

BROBECK, PHLEGER & HARRISON

LOS ANGELES OFFICE
444 SOUTH FLOWER STREET
LOS ANGELES, CALIFORNIA 90017
(213) 489-4060

SAN DIEGO OFFICE
225 BROADWAY
SUITE 2100
SAN DIEGO, CALIFORNIA 92101
(619) 234-1966

ATTORNEYS AT LAW
SPEAR STREET TOWER
ONE MARKET PLAZA
SAN FRANCISCO, CALIFORNIA 94105
FACSIMILE: (415) 442-1010

TELEX: INT'L 6771160 BPH UW DOMESTIC 34228 BPH SFO
TELEPHONE: (415) 442-0900

March 10, 1989

PALO ALTO OFFICE
TWO EMBARCADERO PLACE
2200 GENG ROAD
PALO ALTO, CALIFORNIA 94303
(415) 424-0160

EAST BAY OFFICE
4309 HACIENDA DRIVE
SUITE 350
PLEASANTON, CALIFORNIA 94566
(415) ~~463-1991~~ 442-0900

NEWPORT BEACH OFFICE
4675 MACARTHUR COURT
SUITE 1000
NEWPORT BEACH, CALIFORNIA 92660
(714) 752-7535

Mr. Lowell Miller
Alameda County Department
of Environmental Health
Hazardous Materials Division
80 Swan Way
Oakland, California 94621

Re: Request For Closure From the County
On The Marketplace Site Remediation

Dear Mr. Miller:

On behalf of the Martin Group, we are requesting your final approval on the remediation that has been completed at The Marketplace site in Emeryville, California.

We believe that you have received all pertinent proposals and reports from the consultants who participated in the site characterization and remediation. These consultants include Earth Metrics Incorporated, Woodward-Clyde Consultants, Aqua Terra Technologies and J.M. Cohen Incorporated. We present here a status summary of the remediation activities.

Diesel and Gasoline Manifold/Trench

The former Nielsen Freight Lines site had hydrocarbon contaminated soil in the areas by the former diesel and gasoline manifolds. Earth Metrics recommended in its May 16, 1988 final remediation proposal to remove and aerate the contaminated soil at a land farm. After aeration, the soil was to be moved

Mr. Lowell Miller
March 10, 1989

Page 2.

offsite. The trenches subsequently left from these areas after the soil removal were to be refilled with clean soil.

This work has been completed. Groundwater Technology aerated the soil so that the levels of diesel and gasoline were less than their action levels. This decontaminated soil was moved to the Martin Group's Shellmound site (Judson Steel Parcels 1 and 2). Earth Metrics has refilled the trenches with clean fill.

Diesel Gasoline and Waste Oil Storage Pits

At the former Nielsen Freight Lines, the diesel, gasoline and waste oil storage tanks had previously been removed by Woodward-Clyde. Hydrocarbon analyses were conducted at several wells near the gasoline and diesel manifolds and the oil, gasoline and diesel tanks. No appreciable levels of contamination in the soil were detected.

The sole remediation issue at this location was to refill the pits left from the tank removal with crushed rock and then clean soil. At the April 18, 1988 meeting with Mr. Marc Papineau of Earth Metrics, the County approved the backfilling of these excavations. As indicated in Earth Metrics' May 16, 1988 final remediation proposal, the hydrocarbon contamination was less than their active levels. Earth Metrics has refilled the pits with clean fill.

Mr. Lowell Miller
March 10, 1989

Page 3.

Monitoring/The Vadose Zone Wells

Five wells on the site of the former Nielsen Freight Lines were to have been closed by procedures described by the Alameda Flood Control and Water Conservation District. Earth Metrics oversaw the closing of these wells (W2 (MW), W4 (MW), W5 (MW), W5A (MW), and B4 (BW)).

"Asphalt Substance"

As is common at other sites in Emeryville, an "asphalt substance" was found at The Marketplace and the Nielsen sites during the course of development. Both Woodward-Clyde and Earth Metrics mapped the location of the "asphalt substance" which was found at these sites.

