

Hewlett Packard Environmental Covenant Summary

Covenant ID: HMCOV00050

Covenant Information:

Covenant Date: December 22, 2008

Self Reporting: Yes

Media of Concern:

Surface Water: No

Groundwater: Yes

Air: No

Soil: Yes

Other: No

Contaminants of Concern: TCE, 1,2-DCE, 1,1,1-TCA, 1,1-DCE

Property Restrictions:

1. Non-residential land use in certain areas
2. Groundwater use prohibited
3. Follow Materials Management Plan to disturb environmental media
- 4.

Site Information:

ID: COD056562085

Name: Hewlett Packard Facility

Address: 815 14th Street Southwest

City: Loveland

State: CO

Zip Code: 80537

Legal Description:

Site Contact Information:

Name: Environmental Counsel - Corporate Legal Dept

Address: 5301 Stevens Creek Blvd., MS 1A-LC

City: Santa Clara

State: CA Zip Code: 95051

HEWLETT - PACKARD FACILITY - All Parcels



**This property is subject to an Environmental Covenant held by
the Colorado Department of Public Health and Environment
pursuant to section 25-15-321, C.R.S.**

ENVIRONMENTAL COVENANT

Agilent Technologies, Inc. ("Agilent") grants an Environmental Covenant ("Covenant") this 11th day of February, 2011 to the Hazardous Materials and Waste Management Division of the Colorado Department of Public Health and Environment ("the Department") pursuant to C.R.S. § 25-15-321 of the Colorado Hazardous Waste Act, C.R.S. § 25-15-101, *et seq.* The Department's address is 4300 Cherry Creek Drive South, Denver, Colorado 80246-1530.

WHEREAS, Agilent is the owner of certain property commonly referred to as the former Hewlett Packard - Loveland Manufacturing Facility, located at 815 14th Street Southwest, Loveland, Colorado, portions of which, more particularly described in Exhibits A, B, C, and D attached hereto and incorporated herein by reference as though fully set forth (hereinafter referred to as "the Property"), contain residual levels of certain contaminants; and

WHEREAS, pursuant to the Corrective Action Plan implemented under Consent Order 87-3-13-1, the Property was the subject of enforcement and remedial action pursuant to the Colorado Hazardous Waste Act, C.R.S. § 25-15-301, *et seq.* ("CHWA"); and

WHEREAS, the purpose of this Covenant is to ensure protection of human health and the environment by restricting uses of the Property in limited areas which exhibit residual levels of contamination above regulatory standards that could, if engaged in, lead to adverse impacts to human health or the environment; and

WHEREAS, Agilent desires to subject the Property to certain covenants and restrictions as provided in Article 15 of Title 25, Colorado Revised Statutes, which covenants and restrictions shall burden the Property and bind Agilent and all parties having any right, title or interest in the Property, or any part thereof, their heirs, successors and assigns, and any persons using the land, as described herein, for the benefit of the Department and the Hewlett-Packard Company ("Hewlett-Packard"); and

WHEREAS, pursuant to Article 15 of Title 25, Colorado Revised Statutes, certain covenants and restrictions, dated December 22, 2008, were recorded against the Property on January 5, 2009 at Reception number 20090000110 of the records of Larimer County, Colorado (“Prior Covenants and Restrictions”) that included provisions to address the potential for metals contamination in soil underneath the existing buildings on the Property; and

WHEREAS, based on new data and information, the Department approved the modification of the Prior Covenants and Restrictions to remove those metals provisions pursuant to Section 2 of that document; and

WHEREAS the covenants and restrictions herein are intended to supersede and replace the Prior Covenants and Restrictions in their entirety and serve as the only covenants and restrictions burdening the Property pursuant to Article 15 of Title 25, Colorado Revised Statutes.

NOW, THEREFORE, Agilent hereby grants this Covenant to the Department, with Hewlett-Packard as a third party beneficiary, and declares that the Property as described in Exhibits A, B, C, and D shall hereinafter be bound by, held, sold, and conveyed subject to the following requirements set forth below, which shall run with the Property in perpetuity and be binding on Agilent and all parties having any right, title or interest in the Property, or any part thereof, their heirs, successors and assigns, and any persons using the land. Agilent and all parties having any right, title, or interest in the Property, or any part thereof, their heirs, successors and assigns shall hereinafter be referred to in this covenant as OWNER.

1) Use restrictions

a) The following restrictions shall apply to those parcels shaded blue on Exhibit A and further described in Exhibits B and C:

(i) Groundwater shall not be removed by well or other means for domestic, agricultural, commercial, or other use. For the purpose of this restriction, “groundwater” means subsurface water in a zone of saturation that is or can be brought to the surface of the ground or to surface waters through wells, springs, seeps or other discharged areas. This limitation shall not apply to the existing monitoring wells located on the Property and to potential installation of monitoring wells in the future for use solely to obtain groundwater samples for analysis.

(ii) Any excavation, grading, or construction activity that has the potential to expose groundwater shall be conducted pursuant to the groundwater provisions of a Materials Management Plan approved by the Department, a copy of which is attached hereto as Exhibit E and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 10 herein.

(iii) Unless modified pursuant to Paragraph 2 below, any new construction of enclosed buildings to include residential, child care, elder care or care of the infirm uses shall include vapor intrusion controls such as a vapor barrier, a sub-slab depressurization system, or a passive venting system, as may be appropriate and determined by standard engineering practices and that is approved by the Department.

(iv) Unless modified pursuant to Paragraph 2 below, with the exception of Building E, none of the following uses shall be in any building existing on the Property as of the date of this Covenant unless the building is retrofit or otherwise adapted to include vapor intrusion controls such as a vapor barrier, a sub-slab depressurization system, or a passive venting system, as may be appropriate and determined by standard engineering practices and that is approved by the Department: residential, childcare, eldercare or care of the infirm.

b) The following restrictions shall apply to those parcels shaded red on Exhibit A and further described in Exhibit D:

(i) Groundwater on the Property shall not be removed by well or other means for domestic, agricultural, commercial, or other use. For the purpose of this restriction, "groundwater" means subsurface water in a zone of saturation that is or can be brought to the surface of the ground or to surface waters through wells, springs, seeps or other discharged areas. This limitation shall not apply to the existing monitoring wells located on the Property and to potential installation of monitoring wells in the future for use solely to obtain groundwater samples for analysis.

(ii) Unless modified pursuant to Paragraph 2 below, no residential use shall be made of the Property.

(iii) Any excavation, grading, or construction activity that has the potential to disturb the soil shall be conducted pursuant to the soil provisions of a Materials Management Plan approved by the Department. A copy of the Materials Management Plan is attached hereto as Exhibit E and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 10 herein.

(iv) Any excavation, grading, or construction activity that has the potential to expose groundwater shall be conducted pursuant to the groundwater provisions of a Materials Management Plan approved by the Department. A copy of the Materials Management Plan is attached hereto as Exhibit E and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 10 herein.

c) As originally constructed, Building C on the Property includes two French Drain systems that protect the building and structures within it from groundwater intrusion. These French Drain systems collect at two points, the Building C French Drain Sump (BCFDS) and the Fire Tank Sump (FTS). The BCFDS discharges by gravity, and the FTS discharges by pump, to underground storm water piping, which drains by gravity to the Irrigation / Stormwater Pond. Unless and until Building C is demolished, the BCFDS, the FTS and associated pumps and piping must be maintained in good working order at all times. Any modifications to the BCFDS, the FTS or associated pumps and piping must be completed in accordance with the Materials Management Plan. A copy of the Materials Management Plan is attached hereto as Exhibit E and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 10 herein.

2) Modifications

This Covenant runs with the land and is perpetual, unless modified or terminated pursuant to this paragraph. OWNER may request that the Department approve a modification or termination of the Covenant. The request shall contain information showing that the proposed modification or termination shall, if implemented, ensure protection of human health and the environment. The Department shall review any submitted information, and may request additional information. If the Department determines that the proposal to modify or terminate the Covenant will ensure protection of human health and the environment, it shall approve the proposal. No modification or termination of this Covenant shall be effective unless the Department has approved such modification or termination in writing. Information to support a request for modification or termination shall include one or more of the following:

- a) a proposal to perform additional remedial work;
- b) new information regarding the risks posed by the residual contamination, which can include but is not limited to: 1) indoor air and soil sampling data approved by the Department that indicates no exceedances of the residential air standards and Colorado Soil Evaluation Values for residential use for applicable contaminants of concern identified in the Materials Management Plan exist or will exist in the future, or 2) data demonstrating that a vapor barrier, a sub-slab depressurization system, or a passive venting system, as may be appropriate and determined by standard engineering practices, if installed as approved by the Department, will eliminate risks posed by the residual contamination, or 3) data demonstrating that soil exceeding Colorado Soil Evaluation Values is addressed pursuant to a plan approved by the Department;
- c) information demonstrating that residual contamination has diminished;
- d) information demonstrating that an engineered feature or structure is no longer necessary;
- e) information demonstrating that the proposed modification would not adversely impact the remedy and is protective of human health and the environment; and
- f) other appropriate supporting information.

3) Conveyances

OWNER shall notify the Department at least fifteen (15) days in advance of any proposed grant, transfer or conveyance of any interest in any or all of the Property.

4) Notice to Lessees

OWNER agrees to incorporate either in full or by reference the restrictions of this Covenant in any leases, licenses, or other instruments granting a right to use the Property.

5) Notification for proposed construction and land use

OWNER shall notify the Department simultaneously when submitting any application to a local government for a building permit or change in land use.

6) Inspections

The Department shall have the right of entry to the Property at reasonable times with prior notice for the purpose of determining compliance with the terms of this Covenant. Nothing in this Covenant shall impair any other authority the Department may otherwise have to enter and inspect the Property.

7) No Liability

The Department does not acquire any liability under State law by virtue of accepting this Covenant, nor does any other named beneficiary of this Covenant acquire any liability under State law by virtue of being such a beneficiary.

8) Enforcement

The Department may enforce the terms of this Covenant pursuant to C.R.S. § 25-15-322. Agilent, Hewlett-Packard and any other named beneficiaries of this Covenant may file suit in district court to enjoin actual or threatened violations of this Covenant.

9) Owner's Compliance Certification

OWNER shall execute and return a certification form provided by the Department, on an annual basis, detailing OWNER's compliance, and any lack of compliance, with the terms of this Covenant.

10) Notices

Any document or communication required under this Covenant shall be sent or directed to:

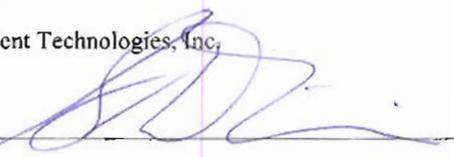
Hazardous Materials and Waste Management Division
Colorado Department of Public Health and Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Environmental Counsel
Corporate Counsel
Agilent Technologies, Inc.
5301 Stevens Creek Blvd., MS 1A-1C
Santa Clara, CA 95051

Environmental Counsel
Corporate Legal Department
Hewlett-Packard Company
3000 Hanover Street, MS- 1050
Palo Alto, CA 94304

Any party to this Covenant may change the person or address to which documents or communication must be directed by Notice of such change pursuant to this Section 10.

Agilent Technologies, Inc., has caused this instrument to be executed this 10th day of February, 2011.

Agilent Technologies, Inc.
By: 

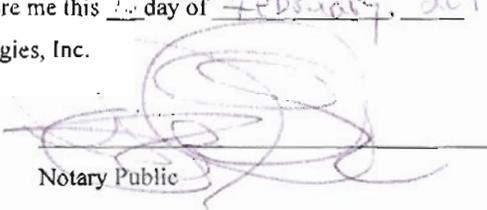
Title: Stephen D. Williams
Vice President,
Assistant General Counsel
and Assistant Secretary

STATE OF California)

COUNTY OF Santa Clara) ss:

The foregoing instrument was acknowledged before me this 10th day of February, 2011
by Stephen Williams on behalf of Agilent Technologies, Inc.



