URS

October 2, 2006

Mr. Jerry Wickham
Hazardous Materials Specialist
Alameda County Environmental Health Services
1131 Harbor Bay Parkway, Suite 250
Alameda, CA 94502

RE: Response to Comments dated September 27, 2006
SLIC Case No. RO0002738

Dear Mr. Wickham:

URS is pleased to provide this additional response to your letter dated September 27, 2006. The technical comment section below addresses the request for clarification of the revised Figure 5 and correction of our typographical error. We appreciate your need to understand the circumstances and the details of the remedial action taken at the site and have taken this opportunity to provide a fuller explanation of the site activities.

The technical comments are provided under the following statement:

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

The overall objective of this project was to remove the residual contaminants on the site prior to redevelopment. According to the available documents, the underground fuel storage tank (UST) was removed in 1974 by a previous owner prior to Regency Centers (Regency) obtaining the parcel in December 2003. Regency's plan is to redevelop the older and blighted 8.5 acre Alameda Bridgeside Center with a new retail center.

The UST was reportedly associated with the former lumber yard and concrete batch plant that occupied the property prior to the construction in 1974 of the former shopping center, known as Ferndale Shopping Center. The UST was reportedly removed in 1974 during the development of the Ferndale Shopping Center. Tenants at the Ferndale Shopping Center included a grocery store, a drug store, a dry cleaner and laundry, a photo processing shop, restaurants, and other small shops.

Presently, the former shopping center buildings have been demolished, including the removal of laterals to the water and sewer main lines that traverse the property. The new shopping center buildings are under construction. It is anticipated that the new buildings and utilities will be completed by the end of September 2006.

At the time the property was delivered to Regency, the UST had been removed and a Phase II investigation conducted by Northgate Environmental in 2002 revealed residual contamination. Regency purchased the property with the understanding that Regency would address the residual contamination. In September/October 2005, two areas of

URS Corporation
915 Wilshire Boulevard, Suite 700
Los Angeles, CA 90017
Tel: 213.996.2200
Fax: 213.996.2290
www.urscorp.com

concern were excavated in order to remove the residual soil contamination: 1) former UST location, and 2) the former dry cleaner location.

Below we have addressed your specific technical comments.

Technical Comments

Response to Comment 1 Revised Figure 5 orientation

Yes, the orientation of the figure showing the excavation has changed from the previous version of Figure 5. This error was noted by the field geologist who was onsite during excavation. This error was also evident on the corrective action report and all correspondence up until the last submittal. It is now correctly oriented.

Response to Comment 2 Revised Figure 5 orientation

The units should be in mg/kg rather than g/kg. This was a typographical error.

We believe that the residual contamination at the two areas of concern has been addressed and meets the County's requirements. We have made recommendations for no further action as provided in Section 9 of the CAP (URS 2006), and are looking forward to finalization of the CAP at this site.

Thank you for your time and consideration on this project. Please do not hesitate to contact either Jeff Paik at (510) 874-3043 or Debbie Stott at (213) 996-2441 if you have any questions or concerns regarding these responses.

Sincerely,
URS CORPORATION

Jung Hwan Jeff Paik
Environmental Engineer

Debra B. Stott, PG 6221
Vice President/Principal Geologist

CC: Mr. Scott Kyman, Regency Centers, 1850 Mt. Diablo Boulevard, Suite 225, Walnut Creek, CA 94596
Ms. Lois Autie, URS

September 11, 2006

Mr. Jerry Wickham
Hazardous Materials Specialist
Alameda County Environmental Health Services
1131 Harbor Bay Parkway, Suite 250
Alameda, CA 94502

RE: Response to Comments dated August 10, 2006
SLIC Case No. RO0002738

Dear Mr. Wickham:

URS is pleased to provide this additional response to your letter dated August 10, 2006. The technical comment section below addresses the request for more complete figures and discussion of the remedial activities. We appreciate your need to understand the circumstances and the details of the remedial action taken at the site and have taken this opportunity to provide a fuller explanation of the site activities.

