



California Regional Water Quality Control Board Los Angeles Region



Linda S. Adams
Acting Secretary for
Environmental Protection

320 West Fourth Street, Suite 200, Los Angeles, California 90013
(213) 576-6600 • Fax (213) 576-6640
<http://www.waterboards.ca.gov/losangeles>

Edmund G. Brown Jr.
Governor

May 10, 2011

Mr. Alan Skobin
Northridge Properties, LLC
Galpin Motors
15505 Roscoe Blvd.
North Hills, California 91343

SUBJECT: REQUIREMENT FOR TECHNICAL REPORT, PURSUANT TO CALIFORNIA WATER CODE SECTION 13267

CASE/SITE: 777 NORTH FRONT STREET, BURBANK, CALIFORNIA (FILE NO. 109.6162) - FORMER ZERO CORPORATION

Dear Mr. Skobin:

The California Regional Water Quality Control Board, Los Angeles Region (Regional Board) is the public agency with primary responsibility for the protection of ground and surface water quality for all beneficial uses within major portions of Los Angeles and Ventura County, including the referenced site. To accomplish this, the Regional Board oversees the investigation and cleanup of unregulated discharges adversely affecting the State's water, authorized by the Porter-Cologne Water Quality Control Act (California Water Code [CWC], Division 7).

Regional Board staff has reviewed the technical information that indicates the extensive use of hexavalent chromium (Cr⁶) at the former Zero Corporation facility located at 777 North Front Street, Burbank, California from the 1960s to the 1990s. A review of the file contents shows an absence of adequate soil sampling data for Cr⁶ concentrations in soils deeper than 5 ft. below grade.

Thus, we have determined that an additional investigation is warranted due to the historical use of Cr⁶ at the aforementioned facility. The requirement for an additional investigation is further warranted by new information presented to the Regional Board from the California Department of Transportation (Caltrans) in a 2009 soil investigation report for the subject property that was prepared on behalf of Caltrans. The report indicates that there exist soil concentrations of Cr⁶ in exceedance of normal background concentrations in the San Fernando Valley.

Enclosed is a Regional Board Order for technical report requirements pursuant to California Water Code section 13267 (Order).

The former responsible party, APW North America, received a Certificate of Completion from the Cal/EPA in 2002. This Regional Board is the administering agency of record and we have determined that the Certificate is no longer binding on the Regional Board. As stated above, the Regional Board has received new information. Pursuant to Health and Safety Code section 25264 (c) (4), we may reopen the investigation if a hazardous materials release is discovered at the site that was not subject of the prior site investigation. Also, section 25264 (c)(5) states that a site may be reopened if new facts causes the agency

California Environmental Protection Agency

Mr. Alan Skobin
777 North Front Street, Burbank, California

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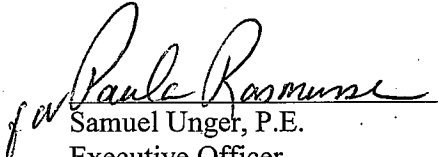
May 10, 2011

to find that further site investigation and remediation is required in order to prevent a significant risk to human health and safety or to the environment. The 2009 Caltrans report found that detectable concentrations of Cr⁶ in soil samples exceed the typical background concentrations in the native soils in the Burbank area.

Therefore, as the current property owner, you are required to comply with the Order to prepare and submit a technical soil investigation work plan to conduct an onsite soil investigation for the purpose of characterizing the potential for Cr⁶ groundwater contamination beneath the former facility.

If you have questions regarding this matter, please call Mr. Larry Moore at (213) 576-6730 (lmoore@waterboards.ca.gov), or Jeffrey Hu at (213) 576-6736 (ghu@waterboards.ca.gov).

Sincerely,


Samuel Unger, P.E.
Executive Officer

Enclosure:

1) General Requirements for a Heavy Metal Soils investigation

cc:

Ms. Lisa Hanusiak, USEPA Region IX
Mr. Leighton Fong, City of Glendale
Mr. Robert McKinney, Los Angeles Department of Water & Power
Mr. Milad Taghavi, Los Angeles Department of Water & Power
Mr. Bill Mace, City of Burbank Water Supply Department
Mr. Richard Slade, ULARA Watermaster
Mr. Donald Nanney, Esq. for Northridge Properties, LLC

California Environmental Protection Agency

-STATE OF CALIFORNIA

California Regional Water Quality Control Board - Los Angeles Region

GENERAL WORKPLAN REQUIREMENTS

FOR A

HEAVY METAL SOIL INVESTIGATION

APPENDIX A

INTRODUCTION

This guidance document and the related *Laboratory QC/QA Requirements for Title 22 Metals Analysis* are designed to assist dischargers required to perform a heavy metal soil assessment. This document outlines all activities to be conducted by the discharger in order to complete an assessment and determine whether the soil and/or groundwater have been contaminated due to industrial and/or commercial activities at the site. The requirements itemized below are to be used when conducting an initial heavy metal soil investigation to evaluate the following:

- A. Waste discharges to the soil at potential source areas,
- B. Assess and delineate the lateral and vertical extent of soil contamination, and
- C. Soil properties that affect contaminant mobility and transport in the unsaturated zone.

The work plan must include, but is not limited to, the following items:

1. A technical approach including the sampling rationale and justification for the location, depth, and type of boring including the sampling interval. The boring locations must be plotted on a facility map configured to scale.
2. The document must include the Los Angeles County Assessors Parcel Number(s) for the property being investigated.
3. Soil samples must be collected from the middle of low permeability (silts and clays) or high moisture content units (saturated soils), if the individual lithologic unit is five feet thick or greater.
4. Describe the proposed drilling method, equipment, and procedures for borings.
5. Describe equipment and procedures used for the collection, handling, storage, and shipment of soil samples.
6. Describe decontamination and waste handling procedures.
7. Describe the laboratory quality assurance/quality control program.
8. A site-specific Health and Safety Plan (HASP) should be prepared prior to fieldwork or field sampling startup. The HASP defines minimum health and safety requirements and

¹ California Code of Regulations; Title 22 metals, including total and hexavalent chromium

designate protocols to be followed for the field operation to comply with state and federal health and safety requirements.

9. A time schedule for the completion of the scope of work.

WORKPLAN FOR SUBSURFACE SOIL INVESTIGATION

A subsurface soil technical report (hereinafter work plan) will be required to assess the shallow subsurface soil to determine the impact of prior releases of heavy metal contaminants. Implementation of the work plan will determine the lateral and vertical extent of heavy metal soil contamination in the impacted areas identified.

The task of implementing the work plan involves selecting optimum boring locations within and around the source areas, collecting soil samples at depths of 1, 5, 10, 15, 20 and 25-feet below ground surface (bgs) and at every lithologic change. If not previously performed, at least one continuously cored soil boring should be drilled and logged for a complete stratigraphic column of the soils beneath the site, preferably in proximity to source area.

Unless previous data exists, at least two soil borings must be installed and sampled at two different locations away from known source areas to ascertain background heavy metal concentrations. These soil samples should be collected from "native soils" (not from areas of imported fill and preferably from areas that are the least likely to contain heavy metal residues due to historical operations at the facility).

Background heavy metal concentrations will be compared to values obtained from impacted areas to determine impact and will be used, along with other indices, to determine site-specific cleanup levels.

IDENTIFICATION OF CONTAMINATED SOURCE AREAS AT **HEAVY METAL USEAGE**, STORAGE AND DISPOSAL AREA

- Identify the areas, based on the historical or current land use for the facility which where used for plating, chemical storage, processing, treatment and disposal.
- Identify potential source locations of heavy metal soil contamination, such as areas of former spills and leaks.
- Provide a labeled, surveyed, and scaled plot plan or diagram showing current, and any previous locations of structures used for heavy metal plating, chemical and hazardous waste storage, treatment and disposal at the facility.
- Identify locations such as aboveground tanks, vats, underground tanks, clarifiers, sumps, channels, pipelines, trenches, drains, sewer connections, seepage pits, basins, ditches, and dry wells.
- Include tables listing the functions or purposes of each structure, duration of use, chemical contents, and quantity of chemicals stored.
- If information is available on prior chemical spills provide the date of the spill, the reporting agency (i.e. Fire Department or Regional Board), and the extent of any remedial action performed.

Also list names, addresses, duration and dates of previous site owners and operators, and types of chemical-processes used.

FIELD PROCEDURES

The following investigation procedures must also be addressed in the work plan at a minimum:

1. Contingency plan to extend boring depths if evidence exists of contamination at the bottom of the borehole.

During drilling and soil sampling, 'all the boring logs must be prepared by or under the direct supervision of a State of California Registered Geologist (RG), or Registered Civil Engineer (PE). In addition, visual indications of soil contamination must be noted such as staining, and discoloration, olfactory indicators, estimation, of percentages of the different soil types, range in grain sizes, degree of grading/sorting, moisture content, porosity. Unique sample identification and locations must be provided.

2. Provide complete and legible boring logs that will include:

- a) A description of earth materials, conditions (moisture, color, etc.), and classifications per Unified Soil Classification System (USCS);
- b) A lithographic column with USCS abbreviations and symbols;
- c) Labeled sample depths (measured in feet);
- d) A record of penetration in blows per foot (blow counts) and inches (or percent) of sample recovered;
- e) A California registered professional must sign each boring log.-

3. An appropriate number of quality control samples collected.

4. All the boreholes must be back-filled in accordance with requirements listed in *California Well Standards Bulletin 74-90, California Department of Water Resources, (June 1991)*.

5. Investigation-derived wastes must be disposed of in Department of Transportation approved containers, or transported to a US EPA approved waste management facility.

6. Following receipt of laboratory analytical results, submit a **technical report** (site investigation report) to the Regional Board for review and approval. The report must contain a description of field activities, procedures used, a discussion of analytical results and delineation of contaminants in the shallow soil, data interpretation, conclusions and recommendations. Boring logs, laboratory analytical results, and: chain of custody forms should be included in the appendices.. Figures must include a surveyed map showing the locations of the contaminant source areas or structures, a map showing surveyed soil sample and boring locations, and iso-concentration maps for significant contaminants discovered.

If the results of the site investigation have not fully delineated the contamination, then a work plan to completely define the extent of soil and/or groundwater impacts is to be included with your site investigation report pursuant to Section 13267 of the California Water Code.

Comply with the Regional Board's chain of custody procedures regarding soil samples. Samples must be handled and analyzed per the *General Requirements Laboratory OC/OA for Title 22 Heavy Metals Analysis* (APPENDIX B).

OPTIONAL SOIL PARAMETERS:

Additional soil data collection may be considered during site assessment and/or remediation phases for site-specific risk assessment and/or fate and transport modeling.

Soil samples shall be collected from different lithological units at various locations and depths, and sent to a California certified laboratory for determining the following parameters:

- (a) Water-Solid adsorption/distribution coefficient (Kd)
- (b) Fraction of organic carbon content (foe)
- (c) Grain-size distribution (ASTM D 422-630)
- (d) Effective soil porosity
- (e) pH (ASTM G51-77)
- (f) Bulk density or Specific Gravity (ASTM D 854-83)
- (g) Soil moisture content (ASTM D 2216-80)
- (h) Plasticity index for clayey and silty materials (Atterberg Limits)
- (i) Gas permeability (if possible).

LABORATORY METHOD FOR ANALYSES OF SOIL SAMPLES

For the purpose of screening soil samples for Title 22 heavy metal contaminants, the Regional Board will accept the use of EPA Method 6010B. However, for certain Title 22 metals of concern, EPA Method 6020 may be required to achieve meet the required detection limits for reporting. EPA Method 7199 and EPA Method 245.5 will be required to provide a quantitative value for hexavalent chromium, and mercury, respectively.

LABORATORY CERTIFICATION

The Regional Board requires that all laboratories performing analyses on any samples be certified by the California Department of Health Services' (DHS) Environmental Laboratory Accreditation Program (ELAP). For a listing of accredited laboratories refer to the DHS web site:

http://www.dhs.ca.gov/ps/js/elap/ELAPnames/Laboratory_19.htm

SPECIAL TRAINING REQUIREMENTS/CERTIFICATION

All personnel working in the field or in the laboratory will hold current certification showing that they have received training in accordance with requirements specified in 29 CFR 1910.120 (Occupational Safety and Health [OSHA]) regulations, or any other regulatory training/certification requirements.

