BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

INDIAN CREEK DEVELOPMENT COMPANY, an Illinois Partnership, Individually as beneficiary under trust 3291 of the Chicago Title and Trust Company dated December 15, 1981 and the Chicago Title and Trust Company, as trustee under trust 3291, dated December 15, 1981	)	RECEIVED CLERK'S OFFICE DEC 04 2006 STATE OF ILLINOIS Pollution Control Board
Complainant,	)	
vs.	)	PCB- 07-44 Citizen's Enforcement §21(e), §12(a), §12(d)
The BURLINGTON NORTHERN SANTA FE RAILWAY COMPANY, a Delaware Corporation	)	
Respondents.	)	

NOTICE OF FILING

TO: Weston W. Marsh
Robert M. Barratta Jr.
James H. Wiltz
c/o Freeborn & Peters, LLP
311 S. Wacker Drive
Suite 3000
Chicago, IL 60606

The Burlington Northern and
Santa Fe Railway Company
r/a CT Corporation System
208 S. LaSalle Street
Suite 814
Chicago, Illinois 60604

PLEASE TAKE NOTICE that I have today filed with the Office of the Clerk of the Illinois Pollution Control Board the Complaint of Indian Creek Development Company, a copy of which is herewith served upon you. Take note that you may be required to attend a hearing at a date set by the Board.

Failure to file an answer to this Complaint within 60 days may have severe consequences. Failure to answer will mean that all allegations in the Complaint will be taken as admitted for the purposes of this proceeding. If you have any questions about this procedure you should contact the hearing officer assigned to this proceeding, the Clerk of the Illinois Pollution Control Board, or an attorney.

Date: 12/4/2006

Indian Creek Development Company and Chicago Land Trust Company t/u/t 3291, dated December 15, 1981

By: M Hope Whitfield
One of Its Attorneys

GLENN C. SECHEN
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F:\GCS\Indian Creek Development JB Industries\PCB Enforcement Action\Pleadings, Draft\NOF-PCB Complaint.doc

CERTIFICATE OF SERVICE

I, the undersigned, certify that I have served the Complaint of Indian Creek Development Company, by Registered Certified Mail, return receipt requested, upon the following persons:

Weston W. Marsh
Robert M. Barratta Jr.
James H. Wiltz
c/o Freeborn & Peters, LLP
311 S. Wacker Drive
Suite 3000
Chicago, IL 60606

The Burlington Northern and
Santa Fe Railway Company
r/a CT Corporation System
208 S. LaSalle Street
Suite 814
Chicago, Illinois 60604

M. Hope Whitfield

SUBSCRIBED AND SWORN TO BEFORE ME
this 4th day of December, 2006.

Janet L Baumann
Notary Public

Official Seal
Janet L Baumann
Notary Public State of Illinois
My Commission Expires 12/16/2009

BEFORE THE ILLINOIS POLLUTION CONTROL BOARD

INDIAN CREEK DEVELOPMENT COMPANY, an Illinois Partnership, Individually as beneficiary under trust 3291 of the Chicago Title and Trust Company dated December 15, 1981 and the Chicago Title and Trust Company, as trustee under trust 3291, dated December 15, 1981	
Complainant,	
vs.	
The BURLINGTON NORTHERN SANTA FE RAILWAY COMPANY, a Delaware Corporation	
Respondents.	

PCB- 07-44
Citizen's Enforcement
§21(e), §12(a), §12(d)

COMPLAINT

VIOLATIONS OF SECTION 21(e) OF THE ILLINOIS ENVIRONMENTAL PROTECTION ACT (415 ILCS 5/21(e))

NOW COME the complainants, Indian Creek Development Company, individually and as the beneficiary owner under the Chicago Title and Trust Company trust number 3291 dated December 15, 1981 and the Chicago Title and Trust Company, trustee under trust number 3291 dated December 15, 1981 (collectively, "Indian Creek") and in support of its complaint against the Respondent, the Burlington Northern Santa Fe Railway Company ("BNSF") Indian Creek states as follows:

1. At all times relevant hereto, complainant, Indian Creek Development Company, an Illinois Partnership, was the beneficial owner, through the aforesaid Chicago Title and Trust Company t/u/t 3291, of certain real property in Kane County, Illinois commonly known as 1500 Dearborn Avenue, Aurora, Illinois 60505 and including

property index numbers: 15-13-376-001; 15-14-479-005, 15-14-479-006, 15-14-479-009, and 15-14-479-010; 15-23-227-026 and 15-23-227-028; 15-24-101-004; 15-24-102-001, 15-24-102-008, 15-24-102-009 and 15-24-102-010; 15-24-103-002 and 15-24-103-003. (collectively the "Premises").

2. At all times relevant hereto, respondent, BNSF, a Delaware corporation, owned real property adjacent to the Premises which contained railroad tracks upon which BNSF operated a railroad ("BNSF Property").

3. On or about January 20, 1993 there occurred a release through the discharging, depositing, dumping, leaking and spilling of thousands of gallons of diesel fuel as a result of the industrial or commercial railroad operations conducted on the BNSF Property.

4. The direction of groundwater flow is from the BNSF Property to the Premises and Indian Creek, which runs through the Premises.

5. Subsequent to the release and pursuant to the Act, including Sections 12(a) and 12(d), the Attorney General and State's Attorney of Kane County filed an enforcement action against the BNSF and others in Circuit Court bearing case number CH KA 95 0527.

6. On or about February 5, 1996, a consent decree (hereinafter, "Consent Decree") was entered in the Kane County enforcement action regarding the release of diesel fuel on the BNSF Property. A copy of that Consent Decree is attached hereto as Exhibit A.

there. The area of the excavation of the Premises was located near the boundaries of the BNSF Property.

13. During the excavation, an odor was noted and free product and apparently contaminated soil and groundwater were observed. Subsequently, samples of the free product were taken from the excavated part of the Premises, and lab analysis identified the free product as diesel fuel.

14. Indian Creek notified BNSF of the excavation on the Premises, and the attendant odor, and the BNSF responded by removing some of the contaminated soil from the excavation on the Premises.

15. The BNSF has a duty to prevent the migration to and contamination of the soil and groundwater on and under the Premises, but despite the obligations imposed by law and the Consent Decree, the BNSF has completely failed to take sufficient steps to halt the migration of the diesel fuel contamination onto the soil and groundwater on and under the Premises.

16. In contravention of its duty, the BNSF did little to remediate the affected areas, recover released diesel fuel, limit the migration of the diesel fuel contamination, adequately sample to determine the extent of contamination, and to monitor the migration of the diesel fuel contaminants from the BNSF Property.

17. Diesel fuel contamination on the BNSF Property continues to migrate onto the Premises, further contaminating the soil and groundwater located on and under the Premises on an ongoing basis.

18. Subsequent to the discovery of diesel fuel contamination on the Premises, without having performed any remediation of the premises and without prior

7. Among other things, the Consent Decree required the BNSF to prevent further migration of the diesel fuel contamination and to determine the extent to which the soil and groundwater were impacted both on and off of the BNSF Property.

8. Pursuant to specific deadlines, the Consent Decree required the BNSF to submit a work plan to, and obtain the approval of, the Illinois Environmental Protection Agency ("Agency"), and it also required that the BNSF notify the State's Attorney, Attorney General and IEPA in writing of the action(s) taken. See generally Exhibit A.

9. Thereafter, the BNSF was, pursuant to the Consent Decree, required to file a close-out report which, at a minimum, was to include a summary of all sampling and other data required to be collected, as well as a certification by an Illinois Registered Professional Engineer that the requirements of the Consent Decree had been met.

10. The BNSF's initial efforts to remediate the affected areas, limit the migration of free product, and recover released diesel fuel were primarily focused on areas distanced from the Premises. Moreover, these efforts were largely unsuccessful, resulting in the recovery of only a small amount of the diesel fuel that was actually released.

11. Since 1993, the diesel fuel has remained abandoned on and under the BNSF Property and thereafter has migrated, and continues to migrate, from the BNSF Property onto and under the Premises.

12. On or about late October or November, 2000, Indian Creek excavated a small portion of a building floor on the Premises in order to install a piece of equipment

notification to Indian Creek, the BNSF requested Agency closure of the incident pursuant to the Consent Decree without notifying the Agency of the contamination that Indian Creek found on the Premises.

19. The BNSF failed to disclose the contamination of the Premises to the Agency despite Indian Creek's notification to the BNSF regarding the contamination it found on and under the Premises when it excavated, despite the BNSF's removal of contaminated soil from the excavation on the Premises, despite the observations of BNSF's agents, servants, and employees when it removed the contaminated soil, and despite the fact that laboratory analysis of samples taken from the excavations of the Premises revealed that the contamination was diesel fuel. A copy of the BNSF's request for closure dated April 2, 2001 with a prior request for closure dated November 6, 1998 attached thereto, attached to this petition as Exhibit B.

20. The spread of diesel fuel contamination to portions of the BNSF property not initially impacted and eventually to the Premises was willful, as is amply demonstrated by the BNSF's attempt to close the incident under the Consent Decree without informing the Agency of the diesel fuel contamination on and under the Premises.

21. The Agency is working to fulfill its role under the Consent Decree and to obtain the remediation by the BNSF.

22. The diesel fuel contamination in the groundwater under both the BNSF Property and under the Premises constitutes Water Pollution within the meaning of Section 3.545 of the Environmental Protection Act, 415 ILCS 5 *et. seq.* ("the Act"), as it is a nuisance, renders such groundwater harmful or detrimental or injurious to public

health, safety or welfare, or to domestic, commercial, industrial, agricultural, recreational, or other legitimate uses, or to livestock, wild animals, birds, fish, or other aquatic life.

23. This case is a refiling of Kane County case number 04 L 607 filed on or about December 7, 2004.

24. This case, like the Kane County case, concerns contamination that has migrated to and continues to migrate onto the Premises from the BNSF Property. The Kane County case was voluntarily dismissed on November 21, 2006. A copy of the order of dismissal is attached as Exhibit C.

COUNT I
Section 12(a) Violation

25. Paragraphs 1-24 are incorporated by reference as paragraph 25 hereof.

26. Section 12(a) of the Act provides that no person shall:

> Cause or threaten or allow the discharge of any contaminants into the environment in any State so as to cause or tend to cause water pollution in Illinois, either alone or in combination with matter from other sources, or so as to violate regulations or standards adopted by the Pollution Control Board under this Act.

27. Section 3.550 of the Act defines "Waters" as all accumulations of water, surface and underground, natural, and artificial, public and private, or parts thereof, which are wholly or partially within, flow through, or border upon this State.

28. Accordingly, the groundwater under the Premises and that under the BNSF Property are Waters within the meaning of Section 3.550 of the Act.

29. Section 3.165 of the Act (415 ILCS 5/3.165) defines "Contaminant" as any solid, liquid, or gaseous matter, any odor, or any form of energy, from whatever source.

30. The diesel fuel which was released is a Contaminant within the meaning of Section 3.165 of the Act.

31. Section 3.545 of the Act defines "Water Pollution" as such alteration of the physical, thermal, chemical, biological or radioactive properties of any waters of the State, or such discharge of any contaminant into any waters of the State, as will or is likely to create a nuisance or render such waters harmful or detrimental or injurious to public health, safety or welfare, or to domestic, commercial, industrial, agricultural, recreational, or other legitimate uses, or to livestock, wild animals, birds, fish, or other aquatic life. 415 ILCS 5/3.545.

32. The General Assembly has expressly found "that pollution of the waters of this State constitutes a menace to public health and welfare, creates public nuisances, is harmful to wildlife, fish, and aquatic life, impairs domestic, agricultural, industrial, recreational, and other legitimate beneficial uses of water, depresses property values, and offends the senses". 415 ILCS 5/11(a).

33. The BNSF caused and allowed the discharge of diesel fuel contaminants on the BNSF Property in 1993, threatened, caused and allowed the discharge of said diesel fuel contaminants through migration to other parts of the BNSF Property, and threatened and eventually caused and allowed the ongoing discharge of contaminants onto the soil and into the groundwater on and under the Premises so as to cause and tend to cause water pollution in violation of Section 12(a) of the Act.

34. Because of the ongoing migration of the diesel contamination and its continued discharge onto and under the Premises, the violation of Section 12(a) of the

Act is ongoing and will continue unless and until abated by order of the Pollution Control Board.

WHEREFORE, Complainants, pray that the Board grant the following relief in favor of Indian Creek and against the BNSF:

A. Find the BNSF in violation of Section 12(a) of the Act;

B. Direct the BNSF to cease and desist from further violations of Section 12(a) of the Act;

C. Mandate and direct the abatement of the continuing violation of Section 12(a) of the Act at the expense of the BNSF as follows:

i. Mandate the remediation of the BNSF Property in such a manner as to stop the ongoing contamination of the Premises; and

ii. Mandate that the Premises be remediated to achieve the removal of all contamination on the Premises that flowed from the BNSF Property;

iii. Mandate, to the extent technically feasible, that all remediation be performed to background levels and that, in no event, remediation be performed to a level less than the applicable residential standards contained in the Tiered Approach to Corrective Action Objectives, 35 Ill. Admn. Code 742; and

iv. Mandate that the remediation of the Premises occurs pursuant to the Agency's Site Remediation Program and that a No Further Remediation Letter be obtained;

D. Mandate that the Agency as well as the Parties hereto and their consultants and attorneys be permitted to monitor the remediation of the BNSF Property and the Premises, and allow them to have access to all reports and laboratory analyses related in any way to the BNSF Property and the contamination thereon;

E. Order that any and all remediation be conducted by consultants and engineers selected by either Indian Creek or the Board due to the BNSF's failure to take adequate steps over more than 13 years to prevent to migration of the contamination to other properties, and based on the BNSF's attempt to obtain closure of the incident without notification to Indian Creek and without informing the Agency of the contamination that it knew existed on and under the Premises;

F. Order that any and all remediation that is conducted be conducted by utilizing methods selected by either Indian Creek or the Board;

G. That the Board request the Agency to investigate the facts and violations set forth herein pursuant to Section 30 of the Act and thereafter name the Agency as a party in interest, pursuant to 35 Ill. Adm. Code 101.404 and 103.202, to coordinate the Agency's duties and efforts pursuant to the Consent Decree, Exhibit B;

H. Mandate that the BNSF reimburse Indian Creek for its all of its costs and expenses (including the fees of consultants and experts as well as the cost of sampling and laboratory analysis) related to the contamination, including but not limited to:

i. The costs of past and, to the extent reasonably necessary, future investigation of the contamination on the Premises;

ii. The costs of past and, to the extent reasonably necessary, future sampling and monitoring of the contamination on the Premises, its migration from the BNSF Property to the Premises; AND

l. Grant such other and further relief as the Illinois Pollution Control Board deems appropriate.

