

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

PEOPLE OF THE STATE OF ILLINOIS,)
)
Complainant,)
)
vs.) PCB No. 13- 072
) (Water - Enforcement)
)
PETCO PETROLEUM CORPORATION,)
)
an Indiana corporation,)
)
Respondent.)

NOTICE OF FILING

To: ALL PARTIES ON THE ATTACHED SERVICE LIST

Please take notice that today we have electronically filed with the Office of the Clerk of the Illinois Pollution Control Board an Answer to Complainant's Complaint, copies of which are herewith served upon you.

/s/ Claire A. Manning
Claire A. Manning

Dated: December 2, 2013

BROWN, HAY & STEPHENS, LLP

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BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

PEOPLE OF THE STATE OF ILLINOIS,)
)
 Complainant,)
)
 vs.) PCB No. 13-072
) (Water – Enforcement)
 PETCO PETROLEUM CORPORATION,)
 an Indiana corporation,)
)
 Respondent.)

ANSWER

NOW COMES, Respondent, PETCO PETROLEUM CORPORATION, an Indiana corporation, by and through its attorneys, Brown, Hay & Stephens, LLP, and for its Answer to Complainant’s Complaint, states as follows:

1. Complainant makes no factual allegations against Respondent in Paragraph 1 and therefore Respondent makes no response thereto except to deny the Complainant’s assertion that each of the counts in the Complaint is brought consistent with or “pursuant to” the terms and provisions of Section 31 of the Environmental Protection Act (“Act”). 415 ILCS 5/31.
2. Respondent admits the allegations set forth in Paragraph 2.
3. Respondent admits the allegations set forth in Paragraph 3.
4. Respondent admits the allegations set forth in Paragraph 4.
5. Respondent admits that a portion of Section 12 of the Illinois Environmental Protection Act (“IEPAct”) is set forth in Paragraph 5.
6. Respondent denies the allegations set forth in Paragraph 6 as it calls for a legal conclusion.
7. Respondent admits that a portion of Section 3.545 of the IEPAct is set forth in Paragraph 7.

8. Respondent admits that a portion of Section 3.550 of the IEPA is set forth in Paragraph 8.

9. Respondent admits that a portion of Section 302.203 of the Illinois Pollution Control Board's ("Board") Water Pollution Regulations is set forth in Paragraph 9.

10. Respondent admits that a portion of Section 304.105 of the Board's Water Pollution Regulations is set forth in Paragraph 10.

11. Respondent admits that Paragraph 11 correctly sets forth the General Water Quality Standard for chloride under the Board's Water Pollution Regulations.

12. Respondent admits that a portion of Section 304.106 of the Board's Water Pollution Regulations is set forth in Paragraph 12.

13. Respondent admits that it was involved in prior proceedings in Jefferson County Circuit Court and before the Board, but otherwise denies the allegations set forth in Paragraph 13 as they call for a legal conclusion.

14. Respondent admits the allegations set forth in Paragraph 14.

15. Respondent admits that it submitted a Facilities Operation Maintenance Plan ("O&M Plan"), but otherwise denies the remaining allegations set forth in Paragraph 15.

16. Respondent denies the allegations set forth in Paragraph 16.

17. Respondent denies the allegations set forth in Paragraph 17.

COUNT I
MARY RHOADES #1 PRODUCTION WELL
IEMA Incident #2010-0157

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count I.

18. Respondent admits generally the factual allegations set forth in Count I, Paragraph 18. However, Respondent denies any implication in Count I, Paragraph 18 that

Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a "water" of the State. New polymer flow lines and headers have been installed at this location.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count I, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count I, Paragraph 20 that it conducted preliminary on-site testing of the creek from February 23, 2010 through February 25, 2010, and that the chloride concentration tested 1300 mg/l on February 23, 2010. Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count I, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count I, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent admits the allegations set forth in Count I, Paragraph 22. Respondent sought proper permitting for the controlled burns.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count I, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent admits the allegations set forth in Count I, Paragraph 24 that preliminary on-site chloride concentration test results totaled 3556 mg/l, 2900 mg/l, and 2507 mg/l on March 3, 2010, March 4, 2010, and March 10, 2010, respectively. Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count I, Paragraph 24, and therefore Respondent makes no response thereto.

25. Respondent admits the allegations set forth in Count I, Paragraph 25. Petco chloride testing was on-site and preliminary.

26. Respondent denies the allegations set forth in Count I, Paragraph 26.

27. Respondent admits the allegations set forth in Count I, Paragraph 27. Petco chloride testing was on-site and preliminary.

28. Respondent denies the allegations set forth in Count I, Paragraph 28.

29. Respondent admits the allegations set forth in Count I, Paragraph 29 that it conducted preliminary on-site testing of the creek, but Respondent has insufficient knowledge to either admit or deny the remaining allegations set forth in Count I, Paragraph 29, and therefore Respondent makes no response thereto.

30. Respondent denies the allegations set forth in Count I, Paragraph 30 as it calls for a legal conclusion.

31. Respondent denies the allegations set forth in Count I, Paragraph 31.

32. Respondent denies the allegations set forth in Count I, Paragraph 32.

33. Respondent denies the allegations set forth in Count I, Paragraph 33.

34. Respondent denies the allegations set forth in Count I, Paragraph 34.

35. Respondent denies the allegations set forth in Count I, Paragraph 35.

COUNT II
EMERY HOPPER #1 PC PUMP
IEMA Incident #2010-0179

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count II.

18. Respondent admits generally the factual allegations set forth in Count II, Paragraph 18. However, Respondent denies any implication in Count II, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a "water" of the State.

19. Respondent otherwise has insufficient knowledge to either admit or deny the allegations set forth in Count II, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count II, Paragraph 20.

21. Respondent denies the allegations set forth in Count II, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count II, Paragraph 22.

23. Respondent denies the allegations set forth in Count II, Paragraph 23.

24. Respondent denies the allegations set forth in Count II, Paragraph 24.

25. Respondent denies the allegations set forth in Count II, Paragraph 25.

COUNT III
CHARLES MCCULLUM TANK BATTERY
IEMA Incident #2010-0223

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count III.

18. Respondent admits generally the factual allegations set forth in Count III, Paragraph 18. However, Respondent denies any implication in Count III, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. The riser pipe has been properly repaired.

19. Respondent admits the allegations set forth in Count III, Paragraph 19 that it constructed two dams, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count III, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count III, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent admits the allegation set forth in Count III, Paragraph 21 that it conducted preliminary on-site testing of the creek for chlorides, but Respondent has insufficient knowledge to either admit or deny that the chloride test results totaled 4311 mg/l, and therefore Respondent makes no response thereto.

22. Respondent admits the allegations set forth in Count III, Paragraph 22. Petco chloride testing was on-site and preliminary.

23. Respondent denies the allegations set forth in Count III, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count III, Paragraph 24.

25. Respondent denies the allegations set forth in Count III, Paragraph 25.

26. Respondent denies the allegations set forth in Count III, Paragraph 26.

COUNT IV
BUZZARD SALT WATER DISPOSAL LINE
IEMA Incident #2010-0246

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count IV.

18. Respondent admits generally the factual allegations set forth in Count IV, Paragraph 18, but Respondent has insufficient knowledge to either admit or deny that such release occurred around a waterway known as "Hog Creek", and therefore Respondent makes no response thereto. However, Respondent denies any implication in Count IV, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a "water" of the State.