SURVEY DATA FOR SOIL DATA

All soil data points (soil borings) shall be surveyed relative to longitude and latitude coordinates. Acceptable quality data may come from a commercially available, hand held global positioning system (GPS) device.

DOCUMENT SUBMITTAL REQUIREMENTS

Deliverables and technical reports include, but are not limited to, work plans, work plan addenda, investigation reports, design reports, quarterly groundwater monitoring reports, report addenda, and letter responses to Regional Board comments. Site plans with proposed soil boring locations must be submitted in an AutoCADD or GIS format that can be input into a spatial or GIS database.

Electronic copies of reports may be submitted in Adobe PDF format via e-mail or, for those files that exceed 1 megabyte in size, on CD-ROM or floppy disk.

Parties shall submit paper and electronic copies of all deliverables and technical reports in the quantities indicated, to the following:

2 paper copies, 1 electronic copy

Mr. Larry Moore (lmoore@waterboards.ca.gov)
California Regional Water Quality Control Board,
Los Angeles Region
320 West 4th Street, Suite 200
Los Angeles, CA 90013



California Regional Water Quality Control Board Los Angeles Region



Linda S. Adams
Acting Secretary for
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<http://www.waterboards.ca.gov/losangeles>

Edmund G. Brown Jr.
Governor

**REQUIREMENT TO PROVIDE TECHNICAL REPORT - WORK PLAN
(CALIFORNIA WATER CODE SECTION 13267¹)
DIRECTED TO NORTHRIDGE PROPERTIES, LLC
FORMER ZERO CORPORATION FACILITY
777 NORTH FRONT STREET, BURBANK, CALIFORNIA
(FILE NO. 109.6162)**

You are legally obligated to respond to this Order. Please read this carefully.

You are the responsible party identified for a soil investigation at the referenced site.

During the 1998 United States Environmental Protection Agency Superfund investigation, information provided to the California Regional Quality Control Board, Los Angeles Region (Regional Board) from the Upper Los Angeles River Area Watermaster (ULARA) indicated some of the groundwater supply wells in the San Fernando Valley Groundwater Basin (SFVGB) had been contaminated by hexavalent chromium (Cr⁶). Upon receipt of this information, the Regional Board re-evaluated the Chemical Use Questionnaire (CUQ) provided by each facility from the Superfund investigation to determine which facilities stored and/or used chromium compounds, including Cr⁶.

Based on our evaluation of these CUQs, Regional Board identified 112 sites to conduct further investigation to determine whether chromium and Cr⁶ concentrations in the soil at these sites indicate any significant past release and pose a threat to public drinking water supply wells or may have already polluted groundwater resources. These investigations are conducted under Regional Board's order of March 15, 2004, pursuant to California Water Code (CWC) Section 13267.

Although the referenced site was not among the 112 aforementioned sites, additional investigation at the referenced site is warranted upon further review of the following information:

The primary responsible party for this case was previously issued a *Certificate of Completion* letter by the Los Angeles Regional Water Quality Control Board, as the Administering Agency, in 2002. However, due to the occurrence of Cr⁶ contamination of the aquifer providing public water supply, and exceptions to the *Certificate of Completion* as specified in the Health and Safety Code², this action is

¹ California Water Code section 13267 states, in part: (b)(1) In conducting an investigation. . . , the regional board may require that any person who has discharged, discharges, or is suspected of having discharged or, discharging, or who proposes to discharge waste within its region . . . shall furnish, under penalty of perjury, technical or monitoring program reports which the regional board requires. The burden, including costs, of these reports shall bear a reasonable relationship to the need for the report and the benefits to be obtained from the reports. In requiring those reports, the regional board shall provide the person with a written explanation with regard to the need for the reports, and shall identify the evidence that supports requiring that person to provide the reports.

² Health and Safety Code section 25264(c) states that after a certificate of completion has been issued, the agency may not take action further action against the party receiving the certificate of completion with respect to the hazardous materials release that was the subject of the investigation and remediation unless: (4) A hazardous materials release is discovered at the site that was not the subject of the site investigation and remedial action for which the certificate of completion was issued; and (5) new facts causes the administering agency to find that further

Mr. Alan Skobin
777 North Front Street, Burbank, California

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May 10, 2011

justified and warranted. Detailed information regarding chromium use at the former industrial facility has come to the attention of Regional Board staff as follows:

1. Regional Board files indicate the extensive use of chromate salts (hexavalent chromium) as part of the aluminum chromate conversion coating operations performed at the former Zero Corporation facility between the 1960's and late 1990's.
2. The 2009 Caltrans soil investigation conducted on the property, near former waste discharge features revealed that there were detectable concentrations of Cr⁶ in the soil which exceed the typical background concentration in the native soils in the San Fernando Valley.
3. The Caltrans investigation also shows that the shallow soil vapor results for volatile organic compounds (VOCs) such as perchloroethylene (PCE) and trichloroethylene (TCE) exceeds California Human Health Screening Levels (CHHSLs) in the shallow soils. Additionally, the report also suggests that subsurface VOC concentrations have rebounded significantly since the site was remediated in 2001.

Therefore, pursuant to section 13267(b) of the CWC, you are hereby directed to submit the following on or before **July 15, 2011**:

1. A work plan for an onsite soil investigation. We are providing a guidance document entitled "*General Work Plan Requirements for a Heavy Metal Soil Investigation*" to assist you with this task. Additional information can be found in our guidance manual entitled "*Interim Site Assessment & Cleanup Guidebook (May 1996)*," which can be found at the Regional Board web-site at:

http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/may_1996_voc_guidance.shtml.

2. The work plan must contain a health and safety plan (H&SP), as per the guidelines.
3. The work plan shall include the detailed information of former and existing chromium storage, hazardous waste management, and associated practices;
4. The work plan must include proposed soil sampling borings in various locations down to a depth of 25 feet below grade in the areas of the former plating process and waste treatment (all sumps, and clarifiers, etc.).
5. The Work plan must include a quality assurance/quality control QA/QC section, which discusses the types of field and laboratory QA/QC samples to be analyzed and how analytical data is validated and how suspect data is merged. For additional procedural information and QA/QC guidelines refer to the following web links:

site investigation and remedial action are required in order to prevent a significant risk to human health and safety or to the environment.

California Environmental Protection Agency

Mr. Alan Skobin
777 North Front Street, Burbank, California

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May 10, 2011

http://www.swrcb.ca.gov/losangeles/water_issues/prgrams/ust/guidelines/la_county_guidelines_93.pdf

http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/Board_SGV-SFVCleanupProgram_Sept2008_QAPP.pdf

The California Business and Professions Code Sections 6735, 7835, and 7835.1 require that engineering and geologic evaluations and judgments be performed by or under the directions of registered professionals. All fieldwork related to implementing the required work plan (technical report) such as well installation(s) must be conducted by, or under the direct responsible supervision of, a registered geologist or licensed civil engineer. All technical documents submitted to this Regional Board must be reviewed, signed and stamped by a State of California Professional Geologist, or a Professional Civil Engineer with at least five years hydrogeologic experience. Therefore, all future work must be performed by or under the direction of a professional geologist or California registered civil engineer. A statement is required in the report that the registered professional in responsible charge actually supervised or personally conducted all the work associated with the project.

Pursuant to section 13268(b)(1) of the CWC, failure to submit the required technical or monitoring reports described above may result in the imposition of civil liability penalties by the Regional Board, without further warning, of up to \$1,000 per day for each day the report is not received after the above due dates.

Please note that the Regional Board requires you to include a perjury statement in all reports submitted under 13267 Order and Cleanup and Abatement Order. The perjury statement shall be signed by a senior authorized representative of Northridge Properties, LLC (and not by a consultant). The statement shall be in the following format:

“ I, [NAME], do hereby declare under penalty of perjury under the laws of State of California that I am [JOB TITLE] for Northridge Properties, LLC, that I am authorized to attest to the veracity of the information contained in [NAME AND DATE OF REPORT] is true and correct, and that this declaration was executed at [PLACE], [STATE], on [DATE].”

The State Water Resources Control Board (State Water Board) adopted regulations requiring the electronic submittals of information over the Internet using the State Water Board GeoTracker database. You are required not only to submit hard copy reports required in this Order but also to comply by uploading all reports and correspondence prepared to date and additional required data to the GeoTracker system. Information about GeoTracker submittals, including links to text of the governing regulations, can be found on the Internet at the following link:

http://www.waterboards.ca.gov/water_issues/programs/ust/electronic_submittal

We believe that the burdens, including costs, of these reports bear a reasonable relationship to the need for the reports and the benefits to be obtained from the reports. If you disagree and have information about the burdens, including costs, of complying with these requirements, provide such information to Mr. Larry Moore within ten days of the date of this letter so that we may reconsider the requirements.

California Environmental Protection Agency


Mr. Alan Skobin
777 North Front Street, Burbank, California

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May 10, 2011

Any person aggrieved by this action of the Regional Water Board may petition the State Water Board to review the action in accordance with Water Code section 13320 and California Code of Regulations, title 23, sections 2050 and following. The State Water Board must *receive* the petition by 5:00 p.m., 30 days after the date of this Order, except that if the thirtieth day following the date of this Order falls on a Saturday, Sunday, or state holiday, the petition must be received by the State Water Board by 5:00 p.m. on the next business day. Copies of the law and regulations applicable to filing petitions may be found on the Internet at: http://www.waterboards.ca.gov/public_notices/petitions/water_quality or will be provided upon request.

SO ORDERED.

for 
Samuel L. Unger, P.E.
Executive Officer

May 10, 2011

Los Angeles Regional Water Quality Control Board

August 6, 2014

Mr. Alan Skobin
Northridge Properties, LLC
15505 Roscoe Blvd.
North Hills, California 91343

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7008 0150 0003 7881 0398

SUBJECT: REQUIREMENT FOR TECHNICAL REPORTS PURSUANT TO CALIFORNIA WATER CODE SECTION 13267 ORDER

SITE: FORMER ZERO CORPORATION FACILITY, 777 NORTH FRONT STREET, BURBANK, CALIFORNIA RWQCB FILE NO. 109.6162

Dear Mr. Skobin:

On May 10, 2011, the California Regional Water Quality Control Board, Los Angeles (Regional Board) directed Northridge Properties, LLC to submit a technical soil investigation work plan. On August 15, 2011 the Regional Board received the technical document titled "Soil Assessment Work Plan." A revision to the Work Plan was received by the Regional Board on November 23, 2011 and the Work Plan was then implemented. A final report was received by the Regional Board on October 3, 2012.

SUMMARY OF FINAL REPORT

The final report summarized the onsite investigation and based on a review of the report, Regional Board staff determined that additional onsite soil assessment was warranted. The reasons for the additional onsite soil investigation is to prevent a significant risk to human health and safety or to the environment; and to characterize the potential for hexavalent chromium (CrVI) groundwater contamination beneath the former Zero Corporation facility (Site). Regional Board files on the Site indicate the past use of chromic acid in onsite plating operations may have had the potential to contribute to the regional groundwater contamination.

REGIONAL BOARD COMMENTS AND ADDITIONS

The additional onsite soil assessment scope-of-work (SOW) shall be presented in a new work Plan (Report) and must address the following goals:

1. Completion of the onsite subsurface soil assessment work of the previous soil investigation; and
2. Determine the vertical extent of CrVI in former soil boring SS-4 which is located within the area of a particular three-stage clarifier.

Specifically the Report shall be developed to evaluate the CrVI contamination in subsurface soils in the area of the above referenced 3-stage clarifier and submitted to the Regional Board by **October 15, 2014**. The work plan shall include, but not be limited to:

1. Completion of one soil boring in the area of the 3-stage clarifier. The location of the boring will be determined in the field with Regional Board staff present.
2. The soil boring will be completed to a depth of at least 50-feet below ground surface (bgs). A determination will be made in the field by Regional Board staff whether the boring should be advanced to a deeper depth. The determination will be based on field observations and professional judgment.
3. Soil samples will be collected at 1-foot, 5-foot, and then every 5-feet until the desired depth is attained.
4. The soils samples will be analyzed for hexavalent chromium by EPA Method 7196.
5. Field log sheets will be generated during the completion of the boring.
6. The soil boring activities and sample results will be provided to the Regional Board in a final report within 60 calendar days of the completion of field work.