Three types of "asphalt substance" were investigated: 1) liquid material in a monitoring groundwater well, Well 5, at The Marketplace site, 2) semi-solid material under a parking lot near the area of Well 5, and 3) tarry material mixed with soil under existing parking lots. All three types were characterized by Aqua Terra Technologies pursuant to requirements of Title 22 of the Cal. Admin. Code and found to be non-hazardous.

In light of the waste characterization results, there has been no remediation for any of the "asphalt substance." Some soil containing such material may have been excavated incidental to construction, however. This soil, after analyses to confirm

Mr. Lowell Miller
March 10, 1989

Page 4.

that it could be disposed, was disposed of at the Anderson landfill.

The areas in which the semi-solid and tarry material were found are covered by paved parking lots or in the landscape area under 18" cover.

Waste Tar Paper Material

A tar paper material, some of which contained asbestos, was discovered and removed during the excavation process on the site of the eight-story building pad area. Aqua Terra Technologies analyzed the waste paper and identified that some, but not all, contained asbestos in concentrations greater than 1%. Earth Metrics, Aqua Terra Technologies, J.M. Cohen and SOS participated in the cleanup of those materials. Soil, which did not contain significant levels of heavy metals, was sent to Anderson. Loose tar paper fragments tracked onto pavements were placed in a double plastic bag by SOS and disposed of by Bay Area Environmental at a Class III landfill. The SOS personnel who handled the tar paper were appropriately equipped with NIOSH-approved respirators and were monitored by J.M. Cohen.

The foregoing environmental investigation and remediation activities represent a complete list of concerns for which the County required a response during the course of development and construction by the Martin Group. Please signify your concurrence that no further investigation or remediation is

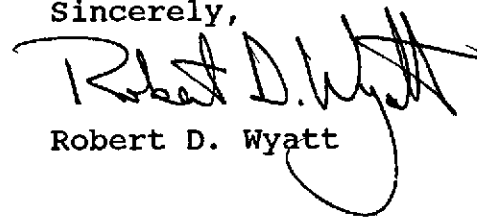
Mr. Lowell Miller
March 10, 1989

Page 5.

required at The Marketplace by executing the duplicate copy of this letter on the indicated space and return the same in the enclosed self-addressed envelope. We would appreciate receiving the executed letter no later than March 17, 1989.

On behalf of the Martin Group and its consultants, thank you for your assistance and cooperation throughout this project.

Sincerely,



Robert D. Wyatt

RDW:dpc

cc: Walter Kaczmarek, The Martin Group

Concur:

Lowell Miller
Alameda County
Hazardous Materials Division

SUMMARY OF REMEDIATION ISSUES

I. Diesel and Gasoline Manifold/Trench

Location: Former Nielsen Freight Lines

Concern: Hydrocarbon contaminated soil

Remediation Proposal:

- 1) Remove and aerate contaminated soil at landfarm after aeration, move soil off site;
- 2) Refill with clean soil

Responsible contractors:

- 1) Groundwater Technology had responsibility to aerate the soil
- 2) Earth Metrics had responsibility to refill with clean soil

Status:

- 1) Groundwater Technology completed the aeration of the soil. The soil was moved offsite. Earth Metrics filled the trenches with clean soil.

II. Diesel Gasoline Waste Soil Storage Pits

Location: Former Nielsen Freight Lines

Concern: Hydrocarbon contaminated soil

Remediation Proposal: Backfill tank pits with crushed rock and then soil

Responsible contractor: Earth Metrics

Status: The tank pits have been filled with crushed rock and soil.

III. Wells

Location: Five wells on the site of the former Nielsen Freight Lines were to be closed.

Remediation Proposal: Closed according to procedures described by the Alameda Flood Control District and Water Conservation District.

Responsible contractor: Zone 7 of Alameda County

Status: Earth Metrics believes that this work was done.

IV. Asphalt Substance

Location: Primarily at The Marketplace site, some on the Nielsen Freight Lines site.

Concern: Three types of asphalt substance were found: (1) A liquid material and a monitoring groundwater Well #5 at the Marketplace site; (2) a semi-solid material under the parking lot near The areas of Well #5; and (3) a tarry material mixed with soil underneath existing parking lots that was further from Well #5.

Remediation Proposal: Aqua Terra Technologies characterized this material. After characterization, there would be an assessment of how to remediate, if necessary.

