

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 **HMCOV00105**

Covenant Date 6/6/2013

Self Reporting

Media of Concern:

Surface Water:

Ground Water:

Air:

Soil:

Other:

Site Contact Information:

Owner Corp: Hewlett Packard Company

Contact Name: Corporate Counsel, Agilent Tech. Inc.

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

Contact City: Santa Clara

Contact State: CA

Contact Zip: 85051

Contact Phone:

Contaminants of Concern:

volatile organic compounds

Property Restrictions:

- 1: No use of groundwater in restricted area.
- 2: Excavation, grading, or construction must be conducted in accordance with the Materials Management Plan.
- 3: Any new construction of enclosed buildings to include residential, child care, elder care or care of the infirm shall include vapor intrusion control.
- 4: No existing building shall be used for residential, child care, elder care or care of the infirm without being retrofit with vapor intrusion control.
- 5:

Site Information:

ID: COD041099086

Name: Hewlett Packard Company

Address: 1900 GARDEN OF THE GODS RD

City: COLORADO SPRINGS

State: CO

Zip: 80907

Legal Description:

See Institutional Control

HEWLETT PACKARD COMPANY

104°52'0"W

104°51'45"W

104°51'30"W

38°54'15"N

38°54'15"N

38°54'0"N

38°54'0"N

38°53'45"N

38°53'45"N

Featured Institutional Control



HMCOV00105

Garden Of The Gods

Arrowswest

Pinon Valley
Pinon Glen

Centennial

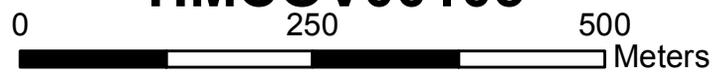


Copyright:© 2013 Esri, DeLorme, NAVTEQ, TomTom, Source: Esri, DigitalGlobe, GeoEye, i-cubed, USDA, USGS, AEX, Getmapping, Aerogrid, IGN, IGP, swisstopo, and the GIS User Community

104°51'45"W

104°51'30"W

HMCOV00105



WAYNE W. WILLIAMS
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El Paso County, CO



214037470

**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 6th day of June, 2013 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 – Colorado Springs Manufacturing Facility, located at 1900 Garden of the Gods Road, Colorado Springs, Colorado, portions of which, more particularly described in Exhibits A, B and C, 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 Compliance Order on Consent No. 89-12-11-01, the Property is 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 that exhibit residual levels of contamination above regulatory standards that could, if engaged in, lead to adverse impact 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 now or subsequently 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").

NOW, THEREFORE, Agilent hereby grants this Environmental Covenant to the Department, with Hewlett-Packard as a third party beneficiary, and declares that the Property as described in Exhibits A, B, and C 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, 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

1) Use restrictions

a) The following restrictions shall apply to the area described as GROUNDWATER on Exhibit A and further described in Exhibit B:

(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 groundwater treatment system located on the Property or any modification of that system as approved by the Department, or to monitoring wells located on the Property at any time 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 D and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 11 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, which shall be maintained in good working order, 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, none of the following uses shall be conducted 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, which shall be maintained in good working order, 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, child care, eldercare or care of the infirm.

b) The following restrictions shall apply to those parcels described as GROUNDWATER AND SOIL on Exhibit A and further described in Exhibit 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 groundwater treatment system located on the Property or any modification of that system as approved by the Department, or to monitoring wells located on the Property at any time for use solely to obtain groundwater samples for analysis.

(ii) 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 D and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 11 herein.

(iii) 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 D and incorporated herein by reference. A copy also can be obtained from the Department at the address provided in Section 11 herein.

(iv) 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, which shall be maintained in good working order, 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.

(v) Unless modified pursuant to Paragraph 2 below, none of the following uses shall be conducted 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, which shall be maintained in good working order, 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, child care, eldercare or care of the infirm.

c) The corrective action at this site includes a groundwater containment and treatment system (GCTS), which is in operation as of the date of this Covenant and portions of which may remain in place after termination of Compliance Order on Consent No. 89-12-11-01. The GCTS is described in Exhibit E. The GCTS shall not be materially modified except upon written authorization from the Department. Maintenance, monitoring and repair of the GCTS shall not be considered material modifications.

2) Modifications

This Covenant runs with the land and is perpetual, unless modified or terminated pursuant to this section. 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 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, 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) Third Party Beneficiary.

The OWNER of the Property and Hewlett-Packard Company each are third party beneficiaries with the right to enforce the provisions of this Covenant as provided in § 25-15-322, C.R.S.

8) 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.

9) 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.

10) 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.

11) Notices

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

Hazardous Waste Corrective Action Unit Leader
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-LC
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 11.

Agilent Technologies, Inc., has caused this instrument to be executed this ____ day of

_____, _____.

Agilent Technologies, Inc.

By: 

Title: Stephen D. Williams
Vice President,
Assistant General Counsel 6-13-13
and Assistant Secretary

STATE OF _____)

) ss:

COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, _____
by _____ on behalf of Agilent Technologies, Inc.

See attached Notarization

Notary Public

Address

My commission expires: _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

State of California

County of Santa Clara

On June 13, 2013 before me, Susan M. Hemstreet, Notary Public

personally appeared Stephen D. Williams

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature: Susan M. Hemstreet

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Environmental Covenant

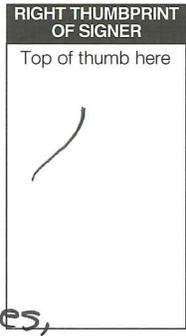
Document Date: June 13, 2013 Number of Pages: 27

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer(s)

Signer's Name: Stephen D. Williams

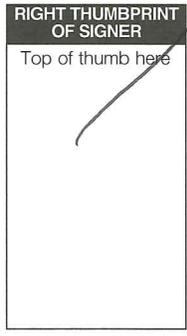
- Corporate Officer - Title(s): V.P. & Asst Gen. Counsel & Asst. Sec.
Individual
Partner - Limited General
Attorney in Fact
Trustee
Guardian or Conservator
Other:



Signer Is Representing: Agilent Technologies, Inc

Signer's Name:

- Corporate Officer - Title(s):
Individual
Partner - Limited General
Attorney in Fact
Trustee
Guardian or Conservator
Other:



Signer Is Representing:

Accepted by the Colorado Department of Public Health and Environment this 21st day of April, 2014.

