

Exhibit A

EXHIBIT A

LEGAL DESCRIPTION OF LEASED PREMISES

Tax Parcel I.D. Number(s): _____

METES AND BOUNDS DESCRIPTION
LOTS 1292, 2026, 2618 & 3318, MAP 79
TOWN OF CLINTON
WORCESTER COUNTY, MASSACHUSETTS

BEGINNING AT A RAILROAD SPIKE FOUND AT THE SOUTHEASTERLY TERMINUS OF A CURVE CONNECTING THE SOUTHERLY LINE OF BROOK STREET (A.K.A. MASSACHUSETTS STATE HIGHWAY ROUTE 62, 50 FOOT WIDE) WITH THE WESTERLY LINE OF MAIN STREET (A.K.A. MASSACHUSETTS STATE HIGHWAY ROUTE 62 & 110, 60 FOOT WIDE) AND FROM SAID POINT OF BEGINNING RUNNING, THENCE;

ALONG SAID WESTERLY LINE, SOUTH 02 DEGREES – 55 MINUTES – 02 SECONDS EAST, A DISTANCE OF 29.78 FEET TO AN ANGLE POINT, THENCE;

CONTINUING ALONG SAME, SOUTH 02 DEGREES – 30 MINUTES – 30 SECONDS EAST, A DISTANCE OF 225.57 FEET TO A POINT, THENCE;

ALONG THE DIVIDING LINE BETWEEN LOT 3318 WITH LOT 2599 (N/F LANDS OF MARINE OIL CORPORATION) AND LOT 2600 (N/F LANDS OF 676 MAIN STREET REALTY TRUST), MAP 79, SOUTH 87 DEGREES – 01 MINUTES – 44 SECONDS WEST, A DISTANCE OF 150.00 FEET TO A POINT, THENCE;

ALONG THE DIVIDING LINE BETWEEN LOT 2618 AND AFOREMENTIONED LOT 2600, MAP 79, SOUTH 02 DEGREES – 30 MINUTES – 30 SECONDS EAST, A DISTANCE OF 47.48 FEET TO A POINT, THENCE;

CONTINUING ALONG SAME, SOUTH 86 DEGREES – 15 MINUTES – 30 SECOND WEST, A DISTANCE OF 85.39 FEET TO A POINT, THENCE; PROCEEDING ALONG THE EASTERLY LINE OF LANDS BELONGING TO THE BOSTON AND MAINE RAILROAD, THE FOLLOWING THREE (3) COURSES:

NORTH 03 DEGREES – 28 MINUTE – 22 SECONDS WEST, A DISTANCE OF 179.76 FEET TO A POINT, THENCE;

SOUTH 86 DEGREES – 50 MINUTES – 36 SECONDS WEST, A DISTANCE OF 23.58 FEET TO A POINT, THENCE;

NORTH 00 DEGREES – 48 MINUTES – 18 SECONDS WEST, A DISTANCE OF 154.09 FEET TO A POINT ON THE AFOREMENTIONED SOUTHERLY LINE OF BROOK STREET, THENCE;

ALONG SAID SOUTHERLY LINE, NORTH 86 DEGREES – 55 MINUTES – 39 SECONDS EAST, A DISTANCE OF 191.89 FEET TO A POINT OF CURVATURE MARKED BY A STONE BOUND FOUND, THENCE;

ALONG THE AFOREMENTIONED CONNECTING CURVE TO THE RIGHT HAVING A RADIUS OF 30.00 FEET, A CENTRAL ANGLE OF 90 DEGREES – 09 MINUTES - 19 SECONDS, AN ARC LENGTH OF 47.21 FEET, ALSO BEARING A CHORD OF SOUTH 47 DEGREES – 59 MINTUES – 42 SECONDS EAST, A CHORD DISTANCE OF 42.48 FEET TO THE POINT AND PLACE OF BEGINNING.

CONTAINING 65,065 SQUARE FEET OR 1.494 ACRE

Exhibit B

**REPORT ON
ASTM PHASE I ENVIRONMENTAL SITE ASSESSMENT
696, 700, 712-718, AND 720 MAIN STREET
CLINTON, MASSACHUSETTS**

by

**Haley & Aldrich, Inc.
Boston, Massachusetts**

for

**The Richmond Company, Inc.
Wilmington, Massachusetts**

**File No. 33697-001
March 2007**

**HALEY &
ALDRICH**

Haley & Aldrich, Inc.
465 Medford St.
Suite 2200
Boston, MA 02129-1100
Tel: 617.888.7400
Fax: 617.888.7400
Haley.Aldrich.com

**HALEY &
ALDRICH**

16 March 2007
File No. 33697-001

The Richmond Company, Inc.
23 Concord Street
Wilmington, Massachusetts 01887

Attention: Mr. John Stewart

Subject: ASTM Phase I Environmental Site Assessment
696, 700, 712-718, and 720 Main Street
Clinton, Massachusetts

Ladies and Gentlemen:

The enclosed report presents the results of a Phase I Environmental Site Assessment (Phase I Assessment) conducted at the above-referenced property, located at 696, 700, 712-718, and 720 Main Street, Clinton, Massachusetts (herein referred to as the "subject site"). This work was performed by Haley & Aldrich, Inc. (Haley & Aldrich), in accordance with our proposal to the Richmond Company, Inc. dated 11 December 2006 ("Agreement"). As indicated in our proposal, this Phase I Assessment was conducted using practices consistent with the American Society of Testing and Materials (ASTM) E 1527-05 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process (ASTM E 1527-05 Standard) to comply with 40 Code of Federal Regulations (CFR) Part 312 (the All Appropriate Inquiries [AAI] Rule).


The goal of this Phase I Assessment was to identify "recognized environmental conditions" (RECs) associated with the subject site, as defined in the ASTM E 1527-05 Standard, by evaluating site history, existing observable conditions, current site use, and current and former uses of adjoining properties as well as potential releases at surrounding properties that may impact the subject site.

Our conclusions regarding the presence and potential impact of RECs on the subject site are intended to help the user evaluate the "business environmental risk" associated with the site, as defined in the ASTM E 1527-05 Standard and discussed in Section 1.1 of this report.

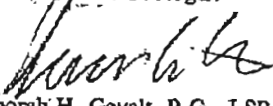
The Richmond Company, Inc.
16 March 2007
Page 2

Thank you for the opportunity to perform these services for you. Please do not hesitate to contact us if you have any questions or comments.

Sincerely yours,
HALEY & ALDRICH, INC.


Katharine P. North
Environmental Geologist


Peter J. Galoski
Project Manager


Deborah H. Gevalt, P.G., LSP
Senior Vice President

Enclosure

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HALEY &
ALDRICH

REPORT ON
ASTM PHASE I ENVIRONMENTAL SITE ASSESSMENT
696, 700, 712-718, AND 720 MAIN STREET
CLINTON, MASSACHUSETTS

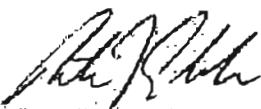
by

Haley & Aldrich, Inc.
Boston, Massachusetts

The undersigned declare the following:

We declare that, to the best of our professional knowledge and belief, we meet the definition of Environmental Professional as defined in 40 CFR Part 312, §312.10.

We have the specific qualifications based on education, training, and experience to assess the nature, history, and setting of the subject site and "develop opinions and conclusions regarding conditions indicative of releases or threatened releases." We have developed and performed the "all appropriate inquiries" (AAI) in conformance with the standards and practices set forth in 40 CFR Part 312.



Peter J. Galoski
Project Manager



Deborah H. Gevali, P.G., LSP
Senior Vice President

for

The Richmond Company, Inc.
Wilmington, Massachusetts

HALEY &
ALDRICH

EXECUTIVE SUMMARY

Haley & Aldrich, Inc. (Haley & Aldrich) has performed a Phase I Environmental Site Assessment (Phase I Assessment) of the properties at 696, 700, 712-718, and 720 Main Street, Clinton, Massachusetts (herein referred to as the "subject site") in Boston, Massachusetts. The scope of work is described and conditioned by our proposal dated 11 December 2006. As indicated in our proposal, this Phase I Assessment was performed in conformance with the scope and limitations of the American Society for Testing and Materials (ASTM) E 1527-05 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process (ASTM E 1527-05 Standard) to comply with 40 Code of Federal Regulations (CFR) Part 312 (the All Appropriate Inquiries [AAI] Rule). Any deviations from this Standard, and/or data gaps and their significance are described in Section 1.5 of this report. Our conclusions are intended to help the user evaluate the "business environmental risk" associated with the subject site, as defined in the ASTM E 1527-05 Standard and discussed in Section 1.1 of this report.

The subject site is comprised of four parcels of land totaling 64,472 square feet and located along Main Street in Clinton, Massachusetts, as shown on the Project Locus, Figure 1. The parcel at 696 Main Street includes a multi-family, 7,148-square foot residence consisting of two stories of living space, a basement, attic, and two porches. The parcel at 700 Main Street is developed with a single-family 2,562-square foot residence consisting of two stories of living space, a basement, attic, and an enclosed porch. The parcel at 712-718 Main Street is located behind the residences and is currently an unpaved vacant lot; the southern portion of this parcel appears to be used by the Main Street Auto Service Center Garage for parking vehicles. The parcel at 720 Main Street is a filling station operated by Cardillo's Service Station and is developed with a 1,675-square foot one-story building utilized as a mini-mart and donut shop, including a drive-up window. This property has two pump islands with three total gasoline and diesel pump stations.

The goal of the Phase I Assessment was to identify any recognized environmental conditions (RECs), including historical RECs (HRECs) associated with the subject site, as defined in the ASTM E 1527-05 Standard and in Section 1.1 of this report. The ASTM E 1527-05 Standard requires an environmental professional's opinion of the potential impacts of any REC(s) identified on a site during a Phase I Assessment. Our opinion is rendered with respect to an REC's potential (high, medium, or low) to require a remedial response based on prevailing agency requirements and on our understanding of the Richmond Company Inc.'s intended development of the subject site as a commercial pharmacy. Our opinion is limited by the conditions prevailing at the time our work is performed and the applicable regulatory requirements in effect.

Data gaps were identified during the performance of this Phase I Assessment; a Key Site Manager was not identified for an interview during our site visit. However, it is our opinion that sufficient information was obtained to identify subject site conditions indicative of releases or threatened releases of hazardous substances and petroleum hydrocarbons. Our opinion is limited by the conditions prevailing at the time our work is performed and the applicable regulatory requirements in effect.

KNOWN OR SUSPECT RECOGNIZED ENVIRONMENTAL CONDITIONS

The ASTM E 1527-05 Standard defines an REC as "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." Consistent with ASTM E1527-05 Section 12.5 (Report Format), and for the purposes of this assessment, those RECs that have been identified as being present with respect to the subject site are referred to as Known Recognized Environmental Conditions (KRECs), and those RECs that have been identified as being likely present with respect to the subject site are referred to as Suspect Recognized Environmental Conditions (SRECs). The ASTM E1527-05 Standard also requires that the report identifies *de minimis* conditions.

This Phase I Assessment has revealed evidence of four KRECs in connection with the subject site.

KREC#1: Petroleum Release Associated with RTN 2-14076

Impact: High

Explanation: On 2 November 2001, Vanasse Hangen Brustlin, Inc. (VHB) measured 1.09 feet of non-aqueous phase liquid (NAPL) in well MW-104, located on the northern side of Cardillo's Service Station (Cardillo's), triggering a 72-hour reporting condition. The Massachusetts Department of Environmental Protection (DEP) was notified on the same date and assigned Release Tracking Number (RTN) 2-14076. Williamson Environmental LLC (Williamson) has submitted Downgradient Property Status (DPS) Opinions twice for this RTN, however, the DEP determined that both Cardillo's and an upgradient property owner, JEMS of New England, Inc. (JEMS), are responsible for response actions until either the NAPL plume was delineated or a Response Action Outcome (RAO) Statement was submitted. As of the date of this report, neither of these items had occurred. Williamson submitted an Immediate Response Status Report No. 5 in October 2006, indicating that JEMS was issued RTN 2-15558 by DEP on 14 January 2005 for NAPL discovered in monitoring wells MW-301 and MW-302, located on the southern side of Cardillo's property. Monitoring well MW-104 was destroyed during excavation of three underground storage tanks (USTs) at Cardillo's in October 2002.

KREC#2: Petroleum Release Associated with RTN 2-14360

Impact: High

Explanation: On 18 June 2002, a now-former 8,000-gallon gasoline UST at Cardillo's Service Station failed a tank tightness test. The DEP was notified of a threat of a release and issued RTN 2-14360. An Immediate Response Action (IRA) Plan that consisted of removing the remaining product from the UST, excavating the UST, and removing up to 100 cubic yards of impacted soil, was verbally agreed upon. Williamson Environmental LLC submitted an IRA Plan Addendum and Status Report No. 1 for this RTN on 14 October 2002 that proposed removing the remaining gasoline USTs (10,000-gallon and 6,000-gallon), installing two new 12,000-gallon USTs, and managing up to 500 cubic yards of impacted soil. On 28 and 29 October 2002, the three USTs were removed under the observation of Williamson and Clinton Fire Department personnel. Headspace readings taken during excavation ranged from 6.8 parts per million (ppm) to over 2,000 ppm. At the time of excavation, an 1/8-inch hole was observed in the 8,000-gallon tank that failed a tightness test on 18 June 2002. Six samples were taken from the excavation (four sidewall and two bottom) and submitted for analysis of VPH and EPH; results indicated elevated concentrations of VPH. On 28 October

and 4 November 2002, approximately 85 tons of impacted soil was removed for off-site disposal. This RTN is currently listed in Phase IV.

KREC#3: Downgradient Property Status (DPS) for RTN 2-12455

Impact: Medium

Explanation: On 2 November 2004, Williamson submitted a DPS Opinion for the release associated with the RTN to the DEP. On 5 October 1998, TPH concentrations in monitoring well MW-4, located just southeast of the Cardillo's building, were above RCGW-2 Reportable Concentrations. A DPS was submitted by Williamson for this RTN and RTN 2-14076 on 5 August 2003 but was terminated by the DEP due to insufficient evidence that the release had not occurred at Cardillo's. Williamson re-submitted a DPS for this RTN on 2 November 2004. Williamson determined that the light non-aqueous phase liquid (LNAPL) at the site is not a result of the leak from a 8,000-gallon UST removed from the site in 2002. In addition, no previously unidentified USTs were found to be present on the site and the USTs currently at the site were not contributing to a release due to daily inventory records that do not indicate a leak, the LNAPL presence at the furthest upgradient wells on Cardillo's property, and the small percentage of methyl tertiary butyl ether (MTBE) in the LNAPL samples. Williamson concluded that the release of gasoline at the Former Marane Texaco, located at 676-682 Main Street (RTN 2-0762), contributed to the LNAPL discovered at the site due to the groundwater flow direction, the large amount released at the 676-682 Main Street, the fact that the northern extent of the Marane Texaco plume has not been defined, and that laboratory analysis of the LNAPL sample indicates a mix of gasoline and fuel oil, whereas a source of fuel oil release has not been identified at Cardillo's property.

KREC#4: Downgradient Plume

Impact: High

Explanation: A Technical Review of Environmental Documents completed by ENSTRAT on 9 December 2004 indicates that a petroleum hydrocarbon plume is located in a residential area downgradient of Cardillo's Service Station. Based on our review of the ENSTRAT report, the migration of contaminants has the potential to affect these residences. Property owners have the potential to file a DPS assigning responsibility for the plume to Cardillo's.

HISTORICAL RECs

The ASTM E 1527-05 Standard defines an HREC as an environmental condition "which in the past would have been considered a recognized environmental condition, but which may or may not be considered a recognized environmental condition currently."

This Phase I Assessment has not revealed evidence of HRECs in connection with the subject site.

DE MINIMIS CONDITIONS

The ASTM E1527-05 Standard defines *de minimis* conditions as those conditions which "do not present a threat to human 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." The ASTM Standard notes that "conditions determined to be *de minimis* are not recognized environmental conditions."

This Phase I Assessment has revealed no evidence of *de minimis* conditions in connection with the subject site.

SUMMARY AND RECOMMENDATIONS

In summary, four KRECs were identified during this Phase I Assessment and accordingly, we recommend the following:

- The continuation of investigation and remediation activities being performed by the consultants of Cardillo's Service Station and JEMS of New England, Inc.
- Further evaluation of site environmental conditions relative to current residential use and future redevelopment.

The remainder of this report contains additional information regarding the Phase I Assessment, the resulting findings summarized above, and limitations affecting this report.

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FIGURES

APPENDIX A - Haley & Aldrich Proposal dated 11 December 2006

APPENDIX B - Historical Research Documentation

APPENDIX C - Regulatory Records Documentation

APPENDIX D - Site Photographs

APPENDIX E - Site Visit Checklist

LIST OF FIGURES

Figure No.	Title
1	Project Locus
2	Site Plan

1. INTRODUCTION

This report presents the results of a Phase I Environmental Site Assessment (Phase I Assessment) conducted at the properties at 696, 700, 712-718, and 720 Main Street, Clinton, Massachusetts (herein referred to as the "subject site"). This work was performed by Haley & Aldrich, Inc. (Haley & Aldrich), in accordance with our proposal to the Richmond Company, Inc. dated 11 December 2006 ("Agreement"), which Agreement is attached hereto as Appendix A. This Phase I Assessment was performed in conformance with the scope and limitations of the American Society of Testing and Materials (ASTM) E 1527-05 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process (ASTM E 1527-05 Standard) to comply with 40 Code of Federal Regulations (CFR) Part 312 (the All Appropriate Inquiries [AAI] Rule).

1.1 Objective

The objective of this Phase I Assessment was to identify recognized environmental conditions (RECs), including historical RECs (HRECs) associated with the subject site, by evaluating site history, existing observable conditions, current site use, and current and former uses of adjoining properties as well as potential releases at surrounding properties that may impact the subject site. The ASTM E 1527-05 Standard defines RECs as "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 a property or into the ground, groundwater, 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 threat to human 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."

In addition, the ASTM E 1527-05 Standard requires that HRECs be identified in the Phase I Assessment report. The ASTM E 1527-05 Standard defines an HREC as an environmental condition "which in the past would have been considered a recognized environmental condition, but which may or may not be considered a recognized environmental condition currently."

Our conclusions are intended to help the user evaluate the "business environmental risk" associated with the subject site, defined in the ASTM E 1527-05 Standard as "a risk which can have a material environmental or environmentally-driven impact on the business associated with the current or planned use of a parcel of commercial real estate, not necessarily limited to those environmental issues required to be investigated in this practice. Consideration of business environmental risk issues may involve addressing one or more non-scope considerations."

The completion of this Phase I Assessment is only one component of the process required to satisfy the AAI Rule. In addition, the user must adhere to a set of user responsibilities as defined by the ASTM Standard and the AAI Rule. User responsibilities are discussed in Section 5.3 of this report. A user seeking protection from Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) liability as an innocent landowner, bona fide prospective purchaser, or contiguous property owner must complete all components

of the AAI process in addition to meeting ongoing obligations. AAI components, CERCLA liability relief, and ongoing obligations are discussed in the AAI Rule and in Appendix XI of the ASTM E 1527-05 Standard.

1.2 Site Identification

The subject site is comprised of four parcels of land totaling 64,472 square feet and located along Main Street in Clinton, Massachusetts, as shown on the Project Locus, Figure 1. The parcel at 696 Main Street includes and a multi-family, 7,148-square foot residence consisting of two stories of living space, a basement, attic, and two porches. The parcel at 700 Main Street is developed with a single-family 2,562-square foot residence consisting of two stories of living space, a basement, attic, and an enclosed porch. The parcel at 712-718 Main Street is located behind the residences and is currently an unpaved vacant lot; the southern portion of this parcel appears to be used by the Main Street Auto Service Center Garage for parking vehicles. The parcel at 720 Main Street is a filling station operated by Cardillo's Service Station and is developed with a 1,675-square foot building utilized as a mini-mart and donut shop, including a drive-up window. This property has two pump islands with three total gasoline pump stations.

Note that the address for 712-718 Main Street is sometimes referred to as 712-714 Main Street. The property for 720 Main Street is often referred to as 712 Main Street. We have chosen to use the addresses given to these properties by the Town of Clinton Board of Assessors.

1.3 Scope of Services

Haley & Aldrich performed the following scope of services to complete this Phase I Assessment. These services were performed either by or under the direct supervision of an environmental professional as defined by the AAI Rule.

1. Conducted visual observations of site conditions, and of abutting property use, to evaluate the nature and type of activities that have been or are being conducted at and adjoining to the subject site, in terms of the potential for release or threat of release of hazardous substances or petroleum products.
2. Reviewed federal, state, tribal, and local environmental database information within the ASTM-specified distance from the subject site using a database service to access records. Used 7.5-minute topographic maps to evaluate the subject site's physical setting.
3. Reviewed the following sources of historical use information: topographic maps and Sanborn Fire Insurance Maps.
4. Contacted local municipal agencies regarding the subject site and surrounding properties and structures.
5. Review of regulatory documents pertaining to the subject property and relevant upgradient properties (JEMS of New England, Inc.).

6. Interpreted the information and data assembled as a result of the above work tasks, and formulated conclusions regarding the potential presence and impact of RECs, including HRECs.

1.4 Non-Scope Considerations

The ASTM E 1527-05 Standard includes the following list of "additional issues" that are non-scope considerations outside of the scope of the ASTM Phase I Assessment practice: asbestos-containing materials, radon, lead-based paint, lead in drinking water, wetlands, regulatory compliance, cultural and historic resources, industrial hygiene, health and safety, ecological resources, endangered species, indoor air quality, bio-agents, and mold. These items were not included in this Phase I Assessment of the subject site.

A limited assessment of the presence of polychlorinated biphenyls (PCBs) is included in the ASTM work scope. Accordingly, our assessment of the presence of PCBs is limited to those potential sources specified in the ASTM E 1527-05 Standard as "electrical or hydraulic equipment known or likely to contain PCBs...to the extent visually and or physically observed or identified from the interview or records review."

1.5 Exceptions and Deviations

1.5.1 Deviations

Haley & Aldrich completed this Phase I Assessment in substantial conformance with the ASTM E 1527-05 Standard. In our opinion, no additions were made to or deviations and deletions made from the ASTM work scope in completing this Phase I Assessment.

1.5.2 Data Gaps

Data gaps were identified during the performance of this Phase I Assessment; a Key Site Manager was not identified for an interview during our site visit. However, it is our opinion that sufficient information was obtained to identify subject site conditions indicative of releases or threatened releases of hazardous substances and petroleum hydrocarbons. Our opinion is limited by the conditions prevailing at the time our work is performed and the applicable regulatory requirements in effect.

1.5.3 Limitations

Our work for this project was performed in accordance with the standards and practices set forth in 40 CFR Part 312 and are consistent with the ASTM E 1527-05 Standard for Phase I Environmental Site Assessments. Several organizations other than ASTM, such as professional associations ASFE and AGWSE, have also developed guidelines or standards for environmental site assessments. The Phase I Assessment presented in this report may vary from the specific guidelines or standards required by other organizations.

This Phase I Assessment was prepared pursuant to an Agreement dated 11 December 2006 between the Richmond Company, Inc. and Haley & Aldrich, which Agreement is attached hereto and is made a part of this report. All uses of this report are subject to, and deemed accepting of, the conditions and restrictions contained in the

Agreement. The observations and conclusions described in this report are based solely on the Scope of Services provided pursuant to the Agreement. Haley & Aldrich has not performed any additional observations, investigations, studies, or other testing not specified in the Agreement. Haley & Aldrich shall not be liable for the existence of any condition the discovery of which would have required the performance of services not authorized under the Agreement.

This report is prepared for the exclusive use of the Richmond Company, Inc. in connection with a transaction pertaining to the subject site. There are no intended beneficiaries other than the Richmond Company, Inc. Haley & Aldrich shall owe no duty whatsoever to any other person or entity on account of the Agreement or the report. Use of this report by any person or entity other than the Richmond Company, Inc. for any purpose whatsoever is expressly forbidden unless such other person or entity obtains written authorization from the Richmond Company, Inc. and from Haley & Aldrich. Use of this report by such other person or entity without the written authorization of the Richmond Company, Inc. and Haley & Aldrich shall be at such other person's or entity's sole risk, and shall be without legal exposure or liability to Haley & Aldrich.

Use of this report by any person or entity, including by the Richmond Company, Inc., for a purpose other than for the potential sale of the subject site is expressly prohibited unless such person or entity obtains written authorization from Haley & Aldrich indicating that the report is adequate for such other use. Use of this report by any person or entity for such other purpose without written authorization by Haley & Aldrich shall be at such person's or entity's sole risk and shall be without legal exposure or liability to Haley & Aldrich.

This report reflects site conditions observed and described by records available to Haley & Aldrich as of the date of report preparation. The passage of time may result in significant changes in site conditions, technology, or economic conditions, which could alter the findings and/or recommendations of the report. Accordingly, the Richmond Company, Inc. and any other party to whom the report is provided recognize and agree that Haley & Aldrich shall bear no liability for deviations from observed conditions or available records after the time of report preparation.

Use of this report by any person or entity in violation of the restrictions expressed in this report shall be deemed and accepted by the user as conclusive evidence that such use and the reliance placed on this report, or any portions thereof, is unreasonable, and that the user accepts full and exclusive responsibility and liability for any losses, damages, or other liability which may result.

2. SITE DESCRIPTION

2.1 Site Ownership and Location

2.1.1 Name of Site Owner

720 Main Street
The Catacoonemaug III Realty Trust
James V. and Dorothy L. Cardillo
23 Catacoonemaug Road
Shirley, Massachusetts 01464

712-718 Main Street
Barby L. Phibbin, et. al.
c/o James Tomolo
32 Pond View Drive
Clinton, Massachusetts 01510

700 Main Street
Thomas P. and Margaret E. Hayes
700 Main Street
Clinton, Massachusetts 01510

696 Main Street
James Tomolo
3 Terrence Avenue
Clinton, Massachusetts 01510

2.1.2 Name of Site Operator

Cardillo's Service Station
720 Main Street
Clinton, Massachusetts 01510

712-718 Main Street
Clinton, Massachusetts 01510
*This parcel is currently a vacant lot. A portion appears to be
used by the Main Street Auto Service Center Garage*

Thomas P. and Margaret E. Hayes (occupants)
700 Main Street
Clinton, Massachusetts 01510

Jim Tomolo, landlord (apartments are occupied)
696 Main Street
Clinton, Massachusetts 01510

2.1.3 Project Locus Map

The United States Geologic Survey (USGS) topographic map for the subject site is the Clinton; dated 1988 (see Figure 1). The USGS topographic map was used as the source for subject site setting information. The subject site is located in Worcester County.

2.2 Site and Vicinity Description

Figure 2 is a Site Plan of the subject site and shows relevant features of the subject site and immediately adjoining properties, as described below.

- The subject site is comprised of four parcels of land totaling 64,472 square feet and located along Main Street in Clinton, Massachusetts.
- The parcel at 696 Main Street includes and a multi-family 7,148-square foot residence consisting of two stories of living space, a basement, attic, and two porches.
- The parcel at 700 Main Street is developed with a single-family 2,562-square foot residence consisting of two stories of living space, a basement, attic, and an enclosed porch.
- The parcel at 712-718 Main Street is located behind the residences and is currently an unpaved vacant lot; the southern portion of this parcel appears to be used by the Main Street Auto Service Center Garage for parking vehicles.
- The parcel at 720 Main Street is a filling station operated by Cardillo's Service Station and is developed with a 1,675-square foot building utilized as a mini-mart and donut shop, including a drive-up window, and has three total gasoline pump stations.
- The subject site is zoned Commercial.
- The residence at 696 Main Street is heated by four boilers fueled by one 275-gallon fuel oil aboveground storage tank (AST), located in the basement. The residence at 700 Main Street is heated by a boiler fueled by one 275-gallon fuel oil AST located in the basement. Neither residence has central air conditioning, however, several window units were observed.
- Cardillo's Service Station is heated by fuel oil stored in a 330-gallon AST located on a concrete pad in an enclosed area behind the building. Two air conditioning compressors are located in the same area.
- Electricity to the subject site is provided by National Grid. Potable water and sanitary sewer services for the subject site are provided by the Town of Clinton.
- The area in the vicinity of the subject site is generally characterized as mixed residential and commercial.
- The subject site is bordered to the north by Brook Street, beyond which is a Hannaford grocery store and CVS Pharmacy; to the west by railroad tracks and vacant land; to the east by Main Street, beyond which are residences and the Scooby

Doo Sports Bar; and to the south by Whitney Brothers Oil Co. (formerly Marane Texaco, 682 Main Street) and Main Street Auto Service Center Garage (676 Main Street), which appears to use part of the lot at 712-718 Main Street for vehicle parking.

2.3 Physical Setting

Subsurface explorations were not performed for this Phase I Assessment; therefore, subject site geology and hydrology were evaluated on the basis of previous investigations conducted at the site.

2.3.1 Topography

Topographically, the subject site generally slopes down to the north and east, in the direction of the Nashua River. The site elevation is approximately 297 feet above mean sea level (msl).

2.3.2 Geology

Surficial soils beneath the subject site reportedly consist of loamy sand. According to previous explorations performed by others, the site is underlain by fine- to coarse-grained sand, gravel, and clay. The bedrock unit is mapped as the Oakdale Formation, consisting of metamorphosed siltstone and muscovite schist and is reported at a depth of approximately 30 feet.

2.3.3 Hydrology

Surface water at the subject site appears to flow overland to catch basins located on Main and Brook Streets. The Nashua River is located approximately one-half mile east of the subject site. The Wachusett Reservoir provides drinking water to the Town of Clinton and surrounding communities and is located over one mile southwest of the subject property. According to the FEMA Flood Insurance Rate Map, dated 15 June 1982, the subject site is located within an area of minimal flooding.

Based on previous investigations conducted by others at the subject property, the groundwater at the subject site flows to the northeast. A non-potentially productive aquifer and several USGS wells, which, based on information provided by EDR, are not production wells, are mapped within a quarter-mile of the subject site.

The Town of Clinton does not have local Aquifer Protection Districts nor is the site located within a Zone II of the public water supply. According to the maps produced by the Massachusetts Department of Conservation and Recreation, the subject property is not located within the Wachusett Reservoir Watershed nor the Wachusett Reservoir Intake Protection Zone. According to previous reports conducted at the subject site by others, groundwater is at a depth greater than 15 feet. As such, groundwater at the site would be categorized as RCGW-2 under the Massachusetts Contingency Plan 310 CMR 40.0000.

3. PREVIOUS REPORTS

The following previous reports were reviewed for this assessment. Information contained in these reports is included herein. Copies of the previous reports are included in Appendix B. A summary table of relevant DEP Release Tracking Numbers (RTNs) is provided below for reference. Relevant findings from our review are summarized as follows.

RTN	RNF Date	Release	Status	RP
2-12455	10/5/1998	TPH concentrations greater than RCGW-2 in well MW-4	DPS	JEMS
2-14076	11/2/2001*	1.09 feet LNAPL in MW-104	Phase II	Cardillo's/ JEMS
2-14360	8/30/2002	Threat of release from 8,000-gallon UST (failed tank tightness) at 712 Main St	unknown	Cardillo's
2-0762	10/27/1986	Release of at least 1,500 gallons gasoline from a UST at 682 Main St	Phase V	JEMS
2-15558	3/15/2005	Greater than 1/2 inch NAPL present in wells located at Cardillo's	RAONR (RTN 2-0762)	JEMS
2-15647	5/16/2005	SRM due to VPH in wells within 50 feet of Counterpane Brook	RAONR (RTN 2-0762)	JEMS
2-0420	10/15/1988	Release from a gasoline station UST at 676 Main St	Phase V	Former NE Gas Sahagen

Notes:

1. RNF: Release Notification Form
2. RP: Responsible Party
3. TPH: Total Petroleum Hydrocarbons
4. DPS: Downgradient Property Status
5. *: There is no RNF form date listed for this RTN.
6. LNAPL: Light Non-Aqueous Phase Liquid
7. RAONR: Response Action Outcome Not Required
8. SRM: Substantial Release Migration
9. VPH: Volatile Petroleum Hydrocarbons

- *Letter Report to Bill Phillips of MADEP, Re: Cardillo Mobile Clinton RTN 2-14076, prepared by Vanasse Hangen Brustlin, Inc. (VHB) for Cardillo Mobil, dated 8 February 2002.*

VHB prepared this letter report to present the results of gauging performed in November 2001. On 2 November 2001, VHB measured non-aqueous phase liquid (NAPL) at a thickness of 1.09 feet in monitoring well MW-104, located north of the underground storage tank (UST) area at Cardillo's Service Station (Cardillo's). VHB reported the amount to DEP, which assigned RTN 2-14076. VHB purged approximately 1.4 gallons of gasoline from the well and collected samples of the NAPL and premium, plus, and economy gasoline from the fuel pumps. The well was purged again on 28 November 2001, when 3.2 inches of NAPL was present. Based on these results, VHB estimated the actual formation thickness of NAPL to be significantly less than one foot. Results of petroleum fingerprinting analysis

conducted on a sample of the NAPL indicated that the NAPL present in well MW-104 was gasoline but, despite weathering, did not match any of the gasoline products dispensed at Cardillo's. In addition, records of tank tightness tests for the previous ten years, reviewed by VHB, indicated that no leaks were detected during this time.

■ *Immediate Response Action Plan, RTN 2-14076, Cardillo Mobil MW-104 Petroleum NAPL Release, prepared by VHB for Cardillo Mobil, dated 21 May 2002.*

The Immediate Response Action (IRA) Plan was prepared by VHB to present the results of the IRA assessment activities to date and request approval for further actions for the gasoline NAPL found in monitoring well MW-104 on 2 November 2001. MW-104 was installed by OVO Technologies, Inc. (OVO) in September or October 2000 in conjunction with response actions being conducted at the current JEMS property. MW-104 was installed at the Cardillo's Service Station in conjunction with response actions being conducted at the Former Marane Texaco (RTN 2-0762), located upgradient of Cardillo's at 682 Main Street, for a release of gasoline from a UST.

A bail-down test conducted by VHB on 18 April 2002 found a NAPL thickness of 0.25 feet in monitoring well MW-104; 0.5 gallons of water and 0.05 gallons of NAPL were purged from the well. Three other wells were gauged at this time (TDS-8, TDS-9, and TDS-10) with NAPL detected only in TDS-10, located cross-gradient of MW-104, at a thickness of 0.03 feet.

VHB proposed installing a passive collection bailer in MW-104 to reduce the thickness of NAPL in the well to less than one-eighth of an inch. VHB also proposed the installation of two new monitoring wells, one upgradient and one downgradient of MW-104.

■ *Phase I Initial Site Investigation Report, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC (Williamson) for James Cardillo, dated 19 November 2002.*

This Phase I report presents preliminary response actions undertaken at Cardillo's Service Station for site evaluation and Tier Classification. At the time of report preparation, Cardillo's operated two automobile service bays with two hydraulic vehicle lifts. Two newly-installed 12,000-gallon USTs were located northwest of the building and included one gasoline tank and one tank separated into a 8,000-gallon gasoline compartment and a 4,000-gallon diesel compartment. These two USTs replaced three USTs (10,000-gallon, 8,000-gallon, and 6,000-gallon gasoline) that were reportedly first installed when the building was constructed in 1970. A 275-gallon fuel oil AST and a 500-gallon waste oil AST were also located at the property at the time.

RTN 2-12455: Williamson reported past work at the site completed by others, including a Phase I report by ENSTRAT dated 12 June 1997, which concluded that additional environmental assessment activities were warranted and should consist of soil and groundwater samples. A Phase II Subsurface Investigation Report prepared by Ducharme & Wheeler, Inc. (D&W), dated 31 July 1998, reported on the advancement of four soil borings to an approximate depth of 18 feet and converted to groundwater monitoring wells (MW-1 through MW-4, located to the north, south, and

west of the Cardillo's service building). One soil sample from each of the borings was submitted for analysis of total petroleum hydrocarbons (TPH), polynuclear aromatic hydrocarbons (PAH), volatile organic compounds (VOCs), and methyl tertiary butyl ether (MTBE). Groundwater samples collected from MW-1 and MW-4 (monitoring wells MW-2 and MW-3 were dry) were submitted for the same analyses. None of the analytes were detected above RCS-1 Reportable Concentrations for soils; TPH concentrations in groundwater from MW-4 were above RCGW-2 Reportable Concentrations. The DEP was notified of this reportable condition on 5 October 1998 and subsequently issued RTN 2-12455. On 20 November 1998, D&W representatives oversaw the removal of a 500-gallon steel waste oil UST; soil headspace readings from five soil samples collected from the sidewalls and bottom of the excavation were all non-detect. Williamson indicated that data from confirmatory samples submitted for analysis were not available for review.