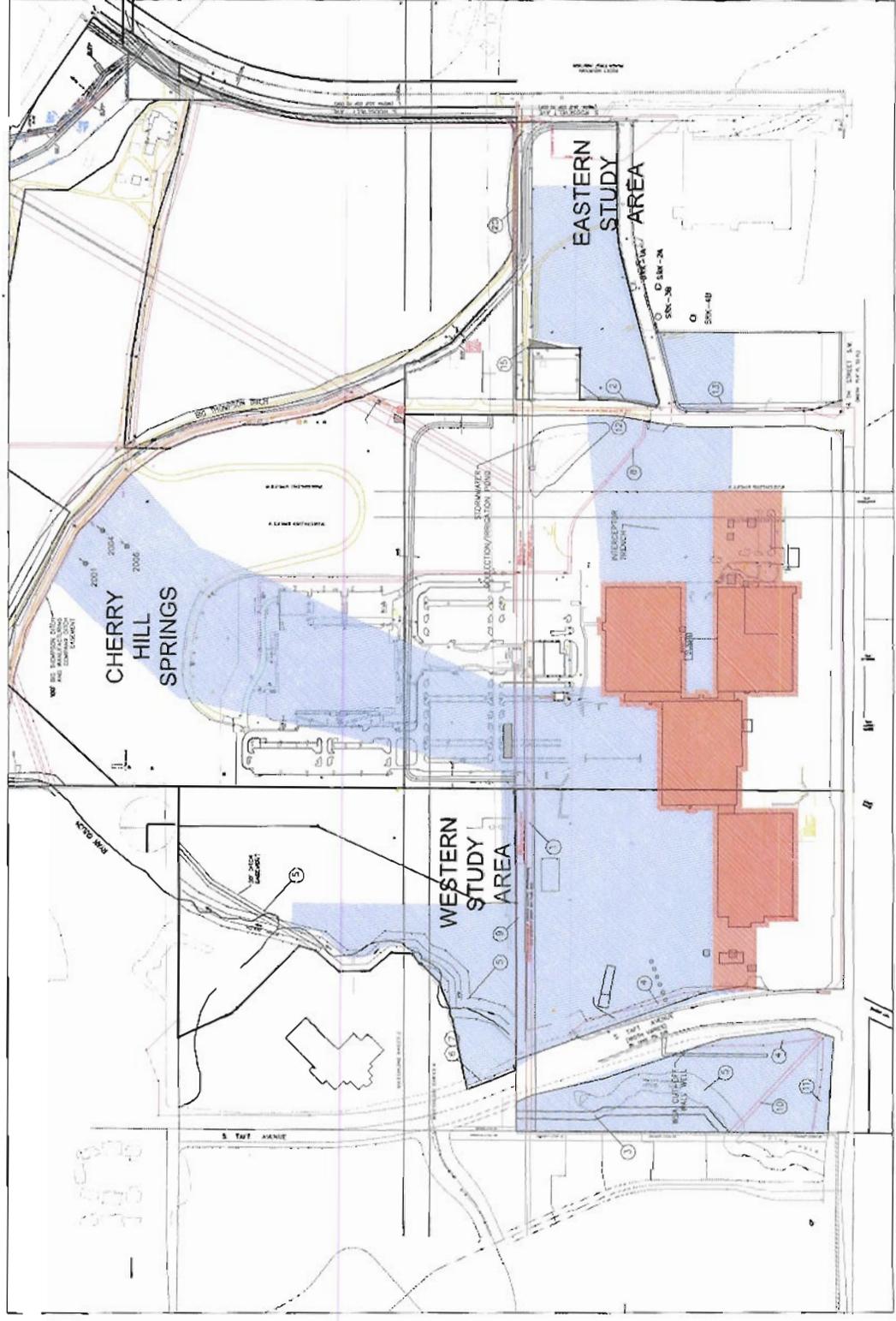

Notary Public
5301 Stevens Creek Blvd
Address Santa Clara CA

My commission expires: _____

EXHIBIT A

Covenant Area Figure

SOURCE:
ALTA/ACSM Land
Title Survey By
STANTEC Dated
July 27, 2006



Legend
Blue: Existing Area
Orange: Proposed S.A. Wood Area



PROJECT NO. 0102794.00	DATE June 2007	REVISION A
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FIGURE 10

HP SITE COVENANT AREAS

EXHIBIT B

Legal Description – Groundwater Area (West)



EXHIBIT B-1

Description of Parcel No. I-A

A tract of land lying in the Southwest Quarter of Section 23, Township 5 North, Range 69 West of the Sixth Principal Meridian; City of Loveland, County of Larimer, State of Colorado; being more particularly described as follows:

Considering the South line of the Southwest Quarter of said Section 23 as bearing North 89°56'36" East and with all bearings herein relative thereto.

COMMENCING at the Southwest Corner of said Section 23; Thence along the westerly line of the Southwest Quarter of the Southwest Quarter of said Section 23, North 00°23'31" East, a distance of 101.07 feet to the POINT OF BEGINNING;

Thence continuing along the westerly line of the Southwest Quarter of the Southwest Quarter of said Section 23, North 00°23'31" East, a distance of 1213.62 feet to the South Sixteenth Corner common to Sections 22 and 23;

Thence North 89°54'50" East, a distance of 112.25 feet to the westerly right of way line of South Taft Avenue;

Thence along the westerly right of way line of South Taft Avenue the following five (5) Courses and Distances:

1. South 23°06'27" East, a distance of 68.37 feet;
2. South 13°00'13" East, a distance of 280.75 feet;
3. South 18°23'26" East, a distance of 484.26 feet;
4. South 06°37'02" East, a distance of 343.02 feet;
5. South 19°26'46" West, a distance of 103.77 feet to the northerly right of way line of 14th Street S.W.;

Thence along the northerly right of way line of 14th Street S.W., North 86°46'13" West, a distance of 368.91 feet to the POINT OF BEGINNING;

The above described parcel contains a calculated area of 8.003 acres, more or less and is subject to all easements and rights of way on record or existing.

Representation attached hereto and incorporated herein by reference.

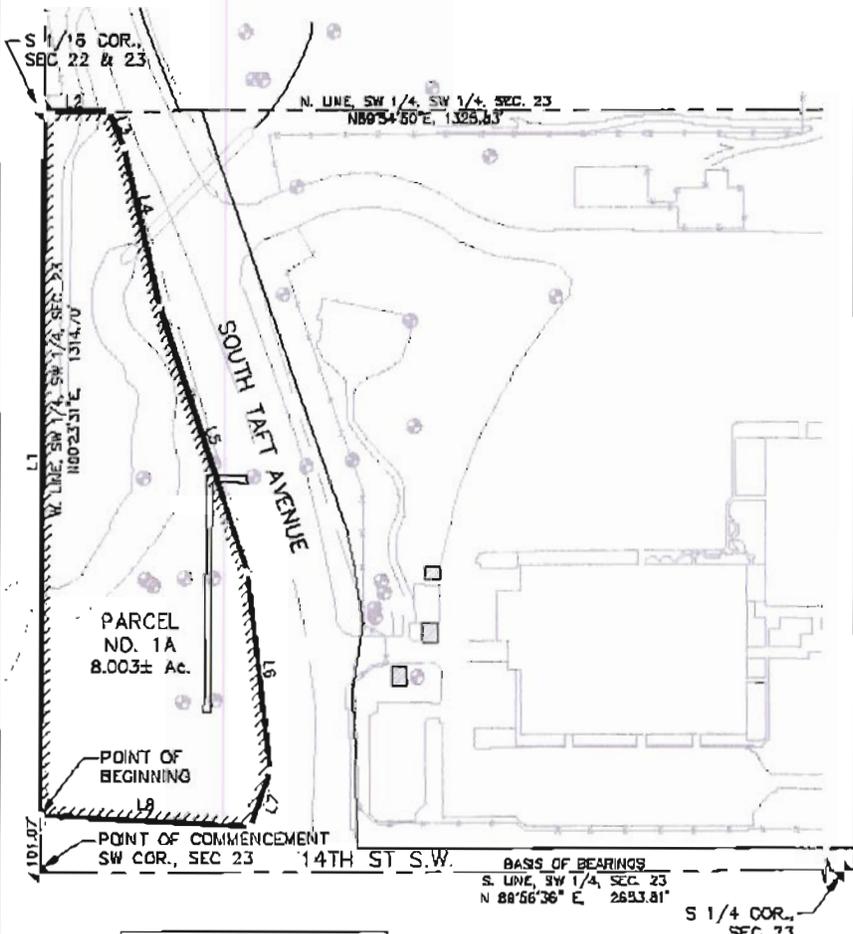
David L. Swanson

Colorado Professional Land Surveyor Registration Number 36070

V:\5371\fact\037110073\survey\legals\CDPS\1000P\1000-CDPS-1.doc August 11, 2008
spw/ldm

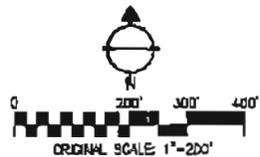
Graphic representation follows

A REPRESENTATION OF EXHIBIT B-1
A TRACT OF LAND LYING IN THE SOUTHWEST QUARTER OF SECTION 23,
TOWNSHIP 6 NORTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO



LINE	BEARING	DISTANCE
L1	N00°23'31"E	1213.62'
L2	N89°54'50"E	112.25'
L3	S23°06'27"E	69.37'
L4	S13°00'13"E	260.75'
L5	S19°23'28"E	484.28'
L6	S08°37'02"E	343.02'
L7	S19°28'48"W	103.77'
LB	N66°48'13"W	388.91'

THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.



<p>OWNER'S COPY I hereby certify that the above is a true and correct copy of the original as shown to me by the Surveyor.</p> <p>_____ A. WALKER 6/7/79</p>	<p>PROF. SURVEYOR O. SKENSON</p>	<p>ADVISED CONSULTING ENGINEER, INC. 200 South Main Street 1st Floor, Box 1000 Loveland, CO 80538 (303) 636-2000</p>	<p>PROPERTY A REPRESENTATION OF EXHIBIT B-1 PARCEL NO. 1A AQUILITY CAMPUS LOVELAND CO</p> <p>FILE OF DRAWING A REPRESENTATION OF EXHIBIT B-1 167110051-0001-A-000</p>	<p>SHEET NO. 167110051</p> <p>DRAWING NO.</p> <p>SHEET 2 OF 2</p>
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EXHIBIT B-2

Description of Parcel No. 1B

A tract of land lying in the West Half of Section 23, Township 5 North, Range 69 West of the Sixth Principal Meridian; City of Loveland, County of Larimer, State of Colorado; being more particularly described as follows:

Considering the South line of the Southwest Quarter of said Section 23 as bearing North 89°56'36" East and with all bearings herein relative thereto.

COMMENCING at the Southwest Corner of said Section 23; Thence North 44°52'50" East, a distance of 776.40 feet to the easterly right of way line of South Taft Avenue and the POINT OF BEGINNING;

Thence along the easterly right of way line of South Taft Avenue the following five (5) Courses and Distances:

1. North 12°01'16" West, a distance of 43.45 feet;
2. North 19°22'39" West, a distance of 765.82 feet;
3. South 89°54'50" West, a distance of 39.74 feet;
4. North 21°53'37" West, a distance of 111.13 feet;
5. Along the arc of a tangent curve to the right having a radius of 1855.00 feet, a central angle of 02°51'48" and an arc length of 92.70 feet;

Thence North 77°54'26" East, a distance of 283.28 feet;

Thence North 05°05'14" East, a distance of 6.37 feet;

Thence North 84°47'50" East, a distance of 36.48 feet;

Thence North 67°39'02" East, a distance of 102.52 feet;

Thence North 44°56'21" East, a distance of 102.43 feet;

Thence North 19°04'15" East, a distance of 8.61 feet;

Thence North 55°26'21" East, a distance of 43.98 feet;

Thence North 04°29'22" East, a distance of 24.57 feet;

Thence North 85°17'43" East, a distance of 37.60 feet;

Thence North 04°45'56" West, a distance of 64.26 feet;

Thence along the arc of a non-tangent curve to the left having a radius of 226.01 feet, a central angle of 16°06'51" and an arc length of 63.56 feet, the chord of which bears North 29°48'53" West, a distance of 63.35 feet;

Thence along the arc of a reverse curve to the right having a radius of 86.87 feet, a central angle of 34°13'45" and an arc length of 51.90 feet;

Thence North 03°38'33" West, a distance of 64.24 feet;

Thence North 50°12'21" East, a distance of 69.93 feet;

Thence North 38°59'14" East, a distance of 75.53 feet;

Thence North 18°06'38" East, a distance of 29.20 feet;

Thence North 05°11'27" West, a distance of 86.09 feet;

Thence South 86°03'24" East, a distance of 115.53 feet;

Thence South 00°27'44" West, a distance of 81.479 feet;

Thence North 89°38'07" East, a distance of 516.05 feet;

Continued on next page

EXHIBIT B-2

Description of Parcel No. 1B (continued)