By: Gary W. Baughman

Title: Director, HMWMD

STATE OF COLORADO)
)
COUNTY OF DENVER)

ss:

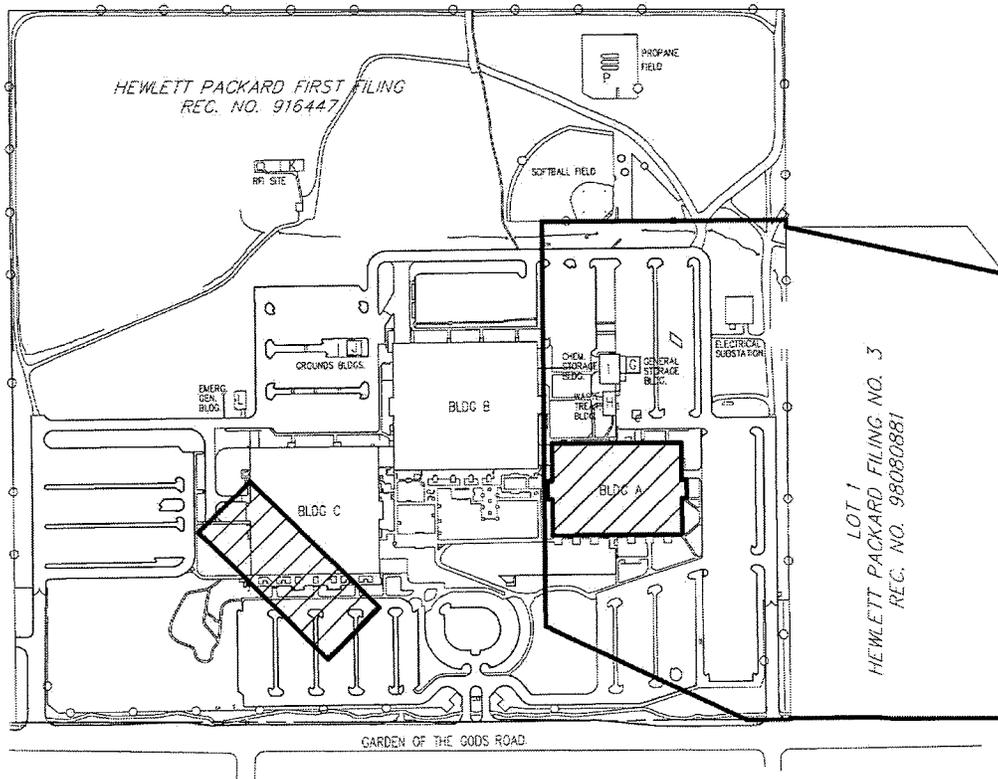
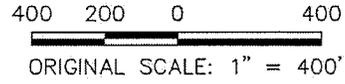
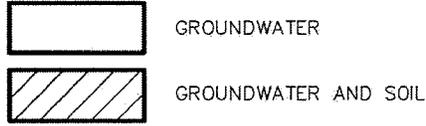
The forgoing instrument was acknowledged before me this 21 day of APRIL, 2014, by GARY W. BAUGHMAN on behalf of the Colorado Department of Public Health and Environment.

Claudette M. Ferris
Notary Public

4300 Cherry Creek Dr So
Address
Denver, CO 80246

My commission expires: October 21, 2015

EXHIBIT A



X:\2500000.all\25059000\Drawings\Legal Exhibits\25059000LX-EXHIBIT A.dwg, 8.5x14 Legal Portrait, 11/13/2012 4:34:43 PM, adamsj

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

EXHIBIT A - COVENANT AREA FIGURE
 ENVIRONMENTAL COVENANTS
 PROJECT NO.: 25059.00
 DATE: 11/13/12

SHEET: 1 OF 1



Centennial 303-740-9333 • Colorado Springs 719-583-2593
 Fort Collins 970-491-9888 • www.jrengineering.com



EXHIBIT B – GROUNDWATER

PROPERTY DESCRIPTION

A PARCEL OF LAND BEING A PORTION OF LOT 1, BLOCK 1, HEWLETT-PACKARD FIRST FILING AS RECORDED UNDER RECEPTION NO. 916447 AND A PORTION OF HEWLETT-PACKARD FILING NO. 3 AS RECORDED UNDER RECEPTION NO. 98080881 ALL IN THE OFFICES OF THE EL PASO COUNTY CLERK AND RECORDER. LOCATED IN THE SOUTH ONE-HALF OF SECTION 23, TOWNSHIP 13 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF EL PASO, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE EASTERLY LINE OF LOT 1, HEWLETT-PACKARD FILING NO. 3, BEING MONUMENTED BY A BRASS TAG STAMPED "LS 19586" AT THE SOUTHERLY CORNER AND BY A 1-1/2" ALUMIUM CAP STAMPED "LS 27605" AT THE NORTHERLY CORNER, BEING ASSUMED TO BEAR S00°22'30"E A DISTANCE OF 1231.72 FEET.