COUNT II
Section 12(d) Violation

35. Paragraphs 1 to 34 are incorporated by reference as paragraph 35 hereof.

36. Section 12(d) of the Act provides that no person shall:

> Deposit any contaminants upon the land in such a place and manner so as to create a water pollution hazard.

37. The BNSF caused and allowed the deposit of diesel fuel contaminants on the BNSF Property in 1993. Subsequently, the BNSF caused and allowed the deposited contaminants to move, migrate, and deposit onto other portions of the BNSF Property, and eventually to the Premises.

38. Accordingly, the BNSF's actions have created a water pollution hazard on both the BNSF Property and the Premises in violation of Section 12(d) of the Act.

39. Because of the ongoing migration of the diesel contamination onto the Premises, the violation of Section 12(d) of the Act is ongoing and will continue unless and until abated by order of the Pollution Control Board.

WHEREFORE, Complainants, pray that the Board grant the following relief against the BNSF:

A. Find the BNSF in violation of Section 12(d) of the Act;

B. Direct the BNSF to cease and desist from further violations of Section 12(d) of the Act;

C. Mandate and direct the abatement the continuing violation of Section 12(d) of the Act at the expense of the BNSF as follows:

i. Mandate the remediation of the BNSF Property in such a manner as to stop the ongoing contamination of the Premises;

ii. Mandate the Premises be remediated causing the removal of all contamination on the Premises which flowed from the BNSF Property;

iii. Mandate, to the extent technically feasible, that all remediation be performed to background levels and, in no event, that the remediation be performed to a level less than applicable residential standards contained in the Tiered Approach to Corrective Action Objectives, 35 Ill. Admn. Code 742;

iv. Mandate that the remediation of the Premises occur pursuant to the Agency's Site Remediation Program and that a No Further Remediation Letter be obtained;

D. Mandate that the Agency as well as the Parties hereto and their consultants and attorneys be permitted to monitor the remediation of the BNSF Property and the Premises, and allow them to have access to all

reports and laboratory analysis related in any way to the BNSF Property and the contamination thereon;

E. Order that any and all remediation be conducted by consultants and engineers selected by either Indian Creek or the Board due to the BNSF's failure to take adequate steps over more than 13 years to prevent to migration of the contamination to other properties, and based on the BNSF's attempt to obtain closure of the incident without notification to Indian Creek and without informing the Agency of the contamination that it knew existed on and under the Premises;

F. Order that any and all remediation that is conducted be conducted by utilizing methods selected by either Indian Creek or the Board;

G. That the Board request the Agency to investigate the facts and violations set forth herein pursuant to Section 30 of the Act and thereafter name the Agency as a party in interest, pursuant to 35 Ill. Adm. Code 101.404 and 103.202, to coordinate the Agency's duties and efforts pursuant to the Consent Decree, Exhibit B.

H. Mandate that the BNSF reimburse Indian Creek for its all of its costs and expenses (including but not limited to the fees of consultants and experts as well as the cost of sampling and laboratory analysis) related to the contamination including but not limited to:

    i. The costs of past and, to the extent reasonably necessary, future investigation,

the environment or be emitted into the air or discharged into any waters, including groundwater. 415 ILCS 5/3.185.

45. By allowing the diesel fuel spilled in 1993 to remain on and under the BNSF Property and the Premises to mix with soil and groundwater media, the BNSF has abandoned and disposed of said diesel fuel and diesel fuel contaminants.

46. The BNSF's abandonment and disposal of the diesel fuel and diesel fuel contaminated media under the BNSF Property and the Premises are knowing violations of the Act, as aptly demonstrated by the BNSF's attempt to close the incident pursuant to the Consent Decree without informing the Agency of the diesel fuel contamination on and under the Premises – contamination of which the BNSF was fully aware.

47. Neither the BNSF Property nor the Premises are permitted by the Agency to be waste disposal sites or facilities and for that reason and otherwise they do not meet the requirements of a waste disposal site or facility under the Act or under applicable Illinois Pollution Control Board regulations.

48. Such violation of Section 21(e) of the Act is ongoing and will continue unless and until abated by order of the Pollution Control Board.

WHEREFORE, Complainants, pray that the Board grant the following relief against the BNSF:

A. Find the BNSF in violation of Section 21(e) of the Act;

B. Direct the BNSF to cease and desist from further violations of Section 21(e) of the Act;

C. Mandate and direct the abatement the continuing violation of Section 21(e) of the Act at the expense of the BNSF as follows:

ii. The costs of past and, to the extent reasonably necessary, future sampling and otherwise monitoring the contamination on the Premises and the migration of contamination on the BNSF Property;

iii. such costs and expenses include but are not limited to the fees of consultants and experts as well as the cost of sampling and laboratory analysis; AND

l. Grant such other and further relief as the Illinois Pollution Control Board may deem appropriate.

COUNT III
Section 21(e) Violation

40. Paragraphs 1 to 38 are incorporated by reference as paragraph 39 hereof.

41. Section 21(e) of the Act provides that:

> No person shall. . .[d]ispose, treat, store or abandon any waste, or transport any waste into this State for disposal, treatment, storage or abandonment, except at a site or facility which meets the requirements of this Act and of regulations and standards thereunder.

42. Section 3.535 of the Act defines "Waste" as, *inter alia*, any "discarded material" resulting from industrial or commercial operations. 415 ILCS 5/3.535.

43. The diesel fuel and contaminated media on and under the BNSF Property that the BNSF has abandoned and disposed of is Waste under the Act.

44. Section 3.185 of the Act defines "Disposal" as the discharge, deposit, injection, dumping, spilling, leaking or placing of any waste or hazardous waste into or on any land or water or into any well so that such waste or hazardous waste may enter

i. Mandate the remediation of the BNSF Property in such a manner as to stop the ongoing contamination of the Premises;

ii. Mandate the Premises be remediated causing the removal of all contamination on the Premises which flowed from the BNSF Property;

iii. Mandate, to the extent technically feasible, that all remediation be performed to background levels and, in no event, that the remediation be performed to a level less than applicable residential standards contained in the Tiered Approach to Corrective Action Objectives, 35 Ill. Admn. Code 742;

iv. Mandate that the remediation of the Premises occur pursuant to the Agency's Site Remediation Program and that a No Further Remediation Letter be obtained;

D. Mandate that the Agency as well as the Parties hereto and their consultants and attorneys be permitted to monitor the remediation of the BNSF Property and the Premises, and allow them to have access to all reports and laboratory analysis related in any way to the BNSF Property and the contamination thereon;

E. Order that any and all remediation be conducted by consultants and engineers selected by either Indian Creek or the Board due to the BNSF's failure to take adequate steps over more than 13 years to prevent to migration of the contamination to other properties, and based on the BNSF's attempt to obtain closure of the incident without notification to

Indian Creek and without informing the Agency of the contamination that it knew existed on and under the Premises;

F. Order that any and all remediation that is conducted be conducted by utilizing methods selected by either Indian Creek or the Board;

G. That the Board request the Agency to investigate the facts and violations set forth herein pursuant to Section 30 of the Act and thereafter name the Agency as a party in interest, pursuant to 35 Ill. Adm. Code 101.404 and 103.202, to coordinate the Agency's duties and efforts pursuant to the Consent Decree, Exhibit B.

H. Mandate that the BNSF reimburse Indian Creek for its all of its costs and expenses (including but not limited to the fees of consultants and experts as well as the cost of sampling and laboratory analysis) related to the contamination including but not limited to:

iv. The costs of past and, to the extent reasonably necessary, future investigation,

v. The costs of past and, to the extent reasonably necessary, future sampling and otherwise monitoring the contamination on the Premises and the migration of contamination on the BNSF Property;

vi. such costs and expenses include but are not limited to the fees of consultants and experts as well as the cost of sampling and laboratory analysis; AND

I. Grant such other and further relief as the Illinois Pollution Control Board may deem appropriate.

Respectfully Submitted,

Indian Creek Development Company and Chicago Land Trust Company t/u/t 3291, dated December 15, 1981

By: M. Hope Whitfield
One of Its Attorneys

GLENN C. SECHEN
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EXHIBIT A

IN THE CIRCUIT COURT FOR THE SIXTEENTH JUDICIAL CIRCUIT
KANE COUNTY, ILLINOIS
CHANCERY DIVISION

PEOPLE OF THE STATE OF ILLINOIS, *ex rel.* JAMES E. RYAN, Attorney General of the State of Illinois and *ex rel.* DAVID R. AKEMANN, State's Attorney of Kane County,	)	
Plaintiff,	)	
vs.	)	No. CH KA 95 0527
BURLINGTON NORTHERN RAILROAD COMPANY, a Delaware corporation, SOUTHERN PACIFIC TRANSPORTATION COMPANY, a Delaware corporation, and subsidiary of SOUTHERN PACIFIC RAIL CORPORATION, a Delaware corporation, and SPCSL CORP., a Delaware corporation and subsidiary of SOUTHERN PACIFIC TRANSPORTATION COMPANY,	)	
Defendants.	)	

JAN CARLSON
Clerk of the Circuit Court
Kane County, IL
FEB 05 1996
ENTERED

CONSENT ORDER

Plaintiff, the PEOPLE OF THE STATE OF ILLINOIS, *ex rel.* JAMES E. RYAN, Attorney General of the State of Illinois, *ex rel.* DAVID R. AKEMANN, State's Attorney of Kane County, Illinois, and Defendants, BURLINGTON NORTHERN RAILROAD COMPANY, a Delaware corporation, SOUTHERN PACIFIC TRANSPORTATION COMPANY, a Delaware corporation, and subsidiary of SOUTHERN PACIFIC RAIL CORPORATION, a Delaware corporation, and SPCSL CORP., a Delaware corporation and subsidiary of SOUTHERN PACIFIC TRANSPORTATION COMPANY, having agreed to the making of this stipulation and the entry of this Consent Order, do hereby stipulate and agree as follows:

EXHIBIT A

I.

STIPULATION OF USE AND AUTHORIZATION

The parties stipulate that this Consent Order is entered into for purposes of settlement only and that neither the fact that a party has entered into this Consent Order, nor any of the facts stipulated herein, shall be used for any purpose in this or any other proceeding except to enforce the terms hereof by the parties to this agreement. Further, this Consent Order or the performance hereunder by the defendants BURLINGTON NORTHERN RAILROAD COMPANY, a Delaware corporation, SOUTHERN PACIFIC TRANSPORTATION COMPANY, a Delaware corporation, and subsidiary of SOUTHERN PACIFIC RAIL CORPORATION, a Delaware corporation, and SPCSL CORP., a Delaware corporation and subsidiary of SOUTHERN PACIFIC TRANSPORTATION COMPANY, shall not create any right on behalf of any person or entity not a party hereto. Notwithstanding the previous sentences, this Consent Order may be used in any future enforcement action as evidence of a past adjudication of violation of the Illinois Environmental Protection Act ("Act") for purposes of Section 42(h) of the Act, 415 ILCS 5/42(h)(1994).

The undersigned representative for each party certifies that he/she is fully authorized by the party who he/she represents to enter into the terms and conditions of this Consent Order and to legally bind the party he/she represents to the Consent Order.

II.

STATEMENT OF FACTS

A. Parties

1. The Attorney General of the State of Illinois brings this action on his own motion as well as at the request of the Illinois Environmental Protection Agency ("Agency"), and the State's Attorney of Kane County, Illinois, brings this action on his own motion, pursuant to the statutory authority vested in them under Section 42 of the Act, 415 ILCS 5/42 (1994).

2. The Agency is an agency of the State of Illinois created pursuant to Section 4 of the Act, 415 ILCS 5/4 (1994), and charged, *inter alia*, with the duty of enforcing the Act.

3. At all times relevant to this Consent Order, Burlington Northern Railroad Company ("Burlington"), is a Delaware corporation authorized to do business in Illinois since February 27, 1970, and is engaged in the business of providing rail transportation services.

4. At all times relevant to this Consent Order, Southern Pacific Rail Corporation ("SPRC"), is a Delaware rail holding corporation and is not authorized to do business in Illinois. SPRC is the parent company of Southern Pacific Transportation Company, owning 100% of its capital stock.

5. At all times relevant to this Consent Order, Southern Pacific Transportation Company, ("Southern Pacific"), a Delaware corporation and subsidiary of Southern Pacific Rail Corporation, is the parent company of SPCSL Corp. Southern Pacific is in the business of providing railroad freight transportation services and provides such services in Illinois through its wholly-owned

subsidiary SPCSL. Southern Pacific itself is not authorized to do business in Illinois. On information and belief Southern Pacific conducts business in Illinois through its wholly owned subsidiary SPCSL Corp.

6. At all times relevant to this Consent Order, SPCSL Corp. ("SPCSL") was and is a Delaware corporation qualified to do business in Illinois on November 3, 1989. SPCSL is a wholly-own subsidiary of Southern Pacific and is in the business of providing rail transportation services in Illinois.

7. Defendants Southern Pacific, SPRC and SPCSL, shall hereinafter be referred to collectively as Southern Pacific.

B. Site Description

1. At all times relevant to this Consent Order, the site is located on the Burlington rail lines east of the Village of Aurora near the community of Eola, Aurora, Kane County, Illinois. The site consists of five east-west rail tracks and spurs with a warehouse forming its southern boundary and a smaller building forming the northern boundary.

2. Of the five east west rail tracks, three are mainline tracks and the other two are siding tracks. The three mainline tracks provide Burlington access into the Chicago, Illinois gateway. The three mainline tracks originate in Chicago, Illinois and extend west to Galesburg, Illinois, and Kansas City, Missouri and also to St. Paul, Minnesota and to Seattle, Washington. The mainline tracks are utilized to provide through freight rail service, Amtrak service and Metra computer service. In excess of 155 trains per 24 hour period operate over the three mainline tracks. The two siding tracks are used as passing tracks and for the storage of cars and

trains. They are also used to assist in train movement over the three mainline tracks.

3. Located parallel to the site is a drainage ditch. Surface runoff is collected by a storm sewer that discharges into Indian Creek which is a tributary of the Fox River.

4. At all times relevant to this Consent Order, Burlington owns, operates and is in control of the site. The movement of trains, cars and engines over and along its tracks are subject to Burlington's direction and control.