Thence North 12°46'18" East, a distance of 1290.86 feet;
Thence North 42°21'36" East, a distance of 414.92 feet;
Thence North 43°34'46" East, a distance of 249.17 feet;
Thence South 62°04'01" East, a distance of 221.88 feet;
Thence South 44°09'47" East, a distance of 99.75 feet;
Thence South 50°09'43" East, a distance of 135.22 feet;
Thence South 45°45'15" East, a distance of 63.77 feet;
Thence South 47°30'58" West, a distance of 382.08 feet;
Thence South 24°25'20" West, a distance of 1306.23 feet;
Thence South 00°08'35" West, a distance of 378.01 feet;
Thence South 89°55'31" West, a distance of 37.31 feet;
Thence South 00°04'29" East, a distance of 72.30 feet;
Thence South 89°55'31" West, a distance of 38.73 feet;
Thence South 00°04'29" East, a distance of 97.00 feet;
Thence South 89°55'31" West, a distance of 11.81 feet;
Thence South 00°04'29" East, a distance of 49.40 feet;
Thence South 89°50'14" West, a distance of 390.29 feet;
Thence South 00°04'29" East, a distance of 107.08 feet;
Thence South 89°55'31" West, a distance of 12.33 feet;
Thence South 00°04'29" East, a distance of 48.00 feet;
Thence North 89°55'31" East, a distance of 12.33 feet;
Thence South 00°04'29" East, a distance of 62.52 feet;
Thence South 89°55'31" West, a distance of 702.35 feet to the POINT OF BEGINNING;

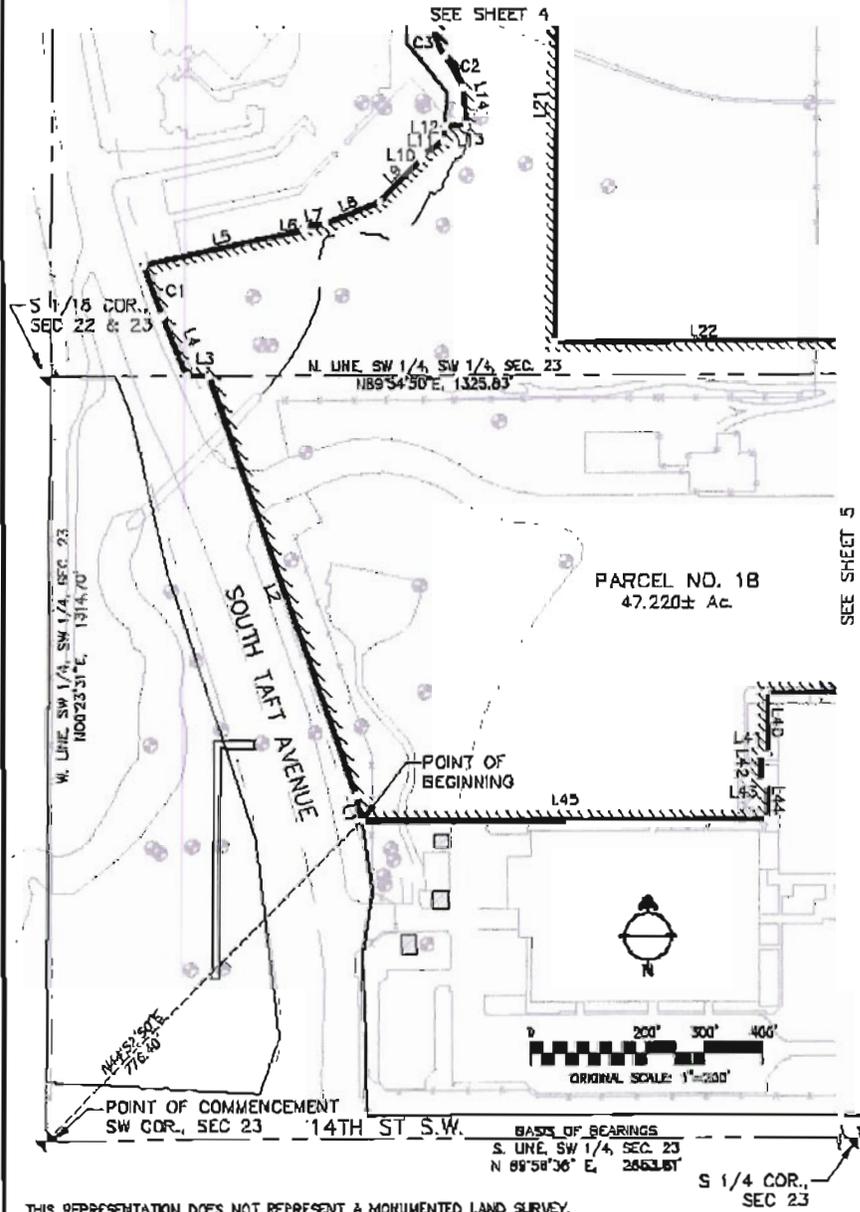
The above described parcel contains a calculated area of 47.220 acres, more or less and is subject to all easements and rights of way on record or existing.

Representation attached hereto and incorporated herein by reference.

David L. Swanson
Colorado Professional Land Surveyor Registration Number 36070
V:\52871\active\187110051\survey\legal\CD#9810051v-ar-CDPH-1B.doc August 01, 2008
agw/dls/am

Graphic representation follows

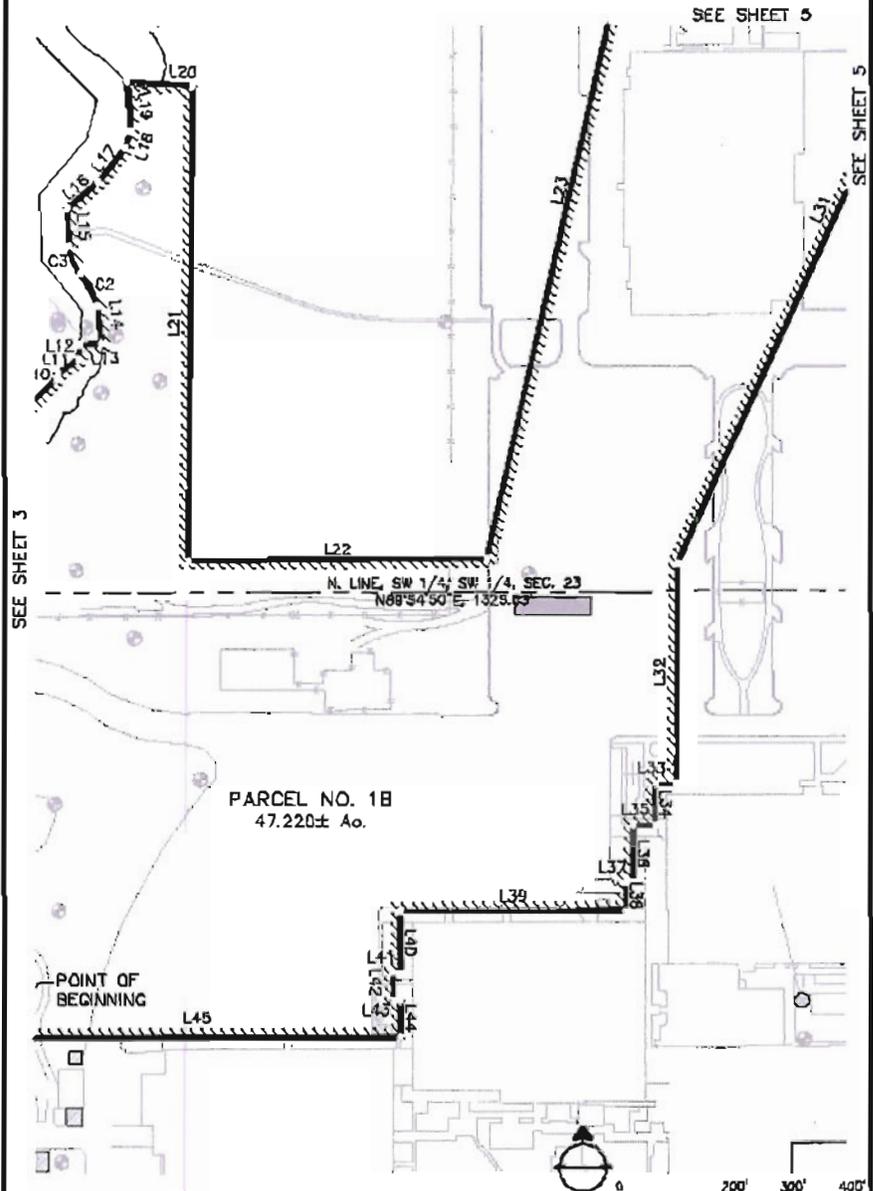
A REPRESENTATION OF EXHIBIT B-2
A TRACT OF LAND LYING IN THE WEST HALF OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 8TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO



THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

<p>OWNER'S NAME JAMES S. SUTHERLAND 187110051</p>	<p>OWNER'S ADDRESS 187110051 LOVELAND, CO 80540</p>	<p>STATE OF COLORADO COUNTY OF LARIMER CITY OF LOVELAND</p>	<p>PROJECT NO. 187110051</p> <p>PROJECT NAME A REPRESENTATION OF EXHIBIT B-2 PARCEL NO. 18 JAMES SUTHERLAND LOVELAND CO</p>	<p>SHEET 3 OF 3</p>
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A REPRESENTATION OF EXHIBIT B-2
A TRACT OF LAND LYING IN THE WEST HALF OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 8TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO

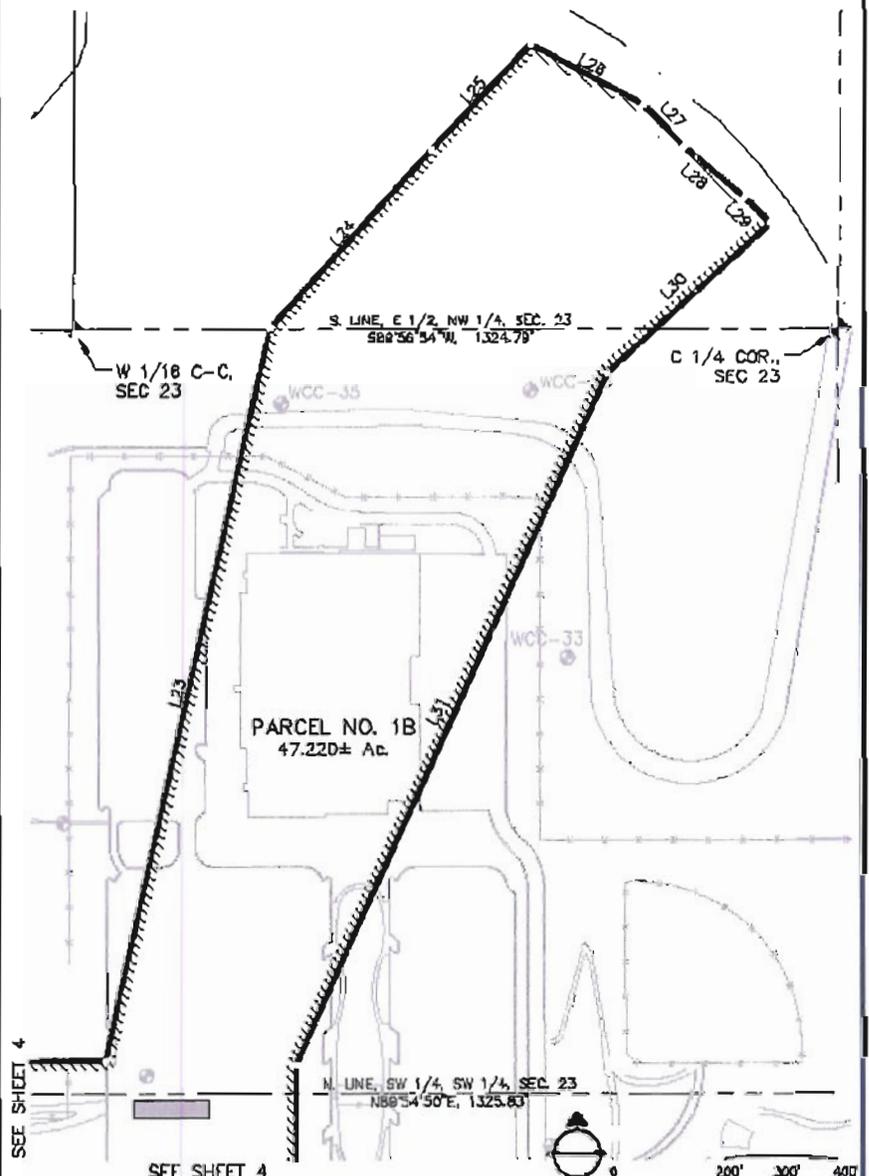


THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

ORIGINAL SCALE: 1"=200'