BEGINNING AT THE SOUTHEAST CORNER OF LOT 1, HEWLETT-PACKARD FILING NO. 3 AS RECORDED UNDER RECEPTION NO. 98080881 IN THE OFFICES OF THE EL PASO COUNTY CLERK AND RECORDER;

THENCE ON THE SOUTHERLY LINE OF SAID LOT 1, HEWLITT-PACKARD FILING NO. 3, THE FOLLOWING THREE (3) COURSES:

- 1) S89°50'05"W A DISTANCE OF 330.62 FEET;
- 2) N84°27'17"W A DISTANCE OF 35.17 FEET;
- 3) S89°50'05"W A DISTANCE OF 243.06 FEET, TO THE SOUTHWESTERLY CORNER OF SAID LOT 1;

THENCE ON THE EASTERLY AND SOUTHERLY LINES OF LOT 1, BLOCK 1, HEWLETT-PACKARD FIRST FILING AS RECORDED UNDER RECEPTION NO. 916447, THE FOLLOWING TWO (2) COURSES:

- 1) S00°24'46"E A DISTANCE OF 3.50 FEET;
- 2) S89°53'38"W A DISTANCE OF 121.50 FEET;

THENCE N64°22'05"W A DISTANCE OF 609.47 FEET;

THENCE ON A LINE BEING THE EXTENTION OF THE EASTERLY BUILDING LINE OF BUILDING B, N00°27'08"W A DISTANCE OF 1121.46 FEET, TO A POINT ON THE SOUTHERLY FENCE LINE OF THE SOFTBALL FIELDS;

THENCE ON SAID FENCE LINE AND ITS EXTENTION, N89°40'53"E A DISTANCE OF 669.86 FEET, TO A POINT ON THE EASTERLY LINE OF LOT 1, BLOCK 1, HEWLITT-PACKARD FIRST FILING;

THENCE ON SAID EASTERLY LINE, S00°24'46"E A DISTANCE OF 20.67 FEET, TO THE NORTHWESTERLY CORNER OF LOT 1, HEWLITT-PACKARD FILING NO. 3;

THENCE S77°34'42"E A DISTANCE OF 625.08 FEET, TO THE NORTHEASTERLY CORNER OF SAID LOT 1;

THENCE ON THE EASTERLY LINE OF SAID LOT 1, S00°22'30"E A DISTANCE OF 1231.72 FEET, TO THE POINT OF BEGINNING.

CONTAINING A CALCULATED AREA OF 1,647,028 SQUARE FEET OR 37.8106 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC

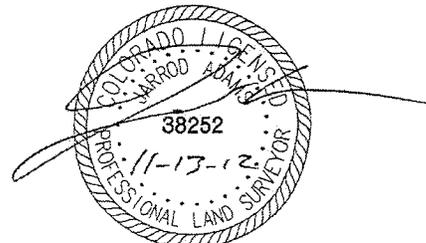
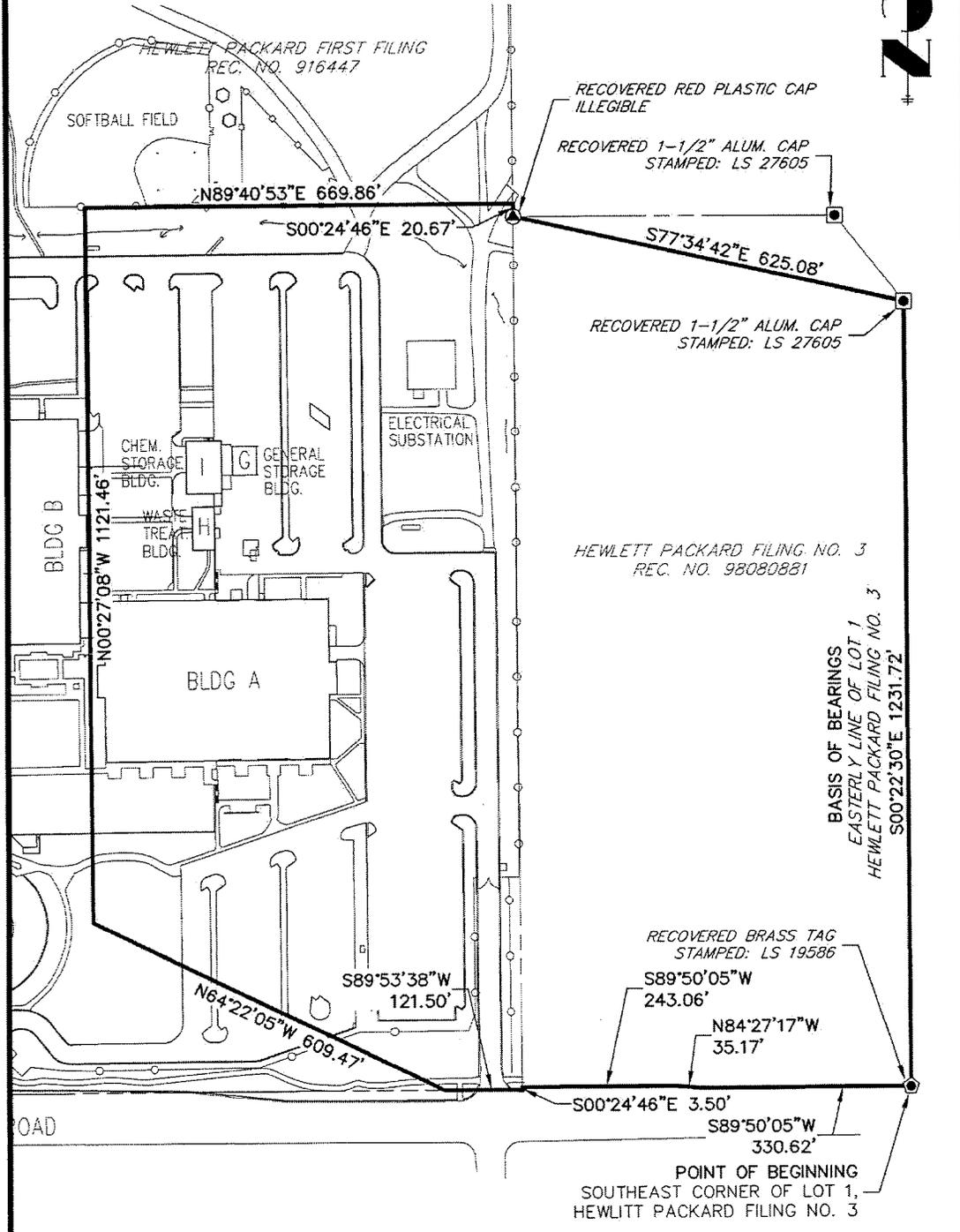
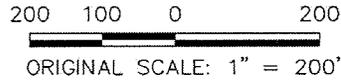


