements and structures
- Walking a grid pattern of all remaining areas
- Interviews with former occupants
- Reconnaissance of adjoining and surrounding properties

Several site photographs were taken and are provided in the appendix section. These photographs provide visual documentation of the site conditions at the time of the site reconnaissance. A Site Drawing is included in the appendix section as Figure 2.

2.3 General Site Description

The subject property consisted of two adjacent parcels of commercially developed land, totaling approximately 2.34 acres, and occupied by an approximate 32,400 square-foot retail and office building constructed in 1978 with an attached, approximate 1,500 square foot storage shed subsequently constructed in 1982. The retail and office building was occupied by Antrim Construction, Haque Chiropractic, Livermore School of Dance, All Staffing Resources, Octagon Zone, IT Pro, National City Mortgage, Aloha Driving School, and Joann Fabrics and Crafts. The storage shed contained construction materials and equipment for the Antrim Construction Company. The exterior of the on-site retail and office building was constructed of tilt-up concrete walls, while the interior of the building was completed with exposed concrete, tile, and carpet floors; concrete and gypsum board walls; and a drop-in acoustical ceiling tile system. The storage shed was constructed with a steel frame and corrugated metal siding.

2.3.1 Means of Access

The property can be accessed from Chestnut Street to the north.

2.3.2 Utilities

Electrical service to the site is provided by PG&E, while water and wastewater services are provided by the City of Livermore. According to facility representatives, municipal sewer service has reportedly been available since the current buildings were constructed in 1978 and 1982. No indications of septic systems or water wells were observed.

2.3.3 Water Bodies/Drainage Pathways

No water bodies or drainage pathways were observed on the subject property.

2.3.4 Railroad Spurs/Electrical Towers

No railroad spurs or electrical towers were observed on the subject property.

2.3.5 Drains/Vent Pipes/Cisterns

No vent pipes or cisterns were observed at the time of the site visit. Storm water drains were observed in the parking lot.

2.3.6 Equipment/Tankers/Spray Rigs

There was one propane operated fork lift noted on the southwest corner of the subject property.

2.3.7 Chemical Smells/Foul Odors

No chemical smells or foul odors were observed.

2.3.8 Landfills/Dumping/Disturbed Soils

No indications of landfills, dumping, or disturbed soils were observed.

2.3.9 Pits, Ponds, or Lagoons

No pits, ponds, or lagoons were observed at the time of the site visit.

2.3.10 Air Emissions/Wastewater Discharges

No air emissions or wastewater discharges were observed at the time of the site visit.

2.3.11 Industrial or Manufacturing Activities

No industrial or manufacturing activities were observed at the time of the site visit.

2.3.12 Monitoring Wells/Remedial Activities

No monitoring wells or indications of remedial activities were observed at the time of the site visit.

2.3.13 Stained/Discolored Soil

No stained or discolored soil was observed at the time of the site visit.

2.3.14 Leachate or Seeps

No leachate or seeps were observed at the time of the site visit.

2.3.15 Distressed/Stained Vegetation

No distressed or stained vegetation was observed at the time of the site visit.

2.3.16 Spills or Releases

No evidence of spills or releases was observed at the time of the site visit.

2.3.17 Surface Water or Groundwater Contamination

No evidence of surface or groundwater contamination was observed at the time of the site visit.

2.3.18 Oil and Gas Wells/Refinery

No indications of oil or gas wells were observed, and no refineries were observed at the time of the site visit.

2.3.19 Farm Wastes/Manure Stockpiles

No farm wastes or manure stockpiles were observed at the time of the site visit.

2.3.20 Pesticide/Herbicide Application

Waste-oils containing PCBs and herbicides are typically associated with weed-control activities along railroad track easements. Burning the vegetation was also common practice utilized for weed control. The railroad tracks located adjoining to the south of the subject property are currently surrounded by gravel. Based on the presence of gravel as the current weed control mechanism, the use of oils and herbicides associated with weed control is expected to be minimal. Additionally, the subject property is currently paved reducing the likelihood of direct

contact with impacted soil from past weed control activities.

2.4 UST/AST Systems and Pipelines

No evidence of past or present USTs (i.e. patches, fill pipes, vent pipes) or petroleum pipelines was found on the subject property. However USTs associated with a former gasoline service station addressed as 1625 Chestnut Street were present at the northwest corner of the subject property in the 1960s to approximately the mid-1970s.

2.5 Transformers and PCB Equipment

One pad-mounted transformer, owned and maintained by PG&E, was observed on the southwest corner of the subject property. The transformer appeared to be in good condition with no evidence of leaking at the time of the site inspection.

2.6 Chemical/Petroleum Use and Storage

The subject property had a storage shed along the west side of the building that contained non-hazardous materials such as paint, paint thinner, and mortar. All non hazardous materials observed were stored on secondary containment platforms and there were no observed signs of spills or leaks.

2.7 Waste Disposal

Facility representatives reported that general office trash generated on site was stored in a dumpster prior to off-site disposal. No evidence of illegal dumping was observed on-site at the time of the site inspection.

2.8 Current Uses of Adjoining Property/Area Reconnaissance

The subject property was bound to the north by Chestnut Street, beyond which were single-family residences; to the south by a Western Pacific Railroad easement, beyond which were the Granada Bowling Alley and Bank of America buildings; to the east by retail shops in a small strip center; and to the west by North P Street, beyond which was a McDonalds restaurant.

Enercon performed an area reconnaissance by driving ¼ mile in each direction from the subject property. Property uses beyond the adjoining properties include the following:

- North – Chestnut Street, beyond which were single-family residences and limited retail/commercial properties to the west of the North P Street corridor.
- South – Western Pacific Railroad easement, beyond which were the Granada Bowling Alley and Bank of America.
- East – Retail shops in a small strip center, beyond which were mixed-use properties along the frontage of Chestnut Street.
- West – North P Street, beyond which was a McDonalds restaurant followed by residential neighborhoods.

3.0 PHYSICAL SETTING SOURCES

Enercon reviewed available sources of information in regard to the geology and hydrology of the subject property and surrounding area. The purpose of this review was to evaluate the sensitivity of the hydrogeology to potential contamination from sources either on or near the site.

3.1 Surface Water Characteristics

The subject property was observed to be a relatively flat tract of land with surface runoff directed toward the north to storm drains located on Chestnut Street. The Livermore, California, Quadrangle (dated 1980) topographic map indicated that the elevation at the subject property was approximately 470 feet above mean sea level. Based on the topographic map, the topographic gradient of the subject and adjacent properties is to the northwest. The nearest body of water, as indicated by the topographic map, was Arroyo Mocho located approximately 0.7 miles southwest of the subject property.

3.2 Soils

Soil borings collected from the subject property during a previous Phase II conducted by Kleinfelder, indicated that the soils underlying the site are a heterogeneous mix of clayey silt, sandy gravel, and coarse gravels classified as the Livermore Formation. These soils have moderate infiltration rates, high hydraulic conductivity, and low water holding capacity.

3.3 Geology

The subject property lies within the Livermore Valley. The Valley is comprised alluvial deposits such as; silts, clays, sands and gravels ranging in thickness from a few feet to up to four hundred feet. The aquifer system for the area is considered a multi layered aquifer system in that an unconfined upper aquifer overlies a sequence of semi-confined aquifers. The Tassajara Formation underlines the northern portion of the valley and yields a smaller amount of good quality of water. Faults and lateral variations in the thickness and permeability of water-bearing formations cause local restriction in the movement of groundwater. Groundwater recharge occurs primarily through infiltration of precipitation water within stream channels. According to

the Geologic Map of California, San Francisco Sheet, published by the California Division of Mines and Geology (1980), soil in the area of the subject property consist of Quaternary Alluvium overlying Franciscan bedrock. Bedrock is likely to occur at a depth greater than 50 feet bgs.

3.4 Ground Water Characteristics

Specific groundwater data was obtained through a previous report for the nearby Livermore Arcade Shopping Center (LASC) site located at First and P Streets. The direction and hydraulic gradient of subsurface water flow is presumed to be to the northwest. The depth to groundwater within the vicinity of the subject property ranges between 20 to 70 feet below ground surface (bgs).

4.0 HISTORICAL RECORDS REVIEW

4.1 Review of Available Historical Sources

Enercon reviewed readily available/reasonably ascertainable historical sources in order to determine past uses of the subject and adjoining properties. Historical sources reviewed included, but were not limited to, historical city directories, historical aerial photographs, historical interviews, and topographic maps. Historical aerial photographs were obtained from Environmental Data Research (EDR), while historical city directories were reviewed at the Livermore Civic Center Library and a previous Phase I ESA for the subject property (1975-2007). Sanborn maps were ordered through Environmental Data Resources (EDR); however, according to EDR's research, Sanborn maps were unavailable for the site vicinity. A copy of EDR's "No Coverage" letter is included in the appendix section. Additional historical sources (i.e. city and county agency records) may be included, where appropriate, in order to fill any data gaps. The following table is a summary of the historical research:

<i>Date</i>	<i>Source</i>	<i>Subject Property</i>	<i>Adjoining Properties</i>
1940	<i>Aerial Photograph</i>	The subject property is developed with unidentifiable structures; possible association with the railroad and livestock staging. A road transects the property diagonally in the north portion; possibly a former extension of Olivina Street.	North: Chestnut Street beyond which are rural single-family residences
			South: Railroad tracks beyond which appears to be a commercial property
			East: Undeveloped land with a small structure to the south
			West: An unidentified structure along the railroad frontage with undeveloped land beyond
1950	<i>Aerial Photograph</i>	The subject property appears as described in the 1950 aerial photograph.	North: Chestnut Street beyond which are single-family residences (east) and rural residences (west)
			South: Railroad tracks beyond which appears to be commercial structures
			East: Vacant/undeveloped
			West: An unidentified structure along the railroad frontage with undeveloped land beyond
1958	<i>Aerial Photograph</i>	Vacant/undeveloped land with the exception of the assumed extension of Olivina Street	North: Chestnut Street beyond which are single-family residences
			South: Railroad tracks beyond which appears to be a warehouse
			East: Vacant/undeveloped
			West: An unidentified structure along the railroad frontage with single-family residences beyond
1965	<i>Aerial Photograph</i>	The subject property appears to be developed with a gas station on the northwest corner and a parking lot. The diagonal street on the northern portion of the site is no longer present.	North: Chestnut Street beyond which are single-family residences
			South: Railroad tracks, beyond which are commercial buildings
			East: Commercial/retail building
			West: North P Street, beyond which appears to be a single-family residence
1975	<i>City Directories</i>	Sexton Chet Enco	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial
1980	<i>City Directories</i>	No Listing	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial
1982	<i>Aerial Photograph</i>	The subject property appears to be developed with the current commercial building.	North: Chestnut Street, beyond which are single-family residences
			South: Railroad tracks, beyond which are commercial buildings
			East: Commercial/retail building
			West: North P Street, beyond which appears to be commercial development
1985	<i>City Directories</i>	No Listing	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial

1990	<i>City Directories</i>	Christine's Gourmet House of Fabrics Master Jacks Imprsn Paradise Bait and Tackle Truly Truffles Valley Video	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial
1993	<i>Aerial Photograph</i>	The subject property appears to be developed with the current commercial building.	North: Chestnut Street, beyond which are single-family residences
			South: Railroad tracks, beyond which are commercial buildings
			East: Commercial/retail building
			West: North P Street, beyond which appears to be commercial buildings
1998	<i>Aerial Photograph</i>	The subject property appears to be developed with the current commercial building.	North: Chestnut Street, beyond which are single-family residences
			South: Railroad tracks, beyond which is a commercial building
			East: Commercial building/retail building
			West: North P Street, beyond which appears to be commercial buildings
1997/ 1998	<i>City Directories</i>	Contreras Market Discoteca Yi Ya Don's Hair Design Endless Summer Leo's Coins and Collectables Master Jacks Sunshine National Products	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial
2002/ 2003	<i>City Directories</i>	Accubank Mortgage Company IT Pro Source North American Bonding Inc.	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial
2007	<i>City Directories</i>	Antrim Construction Haque Chiropractic Livermore School of Dance All Staffing resources Octagon Zone IT Pro National City Mortgage Aloha Driving School Joann Fabrics Crafts	North: Residential
			South: Commercial
			East: Mixed use retail and commercial
			West: Mixed use retail and commercial

Data Gaps – Historical Records/Review

Section 3.2.20 (ASTM 1527-05) defines a data gap as “*a lack or inability to obtain information required by the practice despite good faith efforts of the environmental professional to gather such information*”. While historical sources were not readily available at a 5-year interval, this data gap is not considered significant because it has not lead to an impact on Enercon’s ability to identify RECs to the subject property.

4.2 Additional Historical Sources/Previous Reports

Three previous reports on the subject property were obtained by Enercon. Mr. Jeff Antrim, the subject property owner, provided Enercon with a previous Phase I ESA, prepared by M.J. Kloberdanz & Associates (Kloberdanz) dated 2000 and a Phase I Update prepared by AEI Consultants (AEI) dated 2004. In addition, Mr. Antrim provided a partial copy of a *Phase II Subsurface Investigation* conducted by Kleinfelder dated 1989 that is summarized below in Section 5.0.

The Kloberdanz Phase I report concluded that since groundwater samples were not collected in the Klienfelder investigation it is not possible to competently say if an impact to the state’s waters has occurred, or not occurred. Additionally, Kloberdanz concluded that the oil and sludge produced by the PG&E Coal Gas Facility may be present in the soil and groundwater adjoining to the subject property and would become an issue if excavation occurred.

The AEI Phase I report concluded that based on the relatively short duration of occupancy by the gas station, and the results of the Kleinfelder subsurface sampling, no further investigation in connection with the former gas station appears warranted at this time. Additionally AEI’s investigation revealed no other evidence of RECs associated with the subject property or nearby properties.

4.3 Historical Use of the Subject Property

The history of the subject property was researched through city directories, aerial photographs, interviews, and city and county departments. Based on information obtained through the historical resource review, the subject property was occupied by unidentifiable structures that appeared to be utilized as a livestock staging area and possibly associated with the adjacent railroad since at least 1940 until the mid-1950s. A gasoline service station occupied the northwest corner of the subject property from the mid-1960s and was reportedly removed sometime in the early- to mid-1970s. The current commercial building has occupied the subject property since 1978.

4.4 Historical Use of Adjoining Properties

Based on information obtained during the historical review, the northern adjoining property has been occupied by rural residences and later by a single-family residential neighborhood since at least the 1940s. The southern adjoining property was occupied by the Western Pacific Railroad since at least 1940 until present-day, beyond which was occupied by a warehouse from the 1940s to the 1960s, and then commercial buildings from the 1960s to the present. The eastern adjoining property was reportedly occupied by a manufactured gas plant from the late-1800s to the early-1900s, followed by vacant, undeveloped land since the 1940s through early-1960s, and then a commercial building from the 1960s to the present. The western adjoining property was occupied by unidentified structures from at least 1940 until the construction of North P Street by 1965; a commercial building has occupied the property beyond North P Street from the 1990s to present-day.

5.0 RECORDS REVIEW

5.1 Regulatory Database Review

A regulatory database search was conducted by Environmental Data Resources, Inc. (EDR) for Enercon. This search included, at a minimum, those records and distances from the subject property dictated as appropriate in the ASTM 1527-05 standard. Enercon performed a review of available federal and state databases to ascertain whether the subject property or proximate properties were listed as having environmental concerns which could have an adverse impact on the subject property. A copy of the regulatory review, including the dates the information was last updated, is presented in the appendix section. The databases reviewed, search distances, and listings are as follows:

Database Reviewed	MSD	Facilities Within Search Distance
EPA National Priorities List (NPL) and State equivalent NPL	One-mile	0
Federal Delisted NPL site lists	One-half mile	0
State and Tribal Equivalent NPL sites	One-mile	
Comprehensive Environmental Response, Compensation and Liability Information System (CERCLIS listings)	One-half mile	2
State and Tribal Equivalent CERCLIS sites	One-half mile	0
CERCLIS No Further Remedial Action Planned (CERCLIS NFRAP)	Property/adjoining properties only	0
RCRA Violators (RCRA CORRACTS)	One-mile	0
RCRA non-Corrective Action Reports Treatment, Storage and Disposal (RCRA TSD)	One-half mile	0
RCRA Generator facilities	Property/adjoining properties only	0
Emergency Response Notification System (ERNS)	Property only	0
State Landfill and/or Solid Waste Disposal Sites	One-half mile	0
State Leaking Underground Storage Tank LUST sites	One-half mile	15
State Hazardous Waste sites (identified for remediation or investigation)	One-half mile	0
State Registered UST listings	Property/adjoining properties only	0
State Voluntary Cleanup Program	One-half mile	0
State Brownfield sites	One-half mile	0
Federal institution control/engineering control registries	Property only	0
State and Tribal institution control/engineering control registries	Property only	0
Spills	Property only	0

The subject property was not listed on the RCRA, CERCLIS or NPL site listings, ERNS list, State list of landfills, UST, LUST or on other regulatory databases that were reviewed in accordance with ASTM Standards; however, due to the historical use of a portion of the subject property as a gasoline service station during the 1960s through the early to mid-1970s, a Phase II Subsurface Investigation was conducted by Kleinfelder in 1989. As part of the investigation, three soil borings were advanced at the former location of the station, one at the approximate location of one of the former pump islands and two at the approximate location of the underground storage tank (UST) complex. Samples were collected at approximately five-foot intervals to a maximum depth of 25 feet below ground surface (bgs). None of the soil samples screened in the field using an Organic Vapor Analyzer (OVA) revealed detectable levels of organic compounds. Seven soil samples were submitted for laboratory analysis for total petroleum hydrocarbons (TPH) and selected purgeable aromatic hydrocarbons including benzene, toluene, xylene, and ethylbenzene. Laboratory results indicated that only one sample contained a constituent of concern above the laboratory reporting limit. The sample collected at approximately 10 feet bgs from boring B-3 advanced near the former UST complex contained TPH as waste-oil at a unit-less measurement of 20. Due to the low concentration of waste oil found in this one sample no remedial action was recommended by Kleinfelder. However, based on the limited knowledge of the former on-site gas station and associated USTs, the second pump island that was not investigated, and the known impacts to soil and uncharacterized extent of both impacts to soil and/or groundwater beneath the subject property, it is Enercon's professional opinion that the former station poses an REC to the subject property.

One manufactured gas plant, four LUST sites, two CERCLIS sites, and one SLIC site were identified within the specified ASTM search radii with documented chemical releases or other factors which may indicate a potential environmental concern were identified. Information regarding these facilities is discussed below.

- A former PG&E manufactured gas plant was identified on the EDR database search and located approximately 300 feet east-southeast and upgradient of the subject property. According to a previous report, this facility may have been located on the eastern adjoining property at or just south of the current Western Pacific Railroad easement. These facilities

were used in the United States from the 1800s to 1950s to produce a gas that could be distributed and used as fuel. These facilities used whale oil, rosin, coal, or a mixture of coal, oil, and water, and produced a significant amount of waste that was frequently disposed of directly at the plant site. Whether soil or groundwater has been impacted by the historic activities of this facility are currently unknown; however, following the most recent activity conducted at the property in 1987, the site was classified as requiring no further remedial action by the EPA and the California Regional Water Quality Control Board (RWQCB). No other information was available regarding the facility. Based on the current regulatory status of this site, it is Enercon's professional opinion that this site poses a low environmental risk to the subject property.

- The Ericson Property is listed on the LUST database. This facility is located at 444 North N Street, approximately 660 feet north-northeast and downgradient of the subject property. This site had a leak in a waste-oil tank that impacted soil only. The impacted soil was excavated and disposed of in an approved facility. The San Francisco Bay RWQCB granted case closure in 1991. Additionally, based on nearby groundwater monitoring well data the groundwater gradient is expected to flow in a northwest direction away from the subject property. Based on the nature of the release, regulatory status, and groundwater gradient, it is Enercon's professional opinion that this facility poses a low environmental risk to the subject property.
- Mill Springs Park Apartments is listed on the LUST database. This facility is located at 1809 Railroad Avenue, approximately 550 feet east-southeast and upgradient of the subject property. According to previous reports on file with the Alameda County Environmental Health Department (ACEHD), two USTs were removed from the facility and four areas of lead and oil impacted soil were excavated. One groundwater monitoring well was installed at the facility in 1989 and monitored through 1993. The only petroleum hydrocarbon constituent reported was benzene. The San Francisco Bay RWQCB granted case closure in 1993. During decommissioning of the well in 1995, approximately 0.5 inches of floating product or light non-aqueous phase liquids (LNAPL) was observed in the well. Additional soil and groundwater investigations were conducted in 1995 by EarthTech that revealed the presence of high petroleum hydrocarbon constituents in the groundwater below the facility. EarthTech conducted an LNAPL source investigation and concluded that "numerous similarities" were reported between the LNAPL and Valley Gas (also known as Desert Petroleum BP) product sample. The case was not reopened based on the additional investigation. Based on the distance and regulatory status it is Enercon's professional opinion that this site poses a low environmental risk to the subject property.
- Railroad Avenue-Livermore Redevelopment Agency is listed on the SLIC database. This facility is located at 1950 Railroad Avenue, approximately 660 feet south-southeast and upgradient of the subject property. There were no records on file with the Alameda County Department of Environmental Health or the San Francisco Bay RWQCB. According to Mr. Chris Davidson of the Livermore Redevelopment Agency this facility has recently been redeveloped with single-family residences. Mr. Davidson was unaware of any past instances of spills or leaks associated with this facility. Based on the recent residential

development of this facility, likely surface nature of the SLIC release, and distance from the subject property, it is Enercon's professional opinion that this facility poses a low environmental risk to the subject property.