<p>APPROVED BY THE BOARD STATE OF COLORADO DEPARTMENT OF REVENUE DIVISION OF LAND & MINES</p>	<p>APPROVED BY THE BOARD STATE OF COLORADO DEPARTMENT OF REVENUE DIVISION OF LAND & MINES</p>	<p>SENTINEL CONSULTING ENGINEERS, INC. 201 South Main Street, Suite 100 Loveland, CO 80537 970.663.2222 www.sentinel-engineers.com</p>	<p>PROJECT A REPRESENTATION OF EXHIBIT B-2 PARCEL NO. 1B ADELPHI CAMPUS LOVELAND CO</p>	<p>PROJECT NO. 167110051</p>
<p>DATE OF DRAWING A REPRESENTATION OF EXHIBIT B-2 10/20/2010 - CCPEH-10</p>			<p>SHEET NO. SHEET 4 OF 5</p>	

A REPRESENTATION OF EXHIBIT B-2
A TRACT OF LAND LYING IN THE WEST HALF OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 8TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO



THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

<p>APPROVED BY THE BOARD OF COUNTY COMMISSIONERS COUNTY OF LARIMER DATE: 08/01/2008</p>	<p>APPROVED BY THE COUNTY ENGINEER DATE: 08/01/2008</p>	<p>ENGINEERING CONSULTING SERVICES, INC. 200 South Harvard P.O. Box 1000 Loveland, Colorado 80539 (970) 687-1100 www.ecsinc.com</p>	<p>PROJECT: A REPRESENTATION OF EXHIBIT B-2 PARCEL NO. 1B ACADAMY CAMPUS LOVELAND CO</p> <p>PROJECT NO: 167110051</p> <p>DATE OF DRAWING: A REPRESENTATION OF EXHIBIT 1-4 (2007) - 07/24/08</p> <p>SHEET 5 OF 8</p>
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A REPRESENTATION OF EXHIBIT B-2
A TRACT OF LAND LYING IN THE WEST HALF OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO

LINE TABLE		
LINE	BEARING	DISTANCE
L1	N12°01'18"W	43.45'
L2	N19°22'39"W	785.62'
L3	S89°54'50"W	39.74'
L4	N21°53'37"W	111.13'
L5	N77°54'26"E	283.28'
L6	N05°05'14"E	6.37'
L7	N84°47'50"E	38.48'
L8	N87°39'02"E	102.62'
L9	N44°58'21"E	102.43'
L10	N19°04'15"E	8.81'
L11	N55°28'21"E	43.98'
L12	N04°29'22"E	24.57'
L13	N95°17'43"E	37.80'
L14	N04°45'58"W	84.26'
L15	N03°38'33"W	84.24'
L16	N50°12'21"E	69.63'
L17	N36°59'14"E	75.53'
L18	N18°08'38"E	29.20'
L19	N05°11'27"W	86.09'
L20	S86°03'24"E	116.63'
L21	S00°27'44"W	814.79'
L22	N89°38'07"E	516.05'
L23	N12°48'16"E	1280.86'
L24	N42°21'36"E	414.92'
L25	N43°34'46"E	248.17'
L26	S82°04'01"E	221.88'
L27	S44°09'47"E	98.78'
L28	S90°09'43"E	135.22'
L29	S45°45'15"E	83.77'
L30	S47°30'58"W	382.08'
L31	S24°29'20"W	1306.23'
L32	S00°08'39"W	378.01'
L33	S89°55'31"W	37.31'
L34	S00°04'29"E	72.39'
L35	S89°55'31"W	36.71'
L36	S00°04'29"E	97.09'
L37	S89°55'31"W	11.61'
L38	S00°04'29"E	48.40'
L39	S89°56'14"W	390.28'
L40	S00°04'29"E	102.08'
L41	S89°55'31"W	12.33'
L42	S00°04'29"E	48.09'
L43	N88°55'31"E	12.33'
L44	S00°04'29"E	82.52'
L45	S89°55'31"W	702.35'

CURVE TABLE					
CURVE	DELTA	RADIUS	LENGTH	BEARING	DISTANCE
C1	02°51'48"	1855.00'	92.70'	N20°27'44"W	92.69'
C2	18°08'51"	228.01'	83.58'	N29°48'53"W	83.39'
C3	34°13'45"	88.87'	51.90'	N20°45'26"W	51.13'



THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

<p>REGISTERED PROFESSIONAL ENGINEER STATE OF COLORADO No. 12345 EXPIRES 12/31/2024</p>	<p>PROJECT NUMBER: 2024-001 PROPERTY ADDRESS: D. SWANSON</p>	<p>GENESIS CONSULTING ENGINEERS, INC. 200 South Main Street PO Box 100, Loveland, CO 80538 (970) 688-0000 www.genesiseng.com</p>	<p>TITLE OF PROJECT: A REPRESENTATION OF EXHIBIT B-2 PARCEL NO. 16 JOHNSON CAMPUS LOVELAND, CO</p> <p>TITLE OF DRAWING: A REPRESENTATION OF EXHIBIT B-2 10000-00000-0000</p> <p>PROJECT NO: 167110051 DRAWING NO.: SHEET 6 OF 6</p>
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EXHIBIT C

Legal Description – Groundwater Area (East)

EXHIBIT C-1

Description of Parcel No. 2A

A tract of land lying in the South Half of Section 23, Township 5 North, Range 69 West of the Sixth Principal Meridian; City of Loveland, County of Larimer, State of Colorado; being more particularly described as follows:

Considering the South line of the Southwest Quarter of said Section 23 as bearing North 89°56'36" East and with all bearings herein relative thereto.

COMMENCING at the South Quarter Corner of said Section 23; Thence North 09°34'48" East, a distance of 479.32 feet to the westerly right of way line of Colorado Avenue and the POINT OF BEGINNING;

Thence North 89°04'51" West, a distance of 247.30 feet;
Thence North 00°04'04" East, a distance of 75.44 feet;
Thence South 89°55'31" West, a distance of 781.19 feet;
Thence North 00°04'29" West, a distance of 14.90 feet;
Thence North 89°55'31" East, a distance of 12.00 feet;
Thence North 00°04'29" West, a distance of 55.30 feet;
Thence South 89°55'31" West, a distance of 12.00 feet;
Thence North 00°04'29" West, a distance of 31.80 feet;
Thence North 89°55'31" East, a distance of 428.52 feet;
Thence North 00°04'29" West, a distance of 336.98 feet;
Thence North 90°00'00" East, a distance of 107.94 feet;
Thence North 84°21'38" East, a distance of 540.65 feet;
Thence along the westerly right of way line of Colorado Avenue the following five (5) courses and distances:

1. South 00°09'19" East, a distance of 56.75 feet;
2. Along the arc of a non-tangent curve to the right having a radius of 674.92 feet, a central angle of 11°58'47" and an arc length of 141.12 feet, the chord of which bears South 05°57'01" West, a distance of 140.86 feet;
3. South 11°56'24" West, a distance of 50.00 feet;
4. Along the arc of a tangent curve to the left having a radius of 1030.00 feet, a central angle of 12°46'24" and an arc length of 229.62 feet;
5. South 00°50'00" East, a distance of 97.22 feet to the POINT OF BEGINNING;

The above described parcel contains a calculated area of 7.990 acres, more or less and is subject to all easements and rights of way on record or existing.

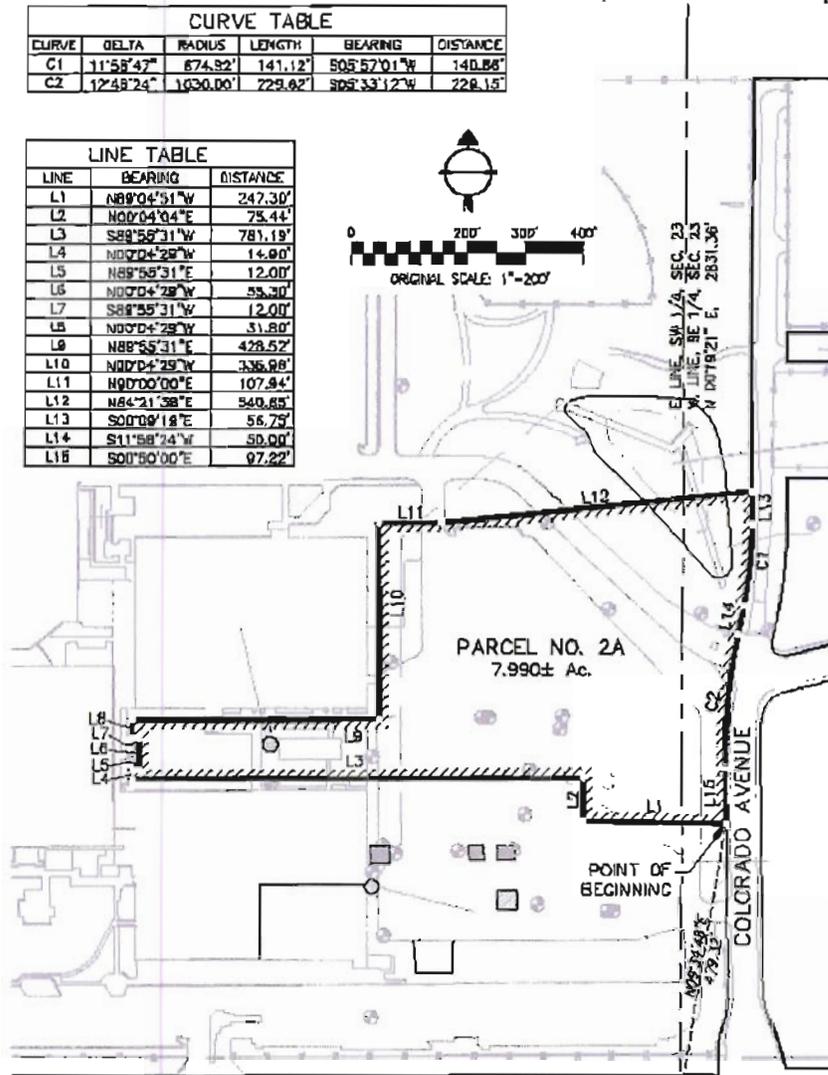
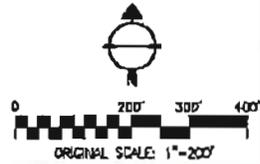
Representation attached hereto and incorporated herein by reference.

David L. Swanson
Colorado Professional Land Surveyor Registration Number 36070
V:\52879\active\187110051\survey\legals\CDPH\10051\rs-ss-CDPH-2A.doc August 01, 2005
sgw/dls/am

A REPRESENTATION OF EXHIBIT C-1
A TRACT OF LAND LYING IN THE SOUTH HALF OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 8TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO

CURVE TABLE					
CURVE	DELTA	RADIUS	LENGTH	BEARING	DISTANCE
C1	11°58'47"	674.92'	141.12'	S05°57'01"W	140.88'
C2	12°48'24"	1030.00'	229.62'	S05°33'12"W	228.15'

LINE TABLE		
LINE	BEARING	DISTANCE
L1	N89°04'51"W	247.30'
L2	N00°04'04"E	75.44'
L3	S89°58'31"W	781.19'
L4	N00°04'28"W	14.80'
L5	N89°58'31"E	12.00'
L6	N00°04'28"W	55.30'
L7	S89°58'31"W	12.00'
L8	N00°04'28"W	31.80'
L9	N89°58'31"E	428.52'
L10	N00°04'28"W	336.88'
L11	N00°00'00"E	107.94'
L12	N64°21'38"E	540.65'
L13	S00°09'18"E	56.75'
L14	S11°58'14"W	50.00'
L15	S00°50'00"E	97.22'



BASIS OF BEARINGS 14TH ST S.W.
 S. LINE, SW 1/4, SEC. 23
 N 89°56'36" E. 2853.81'
 SW COR., SEC 23 POINT OF COMMENCEMENT S 1/4 COR., SEC 23

THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

PROJECT NO. 187110051	PROJECT NAME PARCEL NO. 2A	PROJECT LOCATION LOVELAND, CO	PROJECT DATE 08/01/08	PROJECT DRAWN BY ...	PROJECT CHECKED BY ...
PROJECT TITLE A REPRESENTATION OF EXHIBIT C-1		PROJECT CLIENT LOVELAND CO		PROJECT SHEET NO. 187110051	
PROJECT SCALE 1"=200'		PROJECT DATE 08/01/08		PROJECT SHEET NO. 187110051	

187110051.dwg (1/11/08) 11:00 AM

EXHIBIT C-2

Description of Parcel No. 2B

A tract of land lying in the Southeast Quarter of Section 23, Township 5 North, Range 69 West of the Sixth Principal Meridian; City of Loveland, County of Larimer, State of Colorado; being more particularly described as follows:

Considering the South line of the Southwest Quarter of said Section 23 as bearing North 89°56'36" East and with all bearings herein relative thereto.