RTN 2-14076: In September or October 2000, OVO advanced two soil boring/monitoring wells, designated MW-104 and MW-106, on the northern and northwestern side of Cardillo's property as part of response actions for the former Northeast Gas/R.B. Sahagen Facility (RTN 2-0420), located at 678 Main Street. As indicated previously, on 2 November 2001, VHB measured 1.09 feet of NAPL in well MW-104; DEP was notified on the same date and assigned RTN 2-14076 to this release. As summarized above in VHB's letter and IRA Plan, VHB suggested periodic monitoring and installation of two additional monitoring wells; Williamson indicates that this work was not completed by VHB at the site.

In association with assessment activities for this release, Williamson advanced three soil borings (designated B-201 to B-203) converted to monitoring wells (designated MW-201 to MW-203) on 22 October 2002 on the southern edge of the Cardillo's property. Soil samples collected during advancement of B-203 had detections of VPH ranges above MCP Method 1 S-1/GW-3 Reportable Concentrations. Williamson collected groundwater samples from these three monitoring wells on 25 October 2002 and from four other monitoring wells on 14 October 2002 (MW-104, MW-106, TDS-8, and TDS-9). Samples were submitted for analysis of VPH and EPH; MW-104, TDS-8, TDS-9, and MW-203 had detections of VPH ranges exceeding Method 1 GW-3 Reportable Concentrations.

RTN 2-14360: On 18 June 2002, the now-former 8,000-gallon gasoline UST failed a tank tightness test. The DEP was notified of a threat of a release and issued RTN 2-14360. At this time, DEP gave oral approval to Williamson to conduct response actions consisting of removing the remaining product from the UST, excavating the UST, and removing up to 100 cubic yards of impacted soil. Williamson submitted a IRA Plan Addendum and Status Report No. 1 for this release on 14 October 2002 (this report was not acquired by Haley & Aldrich). The IRA Addendum Plan proposed also removing the two remaining gasoline USTs (one 10,000-gallon and one 6,000-gallon), installing two new 12,000-gallon USTs, and managing up to 500 cubic yards of impacted soil. On 28 and 29 October 2002, the three USTs were removed under the observation of Williamson and Clinton Fire Department personnel. Headspace readings taken during excavation ranged from 6.8 ppm to over 2,000 ppm. At the time of excavation, an 1/8-inch hole was observed in the 8,000-gallon tank. Six samples were taken from the excavation (four sidewall and two bottom) and submitted for analysis of VPH and EPH; results were pending at the time of the report. Monitoring well MW-104 was destroyed during excavation activities.

On 4 November 2002, Williamson observed the excavation of impacted soil from four trenches related to installation of the two new 12,000-gallon USTs. On 8 November, a 500-gallon fuel oil UST and associated piping were excavated at the site. Both Williamson and Clinton Fire Department personnel were present for these excavations. A total of nine samples were collected from the sidewalls and bases of the trenches and excavation and submitted for analysis of VPH and BPH; results were pending at the time of the report. On 28 October and 4 November, approximately 85 tons of impacted soil was removed from the UST area for off-site disposal.

- *Phase II Comprehensive Site Assessment Scope of Work, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James Cardillo, dated 12 November 2002.*

This Phase II Scope of Work was prepared to present information concerning the source, nature, extent, and potential impacts of releases of oil and/or hazardous material at the site, to evaluate the risk of harm posed by the site, and to evaluate the need for remedial actions at the site.

In addition to information presented in the Phase I report summarized above, Williamson proposed further investigation of site characteristics. Proposed activities included: requests to previous consultants for information and data; advancing additional soil borings to a depth of 30 feet and collecting soil and groundwater samples; conducting a review of DEP files with regard to upgradient sites; abandoning current monitoring wells that were not completed within the water table; surveying the site and relevant monitoring points; and characterizing site geology and hydrologic conditions. Proposed work was intended to help identify the source and extent of the release, determine the fate and transport characteristics, and provide data to complete a risk characterization.

- *Phase I Initial Site Investigation Report and Phase II Comprehensive Site Assessment Scope of Work, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-12455, prepared by Williamson Environmental LLC for James Cardillo, dated 21 November 2002.*

These reports present the same information as is summarized above for the Phase I and Phase II Reports for RTN 2-14076.

- *Downgradient Property Status (DPS), Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTNs 2-12455 and 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 5 August 2003.*

This DPS was submitted to address the release of petroleum hydrocarbons, including light non-aqueous phase liquid (LNAPL), discovered at the subject site on 31 July 1998 (TPH concentrations in groundwater at monitoring well MW-4 above RCGW-2 Reportable Concentrations, RTN 2-12455) and on 2 November 2001 (1.09 feet of NAPL in monitoring well MW-104, RTN 2-14076).

Williamson indicates that several feet of LNAPL had been measured in well MW-104 prior to reporting to the DEP: 2.06 feet by OVO on 23 May 2001 and 2.25 feet by VHB on 25 May 2001. Samples collected by VHB on 2 November 2001 from the

gasoline pumps and the monitoring well and submitted for petroleum fingerprint analysis indicated a far lower percentage of MTBE in the LNAPL than in the gasoline dispensed at Cardillo's (0.11% compared to 7.9-8.2%, respectively). VHB also measured approximately 0.03 feet of LNAPL on 18 April 2002 in well TDS-10, which is hydraulically upgradient of the UST area at Cardillo's.

Williamson indicated that two sites were located directly upgradient of Cardillo's: Northeast Gas Sahagen (RTN 2-0420) and Marane Texaco/Main Street Texaco (RTN 2-0762). The Marane Texaco was operating two remediation systems at the time of the report, including an enhanced fluid recovery system and a soil-vapor extraction system.

Williamson reviewed all available soil and groundwater data and concluded that the releases at Cardillo's identified by RTNs 2-12455 and 2-14076 were both attributable to an upgradient source. Data cited by Williamson that supports this conclusion includes: soil analytical data does not indicate that soil above the groundwater table has been significantly impacted by concentrations of petroleum hydrocarbons and LNAPL in site wells does not match the petroleum fingerprint of the gasoline dispensed at the site due to the small percentage of MTBE.

RTN 2-14360 was not included in this DPS submittal because it was not considered by Williamson to have revealed the gross soil gasoline contamination which would typify a release evidenced by several feet of NAPL present on the groundwater table. Williamson indicates in the DPS submittal that assessment activities for RTN 2-14360 have been suspended pending remediation of the hydrocarbon plumes attributed to an upgradient source.

■ *Downgradient Property Status (DPS), Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTNs 2-12455 and 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 2 November 2004.*

This DPS Opinion was submitted by Williamson to address the releases associated with RTNs 2-12455 and 2-14076. The first DPS Opinion submitted in August 2003 was terminated by DEP on 4 February 2004 because the DPS "did not sufficiently evaluate the relevant hydrogeologic conditions, including groundwater flow direction and local transport characteristic, to conclude that NAPL migrated to the site on groundwater and that did not sufficiently demonstrate that a leaking UST at the site was not the source." Williamson was not granted access to the upgradient properties at 676 and 682 Main Street (identified as the Former NE Gas/R.B. Sahagen, RTN 2-0420, and the Former Marane Texaco, RTN 2-0762) for additional assessment activities. Since the prior DPS submittal in August 2003, Williamson advanced four monitoring wells on the southern side (upgradient side) of Cardillo's property in June 2004 (MW-301 and MW-302 on 2 June 2004 and MW-401 and MW-402 on 8 July 2004) and conducted a ground-penetrating radar (GPR) survey in September 2004 to determine the presence of any previously undocumented USTs. Weekly gauging events conducted at the majority of the on-site monitoring wells were completed by Williamson between 10 March 2004 and 25 October 2004, indicating that groundwater consistently flows to the north/northeast.

Williamson determined that the LNAPL at the site was not a result of the leak from the 8,000-gallon UST removed from the site in 2002 because the UST had passed

several tank tightness tests after the release was reported and the LNAPL discovered in monitoring well MW-104 did not match any of the fuels dispensed at Cardillo's. In addition, no previously unidentified USTs were found to be present on the site and the USTs currently at the site were not contributing to a release due to daily inventory records that do not indicate a leak, LNAPL presence in the most upgradient monitoring wells on Cardillo's property (MW-301 and MW-302), and the small percentage of MTBE in the LNAPL samples. Williamson concluded that the release of gasoline at the 676 and 682 Main Street properties contributed to LNAPL discovered at the site due to the groundwater flow direction, the large amount released at the 676 and 682 Main Street properties, the fact that the northern extent of the plume emanating from the properties at 676 and 682 Main Street has not been defined, and that laboratory analysis of the LNAPL sample at the site indicates a mix of gasoline and fuel oil, whereas a source of fuel oil release has not been identified at Cardillo's property.

The third release associated with Cardillo's Service Station, RTN 2-14360, was attributed by Williamson and the Clinton Fire Department to the 1/8-in hole discovered in the 8,000-gallon UST removed in October 2002 and therefore was not included in the DPS submittal.

- *Technical Review of Environmental Documents, prepared by ENSTRAT for the North Middlesex Savings Bank, dated 9 December 2004.*

This review was completed by ENSTRAT of the DPS submittal prepared by Williamson Environmental LLC in November 2004 for RTNs 2-12455 and 2-14076.

ENSTRAT assembled the following facts in opposition of the DPS:

- Forensic laboratory analysis indicates three different potential sources, not a single source.
- Soil headspace measurements conducted during the 2002 tank removal ranged up to 2,000 ppm. A 3/8-inch hole was observed in the bottom of the 8,000-gallon tank at this time. Following tank removal, approximately 737 tons of soil was excavated and recycled off-site. Samples from the bottom and sidewall of the excavation revealed elevated hydrocarbons, indicated that an on-site source of hydrocarbons exists.
- Historical Sanborn Maps from 1929, 1949, and 1961 depict a repair facility/service station on the southeast portion of the property, indicating that historical releases could have contributed to the detected hydrocarbons.
- Given the groundwater flow direction to the northeast, several impacted wells (MW-104, MW-209, and MW-208) do not appear to be downgradient of the source at the properties at 678 and 682 Main Street.
- Soil and groundwater data suggest multiple sources due to the detection of analytes in some wells but not others sampled concurrently and the markedly different ratio of benzene to xylenes in some groundwater samples.

ENSTRAT concluded that Cardillo's Service Station had been impacted by an upgradient source(s) of hydrocarbons but that on-site releases of petroleum had also occurred and existing data did not conclusively establish DPS for the two RTNs. ENSTRAT agreed with Williamson's proposal for obtaining samples from upgradient properties for forensic analysis but access had not been granted. ENSTRAT concluded that the DEP was unlikely to accept the DPS as currently written. Finally,

ENSTRAT notes the presence of a hydrocarbon plume in a residential area downgradient of Cardillo's; property owners could file a DPS assigning responsibility to Cardillo's for this plume in the future.

- *Immediate Response Status Report No. 4, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 28 April 2006.*

This Status Report summarizes activities conducted at the site between 9 September 2005 and 3 March 2006. The activities performed by Williamson include:

- Gauging groundwater and LNAPL levels in select groundwater monitoring wells on 18 occasions during the reporting period. LNAPL was regularly detected in seven on-site wells (TDS-9, TDS-10, MW-206, MW-208, MW-209, MW-301, and MW-302) and two wells installed at 696 Main Street (MW-401 and MW-402). When detected, LNAPL was bailed from the wells. The maximum LNAPL thickness recorded was 3.59 feet in well MW-208. LNAPL thicknesses in off-site wells MW-401 and MW-402 were 1.41 feet on 17 February 2006 and 2.15 feet on 20 January 2006, respectively. Williamson indicates that two of these wells, MW-301 and MW-302, are associated with RTN 2-15558, which was assigned to JEMS by DEP on 14 January 2005.
- Emptying a passive skimmer system in well MW-208 and installing sorbent socks in three other wells. Approximately 68 gallons of LNAPL was recovered during the reporting period. Since May 2005, approximately 244 gallons had been recovered.
- Collecting groundwater samples for VPH analysis from 30 on- and off-site wells on 14 October 2005 and 34 on- and off-site wells on 20 January 2006. Exceedences of VPH carbon ranges, toluene, xylenes, and MTBE were detected. Wells with measurable thicknesses of LNAPL were not sampled. At this time, 6.31 feet of LNAPL was measured in well MW-4, located on the east side of Main Street. *Note: this monitoring well is not the same as monitoring well MW-4 well formerly located on Cardillo's property.*

- *Immediate Response Status Report No. 5, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 3 October 2006.*

This Status Report summarizes activities conducted at the site between 3 March 2006 and 28 September 2006. The additional activities performed by Williamson include:

- Gauging groundwater and LNAPL levels in select groundwater monitoring wells on 12 occasions during the reporting period. LNAPL was regularly detected in seven on-site wells (TDS-10, TDS-12, MW-206, MW-208, MW-209, MW-301, and MW-302) and two wells installed at 696 Main Street (MW-401 and MW-402). The maximum LNAPL thickness recorded in on-site wells was 4.08 feet in well MW-208. Off-site wells MW-401 and MW-402 had LNAPL thicknesses of 0.87 feet on 19 May 2006 and 1.32 feet on 16 March 2006, respectively.
- Recovering approximately 50 gallons of LNAPL during the reporting period. Since May 2005, approximately 294 gallons had been recovered.
- Collecting groundwater samples for VPH analysis from 18 on- and off-site wells on 20 April 2006 and 31 on- and off-site wells on 20 July 2006.

Exceedences of VPH carbon ranges, toluene, xylenes, and MTBE were detected. Wells with measurable thicknesses of LNAPL were not sampled.

- Samples collected on 20 April 2006 were submitted to Spectrum Analytical, Inc. and Accutest Laboratories. Samples collected on 20 July 2006 were submitted to Alpha Analytical Laboratories. Williamson reports significant disparity between analytical results from the different laboratories due to sampling methodology, laboratory dilutions, or other factors.

▪ *Phase II - Comprehensive Site Assessment Report, Phase III - Remedial Action Plan, and Phase IV - Remedy Implementation Plan Addenda, Former Marane Texaco Facility, 682 Main Street, Clinton, Massachusetts, MA DEP RTN 2-0762, prepared by Kleinfelder East, Inc. (Kleinfelder) for JEMS of New England, Inc., dated December 2006.*

Note: This Phase II/Phase III/Phase IV Report was not prepared for the subject site, however, contamination at Cardillo's Service Station, referenced by RTN 2-12455, has been attributed to the release identified by RTN 2-0762. The JEMS property is located immediately south of the properties at 696 and 712-718 Main Street.

Kleinfelder prepared this report to address on-going response actions being conducted at the former Marane Texaco facility, located at 682 Main Street, and currently owned by JEMS of New England, Inc (JEMS). The property was operated as a gasoline filling station from approximately 1929 to 1996. Whimney Brother's Oil, a fuel oil distribution company, currently utilizes the space for offices.

The Phase II Addendum covers the period from October 2004 to September 2006. Previous Phase II reports had been submitted to the DEP on 2 September 1998 and 29 February 2000. The objectives of the Phase II were to define the nature, extent, and magnitude of oil and/or hazardous materials at the site, identify any background conditions at the site, and determine what further response actions or assessment activities were warranted. Phase II activities included:

- Reviewing and compiling previously collected data
- Installing three additional monitoring wells, six streambed piezometers, and seven soil vapor monitoring points
- Conducting ten groundwater and surface water sampling events
- Completing Level 1 soil gas screening
- Recovering NAPL
- Operating a groundwater extraction and treatment system, including soil vapor extraction
- Completing a Risk Characterization

The report details prior regulatory actions for the three releases at the Former Texaco property, identified by RTNs 2-0762, 2-15558, and 2-15647.

RTN 2-0762: A release of gasoline was reported to DEP on 27 October 1986 and RTN 2-0762 was assigned. Station records from that day indicate a release of at least 1,500 gallons of super unleaded gasoline from a 3,000-gallon UST. In 1986, seven monitoring wells were installed and several were observed to have a petroleum sheen. In 1989, additional monitoring wells had been installed and NAPL was present in measurable amount (0.01 to 0.13 feet) well Z-7 and dissolved petroleum hydrocarbons and MTBE were detected in multiple wells. A maximum thickness of

8.65 feet of NAPL were measured in well ECS-4 on 7 June 1996. As indicated in the Release Abatement Measure (RAM) plan submitted to DEP on 3 September 1996, four USTs (one 3,000-gallon diesel, two 3,000-gallon gasoline, and one 10,000-gallon gasoline) were removed and 124 cubic yards of soil was excavated on 26 and 27 September 1996. Soil samples collected from the base and sidewalls of the excavation indicated average exposure point concentrations below applicable Method 1 Risk Characterization standards. A RAM Completion statement was submitted to DEP on 21 May 1998. On 10 July 1998, a 500-gallon used oil UST was excavated; samples collected for diesel-range organics (DRO) analysis had detections below applicable Method 1 Risk Characterization standards. On 22 November 1999, pump stations and piping was removed from the site; soil headspace readings for volatile organic compounds (VOCs) indicated levels less than 100 parts per million (ppm), therefore, no soil samples were collected.

On 10 August 1998, a high vacuum extraction (HVE) system for soil vapor, groundwater treatment, and NAPL recovery was installed and activated. On 19 April 1999, an enhanced fluid recovery system replaced the HVE system. By 13 December 2000, five extraction wells (MW-5, MW-9, MW-20, DEW-3, DEW-2) had been installed off-site. On 28 November 2001, an Immediate Response Action (IRA) Completion Statement, Phase V Inspection and Monitoring Report, and a Remedial Operation Status (ROS) Opinion with Imminent Hazard Evaluation was submitted to DEP. The report indicated that between 19 April 1999 and 28 November 2001, 6,778 gallons of NAPL had been recovered. On 13 August 2002, the off-site soil vapor extraction system (located at a residential property to the east of the site, off Clark Street) was permanently deactivated. Three subsequent ROS Reports, dated 6 September 2002, 24 March 2003, and 19 September 2003, that proposed changes to the operating on-site remedial systems, were submitted to DEP.

On 16 July 2004, the DEP issued a Notice of Noncompliance (NON) to JEMS for failure to meet ROS performance standards. A Tier II Extension and Retraction of ROS for RTN 2-0762 was submitted to DEP on 16 May 2005 based on changes to the site conditions associated with the releases identified by RTNs 2-15558 and 2-15647. On 30 March 2006, an additional Tier II Extension form was filed with DEP. A NON was issued to JEMS on 26 July 2006 based on failure to complete a Response Action Outcome (RAO) statement by 31 May 2006.

RTN 2-15558: On 2 November 2004, DEP received a DPS Opinion for Cardillo's Service Center, which indicated that a release of gasoline has come to be located at the site as a result of gasoline migration through groundwater from the JEMS property. The release of gasoline resulted in the presence of greater than one-half inch NAPL in monitoring wells on Cardillo's property. Kleinfelder indicates that, based on the DPS Opinion, DEP issued RTN 2-15558 and issued a Notice of Responsibility to JEMS on 14 January 2005. On 4 November 2005, an IRA Plan Modification and Status Report, outlining modifications to the existing remediation system operating on the JEMS property proposed to address the new release condition, was submitted to DEP. On 13 January 2006, RTN 2-15558 was linked to RTN 2-0762.

RTN 2-15647: A ROS Report for RTN 2-0762, dated 13 April 2004, reported detectable concentrations of the C5-C8 Aliphatic and C9-C10 Aromatic fraction ranges of volatile petroleum hydrocarbons (VPH) in wells within 50 feet of

Counterpane Brook, which constituted a Condition of Substantial Release Migration (SRM). Counterpane Brook is located approximately 400 feet east of the JBMS site. On 23 and 28 February 2005, Kleinfelder installed three piezometers within Counterpane Brook at locations interpreted to be within the potential plume path. Groundwater samples and surface water samples collected on 23 February 2005 indicated that a release to groundwater had been or was likely, within one year, to be detected in surface water. The gasoline additive MTBE was detected in surface water at 9.1 µg/L and in groundwater from PZ-1 at 3,440 µg/L. DEP issued RTN 2-15647 on 17 March 2005 and approved assessment-only IRA activities, to include critical exposure pathway evaluations on residential properties. On 16 May 2005, Kleinfelder submitted an IRA Plan to DEP; the release associated with RTN 2-15647 was linked to RTN 2-0762 on the same day. Subsequently, an IRA Plan Addendum was submitted on 29 June 2005 and an IRA Plan Modification (addressing additional activities related to RTN 2-15558) was submitted on 4 November 2005.

4. SITE HISTORY

Haley & Aldrich assessed past usage of the subject site and adjoining properties using Sanborn Fire Insurance Maps dated 1894, 1899, 1904, 1911, 1919, 1929, 1947, 1961, topographic maps dated 1898, 1908, 1947, 1965, 1979, and 1988, Town of Clinton city directories dated 1900, 1918, 1948, 1956, 1964, 1970, and 1975, and contact with local municipal officials. Copies of historical references reviewed are included in Appendix B.

4.1 Past Usage of the Site

The Sanborn Map dated 1894 depicts the W.A. Fuller Lumber Yard as occupying the southwestern portion of the subject site, adjacent to the Boston & Maine Railroad. In addition, five dwellings are depicted on the far eastern and northwestern corner of the subject site, while a store is depicted in the far northeastern corner. The 1899 map depicts the addition of two small stores at the lumber yard. The 1900 City Directory lists the William A. Fuller & Company Branch Office, Store, and Yard at 702 Main Street, noting that the mill was at a separate location. By 1919, the Sanborn Map depicts additional buildings containing two stores at the northeast corner of the subject site, which are identified in the 1918 City Directory and a grocer and "stamping." The 1918 City Directory does not list the W.A. Fuller Company but the lumber company is still depicted on the 1919 Sanborn Map. By 1929, the Sanborn Map no longer depicts some of the structures utilized by the lumber company. In addition, a dwelling on the southern side of what is now Cardillo's Service Station is depicted as having been replaced by a service station, with one gasoline tank illustrated on the northern side of the building. By 1947, the Sanborn Map depicts a small addition to the service station and a scrap yard at the area previously utilized by the lumber company. An auto shop is depicted in conjunction with the service station in the 1961 Sanborn Map. City Directories from 1948 and 1956 list only residences; the 1964 City Directory lists residences and a barber shop at 720 Main Street. Records indicate that retail gasoline services began in 1970, though a gas tank is depicted at the property as early as 1929.

According to previous reports for the subject site, the current building utilized by Cardillo's was built in 1970, at which time three USTs were also installed (one 10,000-gallon, one 8,000-gallon, and one 6,000-gallon, all reportedly for gasoline storage). By 1975, the Cardello S. Mobil Service (likely Cardillo's) is listed at 712 Main Street in the City Directory; the remaining properties listed are residences. The parking area west of the Cardillo's building was reportedly used by the Town of Clinton School Department for several years and included a portable office trailer and 16 school buses; the School Department stopped using this space in 2003. According to municipal officials, the Dozen Donut shop and drive-up window was added to Cardillo's Service Station in 2004.

4.2 Past Usage of Adjoining Properties

Areas north of the subject site have historically been depicted as residential. By 1919, Brook Street had been extended to the west of Main Street, underneath the railroad tracks, and additional rail lines and a cement platform had been built north of the subject site. By 1961, this area is labeled as parking; the 1988 topographic maps depicts a building north of the parking area.

Areas south of the subject site have historically been occupied by a few residential buildings, beyond which are depicted several commercial buildings that front Sterling Street. In addition

to the residences, the 1919 Sanborn Map depicts a building labeled "Electric Expres," located in the general area of the Former Marane Texaco building. The same area is depicted as a filling station on the 1947 Sanborn Map, with three or four associated tanks located in the back of the property. By 1961, an automobile sales and service office, with associated filling station, is depicted south of this filling station.

Areas to the west of the subject site are historically depicted as railroad tracks. Beyond the railroad tracks are depicted several manufacturing buildings, including the Clinton Wire Cloth Company, Clinton Foundry Company, and the J.B. Parker Machine Company. In 1929, the Philbin Brother's Coal and Wood Yard is depicted northwest of the subject site and the Wickwire Spence Steel Corporation is depicted to the southwest; one of the Wickwire buildings is labeled as detergent manufacturing in 1961.

Areas to the east of the subject site, across Main Street, are not depicted on Sanborn Maps until 1911, when multiple dwelling are shown. In 1929, a small service station with one gasoline tank is depicted to the southeast of the subject site, across Main Street; in 1947, three gasoline tanks are depicted. By 1961, this property is depicted as used auto sales and the remainder of the adjoining properties are depicted as dwellings.

5. ENVIRONMENTAL RECORDS REVIEW

5.1 Standard Environmental Records Review

Haley & Aldrich utilized the electronic database service Environmental Data Resources, Inc. (EDR) to complete the environmental records review. The database search was used to identify properties that may be listed in the referenced agency records, located within the ASTM-specified approximate minimum search distances as shown in the table below. Section 5.1.1 presents a description of each database searched.

Database Searched	Approximate Minimum Search Distance	Subject Site Listed?	Number of Sites within Search Distance
NPL Sites	1 mile	No	0
Delisted NPL Sites	0.5 mile	No	0
CERCLIS Sites	0.5 mile	No	1
CERCLIS-NFRAP Sites	0.5 mile	No	1
Federal ERNS	Site only	No	0
RCRA non-CORRACTS TSD Facilities	0.5 mile	No	0
RCRA CORRACTS TSD Facilities	1 mile	No	1
RCRA Generators	Site & Adjoining	No	5
Federal Institutional Controls/Engineering Controls	Site Only	No	0
State and Tribal Equivalent NPL Sites	1 mile	No	0
State and Tribal Equivalent CERCLIS Sites	0.5 mile	Yes	132*
State and Tribal Registered Storage Tanks	Site & Adjoining	No	2
State and Tribal Landfills and Solid Waste Disposal Sites	0.5 mile	No	0
State and Tribal Leaking Storage Tanks	0.5 mile	Yes	14
State and Tribal Institutional Controls/Engineering Controls	Site Only	No	0
State and Tribal Voluntary Cleanup Sites	0.5 mile	No	0
State and Tribal Brownfield Sites	0.5 mile	No	1

*These sites may be included in multiple lists.

Haley & Aldrich also searched the Orphan Site List provided in the EDR database report for the subject site and sites adjoining the subject site. Orphan sites are those that, due to incorrect or incomplete addresses, could not be mapped. Neither the subject site nor the adjoining properties were identified on the Orphan Site List. The complete environmental database report is provided in Appendix C.

5.1.1 Descriptions of Databases Searched

Numerous regulatory databases were searched during this Phase I Assessment. Each database reviewed is described in the EDR report presented in Appendix C. Those databases required by the ASTM E 1527-05 Standard are identified below.

1. **NPL Sites:** The National Priorities List (NPL) is a list of contaminated sites that are considered the highest priority for cleanup by the U.S. Environmental Protection Agency (USEPA).
2. **Delisted NPL Sites:** The Delisted National Priorities List (NPL) is a list of former NPL sites formerly considered the highest priority for cleanup by the USEPA that met the criteria of the National Oil and Hazardous Substances Pollution Contingency Plan (NCP) for deletion from the NPL because a no further response was appropriate.
3. **CERCLIS Sites:** The Comprehensive Environmental Response, Compensation, and Liability Act Information System (CERCLIS) list identifies sites which are suspected to have contamination and require additional investigation to assess whether they should be considered for inclusion on the NPL.
4. **CERCLIS-NFRAP Sites:** CERCLIS-NFRAP status indicates that a site was once on the CERCLIS List but has No Further Response Actions Planned (NFRAP). Sites on the CERCLIS-NFRAP List were removed from the CERCLIS List in February 1995 because, after an initial investigation was performed, no contamination was found, contamination was removed quickly, or the contamination was not significant enough to warrant NPL status.
5. **Federal ERNS:** The Federal Emergency Response Notification System (ERNS) list tracks information on reported releases of oil and hazardous materials.
6. **RCRA non-CORRACTS TSD facilities:** The Resource Conservation and Recovery Act (RCRA) non-CORRACTS TSD Facilities List tracks facilities which treat, store, or dispose of hazardous waste and are not associated with corrective action activity.
7. **RCRA CORRACTS TSD facilities:** The RCRA CORRACTS TSD Facilities list catalogues facilities that treat, store, or dispose of hazardous waste and have been associated with corrective action activity.
8. **RCRA Generators:** The RCRA Generator list is maintained by the USEPA to track facilities that generate hazardous waste.
9. **Federal Institutional Controls/Engineering Controls:** The Federal Institutional Control list and Engineering Control list are maintained by the USEPA. Some Institutional Control and Engineering Control information may not be made publicly available and therefore will not be included on this registry.

10. **State and Tribal Equivalent NPL Sites:** The (ASTM E 1527-05 Standard) requires searching "State and Tribal Equivalent NPL Sites." In Massachusetts, the equivalent NPL is Tier I Disposal Sites identified by a Massachusetts Department of Environmental Protection Release Tracking Number (RTN).
11. **State and Tribal Equivalent CERCLIS Sites:** The (ASTM E 1527-05 Standard) requires searching "State and Tribal Equivalent CERCLIS Sites." In Massachusetts, the equivalent CERCLIS is Tier II Disposal Sites identified by a Massachusetts Department of Environmental Protection Release Tracking Number (RTN). These sites may be included on multiple lists in the database report.
12. **State and Tribal Registered Storage Tanks:** The Massachusetts Department of Public Safety maintains a list of USTs registered with the Office of the Fire Marshall.
13. **State and Tribal Landfills and Solid Waste Disposal Sites:** The Massachusetts Department of Environmental Protection maintains a list of regulated waste disposal sites.
14. **State and Tribal Leaking Storage Tanks:** In Massachusetts, the State Hazardous Waste Sites list (identified above as State Equivalent NPL and CERCLIS sites) typically includes locations of Leaking Underground Storage Tanks. Refer to discussion of State Equivalent NPL and CERCLIS SITES above for site impacted by Leaking Underground Storage Tanks. Additionally, the Environmental Protection Agency (EPA) Region 1 maintains a list of Tribal Leaking Storage Tanks (LUST/LAST) for the State of Massachusetts. The LUST/LAST lists are a listing of release sites that have an Underground or Aboveground Storage Tank listed as the source.
15. **State and Tribal Institutional Controls/Engineering Controls:** The Massachusetts Department of Environmental Protection maintains a list of sites with Institutional controls or Engineering controls in place. In Massachusetts, institutional and engineering controls are identified as Activity & Use Limitations (AUL) and Grants of Environmental Restriction.
16. **State and Tribal Voluntary Cleanup Sites:** In Massachusetts, the State Hazardous Waste Sites list (identified above as State Equivalent NPL and CERCLIS sites) typically includes locations in which voluntary clean is being conducted by public and private entities. Refer to discussion of State Equivalent NPL and CERCLIS SITES above for site impacted by Leaking Underground Storage Tanks.
17. **State and Tribal Brownfield Sites:** The Department of Environmental Protection does not maintain a list of specific state or tribal sites where a redevelopment or re-use may be compromised by the presence or presumed presence of hazardous materials or petroleum.

5.1.2 Detailed Description of Relevant Subject Site Listings

Cardillo's Service Center, Inc., 712 Main Street (Map ID A1-A3, RTNs 2-12455, 2-14076, 2-14360): This site is discussed in Section 3.

5.1.3 Detailed Descriptions of Relevant Nearby Site Listings

The database search identified 132 sites on the database within the prescribed search radii (some sites are included on multiple lists). Only those sites that are in the immediate vicinity of the subject property and those sites with potential to affect the subject site are discussed below. Database map identification numbers and DEP Release Tracking Numbers (RTNs) are listed in parentheses.

JEMS of New England, Inc. (JEMS) (Former Marane Texaco), 676-682 Main Street (Map ID K51 and K53, RTNs 2-0762, 2-15558, and 2-15647): This site is discussed in Section 3.

Northeast Gas Sahagen, 678 Main Street (Map ID K52, RTN 2-0420): This site is located south of the subject property; the building at the site is located south of the former Marane Texaco and the remainder of the former Northeast Gas Sahagen property abuts the vacant lot at 712-718 Main Street (this location is mapped incorrectly by the database report). On 15 October 1988, DEP was notified of a release of an unknown type of oil from a gas station UST. As of 31 January 2005, the site was in Remedy Operation Status. A Class B-1 Partial RAO was submitted to DEP on 27 October 2006, indicating that remedial actions were not required at a portion of the site because a level of No Significant Risk exists.

CVS #0920, 329 Brook Street (Map ID A6): This site is located immediately north of the subject property, across Brook Street. The CVS is listed as a small quantity generator (SQG) of hazardous wastes, producing between 100 and 1,000 kilograms of waste per year. Violations are not listed in the database report. As such, this site is not anticipated to adversely affect the subject property.

Kelley Oil Company, 179 Brook Street (Map ID E18-19, RTN 2-0668): This site is located approximately 472 feet west of the subject property. On 15 September 1989, a release of petroleum-based oil from drums and/or a UST was reported to DEP, which assigned RTN 2-0668. On 8 April 1994, a DEP received a Class C RAO (temporary solution), indicating that the site does not present a "substantial hazard" but has not reached a level of no significant risk. Sites with a Class C RAO must be reevaluated every five years to determine if a Class A or B RAO is attainable; the database report indicates that no further documentation has been submitted to DEP since April 1994. As such, the release at this site has the potential to affect the subject property.

Mr. G's Gulf/Concord Oil, 219 Brook Street (Map ID E23-E25, RTNs 2-14288, 2-14295, and 2-14326): This site is located approximately 527 feet west of the subject site. On 31 December 2001, an unreported amount of gasoline was released at the subject site, prompting DEP to assign RTN 2-14288. According to work prepared by others, concentrations of petroleum products in two on-site monitoring wells exceeded GW-1 Reportable Concentrations. Two subsequent and associated RTNs have been assigned to this site: RTN 2-14295 on 7 May 2002 for 156 ppm gasoline and RTN 2-

14326 for two inches of gasoline measured in a newly-installed on-site monitoring well. RAO statements were not required for the latter releases because they were related to the previous, Tier-Classified release. According to a report prepared by others, IRA activities included the excavation of up to 300 cubic yards petroleum-impacted soil and installation of Oxygen Release Compound (ORC®). DEP received a Class A-2 RAO, indicating that a permanent solution had been achieved and contamination had not been reduced to background, for RTN 2-14288 on 31 May 2006. Due to its regulatory status, this site is not anticipated to adversely affect the subject property.

This site has three registered USTs: one 8,000-gallon gasoline tank, one 4,000-gallon gasoline tank, and one 6,000-gallon diesel tank.

Kenyon Oil Company and Clinton Xtra Mart, 203 Brook Street (Map ID F27-F29, RTNs 2-1072, 2-10123, and 2-13869): This site is located approximately 616 feet west of the subject property. This site was used for automobile service and repair activities between 1924 to 1977, at which point it became a gasoline station. On 18 August 1993, DEP issued RTN 2-1072 for a release of petroleum from a leaking UST (LUST). During excavation of three USTs at the site, several holes were observed in the fuel oil tank, which is assumed to be the source of the release into soil. In December 1993, DEP issued a second RTN (2-10123) after discovery of three inches of petroleum product in a monitoring well at the site. The second release was determined to be isolated and relating to a historical release. Several Release Abatement Measures (RAMs) have been undertaken and completed, including excavation of contaminated soils and the operation of a pump-and-treat system for groundwater contamination. A Class A-2 RAO was submitted to DEP for RTNs 2-1072 and 2-10123 on 13 June 2001, indicating that a permanent solution had been achieved and contamination has not been reduced to background.

RTN 2-13869 was issued by DEP in June 2001 in response to notification of concentrations of zinc in the groundwater of 3.82 ppm, which exceeds the reportable RCGW-2 threshold of 0.90 ppm. A DPS Opinion submitted on 4 June 2004 indicated that elevated levels of zinc had migrated from an unspecified off-site source located to the west of the property. Due to the northeasterly flow of groundwater, this release is considered unlikely to adversely affect the subject site.

In addition to the two RTNs, the Clinton Xtra Mart is listed in the database report as maintaining one 6,000-gallon and two 4,000-gallon USTs for gasoline storage. A fourth 8,000-gallon UST is reported as having been removed.