5. At all times relevant to this Consent Order, pursuant to a Trackage Rights Agreement entered into by and between Burlington and Southern Pacific, Southern Pacific uses the site for the conduct of its rail services.

C. Alleged Violations

1. Section 12(a) of the Act, 415 ILCS 5/12(a) (1994), provides as follows:

> No person shall:
>
> a. Cause or threaten or allow the discharge of any contaminants into the environment in any State so as to cause or tend to cause water pollution in Illinois, either alone or in combination with matter from other sources, or so as to violate regulations or standards adopted by the Pollution Control Board under this Act;

2. Section 12(d) of the Act, 415 ILCS 5/12(d) (1994), provides as follows:

> No person shall:
>
> d. Deposit any contaminants upon land in such place and manner so as to create a water pollution hazard;

3. Plaintiff alleges that on January 20, 1993, due to errors on the part of certain Burlington employees, including, its

dispatcher, train engineer and conductor, a train owned and operated by Burlington and traveling westbound over the site, collided head-on with a train owned and operated by Southern Pacific which was traveling eastbound. Burlington denies this allegation.

4. On January 20, 1993, when the trains collided, three diesel fuel tanks with combined fuel capacity of 10,800 gallons of fuel, ruptured, releasing approximately 5,800-6,800 gallons of diesel fuel onto the ground and into a nearby creek causing an "oily" sheen to appear on the waters in the nearby ditch and creek.

5. To date, 208 gallons of the 5,800-6,800 gallons of diesel fuel spilled at the site have been recovered via the recovery trench system installed. Burlington as the owner and operator of the site has not fully remediated the diesel fuel contaminated soil at the site.

III.

APPLICABILITY

This Consent Order shall apply to and be binding upon the State or plaintiff, Burlington and Southern Pacific. Burlington and Southern Pacific shall not raise as a defense to any action to enforce this Consent Order, the failure of any of its officers, agents, servants or employees to take such action as shall be required to comply with the provisions of this Consent Order.

IV.

COMPLIANCE WITH OTHER LAWS AND REGULATIONS

This Consent Order in no way affects the responsibilities of Burlington and Southern Pacific to comply with any other federal, state or local regulations, including but not limited to the Act, and the Board Rules and Regulations, 35 Ill. Adm. Code Subtitles A

through H.

V.

VENUE

The parties agree that the venue of any action commenced in Circuit Court for the purpose of interpretation and enforcement of the terms and conditions of this Consent Order shall be in Kane County.

VI.

SEVERABILITY

It is the intent of the parties hereto that the provisions of this Consent Order shall be severable, and should any provisions be declared by a court of competent jurisdiction to be inconsistent with state or federal law, and therefore unenforceable, the remaining clauses shall remain in full force and effect. In the event that any provision of this Consent Order and plans implemented herein shall be declared inconsistent with the provisions of the Act, 415 ILCS, 5/1 *et seq.* (1994), the provisions of the Act shall be controlling.

VII.

FINAL JUDGMENT ORDER

NOW, THEREFORE, in consideration of the foregoing, and upon the consent of the parties hereto to perform the activities to be ordered by the court, it is hereby ORDERED, ADJUDGED AND DECREED:

A. Jurisdiction

This court has jurisdiction of the subject matter herein and of the parties consenting hereto pursuant to the Act.

B. Objective

The objective of this Consent Order is to have an enforceable order which will ensure the implementation of the terms hereof, to obtain remediation of the site as is economically reasonable and technologically feasible, to assure the protection of public health, safety, welfare and the environment, and compliance with the Act, Board's Water Pollution Regulations, the Federal Clean Water Act and any applicable rules and regulations promulgated thereunder.

C. Terms of Settlement

1. Payment to the Environmental Protection Trust Fund

a. Penalty

i. Burlington and Southern Pacific shall together pay a penalty of $85,000.00 into the Illinois Environmental Protection Trust Fund. Such penalty amount shall be paid within thirty (30) days of the date of this order. This penalty shall be paid by check to the Treasurer of the State of Illinois for deposit in the Environmental Protection Trust Fund and delivered to:

Illinois Environmental Protection Agency
Fiscal Services Division
2200 Churchill Road
P.O. Box 19276
Springfield, IL 62794-9276

The name and number of the case, the Agency's incident number that was assigned to this release and Burlington's and Southern Pacific's Federal Employer's Identification Number

("FEIN") shall appear in the face of the check. Burlington's FEIN is 41-6034000. Southern Pacific's FEIN is 94-600123. The Agency's incident number is 930190.

ii. Burlington and Southern Pacific are jointly and severally liable for the $85,000.00 civil penalty required in Section VII.C.1.a.i. herein.

b. Stipulated Penalties

i. In the event Burlington fails to satisfy any requirement or comply with any provision of this Consent Order, or fails to satisfy any requirement of any plaintiff-approved work plan or schedule developed pursuant to this Consent Order, Burlington shall pay to the plaintiff for payment into the Illinois Environmental Protection Trust Fund, stipulated penalties in the amount of $500.00 per day of noncompliance until such time as compliance is achieved.

ii. All penalties owed the plaintiff under this subsection VII.C.1.b. shall be payable within thirty (30) days of the date Burlington knows or should have known of its noncompliance with any provision of the Consent Order.

iii. All penalties shall begin to accrue on the day that complete performance is due and continue to accrue through the final day of

correction of the non-compliance.

iv. All stipulated penalties shall be paid by check made payable to the Treasurer of the State of Illinois for deposit in the Environmental Protection Trust Fund and delivered to:

Illinois Environmental Protection Agency
Fiscal Services Division
2200 Churchill Road
P.O. Box 19276
Springfield, Illinois 62794-9276

The name and number of the case and Burlington's Federal Employer's Identification Number ("FEIN") shall appear on the face of the check.

v. The stipulated penalties shall be enforceable by the plaintiff and shall be in addition to and shall not preclude the use of any other remedies or sanctions arising from Burlington's failure to comply with the Consent Order.

c. Past Response Costs

Within thirty (30) days of entry of the Consent Order, Burlington shall pay the amount of $1,430.55 in satisfaction of claim(s) the plaintiff may have for all investigation, response, and oversight costs that occurred prior to the entry of this Consent Order. The $1,430.55 payment required herein shall be paid to the Treasurer of the State of Illinois designated to the Hazardous Waste Fund with the Emergency Oversight number, 930190 on the face of the check, and submitted to:

Illinois Environmental Protection Agency
Fiscal Services Division
2200 Churchill Road
P.O. Box 19276
Springfield, IL 62794-9276

d. Future Response Costs

Subject to Section F below, Burlington shall reimburse the Agency for any response and oversight cost incurred subsequent to the entry of this Consent Order. The Agency agrees to submit to Burlington, on a quarterly or annual basis at its discretion, a detailed accounting that shall include a summary of response and oversight activities performed, a detailed summary of all expenses claimed and a statement that the expenses have actually been incurred. Upon request, the Agency shall provide Burlington with copies of all receipts and other documents evidencing such expenditures, excluding actual Agency employee signed timesheets. No reimbursement shall be required for the costs for which no documentation was provided, until such time as the required documentation is provided for such costs. Said detailed accounting shall include all response and oversight costs incurred pursuant to this Consent Order by the Agency with respect to this Consent Order after the effective date of this Consent Decree. Specifically relating to the issue of future response cost only, where the Dispute Resolution provision of Section F is invoked herein in good faith, each party to bear its own legal costs associated with the resolution of the future response costs dispute.

Within thirty (30) days of receipt of the accounting required herein, any payments required herein shall be paid to the Treasurer of the State of Illinois designated to the

Hazardous Waste Fund on the check, and submitted to:

Illinois Environmental Protection Agency
Fiscal Services Division
2200 Churchill Road
P.O. Box 19276
Springfield, IL 62794-9276

e. The name and number of the case and Burlington's Federal Identification Number ("FEIN") shall appear on the face of all checks required herein.

f. Interest on Penalty

Pursuant to Section 42(g) of the Act, 415 ILCS 5/42(g) (1994), interest shall accrue on any penalty amount not paid within the time prescribed herein, at the maximum rate allowable under Section 1003(a) of the Illinois Income Tax Act, 35 ILCS 5/1003(a) (1994).

i. Interest on unpaid penalties shall begin to accrue from the date the penalty payment is due and continue to accrue to the date payment is received.

ii. Where partial payment is made on any payment amount that is due, such partial payment shall be first applied to any interest on unpaid penalties then owing.

iii. All interest on penalties owed the plaintiff, shall be paid by certified check payable to the Treasurer of the State of Illinois for deposit in the Environmental Protection Trust Fund and delivered to:

Illinois Environmental Protection Agency
Fiscal Services Division
2200 Churchill Road
P.O. Box 19276
Springfield, IL 62794-9276

The name and number of the case and Burlington's Federal Identification Number ("FEIN") shall appear on the face of the check.

2. Fuel Containment and Recovery Activities

Burlington shall minimize the impact to the environment from the approximately 5,800 - 6,800 gallons of diesel fuel spilled and released at the site. The following is designed to achieve this objective:

a. On approximately February 14, 1994, Burlington provided to Plaintiff, a report titled, Phase I Emergency Fuel Containment ("Phase I Report"), which outlined the activities and measures implemented by Burlington in its initial response to contain, the 5,800 - 6,800 gallons of diesel fuel spilled and released at the site. These included the following:

i. On January 20, 1993, absorbent material was placed in the creek immediately north of the site where fuel was ponding.

ii. Shallow cut-off trenches were dug on either side of the tracks in the area of the spill and two (2) over and under dams were constructed.

iii. Booms were deployed at the east end of the storm sewer and at the west end of the storm sewer where such storm sewer discharges.

iv. From February 8 - 10, 1993, four soil borings were installed and completed as monitoring wells on each side of the track in the area of the diesel fuel release. Four additional monitoring wells were installed downgradient of the area of the diesel fuel spill.

b. In approximately March, 1993, Burlington retained the services of Radian Corporation ("Radian"), an Engineering firm, to characterize the subsurface extent of any diesel fuel contamination of the site, and to implement a diesel fuel recovery system. These included but were not limited to the following activities:

i. Soil and groundwater samples were obtained and analyzed for total petroleum hydrocarbons ("TPH"). The result from such sampling activity showed diesel fuel contamination of the area soil and groundwater. Free diesel fuel was also observed in one of the monitoring wells.

ii. Between April 2, 1993 and August 17, 1993, a groundwater intercepter trench with a groundwater depression pump and scavenger pump was installed to remove free diesel fuel from the groundwater.

iii. On May 30, 1993, a Wastewater Discharge Permit IWDP-029 was issued by the Aurora Sanitary District ("Sanitary District") for the discharge of groundwater from Burlington's remediation system to the sanitary district sewer. 525,360 gallons of groundwater have been pumped and discharged to the sanitary district sewer.

iv. The Phase I Report provided for a Phase II Follow-up Response which included among other things, the performance of a supplemental site characterization and evaluation of remedial options.

c. Effective immediately, Burlington shall at all times maintain in good working order its diesel fuel containment and recovery system.

d. Effective immediately and continuing until the site, including the soil and groundwater, and off-site areas are remediated to meet any and all Agency-approved closure criteria established for this site, Burlington shall continue to monitor its diesel fuel containment and recovery system and implement as appropriate, all measures designed to prevent the diesel fuel spilled and released at its site, from migrating further off-site.

e. No later than sixty (60) days of entry of this Consent Order, Burlington shall prepare and provide to the plaintiff and the Agency, a report which

summarizes all fuel containment, recovery, remediation, monitoring and maintenance activities conducted at the site since the January 20, 1993 diesel fuel release. Burlington shall also document in said report all soil and groundwater analyses conducted at the site from January 20, 1993 to the date of entry of this Consent Order. Burlington shall also include copies of all analytical results and all boring logs obtained during this period of time.

3. Identified Response Action

Burlington shall determine the extent to which the soil and groundwater are impacted by the diesel fuel released, and shall remediate the site including the soil and groundwater and any off-site impacted area(s) to achieve the Agency-approved closure criteria established for the site and to prevent further migration of the released and unrecovered diesel fuel. The following is designed to achieve this requirement:

a. Beginning not later than forty-five (45) days from the date of entry of this Consent Order, Burlington's Engineering Consultant shall prepare and provide to the plaintiff and the Agency for review and approval, a draft Phase II Work Plan ("Work Plan") and schedule for all of the activities required herein. This Work Plan shall include a detailed description of the procedures for the conduct of a study to determine the technical feasibility of in-situ bioremediation and soil

flushing as well as other technologically feasible technologies to address soil and groundwater remediation on and off-site. The Work Plan shall also include the activities to be performed for the characterization of the soil and groundwater, the identification of potential pathways of migration of the diesel fuel contaminated soil and groundwater, and identification of potentially affected human and environmental receptors. The Work Plan shall also propose the site closure criteria for the plaintiff and Agency approval. Such approval shall not be unreasonably withheld. The plaintiff shall have thirty (30) days for the review of this Work Plan. The plaintiff may extend the time for review by a period not to exceed fourteen (14) days by notifying Burlington prior to the expiration of the initial thirty (30) day review period.

i. If the plaintiff accepts the Phase II Work Plan required in paragraph VII.C.3.a. above, Burlington shall implement said Work Plan in accordance with the schedule contained therein.

ii. If the plaintiff objects to any recommended activity, or requires any additional activity to be performed by Burlington, it shall provide Burlington with a detailed statement as to reasons for its objections, including the specific type of information which the plaintiff deems Burlington did not provide in

the Phase II Work Plan, or the specified activity Burlington is required to perform.

iii. Within thirty (30) days of receipt of any Phase II Work Plan disapproval or modification, Burlington shall submit a revised Phase II Work Plan to the plaintiff which incorporates the modifications required by the plaintiff, or shall invoke the Dispute Resolution provisions of Section VII.F. below. If Burlington fails to initiate the Dispute Resolution procedures within the thirty (30) day time period specified herein, Burlington shall be deemed to have agreed to the specified modifications.

iv. In the event that the Dispute Resolution provision of paragraph VII.F. herein, is invoked, within twenty-one (21) days from the date of the resolution, of the dispute, Burlington shall provide to the plaintiff a revised Phase II Work Plan consistent with the results of the Dispute Resolution addressing Plaintiff's comments. Plaintiff shall have thirty (30) days to review this revised Phase II Work Plan.

v. Burlington shall initiate and complete the implementation of the Phase II Work Plan including the study of the technical feasibility of in-situ bioremediation and soil flushing or other possible technologies to

address soil and groundwater remediation on and off-site, within the time frame specified in any Phase II Work Plan approved by the Plaintiff.

b. Within forty-five (45) days of the completion of all activities required pursuant to the plaintiff-approved Phase II Work Plan, the engineering consultant shall prepare a draft report of all Phase II activities performed. This draft report shall be submitted to the plaintiff and the Agency for review and comments. The draft report shall document the study process including copies of all drawings indicating all materials and equipment examined in the study. The report shall also include, Burlington's determination of technical feasibility of in-situ bioremediation and soil flushing or other technologies to address soil and groundwater remediation on and off-site, all findings of Burlington's site characterization including results of the groundwater sampling analyses, and all identified potential pathways for migration of the diesel fuel contaminated soil and groundwater and the potentially affected human and environmental receptors. This draft report shall also include any and all recommended remedies including but not limited to in-situ bioremediation and soil flushing to remediate the site, as well as other technologies to remediate soil and groundwater on and off-site.