The technical comments are provided under the following statement:

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

The overall objective of this project was to remove the residual contaminants on the site prior to redevelopment. According to the available documents, the underground fuel storage tank (UST) was removed in 1974 by a previous owner prior to Regency Centers (Regency) obtaining the parcel in December 2003. Regency's plan is to redevelop the older and blighted 8.5 acre Alameda Bridgeside Center with a new retail center.

The UST was reportedly associated with the former lumber yard and concrete batch plant that occupied the property prior to the construction in 1974 of the former shopping center, known as Ferndale Shopping Center. The UST was reportedly removed in 1974 during the development of the Ferndale Shopping Center. Tenants at the Ferndale Shopping Center included a grocery store, a drug store, a dry cleaner and laundry, a photo processing shop, restaurants, and other small shops.

Presently, the former shopping center buildings have been demolished, including the removal of laterals to the water and sewer main lines that traverse the property. The new shopping center buildings are under construction. It is anticipated that the new buildings and utilities will be completed by the end of September 2006.

At the time the property was delivered to Regency, the UST had been removed and a Phase II investigation conducted by Northgate Environmental in 2002 revealed residual contamination. Regency purchased the property with the understanding that Regency would address the residual contamination. In September/October 2005, two areas of concern were

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excavated in order to remove the residual soil contamination: 1) former UST location, and 2) the former dry cleaner location.

Below we have addressed your specific technical comments.

Technical Comments

Response to Comment 2. Revised Figure 4 and Documentation of UST Excavation

- Figure 4 has been revised to show the requested information. URS obtained an aerial photograph to show the former landmarks (former shopping center). We have added the specific site features and previous borings to the aerial showing the former shopping center buildings. The new buildings are superimposed to indicate where the excavations were located in relation to new features and to show where the soil borings indicated that the residual soil concentrations would be found.
- The areas of contamination were defined by the results of Geoprobe soil borings from the 2002 Phase II investigation. Prior to demolition of the buildings the soil boring locations were visually observed and the area to be excavated was defined based on those geoprobe soil borings. Marks were placed on structures that were to remain in place, such as fences, existing utility boxes and retaining walls. This was done to relocate the area of excavation after building demolition was to occur. The updated figures provided in this submittal reflect the actual areas of excavation located in this manner. Since the demolition of previous structures is completed, the new buildings mostly constructed, and the excavation filled in and the ground elevation has been raised, the previous landmarks used to locate the now buried soil borings and excavation limits are no longer visible or surveyable. Therefore, it would be impossible to provide ACEH with a survey of the excavation. However, we believe strongly that the measures taken to properly locate the impacted areas based on visible soil borings and maps from the 2002 Phase II investigation were sufficient to accurately locate and excavate the residual soil contamination. The amount of impacted soil removed also indicates that the excavations were property located and extended to areas that were not impacted with the exception of the side of the UST excavation that was limited by the presence of underground utilities.
- As you noted in your letter, GP-7, GP-8, GP-9, GP-10, and GP-12 are at the excavation limits. These data points delineate the extent of residual contamination in the area of the former petroleum UST. The method of locating the borings, and therefore, delineation of the contamination is described above.
- As described on page 4-1 (Section 4.1) of the Corrective Action Plan (CAP) Report, field screening was performed using a field photoionization detector

(PID). Due to the size of the excavation and the phased approach to the excavation, the rule of thumb of 10-foot intervals between confirmation soil samples was not warranted. Some samples, whose screening vapor concentrations were low, were not analyzed in the laboratory. In areas where screening concentrations were elevated, additional excavation and re-sampling was conducted until the soil concentrations met the ESLs. The maximum interval between soil confirmation samples was 21 feet, the total number of sample collected was 27, and the total number of soil confirmation samples was 22. The number of confirmation samples increased as the excavation grew. That is to say, when the laboratory confirmation soil sample result indicated that the target constituents were above their respective ESLs, additional excavation was required. Therefore, additional confirmation soil sampling was conducted.

