ExxonMobil Refining & Supply Company
Global Remediation – US Retail
4096 Piedmont Avenue #194
Oakland, California 94611
510.547.8196
510.547.8706 Fax
jennifer.c.sedlachek@exxonmobil.com

Jennifer C. Sedlachek
Project Manager

ExxonMobil
Refining & Supply

October 26, 2007

Mr. Steven Plunkett
Alameda County Health Care Services Agency
Department of Environmental Health
1131 Harbor Bay Parkway, Room 250
Alameda, California 94502-6577

RE: Former Exxon RAS #7-0234/3450 35th Avenue, Oakland, California.

Dear Mr. Plunkett:

Attached for your review and comment is a copy of the letter report entitled ***Project Status and Addendum to Work Plan for Soil and Groundwater Investigation,*** dated October 27, 2007, for the above-referenced site. The report was prepared by Environmental Resolutions, Inc. (ERI) of Petaluma, California, and details proposed activities for the subject site.

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

If you have any questions or comments, please contact me at 510.547.8196.

Sincerely,

Jennifer C. Sedlachek
Project Manager

Attachment: ERI's Project Status and Addendum to Work Plan for Soil and Groundwater Investigation, dated October 27, 2007

cc: w/ attachment
Mr. Chuck Headlee, California Regional Water Quality Control Board, San Francisco Bay Region
Mr. Robert C. Ehlers, M.S., P.E., The Valero Companies, Environmental Liability Management

w/o attachment
Ms. Paula Sime, Environmental Resolutions, Inc.

VALUE, QUALITY, RESPONSE

Southern California
Northern California
Pacific Northwest
Southwest
Texas
Montana

October 26, 2007
ERI 247603.W02

Ms. Jennifer C. Sedlachek
ExxonMobil Refining & Supply-Global Remediation
4096 Piedmont Avenue #194
Oakland, California 94611

SUBJECT Project Status and Addendum for Work Plan for Soil and Groundwater Investigation
Former Exxon Service Station 7-0234
3450 35th Avenue, Oakland, California

Ms. Sedlachek:

At the request of Exxon Mobil Corporation (Exxon Mobil), Environmental Resolutions, Inc. (ERI) has prepared this project status and work plan addendum for the current soil and groundwater investigation at the subject site. This status report was prepared to document field activities to date and provide an addendum to ERI's *Work Plan for Soil and Groundwater Investigation* (Work Plan), dated April 13, 2007. The Work Plan was approved by the Alameda County Health Services Agency (the County) in a letter dated May 13, 2007. Field work was delayed pending access to the site; ERI obtained to extension to the due date for the results report in electronic correspondence dated July 25, 2007. Regulatory correspondence is provided in Attachment A.

In the Work Plan, ERI proposed advancing eight soil borings (B11 through B18) to evaluate the lateral and vertical extent of petroleum hydrocarbons in soil and groundwater beneath the site.

SITE BACKGROUND

The site is located on the northeastern corner of 35th Avenue and Quigley Street in Oakland, California (Plate 1). Land use in the vicinity of the site is mixed-use commercial and residential. The site was owned by Exxon Mobil until July 2000 when the property and facilities were sold to Valero. The County closed Exxon Mobil's environmental case at the site in 2000.

Three 8,000-gallon gasoline underground storage tanks (USTs) were excavated and removed from the site in 1991 and replaced with three 12,000-gallon gasoline USTs (IT, 1992). In 2002, the three 12,000-gallon gasoline USTs and associated product piping were excavated and removed from the site by Dan Brenton Construction Company on behalf of Valero (TRC, 2002). The locations of the former USTs, dispenser islands, destroyed groundwater monitoring wells, and select site features are shown on Plate 1. Groundwater monitoring was conducted at the site from July 1992 until May 1995 and in September 1999.

Previous Investigations

Investigations were conducted at the site between 1986 and 2000. Three groundwater monitoring wells (MW1 through MW3) were installed and 14 soil borings (B1 through B10, EB1, EB2, SB1, and SB2) were advanced at the site between 1986 and 1997 (HLA, 1988; Alton, 1991; IT, 1992; and EA, 1997). In June 2000, the wells were destroyed after the County granted case closure (ERI, 2000).

CURRENT INVESTIGATION

Soil and Groundwater Assessment

In the Work Plan, ERI proposed to advance one soil boring (B11) in the vicinity of the former northeastern dispenser island and seven soil borings (B12 through B18) in and around the former tank pit to approximately 35 feet below ground surface (fbgs) to investigate the vertical and lateral distribution of TPHg, benzene, and MTBE in soil and groundwater. Proposed boring locations are shown on Plate 1.

ERI began field work as scheduled September 10 through 12, 2007; however, the work scope could not be completed as proposed because subsurface conditions necessitated the use of more powerful drilling equipment. A representative from the County attended the field activities on September 11, 2007. A summary of the field activities to date is provided in the following subsections.

Subsurface Clearance

Prior to field work, ERI obtained soil boring permits from the Alameda County Public Works Department (Public Works), contacted Underground Service Alert (USA), and contracted with a private utility-locating company to locate underground utilities at the site.