- The Livermore Arcade Shopping Center (LASC) aka Vinters Square Shopping Center is listed on the CERCLIS database. This facility is located at First Avenue and P Street, approximately 800 feet south of and crossgradient of the subject property. According to the San Francisco Bay RWQCB Adoption of Site Cleanup Requirements Report in 1996; two dry cleaning facilities, Mike's One Hour Cleaners (Mike's Cleaners) at the LASC and Paul's Sparkle Cleaners (Paul's Cleaners) at the adjacent north Miller's Outpost Shopping Center (MOSC), located approximately 450 feet northwest of and downgradient to Mike's Cleaners had reported incidences of Tetrachloroethylene (PCE) spills and disposal into the sanitary sewer drains that lead to soil and groundwater pollution at this facility. Soil and groundwater investigations, conducted in 1990, revealed the presence of PCE, its degradation products, and petroleum hydrocarbons at LASC. The lateral and vertical extent of PCE and its degradation products in soil and groundwater beneath the facility has been delineated by a soil-gas survey, numerous soil borings, and thirty two monitoring wells. According to information obtained from monitoring well data the migration of the PCE plume is to the west-northwest generally away from the subject property. Remediation to remove PCE from the subsurface soils and PCE groundwater concentrations is on-going using soil vapor extraction with air sparging and groundwater extraction and treatment. Based on the gradient direction of the PCE plume, away from the subject property, and active remediation occurring at the facility, it is Enercon's professional opinion that this facility poses a low environmental risk to the subject property.
- Desert Petroleum BP currently known as Valley Gas is listed on the LUST database. This facility is located at 2008 1st Street, approximately 1,700 feet east-southeast and upgradient of the subject property. According to Golder Associates fourth quarter 2006 groundwater monitoring report, a preliminary assessment was conducted in 1988 that led to the installation of one groundwater monitoring well. In March 1994 a 280-gallon waste-oil UST and 25 cubic yards of soil was removed. Three additional monitoring wells were installed in June 1994 and free product was encountered in one of the groundwater wells in August 1994. In 1995, a release was reported to have occurred from the union between a tank subpump and product line. In 1995 one gasoline UST failed an integrity test and was taken out of commission. In 1996 two more gasoline USTs were removed and replaced with new tanks, two hydraulic lifts and approximately 700 cubic yards of impacted soil was removed, and one, 1,000-gallon UST was closed in place by grouting with cement sand slurry. There are currently 16 single-screen monitoring wells and four multi-screened wells on and off-site to define the downgradient and lateral extent of the plume. The groundwater flow direction is northwest toward the subject property. The petroleum hydrocarbon plume associated with Valley Gas was mapped 1,600 feet north-northwest toward the Western Pacific Railroad easement and the subject property. The source zone was estimated to be approximately 80-120 feet wide and approximately 250 feet long and the contaminate "smear zone" is estimated to be around 32 to 52 feet bgs. Concentrations of BTEX and

MTBE have declined and show shrinking or stable plume conditions.

There are currently three multi-level groundwater monitoring wells (CMT-1, CMT-2, CMT-3) just south of the Western Pacific Railroad tracks. These wells were sampled in December 2006 at a range of 35.5-40 feet bgs, and the groundwater samples indicated concentrations of MTBE that ranged from <0.05 to 0.92 µg/L and benzene were <0.05 µg/L. Impacts to the soil and groundwater at the subject property from the Valley gas plume are currently unknown, however based on the low levels of MTBE detected in wells CMT-1, CMT-2, and CMT-3 and no detection of benzene above the laboratory reporting limit, and the subject property not utilizing groundwater for drinking purposes it is Enercon's professional opinion that this facility poses a low environmental risk to the subject property.

- Groth Brothers Oldsmobile/Chevrolet is listed on the LUST database. This facility is located at 57 and 59 South L Street, approximately 850 feet east-southeast and upgradient of the subject property. According to previous reports on file at ACDEH, this facility has been in commercial use for more than a century. Former uses of this property are associated with documented or potential subsurface impacts to soil and groundwater. One gasoline UST and one waste oil UST were removed from the site in 1990, and two motor oil USTs were closed in place. One groundwater monitoring well was installed in 1994, and quarterly monitoring began in 1995. A case closure letter with regard to these USTs would be issued upon destruction of the groundwater monitoring well. According to the 2006 Subsurface Investigation Report by Bureau Veritas North America, Inc., 28 soil borings were advanced, 29 soil samples and 11 grab-groundwater samples were collected to evaluate the presence of chemicals of concern associated with former and present operations at the facility, and known off-site petroleum hydrocarbon contamination associated with the nearby Valley Gas facility and unknown sources of chlorinated solvents detected in groundwater. This investigation concluded that petroleum hydrocarbons detected in the grab-groundwater samples beneath the facility were associated with the Valley Gas facility and were above RWQCB ESLs. Additionally, chlorinated VOCs originating from an off-site source were detected in the groundwater beneath the facility above the RWQCB ESLs. The Valley Gas facility petroleum hydrocarbon plume is reported to be causing degradation of the chlorinated solvent plume. Based on the documented characterization, on-going remediation, and identification of the responsible party for the Valley Gas plume it is Enercon's professional opinion that this facility poses a low environmental risk to the subject property.

Note: All sites not specifically located by EDR due to address problems (orphan list), were located by Enercon personnel, to ensure that they were not in the site area. Thirty-one additional sites were listed as orphans, but did not appear to be within the specified ASTM search radii. In addition, the locations of all plotted sites were double-checked for accuracy (i.e. distance and topographic

gradient) cross-referencing the topographic map and may not be included in this report if not within the required radius.

5.1.1 Water, Oil, and Gas Wells

No water, oil, or gas wells were observed on-site during the site inspection. Additionally, based upon a review of the topographic map and aerial photographs and interviews with site representatives, no oil or gas wells have been located on or immediately adjacent to the subject property.

5.2 Local Regulatory Review

Enercon contacted the Livermore-Pleasanton Fire Department to determine if any fires or hazardous materials incidents had been reported for the site. No incidents had been reported on or immediately adjoining to the subject site. Additionally, the Livermore-Pleasanton Fire Department did not have any records of installation or removal of previous USTs associated with the gasoline service station that occupied the northwest corner of the subject property in the 1960s that was formerly addressed as 1625 Chestnut Street. Additionally, the City of Livermore Building Department did not have any UST installation or removal permits/records on file for the subject property or adjoining properties.

Enercon contacted the ACDEH and the San Francisco Bay RWQCB to determine if there were any records on file for the subject property, adjoining properties, and sites of specific environmental concern. Both agencies informed Enercon that there were no records on file for the subject property or adjoining properties and that records were available for some of the sites of specific environmental concern via the State Water Resources Control Board's (SWRCB) GeoTracker website.

Enercon reviewed the UST/LUST database on the SWRCB website, searching by site address and business name. The subject property was not listed in either the UST or LUST databases.

However, several properties of concern identified in the regulatory database were listed. The information reviewed is discussed in Section 5.1 and as appropriate throughout the report.

Data Gaps – Local Regulatory Review

Section 3.2.20 (ASTM 1527-05) defines a data gap as “*a lack or inability to obtain information required by the practice despite good faith efforts of the environmental professional to gather such information*”. Enercon encountered a significant data gap when trying to obtain the full copy of the previous Phase II Subsurface Investigation by Kleinfelder, or any available closure reports for the USTs associated with the former gasoline service station that occupied the northwest corner of the subject property in the 1960s. Based on the identified gap, the former station has been classified as an REC.

5.3 Non-Scope Considerations

Asbestos Containing Materials

Asbestos is a naturally occurring mineral that has commonly been used in a variety of building materials. Exposure to ACM has been documented to cause lung diseases including asbestosis (scarring of the lung), lung cancer and mesothelioma (a cancer of the lung lining).

Enercon’s scope of services is intended to visually evaluate the potential presence of asbestos and its condition (friable or non-friable) in building materials at the site. The scope of work does not satisfy the definition of an asbestos survey and is not intended to define a suspect building material as non-ACM. Enercon recommends that the client either 1) presume all suspect building materials to be ACM or 2) perform a thorough asbestos survey.

ACM are assessed as being friable or non-friable. Friable materials, when dry, can be crumbled, pulverized, or reduced to powder by hand pressure and have a higher potential for a fiber release than non-friable ACM. Non-friable ACM are materials that are firmly bound in a matrix by plastic, cement, etc. and, if handled carefully, will not become friable.

It should be noted that state and federal regulations require that either all suspect building materials be presumed ACM or that an asbestos survey be performed prior to renovation, dismantling, demolition, or other activities that may disturb potential ACM. Furthermore, state and federal regulations require notification prior to demolition and/or renovation activities that may impact the condition of ACM in a building. Regulations may require the removal of ACM that are likely to be disturbed or damaged during demolition or renovation activities. The abatement of friable or potentially friable ACM must be performed by a licensed abatement contractor in accordance with NESHAP. Additionally, OSHA regulations for work classification, worker training and worker protection will apply.

The exterior of the on-site building was constructed of concrete tilt-up walls, with metal and glass detail features. The interior of the building was completed with metal and concrete floors; concrete and gypsum board walls; and a drop-in acoustical ceiling tile system. On-site building materials with potential ACM include the drywall systems (nonfriable), 2x4 acoustic ceiling tiles (friable), vinyl flooring (nonfriable), and roofing systems (nonfriable). These materials appeared undamaged at the time of the site inspection.