- The depth of samples is indicated as a part of the sample number. For example, SS-1-TB-10 was collected at a depth of 10 feet.
- Confirmatory sample depths ranged from 8 to 10 feet in depth to capture the bottom and sidewalls of the excavation where the vapor screening data indicated that the majority of the concentrations were found. The excavation extended below the water table, which was encountered between 5 1/2 and 6 feet in the VOC excavation, and 8 to 10 feet at the UST excavation.
- Some confirmatory soil samples were collected at approximately 10-foot intervals and others at greater intervals along the sidewalls as needed.

Response to Comment 3. Revised Figure 5 and Documentation of Dry Cleaner Excavation

- Figure 5 has been revised to show the requested information.
- As noted, the highest concentrations of impacted soils were previously detected at depths of 1 to 1.5 feet at locations GP-16 and GP-17. The excavation throughout was extended to 5 feet in depth. Nearby sample locations SS-DC15-TB5 and SS-DC20-TB5 (indicating a depth of 5 feet) document the soil conditions at that depth. There were no residual VOCs found above the ESLs at the excavation limits, which were guided aerially by the previous borings, and vertically by the depth to groundwater. During the excavation groundwater was found at approximately 5 feet below ground surface (bgs) at the VOC excavation. Groundwater was encountered at a more shallow depth at the VOC excavation than at the UST excavation, where groundwater was found at 8 to 10 feet bgs. This is likely due to the proximity of the VOC excavation to the estuary compared to the UST excavation.
- The former sewer line discussed in our July 10, 2006 response was not present during the October 2005 excavation activities. The building had already been demolished and the line removed by Regency contractors. The

drain and a portion of the sewer line location serving the drycleaner was excavated because the entire footprint of the drycleaner was included within the excavation. The manhole shown on the figures approximately 20 feet to the northeast is a main trunk line and could not be disturbed. There is adequate data to indicate that the excavation was correctly located, based on previous borings and our landmarks, and served the purpose of removing the VOC-impacted soil to below their respective ESLs.

Response to Comment 4. UST Contents and Laboratory Analyses for Soil Samples in the UST Area

- A law firm (McDonough, Holland & Allen) hired Northgate Environmental in 2002 to evaluate the shopping center prior to purchase of the property by the City of Alameda. Northgate reported that the former UST was used by a former lumber yard as a fuel UST. URS' client, Regency Centers was provided with the available reports by the City of Alameda Redevelopment Agency. Based on the Northgate report, what is known from historical sources is that a fuel UST was removed from this location. Northgate reportedly reviewed files at the Alameda County Health Services Agency for 2691 Blanding Avenue (the former grocery store) which contained the following: 1) groundwater monitoring results from 1988 for the three onsite wells, and 2) analyses of soil samples collected by previous consultants indicating the presence of TPH as both gasoline and diesel and other fuel constituents, such as BTEX.

Response to Comment 5. Site Grading in Railroad Right-of-way

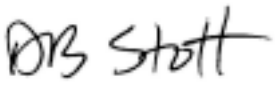
- URS inadvertently reported in the July 10, 2006 response that the upper 2.5 feet of soil had been removed. According to the Regency Project Manager for Alameda, the former railroad spur line was handled in the following manner:
  - ✓ The metal was removed and sent to a recycle/reclamation facility
  - ✓ The asphalt cover was removed and recycled
  - ✓ The remaining ballast was recompacted in place and paved over or built over
  - ✓ No soil was removed for grading, and therefore, no soil was mixed with other onsite soil.

We believe that the residual contamination at the two areas of concern has been addressed and meets the County's requirements. We have made recommendations for no further action as provided in Section 9 of the CAP (URS 2006), and are looking forward to finalization of the CAP at this site.

Thank you for your time and consideration on this project. Please do not hesitate to contact either Jeff Paik at (510) 874-3043 or Debbie Stott at (213) 996-2441 if you have any questions or concerns regarding these responses.

