

STATE OF COLORADO

John W. Hickenlooper, Governor
Christopher E. Urbina, MD, MPH
Executive Director and Chief Medical Officer

Dedicated to protecting and improving the health and environment of the people of Colorado

4300 Cherry Creek Dr. S. Laboratory Services Division
Denver, Colorado 80246-1530 8100 Lowry Blvd.
Phone (303) 692-2000 Denver, Colorado 80230-6928
Located in Glendale, Colorado (303) 692-3090

<http://www.cdphe.state.co.us>



Colorado Department
of Public Health
and Environment

Covenant Information:

Covenant ID HMCOV00084

Covenant Date 2/7/2012

Self Reporting

Media of Concern:

Surface Water:

Ground Water:

Air:

Soil:

Other:

Site Contact Information:

Owner Corp: Gablehouse Calkins and Granberg, LLC

Contact Name: Melanie Granberg

Contact Address: 410 17th Street, Suite 1375

Contact City: Denver

Contact State: CO

Contact Zip: 80202

Contact Phone: 303-572-0050

Contaminants of Concern:

Benzene, Toluene, Xylene, Ethylbenzene

Property Restrictions:

- 1: Ground Water shall not be removed by well or other means, except for environmental testing.
- 2: Any soil disturbing activities are prohibited, unless conducted in accordance with the approved soil and water Management Plan.
- 3: Changes to use of property in outlined areas allowed only if data provided demonstrating no risk via soil or vapor intrusion.
- 4: No construction of ponds in specified area, unless build to specifications in a Department Approved Plan.
- 5:

Site Information:

ID: COR000211193

Name: Pull-N-Save Auto Parts

Address: 11602 E. 33rd Avenue

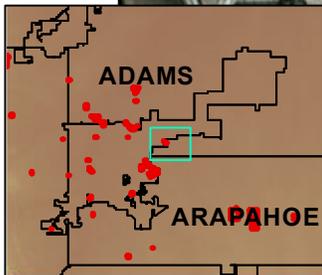
City: Aurora

State: Co

Zip: 80010

Legal Description:

PULL N SAVE AUTO PARTS



HMCOV00084



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.

RECORDED AS RECEIVED

ENVIRONMENTAL COVENANT

ABS Properties LLC grants an Environmental Covenant ("Covenant") this 7th day of February, 2012 to the Hazardous Materials and Waste Management Division of the Colorado Department of Public Health and the Environment ("the Department") pursuant to § 25-15-321 of the Colorado Hazardous Waste Act, § 25-15-101, *et seq.* The Department's address is 4300 Cherry Creek Drive South, Denver, Colorado 80246-1530.

WHEREAS, ABS Properties LLC is the owner of certain property commonly referred to as Pull-N-Save Auto Parts, located at 11602 East 33rd Avenue, Aurora, Colorado, more particularly described in Attachment A, attached hereto and incorporated herein by reference as though fully set forth (hereinafter referred to as "the Property"); and

WHEREAS, pursuant to April 18, 2005 Corrective Action Plan, as amended on April 24, 2006, March 19, 2007 and approved by the Department on May 24, 2005, April 28, 2006 and March 26, 2007, respectively, the Property is the subject of remedial action pursuant to the Colorado Hazardous Waste Act, § 25-15-301, *et. seq.* ("CHWA") and the accompanying Colorado Hazardous Waste Regulations found at 6 Colorado Code of Regulations 1007-3; and

WHEREAS, the purpose of this Environmental Covenant is to ensure protection of human health and the environment by imposing certain use restrictions on the Property; and

WHEREAS, ABS Properties LLC 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 ABS Properties LLC and all parties now or subsequently having any right, title or interest in the Property, or any part thereof, and any persons using the land, as described herein, for the benefit of the Department and OWNER.

NOW, THEREFORE, ABS Properties LLC hereby grants this Environmental Covenant to the Department, and declares that the Property as described in Attachment A shall hereinafter be bound by, held, sold, and conveyed subject to the following requirements set forth in paragraphs 1 through 12, below, which shall run with the Property in perpetuity and be binding on ABS Properties LLC and all parties now or subsequently having any right, title or interest in the Property, or any part thereof, and any persons using the land, as described herein. As used in this Environmental Covenant, the term OWNER means the then current record owner of the Property and, if any, any other person or entity otherwise legally authorized to make decisions regarding the transfer of the Property or placement of encumbrances on the Property, other than by the exercise of eminent domain.

SUZANNE BURDICK
DEPT OF LAW/INRE
1525 SHERMAN ST 7TH FLOOR
DENVER, CO 80203

Trans#:0

26
4
6

1) Use restrictions:

- a) Ground water on the property shall not be removed by well or other means for any purpose, including but not limited to domestic, agricultural, and/or commercial use. For the purpose of this restriction, "ground water" means subsurface waters in a zone of saturation that are or can be brought to the surface of the ground or to the surface waters through wells, springs, seeps or other discharge areas. This limitation shall not apply to a qualified environmental professional, obtaining ground water samples for analysis from existing monitoring wells located on the property or other future monitoring wells installed on the property, or ground water managed in accordance with the Department approved Soil and Water Management Plan;
- b) Any excavation, grading or construction activity in the area depicted in Figure A that has the potential to disturb greater than one cubic yard of soil shall be conducted pursuant to the Department approved Soil and Water Management Plan, a copy of which is attached hereto and incorporated herein as Attachment B; provided, however, any excavation, grading or construction activity that disturbs one cubic yard or less of soil is exempt from the Soil and Water Management Plan, as long as the disturbed soil is returned to the area of disturbance or properly disposed within 7 days of being disturbed;
- c) Changes in the use of the property depicted in Figure B shall be allowed only under the following conditions: Sampling data is provided and approved by the Department showing that a) contaminant concentrations in soil are below health-based concentrations for the proposed land use and b) vapor intrusion does not pose a threat to future users of the property; or vapor intrusion risks are mitigated through appropriate use of technology and site planning, as approved by the Division, which approval shall not be unreasonably withheld.
- d) Unless lined and maintained under a design and maintenance plan approved by the Department, water storage, including stormwater detention/retention ponds and man-made lakes or ponds, is prohibited in the area depicted in Figure B.

2) Operation and Maintenance Requirements OWNER shall conduct ground water monitoring on the Property in accordance with the procedures outlined in the April 18, 2005 "Spring 2005 Ground Water Monitoring Report and Corrective Action Plan," last amended in the March 19, 2007 "Ground Water Monitoring Report, March 2007" and approved by the Department on March 26, 2007, requiring that monitoring continue at wells MW-3 and MW-6 on a semiannual basis until improving ground water quality can be demonstrated.