EXHIBIT B



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

EXHIBIT B - GROUNDWATER ENVIRONMENTAL COVENANTS
 PROJECT NO.: 25059.00
 DATE: 11/13/12



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 Fort Collins 970-491-9688 • www.jrengineering.com

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EXHIBIT C – GROUNDWATER AND SOIL

PROPERTY DESCRIPTION

ALL OF BUILDING A, BEING A PORTION OF LOT 1, BLOCK 1, HEWLETT-PACKARD FIRST FILING AS RECORDED UNDER RECEPTION NO. 916447. LOCATED IN THE SOUTH ONE-HALF OF SECTION 23, TOWNSHIP 13 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF EL PASO, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE EASTERLY LINE OF LOT 1, HEWLETT-PACKARD FILING NO. 3, BEING MONUMENTED BY A BRASS TAG STAMPED "LS 19586" AT THE SOUTHERLY CORNER AND BY A 1-1/2" ALUMIUM CAP STAMPED "LS 27605" AT THE NORTHERLY CORNER, BEING ASSUMED TO BEAR S00°22'30"E A DISTANCE OF 1231.72 FEET.

COMMENCING FROM THE SOUTHEAST CORNER OF LOT 1, HEWLETT-PACKARD FILING NO. 3 AS RECORDED UNDER RECEPTION NO. 98080881 IN THE OFFICES OF THE EL PASO COUNTY CLERK AND RECORDER;

THENCE N49°39'59"W A DISTANCE OF 1190.01, FEET TO THE NORTHEAST CORNER OF BUILDING A AND THE POINT OF BEGINNING;

THENCE ON THE PERIMETER OF SAID BUILDING A THE FOLLOWING TWELVE (12) COURSES:

- 1) S00°24'19"E A DISTANCE OF 102.34 FEET;
- 2) N89°35'41"E A DISTANCE OF 13.41 FEET;
- 3) S00°24'19"E A DISTANCE OF 51.00 FEET;
- 4) S89°35'41"W A DISTANCE OF 13.41 FEET;
- 5) S00°24'19"E A DISTANCE OF 100.79 FEET;
- 6) S89°35'41"W A DISTANCE OF 354.57 FEET;
- 7) N00°24'19"W A DISTANCE OF 100.79 FEET;
- 8) S89°35'41"W A DISTANCE OF 13.41 FEET;
- 9) N00°24'19"W A DISTANCE OF 51.00 FEET;
- 10) N89°35'41"E A DISTANCE OF 13.41 FEET;
- 11) N00°24'19"W A DISTANCE OF 102.34 FEET;
- 12) N89°35'41"E A DISTANCE OF 354.57 FEET, TO THE POINT OF BEGINNING.

CONTAINING A CALCULATED AREA OF 91,476 SQUARE FEET OR 2.1000 ACRES.

TOGETHER WITH

A PARCEL OF LAND BEING A PORTION OF LOT 1, BLOCK 1, HEWLETT-PACKARD FIRST FILING AS RECORDED UNDER RECEPTION NO. 916447. LOCATED IN THE SOUTH ONE-HALF OF SECTION 23, TOWNSHIP 13 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF EL PASO, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE EASTERLY LINE OF LOT 1, HEWLETT-PACKARD FILING NO. 3, BEING MONUMENTED BY A BRASS TAG STAMPED "LS 19586" AT THE SOUTHERLY CORNER AND BY A 1-1/2" ALUMIUM CAP STAMPED "LS 27605" AT THE NORTHERLY CORNER, BEING ASSUMED TO BEAR S00°22'30"E A DISTANCE OF 1231.72 FEET.

COMMENCING FROM THE SOUTHEAST CORNER OF LOT 1, HEWLITT-PACKARD FILING NO. 3 AS RECORDED UNDER RECEPTION NO. 98080881 IN THE OFFICES OF THE EL PASO COUNTY CLERK AND RECORDER;

THENCE N76°44'40"W A DISTANCE OF 1787.30 FEET, TO THE SOUTHEAST CORNER OF BUILDING C;

THENCE ON THE SOUTHERLY BUILDING LINE OF SAID BUILDING C, S89°35'13"W A DISTANCE OF 96.96 FEET, TO THE POINT OF BEGINNING;

THENCE S45°00'00"E A DISTANCE OF 133.08 FEET;

THENCE S45°00'00"W A DISTANCE OF 200.00 FEET;

THENCE N45°00'00"W A DISTANCE OF 500.00 FEET;

THENCE N45°00'00"E A DISTANCE OF 200.00 FEET;

THENCE S45°00'00"E A DISTANCE OF 366.92 FEET, TO THE POINT OF BEGINNING.