Responsible contractors: Aqua Terra Technologies
Earth Metrics

Status: The work has been completed. Aqua Terra Technologies report was submitted. The asphalt substance was found to be non-hazardous under Title 22. No remediation needed. Some soil may have been excavated incidental to construction, however, and that soil would have been disposed of at the Anderson landfill. The well was left alone because it is brackish, and as such, considered unsuitable as a source of drinking water. Consideration should be given to well abandonment. The other areas continue to be under paved parking lots.

IV. Waste Tar Paper Material

Location: Site of the eight story building pad area

Concern: Tar paper which may have contained asbestos was found

Remediation proposal: Characterize the tar paper material and dispose of accordingly.

Responsible contractor: Aqua Terra Technologies
Earth Metrics
SOS
J.M. Cohen

Status: The work is complete. Aqua Terra Technologies characterized the tar paper. Some, but not all, contained asbestos in concentrations greater than 1%. Earth Metrics oversaw the separation of the tar paper from other soils. The tar paper that could be picked up was double bagged by SOS and disposed of in a Class III landfill. Soil which did not contain significant levels of heavy metals was sent to the Anderson dump site.

LISTING OF FINAL REPORT DOCUMENTS

I. Earth Metrics Incorporated

- ✓ "Soils and Groundwater Contaminant Investigation for the Former Nielsen Freight Lines Site in Emeryville, California." Revised January 26, 1988.
- ✓ "Final Proposal to Remediate The Marketplace and Nielsen Sites in Emeryville, California." Revised May 16, 1988.

II. Groundwater Technology

- Letter of David M. Drury and Steven A. Fishchbein of Groundwater Technology, Inc. to Mr. Walt Kaczmarek. Status report on aerating soil contaminated with petroleum hydrocarbon dated July 5, 1988
- ✓ "Marketplace & Nielsen Contamination Characteristics" by Marc Papineau to Lowell Miller, dated March 11, 1988.
- Letter dated April 20, 1988 by Marc Papineau of Earth Metrics, Incorporated, to Walter T. Kaczmarek noting that April 18, 1988 meeting with Mr. Lowell Miller of Alameda County Health Agency approved the backfilling of the gasoline tank and oil tank excavation.

III. Aqua Terra Technologies

- ✓ Letter from Patrick Sheehan, Ph.D., of Aqua Terra Technologies, Inc. to Mr. Kaczmarek entitled "Classification of an Asphalt-like Waste Material Found at the Marketplace, and Nielsen Site in Emeryville, California," dated July 11, 1988. ✓
- ✓ Letter from Patrick Sheehan, Ph.D., Aqua Terra Technologies, Inc. to Mr. Lowell Miller entitled "Plan to Evaluate the Hazardous Material Found on The Marketplace and Nielsen sites in Emeryville, California," dated May 20, 1988.

IV. J.M. Cohen

- ✓ Letter from Gregory E. Raymond, CIH of J.M. Cohen, Inc. to Mr. Steven D. Graziano of July 13, 1988, entitled "Abatement Procedures For Tar Paper on The Marketplace/Nielsen Site."
- ✓ Routine Reports from Al Toy, Project Environmental Monitor for J.M. Cohen, Inc. to Lowell Miller that summarize the activities and finding at the Emeryville Marketplace site by work week.

V. Woodward-Clyde Consultants

- ✓ "Environmental Assessment Former Nielsen Freight Line Site and Adjacent Parcel," by John C. McMillan, Ph.D., P.E. and Lawrence R. Houps, P.E. of Woodward-Clyde to Walter Kacmarek, dated August 12, 1987.