Plaintiff shall have thirty (30) days to comment on the draft report.

c. Within thirty (30) days of receiving plaintiff's comments, Burlington shall provide to the Plaintiff a final report which shall incorporate the Plaintiff's comments. Concurrent with this report, Burlington shall notify the plaintiff and the Agency in writing, of the action(s) to be taken by Burlington to remediate the site, including soil and groundwater.

d. If Burlington proposes not to remediate the site, including the soil and groundwater contamination, or proposes an alternative remedial measure not outlined in its final report, the notification required in Section VII.C.3.c. above shall set forth in detail, all reasons for either the non-action or the alternative remedial action being proposed.

e. The plaintiff retains the right to among other things, rebut and/or reject Burlington's selection of a particular remedial action or its decision of non-action or selection of an alternative remedial action not outlined in its final report and pursuant to Section VII.F. of this Consent Order, request that the Kane County Circuit Court decide the propriety of Burlington's decision.

f. If Burlington proposes to remediate the site, including the soil and groundwater, the notification required in Section VII C.3.c. above, must also

include for review and approval, a work plan for implementation of the selected remedial activity. The work plan shall detail all soil and groundwater remedial activities to be performed at the site and the date(s) on which all such activities will be implemented. The Work Plan shall also propose the site closure criteria for the plaintiff and Agency approval. Such approval shall not be unreasonably withheld.

i. If the plaintiff accepts the work plan for implementation of selected remedial activities required in paragraph VII.C.3.f. above, Burlington shall implement the work plan in accordance with the schedule contained therein.

ii. If the plaintiff objects to any recommended activity, or requires any additional activity or work to be performed by Burlington, it shall provide Burlington with a detailed statement as to the reasons for its objections, including the specific type of information which the plaintiff deems Burlington did not provide in the work plan, or the specific activity or work Burlington is required to perform.

g. Within thirty (30) days of receipt of any work plan disapproval or modification, Burlington shall submit a revised work plan to the plaintiff which incorporates the modifications required by the plaintiff, or shall invoke the Dispute Resolution

provisions of Section VII.F. below. If Burlington fails to initiate the Dispute Resolution procedures within the thirty (30) day time period specified herein, Burlington shall be deemed to have agreed to the specified modifications.

h. In the event that the Dispute Resolution provision of paragraph VII.F. herein, is invoked, within thirty (30) days from the date of the resolution of the dispute, Burlington shall provide to the plaintiff a revised work plan consistent with the results of the Dispute Resolution, addressing plaintiff's comments. Plaintiff shall have thirty (30) days to review this revised work plan.

i. Beginning thirty (30) days after Burlington commences the soil and groundwater remediation activities, and monthly for six (6) months and quarterly thereafter until the completion of all such remediation activities, Burlington shall provide to the plaintiff and the Agency reports of the progress of all remediation activities being conducted at the site.

j. Burlington shall initiate and complete all soil and groundwater remediation activities in accordance with the requirements of the plaintiff-approved Work Plan and in accordance with any and all schedule contained therein.

4. Project "Close-Out" Report

a. Subject to Section VII.C.3.d. and e. above, not

later than sixty (60) days of the completion of all remedial activities at the site, including soil and groundwater remediation, Burlington shall prepare and submit to the plaintiff and the Agency a project "close-out" report. This report shall include at a minimum the following:

i. A summary of all data required to be collected pursuant to this Consent Order, including sampling data from the soil and the groundwater monitoring wells.

ii. A certification by an Illinois Registered Professional Engineer that the requirements pursuant to this Consent Order have been met consistent with the objectives of the Consent Order, including the achievement of the Agency-approved closure criteria. The certification shall also include his/her conclusion(s) regarding the condition of the site, including the soil and groundwater.

iii. A compilation of each written report previously prepared and provided to the plaintiff pursuant to Section VI.C.3. above.

iv. All laboratory reports and boring logs referenced in the data summary required herein.

b. Plaintiff shall have ninety (90) days to review and provide comment(s) on the project "close-out" report required herein. The plaintiff may extend this time for review for a period not to exceed thirty (30)

days, by notifying Burlington in writing prior to the expiration of the initial (90) day review period.

c. Within seven (7) days following the completion of its review, the plaintiff shall notify Burlington in writing whether plaintiff accepts or rejects the project "close-out" report.

d. If the plaintiff accepts the project "close-out" report provided by Burlington, the report shall then be filed by the parties with this Court as an amendment to this Consent Order, within fourteen (14) days of the date of the acceptance notification.

e. If the plaintiff rejects the project "close-out" report provided by Burlington it shall provide Burlington with a detailed statement as to the reasons for its rejection, including any insufficiency found in the evaluation of the remediation activities conducted on and off-site and the completeness of such remediation, the specified type of information which the plaintiff deems Burlington did not provide in the report or other deficiencies contained therein. Plaintiff reserves its right to seek judicial intervention pursuant to Section VII.F. below to resolve any dispute regarding the project "close-out" report.

D. Certification and Reports

1. All certifications, correspondence(s), documents,

notifications, reports, plans, scope of work, studies, and any other documentation required by this Consent Order shall be submitted in writing and sent by certified mail or any other form of mail delivery which records the date of receipt, to the plaintiff and the Agency at the addresses which appear below or to such other addresses which the plaintiff and the Agency may hereafter designate in writing.

John Waligore
Assistant Counsel
Illinois EPA
P.O. Box 19276
2200 Churchill Road
Springfield, IL 62794-9276

RoseMarie Cazeau
Senior Assistant Attorney General
Environmental Bureau
Illinois Attorney General's Office
100 W. Randolph Street, 11th Flr.
Chicago, Illinois 60601

Stan Komperda
Bureau of Land
Illinois EPA
2200 Churchill Road
Springfield, IL 62794

Michele Niermann
Assistant State's Attorney
Kane County State's Attorney's Office
Kane County Judicial Center
37 W 777 Route 38, Suite 300
St. Charles, IL 60175-7535
Chicago, Illinois 60601

Dennis Ahlberg
Emergency Response Unit
Illinois EPA
2200 Churchill Road
Springfield, IL 62794

Howard Chinn, P.E.
Chief Engineer
Illinois Attorney General's Office
100 W. Randolph Street, 11th Flr.
Chicago, IL 60601

2. All documents including plans, approvals and all other correspondences to be submitted to Burlington pursuant to this Consent Order shall be sent to:

Michael L. Sazdanoff, Esq.
Kenneth J. Wysoglad & Associates
Suite 10028
2200 West Monroe Street
Chicago, Illinois 60606

Greg Jeffries, Manager
Environmental Operations
Burlington Northern Railroad Co.
4105 Lexington Avenue
North Arden Hills, MN 55126

Elizabeth Hill
Law Department
Burlington Northern Rail Co.
3800 Continental Plaza
777 Main Street
Fort Worth, TX 76102

E. Cease and Desist

Burlington and Southern Pacific shall cease and desist from violation of the Act, any and all of 35 Ill. Adm. Code, Subtitle C, and any and all federal laws and regulations except as specifically provided in this Consent Order. Burlington shall at all times properly operate and maintain its site and take all reasonable measures to prevent releases which violate the Act and the Board's Air Pollution Regulations, in accordance with the Compliance Plan set forth in Section VII.C.

F. Dispute Resolution

The parties shall use their best efforts to resolve all disputes or differences of opinion arising with regards to this Consent Order, informally and in good faith. If, however, disputes arise concerning this Consent Order which the parties are unable to resolve informally, either party may, by written motion, request that an evidentiary hearing be held before the Kane County Circuit Court to resolve the dispute between the parties.

Burlington shall have the burden of persuasion, by a preponderance of the evidence, on all issues concerning the activities required in Sections VII.C.2., VII.C.3. and VII.C.4. of this Consent Order. Except as specifically provided herein and in Section VII.G. below, the rules of civil procedure shall govern these proceedings.

G. Force Majeure

1. Force Majeure for purposes of this Consent Order is defined as any event arising from causes beyond the control of Burlington which delays or prevents the performance of any obligation under this Consent Order. "Force Majeure" shall not include increased costs or expenses associated with performance of the obligations under this Consent Order.

2. When an event occurs which will delay the timely completion of any obligation under this Consent Order, whether or not caused by a force majeure event, Burlington shall promptly notify the plaintiff and the Agency in writing within forty-eight (48) hours of the occurrence of the event. Within ten (10) days of the occurrence of the event which Burlington contends will be responsible for a delay, Burlington shall also provide to the plaintiff and the Agency in writing, the reason(s) for and anticipated duration of such delay, the measures taken and to be taken by Burlington to prevent or minimize the delay, and the timetable for implementation of such measures. Failure to provide the 48-hour notice and/or provide the 10-day follow-up written explanation to the plaintiff and the Agency in a timely manner, shall constitute a waiver of any claim of force majeure.

3. If within thirty (30) days of the date of Burlington's 48-hour notification, the plaintiff agrees that a delay is or will be attributable to a force majeure event, the parties shall modify the relevant schedules to provide such additional time as may be necessary to allow the completion of the specific obligation.

4. If the plaintiff and Burlington cannot agree whether the reason for the delay was a force majeure event, or whether the duration of the delay is or will be warranted under the circumstances, Burlington may invoke the Dispute Resolution provisions of paragraph VII.F. of this Consent Order. However, Burlington invoking the Dispute Resolution provisions of Section VII.F. is not in and of itself a force majeure event. Burlington has the burden of proving force majeure by a preponderance of the evidence.

H. Right of Entry

In addition to any other authority, the Agency, its employees and representatives, and the plaintiff his agents and representatives, in accordance with constitutional limitations, shall have the right of entry into and upon Burlington's site which is the subject of this Consent Order, at all reasonable times, with twenty-four (24) hours notice, for the purposes of carrying out inspections including taking photographs, collecting samples, collecting information, and enforcing the terms of this Consent Order.

The individuals conducting any inspections of the site shall make all reasonable attempts to ensure that inspection activities will not impede the safe and efficient operation of rail traffic at the site. Further, the individuals conducting the inspections will comply with reasonable site safety rules and regulations in effect at the site at the time of such inspections. A copy of Burlington's Safety Rules and Regulations were provided to the plaintiff.

I. Transfer of Interest

No less than thirty (30) days prior to any transfer by Burlington of an ownership interest and/or control in the Burlington's site, Burlington shall notify the plaintiff and the Agency of the transfer, as provided in Section VII.D.1. Burlington shall also notify the transferee of this Consent Order and provide to the transferee a copy of this Consent Order. Burlington shall include in any agreement or contract for such transfer a provision requiring the transferee to implement the compliance plan contained in Section VII.C. herein. In any event, Burlington shall remain responsible for the completion of all activities specified herein.

J. Covenant Not to Sue

1. Southern Pacific

Upon receipt of Southern Pacific's payment of a $85,000.00 penalty jointly with Burlington and commitment to refrain from future violations of the Act, the plaintiff or State covenants not to sue or bring any civil, judicial or administrative action against Southern Pacific for known violations of the Act which were the subject matter of the Consent Order herein. In the event the $85,000.00 penalty is not paid, the State shall be released from this covenant not to sue.

Further, nothing in this Consent Order shall be construed as a waiver by the plaintiff of the right to redress future violations of the Act, the Board's regulations, or this Consent Order, or to obtain penalties with respect thereto.

2. Burlington

Upon receipt of Burlington's payment of a $85,000.00 penalty

jointly with Southern Pacific and the payment of past costs of $1,430.55 and the actions Burlington has taken to date, the completion of all actions required pursuant to this Consent Order and commitment to reimburse the plaintiff its future response and oversight costs and to refrain from future violations of the Act, the plaintiff or State covenants not to sue or bring any civil, judicial or administrative action against Burlington for known violations of the Act which were the subject matter of the Consent Order herein. In the event any money owing the State is not paid and/or Burlington refuses or fails to perform to completion all actions required by this Consent Order, the State shall be released from this covenant not to sue.

Further, nothing in this Consent Order shall be construed as a waiver by the plaintiff of the right to redress future violations of the Act, the Board's regulations, or this Consent Order, or to obtain penalties with respect thereto.

K. Enforcement of Consent Order

Upon entry of this Consent Order, any party hereto, upon motion, may reinstate these proceedings solely for the purpose of enforcing the terms and conditions of this Consent Order. This Consent Order is a binding and enforceable Order of the Court and

may be enforced as such through any and all available means.

PEOPLE OF THE STATE OF ILLINOIS
ex rel. JAMES E. RYAN,
Attorney General of the
State of Illinois

MATTHEW J. DUNN, Chief
Environmental Enforcement Division

Date: 1/18/96 By: _____
WILLIAM D. SEITH, Chief
Environmental Bureau
Assistant Attorney General

ex rel. DAVID R. AKEMANN,
State's Attorney of
Kane County, Illinois

By: _____
PATRICIA JOHNSON-LORD
Chief, Civil Division

ILLINOIS ENVIRONMENTAL PROTECTION AGENCY

Date: 1/11/96 By: _____
JOSEPH E. SVOBODA
General Counsel

BURLINGTON NORTHERN RAILROAD COMPANY

Date: 1/3/96 By: L. Elizabeth Hill

Title: Attorney

SOUTHERN PACIFIC
TRANSPORTATION COMPANY,
subsidiary of SOUTHERN PACIFIC RAIL
CORPORATION, and SPCSL Corp.