CONTAINING A CALCULATED AREA OF 100,000 SQUARE FEET OR 2.2957 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC

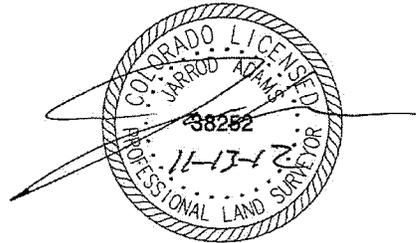
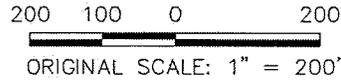
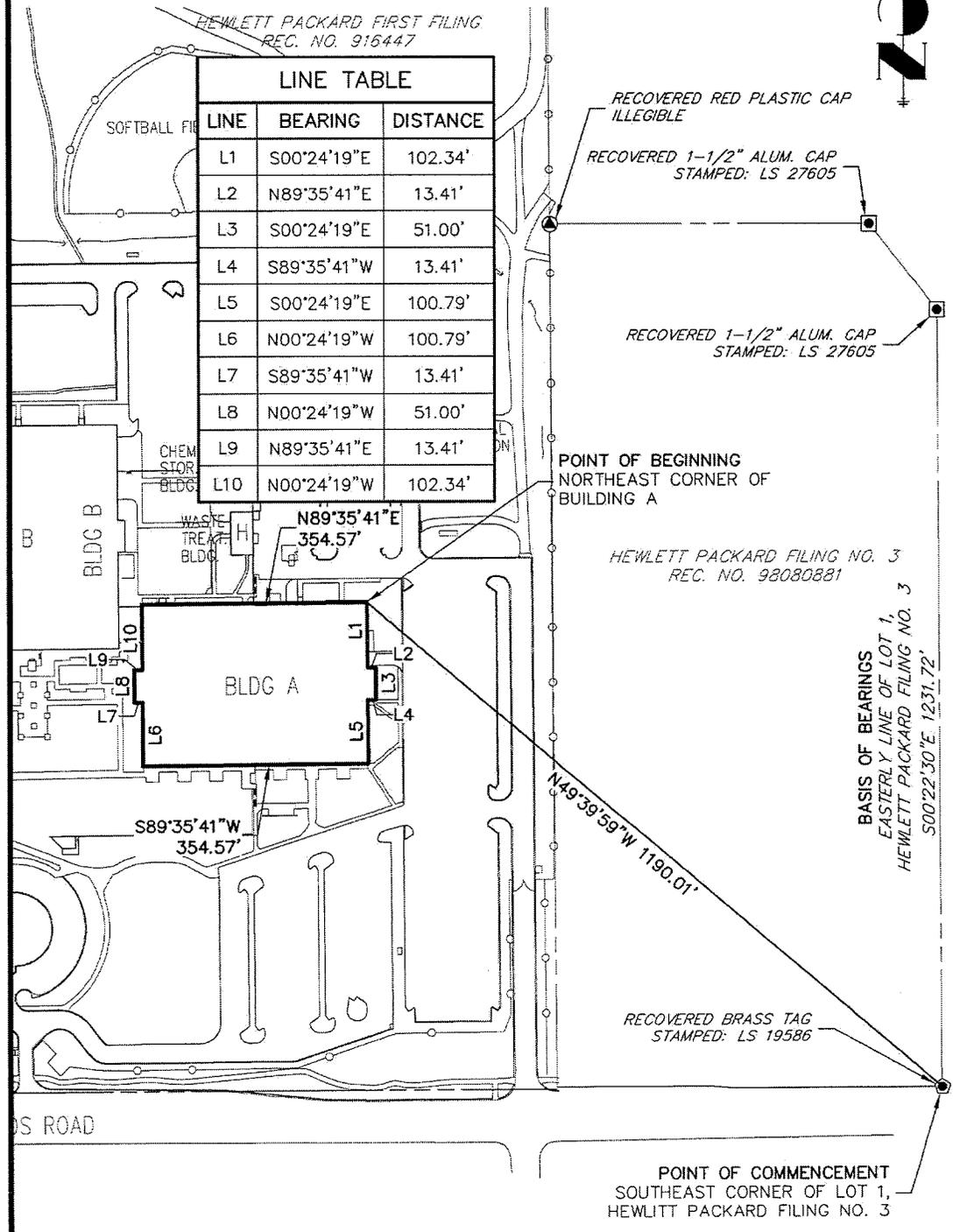


EXHIBIT C



LINE TABLE		
LINE	BEARING	DISTANCE
L1	S00°24'19"E	102.34'
L2	N89°35'41"E	13.41'
L3	S00°24'19"E	51.00'
L4	S89°35'41"W	13.41'
L5	S00°24'19"E	100.79'
L6	N00°24'19"W	100.79'
L7	S89°35'41"W	13.41'
L8	N00°24'19"W	51.00'
L9	N89°35'41"E	13.41'
L10	N00°24'19"W	102.34'



RECOVERED RED PLASTIC CAP
ILLEGIBLE

RECOVERED 1-1/2" ALUM. CAP
STAMPED: LS 27605

RECOVERED 1-1/2" ALUM. CAP
STAMPED: LS 27605

POINT OF BEGINNING
NORTHEAST CORNER OF
BUILDING A

HEWLETT PACKARD FILING NO. 3
REC. NO. 98080881

BASIS OF BEARINGS
EASTERLY LINE OF LOT 1,
HEWLETT PACKARD FILING NO. 3
S00°22'30"E 1231.72'

N49°39'59"W 1190.01'

