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225 N. Water Street, Suite 301
Decatur, IL 62525-1400

COMBE LABORATORIES, INC.
c/o Theresa Duckett
Locke, Lord Bissell & Liddell
111 S. Wacker Drive
Chicago, IL 60606

P & H MANUFACTURING, INC.
c/o Edward Dwyer
Hodge Dwyer & Driver
3150 Roland Avenue
P.O. Box 5776
Springfield, IL 62705-5776

TRIPLE S REFINING CORPORATION
c/o C T Corporation System
208 South LaSalle St., Suite 814
Chicago, IL 60604

GENERAL ELECTRIC RAILCAR SERVICES
CORPORATION
c/o Illinois Corporation System
801 Adlai Stevenson Drive
Springfield, IL 62703

TRINITY RAIL GROUP, INC.
c/o C T Corporation System
208 South LaSalle St., Suite 814
Chicago, IL 60604

PLEASE TAKE NOTICE that on this date I mailed for filing with the Clerk of the Pollution Control Board of the State of Illinois, a MOTION TO AMEND COMPLAINT and FIRST AMENDED COMPLAINT, a copy of which is attached hereto and herewith served upon you.

Respectfully submitted,

PEOPLE OF THE STATE OF ILLINOIS

LISA MADIGAN,
Attorney General of the
State of Illinois

MATTHEW J. DUNN, Chief
Environmental Enforcement/Asbestos
Litigation Division

BY: _____
JAMES L. MORGAN
Sr. Assistant Attorney General
Environmental Bureau

500 South Second Street
Springfield, Illinois 62706
217/782-9031
Dated: September 14, 2009

CERTIFICATE OF SERVICE

I hereby certify that I did on the 14th day of September, 2009, send by First Class Mail, with postage thereon fully prepaid, a true and correct copy of the instruments entitled Notice of Filing, Motion to Amend Complaint and First Amended Complaint

TO:

ARAMARK UNIFORM SERVICES, INC.
C T Corporation System
208 South LaSalle St., Suite 814
Chicago, IL 60604

BELL SPORTS, INC.
c/o John E. Collins
Husch Blackwell Sanders, LLP
190 Carondelet Plaza, Suite 600
St. Louis, MO 63105

A. E. STALEY MANUFACTURING CO.
c/o Jeryl Olson, James Curtis and Elizabeth Leifel Ash
Seyfarth Shaw
131 South Dearborn St., Suite 2400
Chicago, IL 60603

BORDEN CHEMICAL CO.
c/o Matthew Larson
Shook Hardy & Bacon
2555 Grand Boulevard
Kansas City, MO 64108

ARCHER DANIELS MIDLAND, INC.
c/o C T Corporation System
208 South LaSalle St., Suite 814
Chicago, IL 60604

CATERPIILLAR, INC.
c/o Kevin Desharnais and Jennifer Simon
Mayer Brown LLP
71 South Wacker Drive
Chicago, IL 60606-4637

CLIMATE CONTROL, INC.
c/o Edward Q. Costa
Samuels, Miller, Schroeder, Jackson & Sly
P.O. BOX 1400
225 N. Water Street, Suite 301
Decatur, IL 62525-1400

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CLERK'S OFFICE
SEP 16 2009
STATE OF ILLINOIS
Pollution Control Board

COMBE LABORATORIES, INC.
c/o Theresa Duckett
Locke, Lord Bissell & Liddell
111 S. Wacker Drive
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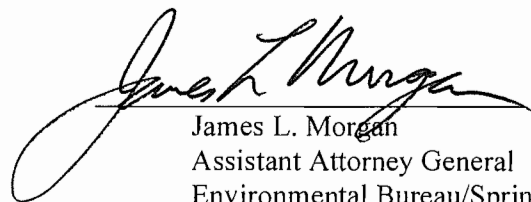
TRIPLE S REFINING CORPORATION
c/o C T Corporation System
208 South LaSalle St., Suite 814
Chicago, IL 60604

Carol Webb, Esq.
Hearing Officer
IPCB
1021 North Grand Avenue East
P.O. Box 19274
Springfield, IL 62794-9274

Service is currently unavailable for:
WASTE HAULING LANDFILL, INC.
JERRY CAMFIELD, SR.
BRIDGESTONE FIRESTONE, INC.
ZEXEL ILLINOIS, INC

and the original and ten copies were sent to:

John T Therriault
Illinois Pollution Control Board
James R. Thompson Center
100 W. Randolph, Suite 11-500
Chicago, IL 60601



James L. Morgan
Assistant Attorney General
Environmental Bureau/Springfield
500 South Second Street
Springfield, IL 62706

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

PEOPLE OF THE STATE OF ILLINOIS,)
Complainant,)
vs.)
WASTE HAULING LANDFILL, INC., JERRY)
CAMFIELD, A. E. STALEY MANUFACTURING)
CO., ARCHER DANIELS MIDLAND, INC.,)
ARAMARK UNIFORM SERVICES, INC., BELL)
SPORTS, INC., BORDEN CHEMICAL CO.,)
BRIDGESTONE/FIRESTONE, INC., CLIMATE)
CONTROL, INC., CATERPILLAR, INC., COMBE)
LABORATORIES, INC., GENERAL ELECTRIC)
RAILCAR SERVICES CORPORATION, P & H)
MANUFACTURING, INC., TRINITY RAIL)
GROUP, INC., TRIPLE S REFINING)
CORPORATION, and ZEXEL ILLINOIS, INC.,)
Respondents.)

PCB No. 10-9
(Cost Recovery)

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STATE OF ILLINOIS
Pollution Control Board

MOTION TO AMEND COMPLAINT

The Complainant, People of the State of Illinois, by Lisa Madigan, Attorney General of the State of Illinois, asks the Pollution Control Board of the State of Illinois, for leave to amend the Complaint and, in support thereof, states as follows:

- 1. Since the filing of the Complaint, Petitioner has learned there was a typographic error in paragraph 23 of the Complaint.
2. Paragraph 23 originally alleged that:
23. Respondents are each a responsible party as described in Section 22.2(f)(1)- (2) of the Act, 415 ILCS 4/22.2(f)(1)-(2). Respondents are each liable for past, present, and future removal costs, as defined by the Act, incurred by the State resulting or arising out of the releases and threatened releases at the Landfill.
3. A reference to subparagraph (3) of Section 22.2(f) of the Environmental Protection Act was inadvertently omitted. That subparagraph imposes liability for response and removal costs upon any person who by contract, agreement, or otherwise arranged for disposal or treatment, or arranged with a transporter for transport for disposal or treatment, of such hazardous substances owned or possessed by such person, by any other party or entity, at any facility, * * *, owned or operated by another party or entity and containing such hazardous substances, * * *

That subparagraph was included in the excerpt of Section 22.2(f) quoted in paragraph 20 of the Complaint.

Paragraph 23 should have provided that:

23. Respondents are each a responsible party as described in Section 22.2(f)(1)-(3) of the Act, 415 ILCS 4/22.2(f)(1)-(3). Respondents are each liable for past, present, and future removal costs, as defined by the Act, incurred by the State resulting or arising out of the releases and threatened releases at the Landfill.

4. For further clarification, paragraph 23 will now provide that:

23. Respondents are each a responsible party as described in Section 22.2(f)(1), (2), or (3) of the Act, 415 ILCS 4/22.2(f)(1), (2), or (3). Respondents are each liable for past, present, and future removal costs, as defined by the Act, incurred by the State resulting or arising out of the releases and threatened releases at the Landfill.

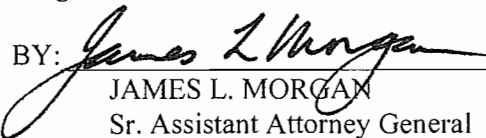
WHEREFORE, Complainant prays that its motion be granted.