COMMENCING at the South Quarter Corner of said Section 23; Thence North 11°28'16" East, a distance of 801.27 feet to the easterly right of way line of Colorado Avenue and the POINT OF BEGINNING;

Thence along the easterly right of way line of Colorado Avenue the following three (3) courses and distances:

1. North 11°55'40" East, a distance of 50.00 feet;
2. Along the arc of a tangent curve to the left having a radius of 734.92 feet, a central angle of 11°58'47" and an arc length of 153.66 feet;
3. North 00°03'07" West, a distance of 62.89 feet;

Thence North 85°02'32" East, a distance of 200.74 feet;

Thence North 11°10'11" East, a distance of 190.25 feet;

Thence North 89°40'54" East, a distance of 587.89 feet;

Thence South 00°02'53" East, a distance of 332.33 feet;

Thence along the northerly right of way line of Barboura Drive the following four (4) courses and distances:

1. South 89°38'40" West, a distance of 126.84 feet;
2. Along the arc of a tangent curve to the left having a radius of 630.00 feet, a central angle of 14°15'00" and an arc length of 156.69 feet;
3. South 75°23'40" West, a distance of 562.68 feet;
4. Along the arc of a tangent curve to the right having a radius of 20.20 feet, a central angle of 116°32'00" and an arc length of 41.08 feet to the POINT OF BEGINNING;

The above described parcel contains a calculated area of 6.507 acres, more or less and is subject to all easements and rights of way on record or existing.

Representation attached hereto and incorporated herein by reference.

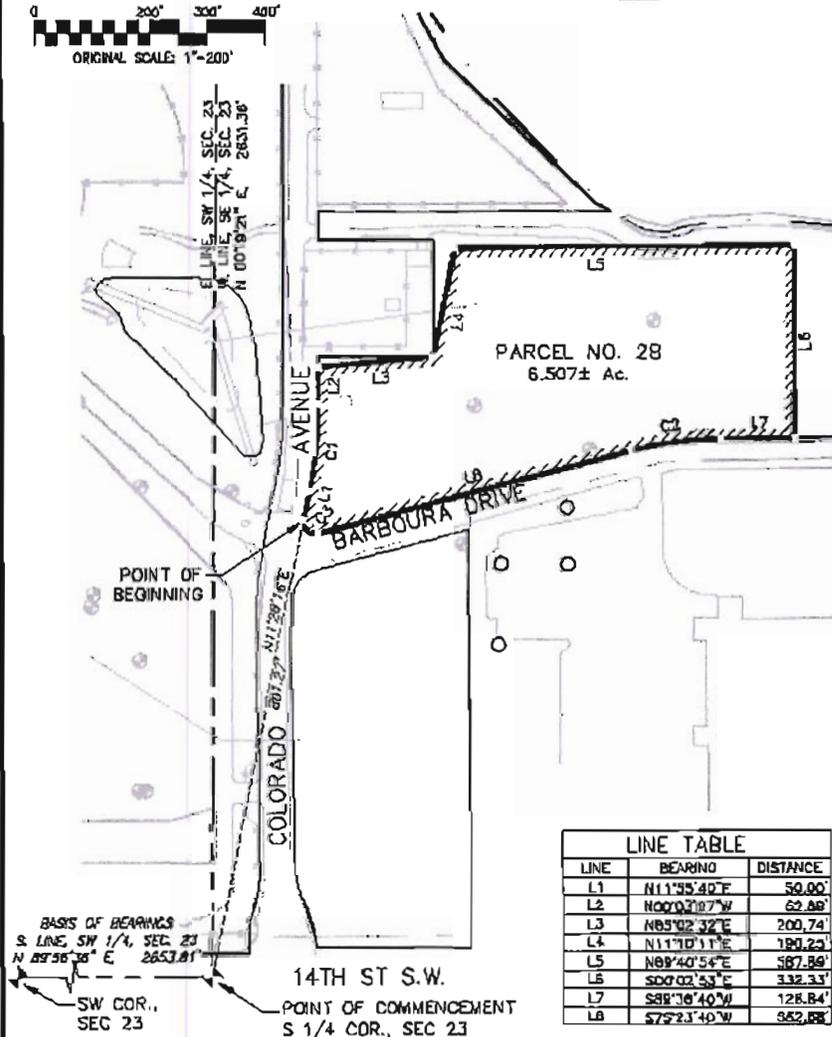
David L. Swanson
Colorado Professional Land Surveyor Registration Number 36070
V:\32871\active\167110051\survey\legal\CDPER\100511c-ax-CDPH-2B.doc August 01, 2008
agw/dls/am

Graphic representation follows

A REPRESENTATION OF EXHIBIT C-2
A TRACT OF LAND LYING IN THE SOUTHEAST QUARTER OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 89 WEST OF THE 8TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO



CURVE TABLE					
CURVE	DELTA	RADIUS	LENGTH	BEARING	DISTANCE
C1	17°58'47"	734.92'	153.66'	N05°56'18"E	153.36'
C2	14°15'00"	830.00'	156.85'	S82°31'10"W	156.29'
C3	118°32'00"	20.20'	41.08'	N18°20'20"W	31.36'



LINE TABLE		
LINE	BEARING	DISTANCE
L1	N11°35'40"E	50.00'
L2	N00°02'07"W	62.86'
L3	N85°02'32"E	200.74'
L4	N11°10'11"E	190.23'
L5	N89°40'54"E	567.86'
L6	S00°02'53"E	332.33'
L7	S88°38'40"W	128.84'
L8	S72°23'40"W	562.88'

THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

<p>PREPARED BY SURVEYOR STATE OF COLORADO EXPIRES 12/31/2024 167110051</p>	<p>OWNER M. SIMPSON</p>	<p>ENGINEER J. MARKEE 11/2007 08/01/20</p>	<p>DESIGNED CONSULTING SERVICES, INC. 2750 N. WYOMING ST. FORT COLLINS, CO 80504 970.226.8888 www.dcsinc.com</p>	<p>TITLE OF DRAWING A REPRESENTATION OF EXHIBIT C-2 PARCEL NO. 28 BARBOURA DRIVE LOVELAND, CO</p>	<p>PROJECT NO. 167110051</p> <p>DRAWING NO. SHEET 2 OF 2</p>
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EXHIBIT C-3

Description of Parcel No. 2C

A tract of land lying in the Southeast Quarter of Section 23, Township 5 North, Range 69 West of the Sixth Principal Meridian; City of Loveland, County of Larimer, State of Colorado; being more particularly described as follows:

Considering the South line of the Southwest Quarter of said Section 23 as bearing North 89°56'36" East and with all bearings herein relative thereto.

COMMENCING at the South Quarter Corner of said Section 23; Thence North 16°30'08" East, a distance of 491.94 feet to the easterly right of way line of Colorado Avenue and the POINT OF BEGINNING;

Thence along the easterly right of way line of Colorado Avenue the following three (3) courses and distances:

1. North 00°50'33" West, a distance of 98.87 feet;
2. North 01°57'25" East, a distance of 82.54 feet;
3. along the arc of a non-tangent curve to the right having a radius of 50.00 feet, a central angle of 71°21'07" and an arc length of 62.27 feet, the chord of which bears North 39°45'50" East, a distance of 58.32 feet;

Thence along the southerly right of way line of Barboura Drive, North 75°20'27" East, a distance of 277.89 feet;

Thence South 00°02'59" East, a distance of 301.44 feet;

Thence North 89°04'51" West, a distance of 307.82 feet to the POINT OF BEGINNING;

The above described parcel contains a calculated area of 1.822 acres, more or less and is subject to all easements and rights of way on record or existing.

Representation attached hereto and incorporated herein by reference.

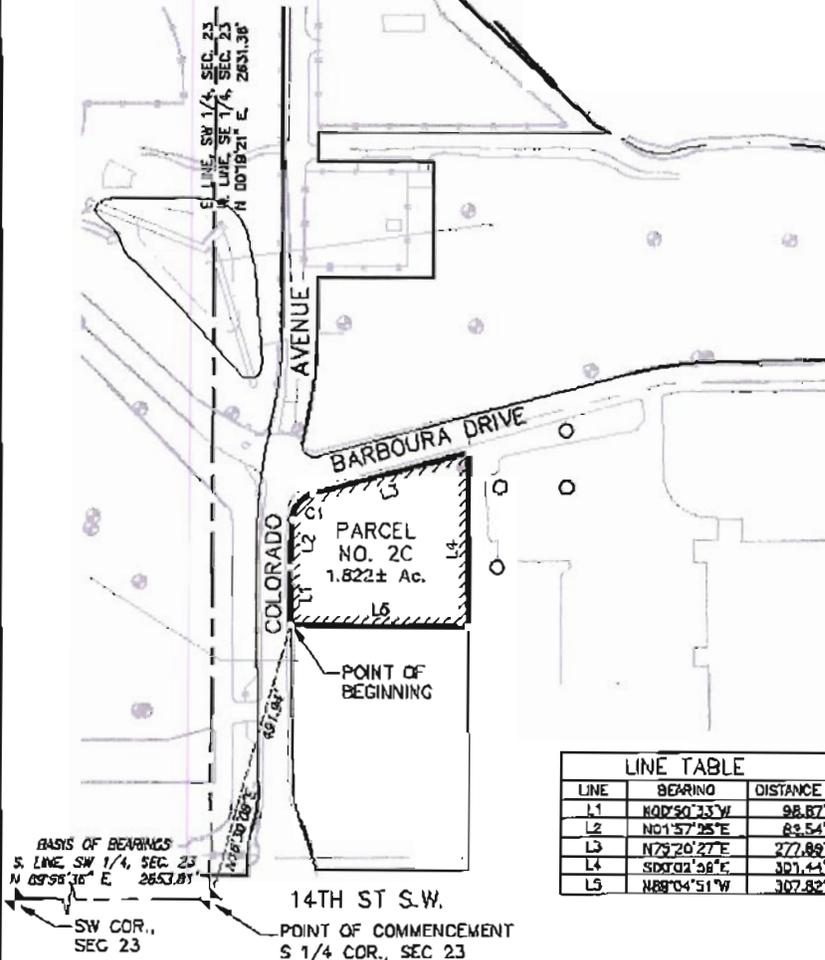
David L. Swanson
Colorado Professional Land Surveyor Registration Number 36070
V:\32871\active\18711\0013\survey\log\20\CDPR10013\c-sa-COPR-2C.doc August 01, 2003
ngw/dls/lam

Graphic representation follows

A REPRESENTATION OF EXHIBIT C-3
A TRACT OF LAND LYING IN THE SOUTHEAST QUARTER OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO



CURVE TABLE					
CURVE	DELTA	RADIUS	LENGTH	BEARING	DISTANCE
C1	71°21'07"	50.00'	62.27'	N39°45'50"E	58.52'



LINE TABLE		
LINE	BEARING	DISTANCE
L1	N02°50'23"W	98.87'
L2	N01°57'25"E	82.54'
L3	N79°20'27"E	272.88'
L4	S00°02'58"E	301.44'
L5	N88°04'51"W	307.82'

THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
 IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

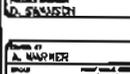
<p>APPROVED BY  D. STAUDY</p>	<p>PREPARED BY  A. WARNER</p>	<p>REGISTERED CONSULTING SURVEYOR, INC.  REGISTERED CONSULTING SURVEYOR, INC. 1000 W. 10TH AVENUE, SUITE 100 DENVER, CO 80202 TEL: 303.733.1111 WWW.RCSURV.COM</p>	<p>PROJECT A REPRESENTATION OF EXHIBIT C-3 PARCEL NO. 2C BARBOURA DRIVE LOVELAND CO</p> <p>PROJECT NO. 167110051</p> <p>DATE 08/01/20</p>	<p>SHEET 2 OF 2</p>
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EXHIBIT D

Legal Description – Groundwater and Soil

EXHIBIT D

Description of Parcel

A tract of land lying in the Southwest Quarter of Section 23, Township 5 North, Range 69 West of the Sixth Principal Meridian; City of Loveland, County of Larimer, State of Colorado; being more particularly described as follows:

Considering the South line of the Southwest Quarter of said Section 23 as bearing North 89°56'36" East and with all bearings herein relative thereto.