The above requirement for submittal of a technical report constitutes an amendment to the requirements of the California Water Code section 13267 Order originally dated May 10, 2011. All other aspects of the Order originally dated May 10, 2011, and the amendments thereto, remain in full force and effect. The required technical report is necessary to investigate the characteristics of and extend of the discharges of waste at the site and to evaluate cleanup alternatives. Therefore, the burden, including costs, of the report bear a reasonable relationship to the need for the report and benefits to be obtained. Pursuant to section 13268 of the California Water Code, failure to submit the required technical report by the specified due date may result in civil liability administratively imposed by the Regional Board in an amount up to one thousand dollars (\$1000) for each day each technical report is not received.

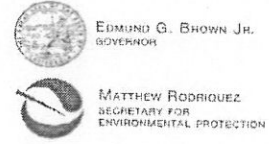
If you have any questions, please contact Mr. Larry Moore, Project Manager, at (213-576-6730 number) (Lawrence.Moore@waterboards.ca.govf).

Sincerely,

fw Paul Rasmussen

Samuel Unger, P.E.
Executive Officer

cc: Ms. Lisa Hanusiak, USEPA Region 9
Mr. Leo Chan, City of Glendale
Mr. Bill Mace, City of Burbank Water Supply Department
Mr. Vahe Dabbaghian, Los Angeles Department of Water & Power
Mr. Jonathan Leung, Los Angeles Department of Water & Power
Mr. Richard Slade, ULARA Watermaster
Mr. Donald Nanney, Esq. Gilchrist & Rutter
Mr. Eric Smalstig, Geosyntec Consultants



Los Angeles Regional Water Quality Control Board

September 24, 2014

Mr. Alan Skobin
Northridge Properties, LLC
15505 Roscoe Blvd.
North Hills, California 91343

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7008 0150 0003 7881 0442

SUBJECT: WITHDRAWAL OF 13267 ORDER – (ORDER NO. R4-2014-0075)

SITE: FORMER ZERO CORPORATION FACILITY, 777 NORTH FRONT STREET, BURBANK, CALIFORNIA RWQCB FILE NO. 109.6162

Dear Mr. Skobin:

The California Regional Water Quality Control Board, Los Angeles Region (Regional Board) is the public agency with the primary responsibility for the protection of ground and surface water within major portions of Los Angeles and Ventura Counties, including the referenced site.

On May 10, 2011, the Regional Board directed Northridge Properties, LLC to submit a technical soil investigation work plan. On August 15, 2011 the Regional Board received the technical document titled "Soil Assessment Work Plan," (Report). A revision to the Work Plan was received by the Regional Board on November 23, 2011. The Report was implemented and a final report was submitted to the Regional Board on October 3, 2012. The final report summarized the site investigation's results. Based on a review of the results, Regional Board staff determined that additional onsite soil assessment was warranted. Therefore, on August 6, 2014 the Regional Board issued a California Water Code (CWC) Section 13267 Order requiring Northridge Properties to submit a technical report (work plan) to address the following:

1. Completion of the onsite subsurface soil assessment work of the previous soil investigation; and
2. Determine the vertical extent of hexavalent chromium (CrVI) in former soil boring SS-4 which is associated with the area of a particular three-stage clarifier.

The due date to submit the work plan technical report was October 15, 2014.

In response to the October 3, 2012 final report, August 6, 2014 13267 Order, and to a meeting conducted with Regional Board staff on May 14, 2014, you provided information about the current land ownership and regulatory historical documents including the January 25, 2000 Prospective Purchaser's Agreement (PPA) with the USEPA and a June 30, 2002 "Certificate Of Completion" issued by the Regional Board's Executive Officer operator.

CHARLES STRINGER, CHAIR | SAMUEL UNGER, EXECUTIVE OFFICER

320 West 4th St., Suite 200, Los Angeles, CA 90013 | www.waterboards.ca.gov/losangeles



August 4, 2014

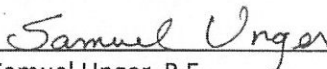
On June 9, 2011 a petition was filed with State Water Resources Control Board (SWRCB) seeking review and a stay of the requirements for the May 10, 2011 Order for a Technical Report. On September 4, 2014 a second petition was filed with SWRCB seeking review and a stay of the requirements for the August 6, 2014 Order for a Technical Report. To support the September 4, 2014 petition declarations were submitted to the SWRCB as follows:

- Declaration of Support by Mr. Don Nanney of Gilchrist & Rutter - August 26, 2013, DCN #1 with Exhibits,
- Declaration of Support by Mr. Don Nanney of Gilchrist & Rutter – August 4, 2014, DCN #2 with Exhibits,
- Declaration of Support by Mr. Don Nanney of Gilchrist & Rutter – August 26, 2014 with Exhibits, and
- Declaration of Support by Mr. Eric Smalstig of Geosyntec Consultants - September 3, 2014 with Exhibits.

The Regional Board has received the petitions you filed with the SWRCB. While we do not agree with your characterization of the facts regarding issuance of the Order, we are withdrawing the Order at this time to provide an opportunity to review your concerns.

If you have any questions, please contact Mr. Lawrence Moore in our Site Cleanup Program at (213) 576-6730 (Lawrence.Moore@waterboards.ca.gov), or Dr. Arthur Heath, Section Chief at (213) 576-6725 (Arthur.Heath@waterboards.ca.gov).

Sincerely,



Samuel Unger, P.E.
Executive Officer

cc: Mr. Don Nanney
(dnanney@gilchrutrutter.com)

Los Angeles Regional Water Quality Control Board

June 3, 2015

Mr. Alan Skobin
15505 Roscoe Blvd.
North Hills, California 91343

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7012 3460 0000 2166 4314

Mr. Alan Skobin
Northridge Properties, LLC
15505 Roscoe Blvd.
North Hills, California 91343

CERTIFIED MAIL
RETURN RECEIPT REQUESTED
7013 3460 0000 2166 4291

SUBJECT: ORDER REQUIRING A TECHNICAL REPORT PURSUANT TO CALIFORNIA WATER CODE SECTION 13267

SITE: FORMER ZERO CORPORATION FACILITY, 777 NORTH FRONT STREET, BURBANK, CALIFORNIA FILE NO. 109.6162

Dear Mr. Skobin and Northridge Properties:

The California Regional Water Quality Control Board, Los Angeles Region (Regional Board) is the public agency with the primary responsibility for the protection of ground and surface water within major portions of Los Angeles and Ventura Counties. To accomplish this, the Regional Board issues investigative orders pursuant to the Porter-Cologne Water Quality Control Act (California Water Code [CWC], §§13000 et seq.).

Regional Board staff have reviewed the final report entitled "Soil Assessment Report," (Geosyntec September 10, 2012) for the former Zero Corporation facility located at 777 North Front Street, Burbank, California from the 1960s to the 1990s (Site). Additionally, staff reviewed additional technical information in the Regional Board files that indicates the documented use of hexavalent chromium (CrVI) at the Site. The staff's conclusion is that there has not been adequate soil sampling data collected with regard to CrVI in soils that are deeper than 5 feet below grade.

Thus, staff has determined that an additional investigation is warranted due to the historical use of chromium at the Site. The requirement for an additional investigation is further warranted by information presented to the Regional Board in a 2009 soil investigation report for the Site that was prepared on behalf of the California Department of Transportation (CalTrans). The report indicates that CrVI is present at the Site at a concentration of 410 micrograms per kilogram ($\mu\text{g}/\text{Kg}$) which is above the typical background level concentration of non-detect (ND) in the native soils in the Burbank area.

Mr. Alan Skobin
Northridge Properties, LLC.

- 2 -

June 3, 2015

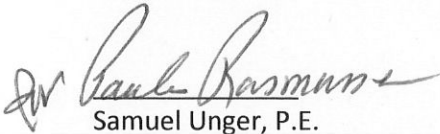
The former responsible party, APW North America, received a Certificate of Completion from the California Environmental Protection Agency in 2002 with respect to volatile organic compounds (VOCs), but not CrVI. The Regional Board is the administering agency of record and has determined the CrVI contamination was not fully investigated prior to the issuance of the certificate of completion for VOCs.

Enclosed is a Regional Board Order requiring the submittal of a technical report pursuant to California Water Code section 13267 (Order). As the current property owner, you are required to comply with the Order to prepare and submit a technical soil investigation work plan to conduct an onsite soil investigation for soil sampling, to evaluate the presence of CrVI beneath the 3-stage clarifier.

You are required to submit the report to the Regional Board by **October 1, 2015**.

If you have any questions regarding this project, please contact **Mr. Larry Moore at (213) 576-6730** (Lawrence.Moore@waterboards.ca.gov or Dr. Arthur Heath at (213) 576-6725 (Arthur.Heath@waterboards.ca.gov).

Sincerely,



Samuel Unger, P.E.
Executive Officer

cc: Mr. Caleb Shaffer, USEPA Region 9
Mr. Gary Riley, USEPA Region 9
Ms. Frances McChesney, SWRCB Office of Chief Counsel
Mr. Leo Chan, City of Glendale
Mr. Bill Mace, City of Burbank Water Supply Department
Mr. Vahe Dabbaghian, Los Angeles Department of Water & Power
Mr. Jonathan Leung, Los Angeles Department of Water & Power
Mr. Richard Slade, ULARA Watermaster
Mr. Donald Nanney, Esq. Gilchrist & Rutter
Mr. Eric Smalstig, Geosyntec Consultants

Los Angeles Regional Water Quality Control Board

**ORDER TO PROVIDE A TECHNICAL REPORT
FOR SUBSURFACE INVESTIGATION
CALIFORNIA WATER CODE SECTION 13267 ORDER NO. R4-2015-0065**

**DIRECTED TO MR. ALAN SKOBIN
NORTHRIDGE PROPERTIES, LLC
777 NORTH FRONT STREET
BURBANK, CA 91502
(WIP NO. 109.6162**

The California Regional Water Quality Control Board, Los Angeles Region (Regional Board) makes the following findings and issues this Order pursuant to California Water Code (CWC) section 13267, which authorizes the Regional Board to require the submittal of technical and monitoring reports.

1. During the 1998 United States Environmental Protection Agency Superfund investigation, information provided to the California Regional Quality Control Board, Los Angeles Region (Regional Board) from the Upper Los Angeles River Area Watermaster (ULARA) indicated some of the groundwater supply wells in the San Fernando Valley Groundwater Basin (SFVGB) had been contaminated by hexavalent chromium (Cr). Upon receipt of this information, the Regional Board re-evaluated the Chemical Use Questionnaire (CUQ) provided by each facility from the Superfund investigation to determine which facilities stored and/or used chromium compounds, including CrVI.

Based on evaluation of these CUQs, the Regional Board identified 112 sites needing further investigation to determine whether chromium and CrVI in the soil at these sites indicate whether past discharges of waste pose a threat to public drinking water supply wells or may have already polluted groundwater. These investigations are being conducted at each site under a Regional Board order dated March 15, 2004, pursuant to CWC section 13267.

2. California Water Code section 13267 states, in part: (b)(1) In conducting an investigation. . . , the regional board may require that any person who has discharged, discharges, or is suspected of having discharged or, discharging, or who proposes to discharge waste within its region . . . shall furnish, under penalty of perjury, technical or monitoring program reports which the regional board requires. The burden, including costs, of these reports shall bear a reasonable relationship to the need for the report and the benefits to be obtained from the reports. In requiring those reports, the regional board shall provide the person with a written explanation with regard to the need for the reports, and shall identify the evidence that supports requiring that person to provide the reports.
3. The Regional Board finds that the person named herein is discharging, has discharged or is suspected of having discharged or is discharging waste within the Region based on evidence regarding chromium use at 777 North Front Street, Burbank, California (Site) in the following data sources:

- a. **Regional Board Documentation** - The documentation is comprised of technical reports, correspondence, site inspections, and other documents that have been compiled regarding the historical environmental investigations completed at the Site. Furthermore, the documentation includes documents provided to the Regional Board by other public agencies as well as newspaper articles. Aggregately this documentation indicates the extensive use of chromate salts (hexavalent chromium) as part of the aluminum chromate conversion coating operations performed at the former Zero Corporation (Zero Corp.) facility between the 1960s and late 1990s.