Respectfully submitted,

PEOPLE OF THE STATE OF ILLINOIS

LISA MADIGAN,
Attorney General of the
State of Illinois

MATTHEW J. DUNN, Chief
Environmental Enforcement/Asbestos
Litigation Division

BY: 
JAMES L. MORGAN
Sr. Assistant Attorney General
Environmental Bureau

500 South Second Street
Springfield, Illinois 62706
217/782-9031
Dated: September 14, 2009

**BEFORE THE ILLINOIS POLLUTION CONTROL BOARD
MACON COUNTY, ILLINOIS**

PEOPLE OF THE STATE OF ILLINOIS,)
)
Complainant,)
v.)
WASTE HAULING LANDFILL, INC., JERRY)
CAMFIELD, A. E. STALEY MANUFACTURING)
CO., ARCHER DANIELS MIDLAND, INC.,)
ARAMARK UNIFORM SERVICES, INC., BELL)
SPORTS, INC., BORDEN CHEMICAL, CO.,)
BRIDGESTONE/FIRESTONE, INC., CLIMATE)
CONTROL, INC., CATERPILLAR INC., COMBE)
LABORATORIES, INC., GENERAL ELECTRIC)
RAILCAR SERVICES CORPORATION, P & H)
MANUFACTURING, INC., TRINITY RAIL GROUP,)
INC., TRIPLE S REFINING CORPORATION, and)
ZEXEL ILLINOIS, INC.,)
)
Respondents.)

PCB NO. 10-9
(Cost Recovery)

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STATE OF ILLINOIS
Pollution Control Board

FIRST AMENDED COMPLAINT

Complainant, PEOPLE OF THE STATE OF ILLINOIS, by LISA MADIGAN, Attorney General of the State of Illinois, complains of Respondents, WASTE HAULING LANDFILL, INC., JERRY CAMFIELD, AE STALEY MANUFACTURING CO., ARCHER DANIELS MIDLAND, INC., ARAMARK UNIFORM SERVICES, INC., BELL SPORTS, INC., BORDEN CHEMICAL, CO., BRIDGESTONE/FIRESTONE, INC., CLIMATE CONTROL, INC., CATERPILLAR INC., COMBE LABORATORIES, INC., GENERAL ELECTRIC RAILCAR SERVICES CORPORATION, P & H MANUFACTURING, INC., TRIPLE S REFINING CORPORATION, TRINITY RAIL GROUP, INC., and ZEXEL ILLINOIS, INC. as follows:

COUNT I: COST RECOVERY

1. This Complaint is brought by the Attorney General on her own motion and at the request of the Illinois Environmental Protection Agency ("Illinois EPA"), pursuant to the terms and provisions of

Title VIII (Sections 30-34) of the Illinois Environmental Protection Act ("Act"), 415 ILCS 5/30-34 (2008).

2. The Illinois EPA is an agency of the State of Illinois created by the Illinois General Assembly in Section 4 of the Act, 415 ILCS 5/4 (2008), and charged, *inter alia*, with the duty of enforcing the Act in proceedings before the Illinois Pollution Control Board ("Board").

3. This Complaint is brought pursuant to Section 22.2(f)-(k) of the Act, 415 ILCS 5/22.2(f)-(k) (2008).

4. Respondent, Waste Hauling Landfill, Inc., is a corporation formerly authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Waste Hauling Landfill, Inc., operated the Waste Hauling Landfill (the "Landfill"), a former sanitary landfill located in the Northwest Quarter of the Northwest Quarter of Section 26, Township 16 North, Range 1 East (Blue Mound Township), Macon County, Illinois.

5. Respondent, Jerry Camfield, is an individual and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Jerry Camfield owned Waste Hauling Landfill, Inc., and personally directed its operations.

6. Respondent, A. E. Staley Manufacturing Co., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). A. E. Staley Manufacturing Co., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

7. Respondent, Aramark Uniform Services, Inc., is a corporation no longer authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Aramark Uniform Services is a successor to Means Uniform Services. Means Uniform Services sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

8. Respondent, Archer Daniels Midland, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Archer Daniels Midland, Inc., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

9. Respondent, Bell Sports, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Bell Sports, Inc., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

10. Respondent, Borden Chemical Co., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Borden Chemical Co., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

11. Respondent, Caterpillar Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Caterpillar Inc. sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

12. Respondent, Climate Control, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Climate Control, Inc., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

13. Respondent, Combe Laboratories, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Combe Laboratories, Inc., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

14. Respondent, Bridgestone/Firestone Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008).

Bridgestone/Firestone Inc., is a successor to Firestone Tire & Rubber Company. Firestone Tire & Rubber Company, sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

15. Respondent, General Electric Railcar Services Corporation, is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). General Electric Railcar Services Corporation acquired the North American Car Corporation. The North American Car Corporation sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

16. Respondent, Triple S Refining Corporation, is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Triple S Refining Corporation is a successor to Kerr-McGee Refining Corporation. Kerr-McGee Refining Corporation sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