Date: 1/9/96 By: _____

Title: Asst. Gen. Attorney

MELVIN E DUNN

Entered: FEB 05 1996 _____
Judge

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01-1270

ThermoRetec Consulting Corporation
St. Paul, MN 55101-1957

April 2, 2001

RECEIVED

APR 0 9 2001

REVIEWER MM

ORIGINAL

ThermoRetec
Smart Solutions. Positive Outcomes.
(651) 222-0841 Phone
(651) 222-6914 Fax
www.thermoretec.com

0439975008
Burlington Northern
SF/Tech

Mr. Stanley F. Komperda
Project Manager
Remedial Project Management Section
Illinois Environmental Protection Agency
2200 Churchill Road
Springfield, Illinois 62794-9276

**RE: Site Closure Request, Diesel Fuel Spill Site - Eola, Illinois (BN100-01908-810)
IEPA Incident No. 930190**

Dear Mr. Komperda:

On behalf of The Burlington Northern and Santa Fe Railway Company (BNSF), ThermoRetec Consulting Corporation (ThermoRetec) is providing additional information to the Illinois Environmental Protection Agency (IEPA) so that a Site Closure Request can be considered for the diesel fuel spill site located in Eola, Illinois (Site).

On November 6, 1998, ThermoRetec submitted a Project Close-Out Report (Report) for the Site. The purpose of the Report was to provide the IEPA with information that supported site-closure. The Report contents are summarized below:

- Incident summary
- Introduction of past submittals
- Results of additional site investigation activities conducted on and off BNSF property to further characterize the Site
- Description of the selected remedial alternative
- Results of the *in situ* bioremediation pilot study conducted at monitoring wells MW-5 and MW-14
- Results of a final groundwater monitoring event conducted on July 15, 1998

EXHIBIT B

A copy of the Project Closeout Report is provided in Attachment A.

Based on results of the groundwater monitoring event conducted on July 15, 1998, Tier 1 Tiered Approach to Cleanup Objectives (TACO) remediation objectives were not exceeded. Therefore, the project closeout request was submitted to the IEPA.

RECEIVED

APR 0 5 2001

ThermoRetec

On several occasions since submittal of the Project Closeout Report, ThermoRetec has inspected monitoring wells MW-5 and MW-14 for the presence of petroleum product. Petroleum product was not observed during any of the inspections.

Based on the results of the groundwater sampling conducted in 1998 that indicates groundwater no longer exceeds the Tier 1 TACO standards and inspections of MW-5 and MW-14 that indicates petroleum product has been recovered to the extent practical in both wells, ThermoRetec requests that the Site be closed.

If you have any questions, please call me at (651) 222-0841 or Mr. Greg Jeffries of BNSF at (763) 782-3483.

Sincerely,

ThermoRetec Consulting Corporation

Daryl R. Beck
Environmental Engineer

DRB:smw

Attachments

cc: G. Jeffries, BNSF

ATTACHMENT A

Project Close-Out Report
November 6, 1998

RETEC

413 Wacouta Street
Suite 400
St. Paul, MN 55101
(651) 222-0841
FAX (651) 222-8914

November 6, 1998

Ms. Rose Marie Cazeau
Senior Assistant Attorney General
Environmental Bureau
Illinois Attorney General's Office
100 W. Randolph Street, 11th Floor
Chicago, Illinois 60601

RE: Project Close-Out Report, Diesel Fuel Spill Site - Eola, Illinois (3-1908-700)
IEPA Incident Number: 930190

Dear Ms. Cazeau:

On behalf of The Burlington Northern and Santa Fe Railway Company (BNSF), RETEC is providing this project close-out report (Report) to the State of Illinois and the Illinois Pollution Control Agency (IEPA) for the diesel fuel spill site located in Eola, Illinois (Site). This Report was completed in accordance with the Consent Order dated February 5, 1996, related to the spill site. The Report provides a summary of Site remediation and monitoring activities. Based on the results of the remediation and monitoring activities, RETEC recommends that the Site be closed.

The Report contains the following Attachments:

- Attachment A - Tables and Figures
- Attachment B - Analytical Laboratory Reports

SITE BACKGROUND

On January 20, 1993, a head-on collision between an eastbound Southern Pacific train and a westbound BNSF train resulted in a diesel fuel spill estimated at 5,800 to 6,800 gallons from damaged diesel tanks on locomotives of both trains. Response efforts were immediately focused on removing the injured train crews from the locomotives. Once access was permitted to the Site, it was determined that three of the seven locomotives involved in the accident had damaged fuel tanks that spilled diesel fuel.

The Site is located in Kane County, Illinois northeast of Aurora and west of Eola on BNRR trackage. The Site is located in Section 13, Township 38 North, Range 8 East and is shown on Figure 1.

On January 20, 1993, BNSF and their contractors arrived at the Site to provide emergency spill response services. A summary of the response activities is provided in the document *Status Report, Diesel Fuel Spill Site, Eola, Illinois* dated March 1996 (Status Report). The Status Report was completed in accordance with the Consent Order.

In 1993 and 1995, soil and groundwater investigations were conducted to determine the extent of impact caused by the diesel fuel release. Results of the soil and groundwater investigations are provided in the Status Report. The 1993 investigation was conducted to define the extent of impacts caused by the diesel fuel spill. The 1995 investigation was conducted to further define subsurface impacts, in particular, the area below the mainline railroad tracks.

ADDITIONAL SITE INVESTIGATION

Soil

As part of the Consent Order, additional subsurface investigation activities were conducted on and off BNSF property at the Site. Additional subsurface investigation activities are described in the document *Work Plan, Diesel Fuel Spill Site, Eola, Illinois* dated March 1996. In May 1996, four soil borings, designated SB-1 through SB-4, were conducted to determine subsurface soil impacts. These four borings were conducted on BNSF property. Locations of the soil borings are shown on Figure 2. Soil samples were collected from each of the soil borings and analyzed for benzene, toluene, ethylbenzene, and xylenes (BTEX) and polycyclic aromatic hydrocarbons (PAHs).

In March 1997, RETEC conducted the off-site portion of the additional subsurface investigation. Eleven soil borings were completed along the southern property boundary. Four of the soil borings were completed as monitoring wells. Soil samples were collected from soil borings SB-5, SB-6, MW-23, and MW-24 and analyzed for BTEX and PAHs. Soil sample results of the on- and off-site subsurface investigation are provided in Table 1. None of the soil samples collected during the on-and off-site subsurface investigations exceeded the Tier 1 corrective action objectives presented in the IEPA guidance document Tiered Approach to Corrective Action Objectives (TACO).

Groundwater

Groundwater samples were also collected during the two investigation events. In May 1996, groundwater samples were collected from monitoring wells MW-2, MW-3, MW-4, MW-6, MW-7, MW-8, MW-9, MW-10, and MW-17. In April 1997, groundwater samples were collected from MW-2, MW-3, MW-4, MW-9, MW-10, MW-21, MW-22,

MW-23, and MW-24. Sample results are provided in Table 2. Based on results of the groundwater investigation, several parameters exceeded their Tier 1 TACO corrective action objectives. In addition, petroleum product was still present in monitoring wells MW-5 and MW-14 and in the recovery trench sump.

Results of the May 1996 on-site investigation were reported to the State of Illinois and the IEPA in the document *Feasibility Study, Diesel Fuel Spill Site, Eola, Illinois* (Feasibility Study) dated June 1996. Results of the March 1997 off-site investigation were reported to the State of Illinois and the IEPA in a letter report dated June 3, 1997.

SITE REMEDIATION

Using results of the 1993, 1995, and 1996 soil and groundwater investigations, RETEC conducted a study to determine closure criteria for the Site and to select a remedial alternative to achieve closure. Results of the study are presented in the Feasibility Study. Cleanup objectives for soil and groundwater were determined using the IEPA TACO guidance manual. Site-specific closure criteria developed in the Feasibility Study are provided in Table 3.

Several technologies were screened during preparation of the Feasibility Study. The remedial alternative that was selected to remediate the Site is described below:

- Operating the existing recovery trench to collect free product and prevent free product from entering the drainage ditch.
- Installing a recovery well where monitoring well MW-14 is located and placing a hydrophobic collection sump to recover free product.
- Monitoring the progress of intrinsic bioremediation through groundwater monitoring.
- Recognizing the high-traffic railroad usage of the Site as a land use restriction.

The existing recovery trench had been installed shortly after the incident occurred. In April 1997, the IEPA accepted the remedial alternative selected in the Feasibility Study in addition to conducting a *in situ* bioremediation pilot study, which is summarized below.

Petroleum product recovered in the recovery trench sump was removed twice monthly. Recovery trench operation was suspended in July 1997, following IEPA approval, due to the insignificant amount of petroleum product being recovered. Absorbent pillows were placed in the recovery trench sump to recover residual petroleum product.

RETEC also conducted monthly inspections to recover petroleum product from monitoring wells. Absorbent booms were placed in monitoring wells MW-5 and MW-14 to recover free phase petroleum product. The absorbent booms and pillows were replaced during each monthly inspection or monitoring event.

As described above, groundwater samples were collected in 1996 and 1997 from selected Site monitoring wells. Sample results are provided in Table 2.

IN SITU BIOREMEDIATION PILOT STUDY

The objective of the *in situ* bioremediation pilot study was to evaluate the effects of increasing subsurface oxygen level on the degradation of residual petroleum product at monitoring wells MW-5 and MW-14. In June 1997, a slurry of Oxygen Release Compound (ORC) was injected in the subsurface over an area approximately 20 feet by 20 feet around each well. The ORC was installed using a high pressure injection system at an interval of 3 to 7 feet below the ground surface.

In situ bioremediation performance was monitored monthly for six months by collecting water and air samples at monitoring wells MW-5 and MW-14. The two wells were monitored from June 1997 to January 1998. Performance monitoring results were provided to the IEPA in a summary letter report dated April 7, 1998. In the summary letter report, RETEC recommended inspecting Site monitoring wells bi-monthly for six months to determine if petroleum product returned to MW-5 and MW-14. If petroleum product was not observed at the end of six months, 11 Site monitoring wells, including MW-5 and MW-14, would be sampled to determine if groundwater met the IEPA approved closure criteria listed in the Feasibility Study. Petroleum product was not observed from September 1997 through February 1998.

SITE CLOSURE EVALUATION

On July 15, 1998, monitoring wells MW-1, MW-3, MW-6, MW-9, MW-10, MW-14, and MW-21 through MW-24 were sampled. Monitoring well MW-5 was sampled on July 30, 1998. Samples were analyzed for BTEX and PAHs. Sample results are provided in Tables 2 and 4.

Groundwater at the Site has been remediated to meet closure criteria set forth in the Feasibility Study and approved by the IEPA based on the following:

- Results of the July 1998 groundwater sampling event do not exceed Tier 1 TACO corrective action objectives, except for benzo (a) anthracene at monitoring well MW-23.

- Petroleum product has not been observed in monitoring wells MW-5 and MW-14 or in the recovery trench sump since September 1997.

Benzo (a) anthracene was detected at 0.66 micrograms per liter (ug/L) in monitoring well MW-23. The Tier 1 TACO corrective action objective for benzo (a) anthracene is 0.65 ug/L. Based on a telephone conversation with Mr. Stanley Komperda of the IEPA on September 4, 1998, a Tier 2 TACO evaluation would not be required for the benzo (a) anthracene exceedence at MW-23. Therefore, RETEC recommends the Site be closed with no further action. Upon approval of this recommendation to close the Site, the monitoring wells will be sealed and the recovery trench decommissioned.

If you have any questions concerning this matter, please contact either of us at (651) 222-0841 or Mr. Jim Cunningham of BNSF at (612) 782-3483.

Sincerely,

REMEDIATION TECHNOLOGIES, INC.

Daryl R. Beck, P. E., CHMM
Environmental Engineer

Paul F. Putzier
Senior Hydrogeologist

I hereby certify that this plan, specification, or report was prepared by me or under my direct supervision and that I am a duly Registered Professional Engineer under the laws of the State of Illinois.

Kurt M. Geiser, P. E.
Environmental Engineer
Remediation Technologies, Inc.
St. Paul, Minnesota

062-046016
Registration Number

11/5/98
Date

Attachments

cc: J. Waligore - IEPA
S. Komperda - IEPA
D. Ahlberg - IEPA
M. Niermann - Kane County State Attorney's Office
H. Chinn, P. E. - Illinois Attorney General's Office
M. Sazdanoff, Esq. - Kenneth J. Wysoglad & Associates, w/o enclosure
J. Cunningham, BNSF