In 1975, Zero Corp. was cited by the Department of Health Services (DHS) and the City of Burbank for disposing excess chromium in a wastewater discharge. After an inspection of the Site and housekeeping activities, no further action was recommended by DHS. A land ban generator inspection report was written in August 1988 by DHS which primarily discussed chemical handling and disposal practices. The report did not indicate whether the chemicals had been discharged to the ground nor identify the presence of observed surface chemical staining.

In 1991, the City of Burbank was cited by USEPA for allowing Zero Corp. to exceed discharge limits for chromium, other heavy metals and volatile organic compounds (VOCs) to the Publicly Owned Treatment Works (POTW). These were later discharged to the Burbank Western Channel, which drains to the Los Angeles River, and the Crystal Springs well field.

The former Zero Corp. facility is located within the Burbank Operable Unit (BOU), a region within the San Fernando Valley Superfund Area. From 1920 to 1961, the Site was occupied by General Water Heater Company, and then was purchased by Zero Corp. for use by a division of the company called Zero Enclosures, whose primary business was fabrication of metal enclosures. Six buildings were constructed at the Site to house historical manufacturing operations. In addition to Zero Enclosures' operations, from 1964 to 1973, a part of the Site was leased to Ocean Technology Inc., a subsidiary of Zero Corp., which used the space to manufacture and assemble electronic products.

Zero Corp.'s manufacturing operations were discontinued in December 1991. From that point until 2002, the Site was used for storage (a 1995 city directory shows the occupant as Western Moving & Storage, Inc.) and later as film studios for the entertainment industry. After that time, the Site was unoccupied, with on-site buildings demolished in 2004. Current aerial photographs show that concrete pads and foundations remain on the Site. The Site was sold in 1998 by Zero Corp. to the Ford Leasing Development Company, which sold it to Mr. Alan Skobin and Northridge Properties, LLC (c/o Mr. Alan Skobin), in 2005. A parcel of land adjacent to the Site on the southwest was leased by Zero Corp. from the Southern Pacific Transportation Company for use as chemical storage. This parcel is currently owned by the City of Burbank and was used in part for realignment of Front Street.

Zero Corp.'s manufacturing operations included aluminum case drawing and washing, aluminum alodining (a metal coating process), chromate deoxidizing, steel phosphate coating and chromium sealing. The Zero Corp. facility contained paint booths, a water-based paint shop and drying booth), aluminum machining, etching, deoxidizing and cleaning, aluminum

vapor degreasing, and grinding. During Zero Enclosure's operations, the Site also contained four clarifiers, two underground storage tanks (USTs), two designated chemical storage areas, two paint storage areas, one oil storage area, one acid storage area, one acid/caustic soda storage area, and one hazardous waste staging area. In 1987, the two USTs, which had been used to store unleaded gasoline, were removed from the Site under Los Angeles County Department of Public Works (LACDPW) oversight. A building permit was issued in 1993 for the removal and/or abandonment of clarifiers on the Site. A review of historical information indicates that an industrial waste permit was issued to Zero Corp. in 1967. Wastes generated onsite included acetone, ketones, 1,1,1-Trichloroethane (1,1,1,-TCA), waste oil, waste acids and paint sludges. Hazardous materials used in and/or generated from industrial activities on the Site were stored in the storage areas described above (chemical storage, oil storage, acid storage, acid/caustic soda storage, and hazardous waste staging areas).

- b. **2009 CalTrans Environmental Investigation Report** – the report summarizes the onsite soil sample results from a soil investigation conducted on the property, near the former waste discharge features. The results revealed there were detectable concentrations of CrVI in the soil which exceed the typical background concentration in the native soils in the San Fernando Valley.

The CalTrans investigation also indicated that the shallow soil vapor results for volatile organic compounds (VOCs) such as perchloroethylene (PCE) and trichloroethylene (TCE) exceeded California Human Health Screening Levels (CHHSLs) in the shallow soils. Additionally, the report also suggests that subsurface VOC concentrations have rebounded significantly since the site was remediated in 2001.

NEW INFORMATION

- c. Additional Environmental Protection Agency Remedial Investigation (EPA RI) groundwater monitoring wells PWA-2 and PWA-3 were constructed on Front Street up and cross gradient to the Site. These wells were installed September 2012. Analytical results indicate concentrations of CrVI which are similar to the regional groundwater CrVI plume. The lifespan of the wells may be cut short, as they appear to be located in the new proposed CalTrans I-5 Freeway Widening Construction right of way.
 - d. In 2002, a responsible party for this Site (APW North America, Inc.) was issued a *Certificate of Completion* letter by the Regional Board as the Administering Agency pursuant to California Health and Safety Code §§ 25260 et seq. that addressed volatile organic compounds (VOCs), but not CrVI. Due to the occurrence of CrVI pollution in the regional aquifer providing public water supply, and because the compound was not part of the *Certificate of Completion* as specified in the Health and Safety Code, this action is justified and warranted.
4. This Order identifies Mr. Alan Skobin and Northridge Properties as the entities responsible for the discharges of waste or suspected discharges of waste identified in paragraphs a. through b.

above, because Mr. Skobin and Northridge Properties owns the property on which the waste is or has been discharged.¹

5. This Order requires the persons named herein to prepare and submit a technical report (work plan) to complete the onsite subsurface soil assessment work of the previous soil investigation.
6. The Regional Board needs this information in order to determine the vertical extent of CrVI in former soil boring SS-4 which is located within the area of a particular three-stage clarifier.
7. The burdens, including costs, of these reports bear a reasonable relationship to the need for the reports and the benefits to be obtained from the reports. The information is necessary to assure adequate cleanup of the former Zero Corp. site, which poses significant threats to public health and the environment.
8. The issuance of this Order is an enforcement action by a regulatory agency and is categorically exempt from the provisions of the California Environmental Quality Act (CEQA) pursuant to section 15321(a) (2), Chapter 3, and Title 14 of the California Code of Regulations. This Order requires submittal of technical and/or monitoring reports and work plans. The proposed activities under the work plans are not yet known. It is unlikely that implementation of the work plans associated with this Order could result in anything more than minor physical changes to the environment. If the implementation may result in significant impacts on the environment, the appropriate lead agency will address the CEQA requirements prior to implementing any work plan.
9. Any person aggrieved by this action of the Regional Water Board may petition the State Water Resources Control Board (State Water Board) to review the action in accordance with Water Code section 13320 and California Code of Regulations, title 23, sections 2050 and following. The State Water Board must *receive* the petition by 5:00 p.m., 30 days after the date of this Order, except that if the thirtieth day following the date of this Order falls on a Saturday, Sunday, or state holiday, the petition must be received by the State Water Board by 5:00 p.m. on the next business day. Copies of the law and regulations applicable to filing petitions may be found on the Internet at: http://www.waterboards.ca.gov/public_notices/petitions/water_quality or will be provided upon request.

THEREFORE, IT IS HEREBY ORDERED that Mr. Alan Skobin and Northridge Properties, pursuant to section 13267(b) of the California Water Code, are required to submit the following technical reports:

On or before **October 1, 2015**:

1. A work plan (Technical Report) to complete the onsite soil investigation for CrVI and determine the vertical extent of CRVI contamination in former soil boring SS-4 which is located within the area of

¹ Under precedential Orders issued by the State Water Resources Control Board (State Water Board), Mr. Alan Skobin and Northridge Properties, LLC are liable for the cleanup of wastes at the Site regardless of its involvement in the activities that initially caused the pollution. The discharge of the chemicals did not cease when Zero Corporation vacated the premises. The State Water Board has interpreted the term "discharge" to include not only an active initial release, but also a passive migration of waste. The discharge continues as long as the waste remains in the soil and groundwater at the Site (See State Water Board Orders WQ 86-2 (Zoecon Corporation), WQ- 89-1 (Schmidl), and WQ 89-8 (Spitzer).)

a particular three-stage clarifier.

The guidance document entitled "*General Work Plan Requirements for a Heavy Metal Soil Investigation*" will assist you with this task. Additional information can be found in our guidance manual entitled "*Interim Site Assessment & Cleanup Guidebook (May 1996)*," which can be found at the Regional Board website at the following link:

http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/brownfields/RBs%201996%20Guide%20Book1_1.pdf.

http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/DocAndInfo/RWQCB_QAPP_2015_FINAL_03-05-15.pdf

2. Specifically, the Technical Report shall be developed to evaluate the lateral and vertical extent of CrVI in subsurface soils in the area above the referenced three-stage clarifier. Moreover, the Technical Report shall include, but not be limited to the following:
 - a. Completion of one soil boring in the area of the three-stage clarifier;
 - b. The location of the boring will be determined in the field with Regional Board staff present;
 - c. The soil boring will be completed to a depth of at least 50-feet below ground surface (bgs). A determination will be made in the field by Regional Board staff whether the boring should be advanced to a deeper depth. The determination will be based on field observations and professional judgment;
 - d. The soil samples will be collected at 1-foot, 5-foot, and then every 5-feet until the desired depth is attained;
 - e. The soil samples will be analyzed for CrVI by EPA Method 7196;
 - f. Field log sheets will be generated during the completion of the boring; and
 - g. The soil boring activities and sample results will be provided to the Regional Board in a final report, which shall be submitted within 90 calendar days of the completion of the field work.
3. The Technical Report must contain a health and safety plan (H&SP), as per the February 2015 Quality Assurance Project Plan (QAPP) guidelines;
4. The Technical Report shall include the detailed information of former and existing chromium storage, hazardous waste management, and associated practices
5. The Technical Report must include a quality assurance/quality control QA/QC section, which discusses the types of field and laboratory QA/QC samples to be analyzed and how analytical data is validated and how suspect data is merged. For additional procedural information and

QA/QC guidelines refer to the following web link:

**[http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/DocAndInfo/RWQC
B_QAPP_2015_FINAL_03-05-15.pdf](http://www.waterboards.ca.gov/losangeles/water_issues/programs/remediation/DocAndInfo/RWQC_B_QAPP_2015_FINAL_03-05-15.pdf)**

The above items shall be submitted to:

Mr. Lawrence Moore
Remediation Section
Los Angeles Regional Water Quality Control Board
320 West 4th Street, Suite 200
Los Angeles, CA 90013
Phone: (213) 576-6730
Email: Lawrence.Moore@waterboards.ca.gov

Pursuant to 13268(a) of the CWC, any person who fails to submit reports in accordance with the Order is guilty of a misdemeanor. Pursuant to section 13268(b) (1) of the CWC, failure to submit the required technical report described above by the specified due date(s) may result in the imposition of administrative civil liability by the Regional Board in an amount up to one thousand dollars (\$1,000) per day for each day the technical report is not received after the above due date. These civil liabilities may be assessed by the Regional Board for failure to comply, beginning with the date that the violations first occurred, and without further warning.

State Water Resources Control Board regulations (Chapter 30, Division 3 of Title 23 & Division 3 of Title 27, and California Code of Regulation) require the electronic submittal of information (ESI) for all site cleanup programs, starting January 1, 2005. Currently, all of the information on electronic submittals and GeoTracker contacts can be found at http://www.waterboards.ca.gov/ust/electronic_submittal.

To comply with the above referenced regulation, you are required to upload all technical reports, documents, and well data to GeoTracker by the due dates specified in the Regional Board letters and orders issued to you or for the site. However, we may request that you submit hard copies of selected documents and data to the Regional Board in addition to electronic submittal of information to GeoTracker.