Prism Development, 140 Brook Street (Map ID F32, RTN 2-15745): This site is located approximately 664 feet west of the subject property. On 11 May 2005, DEP was notified of lead, chlorinated solvents, and semi-volatile organic compound concentrations that exceeded applicable standards. Release Abatement Measure activities were completed at the site on 22 December 2006, at which point DEP also received a Class A-2 RAO, indicating that a permanent solution had been achieved and contamination had not been reduced to background. As such, this site is not anticipated to adversely affect the subject site.

5.2 Additional Environmental Records Review

To supplement the (ASTM E 1527-05 Standard) environmental record sources, we contacted the following state and local government agencies, and/or reviewed the following additional sources:

5.2.1 Town of Clinton Board of Health

The Town of Clinton Health Inspector, William P. Dickhaut, indicated that the Department did not have records on file for the subject property.

5.2.2 Town of Clinton Fire Department

Haley & Aldrich reviewed files at the Town of Clinton Fire Department pertaining to the property at 712 Main Street on 9 January 2007. Pertinent files included a permit issued on 7 June 2005 to install and store 1,000 gallons of liquid propane gas for resale to the public. An application for a permit for the propane tank was made on 11 March 2002; although no permit was observed in the files, the application indicates that the permit was issued. Another permit application was filed on 11 March 2002 for one cylinder each of acetylene and oxygen for cutting and welding; the application indicates that the permit was issued although the cylinders were not observed at the subject site.

Two violation notices were on file at the Fire Department. The first, issued on 3 June 1996, notes that "return valves on spill containment need to be replaced." The second notice, issued on 20 February 2002, lists five violations, including failure to maintain the fire suppression system, failure to provide "no smoking turn off engine" signs, failure to maintain the leak detection system, failure to take corrective action on an alarm, and failure to repair damaged vents. The Fire Department ordered full service pumping only until the violations were addressed and verified by the Department.

Additional records include an incident report filed on 21 June 2001 during removal of a 500-gallon UST. The Fire Department Captain who observed the tank removal noted that the tank listed as the backhoe was removing it, causing approximately 20-30 gallons of "contaminated rainwater" to spill out of the tank into the excavation. Contaminated soil was removed immediately and placed in 55-gallon drums; further excavation indicated that the soil was not contaminated further. A geologist from Vanasse Hangen Brustlin, Inc. was on-site and allowed the pit to be backfilled once confirmatory samples had been taken from the excavation.

The Fire Department also retained a copy of a report dated 5 December 1998, prepared by Ducharme & Wheeler, Inc., detailing the closure of a 500-gallon waste oil UST removed from the southern side of Cardillo's Service Station on 19 November 1998. The excavated tank was found to be in fair condition with slight pitting and no holes, although minor petroleum odors and staining were observed in the soil surrounding the fill pipe. Soil samples screened for the presence of volatile organic compounds (VOCs) with a photoionization detector (PID) were found to have volatile vapor concentrations of less than 1.0 part-per-million by volume. A confirmatory sample taken from the bottom of the excavation, at approximately eight feet, had non-detectable concentrations of VOCs and polycyclic aromatic

hydrocarbons (PAHs) and concentrations of total petroleum hydrocarbons (TPH) below the detection limit of 8.3 mg/kg. Groundwater was not encountered during the excavation.

5.2.3 Other Town of Clinton Municipal Offices

Haley & Aldrich also conducted reviews of relevant documents at the Town of Clinton Assessor's Office, Building Department, Planning Department, Town Clerk's Office, and Town Library. Information obtained from these offices has been incorporated into relevant sections above and is included in Appendix B.

5.2.4 Massachusetts Department of Environmental Protection

Haley & Aldrich conducted a review of files pertinent to the subject site at the Central Regional Office (CERO) of MA DEP on 15 August 2006. This information is included with relevant site listings in the Executive Summary and Section 5.1.

5.3 User Responsibilities

The AAI Rule requires that the user of the report consider the following:

- Whether the user has specialized knowledge about previous ownership or uses of the subject site that may be material to identifying RECs;
- Whether the user has determined that the subject site's Tide contains environmental liens or other information related to the environmental condition of the property, including engineering and institutional controls and Activity and Use Limitations (AULs), as defined by ASTM;
- Whether the user is aware of commonly known or reasonably ascertainable information about the subject site including whether or not the presence of contamination is likely on the subject site and to what degree it can be detected; and
- Whether the user has prior knowledge that the price of the subject site has been reduced for environmentally related reasons.

We requested such information for inclusion in this report. Although neither the AAI Rule nor the ASTM E 1527-05 Standard requires that this information be provided to the environmental professional(s), failure on the part of the user to obtain such information for their own records, should it be reasonably ascertainable, may invalidate the user's compliance with the AAI Rule for CERCLA liability protection in the future.

The user has not provided Haley & Aldrich with the User Responsibilities Questionnaire.

6. SITE RECONNAISSANCE

A site visit to observe site conditions was conducted by Katharine P. North of Haley & Aldrich on 9 January 2007. Access to the subject site was provided by Mr. John Stewart of the Richmond Company. Haley & Aldrich personnel observed accessible interior areas of the buildings at the subject site, including basement areas. Haley & Aldrich also observed the exterior portions of the subject site, including the property boundaries, and observed adjoining property conditions from the subject site boundaries and/or public thoroughfares. No weather-related conditions or other conditions that would limit our ability to observe the subject site or adjoining properties occurred during our site visit.

A Key Site Manager could not be identified at the subject site, therefore an interview with a key site manager was not performed in conjunction with the site visit. The findings of the site visit are discussed below. Site photographs are included in Appendix D.

ASTM E 1527-05 Standard Section 10.8 requires that, prior to the site visit, the current subject site owner or key site manager and user, if different from the current owner or key site manager, be asked if there are any helpful documents that can be made available for review. These consist of environmental site assessment reports, audits, permits, tank registrations, Material Safety Data Sheets, Community Right-to-Know plans, safety plans, hydrogeologic or geotechnical reports, or hazardous waste generator reports. Haley & Aldrich was not provided with any site-specific information.

6.1 Subject Site Observations

6.1.1 Current Use of the Property

The subject site is comprised of four parcels of land located along Main Street in Clinton, Massachusetts. The parcel at 696 Main Street is an occupied two-story multi-family residence with a basement and attic. The parcel at 700 Main Street is an occupied single-family residence with a basement and attic. The parcel at 712-718 Main Street is located behind the residences and is currently an unpaved vacant lot; the southern portion of this parcel is used by the Main Street Auto Service Center Garage for parking vehicles. The parcel at 720 Main Street is a filling station operated by Cardillo's Service Station and is developed with a one-story building utilized as a mini-mart and donut shop, including a drive-up window. This property has two pump islands with three gasoline pump stations.

6.1.2 General Description of Structures

The subject site is comprised of four parcels of land totaling 64,472 square feet and located along Main Street in Clinton, Massachusetts. The parcel at 696 Main Street includes a backyard shed and a multi-family, 7,148-square foot residence consisting of two stories of living space, a basement, attic, and two porches. The parcel at 700 Main Street is developed with a single-family 2,562-square foot residence consisting of two stories of living space, a basement, attic, and an enclosed porch. The parcel at 712-718 Main Street is located behind the residences and is currently an unpaved vacant lot, a portion of which is utilized by the Main Street Auto Service Center Garage. The parcel at 720 Main Street is operated by Cardillo's Service Station and is developed with a 1,675-square foot building utilized as a mini-mart and donut shop,

including a drive-up window. This property has two pump islands with three gasoline and diesel pump stations.

6.1.3 Potable Water Supply and Sewage Disposal System or Septic Systems

Potable water and sanitary sewer service to the subject site is provided by the Town of Clinton Department of Public Works.

6.1.4 Storage and Use of Petroleum Products and Hazardous Materials

The two residences each have a 275-gallon fuel oil AST located in the basement. In the 700 Main Street basement, a permit displayed next to the AST was issued in 1953. Other hazardous materials observed in the residences include a one-gallon container of 0.2% permethrin pesticide, a gasoline-powered weed whacker, and two gallons household paint observed in the 696 Main Street basement. Materials observed in the basement of 700 Main Street include a three-quarter full one-gallon bottle of antifreeze, one gallon of latex paint, one quart of unlabeled dark fluid, and an abandoned boiler and washing machine.

Cardillo's Service Station utilizes fuel oil stored in a 330-gallon AST located in an enclosed area behind the service building. Cardillo's operates a filling station, with two 12,000-gallon USTs located on the northern side of the property. One 12,000-gallon tank stores gasoline; the other 12,000-gallon tank is subdivided into a 4,000-gallon compartment for diesel and a 8,000-gallon compartment for gasoline. These two USTs were reportedly installed in 2002 to replace tanks originally installed during construction of the filling station in 1970. On the western side of Cardillo's property is a 1,000-gallon propane tank, located in a fenced-in and locked area, which is stored for retail sale. In the service station building, Cardillo's stores quarts of motor oil for retail sale, which were observed to be stored neatly at the time of our site visit. Other hazardous materials observed at the time of the site visit included four 12-oz cans of spray paint and a can of WD-40.

6.1.5 Disposal of Petroleum Products and Hazardous Materials

Cardillo's Service Station has four 55-gallon drums stored in an enclosed area behind the station building. Three of the drums were closed while the fourth was attached to a pipe for filling; the drums were labeled as containing a gasoline/water/silt mixture.

No disposal of petroleum products was observed at 696, 700, or 712-718 Main Street at the time of our site visit.

6.1.6 Storage Tanks

Refer to Section 6.1.4.

6.1.7 Odors

No unusual odors were noted during our site visit.

6.1.8 PCBs Associated with Electrical or Hydraulic Equipment

A pad-mounted transformer, owned by Keyspan, was observed along Main Street on the western side of Cardillo's Service Station. No information regarding the type of fluid present in the transformer was available and no staining was observed on the concrete beneath the equipment.

6.1.9 Unidentified Substance Containers

An unlabeled quart of dark fluid was observed in the basement of 700 Main Street. No other unidentified substance containers were observed at the time of our site visit.

6.1.10 Heating and Cooling System

Cardillo's Service Station is heated by fuel oil stored in a 330-gallon AST behind the building. Two air conditioning compressors are also located behind the building. No staining was observed in the area surrounding the AST or the compressors.

The residences are each heated by fuel oil stored in 275-gallon ASTs located in the building basements. The residences do not have central air conditioning; several window units were observed at the time of our site visit.

6.1.11 Stains or Corrosion on Floors, Walls, or Ceilings

No stains or corrosion was noted at the time of our site visit.

6.1.12 Floor Drains and Sumps

Floor drains were not observed at the subject site. Two floor drains were reportedly historically located in the Cardillo's Service Station building; these drains and the associated oil/water separator were reportedly sealed with concrete in 1993.

6.1.13 Hydraulic Elevators

There are no hydraulic elevators at the subject site.

6.1.14 Vehicle Maintenance Lifts

There are currently no vehicle maintenance lifts at the subject site. *Two hydraulic vehicle maintenance lifts were reportedly historically located in the Service Station building but were sealed with concrete in 1993.*

6.1.15 Emergency Generators and Sprinkler System Pumps

No emergency generators or sprinkler system pumps were observed at the time of our site visit.

6.1.16 Catch Basins

Catch basins are located along Main Street and Brook Street.

6.1.17 Dry Wells

Dry wells were not observed or reported at the subject site.

6.1.18 Pits, Ponds, Lagoons, and Pools of Liquid

Pits, lagoons, or pools of liquid were not observed at the time of our site visit.

6.1.19 Stained Soil or Pavement

Stained soil or pavement was not observed at the time of our site visit.

6.1.20 Stressed Vegetation

Stressed vegetation was not observed at the time of our site visit.

6.1.21 Solid Waste and Evidence of Waste Filling

Solid waste is collected six days a week by Jet-A-Way. Evidence of waste filling was not observed at the time of our site visit.

6.1.22 Wastewater and Stormwater Discharge

Sanitary wastewater at the subject site is discharged to the Town of Clinton Sewer. Stormwater flows overland to catch basins located along Main and Brook Streets.

6.1.23 Monitoring, Water Supply, or Irrigation Wells

A total of 25 monitoring wells were observed at the subject site at the time of our site visit. These wells are associated with the investigation of petroleum released at the Cardillo's facility and at upgradient sites. No water supply or irrigation wells were observed or reported at the subject property.

6.1.24 Sanitary Sewer and Septic Systems

Sanitary sewer services at the subject site are provided by the Town of Clinton. A septic system was not observed nor reported at the subject site.

6.2 Adjoining Property Observations

Properties adjoining the site were observed from property boundaries and public ways. No evidence of spills, releases, or other significant environmental issues was observed on adjoining properties.

7. FINDINGS AND CONCLUSIONS

Haley & Aldrich, Inc. (Haley & Aldrich) has performed a Phase I Environmental Site Assessment (Phase I Assessment) of the properties at 696, 700, 712-718, and 720 Main Street, Clinton, Massachusetts (herein referred to as the "subject site") in Boston, Massachusetts. The scope of work is described and conditioned by our proposal dated 11 December 2006. As indicated in our proposal, this Phase I Assessment was performed in conformance with the scope and limitations of the American Society for Testing and Materials (ASTM) E 1527-05 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process (ASTM E 1527-05 Standard) to comply with 40 Code of Federal Regulations (CFR) Part 312 (the All Appropriate Inquiries [AAI] Rule). Any deviations from this Standard, and/or data gaps and their significance are described in Section 1.5 of this report. Our conclusions are intended to help the user evaluate the "business environmental risk" associated with the subject site, as defined in the ASTM E 1527-05 Standard and discussed in Section 1.1 of this report.

The subject site is comprised of four parcels of land totaling 64,472 square feet and located along Main Street in Clinton, Massachusetts, as shown on the Project Locus, Figure 1. The parcel at 696 Main Street includes a multi-family, 7,148-square foot residence consisting of two stories of living space, a basement, attic, and two porches. The parcel at 700 Main Street is developed with a single-family 2,562-square foot residence consisting of two stories of living space, a basement, attic, and an enclosed porch. The parcel at 712-718 Main Street is located behind the residences and is currently an unpaved vacant lot; the southern portion of this parcel appears to be used by the Main Street Auto Service Center Garage for parking vehicles. The parcel at 720 Main Street is a filling station operated by Cardillo's Service Station and is developed with a 1,675-square foot one-story building utilized as a mini-mart and donut shop, including a drive-up window. This property has two pump islands with three total gasoline and diesel pump stations.

The goal of the Phase I Assessment was to identify any recognized environmental conditions (RECs), including historical RECs (HRECs) associated with the subject site, as defined in the ASTM E 1527-05 Standard and in Section 1.1 of this report. The ASTM E 1527-05 Standard requires an environmental professional's opinion of the potential impacts of any REC(s) identified on a site during a Phase I Assessment. Our opinion is rendered with respect to an REC's potential (high, medium, or low) to require a remedial response based on prevailing agency requirements and on our understanding of the Richmond Company Inc.'s intended development of the subject site as a commercial pharmacy. Our opinion is limited by the conditions prevailing at the time our work is performed and the applicable regulatory requirements in effect.

Data gaps were identified during the performance of this Phase I Assessment; a Key Site Manager was not identified for an interview during our site visit. However, it is our opinion that sufficient information was obtained to identify subject site conditions indicative of releases or threatened releases of hazardous substances and petroleum hydrocarbons. Our opinion is limited by the conditions prevailing at the time our work is performed and the applicable regulatory requirements in effect.

KNOWN OR SUSPECT RECOGNIZED ENVIRONMENTAL CONDITIONS

The ASTM E 1527-05 Standard defines an REC as "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." Consistent with ASTM E1527-05 Section 12.5 (Report Format), and for the purposes of this assessment, those RECs that have been identified as being present with respect to the subject site are referred to as Known Recognized Environmental Conditions (KRECs), and those RECs that have been identified as being likely present with respect to the subject site are referred to as Suspect Recognized Environmental Conditions (SRECs). The ASTM E1527-05 Standard also requires that the report identifies *de minimis* conditions.

This Phase I Assessment has revealed evidence of four KRECs in connection with the subject site.

KREC#1: Petroleum Release Associated with RTN 2-14076

Impact: High

Explanation: On 2 November 2001, Vanasse Hangen Brustlin, Inc. (VHB) measured 1.09 feet of non-aqueous phase liquid (NAPL) in well MW-104, located on the northern side of Cardillo's Service Station (Cardillo's), triggering a 72-hour reporting condition. The Massachusetts Department of Environmental Protection (DEP) was notified on the same date and assigned Release Tracking Number (RTN) 2-14076. Williamson Environmental LLC (Williamson) has submitted Downgradient Property Status (DPS) Opinions twice for this RTN, however, the DEP determined that both Cardillo's and an upgradient property owner, JEMS of New England, Inc. (JEMS), are responsible for response actions until either the NAPL plume was delineated or a Response Action Outcome (RAO) Statement was submitted. As of the date of this report, neither of these items had occurred. Williamson submitted an Immediate Response Status Report No. 5 in October 2006, indicating that JEMS was issued RTN 2-15558 by DEP on 14 January 2005 for NAPL discovered in monitoring wells MW-301 and MW-302, located on the southern side of Cardillo's property. Monitoring well MW-104 was destroyed during excavation of three underground storage tanks (USTs) at Cardillo's in October 2002.

KREC#2: Petroleum Release Associated with RTN 2-14360

Impact: High

Explanation: On 18 June 2002, a now-former 8,000-gallon gasoline UST at Cardillo's Service Station failed a tank tightness test. The DEP was notified of a threat of a release and issued RTN 2-14360. An Immediate Response Action (IRA) Plan that consisted of removing the remaining product from the UST, excavating the UST, and removing up to 100 cubic yards of impacted soil, was verbally agreed upon. Williamson Environmental LLC submitted an IRA Plan Addendum and Status Report No. 1 for this RTN on 14 October 2002 that proposed removing the remaining gasoline USTs (10,000-gallon and 6,000-gallon), installing two new 12,000-gallon USTs, and managing up to 500 cubic yards of impacted soil. On 28 and 29 October 2002, the three USTs were removed under the observation of Williamson and Clinton Fire Department personnel. Headspace readings taken during excavation ranged from 6.8 parts per million (ppm) to over 2,000 ppm. At the time of excavation, an 1/8-inch hole was observed in the 8,000-gallon tank that failed a tightness test on 18 June 2002. Six samples were taken from the excavation (four sidewall and two bottom) and submitted for analysis of VPH and EPH; results indicated elevated concentrations of VPH. On 28 October

and 4 November 2002, approximately 85 tons of impacted soil was removed for off-site disposal. This RTN is currently listed in Phase IV.

KREC#3: Downgradient Property Status (DPS) for RTN 2-12455

Impact: Medium

Explanation: On 2 November 2004, Williamson submitted a DPS Opinion for the release associated with the RTN to the DEP. On 5 October 1998, TPH concentrations in monitoring well MW-4, located just southeast of the Cardillo's building, were above RCGW-2 Reportable Concentrations. A DPS was submitted by Williamson for this RTN and RTN 2-14076 on 5 August 2003 but was terminated by the DEP due to insufficient evidence that the release had not occurred at Cardillo's. Williamson re-submitted a DPS for this RTN on 2 November 2004. Williamson determined that the light non-aqueous phase liquid (LNAPL) at the site is not a result of the leak from a 8,000-gallon UST removed from the site in 2002. In addition, no previously unidentified USTs were found to be present on the site and the USTs currently at the site were not contributing to a release due to daily inventory records that do not indicate a leak, the LNAPL presence at the furthest upgradient wells on Cardillo's property, and the small percentage of methyl tertiary butyl ether (MTBE) in the LNAPL samples. Williamson concluded that the release of gasoline at the Former Marane Texaco, located at 676-682 Main Street (RTN 2-0762), contributed to the LNAPL discovered at the site due to the groundwater flow direction, the large amount released at the 676-682 Main Street, the fact that the northern extent of the Marane Texaco plume has not been defined, and that laboratory analysis of the LNAPL sample indicates a mix of gasoline and fuel oil, whereas a source of fuel oil release has not been identified at Cardillo's property.

KREC#4: Downgradient Plume

Impact: High

Explanation: A Technical Review of Environmental Documents completed by ENSTRAT on 9 December 2004 indicates that a petroleum hydrocarbon plume is located in a residential area downgradient of Cardillo's Service Station. Based on our review of the ENSTRAT report, the migration of contaminants has the potential to affect these residences. Property owners have the potential to file a DPS assigning responsibility for the plume to Cardillo's.

HISTORICAL RECs

The ASTM E 1527-05 Standard defines an HREC as an environmental condition "which in the past would have been considered a recognized environmental condition, but which may or may not be considered a recognized environmental condition currently."

This Phase I Assessment has not revealed evidence of HRECs in connection with the subject site.

DE MINIMIS CONDITIONS

The ASTM E1527-05 Standard defines *de minimis* conditions as those conditions which "do not present a threat to human 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." The ASTM Standard notes that "conditions determined to be *de minimis* are not recognized environmental conditions."

This Phase I Assessment has revealed no evidence of *de minimis* conditions in connection with the subject site.

SUMMARY AND RECOMMENDATIONS

In summary, four KRECs were identified during this Phase I Assessment and accordingly, we recommend the following:

- The continuation of investigation and remediation activities being performed by the consultants of Cardillo's Service Station and JEMS of New England, Inc.
- Further evaluation of site environmental conditions relative to current residential use and future redevelopment.

8. CREDENTIALS

This Phase I Assessment report was prepared by Katharine P. North, under the direct supervision of Peter J. Galoski and Deborah H. Gevalt, who served as the Project Manager and Officer-in-Charge of this project, respectively. Qualification information for the project personnel is provided below.

DEBORAH H. GEVALT, P.G., LSP, Senior Vice President

As a Principal in the Boston office, Ms. Gevalt serves as officer-in-charge of environmental site evaluations, remedial investigation/feasibility studies, and remedial design and implementation projects.

Ms. Gevalt's experience includes the evaluation and remediation of a wide variety of sites such as former gas stations, chemical plants, industrial facilities, and retail and commercial developments. She is responsible for tracking changes in environmental legislation and regulations, and for interaction with regulatory agencies relative to permitting, site assessment and remedial action. Ms. Gevalt has published and spoken widely on topics related to hazardous waste laws and regulation, particularly as they apply to site characterization and remediation. She has provided technical support and expert witness testimony for environmental litigation.

Ms. Gevalt was appointed by the Governor of the Commonwealth of Massachusetts to the Board of Registration of Hazardous Waste Site Cleanup Professionals in 1992. The Board is responsible for the licensing of Waste Site Cleanup Professionals (Licensed Site Professionals-LSPs) who conduct work under the new Massachusetts Contingency Plan (MCP). Ms. Gevalt was designated an LSP in the initial stages of licensing prior to the promulgation of the new MCP on 1 October 1993.

PETER J. GALOSKI Project Manager/Senior Scientist

Mr. Galoski serves as project manager of due diligence investigations and environmental site evaluations, primarily related to mergers/acquisitions and real estate transactions. He is responsible for development and execution of site-specific work scopes tailored to the needs of individual clients. In his 13 years of experience in the environmental consulting industry, he has managed and conducted numerous environmental due diligence evaluations of manufacturing facilities in all major industrial groups throughout the United States, Canada, Japan, and Brazil.

KATHARINE P. NORTH Environmental Geologist

Ms. North received a Bachelor of Arts degree in Geology from Middlebury College in 2005. As an Environmental Geologist in the Real Estate Group, Ms. North is involved in a variety of projects including environmental site assessments. Her responsibilities include Phase I Environmental Site Assessments, site history research, interaction with clients and state regulatory agencies, and interpretation and evaluation of environmental conditions.

REFERENCES

1. Topographic Map, Clinton, Massachusetts Quadrangle, United States Geological Survey 7.5 minute series, 1988.
2. Environmental Data Resources, Database Report, dated 8 January 2007.
3. Sanborn Fire Insurance Maps, dated 1894, 1899, 1904, 1911, 1919, 1929, 1947, and 1961, obtained from Environmental Data Resources, Inc.
4. Topographic Maps, dated 1898, 1908, 1947, 1965, 1979, and 1988, obtained from Environmental Data Resources, Inc.
5. Haley & Aldrich, Inc., site visit conducted by Katharine P. North, 9 January 2007.
6. Town of Clinton Assessor, review of files by Haley & Aldrich, Inc., 9 January 2007.
7. Town of Clinton Clerk, review of files by Haley & Aldrich, Inc., 9 January 2007.
8. Town of Clinton Building Inspector, review of files by Haley & Aldrich, Inc., 9 January 2007.
9. FEMA Flood Insurance Rate Map no. 250300, panel 0002 B, dated 15 June 1982.
10. Town of Clinton Fire Department, review of files by Haley & Aldrich, Inc., 9 January 2007.
11. Clinton City Directories, dated 1900, 1918, 1948, 1956, 1964, 1970, and 1975, review by Haley & Aldrich, Inc., 9 January 2007.
12. Letter Report to Bill Phillips of MADEP, Re: Cardillo Mobile Clinton RTN 2-14076, prepared by Vanasse Hangen Brustlin, Inc. for Cardillo Mobil, dated 8 February 2002.
13. Immediate Response Action Plan, RTN 2-14076, Cardillo Mobil MW-104 Petroleum NAPL Release, prepared by VHB for Cardillo Mobil, dated 21 May 2002.
14. Phase I Initial Site Investigation Report, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James Cardillo, dated 19 November 2002.
15. Phase II Comprehensive Site Assessment Scope of Work, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James Cardillo, dated 12 November 2002.
16. Phase I Initial Site Investigation Report and Phase II Comprehensive Site Assessment Scope of Work, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-12455, prepared by Williamson Environmental LLC for James Cardillo, dated 21 November 2002.

17. Downgradient Property Status (DPS), Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTNs 2-12455 and 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 5 August 2003.
18. Downgradient Property Status (DPS), Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTNs 2-12455 and 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 2 November 2004.
19. Technical Review of Environmental Documents, prepared by ENSTRAT for the North Middlesex Savings Bank, dated 9 December 2004.
20. Immediate Response Status Report No. 4, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 28 April 2006.
21. Immediate Response Status Report No. 5, Cardillo's Service Center, Inc., 712 Main Street, Clinton, Massachusetts, RTN 2-14076, prepared by Williamson Environmental LLC for James V. Cardillo, dated 3 October 2006.
22. Phase II Comprehensive Site Assessment Report, Phase III Remedial Action Plan, and Phase IV Remedy Implementation Plan Addenda, Former Marane Texaco Facility, 682 Main Street, Clinton, Massachusetts, MA DEP RTN 2-0762, prepared by Kleinfelder East, Inc. for JEMS of New England, Inc., dated December 2006.



SITE COORDINATES: 42°25'22"N 71°41'17"W



U.S.G.S. QUADRANGLE-CLINTON, MA

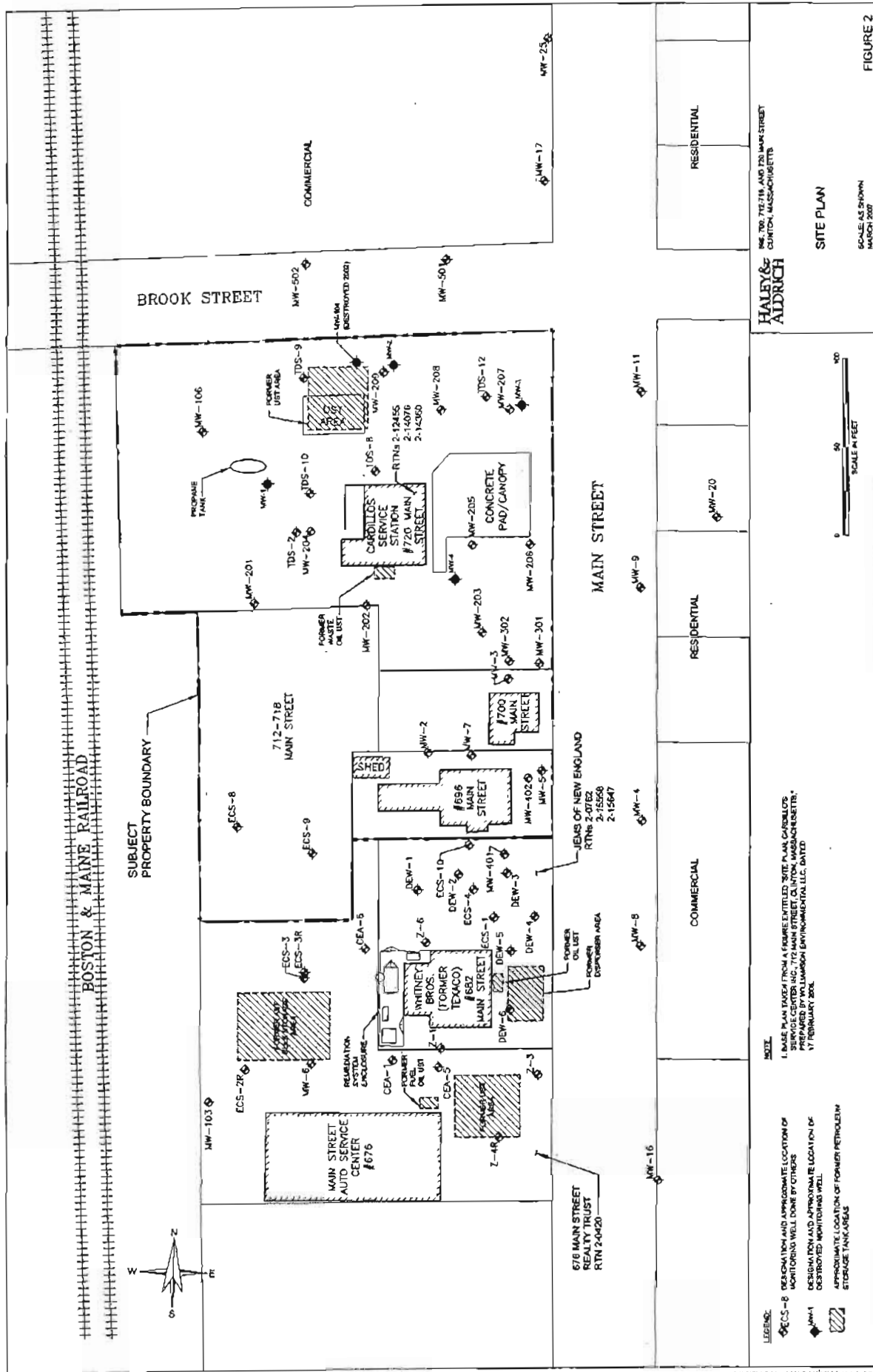
HALEY & ALDRICH

806, 703, 712-718, AND 720 MAIN STREET
CLINTON, MASSACHUSETTS

PROJECT LOCUS

SCALE: 1/24,000
MARCH 2007

FIGURE 1



APPENDIX A

Haley & Aldrich proposal dated 11 December 2006

HALEY & ALDRICH

11 December 2006
File no. 33697-001

Richmond Company, Inc.
23 Concord Street
Wilmington, Massachusetts 01887

Attention: Mr. John Stewart

Subject: Proposal for ASTM Phase I Environmental Site Assessment
696, 700, 712-714, and 720 Main Street
Clinton, Massachusetts

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District of Columbia

Haley & Aldrich, Inc.
465 Medford St.
Suite 2300
Boston, MA 02129-1400

Tel: 617.886.7400
Fax: 617.886.7600
HaleyAldrich.com

Ladies and Gentlemen:

Haley & Aldrich, Inc. (Haley & Aldrich) is pleased to submit this proposal to provide environmental consulting services. This proposal presents our scope of work to perform a Phase I environmental site assessment (Phase I) at the above-referenced site (subject site), using methods consistent with the ASTM E1527-05 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process (ASTM E 1527-05 Standard) to comply with 40 CFR Part 312 (the All Appropriate Inquiries [AAI] Rule).

The completion of this Phase I assessment is only one component of the process required to satisfy the AAI Rule. In addition, the user must adhere to a set of user responsibilities as defined by the ASTM Standard and the AAI Rule. User responsibilities are discussed below. A user seeking protection from Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) liability as an innocent landowner, bona fide prospective purchaser, or contiguous property owner must complete all components of the AAI process in addition to meeting ongoing obligations. AAI components, CERCLA liability relief, and ongoing obligations are discussed in the AAI Rule and in Appendix XI of the ASTM E 1527-05 Standard.

PROJECT UNDERSTANDING AND BACKGROUND

Haley & Aldrich understands the properties to be assessed consist of 696, 700, 712-714, and 720 Main Street in the Town of Clinton, Massachusetts. The properties are currently occupied by Cardillo's Service Station (officially listed as 720 Main Street but Cardillo's uses 712 Main Street), a police impound lot (718 Main Street, also referred to as 712-714 Main Street), and two residences (696 and 700 Main Street).

PROJECT OBJECTIVES

The goal of a Phase I assessment is to identify "recognized environmental conditions" (RECs) associated with the subject site by evaluating site history, existing observable conditions, current site use, and current and former uses of adjoining properties as well as potential releases at surrounding properties that may impact the subject site. RECs are defined in the ASTM E 1527-05 Standard as "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, groundwater, or surface water at 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 threat to human 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."

In addition, the ASTM E 1527-05 Standard requires that historical RECs (HRECs) be identified in the Phase I assessment report. The Standard defines HRECs as environmental conditions "which in the past would have been considered a recognized environmental condition, but which may or may not be considered a recognized environmental condition currently." Consistent with ASTM E1527-05 Section 12.5 (Report Format), and for the purposes of this assessment, those RECs that have been identified as being present with respect to the subject site are referred to as Known Recognized Environmental Conditions (KRECs), and those RECs that have been identified as being likely present with respect to the subject site are referred to as Suspect Recognized Environmental Conditions (SRECs). The ASTM E1527-05 Standard also requires that the report identifies *de minimis* conditions.

The ASTM E 1527-05 Standard requires an environmental professional's opinion of the potential impacts of any REC(s) identified on a site during a Phase I assessment. Our conclusions regarding the potential impact of RECs on the subject site are intended to help the user evaluate the "business environmental risk" associated with the subject site, defined in the ASTM E 1527-05 Standard as "a risk which can have a material environmental or environmentally-driven impact on the business associated with the current or planned use of a parcel of commercial real estate, not necessarily limited to those environmental issues required to be investigated in this practice. Consideration of business environmental risk issues may involve addressing one or more non-scope considerations..." The non-scope considerations listed in the ASTM E 1527-05 Standard are discussed below in the Authorization section of this proposal.

The following Phase I assessment work scope has been developed to be consistent with the ASTM E 1527-05 Standard, based on our current understanding of the subject site. The Phase I assessment consists of four components: Records Review, Site Reconnaissance, Interviews, and Report Preparation. The scope of work specific to this project is described below.

DETAILED SCOPE OF SERVICES

1. Records Review - Haley & Aldrich will assemble and review readily available information on site history and usage as it relates to the presence of hazardous substances and petroleum products that would constitute RECs on the subject site. The ASTM E 1527-05 Standard lists standard and additional records for review.

We will review information from the mandatory databases within the ASTM-specified approximate minimum search distances. The mandatory databases include: NPL; Delfisted NPL; CERCLIS; CERCLIS NFRAP; ERNS; RCRA non-CORRACTS TSD; RCRA CORRACTS TSD; RCRA Generators; Federal Institutional and Engineering Controls; State and Tribal Landfills and Solid Waste Disposal Sites; State and Tribal equivalent NPL and CERCLIS Sites; State and Tribal Registered Storage Tanks; State and Tribal Leaking Storage Tanks; State and Tribal Institutional and Engineering Controls; State and Tribal Voluntary Clean-up Sites; and State and Tribal Brownfields Sites. We intend to use an electronic database service to provide a report summarizing information from the required records, and will rely on the database service to conform to ASTM requirements for currency of the information. Should the database search report identify listed sites with the potential to impact the subject site, Haley & Aldrich may review the federal or state files pertaining to the listed sites, as reasonably ascertainable and practically reviewable. The budget presented below does not include costs for review of files at more than one agency's office.

As required by ASTM, a current 7.5-minute USGS topographic map or equivalent will be used to evaluate the physical setting in the subject site area, and will be supplemented by discretionary review of readily available information concerning surface topography, surface water, soil, bedrock, and groundwater conditions on and in the vicinity of the subject site.

To complete the ASTM records review, Haley & Aldrich will contact one or more of the following local agencies concerning the subject site: Health Department, Fire Department, Water Department, Zoning Board, and Engineering Department. We will contact the agencies for information concerning records related to storage, use, or release of hazardous substances or petroleum products that may constitute RECs on the subject site, and will document our contacts in writing.