On September 4 through 6, 2007, the borings were cleared to 8 fbgs using a hand auger to avoid conflicts with existing underground structures. Single boreholes were cleared at locations B11, B14, and B15 for the advancement of the direct-push rods with the intention of collecting groundwater samples through a temporary polyvinyl chloride (PVC) casing inserted through the rods at these locations. Paired boreholes were hand cleared at locations B12, B13, and B16 through B18 to allow separate holes for the direct-push rods and a Hydropunch® device for groundwater sample collection.

ERI collected soil samples directly from the hand auger during hole clearance for stratigraphic evaluation, and retained the samples collected from the 5 fbgs interval for laboratory analysis.

Soil Borings

On September 10, 2007, ERI observed Woodward Drilling Company (Woodward), of Rio Vista, California, attempt to advance boring B13 using direct-push equipment and solid stem augers. The direct-push equipment met with refusal at 22 fbgs due to adverse subsurface conditions. Woodward's direct push rig is equipped with an attachment that spins up to 6-inch diameter augers. After meeting refusal at 22 fbgs, Woodward pulled out the direct-push rods and attempted to continue advancing the bore hole using 2-inch solid stem augers, which met refusal at 21 fbgs. A third attempt was made the following day in an adjacent hole using 6-inch diameter hollow stem augers, which met with refusal at 16 fbgs.

On September 11 and 12, 2007 ERI observed Woodward attempt to advance boring B11 using direct push equipment. The direct push equipment met refusal at 25 fbgs. Woodward attempted to re-drill the borehole the following day using 6-inch hollow stem augers, which met refusal at 21 fbgs.

Because of the adverse subsurface conditions, it was determined that the rig would not be able to obtain total depth (35 fbgs) and work was suspended pending a re-evaluation of drilling technology.

Groundwater was not encountered in the borings. Soil samples were collected from the borings continuously for stratigraphic evaluation and were retained at approximately 5 foot intervals for laboratory analysis. ERI identified the soil samples using visual and manual methods, classified them according to the Unified Soil Classification System (USCS), and constructed boring logs of the upper portions of the borings until the depth of refusal. Boring logs will be provided in the final assessment report.

Waste Disposal

Soil and rinsate water generated during the field work was stored in 55-gallon metal drums at the site. ERI collected one composite soil sample (four brass sleeves) from the drums for laboratory analysis. Upon receipt of the laboratory analytical results, ERI coordinated with Exxon Mobil for disposal of the waste. Dillard Environmental Services (Dillard) of Byron, California, under direct contract to Exxon Mobil, removed 5 drums of soil from the site on October 5, 2007, and transported the drums to Republic Services, Inc., Vasco Road Landfill (Vasco Road) in Livermore, California, for disposal. On October 12, 2007, Dillard removed one drum of sludge and transported it to Clean Harbors Environmental Services in Buttonwillow, California, for disposal. Disposal documentation will be provided in the final assessment report.

Site Geology and Hydrogeology

Sediments encountered in the upper 8 feet of borings B11 through B18 and in the lower intervals (until refusal) in B11 and B13 indicate a consistent stratigraphy beneath the site. Clay and silt mixtures were encountered from the surface to a depth of approximately 7 fbgs. Very dense, hard clayey sand with gravel was encountered from approximately 9 fbgs to the depth of refusal in borings B11 and B13. Boring logs will be provided in the final assessment report.

Groundwater was not encountered in the borings. Moisture content in the soil was observed as dry to damp.

Investigation Status

The status of the boreholes cleared on site is as follows:

The single boring located at B11 was advanced 21 fbgs until refusal. The hole collapsed back to 14 fbgs and was backfilled with sand and capped with asphalt patch in preparation for future drilling activities.

Both boring locations at B12 were hand cleared to 8 fbgs and backfilled with bentonite chips and capped with asphalt patch in preparation for future drilling activities.

One of the two borings located at B13 was advanced to 22 fbgs (until refusal) and the lower portion of the boring caved to 16 fbgs upon removal of the direct-push rods. This boring was destroyed using Type I-II Cement and capped with concrete. The second location at B13 was advanced using the 5-inch solid stem augers to 16 fbgs (until refusal) and was backfilled with sand and capped with asphalt, in preparation for future drilling activities.

The single boring located at B14 (in the gravel pit) was hand cleared to 8 fbgs and backfilled with bentonite chips in preparation for future drilling activities.

The single boring located at B15 and the paired borings located at B16, B17, and B18 were hand cleared to 8 fbgs and backfilled with bentonite chips and capped with asphalt patch in preparation for future drilling activities.

ERI reviewed the condition of the borings with a representative from the County prior to demobilizing from the site.

PROPOSED CHANGES TO WORK PLAN

ERI proposes to change drilling technology from direct-push to a hollow-stem auger due to of the very dense, stiff soil conditions encountered beneath the site. ERI has discussed the soil conditions with a drilling company and reviewed records for assessment activities performed at an adjacent site which used hollow-stem auger equipment, and is confident that hollow-stem auger equipment will enable advancing the holes to their proposed total depth. The remainder of the field work will be completed using a

hollow-stem auger drill rig equipped with 6-inch diameter hollow-stem augers.

The Hydropunch® sampling method is not used with hollow-stem auger drilling equipment; therefore, groundwater sample collection will occur through a temporary PVC casing inserted through the augers.