Sincerely,
URS CORPORATION

Jung Hwan Jeff Paik
Environmental Engineer



Debra B. Stott, PG 6221
Vice President/Principal Geologist

Attachments
- Revised Figure 2
- Revised Figure 4
- Revised Figure 5

CC: Mr. Scott Kyman, Regency Centers, 1850 Mt. Diablo Boulevard, Suite 225, Walnut Creek, CA 94596
Ms. Lois Autie, URS

Sep 07, 2006 – 9:19am
J:\CADSHARED\regency alameda\Figure 2.dwg

150’ 0 150’ 300’

SCALE: 1”= 150’

AERIAL PHOTO REFERENCE: GOOGLE MAPS

LEGEND:

- SITE BOUNDARY
- NEW BUILDING FOOTPRINTS
- RAILROAD SPUR
- EXCAVATION LIMITS

NOTE:

FUTURE SITE IMPROVMENTS AND EXCAVATION OUTLINES ARE SHOWN ON AREIAL PHOTO SHOWING FORMER SITE CONDITIONS.

URS

Project No. 29403462

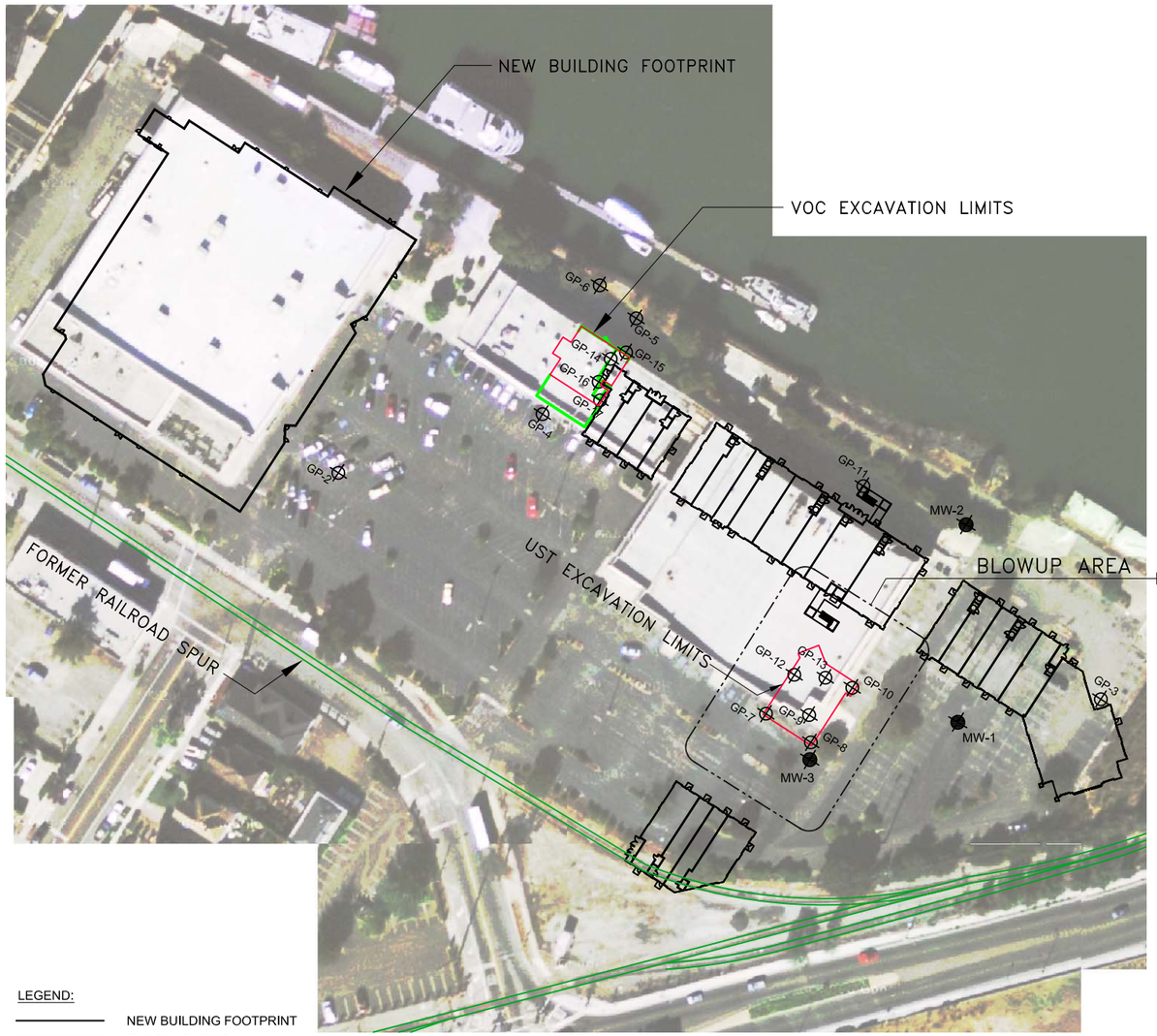
REGENCY ALAMEDA

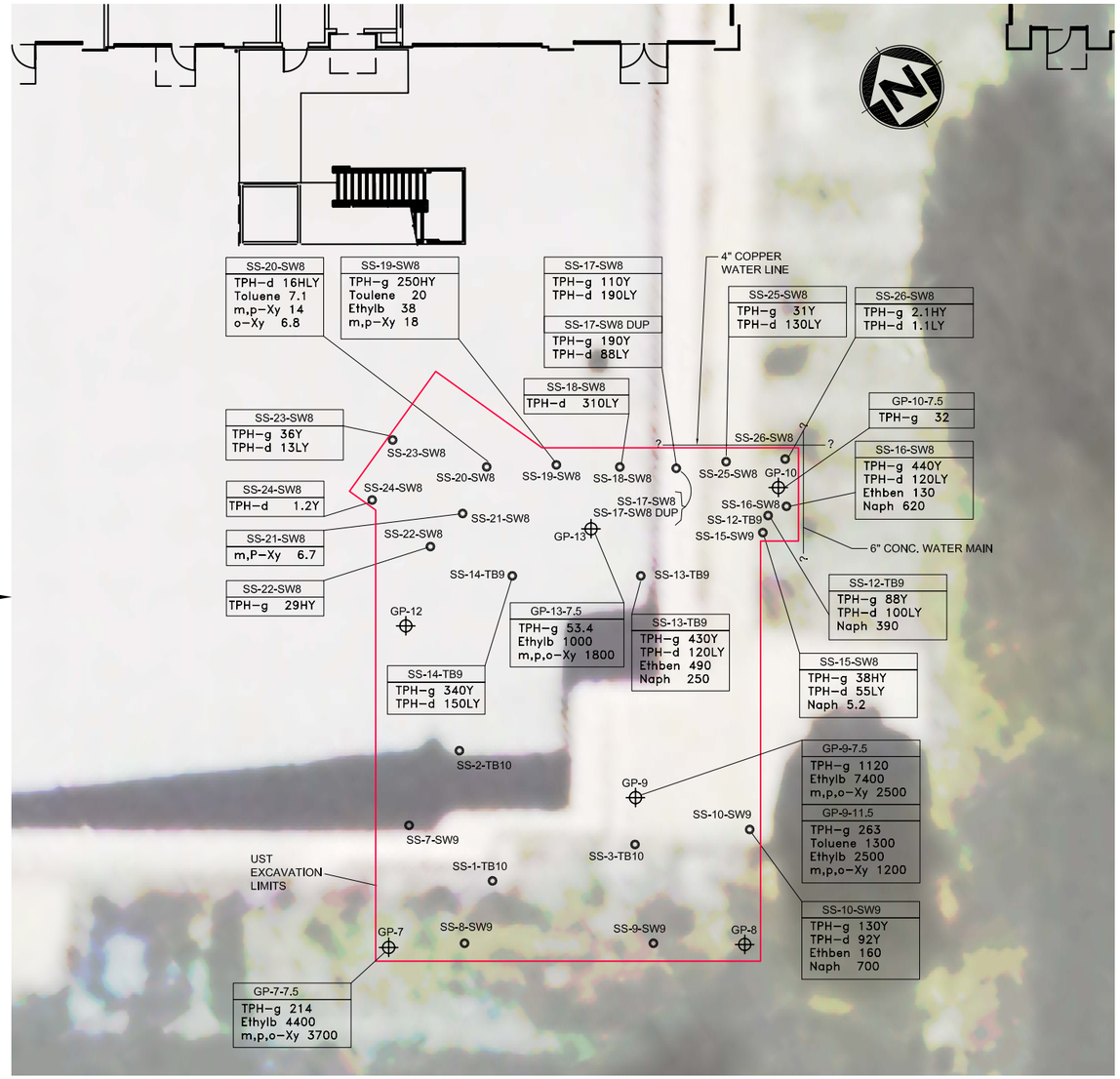
SITE PLAN

FIGURE
2

Sep 07, 2006 – 9:24am
J:\CADSHARED\regency alameda\FIGURE 4.dwg

AERIAL PHOTO REFERENCE: GOOGLE MAPS





10' 0 10' 20'

SCALE: 1"= 10'

LEGEND:

- NEW BUILDING FOOTPRINT
- RAILROAD SPUR
- EXCAVATION LIMITS
- SS-9-SW9 — SOIL SAMPLE LOCATION (DEPTH OF SAMPLE IS INDICATED BY THE NUMERICAL TERM FOLLOWING EITHER SW OR TB)
- GP-9 — NORTHGATE SOIL BORING (DEPTH OF SAMPLE IS INDICATED BY LAST NUMERICAL TERM)
- MW-1 — GROUNDWATER MONITORING WELLS

SS-12-TB9
TPH-g 88Y
TPH-d 100LY
Naph 390

SAMPLE ID
RESULTS FOR TPH IN mg/kg
RESULTS FOR VOCS IN g/kg

NOTES:

ONLY DETECTED RESULTS FOR TPH-g, TPH-d, BTEX AND NAPHTHALENE ARE SHOWN ON THIS FIGURE. REFER TO TABLES 1 AND 2 FOR COMPLETE RESULTS. EXCAVATION SIDEWALLS ARE VERTICAL.