COMMENCING at the South Quarter Corner of said Section 23; Thence North 30°48'08" West, a distance of 327.54 feet to the **POINT OF BEGINNING**;

Thence South 89°55'31" West, a distance of 352.30 feet;
Thence South 00°04'29" East, a distance of 76.50 feet;
Thence South 89°55'31" West, a distance of 65.44 feet;
Thence North 00°04'29" West, a distance of 14.50 feet;
Thence South 89°55'31" West, a distance of 377.33 feet;
Thence North 00°04'29" East, a distance of 133.30 feet;
Thence South 89°55'31" West, a distance of 2.76 feet;
Thence North 00°04'29" West, a distance of 50.20 feet;
Thence North 89°55'31" East, a distance of 2.83 feet;
Thence North 00°04'29" West, a distance of 12.60 feet;
Thence South 89°55'31" West, a distance of 290.42 feet;
Thence North 00°04'29" West, a distance of 21.20 feet;
Thence South 89°55'31" West, a distance of 142.77 feet;
Thence South 00°04'29" East, a distance of 218.50 feet;
Thence South 89°55'31" West, a distance of 442.57 feet;
Thence North 00°04'29" West, a distance of 113.00 feet;
Thence South 89°55'31" West, a distance of 22.17 feet;
Thence North 00°04'42" West, a distance of 49.80 feet;
Thence South 89°55'31" West, a distance of 234.24 feet to the easterly right of way line of South Taft Avenue;

Thence along the easterly right of way line of South Taft Avenue the following three (3) courses and distances:

1. North 08°49'40" East, a distance of 49.63 feet;
2. North 08°21'17" West, a distance of 102.13 feet;
3. North 12°01'16" West, a distance of 19.43 feet;

Thence North 89°55'31" East, a distance of 702.35 feet;
Thence North 00°04'29" West, a distance of 62.52 feet;
Thence South 89°55'31" West, a distance of 12.33 feet;
Thence North 00°04'29" West, a distance of 48.00 feet;
Thence North 89°55'31" East, a distance of 12.33 feet;
Thence North 00°04'29" West, a distance of 107.08 feet;
Thence North 89°55'31" East, a distance of 390.29 feet;

Continued on next page

Thence North 00°04'29" West, a distance of 50.00 feet;
Thence North 89°55'31" East, a distance of 11.81 feet;
Thence North 00°04'29" West, a distance of 97.00 feet;
Thence North 89°55'31" East, a distance of 38.73 feet;
Thence North 00°04'29" West, a distance of 72.30 feet;
Thence North 89°55'31" East, a distance of 235.96 feet;
Thence North 00°04'29" West, a distance of 14.20 feet;
Thence North 89°55'31" East, a distance of 70.83 feet;
Thence South 00°04'29" East, a distance of 14.20 feet;
Thence North 89°55'31" East, a distance of 135.92 feet;
Thence South 00°04'29" East, a distance of 332.90 feet;
Thence South 89°55'31" West, a distance of 428.52 feet;
Thence South 00°04'29" East, a distance of 31.80 feet;
Thence North 89°55'31" East, a distance of 12.00 feet;
Thence South 00°04'29" East, a distance of 55.30 feet;
Thence South 89°55'31" West, a distance of 12.00 feet;
Thence South 00°04'29" East, a distance of 14.90 feet;
Thence North 89°55'31" East, a distance of 428.21 feet;
Thence North 89°55'31" East, a distance of 352.98 feet;
Thence South 00°04'04" West, a distance of 270.70 feet to the **POINT OF BEGINNING**;

The above described parcel contains a net calculated area of 17.071 acres, more or less and is subject to all easements and rights of way on record or existing.

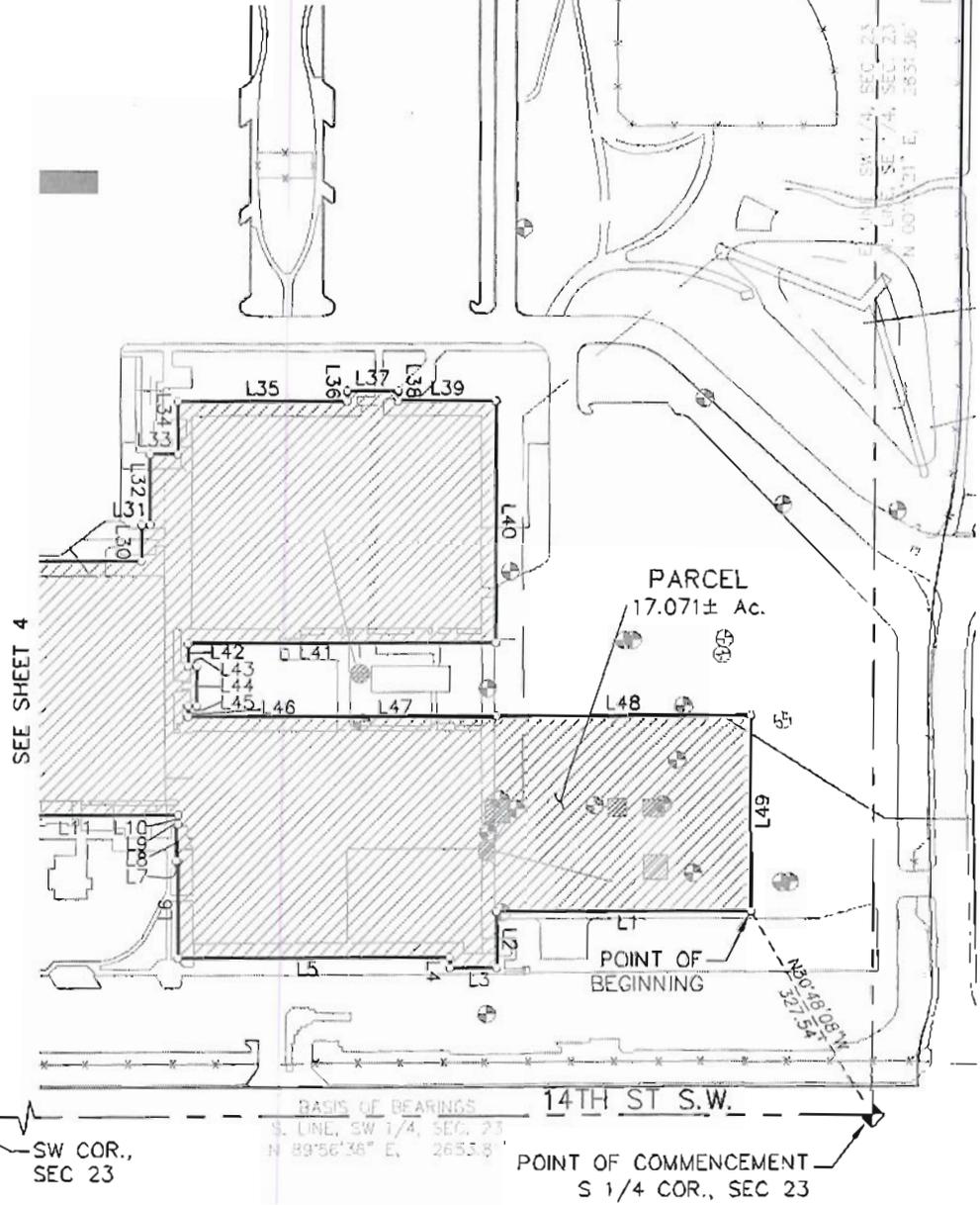
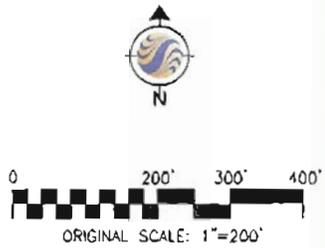
Representation attached hereto and incorporated herein by reference.

Gary Faselt, PLS 25942
For and on behalf of:
Stantec Consulting Services Inc.
2000 S. Colorado Blvd, Suite 2-300
Denver, CO 80222
Tel: (303) 758-4058
Fax: (303) 758-4828



A REPRESENTATION OF EXHIBIT D

A TRACT OF LAND LYING IN THE SOUTHWEST QUARTER OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO

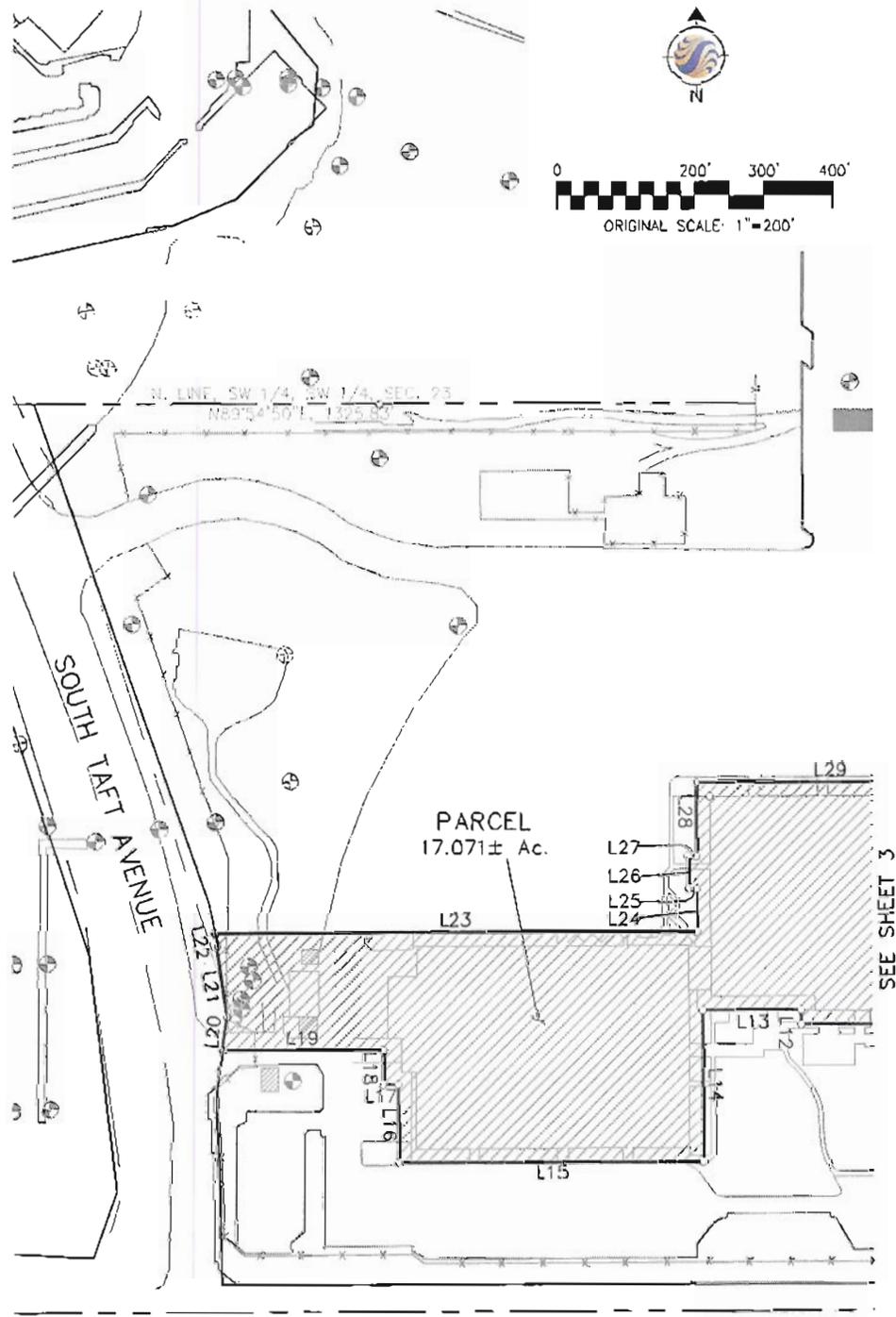


THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

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A REPRESENTATION OF EXHIBIT D

A TRACT OF LAND LYING IN THE SOUTHWEST QUARTER OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO



THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

<p>COPYRIGHT © 2010 STANTEC</p> <p>BY A REGISTRATION OF LAW FOR AND BEHALF OF THE ARCHITECTS AND PROFESSIONAL ENGINEERS, LANDSCAPE ARCHITECTS, OR LAND SURVEYORS TO ALTER ANY VIEW ON THIS DOCUMENT IN ANY WAY.</p> <p>ANY LICENSEE WHOSE NAME APPEARS ON THIS DRAWING HAS ACCEPTED AND AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THE AGREEMENT DESCRIPTION OF THE ALLOCATION.</p>	<p>PROJECT NUMBER AND ARCHITECT</p> <p>PROJECT MANAGER G. FASELT</p> <p>DESIGNED BY J. MASKE</p> <p>SCALE 1"=100'</p> <p>DATE 07/13/10</p>	 <p>STANTEC CONSULTING SERVICES, INC. 2300 S. Colorado Blvd. Suite 2-300 Denver, CO 80222 Tel: (303) 758-4650 Fax: (303) 758-4628 www.stantec.com</p>	<p>PROJECT A REPRESENTATION OF EXHIBIT D</p> <p>AGILENT CAMPUS LOVELAND CO</p> <p>DATE OF DRAWING A REPRESENTATION OF EXHIBIT</p>	<p>PROJECT NO. 187108435</p> <p>DRAWING NO.</p> <p>SHEET 4 OF 5</p>
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A REPRESENTATION OF EXHIBIT D