19. Respondent admits generally the allegations set forth in Count IV, Paragraph 19 that it constructed a dam, but otherwise denies that “The March 14, 2010 spill contaminated Hog Creek for an area of approximately 92,400 square feet.” Further, Respondent has insufficient knowledge to either admit or deny that such dam was constructed in or around a waterway known as “Hog Creek”, and therefore, Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count IV, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent admits generally the allegations set forth in Count IV, Paragraph 21 that it constructed another dam, but otherwise has insufficient knowledge to either admit or deny that such dam was constructed in or around a waterway known as “Hog Creek”, and therefore Respondent makes no response thereto.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count IV, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent denies the allegations set forth in Count IV, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count IV, Paragraph 24.

25. Respondent denies the allegations set forth in Count IV, Paragraph 25.

COUNT V
GEORGE BAUER SALT WATER DISPOSAL LINE
IEMA Incident #2010-0289

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count V.

18. Respondent admits generally the factual allegations set forth in Count V, Paragraph 18, but denies that the amount of salt water totaled 1000 barrels. However, Respondent denies any implication in Count V, Paragraph 18 that Respondent discharged such

salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count V, Paragraph 19 that it constructed another dam, but otherwise has insufficient information to either admit or deny the remaining allegations set forth in Count V, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count V, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count V, Paragraph 21 that it was excavating soil or that such excavated material was “contaminated.” Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count V, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count V, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count V, Paragraph 23.

24. Respondent denies the allegations set forth in Count V, Paragraph 24.

25. Respondent denies the allegations set forth in Count V, Paragraph 25.

COUNT VI
JOHN TUCKER SALT WATER DISPOSAL LINE
IEMA Incident #2010-0311

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count VI.

18. Respondent admits generally the factual allegations set forth in Count VI, Paragraph 18. However, Respondent denies any implication in Count VI, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was

discharged into or near a “water” of the State. New fiberglass disposal lines have been installed at this location.

19. Respondent admits the allegations set forth in Count VI, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count VI, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count VI, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count VI, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count VI, Paragraph 23.

COUNT VII
ARNOLD UNIT TANK BATTERY
IEMA Incident #2010-0322

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count VII.

18. Respondent admits generally the factual allegations set forth in Count VII, Paragraph 18. However, Respondent denies any implication in Count VII, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. The vent pipe broke due to a severe windstorm, and Respondent has since secured all vent pipes at its tank batteries.

19. Respondent admits generally the allegations set forth in Count VII, Paragraph 19 that it constructed a dam, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count VII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count VII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count VII, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count VII, Paragraph 22.

23. Respondent denies the allegations set forth in Count VII, Paragraph 23.

24. Respondent denies the allegations set forth in Count VII, Paragraph 24.

COUNT VIII
QUADE SUMP TRANSITE PIPELINE
IEMA Incident #2010-0363

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count VIII.

18. Respondent admits generally the factual allegations set forth in Count VIII, Paragraph 18. However, Respondent denies any implication in Count VIII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. The transite pipelines at this location have been replaced by PVC pipelines.

19. Respondent admits the allegations set forth in Count VIII, Paragraph 19 that it constructed two earthen dams, but otherwise denies the remaining allegations set forth in Count VIII, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count VIII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count VIII, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count VIII, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent denies the allegations set forth in Count VIII, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count VIII, Paragraph 24.

25. Respondent denies the allegations set forth in Count VIII, Paragraph 25.

COUNT IX
T.C. CLOW #12 PRODUCTION WELL
IEMA Incident #2010-0384

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count IX.

18. Respondent admits generally the factual allegations set forth in Count IX, Paragraph 18. However, Respondent denies any implication in Count IX, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. Bronze aluminum stuffing boxes have been installed with polished rods that prevent wear and corrosion.

19. Respondent admits the allegations set forth in Count IX, Paragraph 19.

20. Respondent denies the allegations set forth in Count IX, Paragraph 20 that it has limited spill response resources, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count IX, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count IX, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent admits the allegations set forth in Count IX, Paragraph 22.

23. Respondent denies the allegations set forth in Count IX, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count IX, Paragraph 24.

25. Respondent denies the allegations set forth in Count IX, Paragraph 25.

26. Respondent denies the allegations set forth in Count IX, Paragraph 26.

27. Respondent denies the allegations set forth in Count IX, Paragraph 27.

28. Respondent denies the allegations set forth in Count IX, Paragraph 28.

COUNT X
MAIN INJECTION STATION TO GEORGE DURBIN PIT
IEMA Incident #2010-0539

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count X.

18. Respondent admits generally the factual allegations set forth in Count X, Paragraph 18. However, Respondent denies any implication in Count X, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. New polymer lines have been installed underneath the creek bed at this location.

19. Respondent admits the allegations set forth in Count X, Paragraph 29 that it deployed booms in Wolf Creek, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count X, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count X, Paragraph 20.

21. Respondent denies the allegations set forth in Count X, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count X, Paragraph 22.

23. Respondent denies the allegations set forth in Count X, Paragraph 23.
24. Respondent denies the allegations set forth in Count X, Paragraph 24.

COUNT XI
CYNTHIA HOPPER #2 INJECTION LINE¹
IEMA Incident #2010-0544

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XI.

18. Respondent denies the allegations set forth in Count XI, Paragraph 18 that oil was released during this incident. Respondent otherwise admits generally the remaining factual allegations set forth in Count XI, Paragraph 18. However, Respondent denies any implication in Count XI, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. New injection lines have been installed at the location of this incident, which are now supported by gravel and sand.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XI, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XI, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent admits the allegations set forth in Count XI, Paragraph 21. Petco chloride testing was on-site and preliminary.

22. Respondent admits the allegations set forth in Count XI, Paragraph 22. Petco chloride testing was on-site and preliminary.

23. Respondent denies the allegations set forth in Count XI, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count XI, Paragraph 24.

¹ Cynthia Hopper #2 is the name of a lease in Loudan field, not the name of a production well as indicated in Count XI, Paragraph 18.

25. Respondent denies the allegations set forth in Count XI, Paragraph 25.

COUNT XII
GEORGE DURBIN PIT
IEMA Incident #2010-0636

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XII.

18. Respondent admits generally the factual allegations set forth in Count XII, Paragraph 18. However, Respondent denies any implication in Count XII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. Battery backups have been installed in the new alarm system throughout Loudan field to prevent future occurrences.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XII, Paragraph 21.

22. Respondent denies the allegations set forth in Count XII, Paragraph 22.

23. Respondent denies the allegations set forth in Count XII, Paragraph 23.

24. Respondent denies the allegations set forth in Count XII, Paragraph 24.

COUNT XIII
LIZZIE PITCHMAN #1 FLOWLINE
IEMA Incident #2010-643

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XIII.

18. Respondent admits generally the factual allegations set forth in Count XIII, Paragraph 18. However, Respondent denies any implication in Count XIII, Paragraph 18 that

Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. All clamps in Loudan field have been or are going to be replaced with stainless steel bolts to prevent future occurrences. The flow line at this location has also been replaced.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XIII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XIII, Paragraph 20.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XIII, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count XIII, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count XIII, Paragraph 23.

24. Respondent denies the allegations set forth in Count XIII, Paragraph 24.

25. Respondent denies the allegations set forth in Count XIII, Paragraph 25.

26. Respondent denies the allegations set forth in Count XIII, Paragraph 26.

COUNT XIV
CYNTHIA HOPPER #2 INJECTION WELL
IEMA Incident #2010-0681

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XIV.