The Regional Board, under the authority given by CWC section 13267, subdivision (b) (1), requires you to include a perjury statement in all reports submitted under the 13267 Order. The perjury statement shall be signed by a senior authorized Company Name representative (not by a consultant). The perjury statement shall be in the following format:

"I, [NAME], certify under penalty of law that this document and all attachments were prepared by me, or under my direction or supervision, in accordance with a system designed to assure that qualified personnel properly gathered and evaluated the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the

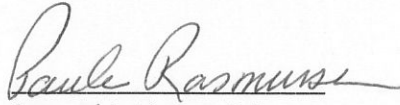
Alan Skobin
Northridge Properties, LLC

- 7 -

June 3, 2015

information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations."

SO ORDERED.

Sw 
Samuel L. Unger, P.E.

Executive Officer

June 3, 2015

Los Angeles Regional Water Quality Control Board

August 25, 2015

Donald C. Nanney
Gilchrist & Rutter
A Professional Corporation
1299 Ocean Avenue, Suite 900
Santa Monica, CA 90401-1000

SUBJECT: Order Requiring a Technical Report Pursuant to California Water Code Section 13267, dated June 3, 2015, issued by the Los Angeles Regional Water Quality Control Board, Order No. R4-2015-065, to Northridge Properties, LLC, and Mr. Alan Skobin

SITE: Former Zero Corporation Facility, 777 North Front Street, Burbank, California, File No. 109.6162 (Site)

Dear Mr. Nanney:

On June 3, 2015, the Regional Water Quality Control Board, Los Angeles Region (Regional Board) issued an Order Requiring a Technical Report Pursuant to California Water Code Section 13267 Order No. R4-2015-065 to Northridge Properties, LLC, and Mr. Alan Skobin (Third Order). I understand that you, as counsel for Northridge Properties, LLC, (Northridge Properties), and Mr. Skobin, and Ms. Frances McChesney, attorney for the Regional Board, have discussed this matter. This letter confirms my understanding of those recent discussions regarding the Third Order and your Third Petition for Review, Request for Hearing and Request for Stay, dated July 2, 2015, SWRCB/OCC File A-2404 (Third Petition). I understand that you also discussed the following earlier orders and petitions regarding the Site:

- Order Requiring a Technical Report Pursuant to California Water Code Section 13267, dated May 10, 2011, issued by the Los Angeles Regional Water Quality Control Board to Northridge Properties, LLC, with regard to the Site (First Order), and Northridge Properties Petition for Review, Request for Hearing and Request for Stay, dated June 9, 2011, SWRCB/OCC File A-2167 (First Petition).
- Order Requiring a Technical Report Pursuant to California Water Code Section 13267, dated August 6, 2014, issued by the Regional Board to Northridge Properties, with regard to the Site (Second Order); which was withdrawn by the Regional Board Letter, dated September 24, 2015, Subject: Withdrawal of 13267 Order – (Order No. R4-2014-0075), regarding the Site; which Letter was issued subsequent to Northridge Properties Second Petition for Review, Request for Hearing and Request for Stay, dated September 4, 2014, SWRCB/OCC File A-2327 (Second Petition).

It is my intention that this letter clarifies and resolves certain matters regarding the First, Second and Third Petitions, as follows:

1. Site Designation Continues in Effect: The Regional Board was designated as the Administering Agency for the Site pursuant to Resolution No. 97-19, dated February 5, 1998, and Certified by Kenneth Selover, Chair, Site Designation Committee, on March 30, 1998 (the Site Designation). The Site Designation was issued under California's Unified Agency Review of Hazardous Materials Release Sites Law, California Health and Safety Code §§ 25260 *et seq.* (the Site Designation Law). The First Order was issued by the Regional Board with a cover letter, dated May 10, 2011 (First Order Cover Letter), which stated, among other things, that:

"The former responsible party, APW North America, received a Certificate of Completion from the Cal/EPA in 2002. This Regional Board is the administering agency of record and we have determined that *the Certificate is no longer binding on the Regional Board* [italics added]."

The Regional Board agrees that the statement – *the Certificate is no longer binding on the Regional Board* – and subsequent correspondence from this Regional Board may mean that the Regional Board was then acting, or would thereafter act, on its own under its normal regulatory authority, no longer as the Administering Agency under the Site Designation Law.

I wish to clarify and confirm that the statement in the letter dated May 10, 2011 is not accurate. The Regional Board remains the Administering Agency for the Site under the Site Designation Law.

2. Certificate of Completion Continues in Effect for VOCs. In addition, you expressed concern that the statement – *the Certificate is no longer binding on the Regional Board* – may reflect that the Certificate of Completion was no longer in effect and the Site was reopened completely, even though the First Order and the Second Order called for (and the Third Order calls for) environmental investigation of the Site only with respect to hexavalent chromium, while the Certificate of Completion specifically covered volatile organic compounds (VOCs). You seek assurance that the Certificate of Completion continues in effect regarding VOCs, at least,¹ and continues to be binding on the Regional Board and other state and local regulatory agencies.

With this letter, I am confirming that the Certificate of Completion remains binding as to VOCs, that the Site has not been reopened as to VOCs and that the Certificate of Completion also remains binding on all other state and local regulatory agencies pursuant to the terms of the Certificate of Completion and the Site Designation Law.

3. Withdrawal of Third Order as against Mr. Alan Skobin personally. The Third Order was directed to Northridge Properties, LLC, and to Mr. Skobin, personally. Both were named as responsible dischargers based on the Regional Board's information regarding current ownership of the Site and due to the unavailability of APW North America, Inc., as successor to Zero Corporation. You have provided information that Mr. Skobin is not personally an owner of

¹ I understand that Northridge Properties reserves its contention in the three Petitions that the Certificate of Completion applied, and applies, to more than VOCs. However, given the Regional Board's position that the Certificate of Completion applies only to VOCs, I am confirming only the effectiveness of the Certificate of Completion as to VOCs for purposes of this letter.

the Site. Documentation to that effect includes the following items that are enclosed with this letter:

- Corporation Grant Deed and Indenture, dated May 6, 2005, and recorded May 11, 2005, as Instrument No. 05 1111340 in the Official Records of Los Angeles County, California, whereby Ford Leasing Development Company (Grantor) granted the Site to Northridge Properties, LLC (Grantee). (Enclosure 1)

Mr. Skobin's name appears on the Grant Deed only in the return address, not as a Grantee. As you explained, he was merely the individual to whose care the original recorded Grand Deed was to be returned to Northridge Properties.

- Certification Declaration for Compliance with Fee Title Holder Notification Requirements (California Water Code Section 13307.1), dated August 13, 2014, signed by Mr. Skobin as Authorized Representative/Member and Contact Person for Northridge Properties. (Enclosure 2)
- Property Overview Report (relevant portions), generated August 12, 2015, from Chicago Title Website, showing that the owner of the Site is Northridge Properties. (Enclosure 3)

The Regional Board agrees, based on the information provided, that it will not consider Mr. Skobin to be responsible for compliance with the Third Order.²

4. Addition of Hexavalent Chromium to Certificate of Completion. The Regional Board confirms that if the additional boring called for by the Third Order (pursuant to an approved work plan to be submitted) yields a non-detect finding for hexavalent chromium at depth, and assuming that no other Site Designation consulting agency disagrees, the Regional Board will consider the Site adequately assessed with regard to hexavalent chromium and will add hexavalent chromium to the Certificate of Completion and will re-confirm Site closure accordingly. The Regional Board will allow you to review and comment on the revised Certificate of Completion in draft form prior to its issuance.

5. Oversight Cost Reimbursement Account Letter. On or about July 15, 2014, the Regional Board issued to Northridge Properties a letter entitled: Site Cleanup Program Oversight Cost Reimbursement Account – Former Zero Corporation Facility, 777 North Front Street, Burbank, California, RWQCB File No. 109.6162 (the Oversight Cost Reimbursement Account Letter). In that letter, the Regional Board requested that Northridge Properties sign and submit the Acknowledgement of Receipt of Oversight Cost Reimbursement Account Letter (i.e., Attachment 4 to that letter). Northridge Properties declined to complete Attachment 4 at that time for the reasons stated in your email to Lawrence Moore, Case Manager, on August 14, 2014.³

² I understand that Northridge Properties reserves its contention, as stated in the Third Petition, that it is not a responsible "discharger" with respect to the Site. The Regional Board reserves its right to include Mr. Skobin if information, not currently known to the Regional Board, indicates that by his actions he is a responsible "discharger" under Water Code section 13267 or 13304 with respect to the Site.

³ Northridge Properties signed and submitted Attachment 3 to the Oversight Cost Reimbursement Account Letter, i.e., the Certification Declaration for Compliance with Fee Title Holder Notification Requirements mentioned above and attached as Enclosure 2 to this letter.

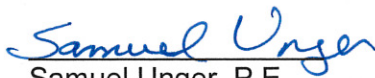
I understand that Northridge Properties will, upon receipt of this letter proceed to complete and sign Attachment 4 to the Oversight Cost Reimbursement Account Letter, as modified.⁴ The text of Attachment 4 has been modified as shown on Enclosure 4.

6. Abeyance of Third Petition. It is my understanding that you, on behalf of Northridge Properties and Mr. Skobin, agree to and have submitted or will submit a request for abeyance of the Third Petition immediately upon receipt of this letter and within 90 days of State Water Board's acknowledgement of receipt of the Third Petition. I understand that Northridge Properties and Mr. Skobin have the right to remove the Third Petition from abeyance at any time and that Northridge Properties and Mr. Skobin reserve all of their rights, remedies and defenses.

Please note that this letter is not intended to, and does not, impact the authority of the Regional Board under the Porter-Cologne Water Quality Control Act and other applicable laws.

If you have any questions, please contact Frances McChesney at (916)341-5174 or at Frances.McChesney@waterboards.ca.gov or Larry Moore at (213)576-6730 or at Lawrence.Moore@waterboards.ca.gov.

Sincerely,



Samuel Unger, P.E.
Executive Officer
Los Angeles Regional Water Quality Control Board

Enclosures:

1. Grant Deed;
2. Certification Declaration;
3. Property Profile Report Excerpts (Chicago Title);
4. Modified text for Attachment 4 to Oversight Cost Reimbursement Account Letter.

cc: **[By Email Only with Enclosures]**
Alan J. Skobin, Esq.
askobin@galpin.com

Frances McChesney
Office of Chief Counsel
State Water Resources Control Board
Frances.McChesney@waterboards.ca.gov

⁴ I understand that Northridge Properties does not accept as accurate the factual representations contained in the Oversight Cost Reimbursement Account Letter regarding (i) Site conditions, and (ii) the statement that "releases of chemicals from a former metal fabrication operation at the site have degraded the groundwater quality and beneficial uses of the State's waters." Nor does Northridge Properties admit to status as a responsible party or responsible discharger with respect to the Site. Rather, Northridge Properties agrees only to be responsible for paying oversight charges for the Site, and Northridge Properties reserves the right to revoke its consent to paying any further oversight charges for the Site upon written notice to the Regional Board.

bc: Joanne Griffin, OCC
Lawrence Moore, Los Angeles Regional
Board

FLM/jrm

August 24, 2015

s:\executive\occlattorneys\mcchesney (flm)\support staff\letters and memos\letter to d. nanney regarding 13267 order
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FEE

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A.F.N.F. CODE 94

D.T.T

TRANSFER TAX
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NOTIFICATION SENT - \$4 ©

CODE
20

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CODE
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Assessor's Identification Number (AIN)

To be completed by Examiner OR Title Company in black ink.

Number of AIN's Shown

244 9 - 037 - 011

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STALTH LAND TITLE CO.
Recording requested by,
and when recorded, mail to:

05 1111340

2

Northridge Properties, LLC
c/o Alan J. Skobin, Esq.
Vice President and
General Counsel
Galpin Motors
15505 Roscoe Blvd.
North Hills, CA 91343

Mail tax statements as above

6152567-27

Space above this line for Recorder's use only

CORPORATION GRANT DEED AND INDENTURE

TRANSFER TAX
NOT A PUBLIC RECORD

FORD LEASING DEVELOPMENT COMPANY, a Delaware corporation, Grantor, hereby GRANTS to NORTHRIDGE PROPERTIES, LLC, a California limited liability company, Grantee, that certain real property situated in the City of Burbank, County of Los Angeles, State of California, and more particularly described in Exhibit "A," attached hereto and by this reference incorporated herein

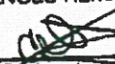
This grant is made subject to easements, covenants, conditions, reservations and restrictions of record

This grant is also made subject to the following covenants restricting the use of the land granted herein, which covenants are intended by Grantor and by Grantee to run with the land as provided in California Civil Code Section 1468 as it exists as of the date hereof, and to be binding upon their respective successors and assigns. The burdened property is the real property described in Exhibit A. The property of Grantor intended to be benefited by the restrictive covenants is the real property described in Exhibit B, attached hereto and by this reference incorporated herein.