ASTM requires that "obvious uses" of the subject site be identified from the present back to the first developed use or back to 1940, whichever is earlier. In order to complete that task, Haley & Aldrich will review one or more of the following ASTM-listed standard historical sources: aerial photographs, fire insurance maps, property tax files, recorded land title records, USGS topographic maps, local street directories, building department records, and zoning/land use records. Haley & Aldrich may also review ASTM-listed "other historical sources" including newspaper archives, internet sites, and local libraries and historical societies.

Haley & Aldrich will review reports previously prepared for the subject site, if provided.

Pursuant to the ASTM E 1527-05 Standard, records identified by ASTM as "Additional" or "Other" will be reviewed when, in Haley & Aldrich's judgment, they are (1) reasonably ascertainable; (2) sufficiently useful, accurate, and complete; and (3) generally obtained pursuant to local good commercial or customary practice.

2. Site Reconnaissance - Haley & Aldrich will visit the subject site and view interior and exterior conditions to assess the nature and type of activities that have been conducted with respect to the potential for RECs to be present. Haley & Aldrich will observe and document visible evidence of current and past usage of the subject site, particularly related to potential filling, previous structures, sewage disposal systems, hazardous substances, petroleum products, storage tanks, and evidence of spills or releases of hazardous substances or petroleum products. Conditions of adjoining properties will also be observed from the subject site boundaries and/or public thoroughfares.

We understand that you will make all areas of the subject site accessible to our representative(s) for the site visit. For budgeting purposes, we have assumed that all areas of the subject site will be made accessible and that the site reconnaissance will be conducted in one site visit.

Our observations and conclusions related to the site reconnaissance may be limited by prevailing weather conditions or other conditions at the time of our site visit. Our report will include a discussion of factors limiting our site reconnaissance, if applicable.

3. Interviews with Owners and Occupants - The ASTM E 1527-05 Standard requires that interviews be performed with a "key site manager" (the owner or occupant of the subject site) and with representatives of building occupants. In accordance with ASTM, an interview will be conducted with a representative of each occupant if the building has five or fewer occupants. If the building contains more than five occupants, an interview will be conducted with those major occupants, as defined by ASTM, and those occupants whose operations could indicate RECs in connection with the subject site. We request that the current owner(s) or representative(s) be notified of our visit and asked to participate in an interview regarding subject site usage and history. If the subject site is abandoned, ASTM requires interviews with one or more owners or occupants of neighboring or nearby properties. Further, as required by the ASTM E 1527-05 Standard, we ask that you assemble and make available to Haley & Aldrich copies of previous environmental investigation reports and audits of the property, and other information related to storage, use, or release of hazardous substances or petroleum products at the site, such as environmental permits, registrations for tanks, material safety data sheets, or waste disposal records.
4. Interview with State and/or Local Government Officials - Haley & Aldrich may interview one or more state and/or local government officials in conjunction with the state and local government records review with the intention to obtain information indicating RECs in connection with the subject site.

5. Evaluation and Report - Haley & Aldrich will interpret the information and data assembled from work scope items No. 1 through No. 4 above, and will formulate conclusions regarding evidence of RECs at the subject site and their potential impact on the subject site. We will prepare 3 copies of a report summarizing the results of our assessment and discussing our conclusions regarding the potential presence and impact of RECs in connection with the subject site, based on the work scope described above.

The report will be prepared in accordance with the standards and practices set forth in 40 CFR Part 312 (the AAI Rule), and consistent with the ASTM E 1527-05 Standard. Documentation supporting the conclusions presented will be appended to the report. As required by ASTM, our final report will include declarations that the Phase I assessment was conducted consistent with the scope and limitations of the ASTM E 1527-05 Standard, and the persons who signed the report meet the definition of environmental professional. In addition, the Phase I assessment report will indicate whether RECs were or were not identified in connection with the subject site, and whether there were data gaps. If data gaps were identified, Haley & Aldrich will indicate whether they are considered significant (i.e., affect our ability to identify conditions indicative of RECs).

USER RESPONSIBILITIES

The AAI Rule requires that the user of the report consider the following:

- Whether the user has specialized knowledge about previous ownership or uses of the subject site that may be material to identifying RECs;
- whether the user has determined that the subject site's Title contains environmental liens or other information related to the environmental condition of the property, including engineering and institutional controls and Activity and Use Limitations (AULs), as defined by ASTM;
- whether the user is aware of commonly known or reasonably ascertainable information about the subject site including whether or not the presence of contamination is likely on the subject site and to what degree it can be detected; and
- whether the user has prior knowledge that the price of the subject site has been reduced for environmentally related reasons.

We request that you provide this information to us for inclusion in our report. Though it is not required by the AAI Rule or the ASTM E 1527-05 Standard that this information be provided to Haley & Aldrich, failure on the part of the user to obtain such information for their own records, should it be reasonably ascertainable, may invalidate the user's compliance with the AAI Rule for CERCLA liability protection in the future.

COSTS

Services associated with completing work scope items Nos. 1 through 5 will be conducted for a lump sum of . That lump sum fee does not include costs related to meetings or

**HALEY &
ALDRICH**

Richmond Company, Inc.
11 December 2006
Page 6

lengthy conference calls. Meetings, lengthy conference calls, and other additional services, if required, will be billed separately. The aforementioned cost includes one conference call for up to 1 hour. Additional meetings, conference calls, and/or additional services will be billed on a time and materials basis in accordance with the attached Standard Fee Schedule.

SCHEDULE

We will provide a draft copy of our Phase I assessment report for your review within 4 weeks of our receipt of a signed copy of this proposal.

AUTHORIZATION

Our work scope for this project will be performed in accordance with the standards and practices set forth in 40 CFR Part 312, and consistent with the ASTM E 1527-05 Standard for Phase I Environmental Site Assessments. Several organizations other than ASTM, such as the Federal Home Loan Bank Board, the Resolution Trust Corporation, and Professional Associations, have also developed "guidelines" or "standards" for environmental site assessments. The scope of work for the Phase I assessment outlined above may vary from the specific guidelines or standards required by other organizations. If this project requires conformance with a specific guideline or standard other than ASTM, we will be pleased to review our proposal considering the specific requirements, and we will revise and resubmit this proposal, if necessary. Unless specifically referenced in this proposal, the work scope and report will not address other guidelines or standards.

Our report will be prepared for your exclusive use, solely for the purposes stated in this proposal. The report may not be circulated, or conveyed, in whole or in part, to any other party, nor used by any other party, without the prior written permission of Haley & Aldrich. We agree, however, that the report may be conveyed to other parties associated with the proximate transfer of the property, subject to their acceptance of the terms of this proposal and our "Standard Terms and Conditions" attached.

No subsurface explorations or chemical analysis of environmental media (e.g., soils or groundwater) will be performed during this assessment. Therefore, our conclusions regarding the evidence of RECs will be based on observations of existing visible conditions, and on our interpretation of subject site history and site usage information. Further, our conclusions regarding the presence of hazardous substances and petroleum products may not be applicable to areas beneath existing structures, unless specific subsurface exploration, sampling, and/or analytical information is available and reviewed by us for such areas.

The ASTM E 1527-05 Standard includes the following list of "additional issues" that are non-scope considerations outside of the scope of the ASTM Phase I practice: asbestos-containing materials, radon, lead-based paint, lead in drinking water, wetlands, regulatory compliance, cultural and historic resources, industrial hygiene, health and safety, ecological resources, endangered species, indoor air quality, bio-agents, and mold. Assessment of these items is not included in our proposed work scope. A limited assessment of the presence of PCBs is included in the ASTM work scope. Accordingly, our assessment of the presence of PCBs is limited to those potential sources specified in the ASTM E 1527-05 Standard as "electrical or

**HALEY &
ALDRICH**

Richmond Company, Inc.
11 December 2006
Page 7

hydraulic equipment known or likely to contain PCBs...to the extent visually and or physically observed or identified from the interview or records review."

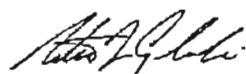
Consulting services will be provided in accordance with our "Standard Terms and Conditions, 2003" and "Standard Fee Schedule" designated 06-M9, which are integral to this proposal.


If the above arrangements are satisfactory to you, please indicate your approval by signing and returning one copy of this letter. When accepted by you, this proposal together with the attached Terms and Conditions will constitute our Agreement.

CLOSING

Thank you for inviting Haley & Aldrich to submit this proposal. We look forward to our association with you on the project. Should you have any questions regarding the proposal, please do not hesitate to contact us.

Sincerely yours,
HALEY & ALDRICH, INC.


Peter J. Galoski
Project Manager

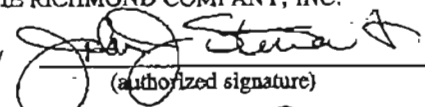

Deborah H. Gevalt, LSP
Senior Vice President

Attachments
Standard Terms and Conditions 2003
Standard Fee Schedule (06-M9)

G:\0011\06\Richmond\Richmond_Closure_PhaseI.doc

This proposal and the attached "Standard Terms and Conditions" and "Standard Fee Schedule" are understood and accepted:

THE RICHMOND COMPANY, INC.

By 
(authorized signature)

By John J. Stewart
(print or type name) Project Manager

Title _____

Date 3/16/07

HALEY &
ALDRICH

HALEY & ALDRICH

Haley & Aldrich, Inc.
Standard Terms and Conditions 2003

1. General

The following Standard Terms and Conditions, together with the attached proposal and Standard Fee Schedule, constitute the Agreement between Haley & Aldrich, Inc. ("Haley & Aldrich") and the entity or person to whom the proposal is addressed ("Client") to perform basic or additional services. The Standard Fee Schedule may be omitted for lump sum type Agreements.

2. Performance of Services

Haley & Aldrich's services will be performed in accordance with generally accepted practices of engineers and/or scientists providing similar services at the same time, in the same locale, and under like circumstances. Client agrees that Haley & Aldrich has been engaged to provide professional services only, and that Haley & Aldrich does not owe a fiduciary responsibility to Client. No other warranty, expressed or implied, is included or intended by this Agreement.

3. Environmental Professional Services

Haley & Aldrich employees may serve as Environmental Professionals under state or federal programs, which may include rendering opinions regarding site assessments and remediation. In carrying out such functions, the Environmental Professional will select such explorations, data collections, remediation actions or other services which, in the Environmental Professional's opinion, are appropriate, under the statutes and regulations, to establish a basis for such opinion. Client acknowledges that a federal, state or local agency may review, comment and/or audit Haley & Aldrich's services and may require additional site activities, even though Haley & Aldrich and such Environmental Professionals have each performed such services in accordance with the standard of care set forth herein. Client agrees to compensate Haley & Aldrich for services performed in response to such an audit at Haley & Aldrich's billing rates then in effect.

4. Payment

Invoices will generally be submitted monthly. Payment will be due within thirty (30) days of invoice date. Interest will be added to accounts in arrears at the rate of one and one-half (1.5) percent per month on the outstanding balance. In the event Haley & Aldrich must engage counsel to enforce overdue payments, Client will reimburse Haley & Aldrich for all reasonable attorney's fees and court costs.

5. Insurance

Haley & Aldrich will maintain: workers' compensation insurance as required under the laws of the state in which the services will be performed; commercial general liability insurance with a combined single limit of \$1,000,000 per occurrence and \$2,000,000 in the aggregate for bodily injury, including death and property damage; automobile liability insurance with a combined

single limit of \$1,000,000 per occurrence; professional liability insurance in the amount of \$1,000,000 per claim and in the aggregate; and contractor's pollution liability insurance in the amount of \$1,000,000 per occurrence and in the aggregate. Haley & Aldrich will furnish Client with a certificate of insurance evidencing the coverages listed above and providing thirty (30) days prior written notice in the event of cancellation or material change in coverage.

6. Confidentiality

Haley & Aldrich will hold confidential all business and technical information obtained or generated in performing of services under this Agreement. Haley & Aldrich will not disclose such information without Client's consent except to the extent required for: (1) performance of services under this Agreement; (2) compliance with professional standards of conduct for preservation of the public safety, health, and welfare; (3) compliance with any court order, statute, law, or governmental directive; and/or (4) protection of Haley & Aldrich against claims or liabilities arising from the performance of services under this Agreement. Haley & Aldrich's obligations hereunder shall not apply to information in the public domain or lawfully obtained on a non-confidential basis from others.

7. Ownership of Documents and Processes

All documents (including drawings, specifications, estimates, field notes, and other data) and all processes (including scientific, technological, software, and other concepts, whether or not patentable) created, prepared, or furnished under this Agreement by Haley & Aldrich, or Haley & Aldrich's independent contractors and consultants pursuant to this Agreement, are instruments of service and shall remain the property of Haley & Aldrich whether or not the Project is completed. Haley & Aldrich shall retain ownership of all documents and processes, and any copyright or right to patent thereto. Client may make and retain copies thereof as is necessary for completion, occupancy or operation of the project by Client or others; however, such documents are not intended or represented to be suitable for additions or alterations to the project, use on any other project or completion of the project without Haley & Aldrich's professional involvement. Any reuse or modification without written verification or adaptation by Haley & Aldrich for the specific purpose intended is at Client's sole risk and without liability or legal exposure to Haley & Aldrich or its independent contractors or consultants. Client shall indemnify, defend, and hold harmless Haley & Aldrich and its independent contractors, and consultants from all claims, damages, losses, and expenses, including attorney's fees, arising out of or resulting therefrom. Any such verification or adaptation will entitle Haley & Aldrich to further compensation.

8. Electronic Media

Client recognizes that data, plans, specifications, reports, documents, or other information recorded on or transmitted as electronic media are subject to undetectable alteration, either intentional or unintentional. Accordingly, documents provided to Client in electronic media are for informational purposes only and are not an end product. Client agrees to defend, indemnify, and hold Haley & Aldrich harmless from any claims, liabilities, losses or damages arising out of the reuse or alteration of electronic media. Haley & Aldrich makes no warranties, either expressed or implied, regarding the fitness or suitability of the electronic media.

9. Suspension of Work and Termination

Client may, at any time, suspend further work by Haley & Aldrich or terminate this Agreement. Suspension or termination shall be by written notice effective seven (7) days after receipt by Haley & Aldrich. Client agrees to compensate Haley & Aldrich for all services performed and commitments made prior to the effective date of the suspension or termination, together with reimbursable expenses including those of subcontractors, subconsultants, and vendors.

If Client fails to make payment when due for services and reimbursable expenses, Haley & Aldrich may, upon seven (7) days' written notice to Client, suspend performance of services under this Agreement. Unless payment in full is received by Haley & Aldrich within seven (7) days of the date of the notice, the suspension shall take effect without further notice. In the event of a suspension of services, Haley & Aldrich shall have no liability to Client for delay or damage to Client or others because of such suspension of services.

10. Force Majeure

Except for Client's obligation to pay for services rendered, no liability will attach to either party from delay in performance or nonperformance caused by circumstances or events beyond the reasonable control of the party affected, including, but not limited to, acts of God, fire, flood, unanticipated site or subsurface conditions, explosion, war, request or intervention of a governmental authority (foreign or domestic), court order (whether at law or in equity), labor relations, accidents, delays or inability to obtain materials, equipment, fuel or transportation.

Delays within the scope of this article that cumulatively exceed thirty (30) calendar days shall, at the option of either party, make this Agreement subject to termination or renegotiation. Should the Client require that Haley & Aldrich maintain its personnel and equipment available during the delay period, Client agrees to compensate Haley & Aldrich for the additional labor, equipment, and any and all other direct costs associated with Haley & Aldrich in maintaining its personnel on Site during the delay period.

11. Mold/Biological Pollutants

Client agrees that Haley & Aldrich shall have no liability for any claim, direct or indirect, for bodily injury or property damage, including loss of use, arising from, alleged to arise from, or caused by the presence of, or exposure to, any Mold or other Biological Pollutants in or around any structure. In addition, Client shall defend, indemnify, and hold harmless Haley & Aldrich from third-party claims for damages arising from, or alleged to arise from, or caused by the presence of or exposure to, any Mold or other Biological Pollutant in or around any structure, except for damages arising from or caused by Haley & Aldrich's sole negligence.

The term "Mold or other Biological Pollutants" includes, but is not limited to, molds, fungi, spores, bacteria, and viruses, and the by-products of biological organisms.

12. Subsurface Risks

Client recognizes that special risks occur whenever engineering or related disciplines are applied to identify subsurface conditions. Even a comprehensive sampling and testing program, implemented with appropriate equipment and experienced personnel under the direction of a trained professional who functions in accordance with a professional standard of practice, may fail to detect certain hidden conditions. Environmental, geological, and geotechnical conditions that Haley & Aldrich may infer to exist between sampling points may differ significantly from those that actually exist. The passage of time also must be considered, and Client recognizes that due to natural occurrences or direct or indirect human intervention at or near the site, actual conditions may quickly change. Client realizes that these risks cannot be eliminated altogether, but certain techniques can be applied to reduce them to a level that may be tolerable. The services included in this Agreement are those which Client agreed to, or selected, consistent with Client's risk preferences and other considerations.

13. Disclosure of Hazards (Right-to-Know)

Haley & Aldrich will take reasonable precautions for the health and safety of Haley & Aldrich's employees while at the site. Client will obtain from Site Owner, and furnish to Haley & Aldrich, at the time of Client's authorization to proceed, all available information concerning oil, hazardous, toxic, radioactive or asbestos material in, on or near the site. If a hazardous material or condition is discovered that had not been disclosed to Haley & Aldrich, then, upon notification, Client and Haley & Aldrich shall seek to determine an equitable adjustment to be made to this Agreement. In addition, Client agrees to assume all liability and shall hold Haley & Aldrich harmless from any claims, losses, liabilities or damages arising out of personal injury or death resulting from such hazardous material or condition.

14. Public Responsibility

Client acknowledges that Client or the site owner, as the case may be, is now and shall remain in control of the site for all purposes at all times. Except as required by law or

regulation, Haley & Aldrich will not report to any federal, state, county, or local public agencies having jurisdiction over the subject matter, any conditions existing at the site that may present a danger to public health, safety, or the environment. Client agrees to notify each federal, state, county, and local public agency, as they each may require, of the existence of any condition at the site that may present a potential danger to public health, safety, or the environment.

Notwithstanding the provisions of the foregoing, Haley & Aldrich will comply with subpoenas, judicial orders or government directives; federal, state, county, and local laws, regulations, and ordinances; and codes regarding the reporting to the appropriate public agencies of findings with respect to potential dangers to public health, safety, or the environment. Haley & Aldrich shall have no liability to Client or to any other person or entity for reports or disclosures made in accordance with such requirements. Client shall defend, indemnify, and hold Haley & Aldrich harmless from and against any and all claims, demands, liabilities, and expense, including reasonable attorneys' fees incurred by Haley & Aldrich and arising directly or indirectly out of reporting such information under a bona fide belief or upon advice of counsel that such reporting or disclosure is required by law.

15. Site and Subsurface Investigations

Client agrees to furnish right of entry and permission for Haley & Aldrich to perform surveys, borings, and other investigations, including subsurface explorations, pursuant to the scope of services. Haley & Aldrich will take reasonable precautions to minimize damage to the property and exercise reasonable care when locating underground structures in the vicinity of proposed subsurface explorations. If Haley & Aldrich is required to restore the property or subsurface conditions or structures to its former condition, the cost plus fifteen (15) percent will be added to the fee. Client shall indemnify, defend, and hold harmless Haley & Aldrich and its independent contractors and consultants from any and all claims, damages, losses, and expenses (including attorneys' fees), arising out of or resulting from any such damage, except to the extent caused by Haley & Aldrich's negligence.

16. Samples

Samples of soil, water, waste, rock, or other materials collected from the site will be disposed of 14 days after submission of Haley & Aldrich's report or other deliverables unless Client advises otherwise in writing or unless applicable law requires their retention. We will dispose of such samples by contract with a qualified waste disposal contractor. Client agrees to pay all costs associated with the storage, transport, and disposal of samples, and to indemnify Haley & Aldrich for any liability arising therefrom. If samples must be stored by Haley & Aldrich for a period in excess of 14 days after completion of Haley & Aldrich's report, or other deliverables, Client agrees to pay an additional fee for

storage as determined by Haley & Aldrich. Client recognizes and agrees that Haley & Aldrich is a bailee and assumes no title to said waste or samples nor any responsibility as generator of said waste or samples.

17. Services During Construction

If Haley & Aldrich provides services including the performance of services during the construction phase of the project, it is understood that the purpose of such services, including visits to the Site, will be to enable Haley & Aldrich to better perform the duties and responsibilities assigned to and undertaken by it as a design professional, and to determine, in general, if construction is proceeding in a manner indicating that the completed work of Contractors will conform generally to the Contract Documents.

Haley & Aldrich shall not, during such visits or as a result of observations of construction, supervise, direct, or have control over Contractors' work nor shall Haley & Aldrich have authority over, or responsibility for, the means, methods, sequences or procedures of construction selected by the Contractors or safety precautions and programs incident to the work of Contractors or for any failure of Contractors to comply with laws, rules, regulations, ordinances, codes or orders applicable to Contractors furnishing and performing their work. Haley & Aldrich does not guarantee the performance of the construction contract by the Contractors, and does not assume responsibility for Contractors' failure to furnish and perform their work in accordance with the Contract Documents.

If Haley & Aldrich's services during construction include shop drawing review, Haley & Aldrich will review (or take other appropriate action with respect to) shop drawings, samples, and other data which Contractors are required to submit, but only for conformance with the design concept of the project and compliance with the information given in the Contract Documents. Such review or other actions shall not extend to means, methods, techniques, sequences, or procedures of manufacture (including the design of manufactured products) or construction, or to safety precautions and programs incident thereto. Haley & Aldrich's review or other actions shall not constitute approval of an assembly or product of which an item is a component, nor shall it relieve the Contractors of (a) their obligations regarding review and approval of any such submittals, and (b) their exclusive responsibility for the means, methods, sequences, and procedures of construction, including safety of construction.

18. Reliance

Any opinions rendered pursuant to this Agreement are for the sole and exclusive use of Client, and are not intended for the use of, or reliance upon, by any third parties without the prior written approval of Haley & Aldrich. Client agrees to indemnify, hold harmless, and defend Haley & Aldrich to the fullest extent permitted by law for any claims, losses, or damages allegedly suffered by third

parties due to the unauthorized reliance on any opinion provided hereunder.

19. Waiver of Consequential Damages

Neither party, nor their parent, affiliated or subsidiary companies, nor the officers, directors, agents, employees, or contractors of any of the foregoing, shall be liable to the other in any action or claim for incidental, indirect, special, collateral, consequential, exemplary or punitive damages arising out of or related to the Services, whether the action in which recovery of damages is sought is based upon contract, tort (including, to the greatest extent permitted by law, the sole, concurrent or other negligence, whether active or passive, and strict liability of any protected individual or entity), statute or otherwise.

20. Hazardous Substance Claims

By authorizing Haley & Aldrich to proceed with the services, Client confirms that Haley & Aldrich has not created nor contributed to the presence of any hazardous substances or conditions at or near the Site. Client recognizes that there is an inherent risk in drilling borings, pushing or driving probes, excavating trenches, or implementing other methods of exploration at or near a site contaminated by hazardous materials. Further, Client recognizes that these are inherent risks even through the exercise of the Standard of Care. Client accepts this risk and agrees to indemnify and hold Haley & Aldrich, and each of Haley & Aldrich's subcontractors, consultants, officers, directors, and employees harmless against any and all claims for damages, costs, or expenses direct or consequential, in connection with a release of hazardous substances, except to the extent that such claims, damages, or losses are adjudicated to have resulted from Haley & Aldrich's gross negligence or willful misconduct in the performance of the services.

21. Limitation of Remedies

To the fullest extent permitted by law, the total liability of Haley & Aldrich, its officers, directors, and employees to Client, and anyone claiming by, through, or under Client, for any and all injuries, claims, losses, expenses, or damages whatsoever arising out of or in any way related to Haley & Aldrich's services, from any cause or causes whatsoever, including, but not limited to, negligence, errors, omissions, strict liability or contract, shall be limited to an amount of \$50,000 or Haley & Aldrich's fee, whichever is greater. *This section 21 shall not apply to claims covered by insurance.* If Client prefers not to limit Haley & Aldrich's liability to this sum, Haley & Aldrich may increase this limitation upon Client's written request. If Haley & Aldrich approves the request, Haley & Aldrich will agree to increase the limitation to \$100,000, provided that Client agrees to pay \$1,000 for this change. The additional fee is for the additional risk assumed by Haley & Aldrich and is not a charge for additional liability insurance.

22. Dispute Resolution

If a dispute arises out of or relates to this Agreement or the breach thereof, the parties will attempt in good faith to

resolve the dispute through negotiation. If the dispute is not resolved by these negotiations, the matter will be submitted to non-binding mediation with a mutually agreed upon mediator. The parties agree that they will participate in the mediation in good faith, that they will share equally in its costs, and that neither party will commence a civil action with respect to the matters submitted to mediation until after the completion of the initial mediation session.

23. Legal Action

~~All legal actions by either party against the other for any cause or causes, including, but not limited to, breach of this Agreement, negligence, misrepresentations, breach of warranty or failure to perform in accordance with the standard of care, however denominated, shall be barred two (2) years from the day after completion of Haley & Aldrich's Services. In the event that Client institutes a suit against Haley & Aldrich, and if such suit is not successfully prosecuted, or if it is dismissed, or if a verdict is rendered for Haley & Aldrich, Client agrees to pay Haley & Aldrich any and all costs of defense, including attorneys' fees, expert witnesses' fees, and court costs and any and all other expenses of defense which may be reasonably necessary, immediately following dismissal of the case or immediately upon judgment being rendered in favor of Haley & Aldrich.~~

24. Precedence

These Terms and Conditions shall take precedence over any inconsistent or contradictory provisions contained in any proposal, contract, purchase order, requisition, notice to proceed, or like document.

25. Severability

If any of these Terms and Conditions are finally determined to be invalid or unenforceable in whole or part, the remaining provisions shall remain in full force and effect, and be binding upon the parties. The parties agree to reform these Terms and Conditions to replace any such invalid or unenforceable provision with a valid and enforceable provision that comes as close as possible to the intention of the stricken provision.

26. Survival

These conditions shall survive the completion of Haley & Aldrich's services on this project and the termination of services for any cause.

27. Governing Law

This Agreement shall be governed and construed in accordance with the laws of the state of the contracting office of Haley & Aldrich.

End of Standard Terms and Conditions

HALEY & ALDRICH

Haley & Aldrich, Inc.
January 2006
06-M9

Standard Fee Schedule

Fees for Services

Fees for services will be based on the time worked on the project by staff personnel plus reimbursable expenses. The fee will be computed as follows:

1. Salary cost multiplied by 2.9 for personnel performing services directly chargeable to the project. Salary cost includes the cost of direct labor plus employee fringe benefits applicable thereto. The multiplier provides for administrative expenses not directly chargeable to the project as well as general overhead and profit.
2. Overtime hours will be charged at straight time rates. Pretrial conferences, depositions and expert testimony will be billed at one and one-half (1.5) times the rates quoted above.
3. Direct non-salary expenses will be billed at our cost plus fifteen (15) percent or at H&A standard usage rates including:
 - a) Transportation and subsistence expenses incurred for necessary travel, such as:
 - (1) Use of personal or company vehicle at IRS allowed mileage rates;
 - (2) Use of public carriers, airplanes, rental cars, trucks, boats, or other means of transportation;
 - b) Telephone usage, including facsimile and cellular phone, local and long distance, and teleconferencing; in-house reproduction and printing costs for reports, drawings, and other project records; mail, including standard postage and overnight document delivery will be billed as a general communication fee at a rate of 4% of the labor charges.
 - c) Shipping charges for water, soil and rock samples, field testing equipment, etc.
 - d) Disposal costs for soil, rock, waste and/or water samples at \$0.30 per ounce (fluid measure, sample container size). Rock core disposal will be at \$20.00 per box.
 - e) Expendable personal protective equipment required for work on the project site.
 - f) Purchase of specialized equipment and rental of equipment from outside vendors.
 - g) Other project-related expenses.
4. Subcontractors engaged to perform test borings or other field explorations, analytical chemical laboratory services, or other services required by the project will be billed at our cost plus fifteen (15) percent.
5. Specialized geotechnical, geophysical and environmental instrumentation, geotechnical laboratory tests and field supplies required by the project scope will be billed at H&A standard usage rates.
6. Computer usage associated with specialized database management systems, specialized analyses and other project-specific technical applications will be billed at H&A standard usage rates for supporting systems.

End of Standard Fee Schedule

APPENDIX B

Historical Research Documentation



"Linking Technology with Tradition"®

Sanborn® Map Report

Ship To: Katharine North
Haley & Aldrich, Inc.
465 Medford Street
Boston, MA 02129

Order Date: 8/3/2006 Completion Date: 8/4/2006

Inquiry #: 1728618.3S

P.O. #: NA

Site Name: Mobil Oil

Address: 720 Main Street

City/State: Clinton, MA 01510

Cross Streets:

Customer Project: 33697-000
1012961PVC 617-886-7353

Based on client-supplied information, fire insurance maps for the following years were identified

1894 - 1 Map
1899 - 1 Map
1904 - 1 Map
1911 - 1 Map
1919 - 1 Map
1929 - 1 Map
1947 - 1 Map
1961 - 1 Map

Limited Permission to Photocopy

Total Maps: 8

Haley & Aldrich, Inc. (the client) is permitted to make up to THREE photocopies of this Sanborn Map transmittal and each fire insurance map accompanying this report solely for the limited use of its customer. No one other than the client is authorized to make copies. Upon request made directly to an EDR Account Executive, the client may be permitted to make a limited number of additional photocopies. This permission is conditioned upon compliance by the client, its customer and their agents with EDR's copyright policy, a copy of which is available upon request.

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USER'S GUIDE

This User's Guide provides guidelines for accessing Sanborn Map® images and for transferring them to your Word Processor.

Reading Sanborn Maps

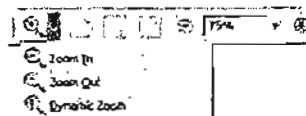
- Sanborn Maps document historical property use by displaying property information through words, abbreviations, and map symbols. The Sanborn Map Key provides information to help interpret the symbols and abbreviations used on Sanborn Maps. The Key is available from EDR's Web Site at: <http://www.edrnet.com/reports/samples/key.pdf>

Organization of Electronic Sanborn Image File

- Sanborn Map Report, listing years of coverage
- User's Guide
- Oldest Sanborn Map Image
- Most recent Sanborn Map Image

Navigating the Electronic Sanborn Image File

- Open file on screen.
- Identify TP (Target Property) on the most recent map.
- Find TP on older printed images.
- Using Acrobat® Reader®, zoom to 250% in order to view more clearly. (200-250% is the approximate equivalent scale of hardcopy Sanborn Maps.)
 - On the menu bar, click "View" and then "Zoom to..."
 - Or, use the magnifying tool and drag a box around the TP



Printing a Sanborn Map From the Electronic File

- EDR recommends printing images at 300 dpi (300 dpi prints faster than 600 dpi)
- To print only the TP area, cut and paste from Acrobat to your word processor application.

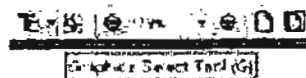
Acrobat Versions 6 and 7

- Go to the menu bar
- Click the "Select Tool"
- Draw a box around the area selected
- "Right click" on your mouse
- Select "Copy Image to Clipboard"
- Go to Word Processor such as Microsoft Word, paste and print.



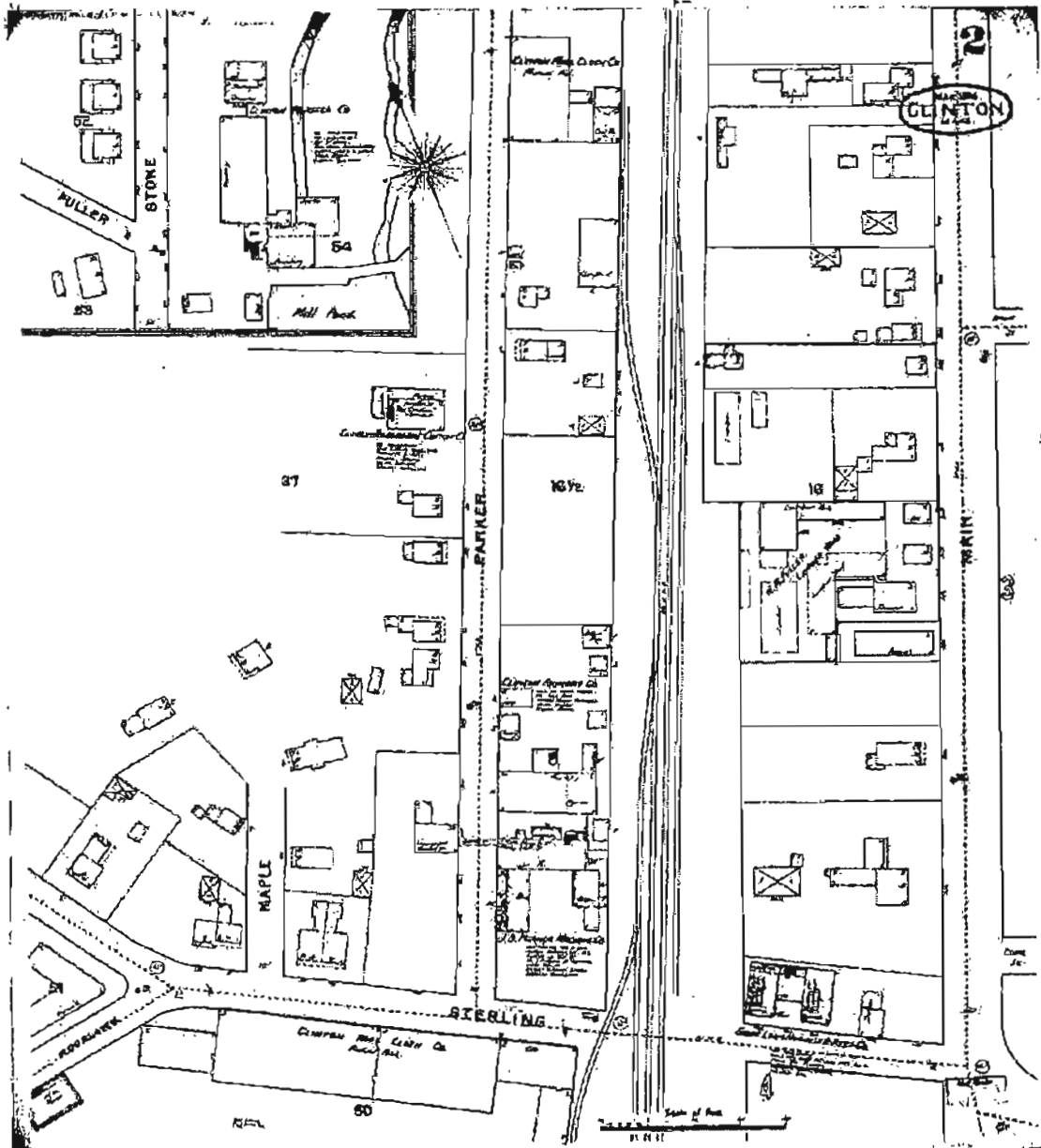
Acrobat Version 5

- Go to the menu bar
- Click the "Graphics Select Tool"
- Draw a box around the area selected
- Go to "Menu"
- Highlight "Edit"
- Highlight "Copy"
- Go to Word Processor such as Microsoft Word, paste and print.