A TRACT OF LAND LYING IN THE SOUTHWEST QUARTER OF SECTION 23,
TOWNSHIP 5 NORTH, RANGE 69 WEST OF THE 6TH PRINCIPAL MERIDIAN,
CITY OF LOVELAND, COUNTY OF LARIMER, STATE OF COLORADO

LINE TABLE		
LINE	BEARING	DISTANCE
L1	S89°55'31"W	352.30'
L2	S00°04'29"E	76.50'
L3	S89°55'31"W	65.44'
L4	N00°04'29"W	14.50'
L5	S89°55'31"W	377.33'
L6	N00°04'29"E	133.30'
L7	S89°55'31"W	2.76'
L8	N00°04'29"W	50.20'
L9	N89°55'31"E	2.83'
L10	N00°04'29"W	12.60'
L11	S89°55'31"W	290.42'
L12	N00°04'29"W	21.20'
L13	S89°55'31"W	142.77'
L14	S00°04'29"E	218.50'
L15	S89°55'31"W	442.57'
L16	N00°04'29"W	113.00'
L17	S89°55'31"W	22.17'
L18	N00°04'42"W	49.80'
L19	S89°55'31"W	234.24'
L20	N08°49'40"E	49.63'
L21	N08°21'17"W	102.13'
L22	N12°01'16"W	19.43'
L23	N89°55'31"E	702.35'
L24	N00°04'29"W	62.52'
L25	S89°55'31"W	12.33'
L26	N00°04'29"W	48.00'
L27	N89°55'31"E	12.33'
L28	N00°04'29"W	107.08'
L29	N89°55'31"E	390.29'
L30	N00°04'29"W	50.00'
L31	N89°55'31"E	11.81'
L32	N00°04'29"W	97.00'
L33	N89°55'31"E	38.73'
L34	N00°04'29"W	72.30'
L35	N89°55'31"E	235.96'
L36	N00°04'29"W	14.20'
L37	N89°55'31"E	70.83'
L38	S00°04'29"E	14.20'
L39	N89°55'31"E	135.92'
L40	S00°04'29"E	332.90'
L41	S89°55'31"W	428.52'
L42	S00°04'29"E	31.80'
L43	N89°55'31"E	12.00'
L44	S00°04'29"E	55.30'
L45	S89°55'31"W	12.00'
L46	S00°04'29"E	14.90'
L47	N89°55'31"E	428.21'
L48	N89°55'31"E	352.98'
L49	S00°04'04"W	270.70'

THIS REPRESENTATION DOES NOT REPRESENT A MONUMENTED LAND SURVEY.
IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

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<p style="font-size: 8px;">DRAWN BY J. MASKE</p> <p style="font-size: 8px;">SCALE 1"=100'</p> <p style="font-size: 8px;">FIRST ISSUE DATE 07/13/10</p>	<p style="font-size: 8px;">DATE OF DRAWING A REPRESENTATION OF EXHIBIT</p>	<p style="font-size: 8px;">SHEET 5 OF 5</p>	

EXHIBIT E

Materials Management Plan

MATERIALS MANAGEMENT PLAN

FORMER HEWLETT-PACKARD
LOVELAND MANUFACTURING FACILITY
815 14th Street Southwest, Loveland, Colorado

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1.0 INTRODUCTION

On behalf of Agilent Technologies, Inc., Essential Management Solutions, LLC has prepared this Materials Management Plan (MMP) to outline the monitoring and handling of potentially impacted soil and water that may be encountered during future site activities at the Agilent Technologies, Inc. / former Hewlett Packard-Loveland Manufacturing Facility, located at 815 14th Street Southwest, Loveland, Colorado (Property). As part of an integrated plan to close the existing Consent Order and place an Environmental Covenant (“Covenant”) on the Property to ensure protection of human health and the environment by restricting uses of the Property in limited areas which may exhibit residual levels of contamination above regulatory standards, this MMP describes procedures to manage future subsurface actions in areas which potentially may exhibit residual levels of volatile organic compounds (VOCs) above regulatory standards. This MMP describes a program to monitor for the potential to encounter residual levels of VOC impacted soil and/or groundwater and describes the procedures for segregating, managing and minimizing the volumes of soil and water that may require offsite disposal or treatment as part of future excavations associated with future development of the Property. The following summarizes the background, soil management plan and water management plan for the Property.

2.0 BACKGROUND

Agilent Technologies, Inc. (Agilent) currently owns the above described Property in Loveland, Colorado. The Property is approximately 331 acres and the majority of the Property is currently zoned for industrial use with select tracts zoned as developing resource. The Property was previously the subject of a Resource Conservation and Recovery Act (RCRA) Corrective Action to remediate contamination of hazardous substances identified on site. The Colorado Department of Public Health and Environment (CDPHE) issued Compliance Order on Consent No. 87-3-13-1 to Hewlett-Packard Company (HP) in 1987 to remediate impacted soil and groundwater resulting from manufacturing operations. HP’s investigation, remediation and monitoring occurred from 1984 to 2007.

In 2007 CDPHE concluded that contaminant concentrations were consistently decreasing and posed no direct threat to human health or the environment. In October 2007 HP prepared a Remediation Program Completion Report (Completion Report) that summarized the investigation activities and addressed the current conditions at the Property including areas where residual concentrations of VOCs are believed to exceed regulatory guidelines and standards. Table 1.0 presents a list of Chemicals of Concern previously identified at the Property. The residual groundwater and soil contamination in certain areas of the Property might still pose a threat to human health or the environment if activities on the Property result in exposure to or direct contact with such materials. Therefore, CDPHE concluded that HP had satisfied its obligations under the Compliance Order, but required Agilent and HP to place an Environmental Covenant on the Property in order to protect against potential exposure to or contact with residual contaminants. As part of the Environmental Covenant, activities having the potential for disturbing soil or groundwater in areas impacted by residual contaminants are required to comply with the processes outlined in this MMP.

Residual contamination levels are expected to continue to decline through natural processes over time, however, disturbance of soil and groundwater in the areas described in the Environmental

Covenant must be conducted in accordance with the requirements set forth in this MMP to ensure the protection of human health and the environment and proper monitoring and management of these materials.

The remaining sections of this MMP describe a program to monitor and manage activities that have the potential to expose residual contaminants at the Property.

3.0 SOIL MANAGEMENT PLAN

Specific areas of the Property identified in the Environmental Covenant may contain residual levels of VOCs in the subsurface soil and/or groundwater based on a historical understanding of areas of prior manufacturing operations and the results of a number of environmental investigations and remediation operations. Areas known to have been impacted with VOCs have been remediated. However, the soil in these areas may still exhibit residual levels of VOCs that, if disturbed, may have to be managed differently than non-impacted or clean soil.

Additional areas beneath existing buildings have been designated for monitoring / management of soil during future development activities as part of this MMP. Information collected to date does not indicate the presence of impacted soils beneath existing buildings, however the Property was operated as an electronics manufacturing facility for over 30 years. As a result, the potential exists for soils in these areas to have been impacted with VOCs from surface releases within the existing buildings or through discharges into the building infrastructure (floor drains and piping). Therefore, the Environmental Covenant requires application of VOC monitoring and management procedures, as described in this MMP, for soil disturbing activities in these areas.

Shallow soil excavations completed outside the footprint of Buildings A, B, C and D as part of facility maintenance activities (sprinkler repair, planting flowers and shrubs, sidewalk repair, etc.) and disturbing less than one-cubic yard of soil that will remain on-site are considered de minimus and are not subject to the requirements of this MMP. Based on review of historical operations and waste management practices and the results of shallow soil sampling completed during numerous remedial investigations at the Site, shallow soils are not estimated to have been impacted through facility operations and therefore do not represent an exposure risk to human health and the environment resulting from general maintenance activities.

3.1 Soil Management Procedures

Through review of previous environmental investigation information collected in support of preparation of the Remedial Investigation report for the Property and laboratory results from years of remediation and groundwater monitoring, the primary compounds of concern at the Property are VOCs. As a result, the potential exists for encountering two types of soil during future soil disturbing activities at the Property:

1. *Soil impacted with residual levels of VOCs {Yellow Flagged soil}* — Soil that is either observed to be visually stained or that exhibits the presence of VOCs through field vapor monitoring; or

2. *Non-Impacted Soil {Green Flagged soil}* — Soil that is not observed to be visually stained and does not exhibit the presence of VOCs through field vapor monitoring.

The following describes the procedures for monitoring and management of the above described soil types as part of any future soil disturbing activities.

3.1.1 Soil Monitoring

Future soil disturbing or water management activities in areas requiring application of this MMP will be overseen by an environmental professional with experience in managing VOC impacted environmental media. This individual will be consulted on the planned soil disturbing activities within the noted areas prior to the initiation of the activities. A review of boring logs and groundwater monitoring data from previous investigations in the vicinity of the planned activities and any other relevant information will be completed in preparation for overseeing the planned activities to better project the likelihood of encountering impacted soil and/or groundwater. The environmental professional will need to be onsite to continually monitor the activities at any time during which soil or fill beneath the building floors is being disturbed within the identified areas. The monitoring will include inspection for visual staining and vapor monitoring for VOCs using a photo ionization detector (PID) and photo documentation of the activities as appropriate. At a minimum, samples will be collected from the soil every 15 minutes during soil disturbing activities for screening using a PID. Soil screening will include direct PID screening of the soil and collecting representative samples in a plastic bag, which will be brought to room temperature prior to PID screening. Soil samples exceeding background levels shall be considered elevated. In the event elevated PID readings are observed, more frequent monitoring of disturbed soil will be completed until the soil disturbing activities conclude or the PID levels within the excavated soil return to background conditions. Disturbed soil exhibiting visual staining or elevated PID levels will be segregated and flagged as “Yellow” soils for further analysis. Yellow Flagged soils will be managed as described below.

Yellow Flagged Soil

Soils exhibiting visual staining or elevated levels of VOCs through field screening are to be staged in a separate stockpile and marked with a yellow flag. The purpose of this stockpile is to verify through analytical testing the appropriate future handling of these soils (offsite disposal or onsite reuse). This soil is to be managed within or near the soil disturbing area to the extent possible pending determination regarding appropriate offsite disposal or onsite reuse. Measures must be taken to minimize the amount of Yellow Flagged soil disturbed and to ensure that mixing these soils with other surrounding clean soil does not occur. Yellow Flagged soil exhibiting different characteristics (i.e. soil exhibiting elevated PID readings versus visually discolored soil exhibiting no elevated PID readings) should be segregated to enable potentially minimizing the future management and disposal of these soils.

Upon identification of Yellow Flagged soil, a temporary soil staging / containment area will need to be constructed for temporary placement of the soil pending laboratory characterization / verification. Sizing of the staging / containment area may require

additional soil disturbance adjacent to and/or within the area where the Yellow Flagged soil was identified to approximate the volume of potentially impacted soil. The targeted staging area shall be graded, lined with plastic sheeting and bermed to allow water to drain away from the stockpile to a depression within the staging / containment area(s) where a sump pump could be installed to remove any water that might accumulate. Plastic sheeting (minimum of 20 ml thickness) must be placed over the graded area and overlapped a minimum of 1 foot between sheets. Hay bales are to be used to secure the perimeter of the soil staging / containment area. The hay bales will be wrapped in the plastic sheeting in a manner to contain any water that may come into contact with the impacted soil. The stockpiled soil shall be covered daily and during operations, as necessary, to prevent storm water from accumulating in the staging / containment area, to keep the stockpile dry, and to ensure that soil is not blown from the area due to wind.

To identify the appropriate disposition of the Yellow Flagged material, a minimum of one representative VOC sample must be collected for at least every 100 loose cubic yards (1 cy) stockpiled. In the event smaller volumes of Yellow Flagged soil are generated, a minimum of two representative VOC samples must be collected. Representative VOC samples will be collected using the PID to screen areas of the soil stockpile for VOC sampling. A minimum of 10 different areas of the stockpile will be screened using the PID and a VOC sample collected from the area exhibiting the highest concentration on the PID. Care must be taken to screen soils that are a minimum of 6-inches beneath the surface of the soil stockpile to minimize biasing the samples through surface volatilization. The sample(s) will be submitted for VOC analysis to determine the concentration of any Contaminants of Concern (“COCs”)(See Table 1, below) present. Based on the analytical data, and upon written concurrence from CDPHE, Yellow Flagged soils shall be managed as follows:

- (a) Soils for which analytical data demonstrate concentrations of COCs no greater than Colorado Soil Evaluation Values (“CSEVs”)¹ for residential uses or EPA Region IX Preliminary Remediation Goals Table values (“PRGs”)² for residential uses (if no CSEVs) may be treated as Green Flagged soils;
- (b) Soils for which analytical data demonstrate concentrations of COCs (i) no greater than 100 times CSEVs or PRGs (if no CSEVs) for residential use and (ii) no greater than the Toxicity Characteristic Level³ or, if no Toxicity Characteristic Level, 100 times the state groundwater standard⁴ (or MCL⁵ if no state standard) shall be disposed in a RCRA Subtitle D landfill;
- (c) Soils for which analytical data fails to meet these criteria must be managed as hazardous waste.