Lead-Based Paint

According to the United States Public Health Service, Centers for Disease Control, lead poisoning is very common among American children. Even at low levels, lead can cause intelligence quotient deficiencies, learning disabilities, impaired hearing, behavioral problems, and can cause permanent damage to the brain and many other organs in children. The most common sources of childhood exposure to lead are deteriorated lead-based paint and lead contaminated dust and soil in the residential environment. The use of lead-based paint was banned in 1978 and must be suspected in any housing built prior to 1978, unless it has been determined through lead-based paint sampling by a licensed inspector that no lead-based paint exists.

Enercon's scope of services is intended to visually evaluate the potential presence of lead-based paint hazards and its condition (deteriorated or peeling) in the pre-1978 structures observed at the site. Due to the age of the building on the subject property, it is possible that lead based paint is present. Interior and exterior painted surfaces were observed to be in good condition and are not expected to pose a health and safety concern.

Drinking Water Supply/Wastewater Services

Site representatives reported that site drinking water and wastewater services are provided by municipal sources and that the subject property has never utilized water wells or septic systems.

Restrictive Uses

No transmission towers, nature preserves, landfills, or other similar restrictive uses were identified within the immediate site vicinity.

Water Intrusions/Water Damage

Enercon inspected the subject property for indications of water intrusions and water damage. Readily accessible areas of the building were observed for visual evidence of water damage. No water intrusions or water damage was observed.

6.0 USER PROVIDED INFORMATION

6.1 Title Records

Based upon the agreed scope of work, title information was not included in the scope of services of this Environmental Site Assessment.

6.2 Environmental Liens or Activity and Use Limitations

No environmental liens or use limitations were reported for the subject property to Enercon.

6.3 Specialized Knowledge

The user was unaware of any specialized knowledge or experience that is material to recognized environmental conditions in connection with the subject property. It is the user's responsibility to communicate any information based on such specialized knowledge or experience to Enercon.

6.4 Valuation Reduction for Environmental Issues

No valuation reduction for environmental issues was reported by the client to Enercon.

6.5 Owner, Property Manager, and Occupant Information

According to information obtained from the Alameda County Assessor's office, the subject property is identified as APNs 098-209-006-07 and 098-209-011-01 and zoned as Central Business, in Livermore, Alameda County, California. The owner was listed as Antrim Group, LTD. The current occupants include Antrim Construction, Haque Chiropractic, Livermore School of Dance, All Staffing Resources, Octagon Zone, IT Pro, National City Mortgage, Aloha Driving School, and Joann Fabrics and Crafts.

6.6 Interview with Owner

Enercon interviewed Mr. Jeff Antrim, current property owner, and he indicated that the site was developed with the current commercial building in 1978. Mr. Antrim indicated that he was aware of the historical presence of USTs associated with the former gas station on the northwest

corner of the subject property.

6.7 Interview with Site Manager/Key Occupants

Enercon interviewed Mr. Jeff Antrim, site owner, and the results of the interview were summarized in Section 6.6.

6.8 Interview with Past Owners

Enercon attempted to contact past owners based on information obtained from the site manager; however, no current contact information could be located.

6.9 Interview with Adjoining Property Owners

Enercon did not interview representatives for the adjoining properties.

Data Gaps – Interviews

Section 3.2.20 (ASTM 1527-05) defines a data gap as “a lack or inability to obtain information required by the practice despite good faith efforts of the environmental professional to gather such information”. Based on the above discussed interviews, Enercon noted the following interpreted data gaps.

<i>Local Regulatory Review Data Gaps</i>	
Specific Gaps	Past owners of the subject property were not interviewed.
Resolution Efforts	Attempts to contact previous owners were unsuccessful. Enercon interviewed current ownership, county, state, and the local agencies regarding the subject property. Additionally, aerial photographs, topographic maps, previous reports, and city directories were reviewed.
Opinions on Data Gap Significance	Information was obtained through previous reports and a subsurface investigation which has revealed indications of an REC in connection with former uses at the subject property. This data gap does not appear to represent a significant environmental concern due to the previous classification of the former use as an REC.

7.0 PURPOSE, LIMITATIONS, AND REQUIREMENTS

7.1 Purpose

The purpose of this Phase I Environmental Site Assessment was to provide appropriate inquiry into the environmental condition of the Retail and Office Building located at 1625 & 1635 Chestnut Street, Livermore, Alameda County, California.

The purpose of performing a Phase I Environmental Site Assessment, as defined by ASTM E 1527-05 standard, is to identify, to the extent feasible, recognized environmental conditions in connection with the subject property. This practice is intended to permit a user to satisfy one of the requirements to qualify for the innocent landowner defense to CERCLA liability: that is, the practices that constitute “all appropriate inquiry into the previous ownership and uses of the property consistent with good commercial or customary practice” as defined in 42 USC § 9601(35)(B).

7.2 Reason for Performing Phase I

Enercon was retained by Washington Mutual to perform a Phase I Environmental Site Assessment on the subject property. Enercon understands that the Phase I Environmental Site Assessment is being performed to satisfy the requirement for CERCLA “innocent purchaser” defense or to secure financing.

7.3 Detailed Scope-of-Service

Enercon performed services defined in Washington Mutual’s Letter of Authorization dated November 2, 2007 and the signed Master Consulting Agreement between Enercon and Washington Mutual dated February 20, 2003. To facilitate the understanding of this report, the Scope-of-Services were divided into seven tasks, the historical information review, physical setting data, regulatory records review, site and adjoining property reconnaissance, interviews, limited asbestos program, and data evaluation and final report. The historical information review portion was performed in order to develop a history of the site and adjoining properties to identify past uses

suggesting ASTM recognized environmental conditions that may pose an environmental concern to the subject property. In general accordance with ASTM guidelines, the historical use of the subject property was researched from the present, back to the subject property's first obvious use back to 1940, whichever is earliest. This task involved discretionary review of as many of the ASTM standard historical sources as were necessary and reasonably ascertainable to meet this objective.

Physical setting data are typically consulted when conditions have been identified in which potentially hazardous materials or petroleum related products are likely to migrate to the subject property, from the subject property or within the subject property into the groundwater or soil. At a minimum, a current USGS 7.5 Minute Topographic Map detailing the subject property area was evaluated. As noted by the ASTM standard, other physical setting sources, revealing additional hydrogeologic, hydrologic, and soil conditions, may have been included as necessary to meet assessment objectives.

Federal and state databases compiled by an environmental database company was reviewed to identify registered or documented facilities which may present an environmental concern to the subject property from ASTM standard recognized environmental conditions. Reasonably ascertainable standard regulatory sources were reviewed for the subject property and vicinity within Minimum Search Distances (MSD), as detailed in the ASTM standard.

Additionally, record sources may have been reviewed to enhance or supplement the federal and state database information. Reasonably ascertainable and practically reviewable sources may have included city county department of health records, local fire department records, local planning, and building inspection records, local regional pollution control or environmental agency records, and city, county or state water agency files, and local electric utility records.

A site reconnaissance was performed to obtain and record obvious and apparent visual evidence suggesting an ASTM recognized environmental condition to the extent not obstructed by bodies of water, adjacent buildings, or other external or interior barriers or obstacles. Site features, such as

readily accessible adjacent public thoroughfares and on-site roads and paths and accessible common areas expected to be used by occupants or the public, were identified. Inspections of large tracts of land would be performed utilizing grid patterns or systematic approaches, and assessments of developed sites included a visual inspection of a representative sample of occupied spaces. Current site uses were documented, paying particular attention to uses involving the treatment, storage, disposal or generation of hazardous substances or petroleum products. Apparent evidence of past or present underground or aboveground storage tanks, surface stains, distressed vegetation, electrical transformers, land scars, drums, pits, ponds, lagoons, solid waste, waste water, septic systems, wells or obvious evidence of improper use or disposal of toxic or hazardous materials were documented in this report. The reconnaissance included observations of adjoining properties to identify general land use and apparent potential ASTM recognized environmental conditions. These observations were made from public access right-of-ways.

Enercon personnel made reasonable attempts to interview owners and occupants of the subject property, as well as local government personnel, to obtain information suggesting ASTM recognized environmental conditions which may present concerns to the subject property.

7.4 Significant Assumptions

The term “recognized environmental condition” as defined by ASTM E 1527-05 Standards, is “the presence or likely presence of any hazardous substances or petroleum products on a property under conditions that indicate an existing release, a past release, or a material threat of a release of any hazardous substances or petroleum products into structures on the property or into the ground, ground water, or surface water of the property. The term includes hazardous substances or petroleum products even under conditions in compliance with laws. The term is not intended to include *de minimis* conditions that generally do not present a material risk of harm to public health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate governmental agencies. Conditions determined to be *de minimis* are not recognized environmental conditions”.

7.5 Limitations and Exceptions

The ASTM Phase I Environmental Site Assessment is the **minimum** standard for environmental due diligence. This report was prepared under constraints of time and the recommended ASTM scope, and reflects a limited investigation and evaluation. ENERCON investigation was performed using the degree of care and skill ordinarily exercised, under similar circumstances, by professional consultants practicing in this or similar localities and no other warranty, expressed or implied, are made.

Enercon does not claim responsibility for any incorrect information that may have been supplied by agencies, organizations, or individuals that may be included in the findings of this report.

Enercon claims no responsibility for any environmental issues, the detection of which would require examinations beyond the scope of this Phase I Environmental Site Assessment. Although this study has attempted to identify recognized environmental conditions associated with the subject property, potential sources of environmental concern may have been undetected as a result of the limitations of this study, the inaccuracy of governmental records, or the presence of undetected or unreported environmental accidents.

No environmental site assessment can wholly eliminate uncertainty regarding the potential for recognized environmental conditions in connection with a property. This assessment is intended to reduce **but not eliminate** uncertainty regarding the environmental condition of the property. **This assessment is not exhaustive and was limited by the time available and costs authorized to be expended by the client in completing this assignment.**

7.6 Special Terms and Conditions

Certain conditions are beyond the scope of ASTM Phase I Environmental Site Assessments and are therefore outside the scope of this assessment, unless specifically addressed in this report. Those conditions include but are not limited to:

- Radon
- Lead-Based Paint
- Regulatory Compliance
- Cultural and Historic Resources
- Industrial Hygiene
- Health and Safety
- Radioactive Materials under the Jurisdiction of the Nuclear Regulatory Commission
- Ecological Resources
- Indoor Air Quality
- High Voltage Powerlines
- Environmental Permitting Issues
- Asbestos Containing Material (ACM)
- Wetland and Endangered Species

7.7 User Reliance and Conflict Certification

This Phase I Environmental Site Assessment was prepared by Enercon specifically for use by Washington Mutual Bank, who may rely on its contents and conclusions. Use of or reliance upon this information by any other party without express written permission granted by Enercon and Washington Mutual Bank is not authorized and is completely at the risk of the user.