Other activities associated with soil borings, waste disposal, and report preparation will be completed as proposed in the Work Plan and the County approval letter.

Schedule and Request for Deadline Extension

The remainder of the field work is currently scheduled to occur the week of November 12, 2007. ERI requests an extension on the due date for submittal of the results report to December 31, 2007.

DOCUMENT DISTRIBUTION

ERI recommends that copies of this report be forwarded to the following:

Mr. Steven Plunkett
Alameda County Health Care Services Agency
Department of Environmental Health
1131 Harbor Bay Parkway, Suite 250
Alameda, California 94502-6577

Mr. Chuck Headlee
California Regional Water Quality Control Board
San Francisco Bay Region
1515 Clay Street, Suite 1400
Oakland, California 94612

Mr. Robert C. Ehlers, M.S., P.E.
The Valero Companies
Environmental Liability Management
685 West Third Street
Hanford, California 93230

LIMITATIONS

This report was prepared in accordance with generally accepted standards of environmental practice in California at the time this investigation was performed. This report has been prepared for Exxon Mobil, and any reliance on this report by third parties shall be at such party's sole risk.

Please contact Ms. Paula Sime, ERI's project manager for this site, at (707) 766-2000 with any questions regarding this report.

Sincerely,
Environmental Resolutions, Inc.

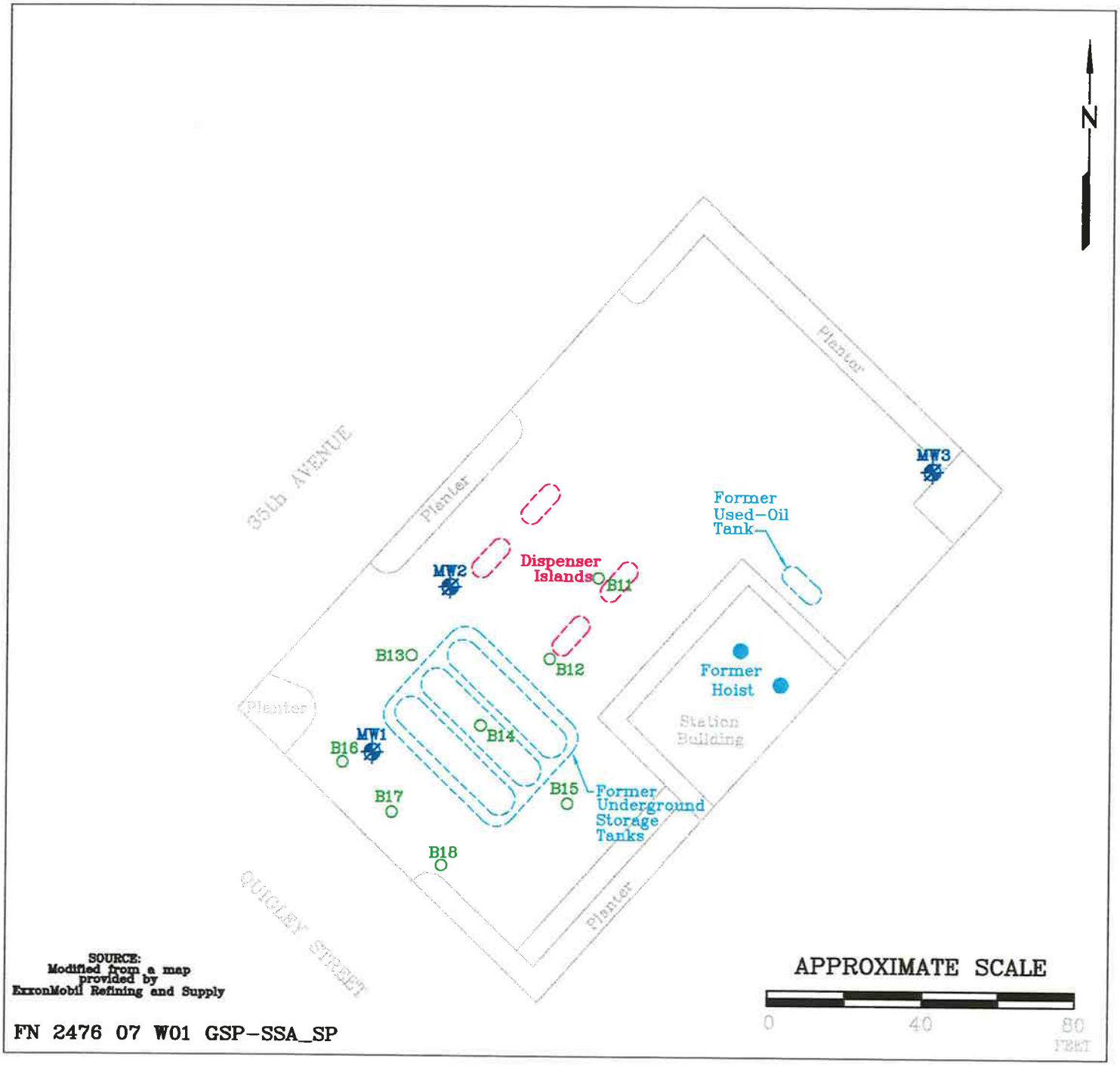
Rebekah A. Westrup
Senior Staff Geologist