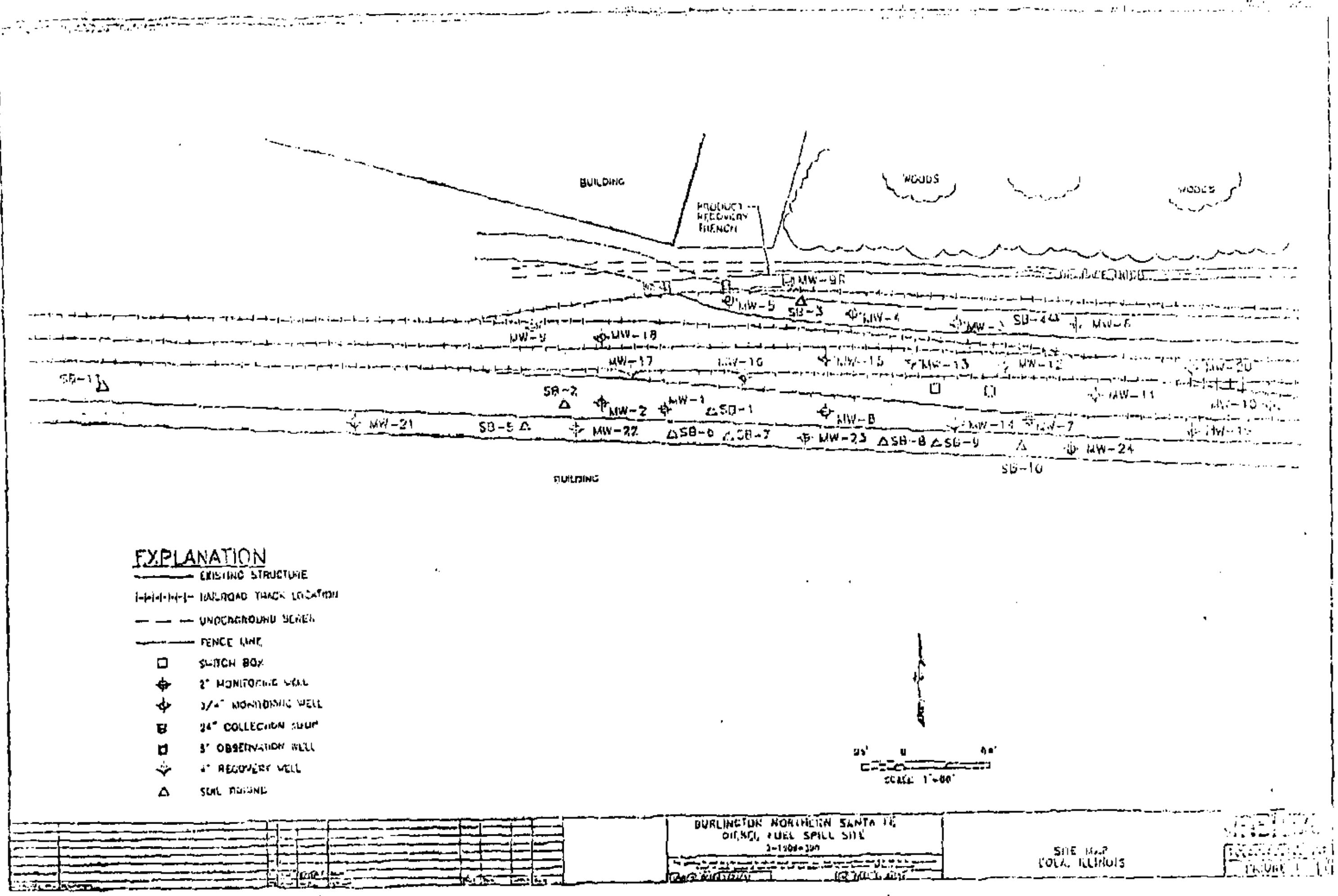
BUILDING
PRODUCT RECOVERY TRENCH
WOODS
WOODS
MW-9R
MW-5
SB-3
MW-4
MW-3
SB-4
MW-6
MW-9
MW-18
MW-17
MW-16
MW-15
MW-13
MW-12
MW-20
SB-1
SB-2
MW-2
MW-1
SB-1
MW-8
MW-11
MW-10
MW-21
SB-5
MW-22
SB-6
SB-7
MW-23
SB-8
SB-9
MW-14
MW-7
MW-19
MW-24
SB-10
BUILDING
EXPLANATION
EXISTING STRUCTURE
RAILROAD TRACK LOCATION
UNDERGROUND SEWER
FENCE LINE
SWITCH BOX
2" MONITORING WELL
3/4" MONITORING WELL
24" COLLECTION SUMP
5" OBSERVATION WELL
4" RECOVERY WELL
SOIL BORING
SCALE: 1"=80'
BURLINGTON NORTHERN SANTA FE
DIESEL FUEL SPILL SITE
SITE MAP
COLA, ILLINOIS

Table 1 - Analytical Soil Results

Sample Location	SB-1	SB-2	SB-3	SB-4	SB-5	SB-6	MW-23	MW-24
Sample Depth (feet)	2 to 5	3 to 5	3 to 4	3 to 5	4 to 6	5 to 10	4 to 6	2 to 4
Sample Date	05/14/96	05/14/96	05/14/96	05/14/96	3/12/97	3/12/97	3/12/97	3/13/97
Parameter								
Polycyclic Aromatic Hydrocarbons								
Naphthalene	81	310	<5.0	3.1	110	<1.3	45	1200
Acenaphthylene	69	<10	<10	<10	<96	<20	<23	<46
Acenaphthene	<10	36	<10	<10	140	36	<2.2	<4.4
Fluorene	96	310	<2.0	12	640	100	210	<1.2
Phenanthrene	320	850	0.90	77	1400	170	250	<0.85
Anthracene	27	180	<1.0	10	1100	140	650	760
Fluoranthene	40	49	<2.0	9.3	4300	<1.0	<1.2	<2.3
Pyrene	150	510	<1.0	32	1200	160	860	<0.23
Benzo(a)anthracene	<3.0	<3.0	<3.0	<3.0	<4.1	98	190	240
Chrysene	31	<1.0	<1.0	<1.0	1900	<0.21	2200	1500
Benzo(b)fluoranthene	32	<2.0	<2.0	<2.0	<1.8	65	130	<0.85
Benzo(k)fluoranthene	35	9.1	<1.0	1.6	<1.0	<0.21	<0.24	<0.48
Benzo(a)pyrene	50	<1.0	<1.0	5.6	<3.0	<0.63	150	<1.5
Dibenzo(a,h)anthracene	<2.0	120	<2.0	<2.0	<3.4	<0.70	<0.82	<1.6
Benzo(g,h,i)perylene	<1.0	<1.0	<1.0	<1.0	<3.0	<0.63	<0.75	<1.5
Indeno(1,2,3-c,d)pyrene	34	<1.0	<1.0	2.1	<1.5	<0.31	100	130
BTEX Compounds								
Benzene	<5*	<50	<0.5	<50	<12	<9.8	<57	<57
Toluene	2,100	<50	<0.5	<50	49	9.7	82	89
Ethylbenzene	<500	15	<0.5	<50	150	26	240	670
Xylenes	3,300	<50	<1.0	<50	370	<65	590	1100

Notes:

All concentrations reported in ug/kg.

< - Indicates analyte not detected at or above the listed detection limit.

* Reanalyzed after holding time.

Table 2 - Groundwater Analytical Results

Monitoring Well ID Sample Date	Corrective Action Objectives	MW-1 07/15/96	MW-2 05/14/96	MW-2 04/02/97	MW-3 05/14/96	MW-3 04/02/97	MW-3 07/15/96	MW-4 05/14/96
PAH by Method 8310 (ug/L)								
Naphthalene	39	6.9	3.2	19	3.2	<0.080	<0.038	<0.50
1-Methyl Naphthalene	NA	41.2	NS	NS	NS	NS	<0.04	NS
2-Methyl Naphthalene	NA	12.4	NS	NS	NS	NS	<0.034	NS
Acenaphthylene	NA	<0.6	1.3	12	<1.0	<0.39	<0.6	<1.0
Acenaphthene	2,100	4	0.47	<0.092	<1.0	<0.093	<0.041	<1.0
Flourene	1,400	2.7	1.3	4.9	0.3	0.073	<0.071	<0.10
Phenanthrene	NA	5.1	0.61	15	0.27	0.5	<0.032	<0.050
Anthracene	10,500	<0.029	0.33	<0.0079	0.051	0.093	<0.029	<0.10
Fluoranthene	1,400	<0.04	<0.10	<0.017	<0.10	0.2	<0.04	<0.10
Pyrene	1,050	0.8	0.061	<0.0059	0.064	0.18	<0.01	<0.050
Benzo(a)anthracene	0.65	0.05	<0.050	[redacted]	<0.050	0.089	<0.006	<0.050
Chrysene	7.5	0.08	<0.050	<0.0090	0.038	0.11	<0.005	<0.050
Benzo(b)fluoranthene	0.9	<0.062	<0.10	<0.018	<0.10	0.11	<0.062	<0.10
Benzo(k)fluoranthrene	0.85	<0.071	<0.050	<0.0091	0.011	0.053	<0.071	<0.050
Benzo(a)pyrene	2	<0.061	<0.050	<0.0088	0.036	0.14	<0.061	<0.050
Dibenzo(a,h)anthracene	1.5	<0.023	<0.10	<0.029	<0.10	0.037	<0.023	<0.10
Benzo(g,h,i)perylene	NA	<0.024	<0.10	<0.022	<0.10	0.15	<0.024	<0.10
Indeno(1,2,3)pyrene	2.15	<0.046	<0.10	<0.013	0.02	0.24	<0.046	<0.10
BTEX by Method 8020 (ug/L)								
Benzene	25	2.9	<0.5	4.7	<0.5	<0.47	<1.0	<0.5
Toluene	2,500	<1.0	<0.5	<5.0	<0.5	<0.50	<1.0	<0.5
Ethylbenzene	1,000	5.5	6.1	10	<0.5	<0.33	<1.1	<0.5
Xylenes	10,000	7.2	4.1	<14	<1.0	<1.4	<3.5	<1.0

Notes:

<: Parameter not detected at or above referenced detection limit

Shaded values indicate parameter concentration greater than Class II Tier 1 Groundwater Corrective Action Objective.

NA: No Tier 1 Corrective Action Objective has been established for indicated parameter.

Duplicate sample collected at MW-21.

Table 2 - Groundwater Analytical Results (Con't)

Monitoring Well ID Sample Date	Corrective Action Objectives	MW-4 04/02/97	MW-5 05/15/96	MW-6 07/16/96	MW-7 05/14/96	MW-8 05/14/96	MW-9 05/15/96	MW-9 04/02/97
PAH by Method 8310 (ug/L)								
Naphthalene	30	<0.085	<0.50	<0.036	<0.50	<0.50	<0.50	<0.085
1-Methyl Naphthalene	NA	NS	NS	<0.04	NS	NS	NS	NS
2-Methyl Naphthalene	NA	NS	NS	<0.034	NS	NS	NS	NS
Acenaphthylene	NA	<0.36	<1.0	<0.6	<1.0	<1.0	<1.0	<0.38
Acenaphthene	2,100	<0.092	<1.0	<0.041	<1.0	<1.0	<1.0	<0.092
Flourene	1,400	<0.021	<0.10	<0.071	<0.10	0.16	<0.10	<0.021
Phenanthrene	NA	<0.028	<0.050	<0.032	<0.050	<0.050	<0.050	0.15
Anthracene	10,500	<0.0079	<0.10	<0.029	<0.10	<0.10	<0.10	0.07
Fluoranthene	1,400	<0.017	<0.10	<0.04	<0.10	<0.10	<0.10	0.27
Pyrene	1,050	0.016	<0.050	<0.01	<0.050	<0.050	<0.050	0.32
Benzo(a)anthracene	0.65	<0.0078	<0.050	<0.008	<0.050	<0.050	<0.050	0.098
Chrysene	7.5	<0.0090	<0.050	<0.005	<0.050	<0.050	<0.050	0.14
Benzo(b)fluoranthene	0.9	<0.018	<0.10	<0.062	<0.10	<0.10	<0.10	0.15
Benzo(k)fluoranthrene	0.65	<0.0091	<0.050	<0.071	<0.050	<0.050	<0.050	0.084
Benzo(a)pyrene	2	<0.0088	<0.050	<0.061	<0.050	<0.050	<0.050	0.16
Dibenzo(a,h)anthracene	1.5	<0.029	<0.10	<0.023	<0.10	<0.10	<0.10	0.036
Benzo(g,h,i)perylene	NA	<0.022	<0.10	<0.024	<0.10	<0.10	<0.10	0.26
Indeno(1,2,3)pyrene	2.15	<0.013	<0.10	<0.046	<0.10	<0.10	<0.10	0.47
BTEX by Method 8020 (ug/L)								
Benzene	25	<0.47	<0.5	<1.1	<0.5	<0.5	<0.5	<0.47
Toluene	2,500	<0.50	<0.5	<1.0	<0.5	<0.5	<0.5	<0.50
Ethylbenzene	1,000	<0.33	<0.5	<1.1	<0.5	<0.5	<0.5	<0.33
Xylenes	10,000	<1.4	<1.0	<3.5	<1.0	<1.0	<1.0	<1.4

Notes:

<: Parameter not detected at or above referenced detection limit

Shaded values indicate parameter concentration greater than Class II Tier 1 Groundwater Corrective Action Objective.

NA: No Tier 1 Corrective Action Objective has been established for indicated parameter.

Duplicate sample collected at MW-21.

Table 2 - Groundwater Analytical Results (Con't)

Monitoring Well ID Sample Date	Corrective Action Objectives	MW-5 07/15/98	MW-15 05/15/98	MW-16 04/02/97	MW-19 07/16/98	MW-20 5/16/96	MW-21 04/02/97	MW-22 07/16/98
PAH by Method 8310 (ug/L)								
Naphthalene	39	<0.038	<0.50	<0.087	<0.038	[illegible]	3.7	<0.125
1-Methyl Naphthalene	NA	<0.04	NS	NS	<0.04	NS	NS	<0.138
2-Methyl Naphthalene	NA	<0.034	NS	NS	<0.034	NS	NS	<0.112
Acenaphthylene	NA	<0.6	<1.0	<0.38	<0.6	76	<0.38	<1.980
Acenaphthene	2,100	<0.041	<1.0	<0.091	<0.041	11	0.15	<0.135
Flourene	1,400	<0.071	<0.10	<0.021	<0.071	92	0.25	<0.234
Phenanthrene	NA	<0.032	0.014	<0.028	<0.032	270	0.39	<0.106
Anthracene	10,500	<0.029	<0.10	0.01	<0.029	44	0.14	<0.096
Fluoranthene	1,400	<0.04	<0.10	0.079	<0.04	19	1.1	<0.132
Pyrene	1,050	<0.1	<0.050	0.11	0.077	140	<0.0059	0.19
Benzo(a)anthracene	0.65	<0.008	<0.050	0.049	0.066	<0.50	0.041	<0.026
Chrysene	7.5	<0.005	<0.050	<0.0090	0.068	<0.50	<0.0090	<0.016
Benzo(b)fluoranthene	0.9	<0.062	<0.10	0.086	<0.062	<1.0	<0.016	<0.205
Benzo(k)fluoranthrene	0.85	<0.071	<0.050	0.044	<0.071	<0.50	<0.0091	<0.234
Benzo(a)pyrene	2	<0.061	<0.050	0.066	<0.061	0.37	<0.0068	<0.201
Dibenzo(a,h)anthracene	1.5	<0.025	<0.10	<0.029	<0.025	<1.0	<0.029	<0.076
Benzo(g,h,i)perylene	NA	<0.024	<0.10	0.078	<0.024	<1.0	<0.022	<0.079
Indeno(1,2,3)pyrene	2.15	<0.046	<0.10	0.13	<0.046	<1.0	<0.013	<0.152
BTEX by Method 8020 (ug/L)								
Benzene	25	<1.1	<0.5	<0.47	<1.1	4.7	<0.47	<1.1
Toluene	2,500	<1.0	<0.5	<0.50	<1.0	2.4	2.8	<1.0
Ethylbenzene	1,000	<1.1	<0.5	<0.33	<1.1	44	0.66	<1.1
Xylenes	10,000	<3.5	<1.0	<1.4	<3.5	48	<1.4	<3.5

Notes:

<: Parameter not detected at or above referenced detection limit.

Shaded values indicate parameter concentration greater than Class II Tier 1 Groundwater Corrective Action Objective.

NA: No Tier 1 Corrective Action Objective has been established for indicated parameter.

Duplicate sample collected at MW-21.