RECOVERED BRASS TAG
STAMPED: LS 19586

POINT OF COMMENCEMENT
SOUTHEAST CORNER OF LOT 1,
HEWLITT PACKARD FILING NO. 3

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

EXHIBIT C - GROUNDWATER AND SOIL
ENVIRONMENTAL COVENANTS
PROJECT NO.: 25059.00
DATE: 11/13/12

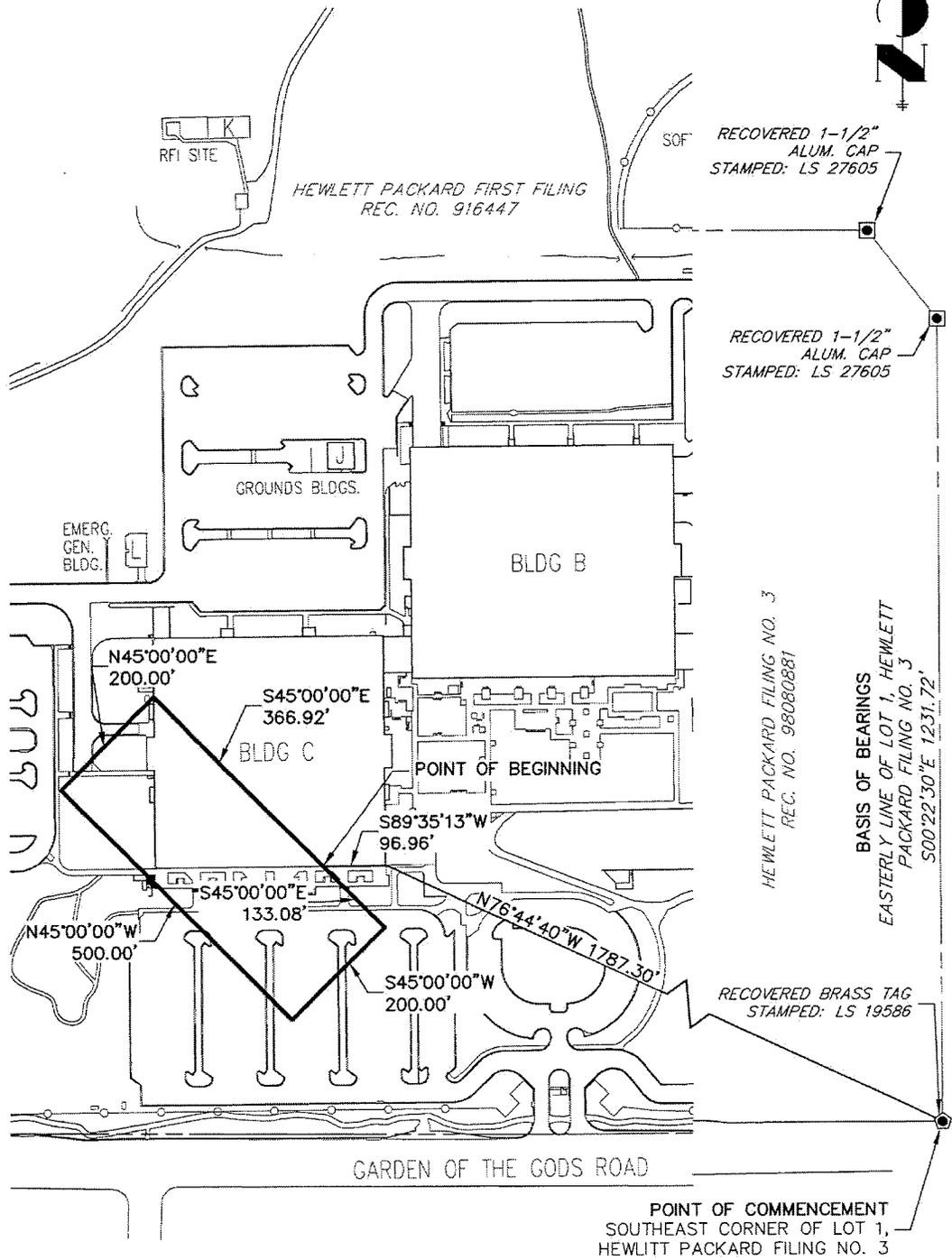
SHEET: 3 OF 4



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EXHIBIT C

200 100 0 200
 ORIGINAL SCALE: 1" = 200'



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EXHIBIT C - GROUNDWATER AND SOIL
 ENVIRONMENTAL COVENANTS
 PROJECT NO.: 25059.00
 DATE: 11/13/12



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EXHIBIT D

MATERIALS MANAGEMENT PLAN

FORMER HEWLETT-PACKARD

COLORADO SPRINGS MANUFACTURING FACILITY

1900 Garden of the Gods Road

Colorado Springs, Colorado

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1.0 INTRODUCTION

This Materials Management Plan (MMP) outlines procedures for monitoring and handling potentially impacted soil and water that may be encountered during future site activities at the Agilent Technologies, Inc. / former Hewlett Packard-Colorado Springs Manufacturing Facility, located at 1900 Garden of the Gods Road, Colorado Springs, Colorado (Property). This MMP describes procedures to manage future subsurface actions in a manner that protects human health and the environment in areas that 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.

2.0 BACKGROUND

Agilent Technologies, Inc. (Agilent) currently owns the above described Property in Colorado Springs, Colorado. The Property is approximately 116 acres and the majority of the Property is currently zoned Planned Industrial Park 1 (PIP 1). The Property has been subject to 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) and Hewlett-Packard Company (HP) agreed to Compliance Order on Consent No. 89-12-11-01 (Consent Order) in 1990. The Consent Order provides for investigation, mitigation and monitoring of impacted soil and groundwater resulting from historical manufacturing operations at the Property.

Despite significant work at the Property by HP, certain contaminants, or Chemicals of Concern (COCs), remain in soil and groundwater at the property in concentrations that exceed state 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. Pursuant to an Environmental Covenant placed on the property to limit exposure to these Chemicals of Concern, 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.

Excavation activities within the soils covenant areas shall comply with all of the following soils requirements. Excavation activities within areas designated in the Environmental Covenant as subject to soils materials management requirements, but located outside of the footprint of either Unit A or Unit C, shall comply with these soils requirements only at an excavation depth of 15 feet or greater.

3.1 Soil Contaminants

Through review of previous environmental investigation information and laboratory results from years of remediation and groundwater monitoring, the Chemicals 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, 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.

3.2 Soil Monitoring and Management

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 is 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 bails are to be used to secure the perimeter of the soil staging / containment area. The hay bails 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 (lcy) 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 COCs (see Table I, below) present. Additional sampling and analysis shall be conducted as determined necessary in the judgment of the environmental professional who monitors soil disturbing activities.

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 EPA Regional Screening Levels (RSLs)¹ for residential uses may be treated as Green Flagged soils;
- (b) Soils for which analytical data demonstrate concentrations of COCs (i) no greater than 100 times RSLs for residential use and (ii) no greater than the Toxicity Characteristic Level² or, if no Toxicity Characteristic Level, 100 times the state groundwater standard³ (or MCL⁴ 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.