Important Information about Email Delivery of Electronic Sanborn Map Images

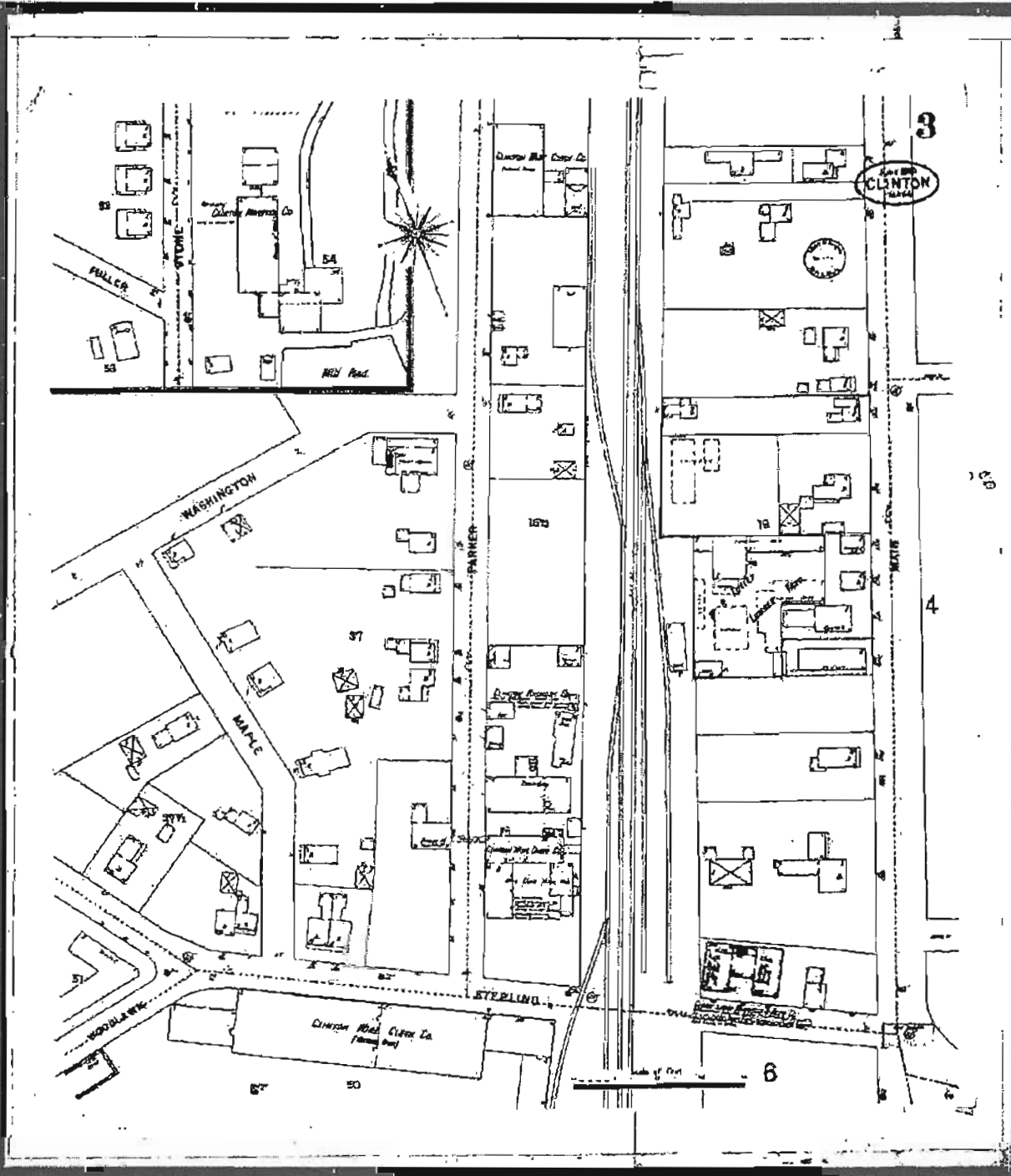
- Images are grouped into one file, up to 2MB.
- In cases where in excess of 6-7 map years are available, the file size typically exceeds 2MB. In these cases, you will receive multiple files, labeled as "1 of 3", "2 of 3", etc. including all available map years.
- Due to file size limitations, certain ISPs, including AOL, may occasionally delay or decline to deliver files. Please contact your ISP to identify their specific file size limitations.



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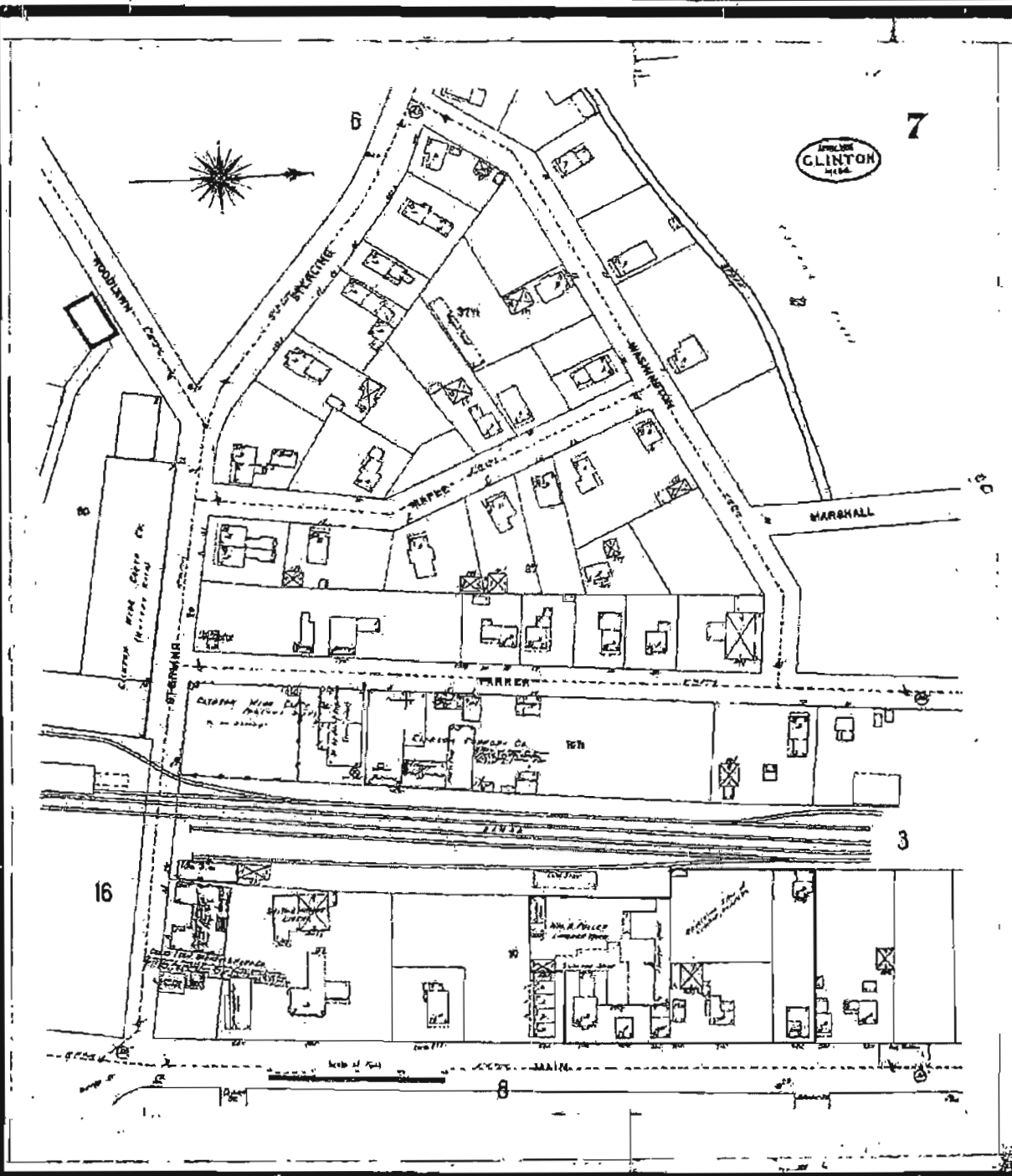


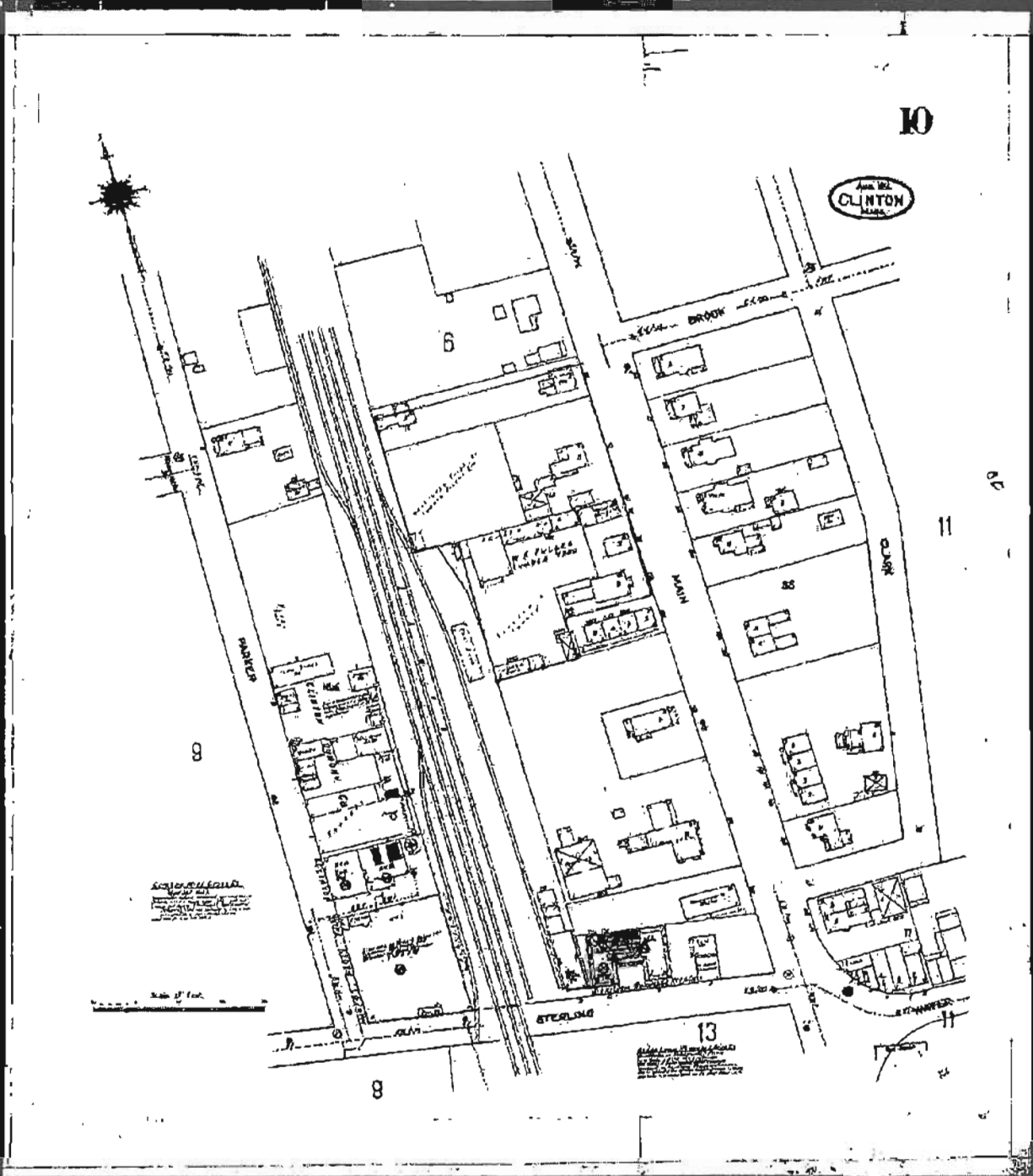


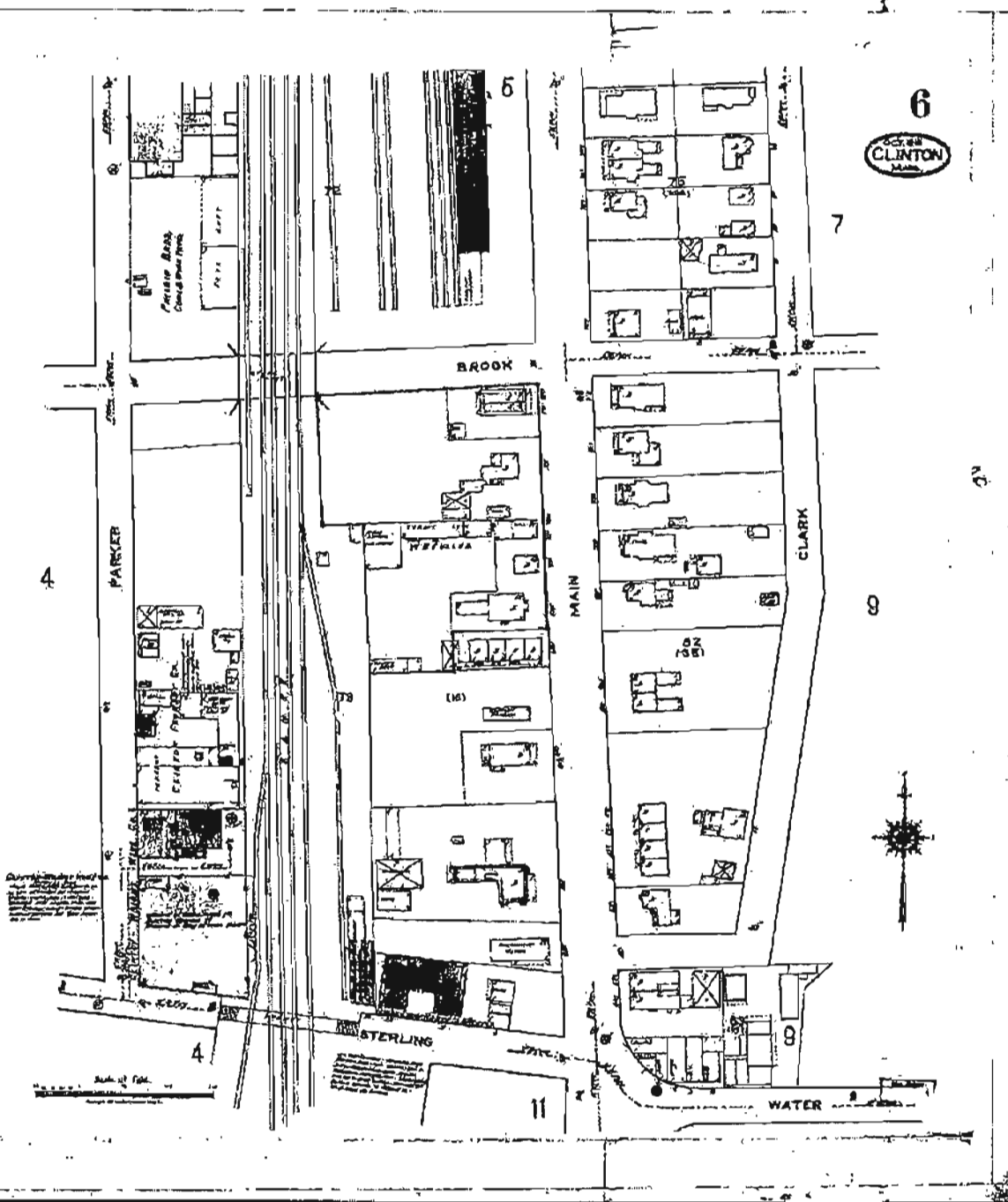
The Sanborn Library, LLC

Copyright 1994 The Sanborn Library, LLC
Year: 1904
Map: 1904
Scale: 1 inch = 100 feet

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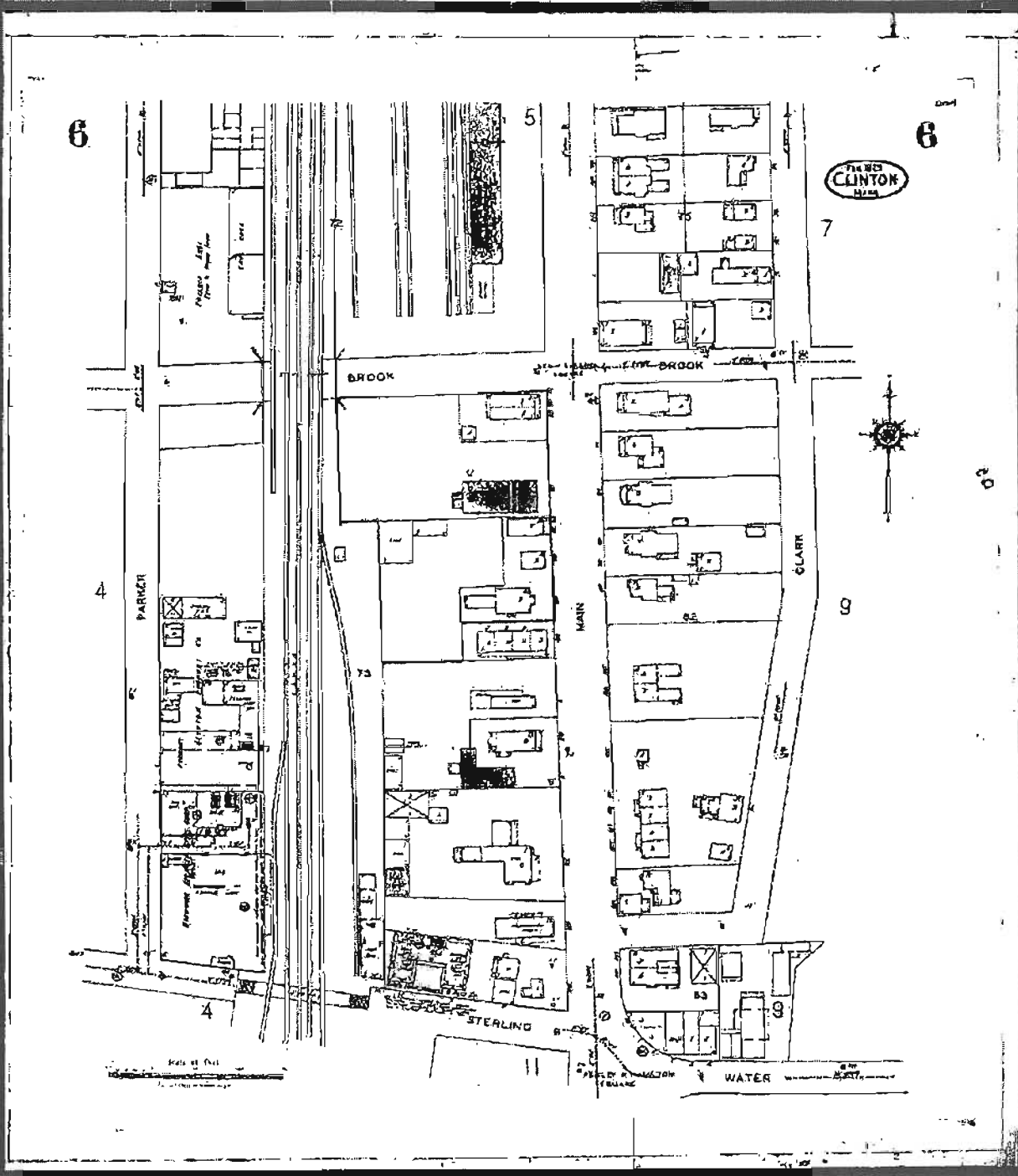




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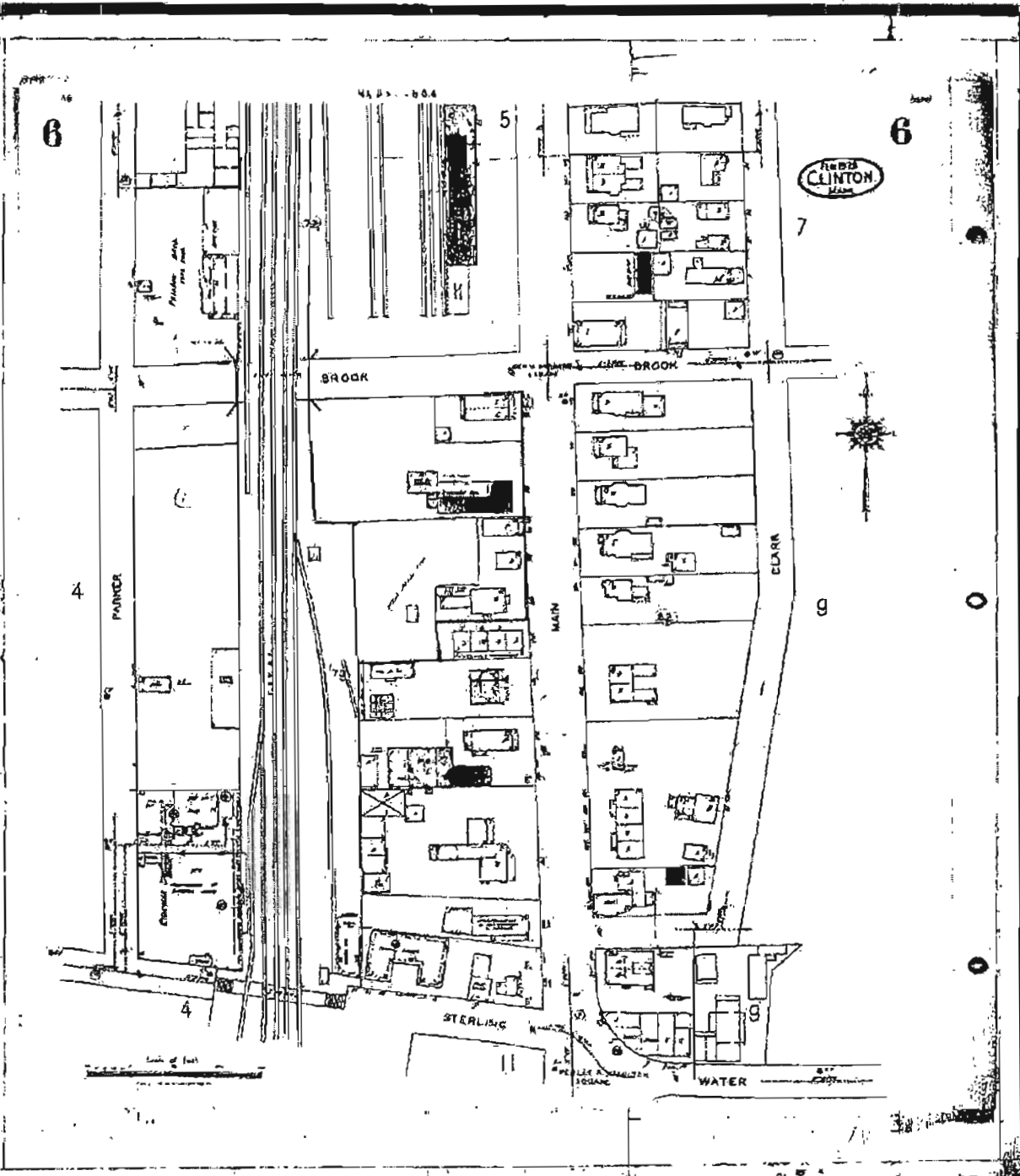
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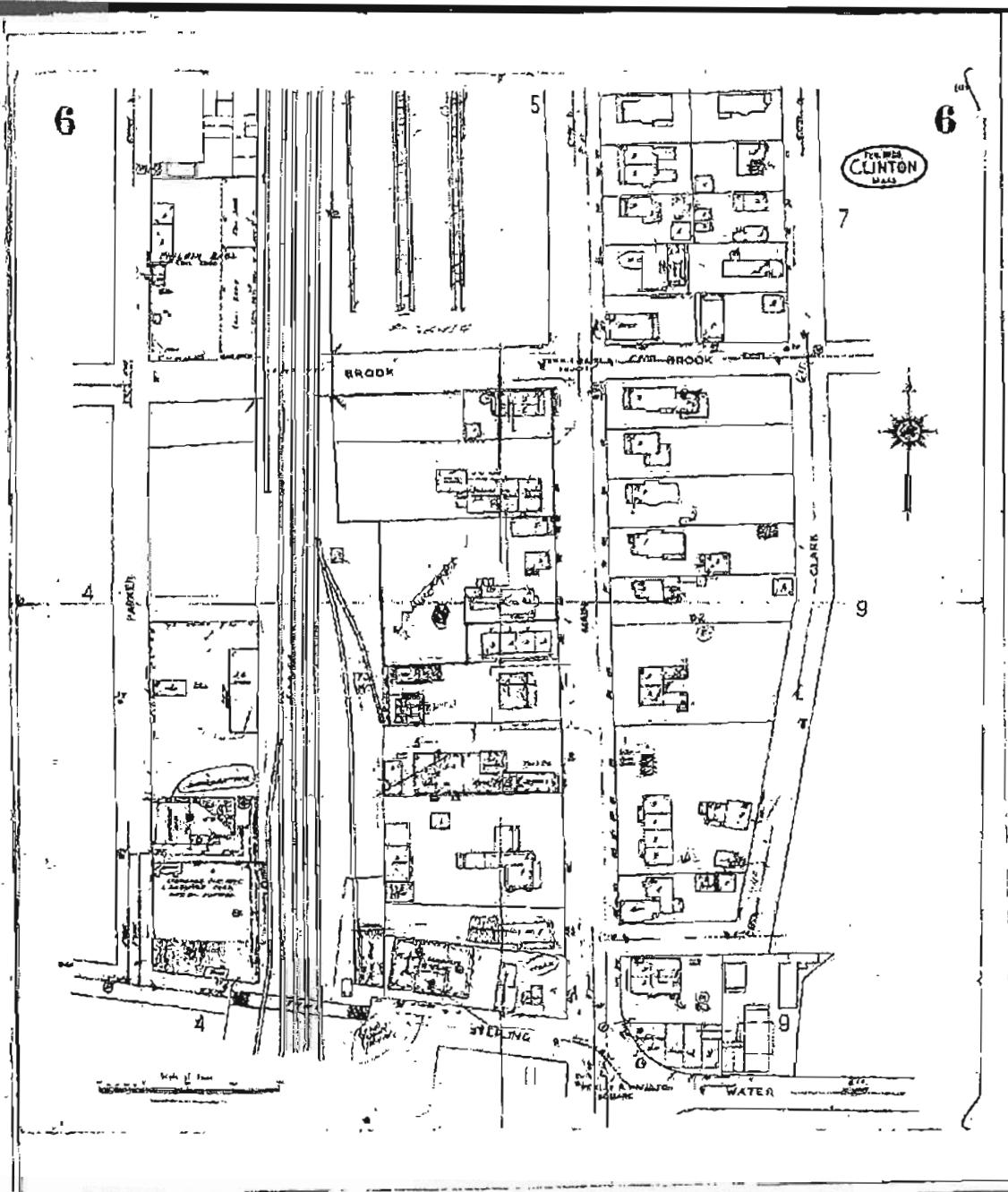
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EDR[®] Environmental
Data Resources Inc

**EDR Historical
Topographic Map
Report**

**Mobil Oil
720 Main Street
Clinton, MA 01510**

Inquiry Number: 1728618.4

August 04, 2006

**The Standard in
Environmental Risk
Management Information**

**440 Wheelers Farms Road
Milford, Connecticut 06461**

Nationwide Customer Service

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

EDR Historical Topographic Map Report

Environmental Data Resources, Inc.'s (EDR) Historical Topographic Map Report is designed to assist professionals in evaluating potential liability on a target property resulting from past activities. EDR's Historical Topographic Map Report includes a search of a collection of public and private color historical topographic maps, dating back to the early 1900's.

Thank you for your business.

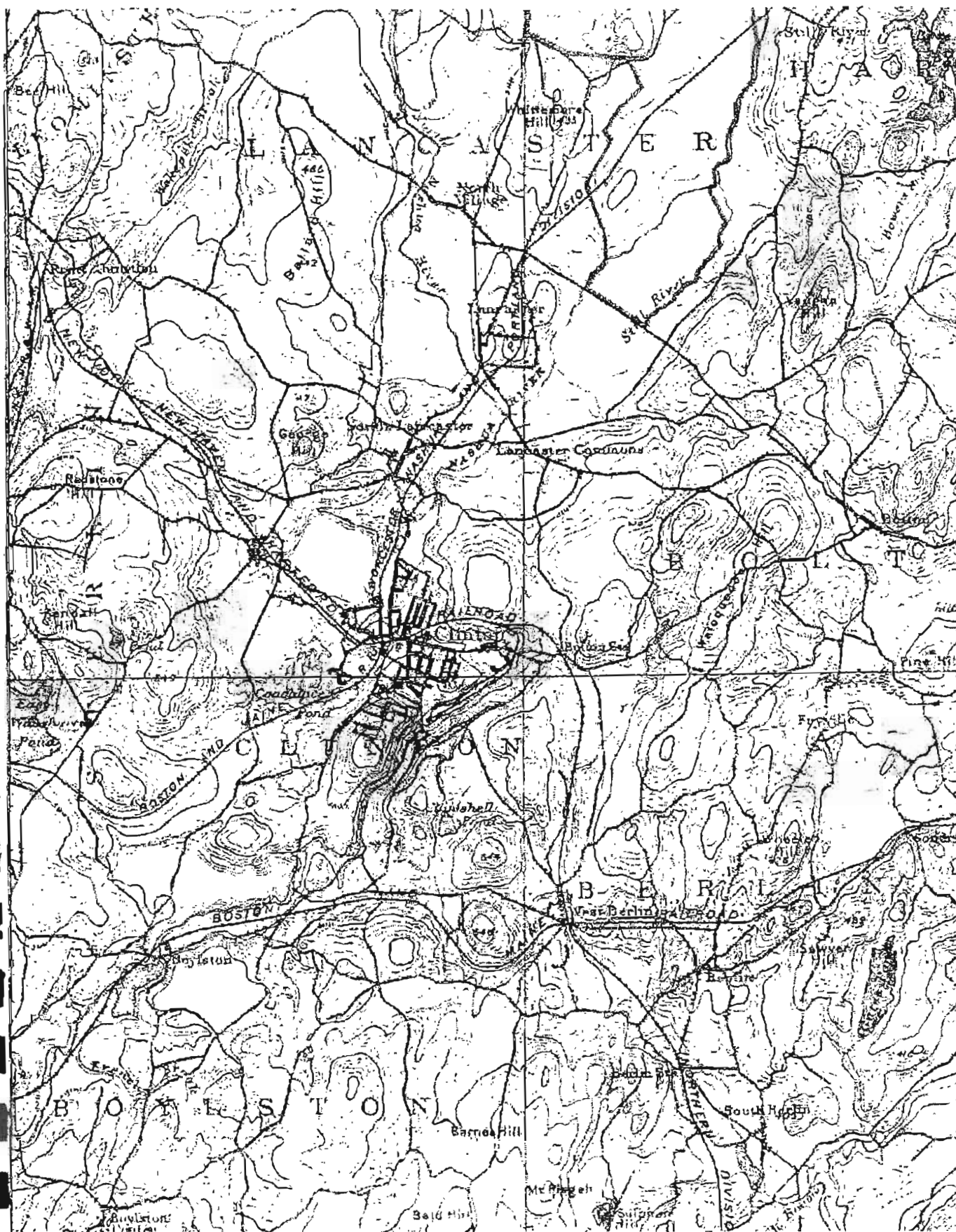
Please contact EDR at 1-800-352-0050
with any questions or comments.

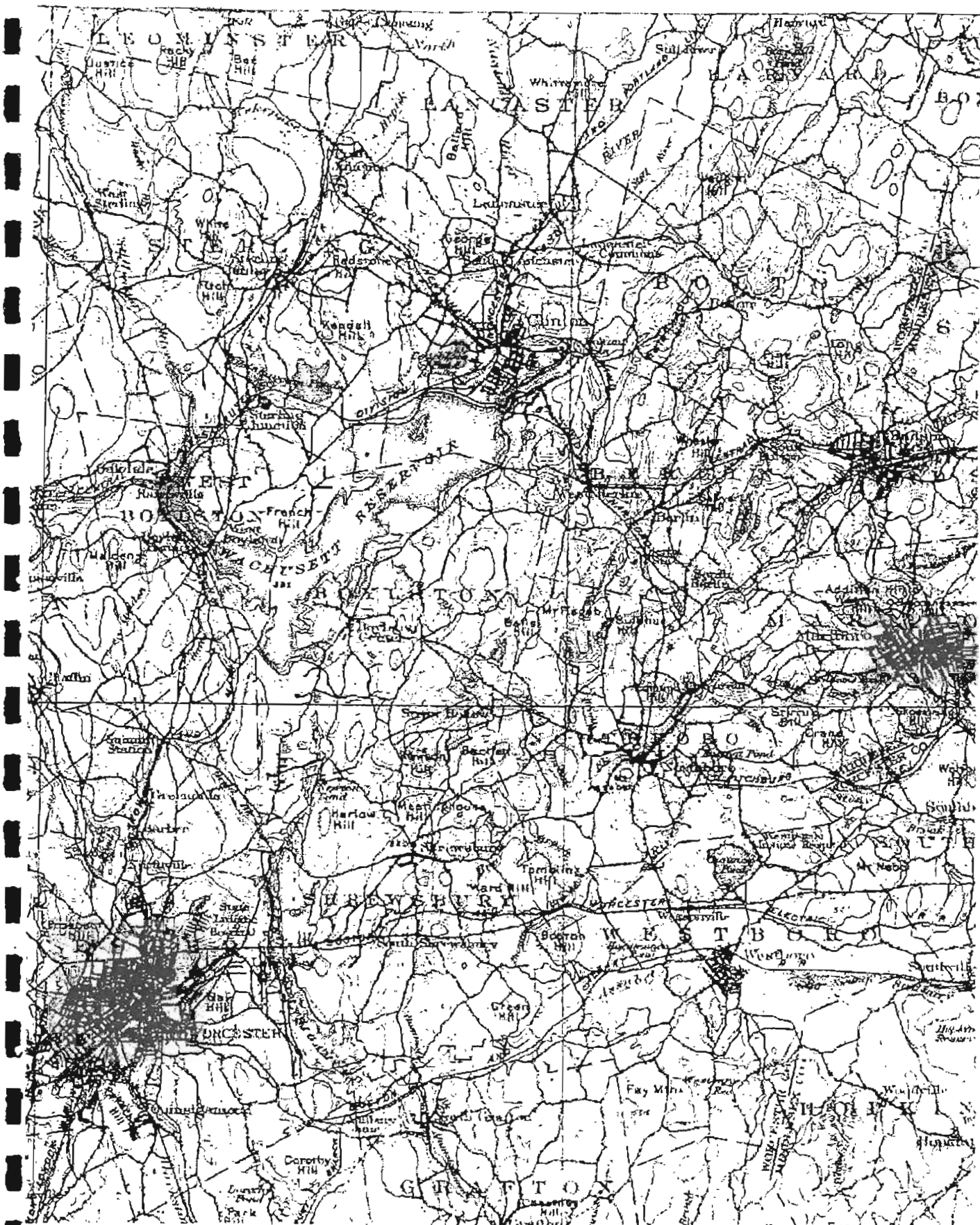
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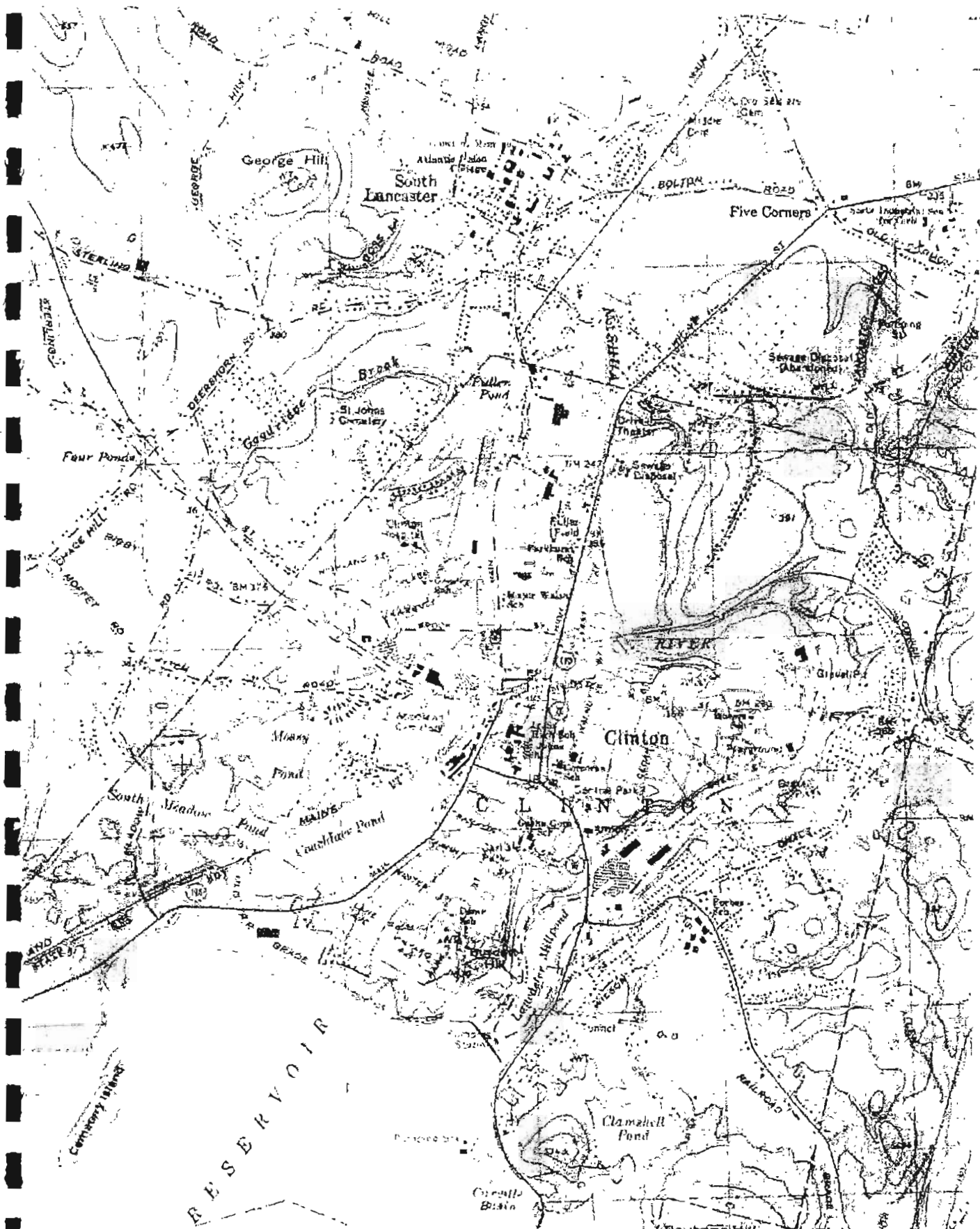
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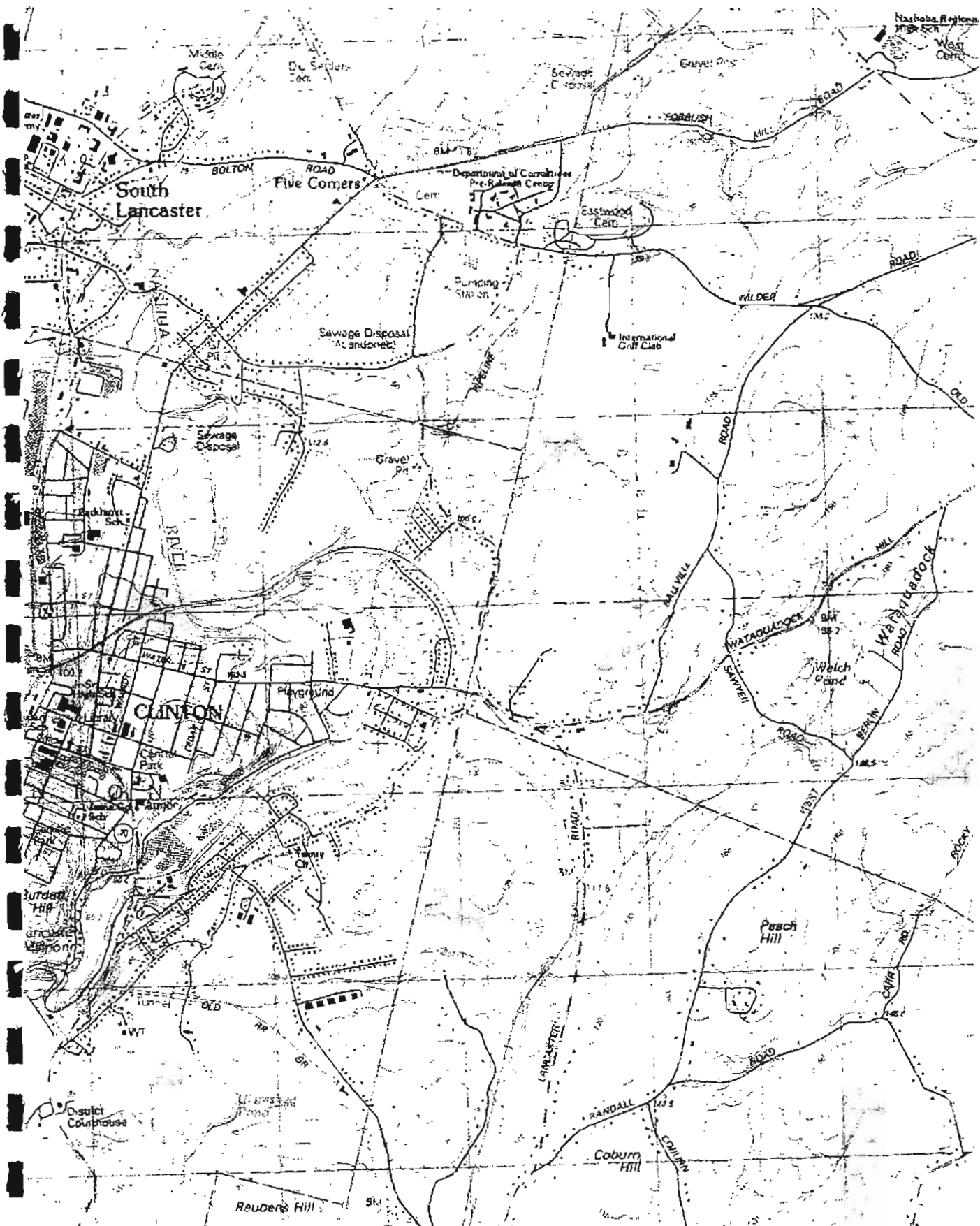














The Commonwealth of Massachusetts
Executive Office of Public Safety

Department of Fire Services - Office of the State Fire Marshal

P.O. Box 1025, State Road, New, MA 01775



Date: 06/06/05

C. 82 S.40 M.G.L.

APPLICATION FOR PERMIT

DIG SAFE NUMBER

START DATE:

To: Head of Fire Department: CLINTON

City / Town

In accordance with the provisions of Chapter 148, M.G.L. as provided in Section 10A application is hereby made by:

Name: E. OSTERMAN, INC.