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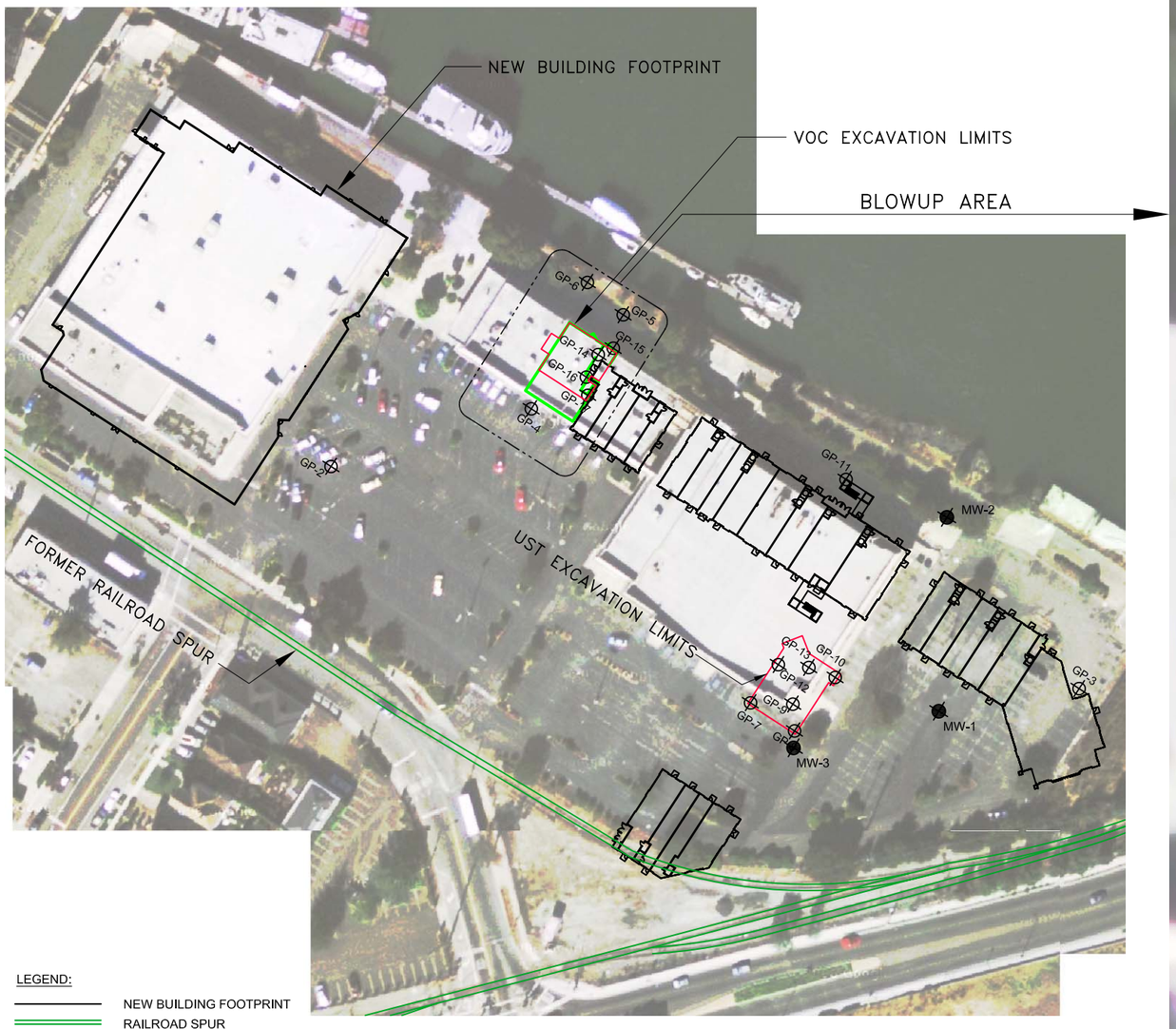
REGENCY ALAMEDA