18. Respondent denies the allegations set forth in Count XIV, Paragraph 18 that the release on or around June 23, 2010, occurred at “the same spill site as IEMA Incident #2010-0544.” Respondent otherwise admits generally the factual allegations set forth in Count XIV, Paragraph 18. However, Respondent denies any implication in Count XIV, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and

salt water were discharged into or near a “water” of the State. A new collar was installed at this location.

19. Respondent denies the allegations set forth in Count XIV, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count XIV, Paragraph 20.

21. Respondent denies the allegations set forth in Count XIV, Paragraph 21.

**COUNT XV
CYNTHIA HOPPER #2 FLOWLINE
IEMA Incident #2010-0799**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XV.

18. Respondent denies the allegations set forth in Count XV, Paragraph 18 that the release on or around July 25, 2010, occurred at the same spill site as IEMA #s 2010-544 and 2010-681. Respondent otherwise admits generally the factual allegations set forth in Count XV, Paragraph 18. However, Respondent denies any implication in Count XV, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. New fiberglass lines were installed underneath the creek bed from well to header at this location.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XV, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XV, Paragraph 20 that it installed “ineffective” containment barriers, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XV, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count XV, Paragraph 21. Further, the allegation that 308 acres were “contaminated” appears to be a typo, as it is likely the Complaint was intended to state 3.8 acres, not 308 acres.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XV, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XV, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent denies the allegations set forth in Count XV, Paragraph 24 as it calls for a legal conclusion.

25. Respondent denies the allegations set forth in Count XV, Paragraph 25.

26. Respondent denies the allegations set forth in Count XV, Paragraph 26.

27. Respondent denies the allegations set forth in Count XV, Paragraph 27.

COUNT XVI
SARA CLOW #8W INJECTION WELL
IEMA Incident #2010-0981

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XVI.

18. Respondent admits generally the factual allegations set forth in Count XVI, Paragraph 18. However, Respondent denies any implication in Count XVI, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. The injection line at this location has been plugged.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVI, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVI, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVI, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVI, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent denies the allegations set forth in Count XVI, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count XVI, Paragraph 24.

25. Respondent denies the allegations set forth in Count XVI, Paragraph 25.

COUNT XVII
DIAL/DURBIN DISPOSAL LINE
IEMA Incident #2010-1160

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XVII.

18. Respondent admits generally the factual allegations set forth in Count XVII, Paragraph 18. However, Respondent denies any implication in Count XVII, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. This entire disposal line at this location has been replaced with a polymer line.

19. Respondent admits the allegations set forth in Count XVII, Paragraph 19 that it constructed three dams. However, Respondent denies the allegations that any area was “contaminated,” and further has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XVII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XVII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XVII, Paragraph 21.

22. Respondent denies the allegations set forth in Count XVII, Paragraph 22.

COUNT XVIII
LEROY CUMMINGS #10W INJECTION WELL
IEMA Incident #2010-1293

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XVIII.

18. Respondent admits generally the factual allegations set forth in Count XVIII, Paragraph 18. However, Respondent denies any implication in Count XVIII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. A new T-joint and valve were installed at this location to allow for faster containment.

19. Respondent admits the allegations set forth in Count XVIII, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVIII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVIII, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVIII, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XVIII, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent denies the allegations set forth in Count XVIII, Paragraph 24.

COUNT XIX
RICHARD LARIMORE SUMP

IEMA Incident #2010-1328

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XIX.

18. Respondent denies the allegations set forth in Count XIX, Paragraph 18 that any crude oil was released or that an amount of 200 to 250 barrels of salt water were released. Respondent further denies the allegations set forth in Count XIX, Paragraph 18 that its containment berm was “inadequate,” that the waters of Wolf Creek were “fast-moving,” or that any area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XIX, Paragraph 18. However, Respondent denies any implication in Count XIX, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. The flowline at this location has been replaced with a PVC line.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XIX, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XIX, Paragraph 20.

21. Respondent denies the allegations set forth in Count XIX, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count XIX, Paragraph 22.

23. Respondent denies the allegations set forth in Count XIX, Paragraph 23.

COUNT XX
MARTHA TERRY #9 FLOWLINE
IEMA Incident #2010-1329

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XX.

18. Respondent denies the allegations set forth in Count XX, Paragraph 18 that any area was “contaminated.” Respondent otherwise admits generally the factual allegations set forth in Count XX, Paragraph 18. However, Respondent denies any implication in Count XX, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. A fiberglass flowline has been installed at this location underneath the creek bed.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XX, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XX, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XX, Paragraph 21.

22. Respondent denies the allegations set forth in Count XX, Paragraph 22.

23. Respondent denies the allegations set forth in Count XX, Paragraph 23.

COUNT XXI
OLA HARPER #5 FLOWLINE
IEMA Incident #2010-1336

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXI.

18. Respondent denies the allegations of XXI, Paragraph 18 that more than approximately two barrels of oil and more than approximately two hundred barrels of salt water were released on or around December 9, 2010. Respondent further denies that any farm fields were “impacted” by the alleged release. Respondent otherwise admits generally the remaining factual allegations set forth in Count XXI, Paragraph 18. However, Respondent denies any implication in Count XXI, Paragraph 18 that Respondent discharged such oil and salt water

intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. A polymer flowline has been installed at this location.

19. Respondent denies the allegations set forth in Count XXI, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count XXI, Paragraph 20.

21. Respondent denies the allegations set forth in Count XXI, Paragraph 21.

COUNT XXII
JENNY BRAUER #10 FLOWLINE
IEMA Incident #2010-1400

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXII.

18. Respondent denies the implication in the allegations set forth in Count XXII, Paragraph 18 that its own drilling crews damaged the two-inch flow line. Respondent otherwise admits generally the remaining factual allegations set forth in Count XXII, Paragraph 18. However, Respondent denies any implication in Count XXII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. An underground fiberglass flow line has been installed at this location.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count XXII, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count XXII, Paragraph 22.

23. Respondent denies the allegations set forth in Count XXII, Paragraph 23.
24. Respondent denies the allegations set forth in Count XXII, Paragraph 24.
25. Respondent denies the allegations set forth in Count XXII, Paragraph 25.

COUNT XXIII
S.M. DIAL #16 DRILLING PIT
IEMA Incident #2010-1406

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXIII.

18. Respondent denies the allegations set forth in Count XXIII, Paragraph 18 that any area was “contaminated.” Further, Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXIII, Paragraph 18 that rainfall was the source of the incident. Respondent otherwise admits generally the remaining factual allegations set forth in Count XXIII, Paragraph 18. However, Respondent denies any implication in Count XXIII, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXIII, Paragraph 19.

20. Respondent denies the allegations set forth in Count XXIII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXIII, Paragraph 21.

22. Respondent denies the allegations set forth in Count XXIII, Paragraph 22.

23. Respondent denies the allegations set forth in Count XXIII, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXIII, Paragraph 24.

COUNT XXIV
EDITH DURBIN PIT
IEMA Incident #2011-0010

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXIV.

18. Respondent admits generally the factual allegations set forth in Count XXIV, Paragraph 18. However, Respondent denies any implication in Count XXIV, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent denies the allegations set forth in Count XXIV, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count XXIV, Paragraph 20.

21. Respondent denies the allegations set forth in Count XXIV, Paragraph 21.

COUNT XXV
S.M. DIAL #5 FLOWLINE
IEMA Incident #2011-0076

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXV.