Enercon has no present or contemplated future ownership interest or financial interest in the real estate that is the subject of this Environmental Assessment Report. Enercon has no personnel interest with respect to the subject matter of the Environmental Assessment Report or the parties involved and Enercon has no relationship with the property or the owners thereof which would prevent an independent analysis of the environmental or other conditions of the property.

7.8 Deviations

The report was performed in accordance with the All Appropriate Inquiries, Final Rule 40 CFR Part 312, and ASTM E 1527-05 practice with no deletions or deviations.

7.9 Additional Services

No additional services were requested or performed.

8.0 CONCLUSIONS AND RECOMMENDATIONS

Enercon Services, Inc. (Enercon) performed a Phase I Environmental Site Assessment of the Retail and Office Building located at 1625 & 1635 Chestnut Street in Livermore, Alameda County, California (subject property). The purpose of the assessment was to identify potential environmental concerns in accordance with the requirements of the Standards and Practices for All Appropriate Inquiries, Final Rule 40 CFR Part 312; and American Society for Testing and Materials (ASTM) Practice E1527-05.

In the professional opinion of Enercon, an appropriate level of inquiry has been made into the previous ownership and use of the property consistent with good commercial and customary practices, in an effort to minimize liability, and no evidence of Recognized Environmental Conditions (RECs) has been revealed with the exception of the following:

A former gasoline service station addressed as 1625 Chestnut Street occupied the northwest corner of the subject property in the 1960s to approximately the mid-1970s. Based upon review of a partial Phase II Subsurface Investigation conducted in 1989, Enercon concludes that significant information gaps are present within the previous investigation's scope-of-work and the partial report, and further investigation is warranted at this time. If the client desires a higher level of confidence of whether or not the soil or groundwater within the vicinity of the subject property has been impacted from the historic activities of this site, a subsurface investigation would be recommended.

9.0 REFERENCES

Published references used in completion of this assessment are shown below. Some references may be limited due to the completeness of the resource.

AEI Consultants, 2004, Phase I ESA Update 1625 & 1635 Chestnut Street Livermore, California.

American Society for Testing and Materials (ASTM) 2005. Practice E 1527-05 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process.

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Ellis Partners Inc., Semiannual Monitoring Report, January to June 2007, Livermore Arcade Shopping Center/Miller's Outpost Shopping Center.

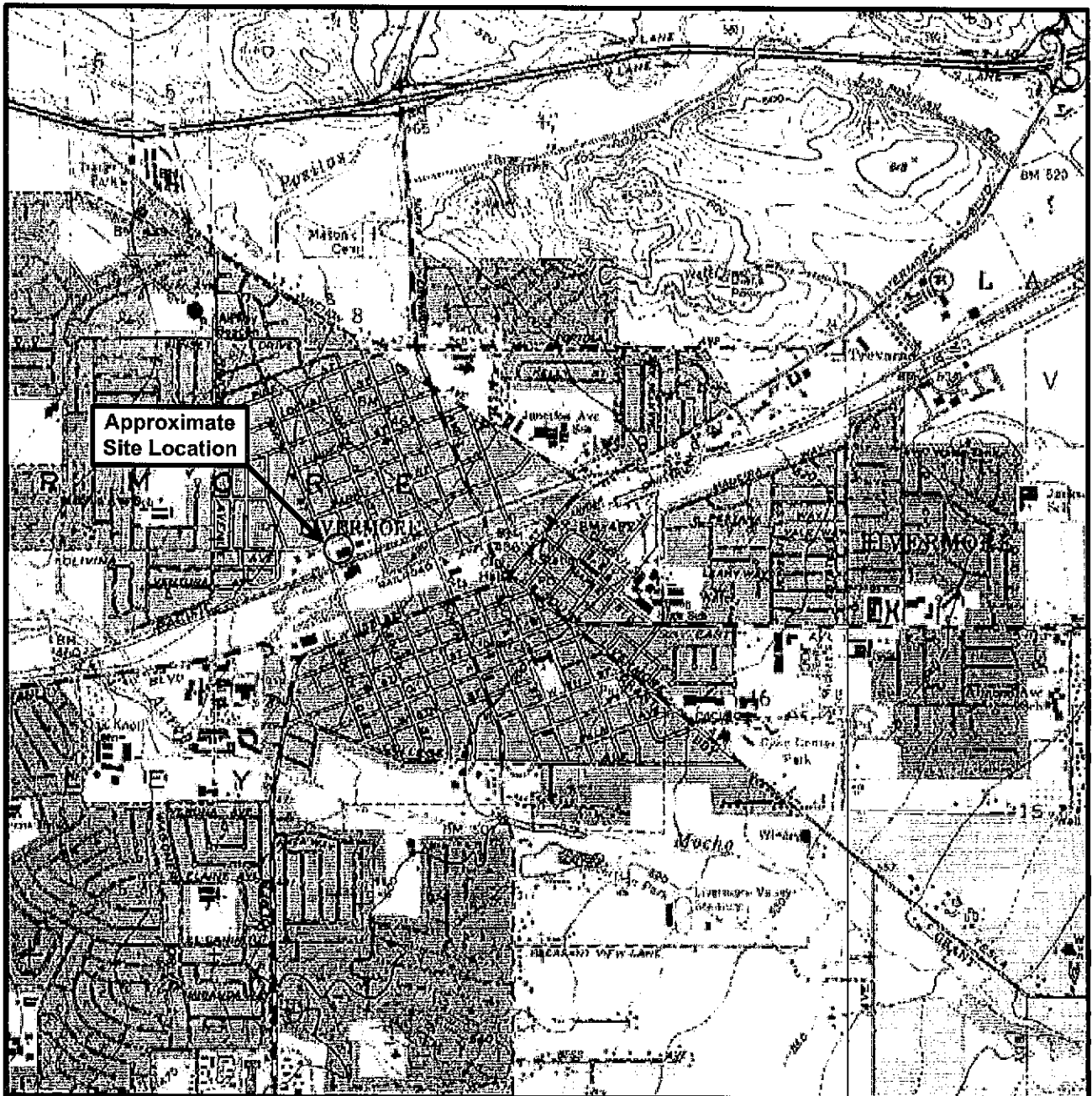
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U.S. Environmental Protection Agency. 2005. "Standards and Practices for All Appropriate Inquiries; Final Rule" (40 Code of Federal Regulations Part 312). Federal Register Vol. 70, No. 210. November 1.

United States Department of the Interior Geological Survey. Livermore, California, Quadrangle 7.5 Minute Series Topographic Map, dated 1980

10.0 APPENDICES

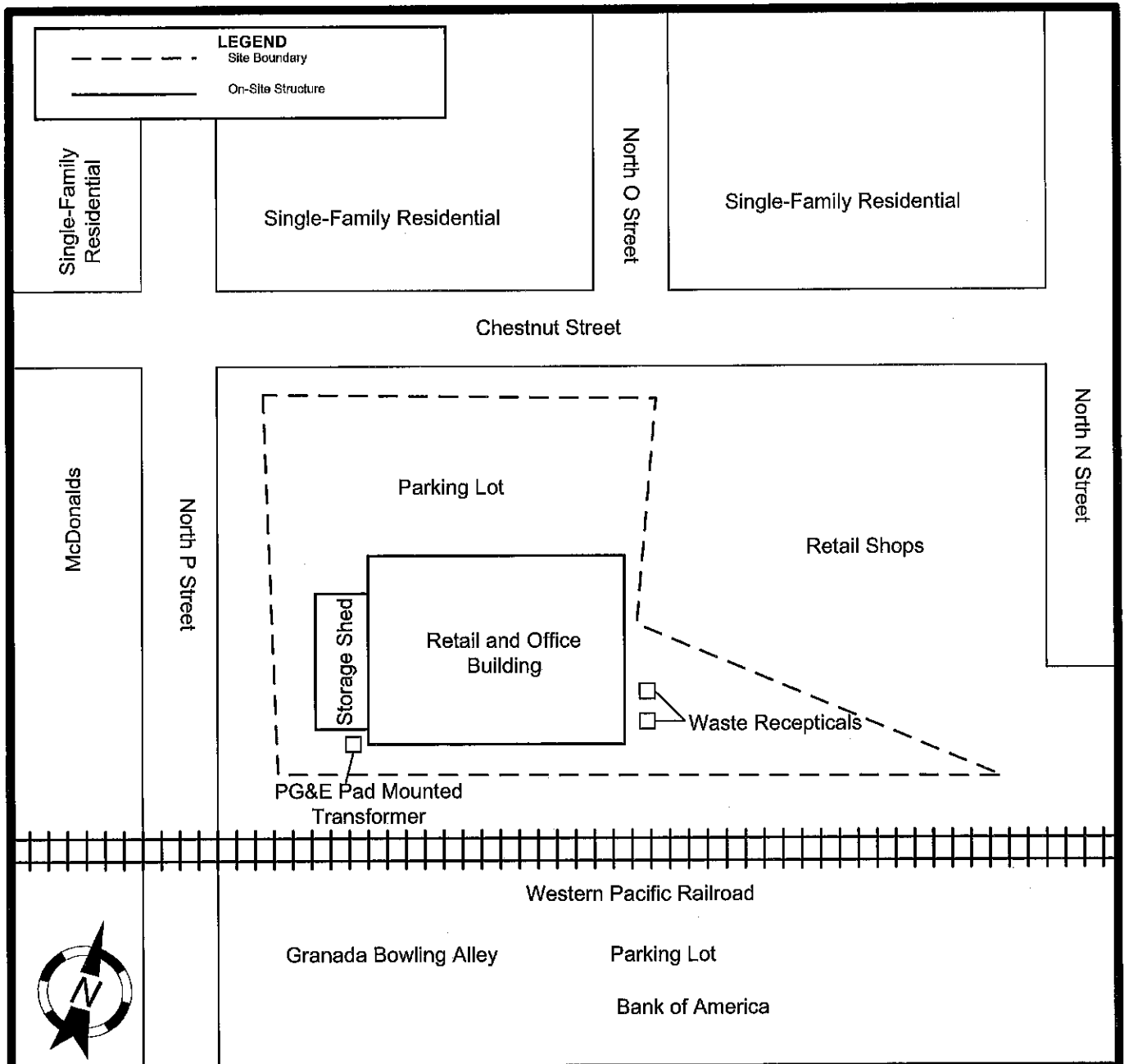


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Figure 1
 Site Location
 ~Scale 1 inch = 900 feet
 USGS Livermore 1980
 Source: Delorme TOPOQUAD, Inc. (1999)