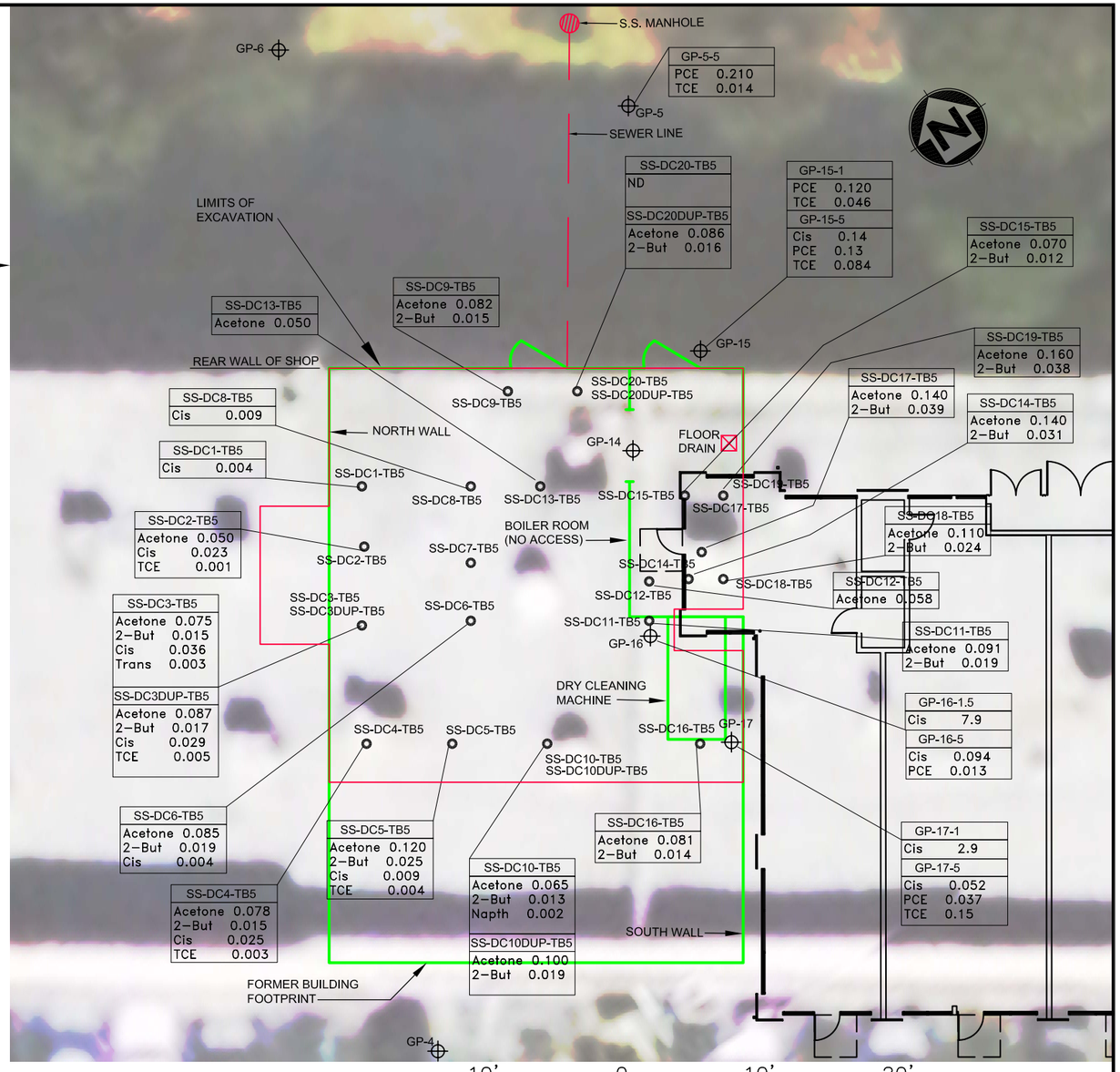
CONFIRMATION SOIL SAMPLES FORMER UNDERGROUND STORAGE TANK

FIGURE
4

Sep 07, 2006 – 9:31am
J:\CADSHARED\regency alameda\FIGURE 5.dwg

AERIAL PHOTO REFERENCE: GOOGLE MAPS





SCALE: 1"= 10'

LEGEND:

- NEW BUILDING FOOTPRINT
- RAILROAD SPUR
- EXCAVATION LIMITS
- SS-9-SW9 — SOIL SAMPLE LOCATION (DEPTH OF SAMPLE IS INDICATED BY THE NUMERICAL TERM FOLLOWING EITHER SW OR TB)
- GP-9 — NORTHGATE SOIL BORING (DEPTH OF SAMPLE IS INDICATED BY LAST NUMERICAL TERM)
- MW-1 — GROUNDWATER MONITORING WELLS

SS-12-TB9
TPH-g 88Y
TPH-d 100LY
Naph 390

SAMPLE ID
RESULTS FOR TPH IN mg/kg
RESULTS FOR VOCS IN g/kg

NOTES:

ONLY DETECTED RESULTS FOR TPH-g, TPH-d, BTEX AND NAPHTHALENE ARE SHOWN ON THIS FIGURE. REFER TO TABLES 1 AND 2 FOR COMPLETE RESULTS. EXCAVATION SIDEWALLS ARE VERTICAL.

URS

Project No. 29403462

REGENCY ALAMEDA

CONFIRMATION SOIL SAMPLES FORMER DRY CLEANER AREA

FIGURE
5