18. Respondent denies the allegations set forth in Count XXV, Paragraph 18 that the containment berm was “inadequate.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XXV, Paragraph 18. However, Respondent denies any implication in Count XXV, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXV, Paragraph 19 that two dams were constructed and eleven vacuum trucks were utilized. Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXV, Paragraph 19, and therefore makes no response thereto.

20. Respondent denies the allegations set forth in Count XXV, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXV, Paragraph 21.

22. Respondent denies the allegations set forth in Count XXV, Paragraph 22.

23. Respondent denies the allegations set forth in Count XXV, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXV, Paragraph 24.

COUNT XXVI
ARNOLD UNIT TANK BATTERY
IEMA Incident #2011-0257

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXVI.

18. Respondent denies the allegations set forth in Count XXVI, Paragraph 18 that any area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XXV, Paragraph 18. However, Respondent denies any implication in Count XXV, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXVI, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XXVI, Paragraph 20 that dams were constructed upstream from Wolf Creek, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXVI, Paragraph 20, and therefore makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXVI, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXVI, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXVI, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent denies the allegations set forth in Count XXVI, Paragraph 24 as it calls for a legal conclusion.

25. Respondent denies the allegations set forth in Count XXVI, Paragraph 25.

26. Respondent denies the allegations set forth in Count XXVI, Paragraph 26.

27. Respondent denies the allegations set forth in Count XXVI, Paragraph 27.

28. Respondent denies the allegations set forth in Count XXVI, Paragraph 28.

COUNT XXVII
J.T. WRIGHT #8 PRODUCTION WELL
IEMA Incident #2011-0324

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXVII.

18. Respondent denies the allegations set forth in Count XXVII, Paragraph 18 that soil was “impacted.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XXVII, Paragraph 18. However, Respondent denies any implication in Count XXVII, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXVII, Paragraph 19.

20. Respondent denies the allegations set forth in Count XXVII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXVII, Paragraph 21.

22. Respondent denies the allegations set forth in Count XXVII, Paragraph 22.

23. Respondent denies the allegations set forth in Count XXVII, Paragraph 23.
24. Respondent denies the allegations set forth in Count XXVII, Paragraph 24.

**COUNT XXVIII
KATIE OWENS PIT
IEMA Incident #2011-0539**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXVIII.

18. Respondent denies the allegations set forth in Count XXVIII, Paragraph 18 that it “intentionally” cut the power to the pit pump. Respondent otherwise admits generally the remaining factual allegations set forth in Count XXVIII, Paragraph 18. However, Respondent denies any implication in Count XXVIII, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State.

19. Respondent denies the allegation of Count XXVIII, Paragraph 19 that any direct impact to Big Creek was “significant.” Respondent admits the allegations set forth in Count XXVIII, Paragraph 19 that it established boom locations within Big Creek, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXVIII, Paragraph 19, and therefore makes no response thereto.

20. Respondent denies the allegations set forth in Count XXVIII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXVIII, Paragraph 21.
22. Respondent denies the allegations set forth in Count XXVIII, Paragraph 22.
23. Respondent denies the allegations set forth in Count XXVIII, Paragraph 23.
24. Respondent denies the allegations set forth in Count XXVIII, Paragraph 24.

**COUNT XXIX
SARAH CLOW TANK BATTERY
IEMA Incident #2011-0619**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXIX.

18. Respondent denies the allegations set forth in Count XXIX, Paragraph 18 that its containment berm was “inadequate” or that the release “impacted” soil, vegetation and surface water. Respondent otherwise admits generally the remaining factual allegations set forth in Count XXIX, Paragraph 18. However, Respondent denies any implication in Count XXIX, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent denies the allegations set forth in Count XXIX, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count XXIX, Paragraph 20.

21. Respondent denies the allegations set forth in Count XXIX, Paragraph 21.

COUNT XXX
LEANDER WOOD #15B7 INJECTION WELL
IEMA Incident #2011-0626

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXX.

18. Respondent admits generally the factual allegations set forth in Count XXX, Paragraph 18. However, Respondent denies any implication in Count XXX, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. The drain valve at this location is enclosed by a guard.

19. Respondent admits the allegations set forth in Count XXX, Paragraph 19 that it constructed two dams. Respondent has insufficient information to either admit or deny the

remaining allegations set forth in Count XXX, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXX, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXX, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count XXX, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count XXX, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXX, Paragraph 24.

COUNT XXXI
MAE DURBIN SUMP
IEMA Incident #2011-0646

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXI.

18. Respondent denies the allegations set forth in Count XXXI, Paragraph 18 that any area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XXXI, Paragraph 18. However, Respondent denies any implication in Count XXXI, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXXI, Paragraph 19 that a siphon dam was constructed, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXI, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XXXI, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXXI, Paragraph 21.

22. Respondent denies the allegations set forth in Count XXXI, Paragraph 22.

23. Respondent denies the allegations set forth in Count XXXI, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXXI, Paragraph 24.

COUNT XXXII
LEANDER WOOD LEASE
IEMA Incident #2011-0647

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXII.

18. Respondent denies the allegations set forth in Count XXXII, Paragraph 18 that an area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XXXII, Paragraph 18. However, Respondent denies any implication in Count XXXII, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State.

19. Respondent admits that it deployed a boom in Wolf Creek that washed away, but otherwise has insufficient information to either admit or deny the remaining allegations set forth in Count XXXII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XXXII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXXII, Paragraph 21.

22. Respondent denies the allegations set forth in Count XXXII, Paragraph 22.

COUNT XXXIII
BIG CREEK OVERFLOW FISH KILL
IEMA Incident #2011-742

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXIII.

18. Respondent denies the allegations set forth in Count XXXIII, Paragraph 18 that the pipeline failed due to internal corrosion. Further, Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 18 regarding the flow of the saltwater or the description of the "Big Creek Overflow," and therefore Respondent makes no response thereto. Respondent otherwise admits the remaining factual allegations set forth in Count XXXIII, Paragraph 18. However, Respondent denies any implication in Count XXXIII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a "water" of the State.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XXXIII, Paragraph 20 that it dammed Big Creek in multiple locations and that it employed vacuum trucks to recover liquids, but otherwise has insufficient information to either admit or deny the remaining allegations set forth in Count XXXIII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 24, and therefore Respondent makes no response thereto.

25. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIII, Paragraph 25, and therefore Respondent makes no response thereto.

26. Respondent denies the allegations set forth in Count XXXIII, Paragraph 26 as it calls for a legal conclusion.

27. Respondent denies the allegations set forth in Count XXXIII, Paragraph 27.

28. Respondent denies the allegations set forth in Count XXXIII, Paragraph 28.

29. Respondent denies the allegations set forth in Count XXXIII, Paragraph 29.

**COUNT XXXIV
CHARITY MCCLAIN DISPOSAL LINE
IEMA Incident #2011-1041**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXIV.

18. Respondent denies the allegation of Count XXXIV, Paragraph 18 that the clamp was “older.” Respondent otherwise admits the remaining factual allegations set forth in Count XXXIV, Paragraph 18. However, Respondent denies any implication in Count XXXIV, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. The clamps and bolts at this location are now stainless steel, and the steel lines have been changed to polymer and PVC.

19. Respondent denies the allegations set forth in Count XXXIV, Paragraph 19.

20. Respondent admits the allegations set forth in Count XXXIV, Paragraph 20 that it constructed three dams and five vacuum trucks were used to recover liquids, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXIV, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXIV, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count XXXIV, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count XXXIV, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXXIV, Paragraph 24.