Table 2 - Groundwater Analytical Results (Con't)

Monitoring Well ID Sample Date	Corrective Action Objectives	Duplicate 04/02/97	MW-22 04/02/97	MW-22 07/15/98	MW-23 04/02/97	MW-23 07/15/98	MW-24 04/02/97	MW-24 07/15/98
PAH by Method 8310 (ug/L)								
Naphthalene	39	2.2	0.44	<0.038	<0.087	<0.038	<0.029	<0.036
1-Methyl Naphthalene	NA	NS	NS	<0.04	NS	<0.04	NS	<0.04
2-Methyl Naphthalene	NA	NS	NS	<0.034	NS	<0.034	NS	<0.034
Acenaphthylene	NA	<0.38	<0.38	<0.6	<0.38	<0.6	<0.39	<0.6
Acenaphthene	2,100	0.14	1.0	1.15	<0.091	1.25	<0.094	<0.041
Flourene	1,400	0.23	0.44	0.57	5.5	1.12	0.056	<0.071
Phenanthrene	NA	0.30	1.4	<0.032	2.0	<0.032	0.46	<0.032
Anthracene	10,500	0.41	2.2	<0.029	3.7	<0.029	<0.0080	<0.029
Fluoranthene	1,400	<0.017	2.2	0.7	<0.017	<0.04	0.15	<0.04
Pyrene	1,050	<0.0058	3.0	0.4	12	0.44	0.22	0.02
Benzo(a)anthracene	0.65	0.022	0.87	0.15	[illegible]	0.66	[illegible]	<0.008
Chrysene	7.5	<0.0090	<0.0090	0.19	<0.0090	0.13	0.049	<0.005
Benzo(b)fluoranthene	0.9	<0.018	<0.018	<0.062	[illegible]	<0.062	<0.019	<0.062
Benzo(k)fluoranthene	0.65	<0.0090	<0.0090	<0.071	0.44	<0.071	0.025	<0.071
Benzo(a)pyrene	2	<0.0087	<0.0087	<0.061	<0.0087	<0.061	0.014	<0.061
Dibenzo(a,h)anthracene	1.5	<0.029	<0.029	<0.023	<0.029	<0.023	<0.029	<0.023
Benzo(g,h,i)perylene	NA	<0.022	<0.022	<0.024	<0.022	<0.024	<0.022	<0.024
Indeno(1,2,3)pyrene	2.15	<0.013	<0.013	<0.046	<0.013	<0.046	<0.014	<0.046
BTEX by Method 8020 (ug/L)								
Benzene	25	<0.47	<0.47	<1.1	<2.4	<1.1	<0.47	<1.1
Toluene	2,500	2.7	4.8	1.1	<2.5	<1.0	7.4	<1.0
Ethylbenzene	1,000	0.72	0.9	<1.1	<1.7	<1.1	0.34	<1.1
Xylenes	10,000	<1.4	<1.4	<3.5	<7.0	<3.5	<1.4	<3.5

Notes:

<: Parameter not detected at or above referenced detection limit

Shaded values indicate parameter concentration greater than Class II Tier 1 Groundwater Corrective Action Objective.

NA: No Tier 1 Corrective Action Objective has been established for indicated parameter.

Duplicate sample collected at MW-21.

Table 3 - TACO Tier 1 Soil and Groundwater Cleanup Objectives

Parameter	Soil Cleanup Objectives (ug/Kg)	Class II Groundwater Cleanup Objectives (ug/L)
Polycyclic Aromatic Hydrocarbons		
Naphthalene	47,000	39
Acenaphthene	1,000,000	2,100
Fluorene	800,000	1,400
Anthracene	21,500,000	10,500
Fluoranthene	4,900,000	1,400
Pyrene	7,000,000	1,050
Benzo(a)anthracene	3,500	0.65
Chrysene	5,000	7.5
Benzo(b)fluoranthene	8,000	0.9
Benzo(k)fluoranthene	20,000	0.85
Benzo(a)pyrene	800	2
Dibenzo(a,h)anthracene	800	1.5
Indeno(1,2,3-c,d)pyrene	8,000	2.15
BTEX Compounds		
Benzene	100	25
Toluene	12,500	2,500
Ethylbenzene	7,000	1,000
Xylenes	74,000	10,000

Table 4. Bioremediation Performance - Analytical and Field Results

Parameter	MW-5								
	6/9/97	7/15/97	8/14/97	9/25/97	10/29/97	12/4/97	2/10/98	2/30/98	
BTEX (ug/L)									
Benzene	<1.1	NS	NS	<1.1	NS	NS	<1.1	<1.1	22
Toluene	<1.0	NS	NS	<1.0	NS	NS	<1.0	<1.0	2,500
Ethylbenzene	<1.1	NS	NS	<1.1	NS	NS	<1.1	<1.1	1,000
Xylenes	<3.5	NS	NS	<3.5	NS	NS	<3.5	<3.5	10,000
Polycyclic Aromatic Hydrocarbons (ug/L)									
1-Methyl Naphthalene	7.8	NS	NS	3.7	NS	NS	<0.04	<0.132	NA
2-Methyl Naphthalene	5.6	NS	NS	<0.112	NS	NS	<0.034	<0.112	NA
Acenaphthene	<0.825	NS	NS	<0.135	NS	NS	<0.041	<0.135	2,100
Acenaphthylene	<1.452	NS	NS	<1.98	NS	NS	<0.6	<1.980	NA
Anthracene	<0.049	NS	NS	<0.096	NS	NS	<0.029	<0.096	10,500
Benzo(a)anthracene	<0.033	NS	NS	<0.026	NS	NS	<0.008	<0.026	0.05
Benzo(a)pyrene	<0.033	NS	NS	<0.201	NS	NS	<0.061	<0.201	2
Benzo(b)fluoranthene	<0.033	NS	NS	<0.205	NS	NS	<0.062	<0.205	0.05
Benzo(ghi)perylene	<0.099	NS	NS	<0.079	NS	NS	<0.023	<0.079	NA
Benzo(k)fluoranthene	<0.033	NS	NS	<0.234	NS	NS	<0.071	<0.234	0.05
Chrysene	<0.066	NS	NS	0.15	NS	NS	<0.005	<0.016	5
Dibenzo(ah)anthracene	<0.033	NS	NS	<0.076	NS	NS	<0.023	<0.076	0.5
Fluoranthene	0.9	NS	NS	5	NS	NS	<0.04	0.82	1,500
Fluorene	1	NS	NS	1.5	NS	NS	<0.071	0.31	1,500
Indeno(1,2,3-cd)pyrene	<0.033	NS	NS	<0.152	NS	NS	<0.046	<0.152	2.15
Naphthalene	<0.792	NS	NS	<0.125	NS	NS	<0.038	<0.125	50
Phenanthrene	5.3	NS	NS	<0.106	NS	NS	<0.032	<0.106	NA
Pyrene	<0.066	NS	NS	<0.033	NS	NS	<0.01	0.28	1,050
Total Petroleum Hydrocarbons (mg/L)									
TPH as Gasoline	0.4	0.6	0.3	0.3	0.4	1,190	<0.2	NS	NA
TPH as Fuel Oil	1.6	2.8	1.3	1	1.5	9,400	0.9	NS	NA
Dissolved Oxygen - Water (mg/L)	1.2	3.3	5.75	1.3	0.44	10.65	2.0	NS	NA
Oxygen - Soil Gas (%)	9	4	3	NS	11	9	4	NS	NA
Carbon Dioxide - Water (mg/L)	88	131	61	87.1	123	62.7	73.9	NS	NA
Carbon Dioxide - Soil Gas (%)	6	0.5	1	1	2	4	2	NS	NA
Reduction Oxidation Potential (mV)	-125	-124.6	-149.6	-181.2	-68.4	100.1	155.8	NS	NA

Notes:

ug/L: Micrograms per liter

mg/L: Milligrams per liter

mV: Millivolts

<: Indicates compound was not detected at or above reported laboratory detection limit

NA: Not Applicable

NS: Not sampled

Table 4 Bioremediation Performance - Analytical and Field Results (Con't)

Parameter	MW-1a								
	3/10/97	7/15/97	8/13/97	9/26/97	10/29/97	12/4/97	1/12/98	7/17/98	[illegible]
BTEX (ug/L)									
Benzene	4.6	NS	NS	7.8	NS	NS	1.8	1.3	25
Toluene	1.8	NS	NS	9	NS	NS	<1.0	2.9	2,000
Ethylbenzene	15	NS	NS	28	NS	NS	10.2	4.7	1,400
Xylenes	9.2	NS	NS	23	NS	NS	6	<3.5	10,000
Polycyclic Aromatic Hydrocarbons (ug/L)									
1-Methyl Naphthalene	18	NS	NS	<0.04	NS	NS	<0.132	6.7	NA
2-Methyl Naphthalene	20	NS	NS	<0.034	NS	NS	<0.112	<0.034	NA
Acenaphthene	<1.25	NS	NS	<0.041	NS	NS	0.9	2.2	2,100
Acenaphthylene	<2.2	NS	NS	<0.6	NS	NS	<1.98	<0.6	NA
Anthracene	<0.15	NS	NS	<0.029	NS	NS	<0.096	0.24	10,000
Benzo(a)anthracene	<0.05	NS	NS	<0.008	NS	NS	<0.026	0.11	0.05
Benzo(a)pyrene	<0.05	NS	NS	<0.061	NS	NS	<0.201	<0.061	2
Benzo(b)fluoranthene	<0.05	NS	NS	<0.062	NS	NS	0.26	<0.062	0.05
Benzo(ghi)perylene	<0.15	NS	NS	<0.024	NS	NS	<0.079	<0.024	NA
Benzo(k)fluoranthene	<0.05	NS	NS	<0.071	NS	NS	<0.234	<0.071	0.5
Chrysene	<0.1	NS	NS	0.64	NS	NS	<0.016	<0.005	n
Dibenzo(ah)anthracene	<0.05	NS	NS	<0.023	NS	NS	<0.076	<0.023	1.5
Fluoranthene	<0.15	NS	NS	1.3	NS	NS	<0.132	1.4	1,500
Fluorene	<0.3	NS	NS	<0.071	NS	NS	<0.234	4.1	1,400
Indeno(1,2,3-cd)pyrene	<0.05	NS	NS	<0.046	NS	NS	<0.152	<0.046	0.5
Naphthalene	10	NS	NS	<0.038	NS	NS	<0.125	<0.038	98
Phenanthrene	7.8	NS	NS	<0.032	NS	NS	<0.106	<0.032	NA
Pyrene	<0.1	NS	NS	0.72	NS	NS	0.5	0.27	1,050
Total Petroleum Hydrocarbons (mg/L)									
TPH as Gasoline	0.6	0.9	0.9	1.2	0.6	19.8	1.7	NS	NA
TPH as Fuel Oil	2.4	3.8	3.7	4.2	5	163	7.9	NS	NA
Dissolved Oxygen - Water (mg/L)	1.1	6.4	2.1	1.03	0.23	10.3	3.51	NS	NA
Oxygen - Soil Gas (%)	10	4	4	NS	19	10	3	NS	NA
Carbon Dioxide - Water (mg/L)	88	69.7	26.1	87.1	96.4	62.7	58.9	NS	NA
Carbon Dioxide - Soil Gas (%)	3	0.5	1	0.5	0	2	1	NS	NA
Reduction Oxidation Potential (mV)	+160	-95	-175	-139.2	-92.6	99.8	-99.8	NS	NA

Notes:

ug/L: Micrograms per liter

mg/L: Milligrams per liter

mV: Millivolts

<: Indicates compound was not detected at or above referenced laboratory detection limit

NS: Not sampled

ATTACHMENT B

LABORATORY ANALYTICAL REPORTS

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890

Report Date: 4 Sep 1998

Lab Number: 98-L18329
Work Order #: 22-437
Account #: 019159

DARYL BECK
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 31 Jul 1998
Date Sampled: 30 Jul 1998
Temperature at Receipt: 9.0 C
Project Number: 3-1908-400
PVOC Analysis Date: 4 Aug 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-5

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 96 %

RL = Reporting Limits

BTEX/GRO Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890
WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 4 Sep 1998

Lab Number: 98-L18329
Work Order #: 22-437
Account #: 019169

DARYL BECK
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 31 Jul 1998
Date Sampled: 30 Jul 1998
Temperature at Receipt: 9.0 C
Project Number: 3-1908-400

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 6 Aug 1998
Date Analyzed: 2 Sep 1998
Dilution Factor: 3

Sample Description: MW-5

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.132	ug/L	0.132
2-Methyl Naphthalene	< 0.112	ug/L	0.112
Acenaphthene	< 0.135	ug/L	0.135
Acenaphthylene	< 1.980	ug/L	1.980
Anthracene	< 0.096	ug/L	0.096
Benzo(a)anthracene	< 0.026	ug/L	0.026
Benzo(a)pyrene	< 0.201	ug/L	0.201
Benzo(b)fluoranthene	< 0.205	ug/L	0.205
Benzo(ghi)perylene	< 0.079	ug/L	0.079
Benzo(k)fluoranthrene	< 0.234	ug/L	0.234
Chrysene	< 0.016	ug/L	0.016
Dibenzo(ah)anthracene	< 0.076	ug/L	0.076
Fluoranthene	0.820	ug/L	0.132
Fluorene	0.310	ug/L	0.234
Indeno(1,2,3-cd)pyrene	< 0.152	ug/L*	0.152
Naphthalene	< 0.125	ug/L	0.125
Phenanthrene	< 0.106	ug/L	0.106
Pyrene	0.280	ug/L	0.033

p-TERPHENYL (SURROGATE) RECOVERY: 107 %
* RL adjusted due to sample matrix

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, INC.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890

WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 4 Sep 1998

Lab Number: 98-L18330
Work Order #: 22-437
Account #: 019159

DARYL BECK
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 31 Jul 1998
Date Sampled: 30 Jul 1998
Temperature at Receipt: 9.0 C
Project Number: 3-1908-400
PVOC Analysis Date: 5 Aug 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: TRIP BLANK

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 98 %

RL = Reporting Limits

BTEX/GRO Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.
1126 North Front Street
New Ulm, MN 56073
Phone: (507) 354-8517
: (800) 782-3557 Fax: (507) 359-1231

№ 9009

WORK ORDER # 199822-437

Project Name/Number: BNSF Eola, IL / 3-1908-400

CHAIN OF CUSTODY RECORD

PLEASE DO NOT WRITE IN THE SHADED AREAS

Report to: Daryl Beck
Address: RETEC, 413 Wacouta Street, Ste 400, St. Paul, MN 55101-1957
Phone: 612/222-0841 Fax: 612/222-8914