89-051904

Exhibit A

PARCEL MAP NO. 5303

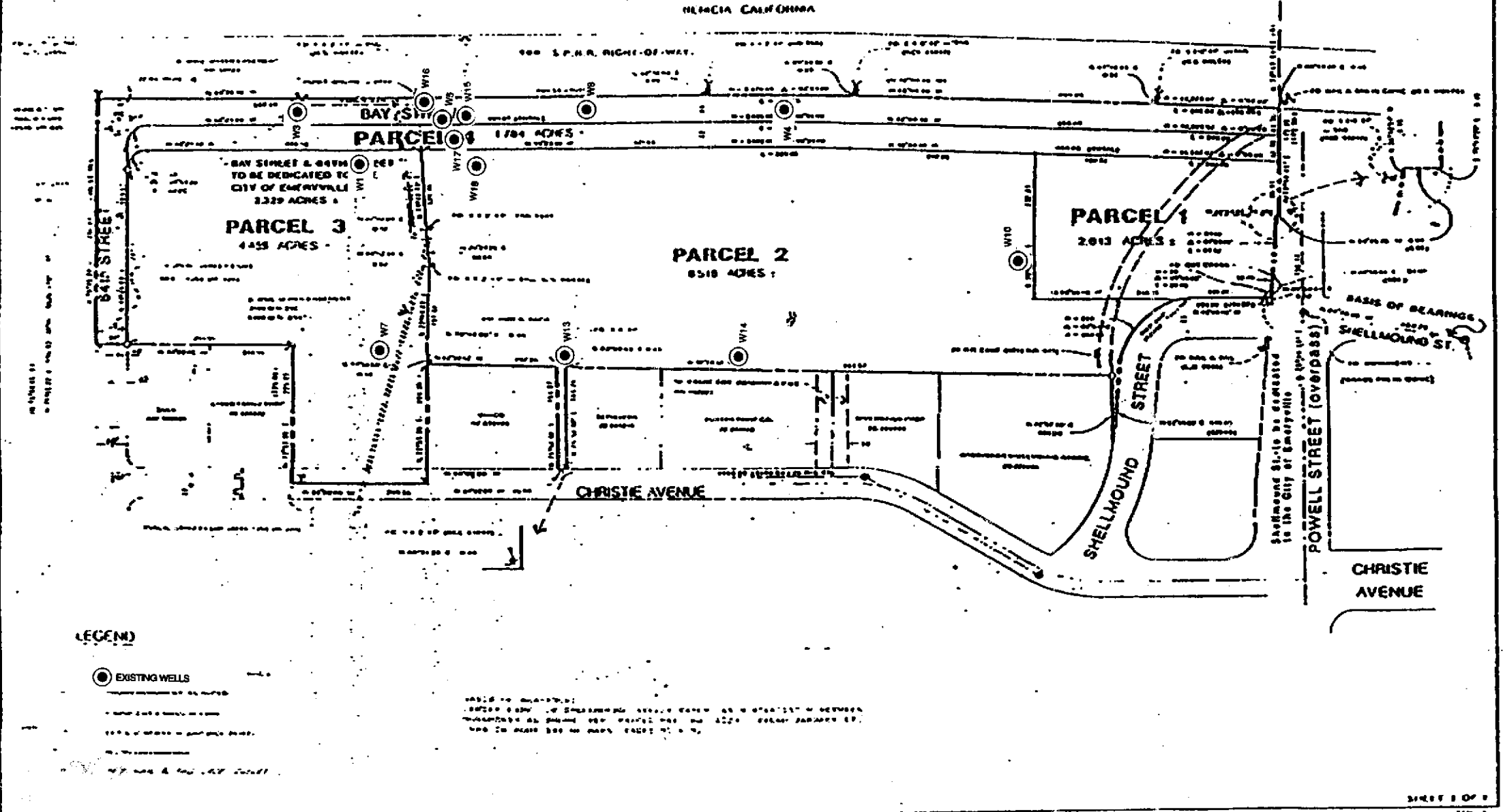
PORTIONS OF BOOK 5 OF SURVEYS, PAGE 43 AND SECTION 15, T 1 S, R 4 W, M.D.B. & M.

CITY OF EMERYVILLE,

COUNTY OF ALAMEDA, STATE OF CALIFORNIA

G.L.L. ENGINEERING ASSOCIATES, INC.
BERKELEY, CALIFORNIA

SCALE: 1" = 400'



LEGEND

● EXISTING WELLS

NOTES TO BE OBSERVED:
1. THIS MAP IS A PRELIMINARY SURVEY AND DOES NOT CONSTITUTE A GUARANTEE OF ACCURACY.
2. THE SURVEYOR HAS NOT CONDUCTED A FIELD CHECK OF THIS MAP.
3. THE SURVEYOR HAS NOT CONDUCTED A FIELD CHECK OF THIS MAP.