3) Modifications This Covenant runs with the land and is perpetual, unless modified or terminated pursuant to this paragraph. OWNER may request the Department approve a modification or termination of the Covenant. The request shall contain information showing 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 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 may 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;
 - 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; or
 - f) other appropriate supporting information.
- 4) Conveyances OWNER shall notify the Department at least fifteen (15) days in advance of the closing on any proposed sale or other conveyance of any interest in any or all of the Property.
 - 5) 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.
 - 6) 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.
 - 7) 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.
 - 8) Third Party Beneficiary The OWNER of the Property is a third party beneficiary with the right to enforce the provisions of this Covenant as provided in § 25-15-322, C.R.S.
 - 9) No Liability The Department does not acquire any liability under State law by virtue of accepting this Covenant
 - 10) Enforcement The Department may enforce the terms of this Covenant pursuant to §25-15-322, C.R.S. ABS Properties LLC may file suit in district court to enjoin actual or threatened violations of this Covenant.
 - 11) 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.
 - 12) Notices Any document or communication required under this Covenant shall be sent or directed to:

ATTACHMENT A

Property Address:

11602 E. 33rd Ave.

Aurora CO 80010

Parcel A:

LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

and

Parcel B:

LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

ATTACHMENT B

Soil and Water Management Plan

Consultants in
natural
resources and
the environment

Denver • Boise • Durango • Western Slope



ERO Resources Corp.
1842 Clarkson Street
Denver, CO 80218
(303) 830-1188
Fax: (303) 830-1199
www.eroresources.com
ero@eroresources.com

SOIL AND WATER MANAGEMENT PLAN

**PULL-N-SAVE AUTO PARTS
11602 EAST 33RD AVENUE
AURORA, COLORADO**

Prepared for—

Gablehouse Calkins and Granberg, LLC
410 17th Street, Suite 1375
Denver, Colorado 80202

Prepared by—

ERO Resources Corporation
1842 Clarkson Street
Denver, Colorado 80218
(303) 830-1188

October 2011

CONTENTS

Introduction.....	1
Background.....	3
Management Plan Objective.....	4
Soil and Water Management Plan.....	6
Plan Overview.....	6
Soil Management Area.....	6
Soil Management Requirements.....	7
Soil Monitoring.....	7
Yellow-Flagged Soil.....	8
Green-Flagged Soil.....	10
Water.....	10
Documentation.....	12
References.....	13

TABLES

Table 1. Waste characterization standards.....	10
--	----

FIGURES

Figure 1. Site Location.....	2
Figure A. Soil and water management area.....	5

SOIL AND WATER MANAGEMENT PLAN

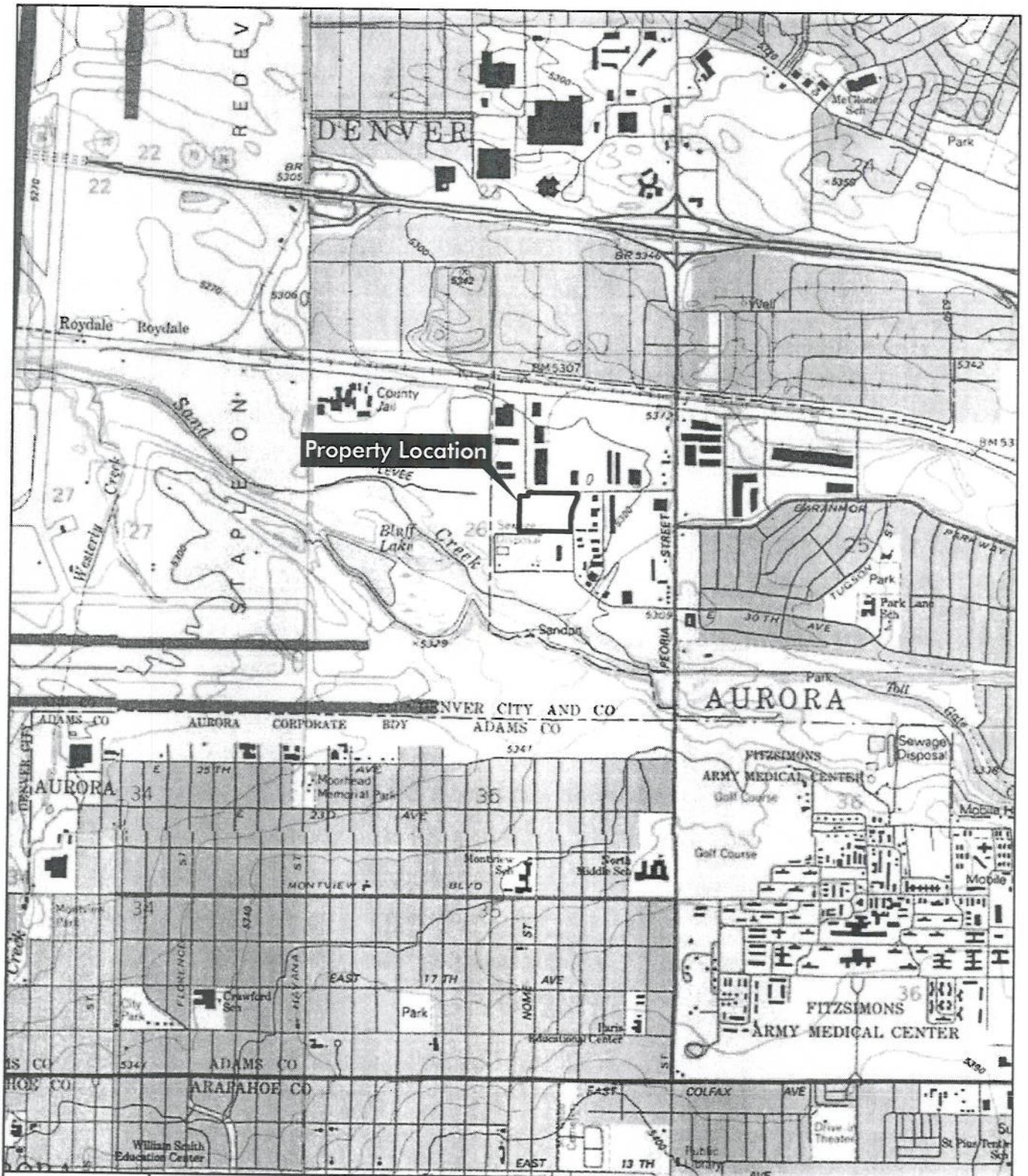
**PULL-N-SAVE AUTO PARTS
11602 EAST 33RD AVENUE
AURORA, COLORADO**

Introduction

Gablehouse Calkins and Granberg, LLC retained ERO Resources Corporation (ERO) to prepare this Soil and Water Management Plan (S&WMP) for the Pull-N-Save Auto Parts facility (Site) located at 11602 East 33rd Avenue in Aurora, Colorado (Figure 1). The United States Environmental Protection Agency identification number for the site is COR000211193.