Invoice to: RETEC
Address: 413 Wacouta St, Ste 400, St. Paul, MN 55101-1957
Phone: 612/222-0841

Name of Sampler: Roger Beck
Representing: RETEC

Lab Use Only	Your Sample I.D. or Number	Sample Description	Date / Time	Soil	Water	Food	Other (Please Be Specific)	Analyze For:
	Example	Tank Bottom / Tank #3	6/20/91 / 11:45 a.m.			X	Sampled Liquid Layer Not bottom sludge	Vitamin A, TKN, Iron, Calcium, BOD, COD, Acetone, Shelf Life
8329	MW-5		7/30/98 / 12:25 p.m.		X			BTEX(8020), PAHs(8310)
8330								TRIP BLANK

	Transferred by:	Comments: (Sample Condition)	Date / Time	Received by:	Comments: (Sample Condition)	Date / Time	°C
1							
2							
3							
4							

Disposed of by: [illegible] Chemical Company [illegible]

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890

WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16641
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 22 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-21

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 93 %

RL = Reporting Limits

BTEX Sample pH < 2

ll data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-3517 WATS (800) 782-3557 FAX (507) 359-2890

WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L10641
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 3

Sample Description: MW-21

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.132	ug/L	0.132
2-Methyl Naphthalene	< 0.112	ug/L	0.112
Acenaphthene	< 0.135	ug/L	0.135
Acenaphthylene	< 1.980	ug/L	1.980
Anthracene	< 0.096	ug/L	0.096
Benzo(a)anthracene	< 0.026	ug/L	0.026
Benzo(a)pyrene	< 0.201	ug/L	0.201
Benzo(b)fluoranthene	< 0.205	ug/L	0.205
Benzo(ghi)perylene	< 0.079	ug/L	0.079
Benzo(k)fluoranthrene	< 0.234	ug/L	0.234
Chrysene	< 0.016	ug/L	0.016
Dibenzo(ah)anthracene	< 0.076	ug/L	0.076
Fluoranthene	< 0.132	ug/L	0.132
Fluorene	< 0.234	ug/L	0.234
Indeno(1,2,3-cd)pyrene	< 0.152	ug/L	0.152
Naphthalene	< 0.125	ug/L	0.125
Phenanthrene	< 0.106	ug/L	0.106
Pyrene	0.190	ug/L	0.033

p-TERPHENYL (SURROGATE) RECOVERY: 72 %

* RL adjusted due to sample matrix

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
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WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16642
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 22 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-22

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	1.1	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 103 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, INC.
P.O. BOX 248, 1126 N. FRONT STREET
NEW ULM, MN 56073-0248
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WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16642
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-22

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	1.150	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	0.150	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)Fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	0.190	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	0.700	ug/L	0.040
Fluorene	0.570	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	0.400	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 126 %

Sample matrix interfered with U.V. detection but not Fluorescence detection. Quantified using Fluorescence detector only.

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890

WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16643
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8020/5030 MODIFIED

PVOC Analysis Date: 22 Jul 1998
PVOC Dilution Factor: 1

Sample Description: MW-23

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 100 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890

WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16643
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-23

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	1.250	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	0.660	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	0.130	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	1.120	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	0.440	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 116 %

Sample matrix interfered with U.V. detection but not Fluorescence detection. Quantified using Fluorescence detector only.

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

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WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16644
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8020/5030 MODIFIED

Project Number: 3-1503-400
PVOC Analysis Date: 23 Jul 1998
PVOC Dilution Factor: 1

Sample Description: MW-24

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 101 %

RL = Reporting Limits

BTEX Sample pH < 2

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Report Date: 3 Aug 1998

Lab Number: 98-L16644
Work Order #: 21-275
Account #: 010159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1906-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-24

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	< 0.041	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	< 0.008	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	< 0.005	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	< 0.071	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	0.020	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 77 %

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L10645
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 23 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-9

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 103 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L15645
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-9

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	< 0.041	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	< 0.008	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	< 0.005	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	< 0.071	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	< 0.010	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 78 %

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L16646
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 23 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-1

ANALYTE	Result	Units	RL	Analyst
Benzene	2.9	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	5.5	ppb	1.1	KE
Xylenes (Total)	7.2	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 101 %

RL = Reporting Limits

BTEX Sample pH < 2

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Report Date: 3 Aug 1998

Lab Number: 98-L16646
Work Order #: 21-275
Account #: 019159

TEDD KONNING
ENTEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-1

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	41.20	ug/L	0.040
2-Methyl Naphthalene	12.40	ug/L	0.034
Acenaphthene	4.000	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	0.050	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	0.080	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	2.700	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	6.900	ug/L	0.038
Phenanthrene	5.100	ug/L	0.032
Pyrene	0.800	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 124 %

Sample matrix interfered with U.V. detection but not Fluorescence detection. Quantified using Fluorescence detector only.

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L16647
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 23 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-14

ANALYTE	Result	Units	RL	Analyst
Benzene	1.3	ppb	1.1	KE
Toluene	2.9	ppb	1.0	KE
Ethyl Benzene	4.7	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 107 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L16647
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE

Project Name: BNSF EOLA,IL
Project Number: 3-1908-400
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-14

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	6.700	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	2.200	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	0.240	ug/L	0.029
Benzo(a)anthracene	0.110	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	< 0.005	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	1.440	ug/L	0.040
Fluorene	6.100	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	0.270	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 91 %

Sample matrix interfered with U.V. detection but not Fluorescence detection. Quantified using Fluorescence detector only.

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L16648
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 24 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-10

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 93 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L16848
Work Order #: 21-275
Account #: 019159

TODD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-10

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	< 0.041	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	0.066	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	0.068	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	< 0.071	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	0.077	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 82 %

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

NVTL LABORATORIES, Inc.
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Report Date: 3 Aug 1998

Lab Number: 98-L16049
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 24 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-6

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 95 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by NVTL Laboratory Management.

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WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16649
Work Order #: 21-275
Account #: 010159

TEDD KORNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-6

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	< 0.041	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	< 0.008	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	< 0.005	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	< 0.071	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	< 0.010	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 80 %

RL = Reporting Limits

l data for this report has been approved by HVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L10650
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 24 Jul 1998
PVOC Dilution Factor: 1

Project Name: BNSF EOLA,IL
EPA SW-846 Method 8020/5030 MODIFIED

Sample Description: MW-3

ANALYTE	Result	Units	RL	Analyst
Benzene	< 1.1	ppb	1.1	KE
Toluene	< 1.0	ppb	1.0	KE
Ethyl Benzene	< 1.1	ppb	1.1	KE
Xylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 92 %

RL = Reporting Limits

BTEX Sample pH < 2

All data for this report has been approved by MVTL Laboratory Management.

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Report Date: 3 Aug 1998

Lab Number: 98-L16650
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-3

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	< 0.041	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	< 0.008	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	< 0.005	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	< 0.071	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	< 0.010	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 78 %

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

HVTL LABORATORIES, Inc.
P.O. BOX 249, 1125 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890

Report Date: 3 Aug 1998

Lab Number: 98-L16651
Work Order #: 21-275
Account #: 019159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400
PVOC Analysis Date: 24 Jul 1998
PVOC Dilution Factor: 1

oject Name: BNSF EOLA, IL
A SW-846 Method 8020/5030 MODIFIED

mple Description: MW-25

ALYTE	Result	Units	RL	Analyst
enzene	< 1.1	ppb	1.1	KE
oluene	< 1.0	ppb	1.0	KE
thyl Benzene	< 1.1	ppb	1.1	KE
ylenes (Total)	< 3.5	ppb	3.5	KE

AA-TFT (SURROGATE) RECOVERY: 95 %

RL = Reporting Limits

BTEX Sample pH < 2

data for this report has been approved by HVTL Laboratory Management.

MVTL LABORATORIES, Inc.
P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 354-8517 WATS (800) 782-3557 FAX (507) 359-2890
WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16651
Work Order #: 21-275
Account #: 010159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

Project Name: BNSF EOLA, IL
EPA SW-846 Method 8310: Method Detection Limits determined according to 40CFR, Appendix B, Part 136, 1992.

Date Extracted: 22 Jul 1998
Date Analyzed: 30 Jul 1998
Dilution Factor: 1

Sample Description: MW-25

POLYNUCLEAR AROMATIC HYDROCARBONS	Result	Units	RL
1-Methyl Naphthalene	< 0.040	ug/L	0.040
2-Methyl Naphthalene	< 0.034	ug/L	0.034
Acenaphthene	< 0.041	ug/L	0.041
Acenaphthylene	< 0.600	ug/L	0.600
Anthracene	< 0.029	ug/L	0.029
Benzo(a)anthracene	< 0.008	ug/L	0.008
Benzo(a)pyrene	< 0.061	ug/L	0.061
Benzo(b)fluoranthene	< 0.062	ug/L	0.062
Benzo(ghi)perylene	< 0.024	ug/L	0.024
Benzo(k)fluoranthrene	< 0.071	ug/L	0.071
Chrysene	< 0.005	ug/L	0.005
Dibenzo(ah)anthracene	< 0.023	ug/L	0.023
Fluoranthene	< 0.040	ug/L	0.040
Fluorene	< 0.071	ug/L	0.071
Indeno(1,2,3-cd)pyrene	< 0.046	ug/L	0.046
Naphthalene	< 0.038	ug/L	0.038
Phenanthrene	< 0.032	ug/L	0.032
Pyrene	< 0.010	ug/L	0.010

p-TERPHENYL (SURROGATE) RECOVERY: 84 %

RL = Reporting Limits

All data for this report has been approved by MVTL Laboratory Management.

MVTL LABORATORIES, Inc.

P.O. BOX 249, 1126 N. FRONT STREET
NEW ULM, MN 56073-0249
PHONE (507) 359-2517 WATS (800) 782-3557 FAX (507) 359-2890

WE ARE AN EQUAL OPPORTUNITY EMPLOYER

Report Date: 3 Aug 1998

Lab Number: 98-L16652
Work Order #: 21-275
Account #: 013159

TEDD RONNING
RETEC
413 WACOUTA ST STE 400
ST PAUL MN 55101

Date Received: 17 Jul 1998
Date Sampled: 15 Jul 1998
Temperature at Receipt: ON ICE
Project Number: 3-1908-400

oject Name: BNSF EOLA,IL
A SW-846 Method 8020/5030 MODIFIED

PVOC Analysis Date: 24 Jul 1998
PVOC Dilution Factor: 1

mple Description: TRIP BLANK

NALYTE	Result	Units	RL	Analyst
enzene	< 1.1	ppb	1.1	KE
oluene	< 1.0	ppb	1.0	KE
thyl Benzene	< 1.1	ppb	1.1	KE
ylenes (Total)	< 3.5	ppb	3.5	KE

AAA-TFT (SURROGATE) RECOVERY: 97 %

RL = Reporting Limits

BTEX Sample pH < 2

l data for this report has been approved by MVTL Laboratory Management.

Page 1 of 1

MVTL LABORATORIES, Inc.
1126 North Front Street
New Ulm, MN 56073
Phone: (507) 354-8517
(800) 782-3557 Fax: (507) 359-1231

Nº 9013

WORK ORDER # 21375

Project Name/Number: BNSF EOLA, IL 3-1908-400

CHAIN OF CUSTODY RECORD

PLEASE DO NOT WRITE IN THE SHADED AREAS

Report to: TEDD RONNING - RETEC
Address: 413 WACOUTA ST. STE. 400
ST. PAUL, MN 55101-1957
Phone: 612 222 0941 Fax: 612 222 8914

Invoice to: (SAME)
Address:
Phone:

Name of Sampler: M BAGON
Representing: RETEC

Lab Use Only	Your Sample I.D. or Number	Sample Description	Date / Time	Soil	Water	Food	Other (Please Be Specific)	Analyze For:
	Example	Tank Bottom Tank 13	6/20/91 11:45 a.m.			X	Sampled Liquid Layer Not bottom sludge	Vitamin A, TKN, Iron, Calcium COD, BOD, Acetone, Shelf Life
16641	MW-21	GROUNDWATER	7/15/98		✓			BTEX PAH
42	MW-22	↓	SAMPLE TIME NOT RECORDED ON CONTAINERS ↓		✓			↓
43	MW-23				✓			
44	MW-24				✓			
45	MW-9				✓			
46	MW-1				✓			
47	MW-14				✓			
48	MW-10				✓			
49	MW-6				✓			
50	MW-3				✓			
51	MW-25	↓			✓			↓
52	TRIP BLANK	BLANK	↓		✓			BTEX

	Transferred by:	Comments: (Sample Condition)	Date / Time	Received by:	Comments: (Sample Condition)	Date / Time
1	[signature]	DATE ON SAMPLE CONTAINERS IS INCORRECT, IT SHOULD BE 7/15/98.	12:32 7/16/98			
2						
3		Matt left a message on 7/20 stating the correct date of above. Correct sample date is 7/15				
4						

Disposed of By: Disposal Comments:

1

IN THE CIRCUIT COURT OF THE SIXTEENTH JUDICIAL CIRCUIT
KANE COUNTY, ILLINOIS

Case No. 04L607

Indian Creek Development Co. et al Plaintiff(s)	BNSF/Refco et al Defendant(s)	Deborah Seyller Clerk of the Circuit Court Kane County, IL NOV 21 2006 FILED 34 ENTERED 34 File Stamp
Petersen / 10 Plaintiff(s) Atty.	B. Barzutter / S. Carlson / M. Neuman Defendant(s) Atty.	
Judge Brown	Court Reporter	Deputy Clerk 34

A copy of this order ☐ should be sent ☐ has been sent

Present

☐ Plaintiff Atty. ☐ Defense Atty. ☐ Other ____

ORDER

This matter coming on to be heard and the Court being fully advised in the premises. IT IS HEREBY ordered:

1. Plaintiffs motion to voluntarily nonsuit/Dismiss pursuant to 735 ILCS 5/2-1009 et seq is granted.
2. Matter is nonsuited/Dismissed pursuant to 735 ILCS 5/2-1009 et seq. <u>without Prejudice</u> and Plaintiff granted leave to reinstate within the 1 year time period.
3. Plaintiff to pay Defendants, BNSF and Refco costs w/21 days. Defendants to tender statement of costs w/10 days. BNSF costs are $106.00

Date: 11/21/06 ☐ Yes - Disposal ☐ No - Disposal

Judge [signature]

P7MISC001 (11/99) White Copy - Clerk Yellow and Pink Copies - Parties

EXHIBIT C