By its acceptance of the within grant, Grantee does hereby covenant and agree that it shall not use the land described in Exhibit A attached hereto ("Burdened Lands") for an Automotive Dealership as defined below for the sale of new motor vehicles of any brand whatsoever for a period of twenty five (25) years from the date hereof. In addition, Grantee does hereby covenant and agree that it shall not use the Burdened Land for (1) an Automotive Dealership for the sale, lease or distribution of used motor vehicles, nor (2) for any facility for the service or repair of motor vehicles, for a period of twenty five (25) years from the date hereof without in each case having first received the prior written consent of Grantor. The term Automotive Dealership shall mean any sales or leasing facility or activity for distribution, sale and/or leasing of new or used automobiles, sport utility vehicles, light or heavy trucks (by whatever source of motive power as to any of them)

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2449-37-11

DOCUMENT TRANSFER TAX \$	<u>Not A Public Record</u>
<input checked="" type="checkbox"/>	COMPUTED ON FULL VALUE OF PROPERTY CONVEYED
<input type="checkbox"/>	OR COMPUTED ON FULL VALUE LESS LIENS AND ENCUMBRANCES REMAINING AT TIME OF SALE
 Signature of Declarant or Agent determining tax Firm Name	

These covenants are for the express benefit of the Benefited Property, Grantor and its successors and assigns.

The covenants provided for herein shall run with the Burdened Lands and shall be binding upon each successor owner, during his ownership of any portion of the Burdened Lands affected thereby and upon each person having an interest in the Burdened Lands derived through any owner thereof.

The covenants provided for herein shall automatically terminate and shall be of no further force or effect on the date which is twenty five (25) years from the date of recordation of this Grant Deed and Indenture.

Grantee acknowledges and agrees that a breach or potential breach of these covenants shall cause substantial harm and that monetary damages shall not be sufficient or adequate to remedy any such breach or potential breach. Therefore, the injured party shall have the right to seek injunctive relief, including an injunction requiring any Automotive Dealership or facility for the service or repair of automotive products on the Burdened Lands to be removed. The owners from time to time of the Burdened Lands shall not acquire any equitable rights whatsoever as a result of making any Automotive Dealership, service or repair improvements to the Burdened Lands.

Grantee hereby agrees, on its own behalf and on behalf of all successors and assigns of any interest in the Burdened Lands, that upon any sale, conveyance or other transfer of all or a portion of the Burdened Lands, it shall cause such transferee to expressly assume the restriction of the covenants herein contained in any deed transferring title. Such assumption shall also obligate each transferee to obtain such an assumption in each and every subsequent transfer of title from each subsequent transferee.

Grantee further agrees, on its own behalf and on behalf of all successors and assigns of any interest in the Burdened Lands, that if for any reason the within covenants and restrictions are deemed not to run with the land as to the Burdened Lands, then each of them shall be enforceable as an equitable servitude by Grantor, its successors and assigns of the Benefited Property, against Grantee, its successors and assigns.

NOTICE: THE REAL PROPERTY DESCRIBED IN EXHIBIT A IS SUBJECT TO THAT CERTAIN "AGREEMENT AND COVENANT NOT TO SUE FORD LEASING DEVELOPMENT COMPANY AND FORD FRONT REALTY CORP." BY AND BETWEEN THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY AND FORD LEASING DEVELOPMENT COMPANY, DATED MARCH 16, 2000, A TRUE AND CORRECT COPY OF WHICH WAS CERTIFIED BY THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY ON JUNE 28, 2000 AND RECORDED JULY 28, 2000 TOGETHER WITH THAT CERTAIN "NOTICE OF AGREEMENT AND COVENANT NOT TO SUE, BETWEEN THE U.S. ENVIRONMENTAL PROTECTION AGENCY AND FORD LEASING DEVELOPMENT COMPANY, INCLUDING ACCESS RIGHTS TO REAL PROPERTY," AS DOCUMENT # 00 1062454, OFFICIAL RECORDS OF LOS ANGELES COUNTY, CALIFORNIA. BY ITS ACCEPTANCE OF THIS DEED GRANTEE ACKNOWLEDGES RECEIPT OF A TRUE COPY THEREOF.

(BALANCE OF THIS PAGE INTENTIONALLY LEFT BLANK)

IN WITNESS WHEREOF, Grantor has caused these presents to be executed this 6 day of May, 2005.

4

GRANTOR: FORD LEASING DEVELOPMENT COMPANY
a Delaware corporation

By: *Diana L. Morris*
Vice President

Title: _____

Attest: *B. D. Hernan*

Title: B. D. HERNAN
ASSISTANT SECRETARY

GRANTEE'S ACCEPTANCE

Northridge Properties, LLC, a California limited liability does hereby accept the within Grant Deed and restrictive covenant, agrees that the promises therein are supported by good and valuable consideration, and agrees that it and its successors and assigns are bound by the provisions thereof.

Date: _____, 2005

NORTHRIDGE PROPERTIES, LLC,
a California limited liability company

By: _____

Title: Managing Member

EXECUTED IN COUNTERPART

IN WITNESS WHEREOF, Grantor has caused these presents to be executed this 6 day of _____, 2005.

5

GRANTOR: FORD LEASING DEVELOPMENT COMPANY
a Delaware corporation

By: _____

Title: _____

Attest: _____

Title: _____

EXECUTED IN COUNTERPART

GRANTEE'S ACCEPTANCE

Northridge Properties, LLC, a California limited liability does hereby accept the within Grant Deed and restrictive covenants, agrees that the promises therein are supported by good and valuable consideration, and agrees that it and its successors and assigns are bound by the provisions thereof.

Date: 5/9, 2005

NORTHRIDGE PROPERTIES, LLC,
a California limited liability company

By: *A. E. [Signature]*

Title: Managing Member

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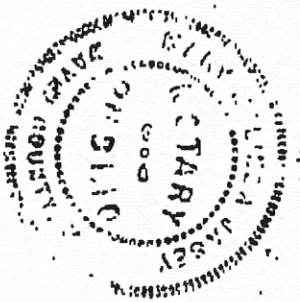
6

ALL-PURPOSE ACKNOWLEDGMENTS

State of Michigan)
) ss
County of Wayne)

On May 6, 2005 before me, Melinda Jasey, personally appeared Diane Morris, Vice President, Ford Leasing Development Company, personally known to me – OR – 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.

WITNESS my hand and official seal.



(SEAL)

Mary Melinda Jasey

Signature

Mary Melinda Jasey
Notary Public, Wayne County, Michigan
My Commission Expires August 19, 2007

State of California)
) ss
County of Los Angeles)

On _____, 200__ before me, _____
(name, title of officer), personally appeared _____,
[] personally known to me – OR – [] 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.

WITNESS my hand and official seal.

Signature

(SEAL)

7

ALL-PURPOSE ACKNOWLEDGMENTS

State of Michigan)
County of Wayne) ss

On _____, 200__ before me, _____
(name, title of officer), personally appeared _____,
[] personally known to me -- OR -- [] 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.

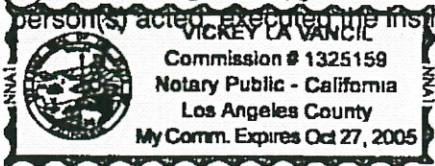
WITNESS my hand and official seal.

Signature

(SEAL)

State of California)
County of Los Angeles) ss

On May 9, 2005 before me, Vickey LaVancil, Notary Public
(name, title of officer), personally appeared H.F. Beckmann, II,
[] personally known to me -- OR -- [] 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.



WITNESS my hand and official seal.

Vickey LaVancil
Signature

(SEAL)

05 1111340

ALL-PURPOSE ACKNOWLEDGMENTS

State of Michigan)
) ss
County of Wayne)

On May 6, 2005 before me, Melinda Jasey, personally appeared Bonnie Hernan, Assistant Secretary, Ford Leasing Development Company, personally known to me – OR – 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.

WITNESS my hand and official seal.

Mary Melinda Jasey

Signature

(SEAL)

Mary Melinda Jasey
Notary Public, Wayne County, Michigan
My Commission Expires August 19, 2007

State of California)
) ss
County of Los Angeles)

On _____, 200__ before me, _____
(name, title of officer), personally appeared _____,
[] personally known to me – OR – [] 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.

WITNESS my hand and official seal.

Signature

(SEAL)

EXHIBIT A

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LEGAL DESCRIPTION

BURDENED PROPERTY

All that certain real property situated in the County of Los Angeles, State of California, described as follows:

Parcel 1:

Lots 14 and 15 of Tract No. 5617, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 85, Page 77 of Maps, in the office of the County Recorder of said County

Parcel 2:

Lots 3, 4, 5, 6, 7, 8 and 9 of Tract No. 5617, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 85, Page 77 of Maps, in the office of the County Recorder of said County.

EXCEPT therefrom those portions thereof described as a whole as follows:

Beginning at the most Northerly corner of said Lot 9; thence Southeasterly along the Northeasterly lines of said Lots 9, 8, 7, 6, 5, 4, 3, to the most Easterly corner of said Lot 3; thence Southwesterly along the Southeasterly line of said Lot 3 to the most Southerly corner thereof; thence Northwesterly along the Southwesterly line of said Lot 3; a distance of 15.28 feet to a point on a curve concave Southwesterly, and having a radius of 1,746 feet; thence Northwesterly along said curve, through an angle of 11° 31' 17" an arc distance of 351.07 feet to a point on the Northwesterly line of said Lot 9, distant thereon 24.16 feet Southwesterly from said most Northerly corner thereof; thence Northeasterly along said Northwesterly line of said Lot 9, a distance of 24.16 feet to the point of beginning.

Parcel 3:

Lots 10, 11, 12 and 13 of Tract No 5617, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 85, Page 77 of Maps, in the office of the County Recorder of said County.

EXCEPT from said land that portion of thereof, described as follows:

Beginning at the most Easterly corner of said Lot 10; thence Southwesterly along the Southeasterly line of said Lot 10; a distance of 24.16 feet; thence Northwesterly along a curve concave Southwesterly and having a radius of 1,746 feet, an arc distance of 198.08 feet to a point on the Northeasterly line of said Lot 13, distant thereon 1.44 feet Southeasterly from the most Northerly corner of Lot 13, thence Southeasterly along the Northeasterly lines of said Lots 13, 12, 11 and 10 to the point of beginning.

Parcel 4:

Those portions of Lots 16 and 18 in Block 64 of Town of Burbank, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 17, Page 19 of

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Miscellaneous Records, in the office of the County Recorder of said County, described as a whole as follows: /0

Beginning at the most Westerly corner of said Lot 18; thence Southeasterly along the Southwesterly line of said lot to the intersection thereof with the Northwesterly line of San Jose Avenue, 60 feet wide, as described in deed recorded in Book 3034, Page 316, Official Records, thence Northeasterly along said Northwesterly line of San Jose Avenue, a distance of 7.52 feet to the Northeasterly line of the land described in deed recorded in Book 33012, Page 309, Official Records, as Parcel 2; thence Northwesterly along said last mentioned Northeasterly line to a point on the Northwesterly line of said Lot 16, distant along the Northwesterly lines of said Lots 18 and 16, 120.02 feet Northeasterly from said most Westerly corner of said Lot 18; thence Southwesterly along said Northwesterly lines of said Lots 16 and 18; a distance of 120.02 feet to the point of beginning.