25. Respondent denies the allegations set forth in Count XXXIV, Paragraph 25.

COUNT XXXV
MARTAIN MCCLAIN #8W INJECTION WELL
IEMA Incident #2011-1169

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXV.

18. Respondent admits generally the factual allegations set forth in Count XXXV, Paragraph 18. However, Respondent denies any implication in Count XXXV, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXXV, Paragraph 19 that it constructed three dams and employed seven vacuum trucks, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXV, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXV, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent admits the allegations set forth in Count XXXV, Paragraph 21 that it built dams and utilized vacuum trucks. Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXV, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent admits the allegations set forth in Count XXXV, Paragraph 22 that it utilized vacuum trucks. Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXV, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXV, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent denies the allegations set forth in Count XXXV, Paragraph 24 as it calls for a legal conclusion.

25. Respondent denies the allegations set forth in Count XXXV, Paragraph 25.

26. Respondent denies the allegations set forth in Count XXXV, Paragraph 26.

COUNT XXXVI
#33 INJECTION WELL #G4
IEMA Incident #2012-0001

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXVI.

18. Respondent admits generally the factual allegations set forth in Count XXXVI, Paragraph 18. However, Respondent denies any implication in Count XXXVI, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXXVI, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXVI, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXVI, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count XXXVI, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count XXXVI, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXXVI, Paragraph 24.

25. Respondent denies the allegations set forth in Count XXXVI, Paragraph 25.

COUNT XXXVII
MAE DURBIN SUMP STORAGE TANK
IEMA Incident #2012-0068

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXVII.

18. Respondent admits generally the factual allegations set forth in Count XXXVII, Paragraph 18. However, Respondent denies any implication in Count XXXVII, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XXXVII, Paragraph 19 that it constructed a dam and employed booms and vacuum trucks, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXVII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XXXVII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XXXVII, Paragraph 21.

22. Respondent denies the allegations set forth in Count XXXVII, Paragraph 22.

COUNT XXXVIII
J.B. DREES #13 FLOWLINE
IEMA Incident #2012-0130

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXVIII.

18. Respondent admits generally the factual allegations set forth in Count XXXVIII, Paragraph 18. However, Respondent denies any implication in Count XXXVIII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a "water" of the State. The flowlines at this location are now fiberglass, a new header has been installed, and a new pumpover line has been installed underneath the creek bed.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XXXVIII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XXXVIII, Paragraph 20.

21. Respondent admits the allegations set forth in Count XXXVIII, Paragraph 21.

22. Respondent admits the allegations set forth in Count XXXVIII, Paragraph 22 that it deployed additional booms upon IEPA instruction, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXVIII, Paragraph 22, and therefore Respondent makes no response thereto.

23. Respondent admits the allegations set forth in Paragraph XXXVIII, Paragraph 23.

24. Respondent denies the allegations set forth in Count XXXVIII, Paragraph 24 as it calls for a legal conclusion.

25. Respondent denies the allegations set forth in Count XXXVIII, Paragraph 25.

26. Respondent denies the allegations set forth in Count XXXVIII, Paragraph 26.

27. Respondent denies the allegations set forth in Count XXXVIII, Paragraph 27.

28. Respondent denies the allegations set forth in Count XXXVIII, Paragraph 28.

COUNT XXXIX
KENNETH STUBBLEFIELD #1 FLOWLINE

IEMA Incident #2012-0264

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XXXIX.

18. Respondent admits generally the factual allegations set forth in Count XXXIX, Paragraph 18. However, Respondent denies any implication in Count XXXIX, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a "water" of the State. The flowline at this location is now fiberglass from the well to the header.

19. Respondent admits the allegations set forth in Count XXXIX, Paragraph 19 that it constructed a dam and deployed a boom, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXIX, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XXXIX, Paragraph 20 that it deployed a boom, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXIX, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent admits the allegations set forth in Count XXXIX, Paragraph 21 that it constructed a dam and deployed a boom, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XXXIX, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent denies the allegations set forth in Count XXXIX, Paragraph 22.

23. Respondent denies the allegations set forth in Count XXXIX, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count XXXIX, Paragraph 24.

25. Respondent denies the allegations set forth in Count XXXIX, Paragraph 25.
26. Respondent denies the allegations set forth in Count XXXIX, Paragraph 26.
27. Respondent denies the allegations set forth in Count XXXIX, Paragraph 27.

COUNT XL
ED HARPER SUMP TANK BATTERY
IEMA Incident #2012-0349

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XL.

18. Respondent denies the allegations set forth in Count XL, Paragraph 18 that the amount of crude oil released totaled twenty barrels and that the amount of salt water released totaled forty barrels. Respondent further denies the allegations set forth in Count XL, Paragraph 18 that its containment berm was “inadequate.” Respondent further has insufficient knowledge to either admit or deny the allegations set forth in Count XL, Paragraph 18, that the creek is fed by two fresh water springs, “which helped the release cover the entire width of the creek while it traveled for one-eighth of a mile downstream,” and therefore Respondent makes no response thereto. Respondent otherwise admits generally the remaining factual allegations set forth in Count XL, Paragraph 18. However, Respondent denies any implication in Count XL, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XL, Paragraph 19 that it constructed dams and employed vacuum trucks, but otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XL, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XL, Paragraph 20 that it employed vacuum trucks, booms, and pads, but otherwise has insufficient knowledge to either

admit or deny the remaining allegations set forth in Count XL, Paragraph 20, and therefore Respondent make no response thereto.

21. Respondent admits the allegations set forth in Count XL, Paragraph 21.

22. Respondent admits the allegations set forth in Count XL, Paragraph 22.

23. Respondent denies the allegations set forth in Count XL, Paragraph 23 as it calls for a legal conclusion.

24. Respondent denies the allegations set forth in Count XL, Paragraph 24.

25. Respondent denies the allegations set forth in Count XL, Paragraph 25.

26. Respondent denies the allegations set forth in Count XL, Paragraph 26.

27. Respondent denies the allegations set forth in Count XL, Paragraph 27.

28. Respondent denies the allegations set forth in Count XL, Paragraph 28.

COUNT XLI
JOHN DIAL #5 FLOWLINE
IEMA Incident #2012-0369

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLI.

18. Respondent denies the allegations set forth in Count XLI, Paragraph 18 that any area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XLI, Paragraph 18. However, Respondent denies any implication in Count XLI, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XLI, Paragraph 19 that vacuum trucks were used, but otherwise denies the remaining allegations set forth in Count XLI, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XLI, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count XLI, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count XLI, Paragraph 22.

23. Respondent denies the allegations set forth in Count XLI, Paragraph 23.

24. Respondent denies the allegations set forth in Count XLI, Paragraph 24.

25. Respondent denies the allegations set forth in Count XLI, Paragraph 25.

26. Respondent denies the allegations set forth in Count XLI, Paragraph 26.

COUNT XLII
M.E. HOGAN #11 PRODUCTION WELL
IEMA Incident #2012-0469

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLII.

18. Respondent admits generally the factual allegations set forth in Count XLII, Paragraph 18. However, Respondent denies any implication in Count XLII, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XLII, Paragraph 19 that it deployed booms, but denies the allegations set forth in Count XLII, Paragraph 19 that containment was not “adequate.” Respondent has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XLII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XLII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XLII, Paragraph 21.
22. Respondent denies the allegations set forth in Count XLII, Paragraph 22.
23. Respondent denies the allegations set forth in Count XLII, Paragraph 23.
24. Respondent denies the allegations set forth in Count XLII, Paragraph 24.