(Full name of person, firm or corporation)

Address: P.O. BOX 722 STERLING, MA 01564

(Street or P.O. Box)

(City/Town)

(State)

(Zip Code)

For Permission to: INSTALL AND STORE 1,000 GALLONS OF LPG

State clearly the purpose for which the permit is requested: SALE OF PROPANE AT PUMPING STATION

Location: CARDILLO'S SERVICENTER - 712 MAIN STREET

Name of competent operator if applicable: DAVID F. PELLECCIA Certificate of Competency #: 042553302

Date Issued (X) Date Rejected (): 6-7-05

By: D. PARKER

Date of Expiration: 6-7-06

Fee Paid (X) Fee Due () Amount: 10.00

Applicant Signature: David F. Pelleccia

Fire Department Number: 27064
(If Applicable)



The Commonwealth of Massachusetts
Executive Office of Public Safety

Department of Fire Services - Office of the State Fire Marshal

P.O. Box 1025, State Road, New, MA 01775



Date: 6-7-05

C. 82 S.40 M.G.L.

PERMIT

DIG SAFE NUMBER

START DATE:

In accordance with the provisions of Chapter 148, M.G.L. as provided in Section 10A this permit is granted to:

Name: E OSTERMAN INC

(Full name of person, firm or corporation)

For Permission to: INSTALL AND STORE 1000 GAL LPG

State clearly the purpose for which the permit is granted: PROPANE PUMP STATION FOR RESALE TO PUBLIC

Restrictions: MUST COMPLY WITH ALL LOCAL - STATE AND FED LAWS

Location: CARDILLO'S SERVICE 712 MAIN ST

Fee Paid: \$70.00 CK 4926 This Permit Will Expire On: 6-7-06

Signature and Title of Official Granting Permit: [Signature] FIRE CAPTAIN

=(THIS PERMIT MUST BE CONSPICUOUSLY POSTED UPON THE PREMISES.)=



The Commonwealth of Massachusetts
DEPARTMENT OF PUBLIC SAFETY — DIVISION OF FIRE PREVENTION
1010 COMMONWEALTH AVENUE, BOSTON

3-11-02
(Date)

APPLICATION FOR PERMIT

To: HEAD OF FIRE DEPARTMENT
Clinton
City or Town

In accordance with the provisions of Chapter 148, G. L. as provided in Sec. 10-A
application is hereby made

State clearly
purpose for
which permit
is requested

for permission to store for use one cylinder of Acetylene
And one cylinder of oxygen for cutting welding

Restrictions: Must comply w all local, state, + federal rules
regulations + laws.

at 712 Main St at _____
(Give location by street and no., or describe in such a manner as to provide adequate identification of location)

Date issued—rejected 3-11-02 19

By R Hunt

Date of expiration 12-14-03 19 Fee \$ 10⁰⁰ Paid—Due

(Signature of applicant)



The Commonwealth of Massachusetts
DEPARTMENT OF PUBLIC SAFETY — DIVISION OF FIRE PREVENTION
1010 COMMONWEALTH AVENUE, BOSTON

3-11-02
(Date)

APPLICATION FOR PERMIT

To: HEAD OF FIRE DEPARTMENT
Clinton
City or Town

In accordance with the provisions of Chapter 148, G. L. as provided in Sec. 10-A
application is hereby made

State clearly
purpose for
which permit
is requested

for permission to store for resale up to 1000 gallons
of Liquid propane in above ground tank for
resale

Restrictions: Must comply w all local, state, + federal rules
regulations + laws.

at 712 Main St at _____
(Give location by street and no., or describe in such a manner as to provide adequate identification of location)

Date issued—rejected 3-11-02 19

By R Hunt

Date of expiration 12-14-03 19 Fee \$ 10⁰⁰ Paid—Due

(Signature of applicant)

(Address)



JANE SWIFT
GOVERNOR

JAMES P. JAJUGA
SECRETARY

The Commonwealth of Massachusetts
Department of Fire Services
Office of the State Fire Marshal

Post Office Box 1025
Stow, Massachusetts 01775
(978) 567-3300 Fax: (978) 567-3199



STEPHEN D. COAN
STATE FIRE MARSHAL

THOMAS P. LEONARD
DEPUTY STATE FIRE MARSHAL

NOTICE OF VIOLATION
M.G.L. Chap. 148: Fire Prevention
527 CMR: Board of Fire Prevention Regulations

Name: mobel Case#: _____
Address: [REDACTED] Telephone #: 978-345-9011
City/Town, Zip: Clinton, MA.
Attn: _____

Owner/Occupant:

DAVID CARD/10

On:

2/20/02

Compliance Officer

JOHN T. FLECK

from the State Fire Marshal's Office inspected your site/facility and found the following violation(s) of the above referenced laws and regulations:

Failure to maintain the fire suppression system 527 CMR 23 Forfeit
Failure to provide signs "No Smoking Near Air Conditioning" 2/25/02
per 527 CMR 5.085C

Failure to maintain leak detection system 527 CMR 9.0516 Forfeit
Failure to take corrective action to an alarm "
Failure to repair damaged vents Forfeit

ORDERS: Full service only until system is servicing, letters to Fire Dept.

When all the listed violation(s) have been corrected, notify the compliance officer above.
Failure to correct any violations may result in civil and/or criminal penalties.

Owner/Occupant Signature:

David Card

Date: _____

Compliance Officer Signature:

John T. Fleck

cc: Local Fire Dept.

6/21/71 09:13
6.5k

CLINTON FIRE DEPARTMENT
INCIDENT REPORT

PAGE: 1

date: 06/21/01 THURSDAY

org/1st

***** R OIL TANK REMOVAL
08:28 712 MAIN ST
0102168 OIC, TO WITNESS TANK REMOVAL
ID #: 29

***rcv*clr*
113 113
14
F15-F03

: CARDILLO'S MOBILE ST,

*** UNIT(S) ***
OIC CLI CAPT MCNAM

F15-F15

r> 08:28 d> 08:28 a> k> h> c> 08:47

*** COMMENTS ***

OIC CLI	08:28:27 CD-113-OIC, TO WITNESS TANK REMOVAL	F15-
OIC CLI	08:47:28 OIC CLEAR FROM CALL	F15-
OIC CLI	500 GALLON UST CONTAINING SOME OIL FUEL PRODUCT FOUND	F03-
OIC CLI	ABANDONED IN SITE ASSESSMENT, A. GOVONI BACKHOE SERVICES	F03-
OIC CLI	CONTRACTED TO REMOVE TANK, CLEAN HARBORS CONTRACTED TO	F03-
OIC CLI	REMOVE PRODUCT FROM TANK BEFORE REMOVAL. WHEN TANK WAS	F03-
OIC CLI	BEING PULLED BY BACKHOE TANK LISTED TO THE LEFT FRONT SIDE	F03-
OIC CLI	OF PIT CAUSING CONTAMINATED RAINWATER IN TANK TO SPILL OUT	F03-
OIC CLI	INTO EXCAVATION (APPROXIMATELY 20-30 GALLONS). CONTAMINATED	F03-
OIC CLI	SOIL PUT INTO 55 GALLON DRUMS, BACKHOE CONTINUED TO EXCAVATE	F03-
OIC CLI	AND SOIL DID NOT APPEAR TO BE CONTAMINATED ANY FURTHER.	F03-
OIC CLI	CHRISTOPHER ARGUE (HYDROGEOLOGIST) FROM VANASSE HANGEN	F03-
OIC CLI	BRUSTLIN, INC. ON SITE FOR SOIL ASSESSMENT. ALLOWED GOVONI	F03-
OIC CLI	TO BACKFILL ONCE SOIL SAMPLES WERE SATISFIED FROM BACK AND	F03-
OIC CLI	SIDES OF EXCAVATION.	F03-

F.O.

DUCHARME & WHEELER, INC.

CONSULTING ENGINEERS & LAND SURVEYORS

1092 Main Street, P.O. Box 428 Bolton, MA 01740

Phone: 978-779-6091 Fax: 978-779-0260

File 2959-E

December 5, 1998

Mr. James V. Cardillo
Cardillo's Service Center, Inc.
712 Main Street
Clinton, MA 01510

RE: **Underground Storage Tank Closure Report**
Cardillo's Service Center
712 Main Street
Clinton, Massachusetts

Dear Mr. Cardillo:

This letter report, pertaining to the removal of one underground storage tank (UST) system under the supervision of Ducharme & Wheeler, Inc. (Ducharme & Wheeler) is submitted to you for your records. One 500-gallon waste oil UST was removed from the Cardillo Service Center property located at 712 Main Street in Clinton, Massachusetts (the "site"). This report summarizes actions taken and environmental conditions encountered during tank removal activities.

UST REMOVAL ACTIVITIES

On November 19, 1998, one 500-gallon UST was removed from the site by A. Govoni Backhoe Service (Govoni). Ducharme & Wheeler conducted environmental oversight and soil testing for the tank removal.

A permit was obtained from the Town of Clinton for removal of the tank and is included in Attachment 1 of this report. Digsafe was contacted for utility clearance and number 984407954 was assigned to this tank removal activity.

During tank removal activities, Mr. Philip Wheeler was on-site for Ducharme & Wheeler, and Mr. Andrew Govoni was the on-site foreman for Govoni. The single-walled steel waste oil UST was located adjacent to the southern side of the service station facility. For a depiction of the site, please refer to the photographs provided in Attachment 3, and the UST and Soil Sample Plan provided in Attachment 4.

On November 19, 1998, Govoni transferred approximately 25 gallons of waste oil from the UST to a 55-gallon DOT drum for temporary storage on the site pending future disposal. The Uniform Hazardous Waste Manifest will be forwarded to Cardillo's Service Center upon receipt from the disposal facility.

On November 19, 1998, Govoni excavated and removed the 500-gallon single-walled steel waste oil UST. The waste oil tank was buried approximately 3.0 feet below the ground surface, and was removed with a backhoe. The tank was found to be in fair condition with rust, slight pitting and no holes or perforations. The tank measured 48-inches in diameter by 5 feet in length.

During UST removal activities, minor petroleum odors and staining were observed in soil immediately surrounding the fill pipe. At the completion of tank removal activities, the excavation was approximately 8 feet in width by 10 feet in length, and approximately 8 feet in depth. Groundwater was not encountered in the excavation to a maximum depth of approximately 8 feet.

During tank removal activities, samples were collected by Ducharme & Wheeler and screened for the presence of volatile compounds using a photoionization detector (PID). The instrument was calibrated to a benzene standard for the measurement of volatile vapors on a part-per-million by volume (ppmv) basis. The screening was performed in accordance with Ducharme & Wheeler's Headspace Screening Protocol, a copy of which is provided in Attachment 6. Headspace gas concentrations detected from soil samples collected during tank removal activities were all less than 1.0 ppmv. Headspace screening results from soil samples collected from the base and sidewalls of excavation, following tank removal, are contained in Table 1.

REGULATORY ACTIVITIES

The Clinton Fire Department was notified of tank removal activities, and Chief Hart was present during removal of the UST. Chief Hart was verbally informed by Ducharme & Wheeler that there was no reportable release condition associated with this UST removal.

SOIL SAMPLING AND ANALYSIS

Following UST removal, one soil sample (WO BOT-1) was collected from the base of the tank excavation. The sample collected from the bottom of the tank excavation was submitted to Con-Test Analytical Laboratory for laboratory analysis of volatile organic compounds (VOC) by U.S. Environmental Protection Agency (EPA) Method 8260, total petroleum hydrocarbons (TPH) by EPA Method 8100 Modified, and polynuclear aromatic hydrocarbons (PAH) by EPA Method 8270.

TPH concentrations were below laboratory detection limits in soil sample WO BOT-1, and VOC and PAH concentrations were not detected in the sample. The laboratory detection limit (8.3 milligrams per kilogram) of TPH in this soil sample is below the Reportable Concentration (RC) for Soil Category S-1 (RCS-1). Reportable Concentration RCS-1 was selected in accordance with the Massachusetts Contingency Plan (MCP) 310 CMR 40.0000, Section 40.0361.

Analytical results are summarized in Table 2, and a copy of the laboratory analytical report is provided in Attachment 5.

DISPOSITION OF TANK AND SOIL

The single-walled steel waste oil UST was delivered to John C. Tombarello & Sons, Inc. located at 207 Marston Street in Lawrence, Massachusetts for reclamation. Records confirming receipt of the tank by the reclamation facility are provided in Attachment 2.

The UST excavation was backfilled with previously excavated soil and additional bankrun gravel brought to the Site by Govoni. Backfilled material was compacted with the bucket of the backhoe.

CONCLUSIONS

Based on field observations, soil headspace screening results, and laboratory analytical data, there has not been a release of petroleum hydrocarbons to soil in the vicinity of the former waste oil tank system. The following information was obtained during tank removal activities:

- Following removal of the waste oil UST, a closure soil sample was obtained from the base of the excavation. Laboratory analytical results indicate that soils remaining within the UST excavation do not contain detectable concentrations of oil and hazardous materials.
- Any concentrations of OHM remaining in soil within the former UST excavation do not require notification to the Massachusetts Department of Environmental Protection (MA DEP).
- Groundwater was not encountered during the excavation for the waste oil UST to a maximum depth of 8 feet.

RECOMMENDATIONS

Based on field observations made during removal of the UST system, and laboratory analytical data, Ducharme & Wheeler recommends no further environmental investigation or assessment related to the removal of the former waste oil tank system.

Should you have any questions, or require additional information, please don't hesitate to call the undersigned at (978) 779-6091.

Very truly yours,

DUCHARME & WHEELER, INC.



Philip J. Wheeler, P.E.
Principal

Tables

Table 1 - Summary of Soil Screening Results

Table 2 - Summary of Soil Analytical Results

Attachments

1. UST Removal Permit
2. Tank Yard Receipt Verification Documents
3. Project Photographs
4. UST and Soil Sample Location Plan
5. Laboratory Analytical Report
6. Ducharme & Wheeler's Headspace Field Screening Protocol

TABLE 1
500-Gallon Waste Oil UST Excavation - Summary of Soil Screening Results
Cardillo's Service Center, 712 Main Street, Clinton, Massachusetts

Sampling Date: November 19, 1998

Sample ID	Depth (Feet)	PID (ppmv)	Description
WO BOT-1	8'	<1.0	Base of UST excavation
SIDE-1	5'	<1.0	Northern sidewall of excavation
SIDE-2	5'	<1.0	Western sidewall of excavation
SIDE-3	5'	<1.0	Southern sidewall of excavation
SIDE-4	5'	<1.0	Eastern sidewall of excavation

ppmv Parts-Per-Million on a Volume-per-Volume Basis to a Benzene Standard

BOT Bottom of Excavation Soil Sample
UST Underground Storage Tank
PID Photoionization Detector

TABLE 2
500-Gallon Waste Oil UST Excavation - Summary of Soil Analytical Results
Cardillo's Service Center, 712 Main Street, Clinton, Massachusetts

Sampling Date: November 19, 1998

Analytical Method	Sample ID WO BOT-1	RCS-1
VOC by 8260	ND	*
PAH by 8270	ND	*
TPH by 8100 Modified	BDL	200

All results in milligrams/kilogram (mg/kg)

BOT	Bottom of Tank Excavation
ND	Not Detected
BDL	Below Detection Limits (8.3 mg/kg)
*	Multiple Analytes - None Listed Due to Non-Detectable Concentrations

DUCHARME & WHEELER, INC.

1092 Main Street, P.O. Box 428 Bolton, MA 01740

JOB CARDILLO'S SERVICE CENTER

SHEET NO. 1 OF 1

CALCULATED BY RJW DATE 12/5/88

CHECKED BY _____ DATE _____

SCALE 1"=20'

APPROXIMATE LOCATION
OF 500-GALLON WASTE
OIL RST (48" x 5'0")

W/O BOT-1

SIDE-3

SIDE-2

CARDILLO'S
SERVICE
CENTER

SIDE-1

SIDE-4

RID SUMMARY

SAMPLE	DEPTH	RID
BOT-1	8'	41.0
SIDE-1	5'	41.0
SIDE-2	5'	41.0
SIDE-3	5'	41.0
SIDE-4	5'	41.0

MAIN STREET



WILLIAM F. WELD
GOVERNOR

KATHLEEN M. O'TOOLE
SECRETARY

The Commonwealth of Massachusetts
Department of Public Safety
Office of the State Fire Marshal
Underground Storage Tank Program
1010 Commonwealth Avenue
Boston, Massachusetts 02215



STEPHEN D. COAN
STATE FIRE MARSHAL

THOMAS P. LEONARD
DEPUTY STATE FIRE MARSHAL

TELEPHONE (617) 351-6010
FACSIMILE (617) 351-6015

NOTICE OF VIOLATION

Case 96-6213

Board of Fire Prevention Regulations
M.G.L. Chap. 148 and/or 527 C.M.R.

Facility Name CARDILLO'S SERVICE CENTER FID#: 15493
Facility Address 712 MAIN ST. Telephone #: 508-365-9611
City/Town, Zip CLINTON
Attn: JIM CARDILLO

Dear Owner/Operator,

On, 6/3/96, UST compliance officer GEORGE NICE
from the State Fire Marshal's office inspected your site/facility and found the following violation(s) of
the above referenced laws and regulations:

- | | Correct by date: | Corrected |
|--|------------------|-----------|
| 1. <u>REPAIR VALVES ON SPILL CONTAINMENT NEED TO BE REPAIRED</u> | <u>6/15/96</u> | |
| 2. <u>REPAIR VALVES ON SPILL CONTAINMENT NEED TO BE</u> | | |
| 3. <u>REPAIRED.</u> | | |
| 4. _____ | | |
| 5. _____ | | |

When all the listed violation(s) have been corrected place a check mark in the box adjacent to each.
Fold the form in half with the addressed side showing, staple or tape closed and mail.

You must correct the violations listed above by the date agreed to. Failure to do so may result in the
loss of your permit to maintain a flammables storage facility or more serious civil and/or criminal
penalties.

Owner/Operator Signature: [Signature] Date: 6-3-96

Signature, Compliance Officer: [Signature]

cc: Local Fire Dept.

Attn: CHIEF HARR



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC SAFETY—DIVISION OF FIRE PREVENTION

Clinton 3-8 1993
(City or Town) (Date)

APPLICATION FOR LICENSE

For the lawful use of the herein described building... or other structure..., application is hereby made in accordance with the provisions of Chapter 148 of the General Laws, for a license to use the land on which such building... or other structure... is/are or is/are to be situated, and only to such extent as shown on plot plan which is filed with and made a part of this application.

Location of land 712 Main Nearest cross street Brook
(Street & Number)
Owner of land James V. Cardillo Address 712 Main St. Clinton MA 01510
Number of buildings or other structures to which this application applies 1
Occupancy or use of such buildings Service Station
Total capacity of tanks in gallons: Aboveground LP 1000 Underground 1000 800 600 500 300
Kind of fluid to be stored in tanks Gasoline Propane Fuel oil Drain oil

Approved—Disapproved 3-8 1993 James V. Cardillo
(Signature of Applicant)
Richard J. Hunt 712 Main St. Clinton MA 01510
(Head of Fire Dept.) (Address)



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC SAFETY—DIVISION OF FIRE PREVENTION

Clinton 3-8 1993
(City or Town) (Date)

LICENSE

In accordance with the provisions of Chapter 148 of the General Laws, a license is hereby granted to use the land herein described for the lawful use of the building... or other structure... which is/are or is/are to be situated thereon, and as described on the plot plan filed with the application for this license.

Location of land 712 Main Nearest cross street Brook
(Street & Number)
Owner of land James V. Cardillo Address 712 Main St. Clinton MA 01510
Number of buildings or other structures to which this license applies 1
Occupancy or use of such buildings Service Station
Total capacity of tanks in gallons: Aboveground LP 1000 Underground 1000 800 600 500 300
Kind of fluid to be stored in tanks Gasoline Propane Fuel oil Drain oil
Restrictions—If any: Must comply with all Federal, State & Local Codes & Laws

Richard J. Hunt
(Signature of Licensing Authority)

CURRENT OWNER		TOPOGRAPHY		UTILITIES		STREET ROAD		LOCATION		CURRENT ASSESSMENT		311 CLINTON, MA	
TOMOLO JAMES		1 Level		1 All Public		1 Paved		1 Urban		Code Appraised Value Adjusted Value		1110 148,700 148,700 1110 77,400 77,400 1110 1,600 1,600	
3 TERENCE AVE													
CLINTON, MA 01510													
Additional Owners:													
Other ID:													
PRECINCT													
VERIFY													
NOTES													
NOTES													
GTS ID:													
ASSOC PID#													
22961377													
RECORD OF OWNERSHIP													
FOMOLO JAMES													
Total												227,700	
PREVIOUS ASSESSMENTS HISTORY													
Yr. Code		Assessed Value		Yr. Code		Assessed Value		Yr. Code		Assessed Value		Yr. Code	
2006 1110		148,700		2006 1110		148,700		2005 1110		148,700		2005 1110	
2006 1110		77,400		2006 1110		77,400		2005 1110		77,400		2005 1110	
2006 1110		1,600		2006 1110		1,600		2005 1110		1,600		2005 1110	
Total		227,700		Total		227,700		Total		227,700		Total	
178,200													

This signature acknowledges a visit by a Data Collector or Assessor

EXEMPTIONS		OTHER ASSESSMENTS		TOTAL	
Year	Type Description	Amount	Code Description	Amount	Comm. Int.
Total					
148,700					
0					
1,600					
77,400					
0					
227,700					
C					
0					
227,700					

Appraised Bldg. Value (Card)
Appraised XF (B) Value (Bldg)
Appraised OB (L) Value (Bldg)
Appraised Land Value (Bldg)
Special Land Value
Total Appraised Parcel Value
Valuation Method:
Adjustment:
Net Total Appraised Parcel Value

BUILDING PERMIT RECORD		VISIT CHANGE HISTORY	
Permit ID	Issue Date	Type	Purpose/Result
RM	7/23/1996	RM	02 Measure+2 Visit- Info Card
RM	7/23/1996	RM	02 Measure+2 Visit- Info Card

LAND LINE VALUATION SECTION																			
8	Lot #	Use Description	Zone	D	Frontage	Depth	Units	Unit Price	Factor	S.A.	Area Disc	C. Factor	ST. Adj.	Notes Adj	Special Pricing	Adj. Unit Price	Land Value		
1	1110	AFT 4-TUNT MDL-01	IND				5,750 SF	12.88	0.93	4	1.0000	1.10	0.80	USE/LOC		13.46	77,400		
Total Card Land Units:													5,750 SF	Parcel Total Land Area: 5,750 SF		Total Land Value:			77,400

Property Location: 696 MAIN ST
Vision ID: 1777

Account #

MAP ID: 79/3318/11

Blkg #: 1 of 1

Sec #: 1 of 1

Card 1 of 1

State Use: 1110
Print Date: 01/09/2007 11:14

CONSTRUCTION DETAIL (CONTINUED)

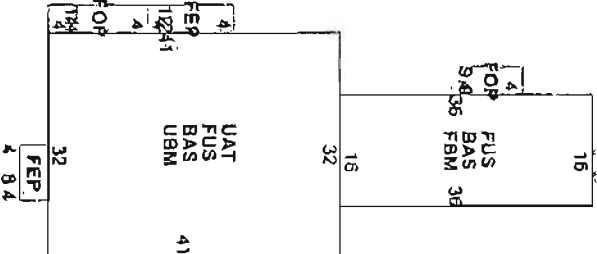
Element	CL	Ch. Description	Element	CL	Ch. Description
Style	01	Family Conver.			
Model	03	Reddenhall			
Grade	02	Average			
Stories	02	2 Stories			
Occupancy	04	Stucco/Masonry			
Exterior Wall 1	17				
Exterior Wall 2	03	Cable/Tile			
Roof Structure	03	Asph/F/Gls/Cmp			
Roof Cover	03	Plastered			
Interior Wall 1	05	Drywall/Sheet			
Interior Wall 2	12	Hardwood			
Interior Flr 1	14	Carpet			
Interior Flr 2	02	Oil			
Heat Fuel	06	Steam			
Heat Type	01	None			
AC Type	07	7 Bedrooms			
Total Bedrooms	07				
Total Baths	01				
Total Half Baths	01				
Total Xtra Fixts	01				
Total Rooms	13	13 Rooms			
Bath Style	02	Average			
Kitchen Style	02	Modern			

OF OTHER BUILDING & HARDWARE, SEE BUILDING EXTRA FEATURES(B)

Code	Description	Sub. Sub. Description	Unit Price	Code	Qty	Unit	Ext. Price
ICR3	CARAGE-POK		240	13.00	1996	0	1,600

BUILDING SUB AREA SUMMARY SECTION

Code	Description	Living Area	Gross Area	Eff. Area	Unit Cost	Underspr. Value
BAS	First Floor	1,888	1,888	1,888	115.34	217,762
POB1	Masculine, Finished	0	576	202	40.45	22,599
FEF	Porch, Enclosed, Finished	4	80	56	80.74	6,459
POF	Porch, Open, Finished	0	92	18	22.57	2,076
FUS	Upper Story, Finished	1,383	1,688	1,383	115.34	217,762
UAT	Attic, Unfinished	0	1,312	131	11.52	15,110
UBM	Masculine, Unfinished	0	1,312	262	23.03	30,219
71. Gross Living Area		3,776	7,148	4,445		512,686



Property Location: 700 MAIN ST
Vision ID: 1750

Account #

MAP ID: 791 1292111

Blldg #:

Blldg Name:

Sec #: 1 of 1 Card 1 of 1

State Use: 1016
Print Date: 01/09/2007 11:14

CONSTRUCTION DETAIL

CONSTRUCTION DETAIL (CONTINUED)

CONSTRUCTION DETAIL (CONTINUED)

Element	CL	Ch	Description	CL	Ch	Description
---------	----	----	-------------	----	----	-------------

Style	01	01	Residential			
-------	----	----	-------------	--	--	--

Model	02	02	Below Average			
-------	----	----	---------------	--	--	--

Stories	1	1	2 Stories			
---------	---	---	-----------	--	--	--

Occupancy	18	18	Asphalt			
-----------	----	----	---------	--	--	--

Exterior Wall 1	03	03	Gable/Tile			
-----------------	----	----	------------	--	--	--

Roof Structure	03	03	Asph/F Gbl Comp			
----------------	----	----	-----------------	--	--	--

Roof Cover	03	03	Plastered			
------------	----	----	-----------	--	--	--

Exterior Wall 2	03	03	Plastered			
-----------------	----	----	-----------	--	--	--

Interior Wall 1	03	03	Plastered			
-----------------	----	----	-----------	--	--	--

Interior Wall 2	03	03	Plastered			
-----------------	----	----	-----------	--	--	--

Interior Flr 1	03	03	Hardwood			
----------------	----	----	----------	--	--	--

Interior Flr 2	03	03	Vinyl/Asphalt			
----------------	----	----	---------------	--	--	--

Heat Fuel	06	06	Oil			
-----------	----	----	-----	--	--	--

Heat Type	06	06	Steam			
-----------	----	----	-------	--	--	--

AC Type	01	01	None			
---------	----	----	------	--	--	--

Total Bedrooms	03	03	3 Bedrooms			
----------------	----	----	------------	--	--	--

Total Bathrooms	01	01	1 Bathrooms			
-----------------	----	----	-------------	--	--	--

Total Half Baths	01	01	1 Half Baths			
------------------	----	----	--------------	--	--	--

Total Xtra Fixtur	01	01	1 Xtra Fixtur			
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Total Rooms	06	06	6 Rooms			
-------------	----	----	---------	--	--	--

Bath Style	02	02	Average			
------------	----	----	---------	--	--	--

Kitchen Style	03	03	Modern			
---------------	----	----	--------	--	--	--

Overall % Cond			36			
----------------	--	--	----	--	--	--

Apprais Val			44,600			
-------------	--	--	--------	--	--	--

Dpp Ovr Comment						
-----------------	--	--	--	--	--	--

Misc Imp Ovr						
--------------	--	--	--	--	--	--

Misc Imp Ovr Comment						
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Cost to Cure Ovr						
------------------	--	--	--	--	--	--

Cost to Cure Ovr Comment						
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Overall % Cond			36			
----------------	--	--	----	--	--	--

Apprais Val			44,600			
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Dpp Ovr Comment						
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Misc Imp Ovr						
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Misc Imp Ovr Comment						
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Cost to Cure Ovr						
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Cost to Cure Ovr Comment						
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Overall % Cond			36			
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Apprais Val			44,600			
-------------	--	--	--------	--	--	--

Dpp Ovr Comment						
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Misc Imp Ovr						
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Misc Imp Ovr Comment						
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Cost to Cure Ovr						
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Cost to Cure Ovr Comment						
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Overall % Cond			36			
----------------	--	--	----	--	--	--

Apprais Val			44,600			
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Dpp Ovr Comment						
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Misc Imp Ovr						
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Misc Imp Ovr Comment						
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Cost to Cure Ovr						
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Cost to Cure Ovr Comment						
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Overall % Cond			36			
----------------	--	--	----	--	--	--

Apprais Val			44,600			
-------------	--	--	--------	--	--	--

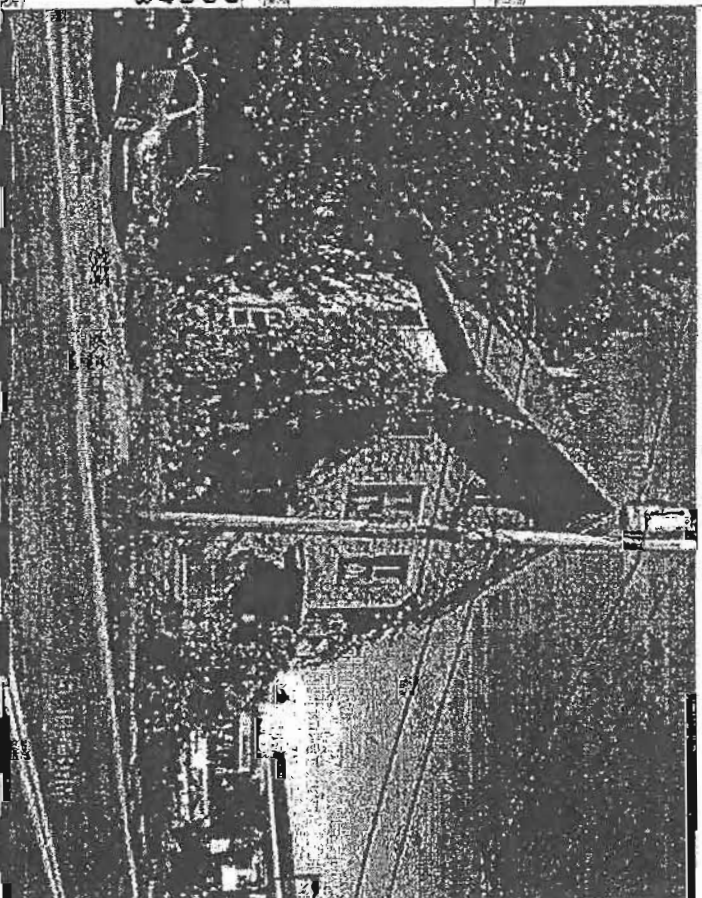
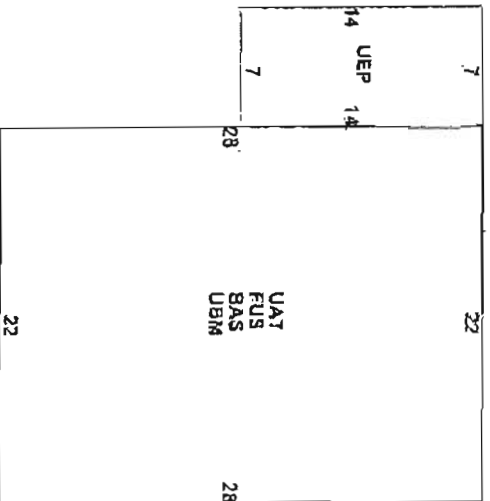
Dpp Ovr Comment						
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Misc Imp Ovr						
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Misc Imp Ovr Comment						
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Cost to Cure Ovr						
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Cost to Cure Ovr Comment						
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CLINTON, MA 01510
Additional Owners:
PHILBIN BROS TRUST
PHILBIN ANN B
PHILBIN RAMBY L ET AL
PHILBIN JOHN W
TOMOLO JAMES