Parcel 5:

Those portions of Cypress Avenue and Front Street, in the City of Burbank, County of Los Angeles, State of California, as shown on said map of Town of Burbank, as per map recorded in Book 17, Pages 19 et seq. of Miscellaneous Records, in the office of the County Recorder of said County, vacated by Resolution No. 6190, passed by the Council of said City of Burbank, on May 19, 1950, a certified copy thereof having been recorded in Book 33185, Page 116 of Official Records, of said County, and described as a whole as follows:

Beginning at the most Westerly corner of Lot 18 in Block 64 of said Town of Burbank, thence North $41^{\circ} 16' 39''$ East along the Northwesterly lines of said Lots 18 and 16 in said Block 64, a distance of 120.02 feet to the most Northerly corner of the land described as Parcel 2 in said deed to the State of California, recorded in Book 33012, Page 309, Official Records of said County; thence North $24^{\circ} 52' 30''$ West along the Northwesterly prolongation of the Northeasterly line of said Parcel so described in said last mentioned deed, a distance of 65.60 feet to a point in the Northwesterly line of said Cypress Avenue, 60 feet wide, distant thereon 49.66 feet Southwesterly from the most Southerly corner of Lot 1 of Tract No. 5617, as per map recorded in Book 85, Page 77 of Maps; records of said County; thence Southwesterly, along said Northwesterly line of Cypress Avenue, to the intersection thereof with the Southwesterly line of said Front Street, 66 feet wide; thence South $43^{\circ} 33' 18''$ East along said Southwesterly line of Front Street, a distance of 381.53 feet, more or less, to the Southwesterly prolongation of the Northwesterly line of said San Jose Avenue, 60 feet wide; thence along said Southwesterly prolongation, North $41^{\circ} 15' 35''$ East a distance of 65.27 feet to the Southwesterly line of said Lot 18; thence North $43^{\circ} 33' 18''$ West along said Southwesterly line of said Lot 18, a distance of 321.34 feet to the point of beginning.

Parcel 6:

That portion of Bonnywood Place, as shown on map of Tract No. 5617, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 85, Page 77 of Maps, in the office of the County Recorder of said County, vacated by Resolution No. 6190, passed by the Council of said City of Burbank, on May 16, 1950, a certified copy thereof having been recorded in Book 33185, Page 116, Official Records, of said County, and described as follows:

Beginning at the most Northerly corner of Lot 14 in said Tract No. 5617; thence Southeasterly along the Northeasterly lines of Lots 14 and 13 of said Tract, to a point distant thereon 1.44 feet Southeasterly from the most Northerly corner of said Lot 13, said last mentioned point being a

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point on a curve concave Southwesterly and having a radius of 1,746 feet; thence Northwesterly along said curve, through an angle of 1° 14' 24" an arc distance of 51.50 feet, to a point on the Northeasterly prolongation of the Northwesterly line of said Lot 14; said last mentioned point being distant along said Northeasterly prolongation 2.55 feet Northeasterly from said most Northerly corner of Lot 14; thence Southwesterly along said Northeasterly prolongation, a distance of 2 55 feet to the point of beginning.

Parcel 7:

Those portions of Lots 3 and 4 in Block 91 of the Rancho Providencia and Scott Tract, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 43, Page 47 et seq. of Miscellaneous Records, of said County, lying Southwesterly of the Southwesterly line of Tract No. 5617, recorded in Book 85, Page 77 of Maps.

EXCEPT therefrom the Southwesterly 67 feet (measured at right angles) of said Lots 3 and 4.

ALSO EXCEPT from said Lot 4 that portion thereof described as follows:

Beginning at the most Southerly corner of Lot 1 of Tract No. 5617, as per map recorded in Book 85, Page 77 of Maps; thence South 41° 16' 39" West along the Southwesterly prolongation of the Southeasterly line of said Lot 1, a distance of 49.66 feet; thence North 24° 62' 30" West a distance of 58.54 feet; thence Northwesterly along a curve concave Southwesterly tangent to said last described line and having a radius of 1,746 feet, an arc distance of 66.96 feet to a point on the Southwesterly line of Lot 3, of said Tract 5617, said point being distant along the Southwesterly lines of Lots 1, 2 and 3, Tract No. 5617, a distance of 115.28 feet from said most Southerly corner of Lot 1, thence Southeasterly along the said Southwesterly line of said Lots 3, 2 and 1, a distance of 115.28 feet to the point of beginning.

Parcel 8:

Those portions of Lots 6, 7 and 8 of Tract No. 2792, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 28, Page 15 of Maps, in the office of the County Recorder of said County, lying Southeasterly of a line parallel with and distant Northwesterly 85 feet at right angles from the Southeasterly line of said Lots 6, 7 and 8.

EXCEPT from said Lots 7 and 8 those portions lying Southwesterly of the Northeasterly line of the land conveyed to the Southern Pacific Railway Company, by deed recorded in Book 4681, Page 111, Official Records, in the office of the County Recorder of said County.

ALSO EXCEPT from said Lot 6 that portion thereof, described as follows:

Beginning at the intersection of the Easterly line of said Lot 6 with a line parallel with and distant 85 feet Northwesterly measured at right angles from the Southeasterly line of said lot; thence Southwesterly along said parallel line a distance of 6.50 feet to a point on a curve concave Southwesterly and having a radius of 1,746 feet; thence Southeasterly along said curve, through an angle of 0° 22' 51" an arc distance of 11.61 feet to a point on said Easterly line of said lot, distant thereon 12.98 feet Southerly from said point of beginning; thence Northerly along said Easterly line a distance of 12.98 feet to the point of beginning.

Parcel 9:

Those portions of Lots 6, 7 and 8 of Tract No. 2792, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 28, Page 15 of Maps, in the office of

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the County Recorder of said County, lying Northwesterly of a line parallel with and distant Northwesterly 85 feet at right angles from the Southeasterly line of said Lots 6, 7 and 8.

EXCEPT from Lots 7 and 8, those portions lying Westerly of the Easterly lines of Parcels 1 and 2 as described in the deed to Southern Pacific Railroad Company, recorded in Book 4681, Page 111, Official Records.

ALSO EXCEPT that portion of said Lot 8, which lies Westerly of the Easterly line of the land condemned for flood control purposes by Final Decree of Condemnation, entered in Case No. 474741, Los Angeles County Superior Court, a certified copy of said Decree being recorded in Book 19995, Page 375, Official Records.

ALSO EXCEPT for said land that portion thereof described as follows:

Those portions of Lots 6, 7 and 8 of Tract No. 2792, described as follows:

Beginning at the most Northerly corner of said Lot 6, thence South $68^{\circ} 02' 26''$ West along the Northwesterly lines of said Lots 6, 7 and 8 to a point distant thereon 19.81 feet Southwesterly from the most Northerly corner of said Lot 8; thence South $60^{\circ} 27' 30''$ East, a distance of 179.12 feet; thence Southeasterly along a curve concave Southwesterly tangent to the last described line and having a radius of 1,746 feet, an arc distance of 254.95 feet to a point on a line parallel with and distant 85 feet Northwesterly, measured at right angles from the Southeasterly line of said Lot 6; thence North $41^{\circ} 16' 51''$ East, along said last mentioned parallel line, a distance of 6.50 feet to the Northeasterly line of Lot 6; thence Northwesterly along said Northeasterly line of Lot 6; a distance of 347.67 feet to the point of beginning.

ALSO EXCEPT from the remainder of said Lots 7 and 8, those portions thereof lying Northwesterly of a line parallel with and distant Southeasterly 60 feet, measured at right angles from, the Northwesterly lines of said Lots 7 and 8.

Parcel 10:

That portion of Lot 5 of Tract No. 2792, in the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 28, Page 15 of Maps, in the office of the County Recorder of said County, described as follows.

Beginning at the most Southerly corner of said lot; thence along the Southeasterly line of said Lot 5, North $41^{\circ} 15' 50''$ East 40.10 feet to a non-tangent curve concave Southwesterly and having a radius of 1,746.00 feet; thence from a tangent bearing North $49^{\circ} 20' 21''$ West, Northwesterly along said curve through an angle of $2^{\circ} 27' 19''$, an arc distance of 74.82 feet to a point in the Westerly line of said Lot 5, distant along said Westerly line, 83.75 feet from said most Southerly corner; thence Southerly along said Westerly line 83.75 feet to the point of beginning.

EXCEPT therefrom all minerals, oils, gases and other hydrocarbons by whatsoever name known that may be within or under the parcel of land hereinabove described without, however the right to drill, dig or mine through the surface thereof as disclosed in deed from the State of California recorded June 9, 1965 as Instrument No. 4355 of Official Records.

Parcel 11:

That portion of Bonnywood Place, lying Northeasterly of Lot 15 and within the Northeasterly prolongations of the Northwesterly and Southeasterly lines of said Lot 15 of Tract No. 5617, in

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the City of Burbank, County of Los Angeles, State of California, as per map recorded in Book 85, Page 77 of Maps, in the office of the County Recorder of said County, as vacated by the City Council of said City in Resolution No. 6190 recorded May 19, 1950 in Book 33185, Page 116 of Official Records of said County, described as follows:

Beginning at the most Northerly corner of said Lot 15 in said Tract No. 5617; thence Southeasterly along the Northeasterly lines of Lots 15, 14 and 13 of said Tract, to a point in the Northeasterly line of said Lot 13, distant 1.44 feet Southeasterly from the most Northerly corner of said Lot 13; said point being on curve in the Southwesterly line of the land conveyed to the State of California for highway purposes October 19, 1945 by Superior Court Case No. 506667 as shown on Clerk's Field Map No. 2295 in the office of the County Surveyor of said County, said curve being concave Southwesterly, having a radius of 1,746.00 feet; thence Northwesterly along said Southwesterly line, through an angle of 4° 13' 59" an arc distance of 129.00 feet to a point in the Northeasterly prolongation of the Northwesterly line of said Lot 15, distant Northeasterly thereon 3.50 feet from the most Northerly corner thereof; thence Southwesterly along said prolongation 3.50 feet to the point of beginning.

ASSESSOR'S PARCEL NUMBER 2449-037-011

EXHIBIT B

BENEFITED PROPERTY

- 1. 14923 E. Desman Road
La Mirada, CA
Los Angeles Service School
APN: 7001-010-049
- 2. 531 Quality Circle
Woodland Hills, CA
APN:
- 3. 8955 Olympic Blvd.
Beverly Hills, CA
APN: 000-4333-004-017
018
019
- 4. 9500 Lakewood Blvd.
Downey, CA
APN: 6363-001-021
028
029
052
6390-001-014
- 5. 9515 Lakewood Blvd.
Downey, CA
APN: 6363-003-012
019
6363-002-021
- 6. 2539 E. Garvey
West Covina, CA
APN: 000-8453-015-020
- 7. 21701 Ventura Blvd.
Woodland Hills, CA
APN: 2168-027-030



CHICAGO TITLE COMPANY



Property Overview

Chicago Title



Primary Owner: NORTHRIDGE PROPERTIES LLC

Secondary Owner:

Mail Address: 15505 ROSCOE BLVD
NORTH HILLS, CA 91343-6503

Site Address: 777 N FRONT ST
BURBANK, CA 91502-1616

APN: 2449-037-011

Housing Tract Number:

Lot Number:

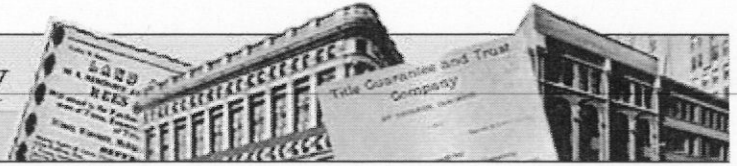
Legal Description: **Legal Brief Description:** CITY:REGION/CLUSTER:
29/29885 LOT COM AT INTERSECTION OF SW LINE OF
FRONT ST (PER C F 2295) WITH SW PRO- LONGATION OF
NW LINE OF SAN JOSE AVE 60 FT WIDE
City / Muni / Twp: REGION/CLUSTER: 29/29885

Property Details

Bedrooms: 0	Year Built:	Square Feet:
Bathrooms: 0	Garage:	Lot Size: 8.07 AC
Total Rooms:	Fireplace:	Number of Units: 0
Zoning: BUM2*	Pool:	Use Code: Industrial-Vacant Land
No of Stories:		
Building Style:		