Heidi Dieffenbach-Carle
P.G. 6793

Attachments: References

Plate 1: Proposed Soil Boring Locations

Attachment A: Regulatory Correspondence
Attachment B: Field Protocol



EXPLANATION

MW1 — Destroyed Groundwater Monitoring Well

B18 — Proposed Soil Boring

PROPOSED SOIL BORING LOCATIONS

FORMER EXXON SERVICE STATION 7-0234
3450 35th Avenue
Oakland, California

PROJECT NO.
2476
PLATE
1

ATTACHMENT A

REGULATORY CORRESPONDENCE

Paula M. Sime

From: Plunkett, Steven, Env. Health [steven.plunkett@acgov.org]
Sent: Wednesday, July 25, 2007 5:11 PM
To: Paula M. Sime
Subject: RE: RO#390 and RO#2515 Drilling Status Update

Paula,

RO390: ACEH has reviewed your request for a time extension to October 15, 2007. The request for a time extension is granted, the SWI is now due October 15, 2007.

RO2515: ACEH has reviewed your request for a time extension to October 31, 2007. The request for a time extension is granted, the SWI is now due October 31, 2007.

Regards,
Steven Plunkett
Hazardous Materials Specialist
Alameda County Environmental Health
1131 Harbor Bay Parkway, Suite 250
Alameda, CA 94502-6577
510-383-1767
510-337-9355 Fax
steven.plunkett@acgov.org

From: Paula M. Sime [mailto:psime@ERI-US.com]
Sent: Wednesday, July 25, 2007 4:41 PM
To: Plunkett, Steven, Env. Health
Subject: FW: RO#390 and RO#2515 Drilling Status Update

Hi Steven,

Quick status update, we heard back from the Traffic Control Plan division at the City of Oakland today. They approved our revised Traffic Control Plan so we can move forward with obtaining the encroachment and obstruction permits for the drilling in East 12th Street. We will obtain those permits next week, so we are on track to begin drilling in August.

What are your thoughts on the proposed due dates? Would you mind responding to my email so I can place the documentation in the file?

Thanks again,
Paula

From: Paula M. Sime
Sent: Thursday, July 19, 2007 3:49 PM
To: 'Plunkett, Steven, Env. Health'
Subject: RO#390 and RO#2515 Drilling Status Update

Hi Steven,

I thought you would appreciate a status update on the site we discussed yesterday (RO#2515, 3450 35th Avenue,

Oakland) and also RO#390 (2200 East 12th Street, Oakland) since we have drilling coming up at both sites.

RO#390 (2200 East 12th Street, Oakland):
The first few steps of the encroachment permitting process are complete, and USA marking and utility locating were completed last week. We did have to move some of the borings and adjust some lane closures, so have submitted new traffic plans for approval by the city (back to Step 1 for those locations). With this in mind, and assuming the city will turn around the approved traffic plans and subsequent permits in a timely manner, we went ahead and scheduled hole clearance for August 20-22 and drilling August 27 through September 4 (Monday Sept. 3 is a holiday). Due to City restrictions, these dates are not flexible because if we switch days, we have to go all the way back to the beginning of the encroachment permitting process (our traffic plan is approved only for the dates we specify on the application). With this in mind, I propose submittal of the results report for this site by October 15th.

RO#2515 (3450 35th Avenue, Oakland):
Received your letter yesterday and spoke with you on the phone about getting an extension on the due date since we didn't receive the letter until 3 weeks after the requested report due date. This morning we contacted the 4 drillers in the area that we have a service agreement with, and all four said they were booked up through September. So, to accomodate the Oakland work, we have arranged for some field work at another site to be pushed back and opened up the following dates: hole clearance September 4-7, drilling September 10-14. I know we had talked about getting an extension to September 15th; however, this will require an extension further out. I have put my staff and the drillers on notice that if anything opens up sooner we will grab it (other than the dates reserved for 2200 East 12th Street), but at this time it's the soonest we can book the work. I propose submittal of the results report by October 31st.

For both these sites, I will be in contact as we approach the drilling dates and will notify you so you can be present for field work if your schedule allows. Let me know if you have any questions, and if you wouldn't mind, email me with your response to my proposed due dates. Thank you.

Paula

Paula Sime
Project Manager
Environmental Resolutions, Inc.
601 North McDowell Blvd.
Petaluma, California 94954
(707) 766-2026 (office)
(707) 338-8012 (mobile)
(707) 789-0414 (fax)
psime@eri-us.com

ALAMEDA COUNTY
HEALTH CARE SERVICES
AGENCY
DAVID J. KEARS, Agency Director

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

May 3, 2007

Mr. Robert Ehlers
Valero Refining Company
PO Box 696000
San Antonio, TX 78269

Ms. Jennifer Sedlachek
ExxonMobil
4096 Piedmont Avenue, #194
Oakland, CA 94~~520~~ 611

Mr. R.J. Dold
BNY Western Trust Company
3200 SW FRWY #3050
Houston, TX 77027

MHCB (USA) Leasing Corp
c/o Ad Valorem Tax Department
PO Box 690110
San Antonio, TX 78269-0110

Subject: Fuel Leak Case No. RO0002515, Exxon #7-0234/Valero #3832, 3450 35th Avenue, Oakland, CA

Dear Messrs. Ehlers, Dold and Ms. Sedlachek:

Alameda County Environmental Health (ACEH) staff have reviewed the fuel leak case file and the report entitled, "Work Plan for Soil and Groundwater Investigation," dated April 13, 2007 and prepared by Environmental Resolutions Inc (ERI). The scope of work as proposed in the Work Plan recommends the installation of eight soil boring adjacent to the former USTs and fuel dispenser island. ACEH generally concurs with the scope of work as recommended in the Work Plan provided the technical comments discussed below are implemented prior to the start of field work.