This S&WMP has been prepared as part of the Environmental Covenant held by the Colorado Department of Public Health and Environment (CDPHE) pursuant to Section 25-15-321, C.R.S. This S&WMP is applicable only for excavations (digging, drilling, or other subsurface disturbances) that disturb greater than one cubic yard of soil within the Soil Management Area (SMA) identified on Figure A and discussed in the Soil Management Section of this S&WMP. Excavations disturbing one cubic yard or less of soil are exempt from this plan as long as the disturbed soil is placed back into the area of disturbance or properly disposed within 7 days from being disturbed. Any volume of soil that cannot be placed back into the area of disturbance, including activities that generate one cubic yard or less of soil, must be managed, characterized and classified in accordance with all the same procedures outlined in soil management requirements of this plan.

Excavations may involve removal of soil and transportation of the soil to a staging area prior to characterization, backfilling, redistribution, treatment, or disposal. Additionally, excavation activities may involve the removal of water that has entered an excavation through infiltration or runoff. As with soil, any water that accumulates in the excavation must be managed in accordance with this S&WMP and applicable laws.



ERO

ERO Resources Corp.
 1842 Clarkson Street
 Denver, CO 80218
 (303) 830-1188
 Fax: (303) 830-1199

SW ¼ NE ¼ Section 26, T3S, R67W
 UTM Coordinates: Zone 13; 512603mE, 4401527mN
 USGS Montbello, CO Quadrangle
 City and County of Denver, Colorado



1 Inch = 2,000 Feet



Figure 1
Property Location

Prepared for: Gablehouse,
 Calkins & Granberg, LLC
 File: 2878 Figure 1.pdf
 March 2009

This plan does not supersede federal, state or local laws regarding the excavation, movement, or grading of soil and water but rather presents additional requirements that will be followed when dealing with soil and water within the identified SMA for the Site.

This S&WMP presents a brief background, plan objectives, and guidance to the management of soil and water within the defined SMA for the Site.

Background

Pull-N-Save Auto Parts is an active auto salvage facility that has been in operation since 1998. The facility is located at 11602 East 33rd Avenue in Aurora, Colorado (Figure 1). In October 2004, Bridgewater Group, Inc. (BGI) completed an initial site assessment consisting of the collection and analysis of soil and ground water grab samples throughout the Site with focus on the area around the fluid-recovery building and basin. BGI reported elevated petroleum hydrocarbon concentrations in the subsurface soils and ground water on the east-southeast side of the property (BGI 2004). The source of the petroleum hydrocarbons was in the area of the gasoline/diesel rack and the fluid-recovery basin used to remove and store gasoline and diesel fuels from processed automobiles. Subsequent to BGI's investigation, the site manager discovered that the concrete basin associated with the fluid recovery system was leaking and the secondary containment system had failed to capture the leaking fluids. ERO completed an additional site characterization of the property in 2005 that consisted of the advancement of seven soil borings and installation of nine ground water monitoring wells, collection of soil and ground water samples, and measurement of water levels (ERO 2005a). In 2005, ERO removed about 1,116 cubic yards of petroleum-contaminated soil to a depth of 12 feet below ground surface (bgs) within the suspected source area (ERO 2005b).

On May 24, 2005, ERO received approval from the Colorado Department of Public Health and Environment (CDPHE) for the implementation of a Corrective Action Plan (CAP) consisting of semi-annual monitoring of the site and installation of a secondary recovery system associated with the gasoline/diesel rack. Six years of semiannual ground water monitoring have been conducted at the site to date (ERO 2010). Elevated concentrations above the Colorado Basic Ground Water Standards (CBGWS) of benzene,

toluene, ethylbenzene, and total xylenes (BTEX) remain in the ground water collected at monitoring well MW-6 located within the source area (Figure A). In addition, elevated concentrations of benzene above the CBGWS (CDPHE 2009) have been detected at times during the March semi-annual sampling events at the downgradient monitoring well MW-3. Based on ground water sample results collected from wells (MW-7, MW-8, and MW-9) installed along the hydraulically downgradient property boundary (northwest), ground water contamination has not migrated off-site.

A summary of the sampling and excavation activities conducted at the Site are provided on Figure A.

Management Plan Objective

The objective of this S&WMP is to ensure that management of soil and water, if encountered, generated from the SMA is conducted in a way that is protective of human health and the environment as well as being completed in accordance with applicable laws. This will be accomplished through maintaining this document and requiring that potentially affected workers (i.e. utility workers, maintenance workers, excavation subcontractors, etc.) review this S&WMP and associated environmental documents prior to site work.