Site Location
 Retail/Office Building
 1625 & 1635 Chestnut Street
 Livermore, CA 94550

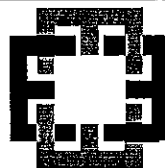
Prepared for:
 Washington Mutual



**Figure 2
 WAMU 425**

**SITE DRAWING
 Not To Scale**

**Retail and Office Building
 1625 & 1635 Chestnut Street
 Livermore, CA 94550**



**ENERCON SERVICES, INC.
 3434 Marconi Ave, Suite C
 Sacramento, CA 95821
 (916) 480-0205**

RETAIL AND OFFICE BUILDING
1625 & 1635 CHESTNUT STREET
LIVERMORE, CALIFORNIA 94550

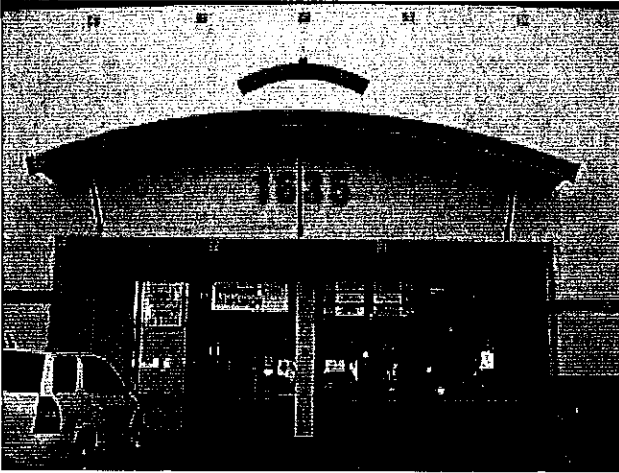


Photo 1: View of the north side of the building on the subject property.



Photo 2: View of the northwest corner of the building on the subject property.

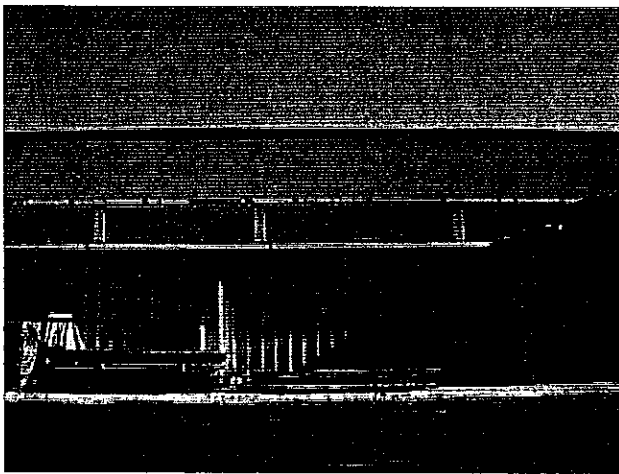


Photo 3: View of the west side of the storage shed and building on the subject property.

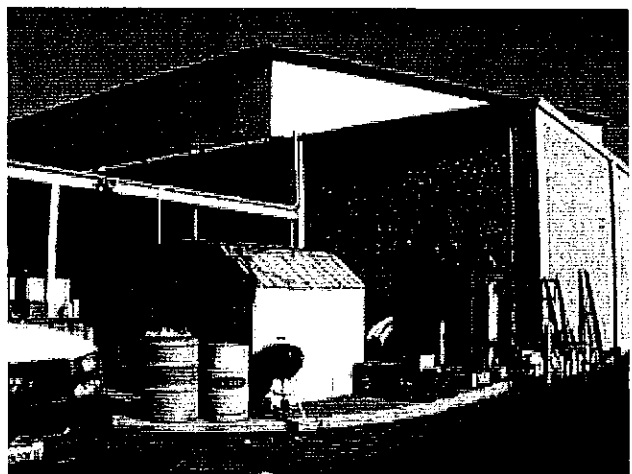


Photo 4: View of the southwest corner of the building on the subject property (note the pad-mounted transformer).

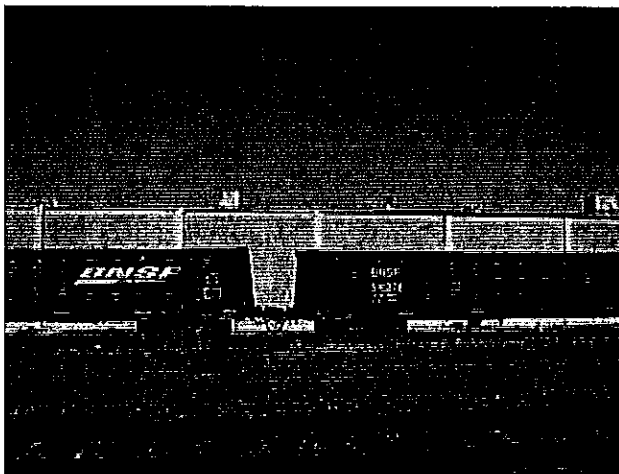


Photo 5: View of the south side of the building on the subject property and the Western Pacific Railroad Tracks.

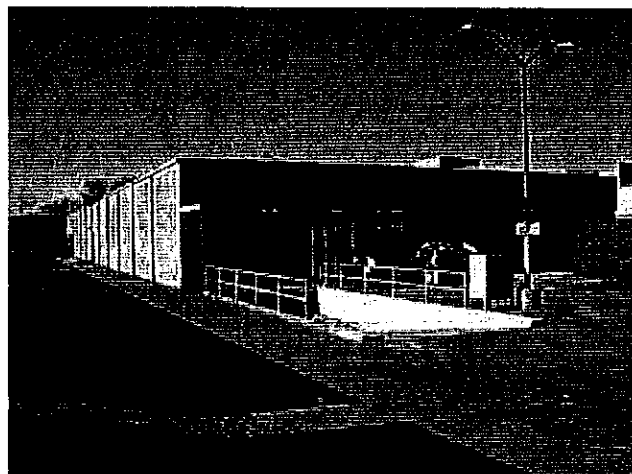


Photo 6: View of the southeast corner of the building on the subject property.

RETAIL AND OFFICE BUILDING
1625 & 1635 CHESTNUT STREET
LIVERMORE, CALIFORNIA 94550

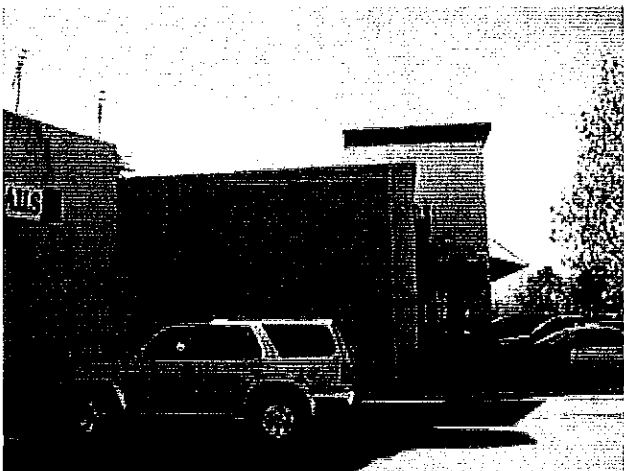


Photo 7: View of the east side of the building on the subject property.



Photo 8: View of the on-site non-hazardous materials.

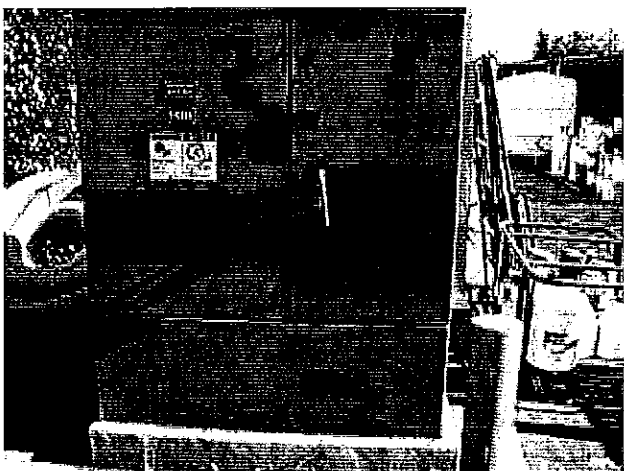


Photo 9: View of the on-site pad mounted transformer.

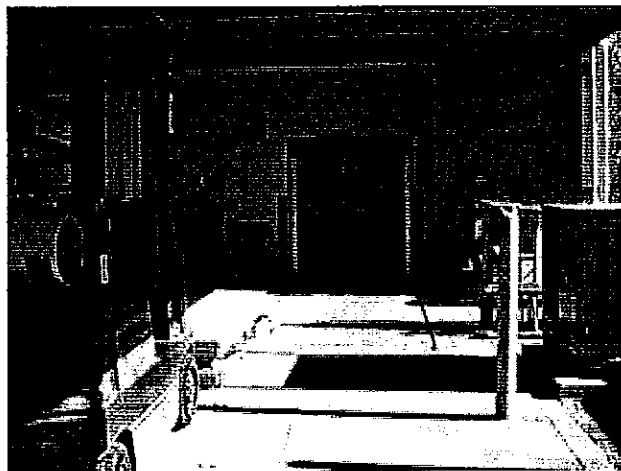


Photo 10: View of the on-site loading area and forklift.

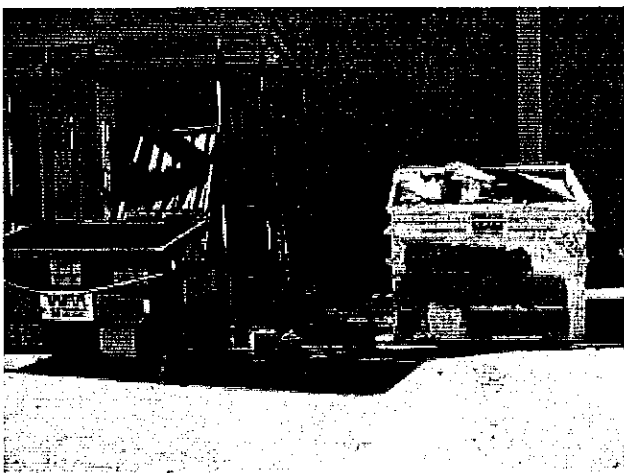


Photo 11: View of the on-site dumpsters.