We request that you perform the proposed work, and send us the reports described below. Please provide 72-hour advance written notification to this office (e-mail preferred to steven.plunkett@acgov.org) prior to the start of field activities.

TECHNICAL COMMENTS

1. **Soil Boring Locations and Sampling**. Review of Plate 7 (Proposed Soil Boring Locations) from the Work Plan indicates that soil borings B11, B13 and B14 are within the fill material of the former UST tank pit and dispenser island. Soil borings B11 and B13 should be advanced in undisturbed soil adjacent to the excavation sidewalls. ACEH agrees with the soil sample analysis recommended in the Work Plan.

   During soil boring installation, any interval where staining, odor, or elevated PID readings occur a soil sample is to be collected and submitted for laboratory analysis. If no staining, odor, or elevated PID readings are observed, soil sample are to be collected from each boring at the capillary fringe, where groundwater is first encountered, at changes in lithology, at 5 feet interval, and at the total depth of the boring. Please present the result from the soil and groundwater investigation in the report requested below.

2. **Geotracker EDF Submittals** – A review of the case file and the State Water Resources Control Board's (SWRCB) Geotracker website indicate that electronic copies of analytical data have not been submitted for your site. Pursuant to CCR Sections 2729 and 2729.1, beginning September 1, 2001, all analytical data, including monitoring well samples, submitted in a report to a regulatory agency as part of the LUFT program, must be transmitted electronically to the SWRCB Geotracker website via the internet. Additionally, beginning January 1, 2002, all permanent monitoring points utilized to collected groundwater samples (i.e. monitoring wells) and submitted in a report to a regulatory agency, must be surveyed (top of casing) to mean sea level and latitude and longitude accurate to within 1-meter accuracy, using NAD 83, and transmitted electronically to the SWRCB Geotracker website. Beginning July 1, 2005, electronic submittal of a complete copy of all reports is required in Geotracker (in PDF format). In order to remain in regulatory compliance, please upload all analytical data (collected on or after September 1, 2001), to the SWRCB's Geotracker database website in accordance with the above-cited regulation.

TECHNICAL REPORT REQUEST

Please submit technical reports to Alameda County Environmental Health (Attention: Mr. Steven Plunkett), according to the following schedule:

July 1, 2007 – Soil and Groundwater Investigation Report

These reports are being requested pursuant to California Health and Safety Code Section 25296.10. 23 CCR Sections 2652 through 2654, and 2721 through 2728 outline the responsibilities of a responsible party in response to an unauthorized release from a petroleum UST system, and require your compliance with this request.

ELECTRONIC SUBMITTAL OF REPORTS

Alameda County Environmental Cleanup Oversight Programs (LOP and SLIC) require submission of all reports in electronic form to the county's ftp site. Paper copies of reports will no longer be accepted. The electronic copy replaces the paper copy and will be used for all public information requests, regulatory review, and compliance/enforcement activities. Instructions for submission of electronic documents to the Alameda County Environmental Cleanup Oversight Program ftp site are provided on the attached "Electronic Report Upload (ftp) Instructions." Please do not submit reports as attachments to electronic mail.

Submission of reports to the Alameda County ftp site is an addition to existing requirements for electronic submittal of information to the State Water Resources Control Board (SWRCB) Geotracker website. Submission of reports to the Geotracker website does not fulfill the requirement to submit documents to the Alameda County ftp site. In September 2004, the SWRCB adopted regulations that require electronic submittal of information for groundwater cleanup programs. For several years, responsible parties for cleanup of leaks from underground storage tanks (USTs) have been required to submit groundwater analytical data, surveyed locations of monitor wells, and other data to the Geotracker database over the Internet. Beginning July 1, 2005, electronic submittal of a complete copy of all necessary reports was required in Geotracker (in PDF format). Please visit the SWRCB website for more information on these requirements (http://www.swrcb.ca.gov/ust/cleanup/electronic_reporting).

PERJURY STATEMENT

All work plans, technical reports, or technical documents submitted to ACEH must be accompanied by a cover letter from the responsible party that states, at a minimum, the following: "I declare, under penalty of perjury, that the information and/or recommendations contained in the attached document or report is true and correct to the best of my knowledge." This letter must be signed by an officer or legally authorized representative of your company. Please include a cover letter satisfying these requirements with all future reports and technical documents submitted for this fuel leak case.