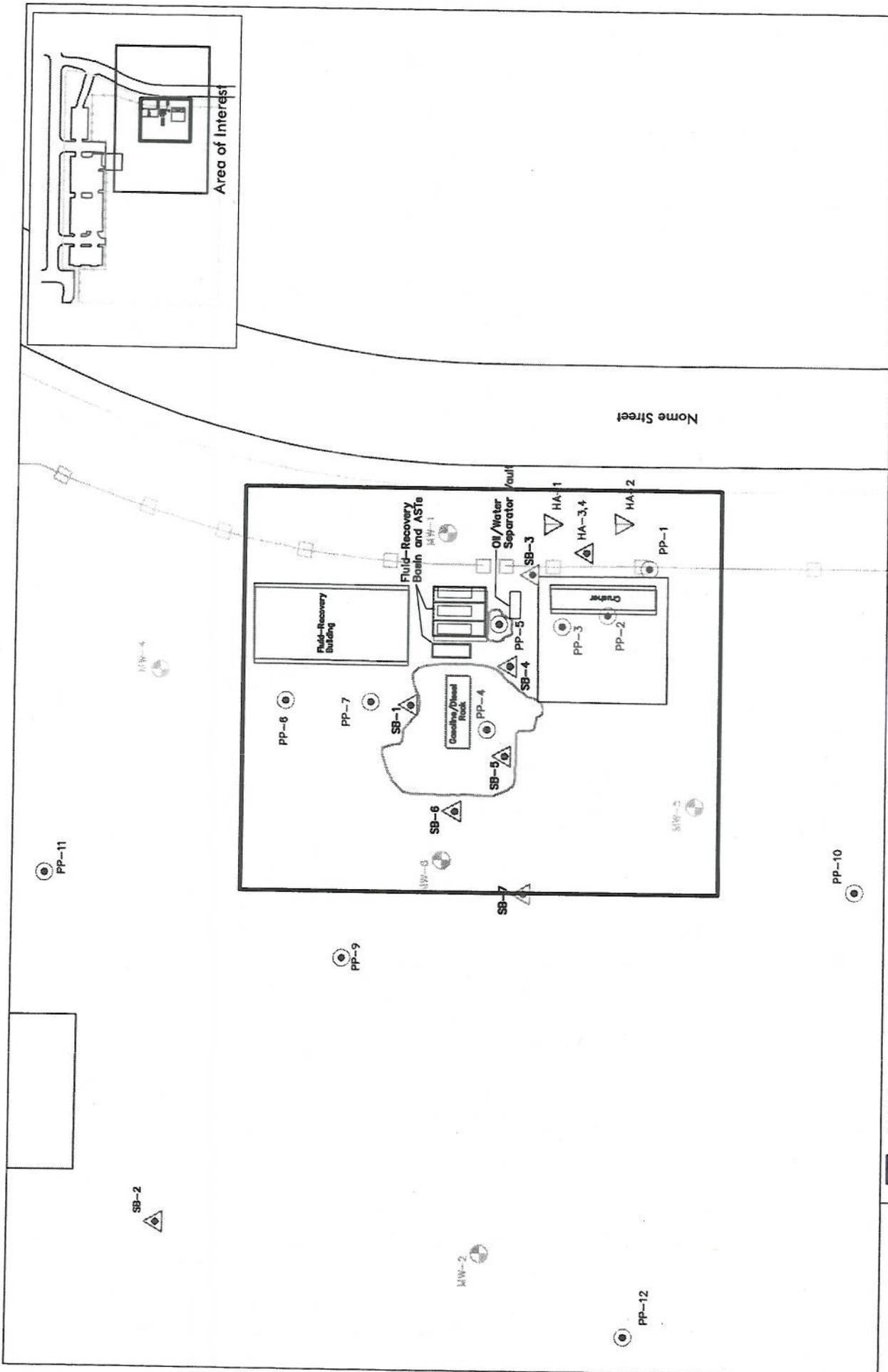
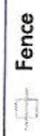


Figure A
Soil and Water Management
Area

Produced for: Goblehouse, Colkins & Gernberg
 File: P:/2878/CAD/Figure A.dwg (MRF)
 May 2011



North
 Scale: 1" = 50'



Soil Management Area

Limits of Excavated and Disposed Soils

SB - ERO Boring

PP - Bridgewater Group Push Probe Location

HA - Bridgewater Group Surface Soil Sample

HA - Bridgewater Group Hand Auger Location

Monitoring Well



ERO Resources Corp.
 1842 Clarkson Street
 Denver, CO 80218
 (303) 830-1188
 Fax: 830-1199

Soil and Water Management Plan

Plan Overview

This S&WMP defines and characterizes the SMA, sets forth management requirements during intrusive activities within the SMA, and details documentation requirements during implementation of the S&WMP.

This S&WMP does not apply to areas outside of the defined SMA. However, if contaminated soils are discovered outside this area during soil movement activities, all applicable federal, state, and local laws apply. Furthermore, this plan does not identify corrective measures to be utilized for management of soil in response to new release events, nor does it replace soil management regulations developed by federal, state, or local agencies for soils removed from within the SMA.

Soil Management Area

The S&WMP is applicable only for soil removal activities conducted within the SMA that disturb greater than one cubic yard of soil. Soil removal activities that disturb one cubic yard or less of soil are exempt from this S&WMP as long as the disturbed soil is returned to the area of disturbance or properly disposed within 7 days of being disturbed. Any volume of soil that cannot be placed back into the area of disturbance, including activities that generate one cubic yard or less of soil, must be managed, characterized and classified in accordance with all the same procedures outlined in soil management requirements of this plan.

The SMA is presented in Figure A. BTEX were detected in soil and ground water within the SMA at concentrations that exceed applicable state standards. A total of 1,116 cubic yards of petroleum-contaminated soils was removed from within the SMA in 2005. The boundary of the excavation is presented in Figure A. The depth of the excavation ranged from 11 to 13 feet below ground surface. Although petroleum contaminated soils were excavated from within the SMA, both contaminated ground water and saturated soils may exist within the excavated area. Therefore, the SMA does not exclude the

excavation area. The depth to ground water within the SMA varies from about 9 to 12 feet below ground surface.

Soil Management Requirements

In cases where intrusive activities disturb greater than one cubic yard of soil within the SMA, activities will be conducted under the guidance of a Site-Specific Health and Safety Plan (HASp) and will be performed by personnel certified under OSHA's HAZWOPER regulation, 29 CFR 1910.120.

To ensure proper management of materials, an environmental professional, as defined in the American Society for Testing Materials standard E 1527-05 (2005 or as amended) will be present during activities to ensure that appropriate health and safety practices are followed and that contaminated soil and water (if encountered) is identified and handled properly. Additionally, the environmental professional will monitor total organic vapor using a photoionization detector (PID). During work, proper personal protective equipment (PPE) will be utilized, as necessary.

The potential exists for encountering two types of soil within the SMA:

1. Contaminated Soil (Yellow-Flagged Soil) – Soil that is either observed to be stained and/or exhibits the presence of petroleum contamination by the presence of petroleum odors identified during PID monitoring; or
2. Non-Contaminated Soil (Green-Flagged Soil) – Soil that is not observed to be visually stained and does not exhibit the presence of petroleum contamination as identified during PID monitoring.