¹ <http://www.cdphe.state.co.us/hm/soilplcydraft.htm>

² <http://www.epa.gov/region09/waste/sfund/prg/>

³ 6 CCR 1007-3, § 261.24, Table 1.

⁴ 5 CCR 1002-41.

⁵ 40 CFR Part 141, Subpart G.

Disposal of any soils pursuant to (b) or (c) above must comply with Land Disposal Restrictions. Although COCs in the areas subject to these procedures are presumed to have been first disposed prior to the applicable LDR, newly excavated soil that contains these COCs at concentrations greater than the health based levels noted in (a) above must comply with LDRs because it contains prohibited hazardous waste.

Green Flagged Soil

Soils disturbed within the Soil & Groundwater Covenant Areas that, upon monitoring or subsequent sampling, do not require a yellow flag shall be marked with a green flag. Green Flagged soil does not require specific management procedures. If this material is to be placed on areas that could be impacted, then a layer of plastic will be placed between the Green Flagged soil stockpile and the underlying material.

4.0 WATER MANAGEMENT PLAN

In the event water is observed during soil disturbing activities in any of the areas for which the Environmental Covenant applies, management of such water will be conducted in such a way as to minimize the quantity (if any) of water requiring treatment and disposal. To reduce the amount of water managed at a given time and to allow for infiltration of the water back into the subsurface, soil disturbing activities may be staged incrementally in sections, with each individual section addressed on an as needed basis.

An initial sample of the water must be collected for VOC analysis to determine if additional treatment or handling of this water is necessary. The results of water samples will be compared to the Colorado Water Quality Control Commission's Basic Standards for Groundwater (Regulation 41) ("Groundwater Standards"). If concentrations of VOCs are below the Groundwater Standards, no additional groundwater management shall be required beyond standard de-watering management procedures. In the event concentrations of VOCs exceed the Groundwater Standards, the water must be contained and subjected to additional management and treatment.

Dependant on the volume of water anticipated to be managed, the contained water may be (1) treated onsite and discharged to surface water, (2) treated onsite and discharged back into the soil disturbing area, or (3) disposed off-site at an appropriate treatment facility. Water removed from the soil disturbing or storage area(s) must be stored in a container and managed as contaminated water until analytical results prove otherwise. Appropriate permits and approvals must be obtained for any discharge or disposal of water generated by such activities.

If it is determined the water removed from the soil disturbing or storage area(s) is to be treated onsite, it must be treated to meet CDPHE-approved surface water discharge standards and discharged either through a temporary CDPHE discharge permitted outfall or back into the area of soil disturbance. Prior to conducting any such on-site treatment and/or discharge, all appropriate permits and approvals for such activities must be obtained, including a CDHPE discharge permit.

If, based on initial estimates, the total amount of water managed during the soil disturbing activities is likely less than approximately 5,000 gallons, then it may be more cost effective to contain the water onsite and dispose of this water off-site at an approved treatment facility. The off-site treatment facility may require additional sampling to fully characterize any water prior to acceptance for disposal.

5.0 BUILDING C, UTILITY ROOM DRAINS and OTHER GROUNDWATER COLLECTION SYSTEMS

French drains were installed as part of the original construction of Building C and a utility room associated with the Fire Tank System to protect these structures from groundwater intrusion. These French drain systems collect at two points, the Building C French Drain Sump (BCFDS) and the Fire Tank Sump (FTS). The BCFDS discharges by gravity and the FTS discharges by pump to underground storm water piping, which drains by gravity to the Irrigation / Stormwater Pond. Previous sampling of water from the BCFDS and FTS identified residual levels of VOCs. However, CDPHE approved direct discharge of water from the BCFDS and FTS after sampling demonstrated that VOC concentrations in these waters were below CDPHE-approved surface water discharge standards prior to entering the Irrigation / Stormwater Pond. Figure 1 illustrates the general location of the BCFDS and FTS, storm water piping connecting the BCFDS and FTS to the Irrigation / Stormwater Pond and the Irrigation / Stormwater Pond. Figure 2 is a schematic of the French drain system beneath Building C.

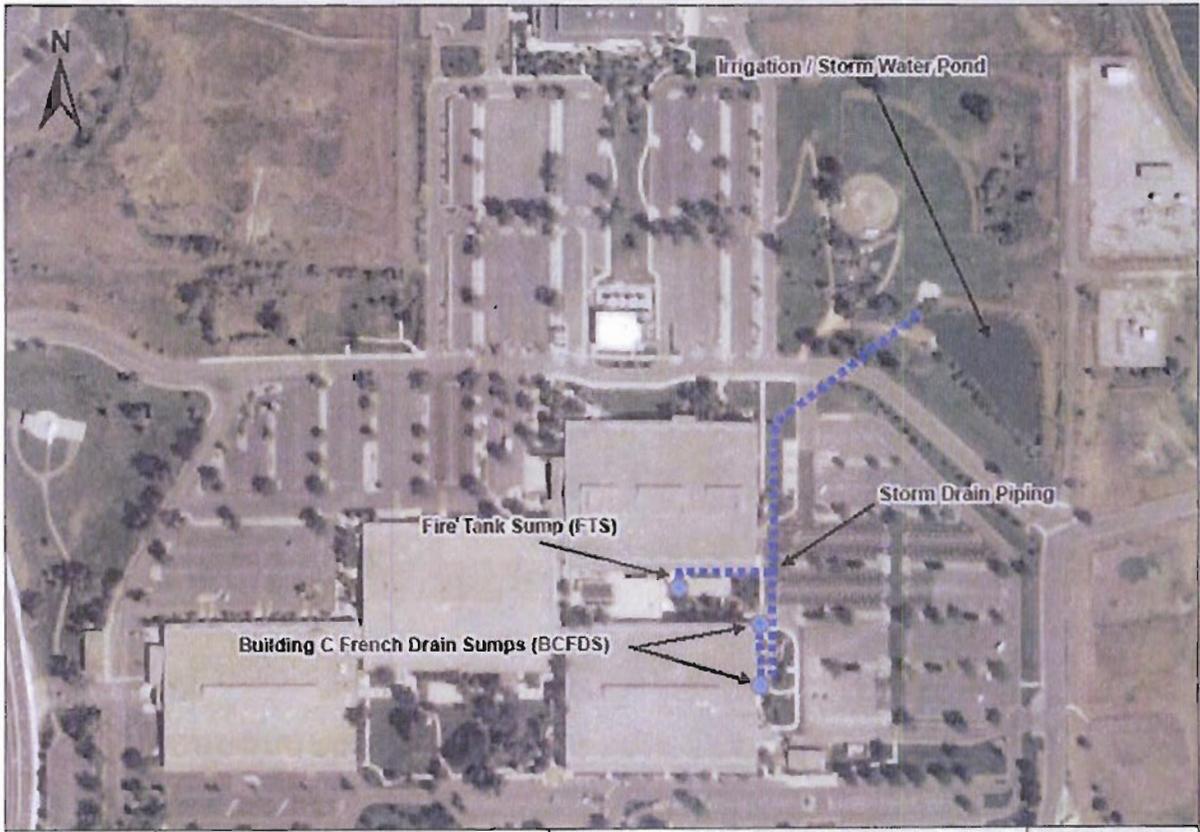
In the event future development of the Property requires modification or re-location of Building C, the utility room associated with the Fire Tank System, the French drain systems, the BCFDS, the FTS, stormwater piping or the Irrigation / Stormwater Pond, or any new system for collection of groundwater within any area subject to the Environmental Covenant, further analysis of discharge water and approval by CDPHE will be required to ensure waters discharged from the system are in compliance with CDPHE-approved surface water discharge standards.

TABLE I
Materials Management Plan

HP Loveland Contaminants of Concern in Groundwater and Soil

VOLATILE ORGANICS

1,1,1-Trichloroethane
1,1-Dichloroethane
1,1-Dichloroethene
Trichloroethene
Tetrachloroethene
Methylene Chloride
cis-1,2-Dichloroethene
trans-1,2-Dichloroethene
Vinyl Chloride
Benzene
Toluene
Ethylbenzene
Total Xylenes
Acetone
Methylethyl Ketone
Methylisobutyl Ketone
1,4-Dioxane



Drawn By: **VDS**
 Project Manager
Scott Andrews
 Drawing Date
October 28, 2007

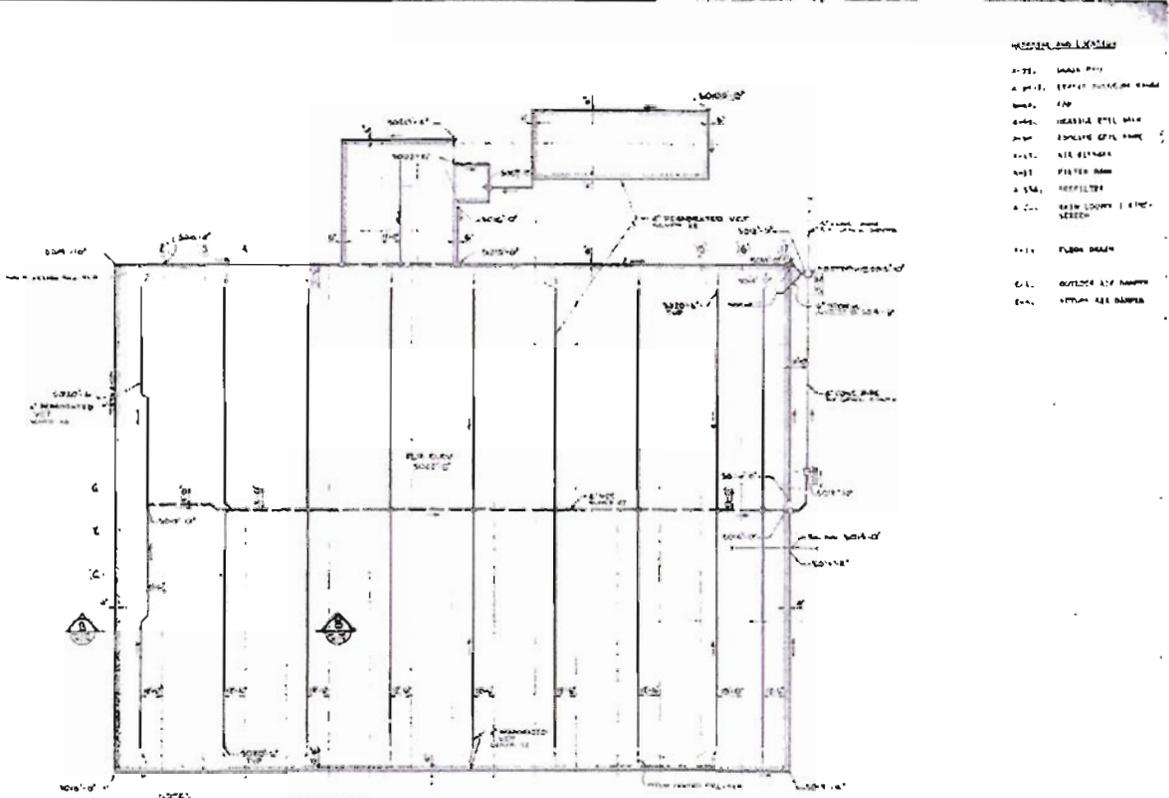


**Building C and Fire Tank Utility
 French Drain System**
 Agilent Property
 Loveland, Colorado

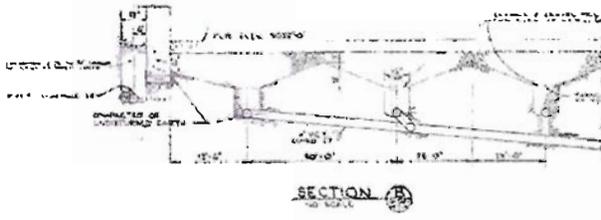
0 250 Feet
 1" = 250 Feet
 Page **1**

FIGURE 2

45



SUBSURFACE DRAINAGE SYSTEM



SECTION



SECTION

		HEWLETT - PACKARD COMPANY UNIT 'C' LOVELAND DIV. LOVELAND, COLORADO	4-66-5
		FAN ROOMS - SOUTH LOWER LEVEL	ARTHUR H. BUSH & ASSOC. 2243 W. 32ND AVE. DENVER, COLO.