COUNT XLIII
L.P. BECK #5 FLOWLINE
IEMA Incident #2012-0479

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLIII.

18. Respondent denies the allegations set forth in Count XLIII, Paragraph 18 that an area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XLIII, Paragraph 18. However, Respondent denies any implication in Count XLIII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XLIII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent denies the allegations set forth in Count XLIII, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count XLIII, Paragraph 21.
22. Respondent denies the allegations set forth in Count XLIII, Paragraph 22.
23. Respondent denies the allegations set forth in Count XLIII, Paragraph 23.
24. Respondent denies the allegations set forth in Count XLIII, Paragraph 24.

COUNT XLIV
MAUDE-FOSTER #3 INJECTION WELL
IEMA Incident #2012-0506

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLIV.

18. Respondent denies the allegations set forth in Count XLIV, Paragraph 18 that an area was "contaminated." Respondent otherwise admits generally the remaining factual allegations set forth in Count XLIV, Paragraph 18. However, Respondent denies any implication in Count XLIV, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a "water" of the State.

19. Respondent denies the allegations set forth in Count XLIV, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count XLIV, Paragraph 20.

COUNT XLV
LIZZIE SMITH TANK BATTERY DISPOSAL LINE
IEMA Incident #2012-0528

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLV.

18. Respondent denies the allegations set forth in Count XLV, Paragraph 18 that an area was "contaminated." Respondent otherwise admits generally the remaining factual allegations set forth in Count XLV, Paragraph 18. However, Respondent denies any implication in Count XLV, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a "water" of the State. The disposal line at this location has been replaced with a PVC line.

19. Respondent denies the allegations set forth in Count XLV, Paragraph 19.

COUNT XLVI
EDITH DURBIN #5 INJECTION PIPELINE
IEMA Incident #2012-0550

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLVI.

18. Respondent admits generally the factual allegations set forth in Count XLVI, Paragraph 18. However, Respondent denies any implication in Count XLVI, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a "water" of the State.

19. Respondent admits the allegations set forth in Count XLVI, Paragraph 19 that it constructed and rebuilt a siphon dam and utilized vacuum trucks, but Respondent denies the allegations set forth in Count XLVI, Paragraph 19 that it "was unable to contain the 500 barrels of salt water due to heavy rainfall." Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count XLVI, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XLVI, Paragraph 20. Petco chloride testing was on-site and preliminary.

21. Respondent denies the allegations set forth in Count XLVI, Paragraph 21 that preliminary on-site chloride concentration testing results totaled 5486 mg/l and 3129 mg/l at Siphon Dam #3 and Siphon Dam #4, respectively, on June 18, 2012. Respondent otherwise admits the remaining allegations set forth in Count XLVI, Paragraph 21.

22. Respondent denies the allegations set forth in Count XLVI, Paragraph 22 that preliminary on-site chloride concentration testing results totaled 1963 mg/l at Behind Dam #4 on June 23, 2012. Respondent otherwise admits the remaining allegations set forth in Count XLVI, Paragraph 22.

23. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XLVI, Paragraph 23, and therefore Respondent makes no response thereto.

24. Respondent denies the allegations set forth in Count XLVI, Paragraph 24 that preliminary on-site chloride concentration testing results totaled 1035 mg/l at Siphon Dam #4 on June 30, 2012. Respondent otherwise admits the remaining allegations set forth in Count XLVI, Paragraph 24.

25. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XLVI, Paragraph 25 regarding any preliminary on-site chloride concentration testing results on July 10, 2012, and therefore Respondent makes no response thereto. Respondent otherwise admits the remaining allegations set forth in Count XLVI, Paragraph 25.

26. Respondent admits the allegations set forth in Count XLVI, Paragraph 26. Petco chloride testing was on-site and preliminary.

27. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count XLVI, Paragraph 27 regarding any preliminary on-site chloride concentration testing results at Siphon Dam #2 on July 24, 2012, and therefore Respondent makes no response thereto. Respondent otherwise admits the remaining allegations set forth in Count XLVI, Paragraph 27.

28. Respondent denies the allegations set forth in Count XLVI, Paragraph 28 as it calls for a legal conclusion.

29. Respondent denies the allegations set forth in Count XLVI, Paragraph 29.

30. Respondent denies the allegations set forth in Count XLVI, Paragraph 30.

COUNT XLVII
ROBERT MCCLOY DISPOSAL LINE
IEMA Incident #2012-0561

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLVII.

18. Respondent admits generally the factual allegations set forth in Count XLVII, Paragraph 18. However, Respondent denies any implication in Count XLVII, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XLVII, Paragraph 19 that it installed siphon dams. Respondent otherwise has insufficient knowledge to either admit or deny the allegations set forth in Count XLVII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count XLVII, Paragraph 20 that it installed siphon dams. Respondent otherwise has insufficient knowledge to either admit or deny the allegations set forth in Count XLVII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count XLVII, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count XLVII, Paragraph 22.

COUNT XLVIII
ARNOLD UNIT DISPOSAL LINE
IEMA Incident #2012-0713

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLVIII.

18. Respondent denies the allegations set forth in Count XLVIII, Paragraph 18 that an area was “contaminated” and that “[t]he release was located in an area with high potential for groundwater recharge, putting nearby private drinking wells at risk.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XLVIII, Paragraph 18. However, Respondent denies any implication in Count XLVIII, Paragraph 18 that Respondent

discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XLVIII, Paragraph 19. Petco chloride testing was on-site and preliminary.

20. Respondent denies the allegations set forth in Count XLVIII, Paragraph 20.

COUNT XLIX
INJECTION WELL #22C7
IEMA Incident #2012-0823

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count XLIX.

18. Respondent denies the allegations set forth in Count XLIX, Paragraph 18 that an area was “contaminated.” Respondent otherwise admits generally the remaining factual allegations set forth in Count XLIX, Paragraph 18. However, Respondent denies any implication in Count XLIX, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count XLIX, Paragraph 19. Petco chloride testing was on-site and preliminary.

20. Respondent admits the allegations set forth in Count XLIX, Paragraph 20. Petco chloride testing was on-site and preliminary.

21. Respondent denies the allegations set forth in Count XLIX, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count XLIX, Paragraph 22.

23. Respondent denies the allegations set forth in Count XLIX, Paragraph 23.

COUNT L
ROCK QUARRY INJECTION PIPELINE
IEMA Incident #2012-0836

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count L.

18. Respondent admits generally the factual allegations set forth in Count L, Paragraph 18. However, Respondent denies any implication in Count L, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent denies the allegations set forth in Count L, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count L, Paragraph 20.

21. Respondent denies the allegations set forth in Count L, Paragraph 21.

COUNT LI
KATIE OWENS PIT
IEMA Incident #2012-0956

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LI.

18. Respondent admits generally the factual allegations set forth in Count LI, Paragraph 18. However, Respondent denies any implication in Count LI, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. A new sump has been built at this location which releases into a separate pit, and new polymer lines have been installed at this location.

19. Respondent admits the allegations set forth in Count LI, Paragraph 19.

20. Respondent admits the allegations set forth in Count LI, Paragraph 20.

21. Respondent denies the allegations set forth in Count LI, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count LI, Paragraph 22.
23. Respondent denies the allegations set forth in Count LI, Paragraph 23.
24. Respondent denies the allegations set forth in Count LI, Paragraph 24.
25. Respondent denies the allegations set forth in Count LI, Paragraph 25.