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

Soil Monitoring

An environmental professional will be on-site during soil removal activities within the SMA to monitor the soils removed. The monitoring will include inspection for visual staining, PID monitoring, and documentation of the activities conducted. PID monitoring includes frequent collection of soil samples during soil removal activities. Soil samples

collected will be placed in plastic bags so that the bag is about half full, sealed, shaken to breakup clumps of soil, and labeled. If ambient temperatures are below 32 degrees Fahrenheit (0 degrees Celsius), soil samples are to be placed in direct sunlight, a heated vehicle or building to allow the development of soil vapors within the headspace of the bag. After heated, the PID monitor probe tip will be quickly inserted into the bag and the maximum meter response recorded. PID instruments will be operated and calibrated to yield total organic vapors in units of parts per million (ppm). PID meters will be operated with a 10.2 eV lamp source. Calibration must be performed following manufacturer's requirements and checked/adjusted daily as necessary. Soil samples exceeding back ground levels will be considered elevated. Soils removed that exhibit elevated PID levels or visual staining will be segregated and flagged as "Yellow" soil for further analysis.

Yellow-Flagged Soil

Soils exhibiting visual staining and/or elevated PID levels are to be staged in a separate stockpile and marked with a yellow flag. The purpose of the stockpile is to verify through analytical testing the appropriate future handling of these soils (offsite disposal of onsite reuse). This soil is to be managed within or near the excavation area to the extent possible pending determination regarding appropriate off-site disposal or onsite use. Care must be taken to avoid mixing these soils with other surrounding, uncontaminated soils (Green-Flagged Soil).

Upon identification of Yellow-Flagged Soil, a temporary soil staging/containment area will be constructed for temporary placement of the soil pending laboratory characterization. The surface of the targeted staging area will be level, lined with plastic sheeting and bermed to allow water to drain away from the stockpile to a depression within the staging/containment area where a sump pump could be installed to remove any water that might accumulate. Plastic sheeting (minimum of 20 millimeter thickness) must be placed over the level staging area and overlapped a minimum of 1 foot between sheets to achieve the desired thickness. Hay bales wrapped in the plastic sheeting or plastic sheeting draped over uncontaminated soil are to be used to secure the perimeter of the soil staging/containment area and to contain any water that may come in contact with

the impacted soil. The stockpile will be covered daily to prevent storm water from accumulating in the staging/containment area and to keep the stockpile dry. The alternative to constructing a soil staging pile as described previously is to store the excavated soil in a covered container(s) such as a drum or roll off.

To analytically identify the appropriate disposition of the Yellow-Flagged Soil, a minimum of one representative soil sample must be collected for approximately every 100 loose cubic yards stockpiled. Representative soil samples will be collected from the Yellow-Flagged Soil based on visual staining for waste disposal characterization. A minimum of five different areas of the stockpile will be identified and the waste disposal characterization soil sample will be collected from the area exhibiting the strongest staining. Care must be taken to sample soils that are a minimum of 6 inches beneath the surface of the soil stockpile to minimize biasing the samples due to surface volatilization.

The waste characterization sample(s) will be submitted for laboratory analysis for BTEX by EPA Method 8021 or 8260. Following analysis, the results will be compared against a) Toxicity Characteristic Leaching Procedure (TCLP) regulatory thresholds and b) applicable soil screening concentrations provided in the most current version of the Colorado Soil Evaluation Values (CSEV) Table 1 (CDPHE 2011). Total constituent analysis sample results will first be compared to a screening concentration the 20 times the TCLP regulatory limit values listed in Table 1. For benzene, it is $20 \times 0.5 = 10$ mg/kg (a more accurate screening concentration can be calculated using the formula provided in footnote 8 of Table A2-1 of the contained out guidance, <http://www.cdphe.state.co.us/hm/caguidance.pdf#page=94>). If benzene is detected at a concentration above the 20 times the TCLP regulatory limit screening value (10 mg/kg), a TCLP test will be conducted on a representative sample or the soil will be assumed to be hazardous waste. If the total constituent value is below the 20 times the TCLP regulatory limit screening value, but above the unrestricted use concentration listed in CSEV Table 1 (lower number of either the residential table value or ground water protection concentration), the soil will be considered a solid waste. If the total constituent value is below the unrestricted use concentration listed in CSEV Table 1, it is not a solid waste

and the soil may be reused onsite or managed as a solid waste and disposed of offsite at a licensed facility. Whether a solid or hazardous waste, the soil will be transported to an appropriate off-site disposal facility. Additional testing may be required by the waste disposal facility to profile the soil for off-site disposal in accordance with State of Colorado Hazardous of Solid Waste Regulations.

Table 1. Waste characterization standards.

Contaminant	TCLP (mg/l)	20 times the TCLP (mg/kg)
Benzene	0.5	10

mg/l = milligrams per liter
 mg/kg = milligrams per kilogram

Green-Flagged Soil

Green-Flagged Soil is considered uncontaminated soil that does not appear visually stained and does not exhibit the presence of petroleum hydrocarbons based on PID monitoring. Green-Flagged Soil does not require specific management procedures and can be used in an unrestricted manner.

Water

Any water removed during soil disturbing activities within the SMA or that accumulates within a Yellow-Flagged Soil staging/containment area will be collected and managed in a controlled and protective manner. Water that requires removal will be containerized, properly characterized, and handled based on analytical sample characterization results. In no event will potentially contaminated water be pumped from an excavation and directly discharged to the ground surface, surface water body, or sewer. Characterization of containerized water will consist of sampling the water for BTEX by EPA Method 8260. One sample will be collected per container. The analytical results will be compared to applicable CBGWS (CDPHE 2009). If the concentration of benzene in the sample equals or exceeds the TCLP regulatory threshold for this contaminant (0.5 mg/L), the water is a hazardous waste and requires off-site disposal at a permitted hazardous waste treatment or disposal facility. If contaminants are detected at concentrations above the CBGWS but below the TCLP regulatory threshold, the water is a solid waste and requires appropriate off-site disposal in accordance with State of

Colorado Hazardous of Solid Waste Regulations. If contaminants are detected at concentrations below the CBGWS, the water is not a solid waste and may be discarded onto the ground or reused for some other beneficial purpose.

Documentation

All records generated during implementation of the S&WMP will be maintained by the property owner. If soil removal activities are performed by or under the supervision of the tenant, the tenant is required to maintain the documents and provide the owner with copies within 30 days following completion of activities. The records will include, as applicable:

- project procedures, requirements, and specifications;
- sampling collection log/chain of custody;
- analytical results;
- field activity logs/testing data and results;
- health and safety records;
- excavation and redistribution records;
- documentation of soil moving into and out of the SMA; and
- documentation of soil disposal.