311
CLINTON, MA
VISION

RECORD OF OWNERSHIP										PREVIOUS ASSESSMENTS HISTORY									
PROPERTY ADDRESS					SALE PRICE					Assessed Value					Assessed Value				
Year	Type	Description	Number	Amount	Year	Type	Description	Number	Amount	Year	Type	Description	Number	Amount	Year	Type	Description	Number	Amount
39410/ 218	U	07/20/2006	1	80,000	52,300	4410	52,300	4410	47,990	52,300	4410	52,300	4410	47,990	52,300	4410	52,300	4410	47,990
PHILBIN JOHN W	U	07/20/2006	1	100	1F	100				52,300	4410	52,300	4410	47,990	52,300	4410	52,300	4410	47,990
PHILBIN RANBY L ET AL.	U	01/05/1979	1	6652/ 183	100	1F	100			52,300	4410	52,300	4410	47,990	52,300	4410	52,300	4410	47,990
PHILBIN ANN B	U	01/04/1979	1	6652/ 183	100	1F	100			52,300	4410	52,300	4410	47,990	52,300	4410	52,300	4410	47,990
PHILBIN BROS TRUST	U	0000/ 00	1	0000/ 00	100	1F	100			52,300	4410	52,300	4410	47,990	52,300	4410	52,300	4410	47,990
Total:					Total:					Total:					Total:				

State Use: 4410

Print Date: 01/09/2007 11:19

CONSTRUCTION DETAILS CONTINUED																																																			
Element	Cd	Ch	Description																																																
Model	00	Vacant																																																	
<table><tr><th>Code</th><th>Description</th><th>Percentage</th></tr><tr><td>4410</td><td>BND LD PO</td><td>100</td></tr></table>				Code	Description	Percentage	4410	BND LD PO	100																																										
Code	Description	Percentage																																																	
4410	BND LD PO	100																																																	
<table><tr><th colspan="2">COST BREAKDOWN / LOCATION</th></tr><tr><td>Adj. Base Rate:</td><td>0.00</td></tr><tr><td>Section RCN:</td><td>0</td></tr><tr><td>Net Other Adj:</td><td>0.00</td></tr><tr><td>Replace Cost</td><td>0</td></tr><tr><td>AYB</td><td>0</td></tr><tr><td>EYB</td><td>0</td></tr><tr><td>Dep Code</td><td></td></tr><tr><td>Remodel Rating</td><td></td></tr><tr><td>Year Remodeled</td><td></td></tr><tr><td>Dep %</td><td></td></tr><tr><td>Functional Obsolesc</td><td></td></tr><tr><td>External Obsolesc</td><td></td></tr><tr><td>Cost Trend Factor</td><td></td></tr><tr><td>Stabilis</td><td></td></tr><tr><td>% Complete</td><td></td></tr><tr><td>Overall % Cond</td><td></td></tr><tr><td>Apprais Val</td><td></td></tr><tr><td>Dep % Ovr</td><td>0</td></tr><tr><td>Dep Ovr Comment</td><td></td></tr><tr><td>Misc Imp Ovr</td><td>0</td></tr><tr><td>Misc Imp Ovr Comment</td><td></td></tr><tr><td>Cost to Cure Ovr</td><td>0</td></tr><tr><td>Cost to Cure Ovr Comment</td><td></td></tr></table>				COST BREAKDOWN / LOCATION		Adj. Base Rate:	0.00	Section RCN:	0	Net Other Adj:	0.00	Replace Cost	0	AYB	0	EYB	0	Dep Code		Remodel Rating		Year Remodeled		Dep %		Functional Obsolesc		External Obsolesc		Cost Trend Factor		Stabilis		% Complete		Overall % Cond		Apprais Val		Dep % Ovr	0	Dep Ovr Comment		Misc Imp Ovr	0	Misc Imp Ovr Comment		Cost to Cure Ovr	0	Cost to Cure Ovr Comment	
COST BREAKDOWN / LOCATION																																																			
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Cost to Cure Ovr Comment																																																			
Code	Description	Sub	Sub Description																																																
BUILDING SUBSECTION																																																			
Code	Description	Living Area	Gross Area																																																
		Elf Area	Unit Cost																																																
		Undprec Value																																																	

No Photo On Record

Property Location: 720 MAIN ST
Vision ID: 1772

Account # MAP ID: 791 202611
Bidg #: 1 of 1

State Use: 3340
Print Date: 01/09/2007 11:20

CONSTRUCTION DETAIL (CONTINUED)

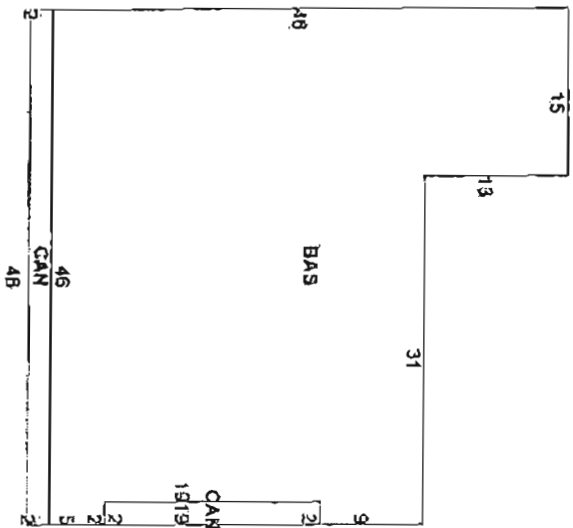
Element	CD	Ch	Description	Element	CD	Ch	Description
Style	06		Serv Sta 2-bay				
Model	05		Average				
Grate	03						
Series	1						
Occupancy	20		Water/Masonry				
Exterior Wall 1	15		Concrete				
Exterior Wall 2	01		Brick & Gravel				
Roof Structure	04		Whitewash Masonry				
Interior Wall 1	01						
Interior Wall 2	07		Concrete				
Interior Floor 1	03		Oil				
Interior Floor 2	03		Hot Air- no Duct				
Heating Fuel	01		None				
Cleaning Type	01						
AC Type	01						
Blldg Use	3340		CASST SRV MDL-95				
Total Rooms	00						
Total Bedrooms	00						
Total Baths	00						
Heat/AC	00						
Frame Type	03		MASONRY				
Baths/Punching	02		AVERAGE				
Ceiling/Wall	00		NONE				
Roofs/Pins	02		AVERAGE				
Wall Height	14						
% Corn Wall	0						

DE-OUTBUILDING & YARD ITEMS (EX-BUILDING EXTRA FEATURES)

Code	Description	Sub	Pub	Unit	Price	Yr	Est	Dr	Rt	Ynd	Per	Value
SCN3	SIGN, ANTENNA	L	40		77.00	1996				75	2,300	
L13	WIDOWBLE L	L	2		1,100.00	1996				75	1,700	
TKN1	TANK, UNDER	L	1		24,000.10	1996				75	19,800	
PAY1	PAVING, ASPH	L	1		12,000.90	1996				75	8,100	
L11	LIGHTS, IN W	L	1		690.00	1999				100	700	
SCN3	SIGN, ANTENNA	L	50		77.80	2002				100	3,900	
CN2	CANDY, GLO	L	8,440		15.00	1986				100	1,300	
L11	LIFT-LIGHT	L	2		2,700.00	1986				100	5,500	
PUMP	PUMP, GHOSE	L	3		6,000.00	1986				75	11,500	

BUILDING SUB-AREA SUMMARY SECTION

Code	Description	Living Area	Gross Area	Net Area	Unit Cost	Per Sq Ft	Value
HAAS	First Floor	1,675	1,675	1,675	66.49	111,271	
CAN	Canopy	0	130	26	13.30	1,729	



INSERT

**APPENDIX B
PREVIOUS REPORTS**

HERE

APPENDIX C

Regulatory Records Documentation



EDR® Environmental
Data Resources Inc

The EDR Radius Map with GeoCheck®

**Main Street & Brook Street
712 Main Street
Clinton, MA 01510**

Inquiry Number: 1828666.1s

January 08, 2007

The Standard in Environmental Risk Management Information

**440 Wheelers Farms Road
Milford, Connecticut 06461**

Nationwide Customer Service

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

TABLE OF CONTENTS

<u>SECTION</u>	<u>PAGE</u>
Executive Summary.....	ES1
Overview Map.....	2
Detail Map.....	3
Map Findings Summary.....	4
Map Findings.....	6
Orphan Summary.....	262
Government Records Searched/Data Currency Tracking.....	GR-1

GEOCHECK ADDENDUM

Physical Setting Source Addendum.....	A-1
Physical Setting Source Summary.....	A-2
Physical Setting Source Map.....	A-8
Physical Setting Source Map Findings.....	A-9
Physical Setting Source Records Searched.....	A-30

Thank you for your business.
Please contact EDR at 1-800-352-0050
with any questions or comments.

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EXECUTIVE SUMMARY

A search of available environmental records was conducted by Environmental Data Resources, Inc (EDR). The report was designed to assist parties seeking to meet the search requirements of EPA's Standards and Practices for All Appropriate Inquiries (40 CFR Part 312), the ASTM Standard Practice for Environmental Site Assessments (E 1527-05) or custom requirements developed for the evaluation of environmental risk associated with a parcel of real estate.

TARGET PROPERTY INFORMATION

ADDRESS

712 MAIN STREET
CLINTON, MA 01510

COORDINATES

Latitude (North): 42.423300 - 42° 25' 23.9"
Longitude (West): 71.687700 - 71° 41' 15.7"
Universal Transverse Mercator: Zone 19
UTM X (Meters): 278878.8
UTM Y (Meters): 4700062.6
Elevation: 297 ft. above sea level

USGS TOPOGRAPHIC MAP ASSOCIATED WITH TARGET PROPERTY

Target Property Map: 42071-D6 CLINTON, MA
Most Recent Revision: 1999

TARGET PROPERTY SEARCH RESULTS

The target property was identified in the following records. For more information on this property see page 6 of the attached EDR Radius Map report:

Site	Databases(s)	EPA ID
CORNER OF BROOK ST 712 MAIN ST CLINTON, MA 01510	SHWS Facility Status: Downgradient Property Status Release Facility Status: Downgradient Property Status	N/A
CARDILLO'S SERVICE STATION 712 MAIN ST. CLINTON, MA 01510	CT MANIFEST	N/A
CARDILLO'S SERVICE CENTER INC 712 MAIN ST CLINTON, MA 01510	SHWS LUST Release UST	N/A
JAMES CARDILLO 712 MAIN STREET CLINTON, MA 01510	CT MANIFEST	N/A

EXECUTIVE SUMMARY

DATABASES WITH NO MAPPED SITES

No mapped sites were found in EOR's search of available ("reasonably ascertainable") government records either on the target property or within the search radius around the target property for the following databases:

FEDERAL RECORDS

NPL.....	National Priority List
Proposed NPL.....	Proposed National Priority List Sites
Delisted NPL.....	National Priority List Deletions
NPL RECOVERY.....	Federal Superfund Liens
CORRACTS.....	Corrective Action Report
RCRA-TSDF.....	Resource Conservation and Recovery Act Information
RCRA-LQG.....	Resource Conservation and Recovery Act Information
ERNS.....	Emergency Response Notification System
HMIRS.....	Hazardous Materials Information Reporting System
US ENG CONTROLS.....	Engineering Controls Sites List
US INST CONTROL.....	Sites with Institutional Controls
DOO.....	Department of Defense Sites
FUDS.....	Formerly Used Defense Sites
CONSENT.....	Superfund (CERCLA) Consent Decrees
ROD.....	Records Of Decision
UMTRA.....	Uranium Mill Tailings Sites
ODI.....	Open Dump Inventory
TRIS.....	Toxic Chemical Release Inventory System
TSCA.....	Toxic Substances Control Act
FTTS.....	FIFRA/ TSCA Tracking System - FIFRA (Federal Insecticide, Fungicide, & Rodenticide Act)/TSCA (Toxic Substances Control Act)
SSTS.....	Section 7 Tracking Systems
ICIS.....	Integrated Compliance Information System
PADS.....	PCB Activity Database System
MLTS.....	Material Licensing Tracking System
MINES.....	Mines Master Index File
FINDS.....	Facility Index System/Facility Registry System
RAATS.....	RCRA Administrative Action Tracking System

STATE AND LOCAL RECORDS

SWF/LF.....	Solid Waste Facility Database/Transfer Stations
AST.....	Aboveground Storage Tank Database
MA Spills.....	Historical Spill List
DRYCLEANERS.....	Regulated Drycleaning Facilities
ENF.....	Enforcement Action Cases
AIRS.....	Permitted Facilities Listing
LEAD.....	Lead Inspection Database

TRIBAL RECORDS

INDIAN RESERV.....	Indian Reservations
INDIAN LUST.....	Leaking Underground Storage Tanks on Indian Land

EXECUTIVE SUMMARY

INDIAN UST..... Underground Storage Tanks on Indian Land

SURROUNDING SITES: SEARCH RESULTS

Surrounding sites were identified in the following databases.

Elevations have been determined from the USGS Digital Elevation Model and should be evaluated on a relative (not an absolute) basis. Relative elevation information between sites of close proximity should be field verified. Sites with an elevation equal to or higher than the target property have been differentiated below from sites with an elevation lower than the target property. Page numbers and map identification numbers refer to the EDR Radius Map report where detailed data on individual sites can be reviewed.

Sites listed in *bold italics* are in multiple databases.

Unmappable (orphan) sites are not considered in the foregoing analysis.

FEDERAL RECORDS

CERCLIS: The Comprehensive Environmental Response, Compensation and Liability Information System contains data on potentially hazardous waste sites that have been reported to the USEPA by states, municipalities, private companies and private persons, pursuant to Section 103 of the Comprehensive Environmental Response, Compensation and Liability Act (CERCLA). CERCLIS contains sites which are either proposed to or on the National Priorities List (NPL) and sites which are in the screening and assessment phase for possible inclusion on the NPL.

A review of the CERCLIS list, as provided by EDR, and dated 08/09/2006 has revealed that there is 1 CERCLIS site within approximately 0.5 miles of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
NATL PERFORATING CORP	89 PARKER ST	0 - 1/8 NW	C14	28

CERCLIS-NFRAP: Archived sites are sites that have been removed and archived from the Inventory of CERCLIS sites. Archived status indicates that, to the best of EPA's knowledge, assessment at a site has been completed and that EPA has determined no further steps will be taken to list this site on the National Priorities List (NPL), unless information indicates this decision was not appropriate or other considerations require a recommendation for listing at a later time. This decision does not necessarily mean that there is no hazard associated with a given site; it only means that, based upon available information, the location is not judged to be a potential NPL site.

A review of the CERCLIS-NFRAP list, as provided by EDR, and dated 10/10/2006 has revealed that there is 1 CERCLIS-NFRAP site within approximately 0.5 miles of the target property.

<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
AMORY PACKAGING CORPORATION	184 STONE STREET	1/4 - 1/2 NNE	M65	196

EXECUTIVE SUMMARY

RCRAInfo: RCRAInfo is EPA's comprehensive information system, providing access to data supporting the Resource Conservation and Recovery Act (RCRA) of 1976 and the Hazardous and Solid Waste Amendments (HSWA) of 1984. RCRAInfo replaces the data recording and reporting abilities of the Resource Conservation and Recovery Information System (RCRIS). The database includes selective information on sites which generate, transport, store, treat and/or dispose of hazardous waste as defined by the Resource Conservation and Recovery Act (RCRA). Conditionally exempt small quantity generators (CESQGs) generate less than 100 kg of hazardous waste, or less than 1 kg of acutely hazardous waste per month. Small quantity generators (SQGs) generate between 100 kg and 1,000 kg of hazardous waste per month. Large quantity generators generate over 1,000 kilograms (kg) of hazardous waste, or over 1 kg of acutely hazardous waste per month. Transporters are individuals or entities that move hazardous waste from the generator offsite to a facility that can recycle, treat, store, or dispose of the waste. TSDFs treat, store, or dispose of the waste.

A review of the RCRA-SQG list, as provided by EDR, and dated 06/13/2006 has revealed that there are 20 RCRA-SQG sites within approximately 0.25 miles of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
QUANTUM CHEMICAL CO	830 MAIN STREET	0 - 1/8 S	B8	20
MOTOR MART THE	907 MAIN ST	0 - 1/8 N	11	24
NATL PERFORATING CORP	89 PARKER ST	0 - 1/8 NW	C14	28
KELLY CO THE	179 BROOK ST	0 - 1/8 W	E19	40
DOLAN IND INC	798 MAIN ST	0 - 1/8 S	22	48
VITOS SHELL SERVICE STA	219 BROOK ST	0 - 1/8 W	E23	52
CLINTON ELECTRIC MOTOR SERVICE	141 BROOK ST	0 - 1/8 W	F31	72
PARKER MOLDING CO INC	140 BROOK ST	1/8 - 1/4 W	F33	77
LLOYD & BOUVIER INC	56 STERLING ST	1/8 - 1/4 WSW	G34	78
DOLAN INDUSTRIES	56 STERLING ST	1/8 - 1/4 WSW	G36	80
GENES AUTO REPAIR	329 HIGH ST	1/8 - 1/4 ESE	H39	84
CENTRAL MASS POWDER COATING IN	32 GREELEY ST	1/8 - 1/4 W	44	116
KELLY COMPANY THE	144 FLAGG STREET	1/8 - 1/4 NNW	46	117
BELFONTE CLEANERS	165 HIGH ST	1/8 - 1/4 SE	47	121
<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
NYPRO INC SWISSTECH INC	843 MAIN ST	0 - 1/8 E	5	16
CVS 0920	329 BROOK RD	0 - 1/8 N	A6	16
AXLE KING	19 CLARK ST	0 - 1/8 SE	10	24
NYPRO INC NYDEN INC	57 PLAIN ST	1/8 - 1/4 NNE	I41	89
ATLANTIC GRAPHIC SERVICES INC	57 PLAIN ST	1/8 - 1/4 NNE	I42	98
NYPRO INC NYLACARB	56 PLAIN ST	1/8 - 1/4 NNE	I45	117

US BROWNFIELDS: The EPA's listing of Brownfields properties addressed by Cooperative Agreement Recipients and Brownfields properties addressed by Targeted Brownfields Assessments

A review of the US BROWNFIELDS list, as provided by EDR, and dated 10/17/2006 has revealed that there is 1 US BROWNFIELDS site within approximately 0.5 miles of the target property.

<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
184 STONE STREET	184 STONE STREET	1/4 - 1/2 NNE	60	181

EXECUTIVE SUMMARY

STATE AND LOCAL RECORDS

SHWS: Contains information on releases of oil and hazardous materials that have been reported to DEP.

A review of the SHWS list, as provided by EDR, and dated 10/30/2006 has revealed that there are 54 SHWS sites within approximately 1 mile of the target property.

Equal/Higher Elevation	Address	Dist / Dir	Map ID	Page
QUANTUM CHEMICAL CORP Facility Status: Response Action Outcome	830 MAIN ST	0 - 1/8 S	B7	17
QUANTUM CHEM CORP Facility Status: Response Action Outcome	830 MAIN ST	0 - 1/8 S	B9	22
NATIONAL PERFORATING CORP Facility Status: Response Action Outcome Not Required	85 PARKER ST	0 - 1/8 WNW	C12	25
NORTH END CAFE Facility Status: Response Action Outcome	811 817 MAIN ST	0 - 1/8 S	D13	27
FORMER NATIONAL PERFORATING CO Facility Status: Response Action Outcome Not Required	89 PARKER ST	0 - 1/8 NW	C15	32
NATIONAL PERFORATING CORP Facility Status: Response Action Outcome Not Required	89 PARKER ST	0 - 1/8 NW	C16	35
KELLEY CO Facility Status: Response Action Outcome	179 BROOK ST	0 - 1/8 W	E18	39
MIRON MILLS Facility Status: DEP No Further Action	800 MAIN ST	0 - 1/8 S	D20	46
DINEEN REALTY TRUST LLC Facility Status: Response Action Outcome	800 MAIN ST	0 - 1/8 S	D21	47
MR G'S GULF Facility Status: Response Action Outcome Not Required	219 BROOK ST	0 - 1/8 W	E24	55
CONCORD OIL Facility Status: Response Action Outcome	219 BROOK ST	0 - 1/8 W	E25	58
CONCORD OIL MR GS GULF Facility Status: Response Action Outcome Not Required	219 BROOK ST	0 - 1/8 W	E26	60
CLINTON XTRA MART Facility Status: Response Action Outcome	203 BROOK ST	0 - 1/8 W	F28	65
KENYON OIL CO Facility Status: Downgradient Property Status	203 BROOK ST	0 - 1/8 W	F29	69
PRISM DEVELOPMENT Facility Status: Response Action Outcome	140 BROOK ST	1/8 - 1/4 W	F32	75
LILLY TRUCKING Facility Status: Response Action Outcome	56 STERLING ST	1/8 - 1/4 WSW	G35	79
NOTARTOMASO RESIDENCE Facility Status: Response Action Outcome	30 WEST ST	1/8 - 1/4 ESE	37	81
@WATER ST Facility Status: Downgradient Property Status	280 HIGH ST	1/8 - 1/4 ESE	H38	83
SUPRENANT CABLE CORP Facility Status: Response Action Outcome	127 STERLING ST	1/8 - 1/4 W	43	113
ROCKBESTOS-SUPRENANT CABLE CO Facility Status: Response Action Outcome	172 STERLING ST	1/4 - 1/2 W	J48	122
EARL R DREW & SONS Facility Status: Response Action Outcome	172 STERLING ST	1/4 - 1/2 W	J49	152

EXECUTIVE SUMMARY

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
WASTE MANAGEMENT, INC Facility Status: Response Action Outcome	111 ADAMS RD	1/4 - 1/2NW	50	156
JEMS OF NEW ENGLAND Facility Status: Response Action Outcome Not Required	682 MAIN ST	1/4 - 1/2S	K51	157
INJECTRONICS INC CLINTON DIV Facility Status: Response Action Outcome	1 UNION ST	1/4 - 1/2S	55	169
AIR TITE MECHANICAL SERVICES Facility Status: Response Action Outcome	186 WATER ST	1/4 - 1/2ESE	56	175
308 CHESTNUT ST REALTY TRUST Facility Status: Response Action Outcome	308 CHESTNUT ST	1/4 - 1/2ESE	57	177
UMASS HOSPITAL - CLINTON Facility Status: Response Action Outcome	201 HIGHLAND ST	1/4 - 1/2NW	58	178
NYPRO INC Facility Status: Response Action Outcome	101 UNION ST	1/4 - 1/2SSE	L63	185
FORMER DAME FIELD - NYPRO Facility Status: Response Action Outcome	144 PLEASANT ST	1/2 - 1 S	70	205
OLOUGLIN RESIDENCE Facility Status: Response Action Outcome	251 WOODLAWN ST	1/2 - 1 SW	71	206
MASSACHUSETTS ELECTRIC COMPANY Facility Status: Response Action Outcome	190 FITCH RD	1/2 - 1 WSW	72	208
BOSTON GAS	136 PLEASANT ST	1/2 - 1 SSE	N73	211
BOSTON GAS PROPERTY	136 PLEASANT ST	1/2 - 1 SSE	N75	213
BOSTON GAS PLANT	136 PLEASANT ST	1/2 - 1 SSE	N76	214
MAIN STREET COAL AND FUELS, IN	546-556 MAIN ST	1/2 - 1 SSW	O77	216
MAIN ST COAL & FUELS	546-556 MAIN ST	1/2 - 1 SSW	O78	218
JENL REALTY TRUST Facility Status: Response Action Outcome	540 MAIN ST	1/2 - 1 SSW	O79	219
GETTY STATION Facility Status: Response Action Outcome	185 MECHANIC ST	1/2 - 1 SSE	83	226
COMCAST CABLE Facility Status: Response Action Outcome	26 WILLIAMS ST	1/2 - 1 ESE	86	233
CUMBERLAND FARMS STORE Facility Status: Response Action Outcome Facility Status: Response Action Outcome	1 CHESTNUT ST	1/2 - 1 SSE	Q91	241
WHEETABIX CORP PROP Facility Status: Downgradient Property Status	GREEN ST PARCEL B	1/2 - 1 SSE	94	257
BAER RESIDENCE Facility Status: Response Action Outcome	303 SOUTHMEADOW / RIGBY	1/2 - 1 W	95	259
<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
SHANBERG ESTATE Facility Status: Response Action Outcome	811 817 MAIN ST	1/8 - 1/4NNE	40	85
NYPRO INC NYDEN INC Facility Status: Response Action Outcome Facility Status: Response Action Outcome Not Required	57 PLAIN ST	1/8 - 1/4NNE	I41	89
SESSIA MOTORS FMR Facility Status: Response Action Outcome	1031 MAIN ST	1/4 - 1/2N	54	167

EXECUTIVE SUMMARY

<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
AMORY PACKAGING CORP	184 STONE ST	1/4 - 1/2 NNE	M64	195
WOODRUFF PLAZA ASSOCIATES LLC	1086 MAIN ST	1/4 - 1/2 N	66	197
Facility Status: Response Action Outcome				
POLE 2	FULLER ST	1/2 - 1 N	67	199
Facility Status: Response Action Outcome				
CONTEMPORARY MULTI SERVICE COR	56 ALLEN ST	1/2 - 1 NNE	69	203
Facility Status: Response Action Outcome				
RAYS TEXACO	1177 MAIN ST	1/2 - 1 N	P84	228
Facility Status: Response Action Outcome				
FORMER FULLER MILL	1185 MAIN ST	1/2 - 1 N	P85	231
Facility Status: Response Action Outcome				
MACGREGOR MILLS	75 GREEN ST	1/2 - 1 SSE	88	235
WILLIAM REISNER CORPORATION	33 ELM ST	1/2 - 1 E	R92	243
Facility Status: Response Action Outcome				
WILLIAM REISNER CORP	33 ELM ST	1/2 - 1 E	R93	245
Facility Status: Response Action Outcome Not Required				
Facility Status: Response Action Outcome Not Required				

LUST: Sites within the Releases Database that have a UST listed as its source.

A review of the LUST list, as provided by EDR, and dated 10/30/2008 has revealed that there are 10 LUST sites within approximately 0.5 miles of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
KELLEY CO	179 BROOK ST	0 - 1/8 W	E18	39
Facility Status: Response Action Outcome				
XTRA MART	203 BROOK ST	0 - 1/8 W	F27	62
Facility Status: Response Action Outcome				
CLINTON XTRA MART	203 BROOK ST	0 - 1/8 W	F28	65
Facility Status: Response Action Outcome				
SUPRENTANT CABLE CORP	127 STERLING ST	1/8 - 1/4 W	43	113
Facility Status: Response Action Outcome				
JEMS OF NEW ENGLAND	682 MAIN ST	1/4 - 1/2 S	K51	157
Facility Status: Response Action Outcome Not Required				
Facility Status: Response Action Outcome Not Required				
NORTHEAST GAS SAHAGEN	678 MAIN ST	1/4 - 1/2 S	K52	161
MARANE TEXACO	676 MAIN ST	1/4 - 1/2 S	K53	164
INJECTRONICS INC CLINTON DIV	1 UNION ST	1/4 - 1/2 S	55	169
Facility Status: Response Action Outcome				
BETTY JAMES DONUT SHOP	19-25 HIGH ST	1/4 - 1/2 SSE	L61	182
Facility Status: Response Action Outcome				
<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
SESSIA MOTORS FMR	1031 MAIN ST	1/4 - 1/2 N	54	167

EXECUTIVE SUMMARY

UST: The Underground Storage Tank database contains registered USTs. USTs are regulated under Subtitle I of the Resource Conservation and Recovery Act (RCRA). The data come from the Department of Environmental Protection's Summary Listing of all the Tanks Registered in the State of Massachusetts.

A review of the UST list, as provided by EDR, and dated 11/13/2006 has revealed that there are 2 UST sites within approximately 0.25 miles of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
MR G'S GULF	219 BROOK ST	0 - 1/8 W	E24	55
CLINTON XTRA MART	203 BROOK ST	0 - 1/8 W	F28	65

LAST: The Leaking Aboveground Storage Tanks database

A review of the LAST list, as provided by EDR, and dated 10/30/2006 has revealed that there are 4 LAST sites within approximately 0.5 miles of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
RESIDENTIAL RELEASE Facility Status: Response Action Outcome	115 WASHINGTON ST	0 - 1/8 W	30	71
NOTARTOMASO RESIDENCE Facility Status: Response Action Outcome	30 WEST ST	1/8 - 1/4 ESE	37	81
RESIDENCE Facility Status: Response Action Outcome	56 UNION ST	1/4 - 1/2 SSE	L62	184
<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
WHITNEY BROS OIL RESIDENTIAL R Facility Status: Response Action Outcome	67 OLIVE ST	1/4 - 1/2 NNE	59	180

Release: MA Release Tracking Database.

A review of the Release list, as provided by EDR, and dated 10/30/2006 has revealed that there are 88 Release sites within approximately 1 mile of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
QUANTUM CHEMICAL CORP Facility Status: Response Action Outcome	830 MAIN ST	0 - 1/8 S	B7	17
QUANTUM CHEM CORP Facility Status: Response Action Outcome	830 MAIN ST	0 - 1/8 S	B9	22
NATIONAL PERFORATING CORP Facility Status: Response Action Outcome Not Required	85 PARKER ST	0 - 1/8 WNW	C12	25
NORTH END CAFE Facility Status: Response Action Outcome	811 817 MAIN ST	0 - 1/8 S	D13	27
FORMER NATIONAL PERFORATING CO	89 PARKER ST	0 - 1/8 NW	C15	32
NATIONAL PERFORATING CORP Facility Status: Response Action Outcome Not Required	89 PARKER ST	0 - 1/8 NW	C16	35
KELLEY CO Facility Status: Response Action Outcome	179 BROOK ST	0 - 1/8 W	E18	39
MIRON MILLS Facility Status: DEP No Further Action	800 MAIN ST	0 - 1/8 S	D20	46

EXECUTIVE SUMMARY

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
DINEEN REALTY TRUST LLC Facility Status: Response Action Outcome	800 MAIN ST	0 - 1/8 S	D21	47
MR G'S GULF Facility Status: Response Action Outcome Not Required	219 BROOK ST	0 - 1/8 W	E24	55
CONCORD OIL Facility Status: Response Action Outcome	219 BROOK ST	0 - 1/8 W	E25	58
CONCORD OIL MR GS GULF Facility Status: Response Action Outcome Not Required	219 BROOK ST	0 - 1/8 W	E26	60
XTRA MART Facility Status: Response Action Outcome	203 BROOK ST	0 - 1/8 W	F27	62
CLINTON XTRA MART Facility Status: Response Action Outcome	203 BROOK ST	0 - 1/8 W	F28	65
KENYON OIL CO Facility Status: Downgradient Property Status	203 BROOK ST	0 - 1/8 W	F29	69
RESIDENTIAL RELEASE Facility Status: Response Action Outcome	115 WASHINGTON ST	0 - 1/8 W	30	71
PRISM DEVELOPMENT Facility Status: Response Action Outcome	140 BROOK ST	1/8 - 1/4 W	F32	75
LILLY TRUCKING Facility Status: Response Action Outcome	56 STERLING ST	1/8 - 1/4 WSW	G35	79
NOTARTOMASO RESIDENCE Facility Status: Response Action Outcome	30 WEST ST	1/8 - 1/4 ESE	37	81
@WATER ST Facility Status: Downgradient Property Status	280 HIGH ST	1/8 - 1/4 ESE	H38	83
SUPRENANT CABLE CORP Facility Status: Response Action Outcome	127 STERLING ST	1/8 - 1/4 W	43	113
ROCKBESTOS-SUPRENANT CABLE CO Facility Status: Response Action Outcome Facility Status: Response Action Outcome	172 STERLING ST	1/4 - 1/2 W	J48	122
WASTE MANAGEMENT, INC Facility Status: Response Action Outcome	111 ADAMS RD	1/4 - 1/2 NW	50	156
JEMS OF NEW ENGLAND Facility Status: Response Action Outcome Not Required Facility Status: Response Action Outcome Not Required	682 MAIN ST	1/4 - 1/2 S	K51	157
NORTHEAST GAS SAHAGEN	678 MAIN ST	1/4 - 1/2 S	K52	161
MARANE TEXACO	676 MAIN ST	1/4 - 1/2 S	K53	164
INJECTRONICS INC CLINTON DIV Facility Status: Response Action Outcome Facility Status: Response Action Outcome	1 UNION ST	1/4 - 1/2 S	55	169
AIR TITE MECHANICAL SERVICES Facility Status: Response Action Outcome	186 WATER ST	1/4 - 1/2 ESE	56	175
308 CHESTNUT ST REALTY TRUST Facility Status: Response Action Outcome	308 CHESTNUT ST	1/4 - 1/2 ESE	57	177
UMASS HOSPITAL - CLINTON Facility Status: Response Action Outcome	201 HIGHLAND ST	1/4 - 1/2 NW	58	178
BETTY JAMES DONUT SHOP Facility Status: Response Action Outcome	19-25 HIGH ST	1/4 - 1/2 SSE	L61	182
RESIDENCE Facility Status: Response Action Outcome	56 UNION ST	1/4 - 1/2 SSE	L62	184

EXECUTIVE SUMMARY

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
NYPRO INC Facility Status: Response Action Outcome	101 UNION ST	1/4 - 1/2 SSE	L63	185
FORMER DAME FIELD - NYPRO Facility Status: Response Action Outcome	144 PLEASANT ST	1/2 - 1 S	70	205
OLOUGHLIN RESIDENCE Facility Status: Response Action Outcome	251 WOODLAWN ST	1/2 - 1 SW	71	206
MASSACHUSETTS ELECTRIC COMPANY Facility Status: Response Action Outcome	190 FITCH RD	1/2 - 1 WSW	72	208
BOSTON GAS	136 PLEASANT ST	1/2 - 1 SSE	N73	211
BOSTON GAS PROPERTY	136 PLEASANT ST	1/2 - 1 SSE	N75	213
BOSTON GAS PLANT	136 PLEASANT ST	1/2 - 1 SSE	N76	214
MAIN STREET COAL AND FUELS, IN	546-556 MAIN ST	1/2 - 1 SSW	O77	216
MAIN ST COAL & FUELS	546-556 MAIN ST	1/2 - 1 SSW	O78	218
JENL REALTY TRUST Facility Status: Response Action Outcome	540 MAIN ST	1/2 - 1 SSW	O79	219
NYLCO DIV Facility Status: Response Action Outcome	530 MAIN ST	1/2 - 1 SSW	O80	221
O'MALLEY'S SUNOCO STATION Facility Status: Response Action Outcome	531 MAIN ST.	1/2 - 1 SSW	O81	223
OMALLEY SUNOCO Facility Status: Waiver Completion Statement, Permanent	531 MAIN ST	1/2 - 1 SSW	O82	225
GETTY STATION Facility Status: Response Action Outcome	185 MECHANIC ST	1/2 - 1 SSE	83	226
COMCAST CABLE Facility Status: Response Action Outcome	26 WILLIAMS ST	1/2 - 1 ESE	86	233
CUMBERLAND FARMS STORE Facility Status: Response Action Outcome	1 CHESTNUT ST	1/2 - 1 SSE	Q91	241
WHEETABIX CORP PROP Facility Status: Downgradient Property Status	GREEN ST PARCEL B	1/2 - 1 SSE	94	257
BAER RESIDENCE Facility Status: Response Action Outcome	303 SOUTHMEADOW / RIGBY	1/2 - 1 W	95	259
<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
SHANBERG ESTATE Facility Status: Response Action Outcome	811 817 MAIN ST	1/8 - 1/4 NNE	40	85
NYPRO INC NYDEN INC Facility Status: Response Action Outcome Not Required Facility Status: Response Action Outcome	57 PLAIN ST	1/8 - 1/4 NNE	141	89
SESSIA MOTORS FMR Facility Status: DEP No Further Action Facility Status: Response Action Outcome	1031 MAIN ST	1/4 - 1/2 N	54	167
WHITNEY BROS OIL RESIDENTIAL R Facility Status: Response Action Outcome	67 OLIVE ST	1/4 - 1/2 NNE	59	180
AMORY PACKAGING CORP	184 STONE ST	1/4 - 1/2 NNE	M64	195
WOODRUFF PLAZA ASSOCIATES LLC Facility Status: Response Action Outcome	1086 MAIN ST	1/4 - 1/2 N	66	197
POLE 2 Facility Status: Response Action Outcome	FULLER ST	1/2 - 1 N	67	199

EXECUTIVE SUMMARY

<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
AL PRIME ENERGY Facility Status: Response Action Outcome	1112 MAIN ST	1/2 - 1 N	68	201
CONTEMPORARY MULTI SERVICE COR Facility Status: Response Action Outcome	56 ALLEN ST	1/2 - 1 NNE	69	203
RAVS TEXACO Facility Status: Response Action Outcome	1177 MAIN ST	1/2 - 1 N	P84	228
FORMER FULLER MILL Facility Status: Response Action Outcome	1185 MAIN ST	1/2 - 1 N	P85	231
WEETABIX CO Facility Status: Waiver Completion Statement, Permanent	99 GREEN ST	1/2 - 1 SSE	87	234
MACGREGOR MILLS LANCASTER MILLS FMR Facility Status: Response Action Outcome	75 GREEN ST 1 GREEN ST	1/2 - 1 SSE 1/2 - 1 SSE	88 89	235 236
GULF STATION Facility Status: Response Action Outcome	3 CHESTNUT ST	1/2 - 1 SSE	Q90	239
WILLIAM REISNER CORPORATION Facility Status: Response Action Outcome	33 ELM ST	1/2 - 1 E	R92	243
WILLIAM REISNER CORP Facility Status: Response Action Outcome Facility Status: Response Action Outcome Not Required	33 ELM ST	1/2 - 1 E	R93	245
PHILBIN CHEVROLET FMR Facility Status: Waiver Completion Statement, Permanent	94 SOUTH MAIN ST	1/2 - 1 N	95	261

INST CONTROL: Activity and Use Limitations establish limits and conditions on the future use of contaminated property, and therefore allow cleanups to be tailored to these uses.