Sale Information

Transfer Date: 05/11/2005	Seller: FORD LEASING DEVELOPMENT CO,
Transfer Value: \$0.00	Document#: 05-1111340 Cost/Sq Feet:
Title Company: COMMONWEALTH TITLE	



NORTHRIDGE PROPERTIES LLC
777 N FRONT ST, BURBANK, CA 91502-1616
APN: 2449-037-011 LOS ANGELES COUNTY

Prior Transfer - 05/11/2005

Recording Date:	05/11/2005	Document#:	05-1111340
Price:	\$0.00	Document Type:	Corporation Deed
First TD:	\$0.00	Type of Sale:	
First TD Doc:	05-1111341		
Lender Name:	FORD LEASING DEVELOPMENT CO		
Buyer Name:	NORTHRIDGE PROPERTIES LLC,	Buyer Vesting:	N/A
Seller Name:	FORD LEASING DEVELOPMENT CO,		
Legal Description:	Lot Number: 3-15 Tract Number: 5617 Map Ref: MB85 PG77 Legal Brief Description: PORTION LOTS16&18 BLK64 TOWN BURBANK MR17 PG19: POR LOTS3&4 BLK91 RANCHO PROVIDENCIA & SCOTT TRACT M City / Muni / Twp: BURBANK		

Prior Transfer - 03/25/1998

Recording Date:	03/25/1998	Document#:	98-0494005
Price:	\$0.00	Document Type:	Grant Deed
First TD:	\$0.00	Type of Sale:	
Lender Name:			
Buyer Name:	FORD LEASING DEVELOPMENT COMPANY,	Buyer Vesting:	N/A
Seller Name:	ZERO CORP,		
Legal Description:	Lot Number: 14&15,3-9 Tract Number: 5617 Map Ref: MB85 PG77 City / Muni / Twp: BURBANK		

LIMITATIONS OF LIABILITY

THIS REPORT IS LIMITED IN SCOPE. IT IS NOT A COMMITMENT, ABSTRACT OF TITLE, TITLE OPINION, CERTIFICATE OF TITLE OR PRELIMINARY TITLE REPORT, NOR IS IT A REPRESENTATION OF THE STATUS OF TITLE, AND ITS ACCURACY IS NOT INSURED. WHILE THIS INFORMATION IS BELIEVED TO BE CORRECT, THE COMPANY MAKES NO REPRESENTATIONS AS TO ITS ACCURACY, DISCLAIMS ANY WARRANTIES AS TO THE REPORT, ASSUMES NO DUTIES TO YOU OR ANY THIRD PARTY, DOES NOT INTEND FOR YOU OR ANY THIRD PARTY TO RELY ON THE REPORT, AND ASSUMES NO LIABILITY FOR ANY LOSS OCCURRING BY REASON OF RELIANCE ON THIS REPORT OR OTHERWISE. IN PROVIDING THIS REPORT, THE COMPANY IS NOT ACTING AS AN ABTRACTOR OF TITLE. IF IT IS DESIRED THAT LIABILITY BE ASSUMED BY THE COMPANY, YOU MAY REQUEST AND PURCHASE A POLICY OF TITLE INSURANCE, A BINDER, OR A COMMITMENT TO ISSUE A POLICY OF TITLE INSURANCE. NO ASSURANCE IS GIVEN AS TO THE INSURABILITY OF THE TITLE. CUSTOMER RECOGNIZES THAT THE FEE CHARGED IS NOMINAL IN RELATION TO THE POTENTIAL LIABILITY WHICH COULD ARISE FROM SUCH ERRORS, OMISSIONS OR NEGLIGENCE. THEREFORE, CUSTOMER UNDERSTANDS THAT THE COMPANY IS NOT WILLING TO PROCEED IN THE PREPARATION AND ISSUANCE OF THE REQUESTED REPORT UNLESS THE COMPANY'S LIABILITY IS STRICTLY LIMITED. CUSTOMER AGREES, AS PART OF THE CONSIDERATION FOR THE ISSUANCE OF THE REPORT, THAT THE TOTAL AGGREGATE LIABILITY OF THE COMPANY AND ITS AGENTS, SUBSIDIARIES, AFFILIATES, EMPLOYEES AND SUBCONTRACTORS SHALL NOT IN ANY EVENT EXCEED THE COMPANY'S TOTAL FEE FOR THE REPORT. IN NO EVENT WILL THE COMPANY, ITS SUBSIDIARIES, AFFILIATES, EMPLOYEES, SUBCONTRACTORS OR AGENTS BE LIABLE FOR CONSEQUENTIAL, INCIDENTAL, DIRECT, INDIRECT, PUNITIVE, EXEMPLARY OR SPECIAL DAMAGES REGARDLESS OF WHETHER SUCH LIABILITY IS BASED ON BREACH OF CONTRACT, TORT, NEGLIGENCE OF THE COMPANY, STRICT LIABILITY, BREACH OF WARRANTIES, FAILURE OF ESSENTIAL PURPOSE, OR OTHERWISE.

This property profile is being provided as a general service to the community at large without the condition of the referral of title insurance business.

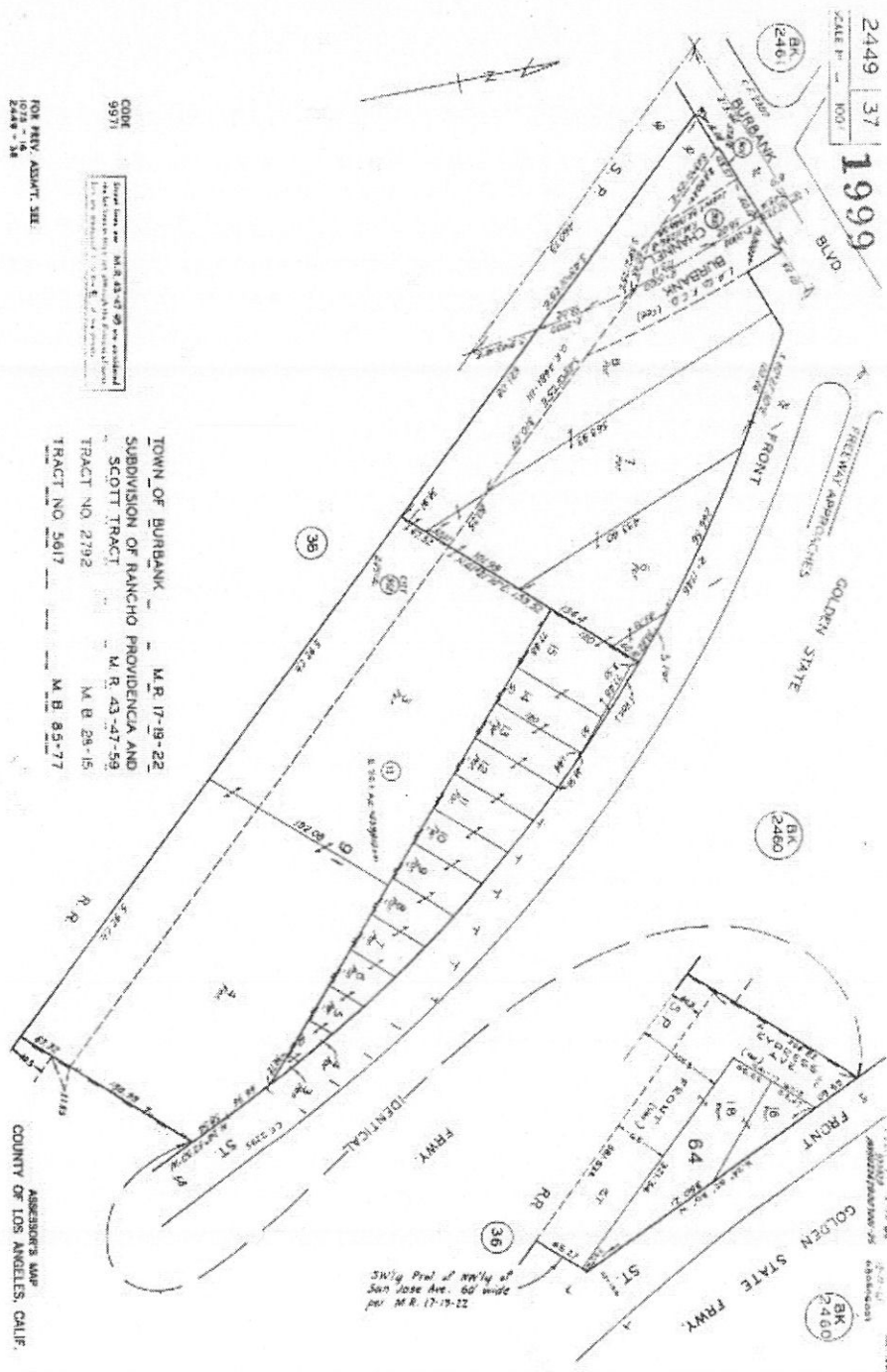


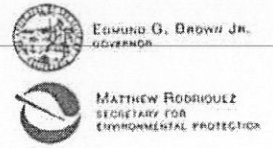
CHICAGO TITLE COMPANY



Property Map

Chicago Title





Los Angeles Regional Water Quality Control Board

ATTACHMENT 3

CERTIFICATION DECLARATION FOR COMPLIANCE WITH FEE TITLE HOLDER NOTIFICATION REQUIREMENTS (California Water Code Section 13307.1)

Please Print or Type

Fee Title Holder(s): Northridge Properties, LLC

Mailing Address: 15505 Roscoe Boulevard, North Hills, CA 91343

Contact Person: Alan Skobin

Telephone Number / E-mail: 818-778-2970 / askobin@galpin.com

Site Name: Former Zero Corporation Facility

Address: 777 N. Front Street, Burbank, CA 91502

County Assessor Parcel Number (APN): 2449-037-011

Contact Person: Alan Skobin

Telephone Number / E-mail: See Above

File Number: 109.6162 SCP No.

"I certify under penalty of law that this document and all attachments were prepared under my direction or supervision in accordance with a system designed to assure that qualified personnel properly gather and evaluate the information submitted. Based on my inquiry of the person or persons who manage the system, or those persons directly responsible for gathering the information, the information submitted is, to the best of my knowledge and belief, true, accurate, and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment for knowing violations." (See attached page for who shall sign the Certification Declaration).

Northridge Properties, LLC
by Alan Skobin
Printed Name of Person Signing

Authorized Representative / Member
Official Title

Signature

8/13/14
Date Signed

Los Angeles Regional Water Quality Control Board

ATTACHMENT 4

**ACKNOWLEDGEMENT OF RECEIPT OF
OVERSIGHT COST REIMBURSEMENT ACCOUNT LETTER**

I, Alan Skobin, acting within the authority vested in me as an authorized representative of Northridge Properties, LLC, a California limited liability company, acknowledge that I have received and read a copy of the attached *REIMBURSEMENT PROCESS FOR REGULATORY OVERSIGHT* and the cover letter dated July 15, 2014, concerning cost reimbursement for Regional Board staff costs involved with oversight of environmental response efforts at Former Zero Corporation in Los Angeles County. The site address is 777 N. Front Street, Burbank, California.

I understand the reimbursement process and billing procedures as explained in the letter. Our company is willing to participate in the cost recovery program and pay all subsequent billings in accordance with the terms in your letter and its attachments, *and to the extent required by law*. I also understand that signing this form does not constitute any admission of liability, but rather only an intent to pay for costs associated with oversight, *as set forth above, and to the extent required by law*. Billings for payment of oversight costs should be mailed to the following individual and address:

BILLING COMPANY: Northridge Properties, LLC

BILLING CONTACT: Attn: Alan J. Skobin

BILLING ADDRESS: 15505 Roscoe Blvd, North Hills, CA 91343

TELEPHONE NO: (818) 778- 2970 E-Mail: askobin@galpin.com

AUTHORIZED SIGNATURE: _____

(Title)

DATE: _____

SCP or WIP NO. 109.6162

SITE ID NO. To Be Determined