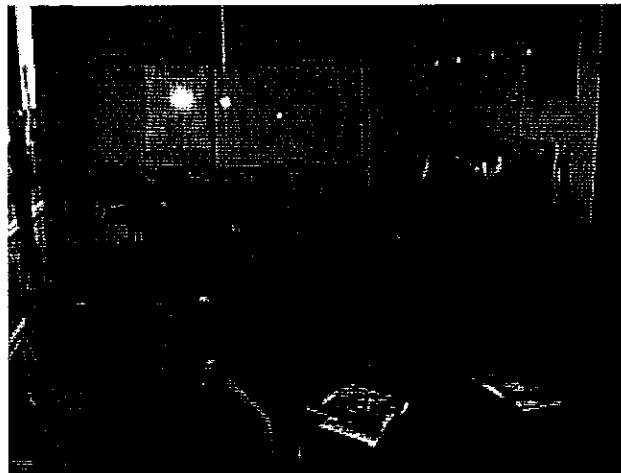


Photo 12: Typical view of an on-site office area.

RETAIL AND OFFICE BUILDING
1625 & 1635 CHESTNUT STREET
LIVERMORE, CALIFORNIA 94550

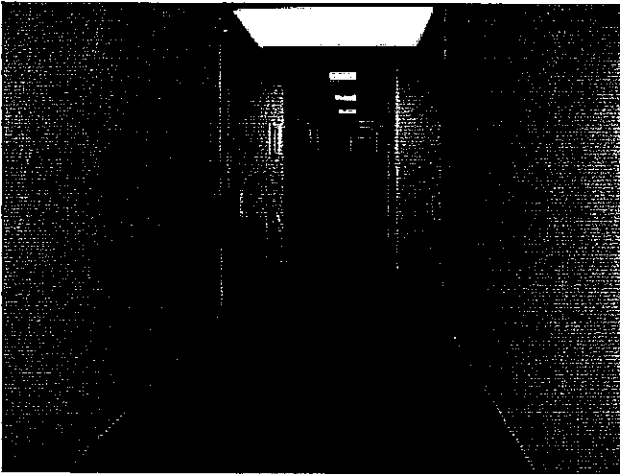


Photo 13: View of the main hallway in the building on the subject property.

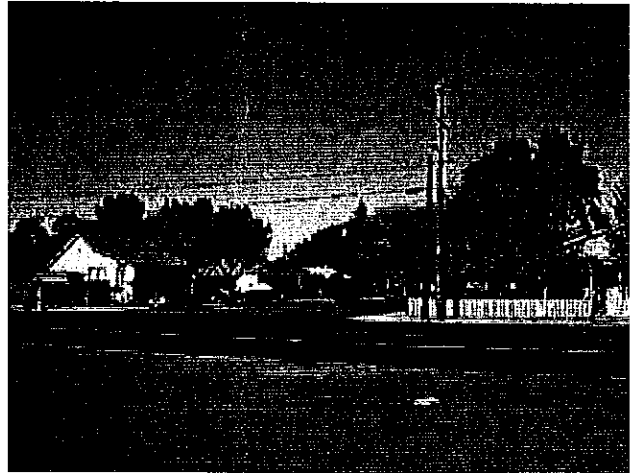


Photo 14: View of the northern adjoining properties.

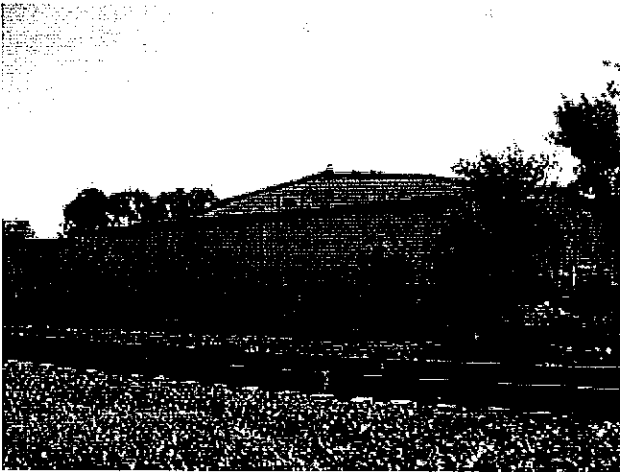


Photo 15: View of the southern adjoining property.

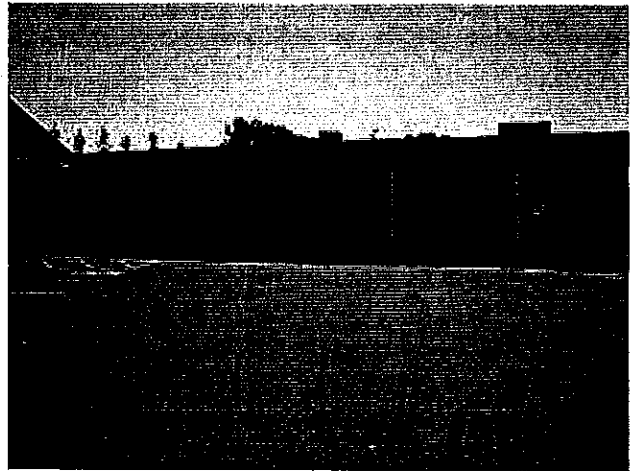


Photo 16: View of the eastern adjoining properties.



Photo 17: View of the western adjoining property.



Photo 18: View of the northwest corner of the subject property.

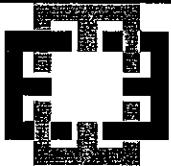


Enercon Services, Inc.
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 Sacramento, California 95821

1940 Aerial Photograph
 Scale 1 inch = 555 feet
 Source: Environmental Data Resources, Inc.

Aerial Photograph
 Retail and Office Building
 1625 & 1635 Chestnut Street
 Livermore, CA 94550

Prepared For:
 Washington Mutual



Enercon Services, Inc.
3434 Marconi Ave., Suite C
Sacramento, California 95821

1950 Aerial Photograph
Scale 1 inch = 555 feet
Source: Environmental Data Resources, Inc.

Aerial Photograph
Retail and Office Building
1625 & 1635 Chestnut Street
Livermore, CA 94550

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Sacramento, California 95821

1958 Aerial Photograph
Scale 1 inch = 555 feet
Source: Environmental Data Resources, Inc.

Aerial Photograph
Retail and Office Building
1625 & 1635 Chestnut Street
Livermore, CA 94550

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Enercon Services, Inc.
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Sacramento, California 95821

1965 Aerial Photograph
Scale 1 inch = 333 feet
Source: Environmental Data Resources, Inc.

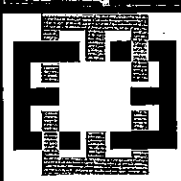
Aerial Photograph
Retail and Office Building
1625 & 1635 Chestnut Street
Livermore, CA 94550

Prepared For:
Washington Mutual



LEGEND
- - - - Site Boundary

**Approximate
Site Location**

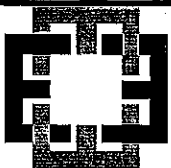


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Sacramento, California 95821

1982 Aerial Photograph
Scale 1 inch = 690 feet
Source: Environmental Data Resources, Inc.

Aerial Photograph
Retail and Office Building
1625 & 1635 Chestnut Street
Livermore, CA 94550

Prepared For:
Washington Mutual

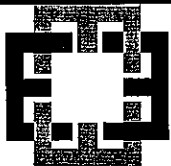


Enercon Services, Inc.
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Sacramento, California 95821

1993 Aerial Photograph
Scale 1 inch = 666 feet
Source: Environmental Data Resources, Inc.

Aerial Photograph
Retail and Office Building
1625 & 1635 Chestnut Street
Livermore, CA 94550

Prepared For:
Washington Mutual



Enercon Services, Inc.
3434 Marconi Ave., Suite C
Sacramento, California 95821

1998 Aerial Photograph
Scale 1 inch = 666 feet
Source: Environmental Data Resources, Inc.

Aerial Photograph
Retail and Office Building
1625 & 1635 Chestnut Street
Livermore, CA 94550

Prepared For:
Washington Mutual

Certified Sanborn® Map Report



Sanborn® Library search results
Certification # 7539-4C16-8225

1625-1635 Chestnut St
1625-1635 Chestnut Street
Livermore, CA 94551

Inquiry Number 2069322.3s

November 06, 2007



EDR® Environmental
Data Resources Inc

The Standard in Environmental Risk Information

440 Wheelers Farms Rd
Milford, Connecticut 06461

Nationwide Customer Service

Telephone: 1-800-352-0050
Fax: 1-800-231-6802
Internet: www.edrnet.com

Certified Sanborn® Map Report

11/06/07

Site Name:
1625-1635 Chestnut St
1625-1635 Chestnut Street
Livermore, CA 94551

Client Name:
Enercon Services, Inc.
3434 Marconi Ave.
Sacramento, CA 95821

EDR Inquiry # 2069322.3s **Contact:** Cory Martini



The complete Sanborn Library collection has been searched by EDR, and fire insurance maps covering the target property location provided by Enercon Services, Inc. were identified for the years listed below. The certified Sanborn Library search results in this report can be authenticated by visiting www.edrnet.com/sanborn and entering the certification number. Only Environmental Data Resources Inc. (EDR) is authorized to grant rights for commercial reproduction of maps by Sanborn Library LLC, the copyright holder for the collection.

Certified Sanborn Results:

Site Name: 1625-1635 Chestnut St
Address: 1625-1635 Chestnut Street
City, State, Zip: Livermore, CA 94551
Cross Street:
P.O. # NA
Project: WAMU
Certification # 7539-4C16-8225



Sanborn® Library search results
Certification # 7539-4C16-8225

UNMAPPED PROPERTY

This report certifies that the complete holdings of the Sanborn Library, LLC collection have been searched based on client supplied target property information, and fire insurance maps covering the target property were not found.

The Sanborn Library includes more than 1.2 million Sanborn fire insurance maps, which track historical property usage in approximately 12,000 American cities and towns. Collections searched:

- Library of Congress
- University Publications of America
- EDR Private Collection

Total Maps: 0

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TEXAS ENVIRONMENTAL RESEARCH

101 YANKEE COURT TEL: (972) 772-4283
ROCKWALL, TEXAS 75032 FAX: (972) 772-4283

ENVIRONMENTAL LIEN SEARCH

THE ATTACHED REPORT IS BEING PROVIDED TO APPLICANT SOLELY FOR THE PURPOSE OF FACILITATING LANDOWNER OR PURCHASE DEFENSES WHICH MAY BE AVAILABLE UNDER THE LIABILITY ACT OF 1980. AS AMENDED IT IS PROVIDED FOR THE SOLE USE AND BENEFIT OF APPLICANT AND MAY NOT BE USED OR RELIED UPON BY ANY OTHER PARTY FOR ANY REASON.