PROFESSIONAL CERTIFICATION & CONCLUSIONS/RECOMMENDATIONS

The California Business and Professions Code (Sections 6735, 6835, and 7835.1) requires that work plans and technical or implementation reports containing geologic or engineering evaluations and/or judgments be performed under the direction of an appropriately registered or certified professional. For your submittal to be considered a valid technical report, you are to present site specific data, data interpretations, and recommendations prepared by an appropriately licensed professional and include the professional registration stamp, signature, and statement of professional certification. Please ensure all that all technical reports submitted for this fuel leak case meet this requirement.

LANDOWNER NOTIFICATION REQUIREMENTS

Pursuant to California Health & Safety Code Section 25297.15, the active or primary responsible party for a fuel leak case must inform all current property owners of the site of cleanup actions or requests for closure. Furthermore, ACEH may not consider any cleanup proposals or requests for case closure without assurance that this notification requirement has been met. Additionally, the active or primary responsible party is required to forward to ACEH a complete mailing list of all record fee title holders to the site.

UNDERGROUND STORAGE TANK CLEANUP FUND

Please be aware that you may be eligible for reimbursement of the costs of investigation from the California Underground Storage Tank Cleanup Fund (Fund). In some cases, a deductible amount may apply. If you believe you meet the eligibility requirements, we strongly encourage you to call the Fund for an application.

AGENCY OVERSIGHT

If it appears as though significant delays are occurring or reports are not submitted as requested, we will consider referring your case to the Regional Board or other appropriate agency, including the County District Attorney, for possible enforcement actions. California Health and Safety Code, Section 25299.76 authorizes enforcement including administrative action or monetary penalties of up to $10,000 per day for each day of violation.

If you have any questions, please call me at (510) 383-1767.

Sincerely,

Steven Plunkett
Hazardous Materials Specialist

cc: Paula Sime
Environmental Resolutions Inc.
301 North McDowell Blvd.
Petaluma, CA 94954-2312

Donna Drogos, ACEH
Steven Plunkett, ACEH
File

247603X

ALAMEDA COUNTY
HEALTH CARE SERVICES
AGENCY
DAVID J. KEARS, Agency Director

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ENVIRONMENTAL PROTECTION
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FAX (510) 337-9335

March 14, 2007

Mr. Robert Ehlers
Valero Refining Company
PO Box 696000
San Antonio, TX 78269

Ms. Jennifer Sedlachek
ExxonMobil
4096 Piedmont Avenue, #194
Oakland, CA 94520

Mr. R.J. Dold
BNY Western Trust Company
3200 SW FRWY #3050
Houston, TX 77027

MHCB (USA) Leasing Corp
c/o Ad Valorem Tax Department
PO Box 690110
San Antonio, TX 78269-0110

Subject: Fuel Leak Case No. RO0002515 and Geotracker Global ID #T06019757161, 3450 35th Avenue, Oakland, CA 94619 – Request for Work Plan

Dear Messrs. Ehlers, Ortega, Dold and Ms. Sedlachek:

Alameda County Environmental Health (ACEH) staff have reviewed the fuel leak case file and the report entitled, "Report on Underground Storage Tank (UST) and Product Piping Removal" dated October 8, 2002 and prepared by TRC. The report summarizes results from the removal of three 12,000 gallon USTs, fuel dispensers and conveyance piping. As a result of the contamination found onsite, an unauthorized release was documented and ACEH established a fuel leak case for the site. Consequently, ACEH identified ExxonMobil, Valero, BNY Western Trust Company and MHCB Leasing and Finance Corporation as responsible parties for the above referenced site.

ACEH names a "Responsible Party," as defined under 23 C.C.R Sec, 2720. Section 2720 defines a responsible party four (4) ways. An RP can be:

1) "Any person who owns or operates an underground storage tank used for the storage of any hazardous substance."
2) "In the case of any underground storage tank no longer in use, any person who owned or operated the underground storage tank immediately before the discontinuation of its use."
3) "Any owner of property where an unauthorized release of a hazardous substance from an underground storage tank has occurred."
4) "Any person who had or has control over an underground storage tank at the time of or following an unauthorized release of a hazardous substance."

ACEH has named the responsible parties for this site as detailed below.

Existence of Unauthorized Release

In July 2000, after the sale and transfer of the property and facilities to Valero, ExxonMobil received case closure from ACEH for the site located at 3450 35th Ave., Oakland, California. Valero purchased the property and facilities from ExxonMobil in June 2000. At no time since transfer of ownership did Valero either operate the fuel system or store fuel at the site. In June

2002, Valero removed three 12,000 gallon USTs and associated appurtenances. During the excavation and UST removal, approximately 140 cubic yards of fill material was excavated from the UST tank pit and transported offsite for disposal. Confirmation sampling conducted in conjunction with the UST removal detected elevated concentrations of petroleum hydrocarbons in soil and groundwater. Total petroleum hydrocarbons as gasoline (TPHg), benzene and methyl tert-butyle ether (MtBE) were detected in groundwater at concentrations up to 5,600 micrograms per liter (µg/L), 140 µg/L and 12,000 µg/L, respectively.