A review of the INST CONTROL list, as provided by EDR, and dated 10/30/2006 has revealed that there are 4 INST CONTROL sites within approximately 0.5 miles of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
ROCKBESTOS-SURPRENANT CABLE CO	172 STERLING ST	1/4 - 1/2 W	J48	122
EARL R DREW & SONS	172 STERLING ST	1/4 - 1/2 W	J49	152
INJECTRONICS INC CLINTON DIV	1 UNION ST	1/4 - 1/2 S	55	169
<u>Lower Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
SHANBERG ESTATE	811 817 MAIN ST	1/8 - 1/4 NNE	40	85

EDR PROPRIETARY RECORDS

EDR Manufactured Gas Plants: The EDR Proprietary Manufactured Gas Plant Database includes records of coal gas plants (manufactured gas plants) compiled by EDR's researchers. Manufactured gas sites were used in the United States from the 1800's to 1950's to produce a gas that could be distributed and used as fuel. These plants used waste oil, rosin, coal, or a mixture of coal, oil, and water that also produced a significant amount of waste. Many of the byproducts of the gas production, such as coal tar (oily waste containing volatile and

EXECUTIVE SUMMARY

non-volatile chemicals), sludges, oils and other compounds are potentially hazardous to human health and the environment. The byproduct from this process was frequently disposed of directly at the plant site and can remain or spread slowly, serving as a continuous source of soil and groundwater contamination.

A review of the Manufactured Gas Plants list, as provided by EDR, has revealed that there is 1 Manufactured Gas Plants site within approximately 1 mile of the target property.

<u>Equal/Higher Elevation</u>	<u>Address</u>	<u>Dist / Dir</u>	<u>Map ID</u>	<u>Page</u>
CLINTON MGP LOCATION	136 PLEASANT STREET	1/2 - 1 SSE	N74	213

EXECUTIVE SUMMARY

Due to poor or inadequate address information, the following sites were not mapped:

<u>Site Name</u>	<u>Database(s)</u>
PARK ST	SHWS, Release
FITCH RD SUB STA	SHWS, Release
ELECTRICAL SUBSTATION	SHWS, Release
MA ELECTRIC METAL TOWER	SHWS, Release
MARHEFTA REALTY TRUST	SHWS, Release
POLE 6	SHWS, Release
PARKER CONSTRUCTION CO	SHWS, Release
LEOMINSTER PUMPING STATION	SHWS, Release
ROADWAY RELEASE	SHWS, Release
ROYAL INSTITUTIONAL SERVICES INC	SHWS, Release
ROUTE 190 ROADWAY RELEASE	SHWS, Release
RTE 2 E @ RTE 70	SHWS, Release
STATE WIDE CARTING LLC	SHWS, Release
MUDGETT RESIDENCE	SHWS, Release
ARTHUR & ELAINE MUDGETT	SHWS, Release
CUMBERLAND FARMS 2102 LANCASTER GARDENS	SHWS, LUST, Release
JUNCTION OF HARVARD AND PACKARD	SHWS, Release
ROADWAY RELEASE	SHWS, Release
CLINTON RIGBY BROOK	CERCLIS, FINDS
CLINTON COMPOST SITE	SWF/LF
CLINTON LANDFILL	FINDS, SWF/LF
WACHUSETT RESERVOIR GATE 39	LUST, Release
SCOTT ASSOCIATES INC	UST
STEEL TRADING CORP OF NEW ENGL	RCRA-SQG, FINDS
BROOKS STREET INT.OF BROOK & MAIN STREETS	ERNS
BROOKS STREET INT.OF BROOK & MAIN STREETS	ERNS
GETTY STATION, 1177 NORTH MAIN ST.	ERNS
NATIONAL PERFORATING CORP/89 PARKER STREET	ERNS
NATIONAL PERFORATING CORP/89 PARKER STREET	ERNS
PARKER STREET	ERNS
184 STONE STREET	FINDS
OIL IN BROOK	MA Spills
COUTER PAINE BROOK	MA Spills
PJC REALTY INC	NY MANIFEST
HUBBELL HIGHWAY SIGNS, INC.	CT MANIFEST
MARANE OIL	CT MANIFEST
GETTY PETROLEUM	CT MANIFEST
B & D AUTO	CT MANIFEST
GETTY PETROLEUM	CT MANIFEST
RES-TECH CORP.	CT MANIFEST
U.E.L. CONTRACTORS,INC.	CT MANIFEST
NYPRO	CT MANIFEST

OVERVIEW MAP - 1828666.1s



Target Property

- ▲ Sites at elevations higher than or equal to the target property
- Sites at elevations lower than the target property

▲ Manufactured Gas Plants

■ National Priority List Sites

■ Landfill Sites

■ Dept. Defense Sites

■ Indian Reservations BIA

■ Oil & Gas pipelines

■ 100-year flood zone

■ 500-year flood zone

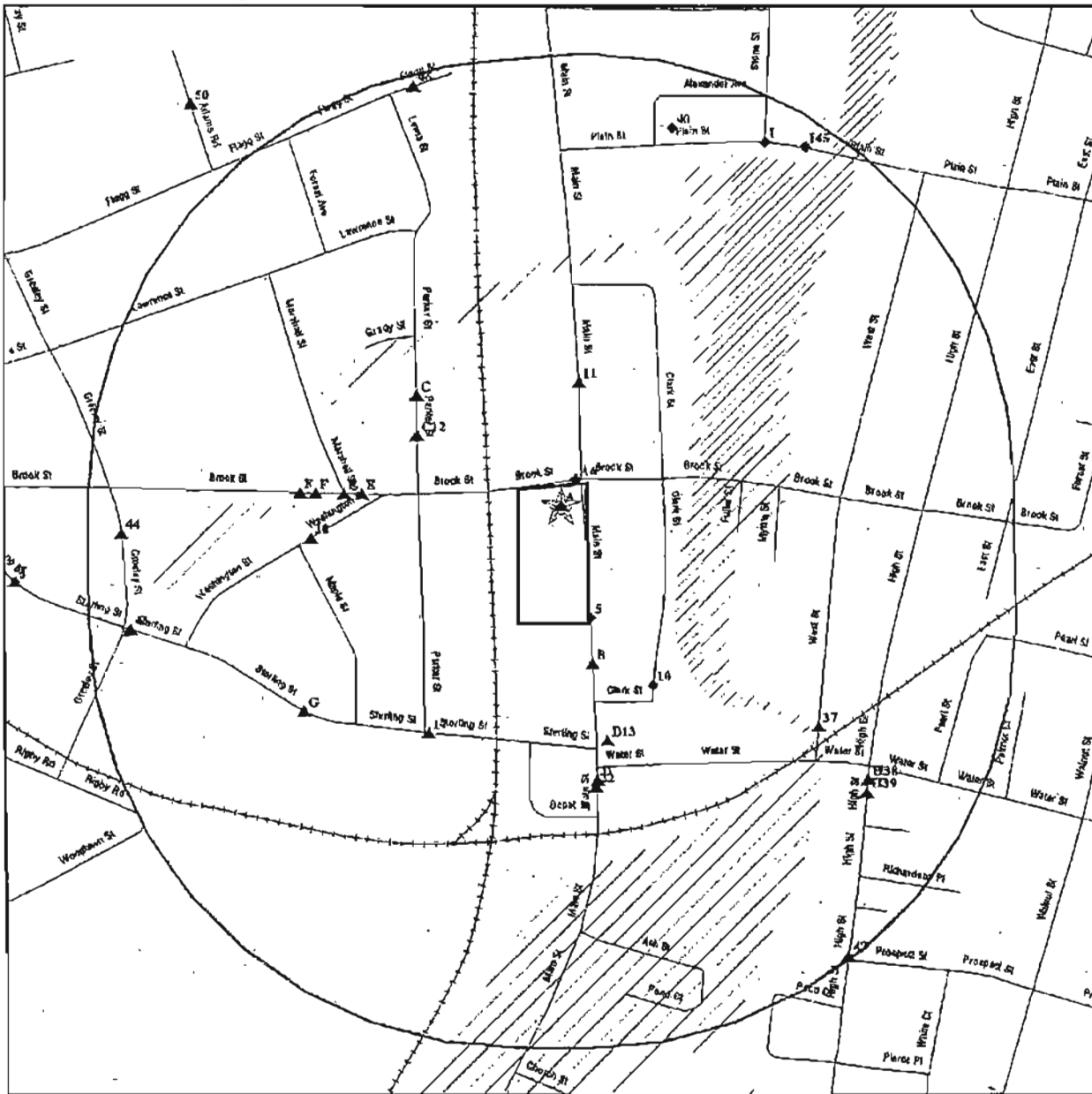
■ Areas of Critical Environmental Concern

SITE NAME: Main Street & Brook Street
ADDRESS: 712 Main Street
Clinton MA 01510
LAT/LONG: 42.4233 / 71.6877

CLIENT: Haley & Aldrich, Inc.
CONTACT: Katharine North
INQUIRY #: 1828666.1s
DATE: January 08, 2007 3:19 pm

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DETAIL MAP - 1828666.1s



Target Property

- ▲ Sites at elevations higher than or equal to the target property
- Sites at elevations lower than the target property
- ▲ Manufactured Gas Plants
- Sensitive Receptors
- National Priority List Sites
- Landfill Sites
- Dept. Defense Sites

- Indian Reservations BIA
- ▲ Oil & Gas pipelines
- 100-year flood zone
- 500-year flood zone

- Areas of Critical Environmental Concern



SITE NAME: Main Street & Brook Street
 ADDRESS: 712 Main Street
 Clinton MA 01510
 LAT/LONG: 42.4233 / 71.6877

CLIENT: Haley & Aldrich, Inc.
 CONTACT: Katharine North
 INQUIRY #: 1828666.1s
 DATE: January 08, 2007 3:19 pm

MAP FINDINGS SUMMARY

Database	Target Property	Search Distance (Miles)	< 1/8	1/8 - 1/4	1/4 - 1/2	1/2 - 1	> 1	Total Plotted
FEDERAL RECORDS								
NPL		1.000	0	0	0	0	NR	0
Proposed NPL		1.000	0	0	0	0	NR	0
Delisted NPL		1.000	0	0	0	0	NR	0
NPL RECOVERY	TP		NR	NR	NR	NR	NR	0
CERCLIS		0.500	1	0	0	NR	NR	1
CERC-NFRAP		0.500	0	0	1	NR	NR	1
CORRACTS		1.000	0	0	0	0	NR	0
RCRA TSD		0.500	0	0	0	NR	NR	0
RCRA Lg. Quan. Gen.		0.250	0	0	NR	NR	NR	0
RCRA Sm. Quan. Gen.		0.250	10	10	NR	NR	NR	20
ERNS	TP		NR	NR	NR	NR	NR	0
HMIRS	TP		NR	NR	NR	NR	NR	0
US ENG CONTROLS		0.500	0	0	0	NR	NR	0
US INST CONTROL		0.500	0	0	0	NR	NR	0
DOD		1.000	0	0	0	0	NR	0
FUDS		1.000	0	0	0	0	NR	0
US BROWNFIELDS		0.500	0	0	1	NR	NR	1
CONSENT		1.000	0	0	0	0	NR	0
ROD		1.000	0	0	0	0	NR	0
UMTRA		0.500	0	0	0	NR	NR	0
ODI		0.500	0	0	0	NR	NR	0
TRIS	TP		NR	NR	NR	NR	NR	0
TSCA	TP		NR	NR	NR	NR	NR	0
FTTS	TP		NR	NR	NR	NR	NR	0
SSTS	TP		NR	NR	NR	NR	NR	0
ICIS	TP		NR	NR	NR	NR	NR	0
PADS	TP		NR	NR	NR	NR	NR	0
MLTS	TP		NR	NR	NR	NR	NR	0
MINES		0.250	0	0	NR	NR	NR	0
FINDS	TP		NR	NR	NR	NR	NR	0
RAATS	TP		NR	NR	NR	NR	NR	0
STATE AND LOCAL RECORDS								
State Haz. Waste	X	1.000	14	7	12	21	NR	54
State Landfill		0.500	0	0	0	NR	NR	0
LUST	X	0.500	3	1	5	NR	NR	10
UST	X	0.250	2	0	NR	NR	NR	2
LAST		0.500	1	1	2	NR	NR	4
AST		0.250	0	0	NR	NR	NR	0
MA Spills		TP	NR	NR	NR	NR	NR	0
Release	X	1.000	16	7	16	29	NR	68
INST CONTROL		0.500	0	1	3	NR	NR	4
DRYCLEANERS		0.250	0	0	NR	NR	NR	0
ENF	TP		NR	NR	NR	NR	NR	0
AIRS	TP		NR	NR	NR	NR	NR	0
LEAD	TP		NR	NR	NR	NR	NR	0
TRIBAL RECORDS								
INDIAN RESERV		1.000	0	0	0	0	NR	0

MAP FINDINGS SUMMARY

Database	Target Property	Search Distance (Miles)	< 1/8	1/8 - 1/4	1/4 - 1/2	1/2 - 1	> 1	Total Plotted
INDIAN LUST		0.500	0	0	0	NR	NR	0
INDIAN UST		0.250	0	0	NR	NR	NR	0
<u>EDR PROPRIETARY RECORDS</u>								
Manufactured Gas Plants		1.000	0	0	0	1	NR	1

NOTES:

TP = Target Property

NR = Not Requested at this Search Distance

Sites may be listed in more than one database

INSERT

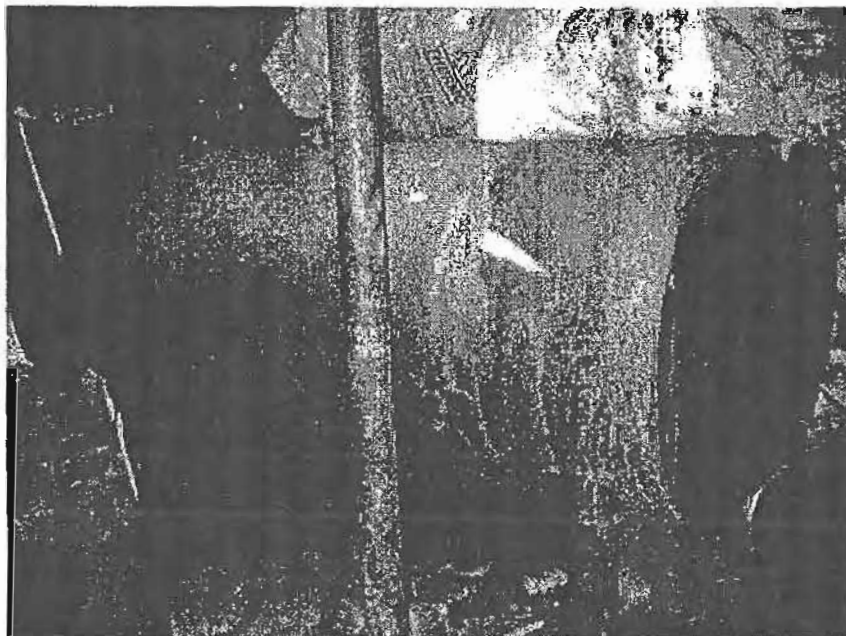
**APPENDIX C
REGULATORY RECORDS
DOCUMENTATION**

HERE

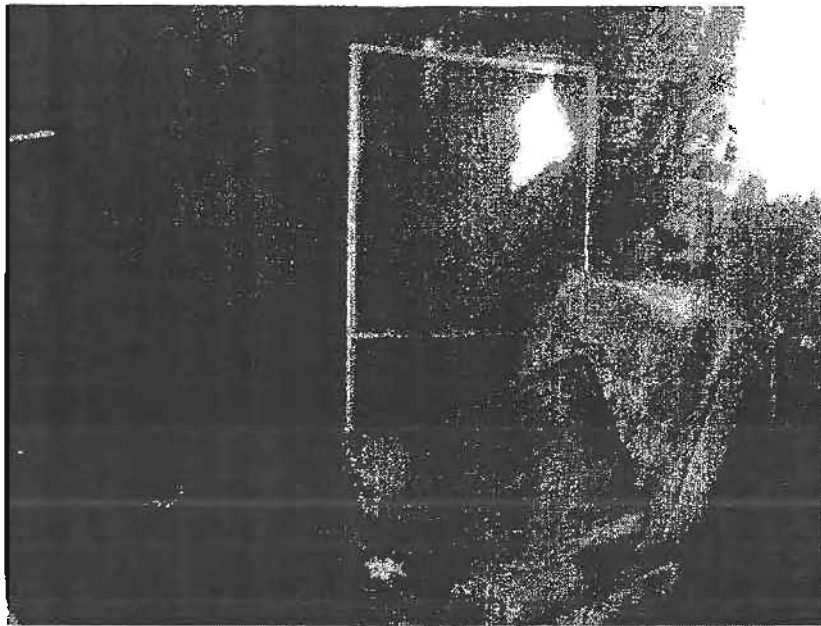
APPENDIX D
Site Photographs



Photograph 1. View of 700 (l) and 696 Main Street from the vacant lot.



Photograph 2. View of the AST located in the basement of 696 Main Street.



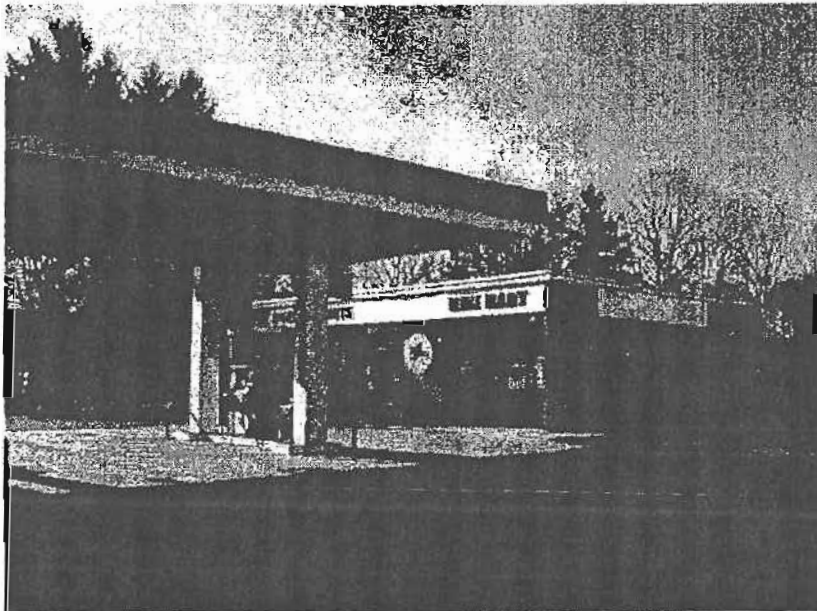
Photograph 3. View of the AST and furniture in the basement of 700 Main Street.



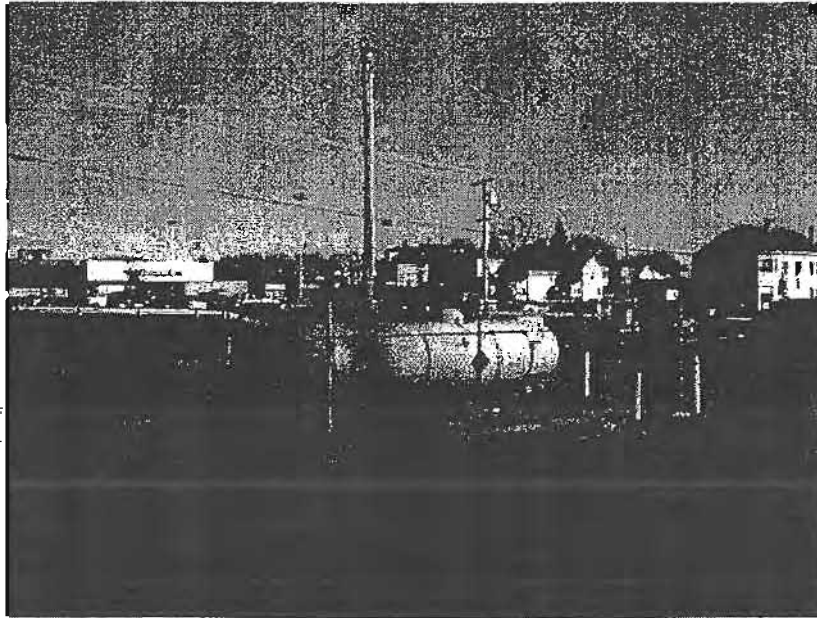
Photograph 4. View of an unused boiler and furniture in the basement of 700 Main Street.



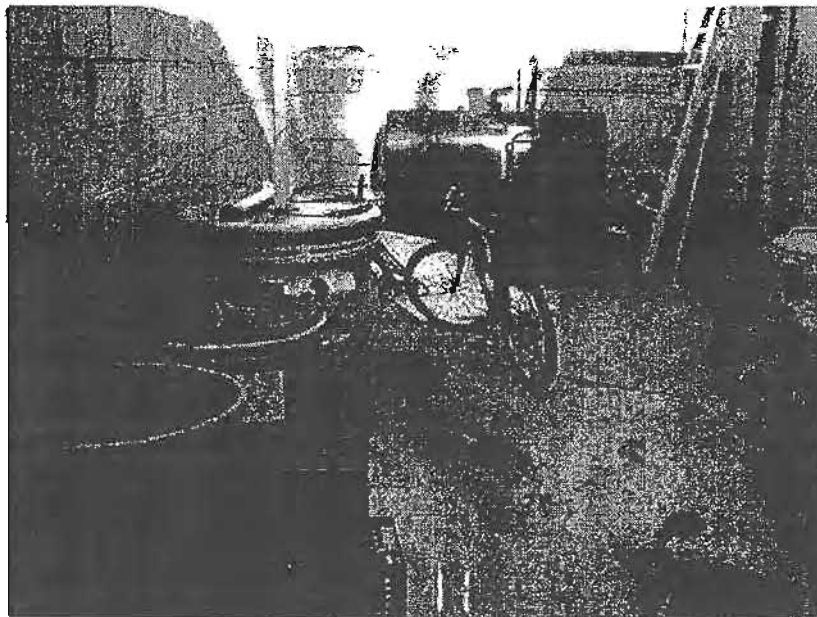
Photograph 5. View of the vacant lot at 712-718 Main Street.



Photograph 6. View of Cardillo's Service Station at 720 Main Street, from the corner of Brook and Main Streets.



Photograph 7. View of the propane tank in the back of Cardillo's Service Station and properties across Brook Street.



Photograph 8. View of the enclosed maintenance area directly behind Cardillo's Service Station, including a heating oil AST, 55-gallon drums, and two air conditioner compressors.

APPENDIX E
Site Visit Guide

Haley & Aldrich, Inc.
ASTM Phase I Environmental Site Assessment
Site Visit and Interviews Guide - Page 1 of 8

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

H&A Representative: Katharine North

Key Site Manager: none

Tenant Interviews: none

Note: Pages 15 and 16 of the ASTM E1527-00 Standard include a detailed description of what should be observed during a site visit, and of what each bulleted item is intended to address.

1. General Site Setting

(Describe the topography, surface water, geologic features (e.g. bedrock outcrops), landscaping, roads, structures, areas not developed with roads or structures, and property boundaries)

flat with berm beyond property to west

Slopes north to Brook Street

Some landscaped areas at Cardillo's, mostly paved or packed dirt
vacant lot is packed dirt

2. Current Site Uses and Tenants:

(Do they use or store OHM? Doctor or dentist offices? Printers? Labs? Photo developers? Dry cleaners? Manufacturing or light industrial spaces?)

two residences

gas station, including mini-mart & Dozen Donuts shop,
propane filling

vacant lot

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

3. Previous Site Uses and Tenants: - from Library
(Collect same information as for current site uses and tenants)

- 1900 - William Fuller & Co - lumber
branch office, store, and yard at 720 Main St
- 1918 - residences at all locations
702 Main St - grocer
703 Main St - Stamping
- 1964 - 720 - North End Barber Shop
residences at remaining locations
- 1975 - 712 - Cardello's Mobil Service
residences at remaining locations

4. Description of Adjoining Properties:

North: Brook St

Hannaford & CVS

South: Whitney Bros Co. Heating Sales and Service (682 Main)

East: Main St

Scooby Doo Sports Bar
residences

West:

berm

billboards

railroad

Haley & Aldrich, Inc.
ASTM Phase I Environmental Site Assessment
Site Visit and Interviews Guide - Page 3 of 8

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

5. Current or Past Uses of Adjoining properties and the surrounding area

unknown

6. Suppliers of the following services:

Potable Water: Town of Clinton

Sewerage: Town of Clinton

Waste Disposal (trash, OHM waste, biohazard waste): 696 - WM

Utilities (electric, gas): National Grid

Cardillo's - Allied waste
700 - local

7. Heating and cooling system:

(Fuel oil? Steam? What is the source?)

696 & 700 Main St - 275-gallon ASTs in basements

Cardillo's - 330 gal AST in maintenance yard

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

8. Use and Storage of Hazardous Substances and Petroleum Products (Interior and Exterior):
(Describe types, quantities, locations, storage types (drums or buckets?), and secondary containment. Are there nearby floor drains? Are the storage containers properly labeled? Is there evidence of a release? How are the materials brought in, stored, used, and disposed? Describe drums and storage tanks, both aboveground and underground. For tanks, describe their construction, capacity, contents, fill and vent locations, permits, age, leak detection or spill prevention. Did you observe evidence or does the site manager have knowledge of a release?)

700 Main St - 275 gallon AST w/ permit to J. Tomolo in 1953
1 gallon antifreeze, 3/4 full
12 fl oz car wash, mostly empty
1 gallon latex paint, partially full
1 quart unknown, unlabelled dark liquid - oil?

696 Main St - lawn mower outside
275 gallon AST (outside)
1 gallon termite ant killer (0.2% permethrin), mostly empty
1 quart liquid boiler seal, empty
other: paint, sealant (silicone), window

Cardillo's - car wash concentrate
4 12-oz cans spray paint

9. Other Drums or Containers WD-40, motor oil for sale, compressed air can
(Including unidentified containers or drums or containers with unidentified uses, regardless of whether or not they are leaking, unless it is known that their contents are not hazardous materials or petroleum products.)

[4] 55-gallon drums behind Cardillo's, labeled "gasoline/H₂O/silt"
1000-gallon propane tank

Stored neatly

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ASTM Phase I Environmental Site Assessment
Site Visit and Interviews Guide - Page 5 of 8

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

10. PCBs:

(commonly found in electric or hydraulic equipment, e.g., transformers, capacitors, hydraulic lifts, hydraulic elevators, - age?, evidence or knowledge of a release?, pad or pole-mounted?, owner?)

Keyspan "gas regulator installation"

no other hydraulic equipment

11. Hydraulic Lifts and Elevators:

(Observe the reservoirs and elevator pits - usually must be arranged in advance. Is there evidence of a release from the reservoir or piston? Does the site contact have knowledge of a release?)

none

12. Vehicle Maintenance Lifts:

none

13. Emergency Generators and Sprinkler System Pumps:

(How fueled? What use? Evidence or knowledge of a release?)

none observed

14. Transformers, Circuit Breakers and Capacitors:

(How fueled? What use? Evidence or knowledge of a release?)

Keyspan transformer (pad-mounted) on Main St, next to Cardillo's

15. Floor Drains and Sumps:

(Discharge location?, sump permits?, evidence of a release?, storage of OHM nearby?)

sump in basement at 700 Main

Haley & Aldrich, Inc.
ASTM Phase I Environmental Site Assessment
Site Visit and Interviews Guide - Page 6 of 8

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

16. Catch basins and Oil/Water Separators:

none observed

17. Dry wells:

(Where do they lead? Was anything disposed in the dry wells? Are they concrete lined or do they lead directly into the ground?)

none observed

18. Stains or Corrosion on Floors, Walls, or Ceilings:

(What is the probable cause? Are the stains indicative of a release? Are they near drains or other conduits to the subsurface?)

pipe dripping in basement of 700 Main St

19. Odors:

none

20. Pits, Ponds, Lagoons, and Pools of Liquid:

(Standing surface water? Sump pits?)

liquid in basement at 700 Main St

21. Stained Soil or Pavement and Stressed Vegetation:

none observed

Haley & Aldrich, Inc.
ASTM Phase I Environmental Site Assessment
Site Visit and Interviews Guide - Page 7 of 8

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

22. Solid Waste:

(Describe areas that look like they could have been filled with trash or other solid waste.)

none

debris across properties at 696 & 700 Main St

23. Wastewater and Stormwater Discharge:

(Describe the system. Ask about permits - Are they required? Are they in place?)

none

24. Monitoring, Water Supply, and Irrigation Wells:

8 wells observed at 696 & 700 Main St

5 wells " on South side of Cardillo's

4 wells at corners of fill pad (north side of Cardillo's)

4 wells at NW side of Cardillo's

4 wells near pump island

25

25. Sanitary Sewer and Septic Systems:

sewer provided by town

26. Manhole covers:

(Where do they lead? Are they identified?)

Cardillo's - unknown

H&A File No.: 33697-001 Date of Visit & Interview: 9 January 2007

Site Name and Address: Clinton, MA
696, 700, 712-714, and 720 Main Street

27. Known or Suspected Releases:

(Ask about the location, type, response, and status of each, if any)

(see DEP records)

28. Previous Environmental Assessments:

(Ask to obtain copies of previous environmental reports. If recommendations were made in the previous reports, ask about the status of the responses, if any.)

(see DEP records)

29. Property Environmental Records:

(Ask to review and obtain copies of manifests, tank registrations, discharge permits, and other environmentally-related documentation.)

N/A

30. Review of Building Plans:

(Ask to review old plans of the property—look for tanks, septic systems, or other old features or previous uses related to oil and hazardous materials.)

N/A

Exhibit C

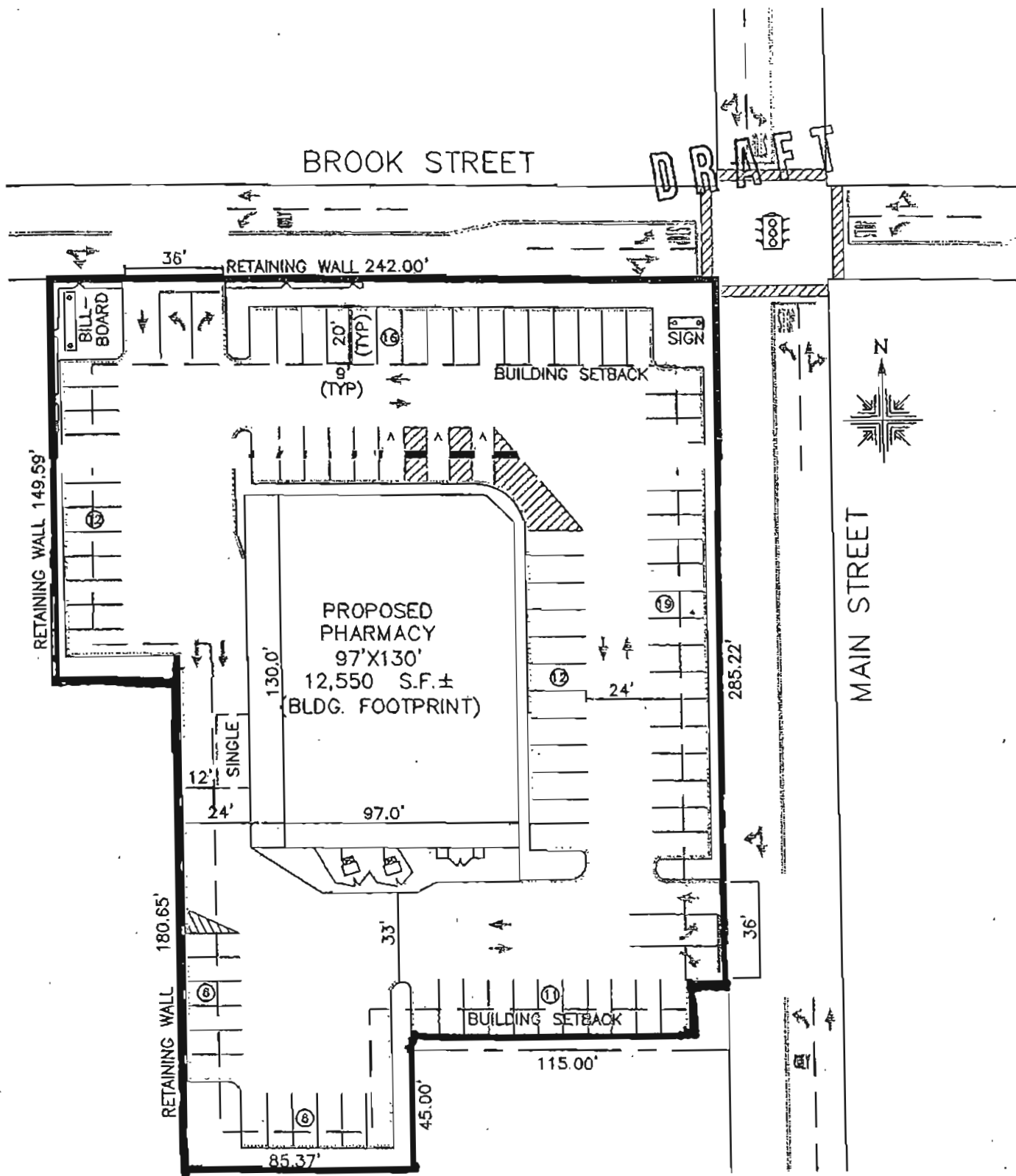


FIGURE DEVELOPED FROM THE RICHMOND COMPANY, INC. "CONCEPT PLAN 9", DATED DECEMBER 15, 2006

FIGURE 1

PROPOSED NEW LOT

1-INCH = 50-FEET

JANUARY 23, 2007

PROPERTY
MAIN STREET & BROOK STREET
CLINTON, MASSACHUSETTS

Williamson
Environmental LLC