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 the 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

¹ http://www.epa.gov/reg3hwm/risk/human/rb-concentration_table/Generic_Tables/pdf/master_sl_table_bwrun_NOV2012.pdf

² 6 CCR 1007-3, § 261.24, Table 1.

³ 5 CCR 1002-41.

⁴ 40 CFR Part 141, Subpart G.

below the Groundwater Standards, no additional groundwater management shall be required beyond standard de-watering management procedures and permitting. 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.

TABLE 1
Materials Management Plan

HP Colorado Springs 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
Total Petroleum Hydrocarbons

EXHIBIT E

Groundwater Containment and Treatment System Description

The GCTS consists of a soil-bentonite barrier wall, a groundwater collection trench, groundwater extraction pumps, conveyance piping, a treatment system, and a groundwater recharge system. After initial construction, an additional 8 to 10 feet of compacted fill was added above the soil-bentonite barrier wall, groundwater extraction system, and groundwater recharge system. The additional fill is not represented in the depth values contained in the following descriptions.

1. Soil-Bentonite Barrier Wall

The soil-bentonite wall is 3 feet thick and approximately 930 feet in length. The wall is located 60 feet west of the eastern property line, extending from near the southern edge of the property north to the bedrock ridge in the area of monitoring well HP-30, as shown in System Layout figure below. The wall is keyed 4 feet into competent bedrock and ranges from 30 to 75 feet deep. Surface protection for the wall is provided by the placement of a compacted soil cap over the top of the wall. The wall cuts off the flow of VOC-affected groundwater from both the alluvial aquifer and at the alluvium bedrock interface.

2. Groundwater Collection Trench

A highly permeable gravel collection trench is located 25 feet west of the soil-bentonite barrier wall from a point midway between piezometers HP-37 and HP-36 north to monitoring well HP-30, as shown in the System Layout figure below. The trench is 3 feet wide, approximately 600 feet in length, and ranges from 24 to 42 feet in depth. The trench is installed through water-bearing granular alluvium and into a lower sandy clay unit. Affected alluvial groundwater upgradient of the barrier wall is intercepted by the trench and removed by the groundwater extraction system as described below.

3. Groundwater Extraction System

The groundwater extraction system consists of three extraction wells equipped with four submersible well pumps. The collection trench contains two of the extraction wells: the primary extraction well (EW-P) and a standby extraction well (EW-S). The two extraction wells are constructed of 16-inch inside diameter polyvinyl chloride (PVC) casing and 105-slot screen. Extraction well EW-P is equipped with two submersible pumps: a constant speed submersible environmental pump sized to accommodate flows in the 0- to 30-gallons-per-minute (gpm) range and a constant speed 75-gpm high flow pump to handle seasonally high groundwater flows. During high flows, both pumps operate to bring total flow to approximately 100 gpm. Extraction well EW-S is equipped with one constant speed submersible environmental pump sized to accommodate flows in the 0- to 30-gpm range.

The third extraction well is the collection well (EW-C), which controls groundwater flow in the lower saturated alluvial zone. Extraction well EW-C is a 6-inch well and is equipped with one constant speed submersible environmental pump sized at 5 gpm.

Each extraction wellhead is enclosed in a precast concrete extraction well vault. Wellhead plumbing in each vault includes an air/vacuum relief valve, sample tap, pressure gauge, flowmeter, flow control globe valve, and isolation ball valve.

4. Groundwater Extraction Conveyance Piping

Groundwater pumped from the three extraction wells is conveyed to the treatment plant in double-contained piping, consisting of a 3-inch high-density polyethylene (HDPE) pipe inside a 6-inch Schedule 40 PVC pipe. The conveyance pipe is buried below the frost line at a depth of approximately 4 feet.

5. Groundwater Treatment System

The groundwater treatment system is located in the building north of Unit A (see System Layout figure below) and includes a flowmeter, a 3,500-gallon settling tank, a 3,500-gallon air stripper feed tank, a sequestering chemical storage and feed system, and an air stripper with off-gas carbon treatment. The components of the treatment system are discussed in the following paragraphs.

5.1 Flowmeter and Equalization Tanks

The combined flow of untreated groundwater from the extraction wells is pumped through a paddle wheel flowmeter and into the 3,500-gallon fiberglass settling tank. The purpose of the settling tank is to remove solids from the extracted groundwater prior to entering the air stripper. Flows are then conveyed into the 3,500-gallon fiberglass air stripper feed tank that is used for storage and equalization prior to being pumped to the air stripper. Both tanks are covered and vented to the outside of the treatment building.

5.2 Sequestering Agent

The system is equipped for inorganic treatment by feeding an orthophosphate-sequestering agent to keep calcium in solution. The inorganic treatment system consists of an orthophosphate sequestering agent storage drum and a diaphragm chemical feed pump. The chemical feed pump runs when the stripper feed pump is running.

5.3 Air Stripper

The air stripper is a multiple shallow tray, low profile unit. This type of stripper was selected because of the flexibility it provides to the system. Two additional trays are available to be added to the unit to increase treatment capacity in the event that chemical concentrations are higher than current levels. The unit is a skid-mounted and prepiped treatment unit with a 650-cubic-feet-per-minute blower and 100-gpm air stripper influent and effluent pumps.

5.4 Air Emissions Control

Discharge air from the stripper is dehumidified to 50 percent relative humidity using an explosion proof, duct heater. The off gas is then treated using a 1,500-pound vapor phase granular activated carbon (VGAC) canister. Exhaust from the VGAC is vented to the outside of the treatment building.

6. Groundwater Recharge System

The groundwater recharge system consists of two recharge trenches and recharge conveyance piping. These components are described in the following paragraphs.