Responsible Party Identification

ExxonMobil is the primary responsible party because they owned or operated an underground storage tank used for the storage of any hazardous substance (Definition 1). In addition, ExxonMobil was the owner and operator of the USTs immediately before discontinuation of its use (Definition 2). Furthermore, ExxonMobil was the owner of property where an unauthorized release of a hazardous substance from an underground storage tank has occurred (Definition 3).

Valero Refining Company is a responsible party because they owned the tanks when the unauthorized released was detected (Definition 1), and Valero had control over the USTs when the release was detected (Definition 4).

BNY Western Trust Company is a responsible party they owned the property where an unauthorized release occurred (Definition 3).

MHCB (USA) Leasing Corp. is a responsible party because they purchased the property where an unauthorized release occurred (Definition 3).

Based on the elevated concentrations of TPH and TPH constituents detected in groundwater beneath you site an investigation is required to evaluate the extent of soil and groundwater contamination beneath your site. We recommend that your investigation incorporate expedited site assessment techniques to collect soil samples, and depth-discrete groundwater samples prior to the installation of groundwater monitoring wells. Expedited site assessment tools and methods are a scientifically valid and cost-effective approach to fully define the three-dimensional extent of groundwater contamination. Technical protocol for expedited site assessments are provide in the U.S Environmental Protection Agency's "Expedited Site Assessments for Underground Storage Tanks: a Guide for Regulators," (EPA 510-B-97-001), dated March 1997. Therefore, we recommend that you utilize direct push technology to collect soil samples and depth-discrete groundwater samples prior to the installation of groundwater monitoring wells. Sampling locations should be located to assess the extent of soil and groundwater contamination. Other options for additional investigation or remediation may also be appropriate at your site. In addition, we request that you immediately pursue any off-site access agreements that you may need to complete your investigation activities.

The extent of groundwater contamination has not been fully defined for the site. Therefore, ACEH requests that you **submit a Work Plan by March 30, 2007** detailing your proposal to assess the extent of soil and groundwater contamination. This report is being requested pursuant to the Regional Water Quality Control Board's authority under Section 13267 of the California Water Code.

TECHNICAL REPORT REQUEST

Please submit technical reports to Alameda County Environmental Health (Attention: Steven Plunkett), according to the following schedule:

March 30, 2007 – Work Plan for Site Assessment

These reports are being requested pursuant to California Health and Safety Code Section 25296.10. 23 CCR Sections 2652 through 2654, and 2721 through 2728 outline the responsibilities of a responsible party in response to an unauthorized release from a petroleum UST system, and require your compliance with this request.

ELECTRONIC SUBMITTAL OF REPORTS

Alameda County Environmental Cleanup Oversight Programs (LOP and SLIC) require submission of all reports in electronic form to the county's ftp site. Paper copies of reports will no longer be accepted. The electronic copy replaces the paper copy and will be used for all public information requests, regulatory review, and compliance/enforcement activities. Instructions for submission of electronic documents to the Alameda County Environmental Cleanup Oversight Program ftp site are provided on the attached "Electronic Report Upload (ftp) Instructions." Please do not submit reports as attachments to electronic mail.

Submission of reports to the Alameda County ftp site is an addition to existing requirements for electronic submittal of information to the State Water Resources Control Board (SWRCB) Geotracker website. Submission of reports to the Geotracker website does not fulfill the requirement to submit documents to the Alameda County ftp site. In September 2004, the SWRCB adopted regulations that require electronic submittal of information for groundwater cleanup programs. For several years, responsible parties for cleanup of leaks from underground storage tanks (USTs) have been required to submit groundwater analytical data, surveyed locations of monitor wells, and other data to the Geotracker database over the Internet. Beginning July 1, 2005, electronic submittal of a complete copy of all necessary reports was required in Geotracker (in PDF format). Please visit the SWRCB website for more information on these requirements (http://www.swrcb.ca.gov/ust/cleanup/electronic_reporting).

PERJURY STATEMENT

All work plans, technical reports, or technical documents submitted to ACEH must be accompanied by a cover letter from the responsible party that states, at a minimum, the following: "I declare, under penalty of perjury, that the information and/or recommendations contained in the attached document or report is true and correct to the best of my knowledge." This letter must be signed by an officer or legally authorized representative of your company. Please include a cover letter satisfying these requirements with all future reports and technical documents submitted for this fuel leak case.

PROFESSIONAL CERTIFICATION & CONCLUSIONS/RECOMMENDATIONS

The California Business and Professions Code (Sections 6735, 6835, and 7835.1) requires that work plans and technical or implementation reports containing geologic or engineering evaluations and/or judgments be performed under the direction of an appropriately registered or

certified professional. For your submittal to be considered a valid technical report, you are to present site specific data, data interpretations, and recommendations prepared by an appropriately licensed professional and include the professional registration stamp, signature, and statement of professional certification. Please ensure all that all technical reports submitted for this fuel leak case meet this requirement.

LANDOWNER NOTIFICATION REQUIREMENTS

Pursuant to California Health & Safety Code Section 25297.15, the active or primary responsible party for a fuel leak case must inform all current property owners of the site of cleanup actions or requests for closure. Furthermore, ACEH may not consider any cleanup proposals or requests for case closure without assurance that this notification requirement has been met. Additionally, the active or primary responsible party is required to forward to ACEH a complete mailing list of all record fee title holders to the site.