References

- Bridgewater Group, Inc. 2004. Environmental Liabilities Review – Pull-N-Save Stores. December 9.
- Colorado Department of Public Health and Environment. 2011. Hazardous Materials and Waste Management Division, Table 1 Colorado Soil Evaluation Values (CSEV). July.
- Colorado Department of Public Health and Environment. 2009. Regulation No. 41, The Basic Standards For Ground Water. Water Quality Control Commission. Effective November 30.
- ERO Resources Corporation. 2005a. Initial Site Characterization Report, Pull-N-Save Auto Parts, 11602 East 33rd Avenue, Aurora, CO. March 1.
- ERO Resources Corporation. 2005b. Excavation Report, Pull-N-Save Auto Parts, 11602 East 33rd Avenue, Aurora, CO. March 28.
- ERO Resources Corporation. 2010. Ground Water Monitoring Report, March 2010, Pull-N-Save Auto Parts, 11602 East 33rd Avenue, Aurora, CO. April 20.

FIGURE A

Sheet 1 of 2

SOIL MANAGEMENT AREA

LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED WITHIN LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO. 1, A PART OF THE NORTHEAST QUARTER OF SECTION 26, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY OF AURORA, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID LOT 1, BLOCK 1;

THENCE N63°16'25"E, A DISTANCE OF 253.34 FEET TO THE POINT OF BEGINNING;

THENCE N00°09'50"E, A DISTANCE OF 180.01 FEET;

THENCE S89°50'10"E, A DISTANCE OF 154.48 FEET;

THENCE S00°09'50"W, A DISTANCE OF 180.01 FEET;

THENCE N89°50'10"W, A DISTANCE OF 154.48 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 27,809 SQUARE FEET OR 0.638 ACRES, MORE OR LESS.

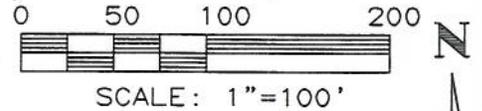
BASIS OF BEARINGS: THE SOUTH LINE OF LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO. 1 BEARS N89°49'57"W, BETWEEN A FOUND 1 1/2" ALUMINUM CAP MARKED "LS 16397" AT THE SOUTHEAST LOT CORNER AND A FOUND 1 1/2" ALUMINUM CAP MARKED "CITY OF AURORA 12021" AT THE SOUTHWEST LOT CORNER, AS SHOWN ON THE PLAT OF NOME SUBDIVISION FILING NO. 1, RECORDED ON SEPTEMBER 14, 1983 IN FILE 14, MAP 985 OF THE ADAMS COUNTY RECORDS.



ZYLSTRA BAKER SURVEYING, INC.
1510 W. TUFTS AVE.
ENGLEWOOD, CO 80110
303-781-0700

FIGURE A

LOT 1, BLOCK 1,
 NOME SUBDIVISION FILING NO. 1
 NE 1/4 SEC. 26, T 3 S, R 67 W, 6TH P.M.
 CITY OF AURORA, ADAMS COUNTY, COLORADO



33rd Avenue

LOT 1, BLOCK 1
 NOME SUBDIVISION
 FILING NO. 1

NOTES

1. NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT, MAY ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED MORE THAN TEN YEARS FROM THE DATE OF THE CERTIFICATION SHOWN HEREON.

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

3. THE GRAY BACKGROUND WAS TAKEN FROM AN AUTOCAD DRAWING PROVIDED BY THE CLIENT. IT IS SHOWN FOR INFORMATIONAL PURPOSES ONLY, AND FEATURES MAY NOT BE IN THE EXACT LOCATION SHOWN.

LOT 1, BLOCK 1
 NOME SUBDIVISION
 FILING NO. 1

ONE STORY
 OFFICE BLDG

ONE STORY
 FLUID
 RECOVERY
 BLDG

S89°50'10"E
 154.48'

N00°09'50"E
 180.01'

CONTAINING
 27,809 SQUARE FEET
 OR 0.638 ACRES
 MORE OR LESS

POINT OF
 BEGINNING

N63°16'25"E
 253.34'

N89°50'10"W
 154.48'

SE CORNER, LOT 1, BLOCK 1,
 NOME SUBDIVISION FILING NO. 1
 FOUND 1 1/2" ALUMINUM CAP
 MARKED 'LS 16397'

BASIS OF BEARINGS S LINE LOT 1

N89°49'57"W

FLUID
 RECOVERY
 BASIN

S00°09'50"W
 180.01'

Nome Street

POINT OF COMMENCEMENT
 SW CORNER, LOT 1, BLOCK 1,
 NOME SUBDIVISION FILING NO. 1
 FOUND 1 1/2" ALUMINUM CAP
 MARKED 'CITY OF AURORA 12021'

BRIAN L. LeFEBRE
 PROFESSIONAL LAND SURVEYOR
 COLORADO NO. 34579



ZYLSTRA BAKER SURVEYING INC.
 1510 WEST TUFTS AVENUE ENGLEWOOD, CO 80110
 PHONE (303) 781-0700

ERO RESOURCES CORPORATION

SOIL MANAGEMENT AREA

SCALE: 1"=100'	DR: SMAEXH.DWG
DRN. JRT	DATE: 9/13/11
JOB NO. 2011-0902	CHK. BLF
	SHEET 2 OF 2

FIGURE B

Sheet 1 of 2

AREA OF GROUND WATER CONTAMINATION

LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED WITHIN LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO. 1 AND LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, A PART OF THE NORTHEAST QUARTER OF SECTION 26, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY OF AURORA, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID LOT 1, BLOCK 1;

THENCE N71°48'54"E, A DISTANCE OF 345.72 FEET TO THE POINT OF BEGINNING;

THENCE N56°07'28"W, A DISTANCE OF 585.04 FEET;

THENCE N33°22'13"E, A DISTANCE OF 139.26 FEET;

THENCE S56°32'22"E, A DISTANCE OF 531.62 FEET;

THENCE S12°58'13"W, A DISTANCE OF 153.19 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 78,877 SQUARE FEET OR 1.811 ACRES, MORE OR LESS.