COUNT LII
J.G. MAIN #P15
IEMA Incident #2012-1222

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LII.

18. Respondent admits generally the factual allegations set forth in Count LII, Paragraph 18. However, Respondent denies any implication in Count LII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a "water" of the State. A new fiberglass line has been bored underneath the creek bed at this location.

19. Respondent admits the allegations set forth in Count LII, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LII, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LII, Paragraph 21 that preliminary on-site chloride concentration test results totaled 6110 mg/l on November 21, 2012. Respondent otherwise admits generally the remaining allegations set forth in Count LII, Paragraph 18.

22. Respondent admits the allegations set forth in Count LII, Paragraph 22. Petco chloride testing was on-site and preliminary.

23. Respondent denies the allegations set forth in Count LII, Paragraph 23 that preliminary on-site chloride concentration test results totaled 791 mg/l on December 6, 2012.

Further, Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LII, Paragraph 23 that preliminary on-site chloride concentration test results totaled 506 mg/l on December 7, 2012. Respondent otherwise admits generally the remaining allegations set forth in Count LII, Paragraph 23.

24. Respondent admits the allegations set forth in Count LII, Paragraph 24.

25. Respondent denies the allegations set forth in Count LII, Paragraph 25 as it calls for a legal conclusion.

26. Respondent denies the allegations set forth in Count LII, Paragraph 26.

27. Respondent denies the allegations set forth in Count LII, Paragraph 27.

28. Respondent denies the allegations set forth in Count LII, Paragraph 28.

29. Respondent denies the allegations set forth in Count LII, Paragraph 29.

COUNT LIII
T.C. CLOW DISPOSAL LINE
IEMA Incident #2012-1272

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LIII.

18. Respondent admits generally the factual allegations set forth in Count LIII, Paragraph 18. However, Respondent denies any implication in Count LIII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a "water" of the State. A new polymer disposal line has been installed at this location.

19. Respondent admits the allegations set forth in Count LIII, Paragraph 19 that it limed the soil at the release site and utilized vacuum trucks. Respondent otherwise has insufficient knowledge to either admit or deny the remaining allegations set forth in Count LIII, Paragraph 19, and therefore Respondent makes no response thereto.

20. Respondent admits the allegations set forth in Count LIII, Paragraph 20. Petco chloride testing was on-site and preliminary.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LIII, Paragraph 21, and therefore Respondent make no response thereto.

22. Respondent denies the allegations set forth in Count LIII, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count LIII, Paragraph 23.

24. Respondent denies the allegations set forth in Count LIII, Paragraph 24.

25. Respondent denies the allegations set forth in Count LIII, Paragraph 25.

**COUNT LIV
MARY WILLIAMS PUMP OVERLINE LEASE
IEMA Incident #2013-0110**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LIV.

18. Respondent denies the allegations set forth in Count LIV, Paragraph 18 that the release was “the same general area containing private drinking water wells as a release that occurred in August 2012.” Respondent otherwise admits generally the remaining factual allegations set forth in Count LIV, Paragraph 18. However, Respondent denies any implication in Count LIV, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count LIV, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LIV, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LIV, Paragraph 21, and therefore Respondent makes no response thereto.

22. Respondent admits the allegations set forth in Count LIV, Paragraph 22. Petco chloride testing was on-site and preliminary.

23. Respondent admits the allegations set forth in Count LIV, Paragraph 23. Petco chloride testing was on-site and preliminary.

24. Respondent admits the allegations set forth in Count LIV, Paragraph 24. Petco chloride testing was on-site and preliminary.

25. Respondent denies the implication in the allegations set forth in Count LIV, Paragraph 25 that it took until February 18, 2013 for chloride results to be read under 500 mg/l. Respondent otherwise admits generally the remaining allegations set forth in Count LIV, Paragraph 25.

26. Respondent denies the allegations set forth in Count LIV, Paragraph 26 that it took until February, 18, 2013 for chloride results to total under 500 mg/l. Respondent otherwise admits the remaining allegations.

27. Respondent denies the allegations set forth in Count LIV, Paragraph 27 as it calls for a legal conclusion.

28. Respondent denies the allegations set forth in Count LIV, Paragraph 28.

29. Respondent denies the allegations set forth in Count LIV, Paragraph 29.

30. Respondent denies the allegations set forth in Count LIV, Paragraph 30.

31. Respondent denies the allegations set forth in Count LIV, Paragraph 31.

COUNT LV
MARY WILLIAMS #1 WELL
IEMA Incident #2013-0244

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LV.

18. Respondent admits the factual allegations set forth in Count LV, Paragraph 18.

19. Respondent denies the allegations set forth in Count LV, Paragraph 19 as it calls for a legal conclusion.

20. Respondent denies the allegations set forth in Count LV, Paragraph 20.

21. Respondent denies the allegations set forth in Count LV, Paragraph 21.

22. Respondent denies the allegations set forth in Count LV, Paragraph 22.

COUNT LVI
ROCK QUARRY INJECTION PLANT FLOWLINE
IEMA Incident #2013-0309

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LVI.

18. Respondent admits generally the factual allegations set forth in Count LVI, Paragraph 18. However, Respondent denies any implication in Count LVI, Paragraph 18 that Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State. A new “T” connection has been installed at this location.

19. Respondent admits the allegations set forth in Count LVI, Paragraph 19. Petco chloride testing was on-site and preliminary.

20. Respondent denies the allegations set forth in Count LVI, Paragraph 20 as it calls for a legal conclusion.

21. Respondent denies the allegations set forth in Count LVI, Paragraph 21.

22. Respondent denies the allegations set forth in Count LVI, Paragraph 22.

COUNT LVII
BIRDIE KIMBERLL #3 FLOWLINE
IEMA Incident #2013-0436

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LVII.

18. Respondent admits generally the factual allegations set forth in Count LVII, Paragraph 18. However, Respondent denies any implication in Count LVII, Paragraph 18 that Respondent discharged such oil and salt water intentionally or negligently, or that such oil and salt water were discharged into or near a “water” of the State. A new fiberglass flowline has been installed at this location underneath the creek bed.

19. Respondent admits the allegations set forth in Count LVII, Paragraph 19.

20. Respondent admits the allegations set forth in Count LVII, Paragraph 20.

21. Respondent denies the allegations set forth in Count LVII, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count LVII, Paragraph 22.

23. Respondent denies the allegations set forth in Count LVII, Paragraph 23.

24. Respondent denies the allegations set forth in Count LVII, Paragraph 24.

COUNT LVIII
IVA MILLER #2 WELL
IEMA Incident #2013-0498

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LVIII.

18. Respondent denies the allegations set forth in Count LVIII, Paragraph 18 that a Petco employee forgot to close the valve and that the release collected in a “pond.” Respondent otherwise admits generally the factual allegations set forth in Count LVIII, Paragraph 18. However, Respondent denies any implication in Count LVIII, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State. A new fiberglass flowline has been installed at this location underneath the creek bed.

19. Respondent admits the allegations set forth in Count LVIII, Paragraph 19.

20. Respondent admits the allegations set forth in Count LVIII, Paragraph 20.

21. Respondent denies the allegations set forth in Count LVIII, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count LVIII, Paragraph 22.

23. Respondent denies the allegations set forth in Count LVIII, Paragraph 23.

24. Respondent denies the allegations set forth in Count LVIII, Paragraph 24.

COUNT LIX
ROBERT MCCLOY #8 FLOWLINE
IEMA Incident #2013-0536

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LIX.