NOTE: THIS SEARCH REPRESENTS SURFACE CONVEYANCES ONLY.
TOTAL LIABILITY OF TEXAS ENVIRONMENTAL RESEARCH COMPANY
IS LIMITED TO THE AMOUNT PAID FOR THIS REPORT.

THIS REPORT WAS PREPARED FOR THE PURPOSE OF ASSISTING IN AN
ENVIRONMENTAL HAZARD INSPECTION OF THE FOLLOWING
DESCRIBED PROPERTY.

LEGAL DESCRIPTION

1635 Chestnut Street, in the City of Livermore, Alameda County, California.

CURRENT OWNER

Antrim Group Limited

DATE	GRANTOR	GRANTEE	DOCUMENT TYPE
10/12/00	Pamco Incorporated	Antrim Group Limited	Warranty Deed Vol/Pg: 2000307043

ENVIRONMENTAL LIEN RESEARCH

AFTER COMPLETING AN ENVIRONMENTAL LIEN SEARCH A
FINDING THAT NO ENVIRONMENTAL LIENS HAVE BEEN FILED
OF PUBLIC RECORD AND THAT IT HAS BEEN DETERMINED THAT
THE PROPERTY RESEARCHED IN THIS REPORT COMPLIES WITH
ASTM E 1527-05-SEC. 7.3.4.4 AND SECTION 5.2

THIS REPORT MEETS OR EXCEEDS A.S.T.M. E 1527-05.



ENERCON SERVICES, INC.
An Employee Owned Company

3434 Marconi Avenue, Suite C
Sacramento, California 95821
(916) 480-0205
Fax: (916) 480-0603

AAI USER QUESTIONNAIRE

Form completed by: Jeff Antrim

Title/Company: North American Title

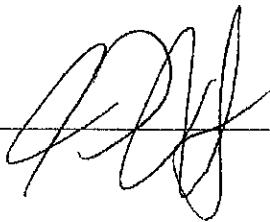
Project Name/Number: 1635 Chestnut Street, Livermore CA 94551

Date: 11-5-07

All questions should be answered to the best of your knowledge.

Question	User/Owner/Occupant				Comments
	Yes	No	Unknown	No Response	
1	Are you aware of any environmental cleanup liens against the property that are filed or recorded under federal, tribal, state or local law?		X		
2	Are you aware of any activity/use limitations, such as engineering controls, land use restrictions, or institutional controls that are in place at the site and/or have been filed or recorded in a registry under federal, tribal, state or local law?		X		
3	As the user of this ESA do you have any specialized knowledge or experience related to the property or nearby properties? For example, are you involved in the same line of business as the current or former occupants of the property an adjoining property so that you would have specialized knowledge of the chemicals and processes used by this type of business?		X		
4	Does the purchase price being paid for this property reasonably reflect the fair market value of the property? If you conclude that there is a difference, have you considered whether the lower purchase price is because contamination is known or believed to be present at the property?	X		X	

5	<p>Are you aware of commonly known or reasonably ascertainable information about the property that would help the environmental professional to identify conditions indicative of a release or threatened releases? For example:</p> <p>Do you know the past uses of the property? Do you know of specific chemicals that are present or once were present at the property? Do you know of spills or chemical releases that have taken place at the property? Do you know of any environmental cleanups that have taken place at the property?</p>	X				USE To Be a Value Rent which was bought by K-mart.
6	<p>As the user of this ESA, based on your knowledge and experience related to the property are there any obvious indicators that point to the presence or likely presence of contamination at the property?</p>		X			

Signed by: 

Date: 11/5/07

**Environmental Site Assessment
Key Site Manager Questionnaire**

To the best of your knowledge, do any of the following documents exist, or have you been made aware of them in the past:

Yes	No	Unknown	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Environmental Site Assessments-- Phase I, Phase II, Asbestos, etc.
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Environmental Permits
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Underground storage tank applications, permits, or registrations
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Community Right-to-Know Plan, Material Safety Data Sheets, Environmental Safety Plans, Environmental Operations and Maintenance Programs
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(1) Is the Property or any Adjoining Property used for an industrial use?
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(2) To the best of your knowledge, has the Property or Adjoining Property been used for an industrial use in the past?
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(3) Is the Property or any Adjoining Property used as a gasoline station, motor repair facility, commercial printing facility, drycleaners, photo developing laboratory, junkyard or landfill, or as a waste treatment, storage, disposal, processing, or recycling facility?
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(4) To the best of your knowledge, has the Property or any adjoining Property been used as a gasoline station, motor repair facility, commercial printing facility, dry cleaners, photo developing laboratory, junkyard or landfill, or as a waste treatment, storage, disposal, processing, or recycling facility?
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(5) Are there currently, or to the best of your knowledge have there been previously, any automotive or industrial batteries in significant quantities, or pesticides, paints, or other chemicals in individual containers of greater than five gallons in volume or fifty gallons in the aggregate, stored on or used at the Property or within the facility
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(6) Are there currently, or to the best of your knowledge have there been previously, any industrial drums (typically 55 gallon) or sacks of chemicals located on the Property or at the facility?
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	(7) Has Fill Dirt been brought onto the Property which originated from a contaminated site or which is of an unknown origin?

- (8) Are there currently, or to the best of your knowledge have there been previously, any Pits, Ponds, Surface Impoundments or Lagoons located on the Property in connection with waste treatment or waste disposal?
- (9) Is there currently, or to the best of your knowledge has there been previously, any stained soil on the Property?
- (10) Are there currently, or to the best of your knowledge have there been previously, any registered or unregistered above or underground storage tanks located on the Property?
- (11) Are there currently, or to the best of your knowledge have there been previously, any vent pipes, fill pipes or access ways indicating a fill pipe protruding from the ground on the Property or adjacent to any structure located on the Property?
- (12) Are there currently, or to the best of your knowledge have there been previously, any flooring, drains, or walls located within the facility that are stained by substances other than water, or are emitting foul odors?
- (13) If the Property is served by a private well or non-public water system, have contaminants been identified in the well or system that exceed guidelines applicable to the water system or has the well been designated as contaminated by any government environmental and or health agency?
- (14) Does the Owner or Occupant of the Property have any knowledge of Environmental Liens or government notification relating to past or current violations of environmental laws with respect to the Property or any facility located on the Property?
- (15) Has the Owner or Occupant of the Property been informed of the past or current existence of hazardous Substances or Petroleum Products or environmental violations with respect to the Property or any facility located on the Property?
- (16) Does the Owner or Occupant of the Property have any knowledge of any Environmental Site Assessment of the Property or facility that indicated the presence of Hazardous Substances or Petroleum Products on, or contamination of, the Property or recommended further assessment of the Property?
- (17) Does the Owner or Occupant of the Property know of any past, threatened, or pending lawsuits or administrative proceedings concerning a release or threatened release of any Hazardous Substances or Petroleum Products involving the Property by an Owner or Occupant?

- (18) Does the Property discharge waste water other than storm water, directly to a ditch or stream on or adjacent to the Property?
- (19) To the best of your knowledge, have any Hazardous Substances or Petroleum Products, unidentified waste materials, tires, automotive or industrial batteries or any other waste materials been dumped above grade, buried, and or burned on the Property?
- (20) Is there a transformer, capacitor or any hydraulic equipment for which there are any records indicating the presence of PCBs?
- (21) Are there currently, or to the best of your knowledge have there been previously, any Incinerators, Injection Wells, Transfer Stations, Waste Recycling Operations, Waste Treatment Detoxification, or Land Disposal Areas located on the Property in connection with waste treatment or waste disposal?
- (22) Are there currently, or to the best of your knowledge have there been previously installed, any urea-formaldehyde foam insulation within the Property? asbestos insulation?
- (23) To the best of your knowledge, have any railroad ties, telephone poles, treated lumber, wooden wire or cable storage reels or spools been dumped above grade, buried, and or burned on the Property?
- (24) To the best of your knowledge, in the past or the present have any railroad tracks or railroad right-of-ways been located on, or adjacent to the Property? *There is a RR track behind us.*
- (25) Are there currently, or to the best of your knowledge, has the Owner or Operator of the Property been required previously to submit or file to any agency a Chemical Contingency Plan, Emergency and Hazardous Chemical Inventory Form, Toxic Chemical Release Form, SARA Title III - Emergency Planning and Community Right-to-Know Act inventory, SARA Title III - Extremely Hazardous Substances inventory, or report under the Emergency Response Notification System?
- (26) Are there currently, or to the best of your knowledge, has the Owner or Operator of the Property been required previously to submit, file, or maintain Material Safety Data Sheets (MSDS) or a written Hazard Communication Program?
- (27) To the best of your knowledge, does the Property currently fall within the auspices of Department of Housing and Urban Development (HUD) supplied funding, or is a source of income revenue directly derived from, supplied, or guaranteed by HUD?

Site Information

APN: 98-290-6-7 Acreage: 2.34
 Site Address: 1635 Chestnut Street Zoning: Central Business
 County: Alameda Tract No: _____
 City/State/Zip: Livermore CA Most Recent Use: Office/Retail

Structures on Site

Number of Existing Structures: 1 Date(s) of Construction: _____

Current Structure(s)	Square Footage	Date of Construction	Type of Construction	Current Use
Structure 1	32,400	1978	Tilt up.	Office Retail
Structure 2	1500	1982	Steel Frame	Warehouse Dye Shop
Structure 3				
Structure 4				

Previous Structure(s)	Square Footage	Date of Demolition	Type of Construction	Prior Use
Structure 1				
Structure 2				
Structure 3				
Structure 4				


Service Providers

Gas: DCE Electricity: PGE
 Propane: _____ Fuel Oil: _____
 Water: City of Livermore Sewer: City of Livermore
 Waste Disposal: N/A Receptacle Type (e.g., dumpster, can): Dump Trucks
 Quantity: _____ Service Period (weekly, monthly): _____

This questionnaire was answered:

- Via: In Person
 Telephone Conversation
 Sent via US mail
 Via Facsimile
 Via electronic mail

This questionnaire was answered by:

Name: Jeff Antoin
Company: The Antoin Group Ltd.
Address: 1635 Chestnut St.
City, State, Zip: Livermore CA 94551
Phone: 925 484-5555 Fax: 925 426-0371
Signature: 
Title: Genl Partner.
Date: 11-5-07

Relationship to Property

Owner Property Manager Other: _____

Personal knowledge about subject property: 6 Years

This questionnaire was administered by:

Name: _____
Signature: _____
Title: _____
Date: _____

Note: This Questionnaire is based upon the American Society of Testing and Materials Questionnaire E.50.02.1.