17. Respondent, P & H Manufacturing, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). P & H Manufacturing, Inc., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

18. Respondent, Trinity Rail Group, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Trinity Rail Group, Inc., acquired Thrall Car Manufacturing Co., which had previously acquired the rail car division of Portec, Inc. Thrall Car Manufacturing Co. and the rail car division of Portec, Inc., sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

19. Respondent, Zexel Illinois, Inc., is a corporation authorized to do business in the State of Illinois and is a person as defined in Section 3.315 of the Act, 415 ILCS 5/3.315 (2008). Zexel Illinois, Inc., acquired Borg-Warner Corp. Borg-Warner Corp. sent wastes to the Landfill during its operating life and those wastes contained hazardous substances.

20. Section 22.2 of the Act, 415 ILCS 5/22.2 (2008), provides that:

* * *

f. Notwithstanding any other provision or rule of law, and subject only to the defenses set forth in subsection (j) of this Section, the following persons shall be liable for all costs of removal or remedial action incurred by the State of Illinois or any unit of local government as a result of a release or substantial threat of a release of a hazardous substance or pesticide:

1. the owner and operator of a facility or vessel from which there is a release or substantial threat of a release of a hazardous substance or pesticide;
2. any person who at the time of disposal, transport, storage or treatment of a hazardous substance or pesticide owned or operated the facility or vessel used for such disposal, transport, treatment or storage from which there was a release or substantial threat of a release of a hazardous substance or pesticide;
3. any person who by contract, agreement, or otherwise arranged for disposal or treatment, or arranged with a transporter for transport for disposal or treatment, of such hazardous substances owned or possessed by such person, by any other party or entity, at any facility, * * *, owned or operated by another party or entity and containing such hazardous substances,

* * *

21. The wastes and other materials disposed of at the Landfill include hazardous substances as defined by 3.14 of the Act, 415 ILCS 5/3.14 (2008).

22. The State has incurred and will continue to incur removal costs, as defined by the Act, associated with the releases and threatened releases of hazardous substances at the Facility.

23. Respondents are each a responsible party as described in Section 22.2(f)(1), (2), or (3) of the Act, 415 ILCS 4/22.2(f)(1), (2), or (3). Respondents are each liable for past, present, and future removal costs, as defined by the Act, incurred by the State resulting or arising out of the releases and

threatened releases at the Landfill.

PRAYER FOR RELIEF

WHEREFORE, Complainant, the PEOPLE OF THE STATE OF ILLINOIS, respectfully request that the Board enter an order against the Respondents:

A. Authorizing a hearing in this matter at which time the Respondents will be required to answer the allegations herein;

B. Finding the Respondents, Waste Hauling Landfill, Inc., Jerry Camfield, A E Staley Manufacturing Co., Archer Daniels Midland, Inc., Aramark Uniform Services, Inc., Bell Sports, Inc., Borden Chemical, Co., Bridgestone/Firestone Inc., Climate Control, Inc., Caterpillar Inc., Combe Laboratories, Inc., General Electric Railcar Services Corporation, P & H Manufacturing, Inc., Triple S Refining Corporation, and Trinity Rail Group, Inc., to be liable for past, present, and future removal costs, as defined by the Act, incurred by the Illinois EPA as a result of the releases and threatened releases of hazardous substances at the Facility;

C. Finding Respondents, to be liable for damages equal to three times the past, present, and future removal costs, as defined by the Act, incurred by the Illinois EPA as a result of the releases and threatened releases of hazardous substances at the Facility; because of the Respondents' refusal to perform the work set forth in the Section 4(q) notice issued by Illinois EPA;

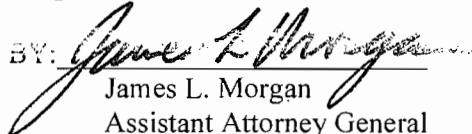
D. Awarding to Complainant its costs; and

E. Granting such other relief as the Board may deem appropriate.

Respectfully submitted,

PEOPLE OF THE STATE OF ILLINOIS
LISA MADIGAN,
Attorney General of the
State of Illinois,

MATTHEW J. DUNN, Chief
Environmental Enforcement/Asbestos
Litigation Division

BY: 
James L. Morgan

Assistant Attorney General
Environmental Bureau

500 South Second Street
Springfield, Illinois 62706
217/524-7506

Dated: 9-14-9