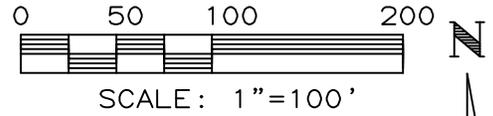
BASIS OF BEARINGS: THE SOUTH LINE OF LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO. 1 BEARS N89°49'57"W, BETWEEN A FOUND 1 1/2" ALUMINUM CAP MARKED "LS 16397" AT THE SOUTHEAST LOT CORNER AND A FOUND 1 1/2" ALUMINUM CAP MARKED "CITY OF AURORA 12021" AT THE SOUTHWEST LOT CORNER, AS SHOWN ON THE PLAT OF NOME SUBDIVISION FILING NO. 1, RECORDED ON SEPTEMBER 14, 1983 IN FILE 14, MAP 985 OF THE ADAMS COUNTY RECORDS.



ZYLSTRA BAKER SURVEYING, INC.
1510 W. TUFTS AVE.
ENGLEWOOD, CO 80110
303-781-0700

FIGURE B

LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO. 1
 AND LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1
 NE 1/4 SEC. 26, T 3 S, R 67 W, 6TH P.M.
 CITY OF AURORA, ADAMS COUNTY, COLORADO



33rd Avenue

LOT 2, BLOCK 1
 C & M SUBDIVISION
 FILING NO. 1

N33°22'13"E
 139.26'

S56°32'22"E

LOT 1, BLOCK 1
 NOME SUBDIVISION
 FILING NO. 1

NOTES

1. NOTICE: ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT, MAY ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED MORE THAN TEN YEARS FROM THE DATE OF THE CERTIFICATION SHOWN HEREON.

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

3. THE GRAY BACKGROUND WAS TAKEN FROM AN AUTOCAD DRAWING PROVIDED BY THE CLIENT. IT IS SHOWN FOR INFORMATIONAL PURPOSES ONLY, AND FEATURES MAY NOT BE IN THE EXACT LOCATION SHOWN.

ONE STORY OFFICE BLDG

ONE STORY FLUID RECOVERY BLDG

FLUID RECOVERY BASIN

CONTAINING
 78,877 SQUARE FEET
 OR 1.811 ACRES
 MORE OR LESS

N56°07'28"W

531.62'

S12°58'13"W
 153.19'

585.04'

POINT OF BEGINNING

N71°48'54"E
 345.72'

Nome Street

SE CORNER, LOT 1,
 BLOCK 1, NOME
 SUBDIVISION FILING
 NO. 1 FOUND
 1 1/2" ALUMINUM
 CAP MARKED 'LS
 16397'

BASIS OF BEARINGS S LINE LOT 1
 N89°49'57"W

POINT OF COMMENCEMENT
 SW CORNER, LOT 1, BLOCK 1,
 NOME SUBDIVISION FILING NO. 1
 FOUND 1 1/2" ALUMINUM CAP
 MARKED 'CITY OF AURORA 12021'

BRIAN L. LeFEBRE
 PROFESSIONAL LAND SURVEYOR
 COLORADO NO. 34579



ZYLSTRA BAKER SURVEYING INC. 1510 WEST TUFTS AVENUE ENGLEWOOD, CO 80110 PHONE (303) 781-0700	
ERO RESOURCES CORPORATION	
AREA OF GROUND WATER CONTAMINATION	
SCALE: 1"=100'	DR: GWCEXH.DWG
DRN. JRT	DATE: 12/01/11
JOB NO. 2011-0902	CHK. BLF
SHEET 2 OF 2	

GABLEHOUSE CALKINS & GRANBERG, LLC

Attorneys and Counselors at Law

410 SEVENTEENTH STREET
SUITE 1375
DENVER, COLORADO 80202

MELANIE J. GRANBERG, ESQ.
(303) 572-0050
(800) 818-0050
FAX (303) 572-3037
mgranberg@gcglc.com

October 26, 2011

City of Aurora
City Attorneys' Office
15151 E. Alameda Parkway
Aurora, CO 80012

Re: Notice of Environmental Covenant

Dear Sir or Madam:

We represent ABS Properties, LLC, the record owner of two parcels of land in Adams County which may be subject to easements or other recorded interests held by the City of Aurora. The Property to which this notice applies is commonly known as 11602 E. 33rd, Avenue, Aurora, Colorado; the parcels being more formally described as:

Parcel A: LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO.1, COUNTY OF ADAMS, STATE OF COLORADO.

Parcel B: LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

This letter is intended to put the City on notice of ABS' intent to establish an environmental covenant to ensure proper handling of contaminated soil and/or groundwater which has been shown to exist in some areas of the Property. The environmental covenant is being required by the Colorado Department of Public Health and Environment's Hazardous Materials and Waste Management Division ("CDPHE"). At CDPHE's request, ABS has developed use restrictions as well as a Soil and Water Management Plan that will govern disturbance of soil and/or groundwater within defined areas on the Property. The covenant will also prohibit land use changes for a small portion of the Property absent complete remediation or a showing of acceptable contaminant levels. A copy of the proposed covenant is attached for your reference.

If accepted by CDPHE, the covenant will be recorded and shall be binding upon all persons and entities who now hold, or in the future acquire, an interest in the Property.

Questions regarding this notice should be addressed to my attention.

Sincerely,



Melanie J. Granberg
for Gablehouse Calkins & Granberg, LLC

cc: ABS Properties, LLC
CDPHE

GABLEHOUSE CALKINS & GRANBERG, LLC

Attorneys and Counselors at Law

410 SEVENTEENTH STREET
SUITE 1375
DENVER, COLORADO 80202

MELANIE J. GRANBERG, ESQ.
(303) 572-0050
(800) 818-0050
FAX (303) 572-3037
mgranberg@gcglc.com

October 26, 2011

General Counsel
LKQ Corporation
120 North LaSalle St., Ste 3300
Chicago, IL 60602

Re: Notice of Environmental Covenant

Dear Sir or Madam:

We represent ABS Properties, LLC, the record owner of two parcels of land in Adams County which may be subject to leasehold or other recorded interests held by LKQ Corporation. The Property to which this notice applies is commonly known as 11602 E. 33rd, Avenue, Aurora, Colorado; the parcels being more formally described as:

Parcel A: LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO.1, COUNTY OF ADAMS, STATE OF COLORADO.

Parcel B: LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

This letter is intended to put LKQ on notice of ABS' intent to establish an environmental covenant to ensure proper handling of contaminated soil and/or groundwater which has been shown to exist in some areas of the Property. The environmental covenant is being required by the Colorado Department of Public Health and Environment's Hazardous Materials and Waste Management Division ("CDPHE"). At CDPHE's request, ABS has developed use restrictions as well as a Soil and Water Management Plan that will govern disturbance of soil and/or groundwater within defined areas on the Property. The covenant will also prohibit land use changes for a small portion of the Property absent complete remediation or a showing of acceptable contaminant levels. A copy of the proposed covenant is attached for your reference.