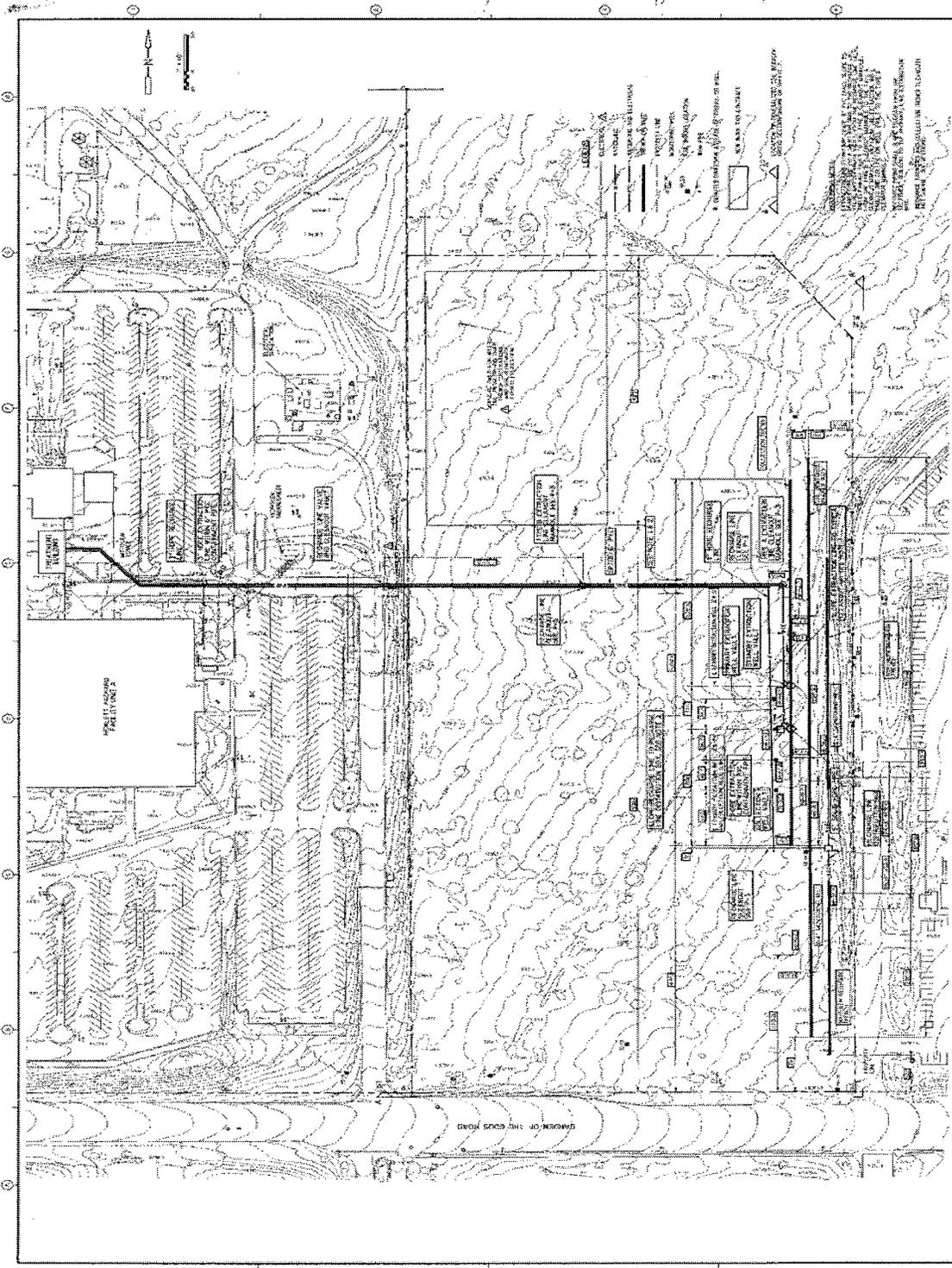
6.1 Recharge Trenches

Groundwater is recharged to the alluvial aquifer through two trench drains located on the east side (downgradient) of the soil-bentonite barrier wall. As shown in the System Layout figure below, the primary trench (northern recharge trench) was constructed north-south between the locations of monitoring well HP-24 and piezometer HP-35 to recharge the northern groundwater flow channel, and a second trench (southern recharge trench) was constructed north-south between the southern property line to a point midway between piezometer HP-37 and HP-28. Each trench is 3 feet wide. The southern recharge trench is approximately 300 feet long and the northern recharge trench is approximately 400 feet long. The trenches range from 22 to 34 feet in depth. Recharge is through 8 inch diameter perforated drainage pipes placed horizontally at a minimum depth of 6 feet below grade for the entire length of each trench. Manual actuation by operations personnel is required to redirect effluent flow from one trench to the other.

Each recharge trench contains one 4-inch PVC monitoring well. To monitor the recharge system's operation, the northern recharge trench monitoring well (HP-38) is equipped with a submersible water-level transducer, and the southern recharge trench monitoring well (HP-39) is equipped with a one position, adjustable water-level switch. The water-level transducer automatically sends a signal to the GCTS' PLC conveying the water-level elevation in the northern recharge trench.

6.2 Recharge Conveyance Piping

The treated water is discharged from the treatment building to the recharge drains through a single wall, 3-inch HDPE pipe. The conveyance pipe is buried below the frost line at a depth of approximately 4 feet and is installed in the same pipe trench as the groundwater extraction conveyance piping.



SHEET NO. 24-10 PROJECT NO. 158-10 CRP-1	
BOUNDARY CONTAINMENT SYSTEM AND WARD PIPING SYSTEM LAYOUT	
HERMETIC-PACKARD COMPANY COLORADO SPRINGS, CO GROUNDWATER CONTAINMENT AND TREATMENT SYSTEM	
CDM Engineers & Constructors Inc. <small>1500 North Academy Avenue, Suite 100, Colorado Springs, CO 80909</small>	
DATE: 12/15/10 DRAWN BY: J. L. SMITH CHECKED BY: J. L. SMITH APPROVED BY: J. L. SMITH PROJECT NO.: 158-10 SHEET NO.: 24-10	SCALE: AS SHOWN