UNDERGROUND STORAGE TANK CLEANUP FUND

Please be aware that you may be eligible for reimbursement of the costs of investigation from the California Underground Storage Tank Cleanup Fund (Fund). In some cases, a deductible amount may apply. If you believe you meet the eligibility requirements, we strongly encourage you to call the Fund for an application.

AGENCY OVERSIGHT

If it appears as though significant delays are occurring or reports are not submitted as requested, we will consider referring your case to the Regional Board or other appropriate agency, including the County District Attorney, for possible enforcement actions. California Health and Safety Code, Section 25299.76 authorizes enforcement including administrative action or monetary penalties of up to $10,000 per day for each day of violation.

If you have any questions, please call me at (510) 383-1767.

Sincerely,

Steven Plunkett
Hazardous Materials Specialist

Enclosure: ACEH Electronic Report Upload (ftp) Instructions

Donna Drogos, ACEH
Steven Plunkett, ACEH
File

ATTACHMENT B

FIELD PROTOCOL

FIELD PROTOCOL

Site Safety Plan

Field work will be performed by ERI personnel in accordance with a Site Safety Plan developed for the site. This plan describes the basic safety requirements for the subsurface investigation at the site. The Site Safety Plan is applicable to personnel and subcontractors of ERI. Personnel at the site are informed of the contents of the Site Safety Plan before work begins. A copy of the Site Safety Plan is kept at the work site and is available for reference during the work. The ERI geologist will act as the Site Safety Officer.

Drilling of Soil Borings

Prior to the drilling of soil borings, ERI will acquire necessary permits from the appropriate agency(ies). ERI will also contact Underground Service Alert (USA) and a private underground utility locator (per ExxonMobil protocol) before drilling to help locate utility lines at the site. ERI will clear the proposed locations to a depth of approximately 4 or 8 feet (depending on the location), before drilling to reduce the risk of damaging underground structures.

Drilling will be performed under the observation of a field geologist, and the earth materials in the boring will be identified using visual and manual methods, and classified as drilling progresses using the Unified Soil Classification System.

Soil borings will be drilled using a hollow-stem auger drill rig. During drilling, soil samples will be collected continuously for stratigraphic evaluation and retained for laboratory analysis at approximately 5-foot intervals, at the capillary fringe, at areas of discoloration or odor, and areas where photo-ionization detector (PID) readings indicate the possible presence of hydrocarbons. Samples will be collected with a California-modified split-spoon sampler equipped with laboratory-cleaned brass sleeves. Samples will be collected by advancing the auger to a point just above the sampling depth and driving the sampler into the soil. The sampler will be driven 18 inches with a standard 140-pound hammer repeatedly dropped 30 inches. The number of blows required to drive the sampler each successive 6-inch interval will be counted and recorded to give an indication of soil consistency.

Augers and sampling equipment will be steam-cleaned before use and between borings to minimize the possibility of crosshole contamination. Auger rinsate will be containerized and stored on site. ERI will coordinate with ExxonMobil for appropriate disposal of the rinsate.

Soil samples will be monitored with a PID, which measures hydrocarbon concentrations in the ambient air or headspace above the soil sample. Field instruments such as the PID are useful for indicating relative levels of hydrocarbon vapors, but do not detect concentrations of hydrocarbons with the same precision as laboratory analyses. Soil samples selected for possible chemical analysis will be sealed promptly with Teflon® tape and plastic caps. The samples will be labeled and placed in iced storage for transport to the laboratory. Chain-of-Custody records will be initiated by the geologist in the field, updated throughout handling of the samples, and sent with the samples to the laboratory. Copies of these records will be in the final report. Cuttings generated during drilling will be stored in 55-gallon metal drums or placed on plastic sheeting and covered and left at the site. ERI will coordinate with ExxonMobil for the soil to be removed to an appropriate disposal facility.

Groundwater Sample Collection

Water samples are collected with a new, disposable Teflon® or polypropylene bailer. The groundwater is carefully poured into selected sample containers (40-milliliter [ml] glass vials, 1-liter glass amber bottles, etc.), which are filled so as to produce a positive meniscus.

Depending on the required analysis, each sample container is preserved with hydrochloric acid, nitric acid, etc., or it is preservative free. The type of preservative used for each sample is specified on the Chain-of-Custody form.

Grab Groundwater Sample Collection through Hollow-Stem Augers

At first encountered groundwater, a small diameter PVC well casing with 0.010" slotted screen may be inserted through the hollow stem of the augers to facilitate the collection of groundwater samples. The temporary well is lowered through the augers and then the augers are pulled up approximately 0.5 to 2 feet to expose the slotted interval and allow groundwater to flow into the boring. Groundwater samples may then be collected from within the casing with a new disposable bailer or peristaltic pump. The water sample is then promptly transported in iced storage in a thermally-insulated ice chest, accompanied by a Chain of Custody Record, to a California-certified laboratory.

Boring Grouting

After soil and grab groundwater sampling have been completed, the borings will be backfilled with cement grout . The grout will be pumped through a tremie pipe positioned at the bottom of the borings, which are filled from the bottom up to prevent bridging of the fill material. The surface is then finished to match surrounding conditions.