If accepted by CDPHE, the covenant will be recorded and shall be binding upon all persons and entities who now hold, or in the future acquire, an interest in the Property.

Questions regarding this notice should be addressed to my attention.

Sincerely,



Melanie J. Granberg
for Gablehouse Calkins & Granberg, LLC

cc: ABS Properties, LLC
CDPHE

GABLEHOUSE CALKINS & GRANBERG, LLC

Attorneys and Counselors at Law

410 SEVENTEENTH STREET
SUITE 1375
DENVER, COLORADO 80202

MELANIE J. GRANBERG, ESQ.
(303) 572-0050
(800) 818-0050
FAX (303) 572-3037
mgranberg@gcgllc.com

October 26, 2011

ConocoPhillips Company
600 N. Dairy Ashford Rd.
Houston, TX 77079

Re: Notice of Environmental Covenant

Dear Sir or Madam:

We represent ABS Properties, LLC, the record owner of two parcels of land in Adams County which may be subject to easements or other recorded interests held by ConocoPhillips or related entities. The Property to which this notice applies is commonly known as 11602 E. 33rd, Avenue, Aurora, Colorado; the parcels being more formally described as:

Parcel A: LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO.1, COUNTY OF ADAMS, STATE OF COLORADO.

Parcel B: LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

This letter is intended to put ConocoPhillips on notice of ABS' intent to establish an environmental covenant to ensure proper handling of contaminated soil and/or groundwater which has been shown to exist in some areas of the Property. The environmental covenant is being required by the Colorado Department of Public Health and Environment's Hazardous Materials and Waste Management Division ("CDPHE"). At CDPHE's request, ABS has developed use restrictions as well as a Soil and Water Management Plan that will govern disturbance of soil and/or groundwater within defined areas on the Property. The covenant will also prohibit land use changes for a small portion of the Property absent complete remediation or a showing of acceptable contaminant levels. A copy of the proposed covenant is attached for your reference.

If accepted by CDPHE, the covenant will be recorded and shall be binding upon all persons and entities who now hold, or in the future acquire, an interest in the Property.

Questions regarding this notice should be addressed to my attention.

Sincerely,



Melanie J. Granberg
for Gablehouse Calkins & Granberg, LLC

cc: ABS Properties, LLC
CDPHE

GABLEHOUSE CALKINS & GRANBERG, LLC

Attorneys and Counselors at Law

410 SEVENTEENTH STREET
SUITE 1375
DENVER, COLORADO 80202

MELANIE J. GRANBERG, ESQ.
(303) 572-0050
(800) 818-0050
FAX (303) 572-3037
mgranberg@gcglc.com

October 26, 2011

Nicole Johnston
City of Aurora
Water Department - Engineering
15151 E. Alameda Parkway, Suite 3600
Aurora, CO 80012

Re: Notice of Environmental Covenant

Dear Ms. Johnston:

We represent ABS Properties, LLC, the record owner of two parcels of land in Adams County which may be subject to easements or other recorded interests held by the City of Aurora. The Property to which this notice applies is commonly known as 11602 E. 33rd, Avenue, Aurora, Colorado; the parcels being more formally described as:

Parcel A: LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO.1, COUNTY OF ADAMS, STATE OF COLORADO.

Parcel B: LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

This letter is intended to put the City on notice of ABS' intent to establish an environmental covenant to ensure proper handling of contaminated soil and/or groundwater which has been shown to exist in some areas of the Property. The environmental covenant is being required by the Colorado Department of Public Health and Environment's Hazardous Materials and Waste Management Division ("CDPHE"). At CDPHE's request, ABS has developed use restrictions as well as a Soil and Water Management Plan that will govern disturbance of soil and/or groundwater within defined areas on the Property. The covenant will also prohibit land use changes for a small portion of the Property absent complete remediation or a showing of acceptable contaminant levels. A copy of the proposed covenant is attached for your reference.

If accepted by CDPHE, the covenant will be recorded and shall be binding upon all persons and entities who now hold, or in the future acquire, an interest in the Property.

Questions regarding this notice should be addressed to my attention.

Sincerely,


Melanie J. Granberg
for Gablehouse Calkins & Granberg, LLC

cc: ABS Properties, LLC
CDPHE

GABLEHOUSE CALKINS & GRANBERG, LLC

Attorneys and Counselors at Law

410 SEVENTEENTH STREET
SUITE 1375
DENVER, COLORADO 80202

MELANIE J. GRANBERG, ESQ.
(303) 572-0050
(800) 818-0050
FAX (303) 572-3037
mgranberg@gcgllc.com

October 26, 2011

NuStar Logistics, LP
2330 N Loop 1604 W
San Antonio, TX 78248

Re: Notice of Environmental Covenant

Dear Sir or Madam:

We represent ABS Properties, LLC, the record owner of two parcels of land in Adams County which may be subject to easements or other recorded interests held by NuStar Logistics, LP. The Property to which this notice applies is commonly known as 11602 E. 33rd, Avenue, Aurora, Colorado; the parcels being more formally described as:

Parcel A: LOT 1, BLOCK 1, NOME SUBDIVISION FILING NO.1, COUNTY OF ADAMS, STATE OF COLORADO.

Parcel B: LOT 2, BLOCK 1, C & M SUBDIVISION FILING NO. 1, COUNTY OF ADAMS, STATE OF COLORADO.

This letter is intended to put NuStar on notice of ABS' intent to establish an environmental covenant to ensure proper handling of contaminated soil and/or groundwater which has been shown to exist in some areas of the Property. The environmental covenant is being required by the Colorado Department of Public Health and Environment's Hazardous Materials and Waste Management Division ("CDPHE"). At CDPHE's request, ABS has developed use restrictions as well as a Soil and Water Management Plan that will govern disturbance of soil and/or groundwater within defined areas on the Property. The covenant will also prohibit land use changes for a small portion of the Property absent complete remediation or a showing of acceptable contaminant levels. A copy of the proposed covenant is attached for your reference.

If accepted by CDPHE, the covenant will be recorded and shall be binding upon all persons and entities who now hold, or in the future acquire, an interest in the Property.

Questions regarding this notice should be addressed to my attention.

Sincerely,



Melanie J. Granberg
for Gablehouse Calkins & Granberg, LLC

cc: ABS Properties, LLC
CDPHE