18. Respondent admits generally the factual allegations set forth in Count LIX, Paragraph 18. However, Respondent denies any implication in Count LIX, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a "water" of the State. A new fiberglass flowline has been installed at this location underneath the creek bed.

19. Respondent admits the allegations set forth in Count LIX, Paragraph 19.

20. Respondent admits the allegations set forth in Count LIX, Paragraph 20.

21. Respondent denies the allegations set forth in Count LIX, Paragraph 21.

22. Respondent denies the allegations set forth in Count LIX, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count LIX, Paragraph 23.

24. Respondent denies the allegations set forth in Count LIX, Paragraph 24.

25. Respondent denies the allegations set forth in Count LIX, Paragraph 25.

COUNT LX

**LAM² LILLY TANK BATTERY
IEMA Incident #2013-0537**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LX.

18. Respondent admits generally the factual allegations set forth in Count LX, Paragraph 18. However, Respondent denies any implication in Count LX, Paragraph 18 that Respondent discharged such oil intentionally or negligently, or that such oil was discharged into or near a “water” of the State. All alarms in Loudon field are constantly being upgraded.

19. Respondent denies the allegation of Count LX, Paragraph 18 that only 80% of the oil was recovered. Respondent otherwise admits the remaining allegations set forth in Count LX, Paragraph 18.

20. Respondent admits the allegations set forth in Count LX, Paragraph 20.

21. Respondent admits the allegations set forth in Count LX, Paragraph 21.

22. Respondent denies the allegations set forth in Count LX, Paragraph 22 as it calls for a legal conclusion.

23. Respondent denies the allegations set forth in Count LX, Paragraph 23.

24. Respondent denies the allegations set forth in Count LX, Paragraph 24.

25. Respondent denies the allegations set forth in Count LX, Paragraph 25.

**COUNT LXI
ADA CLOW SUMP
IEMA Incident #2013-0586**

1-17. Respondent incorporates its responses to Paragraphs 1 through 17 as if fully set forth herein as its Paragraphs 1 through 17 of this Count LXI.

18. Respondent admits generally the factual allegations set forth in Count LXI, Paragraph 18. However, Respondent denies any implication in Count LXI, Paragraph 18 that

² The correct spelling is “Lem.”

Respondent discharged such salt water intentionally or negligently, or that such salt water was discharged into or near a “water” of the State.

19. Respondent admits the allegations set forth in Count LXI, Paragraph 19.

20. Respondent has insufficient knowledge to either admit or deny the allegations set forth in Count LXI, Paragraph 20, and therefore Respondent makes no response thereto.

21. Respondent denies the allegations set forth in Count LXI, Paragraph 21 as it calls for a legal conclusion.

22. Respondent denies the allegations set forth in Count LXI, Paragraph 22.

23. Respondent denies the allegations set forth in Count LXI, Paragraph 23.

24. Respondent denies the allegations set forth in Count LXI, Paragraph 24.

AFFIRMATIVE DEFENSES

1. The Complaint fails to establish that the State of Illinois, as the Complainant, has properly met the statutory pre-requisites for filing each of these 61 Counts in a Complaint before the Board. The Complaint generally alleges, in Paragraph 1, that the Complaint is brought on behalf of the People of the State of Illinois, by the Attorney General “on her own motion and at the request of the [IEPA] pursuant to the terms and provisions of Section 31 of the [IEPA].” Section 31 of the Act sets forth certain timing requirements related to filing before the Board, as well as a notice and opportunity to be heard, including the opportunity to negotiate and implement a Compliance Commitment Agreement (“CCA”). See 415 ILCS 5/31(a) (1).

As to the majority of these counts, Section 31 was bypassed and the legislatively created opportunity to reach compliance through the timely negotiation of a CCA was not afforded Respondent. The Board, as a creature of statute, is without authority to ignore these statutory requirements. Thus, the Complaint needs to allege compliance with Section 31 for each and

every Count and, absent such, the Complaint (or at least any nonconforming Counts) must be dismissed.

2. Respondent's authorization to operate is pursuant to permits issued by the Illinois Department of Natural Resources ("IDNR"), pursuant to its enabling authority under the Illinois Oil and Gas Act ("IOGA"). It is not pursuant to any authority of the IEPA under the IEPA Act. Section 3 of the IOGA charges IDNR with the "duty of enforcing [IOGA] and all rules, regulations and orders promulgated in pursuance of [IOGA]" and Section 8 sets forth IDNR's enforcement authority and responsibility. 225 ILCS 725/3 and 725/8.

Upon information and belief, IDNR investigated most, if not all, of the factual underpinnings for the 61 Counts and, pursuant to its authority and jurisdiction, either (a) fined Respondent (and Respondent paid) or (b) determined that Respondent was not in violation (or was no longer in violation) and declined to pursue any administrative enforcement. The State is without authority to prosecute Respondent twice for essentially the same offense. Thus, the Board should dismiss any of the Counts which allege facts identical to those here and which have been adjudicated to finality by IDNR.

3. As stated in the Complaint and admitted by Respondent (Paragraphs 13, 14 and 15) prior adjudications have resulted in prior judicial orders requiring Respondent to take certain actions, including the development of a written oil and gas facilities operation maintenance plan – which is applicable to some of the very same wells relevant here. Complainant alleges no violations of those orders. Accordingly, any release that has occurred despite Respondent's best efforts under the prior orders cannot appropriately be alleged to be a violation, or a repeat violation, or a continuing violation, in this Complaint.

4. Respondent reserves the right to amend its Answer to allege any additional defenses which discovery may reveal to be appropriate.

WHEREFORE, Respondent, PETCO PETROLEUM CORPORATION, an Indiana corporation, respectfully requests that the Board dismiss Complainant's Complaint, and grant such other and further relief as the Board deems appropriate.

**PETCO PETROLEUM CORPORATION, an
Indiana corporation, Respondent**

By: _____
One of Its Attorneys

BROWN, HAY & STEPHENS, LLP

Claire A. Manning

Registration No. 3124724

Jordan D. Dorsey

Registration No. 6308903

205 S. Fifth Street, Suite 700

P.O. Box 2459

Springfield, IL 62705-2459

(217) 544-8491

PROOF OF SERVICE

The undersigned certifies that a copy of the foregoing instrument was served upon:

Christine Zeivel
Matthew J. Dunn
Thomas Davis
Office of the Illinois Attorney General
500 South Second Street
Springfield, IL 62706

by enclosing the same in an envelope addressed to such party at the above address, with postage fully prepaid, and by depositing said envelope in a U.S. Post Office mailbox in Springfield, Illinois, at 5:00 p.m. on this 2nd day of December, 2013.

CERTIFICATE OF SERVICE

I, the undersigned, certify that on this 2nd day of December, 2013, I have served electronically the attached Answer to Complainant's Complaint, upon the following persons:

John Therriault, Assistant Clerk
Illinois Pollution Control Board
James R. Thompson Center
Suite 11-500
100 West Randolph
Chicago, Illinois 60601

and by first class mail, postage affixed upon:

Kyle Davis
Division of Legal Counsel
Illinois Environmental Protection Agency
1021 North Grand Avenue, East
P.O. Box 19276
Springfield, Illinois 62794-9276

Christine Zeivel
Matthew J. Dunn
Thomas Davis
Office of the Illinois Attorney General
500 South Second Street
Springfield, IL 62706

/s/ Claire A. Manning

Claire A. Manning

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