



ILLINOIS ENVIRONMENTAL PROTECTION AGENCY

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PAT QUINN, GOVERNOR LISA BONNETT, DIRECTOR

217-785-0561

August 26, 2013

John Kennedy
Senior Vice President, Generation
235 Remington, Suite A
Bolingbrook, IL 60440

Re: Groundwater Management Zone Application *Midwest Generation*
Proposed CCA Amendment
Violation Notice: W-2012-00057
Midwest Generation, LLC, Powerton Generating Station; ID Number: 6282

Dear Mr. Kennedy:

The Illinois Environmental Protection Agency ("Illinois EPA") has reviewed the Groundwater Management Zone ("GMZ") application submitted as required by the approved Compliance Commitment Agreement ("CCA"), in response to the Violation Notice dated June 11, 2012.

The Illinois EPA has the following comment on the GMZ application that was submitted in response to Item 5(g) of the approved CCA for your consideration and appropriate action.

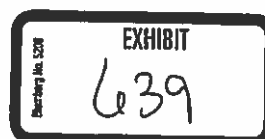
- 1) Part II, Item 5 of the GMZ application: Monitoring wells MW-1, MW-9, MW-10 and MW-16 are all described as "generally up gradient monitoring wells". The Illinois EPA agrees that MW-16 is an up gradient monitoring well. The Illinois EPA does not agree that MW-1, MW-9 and MW-10 are reliably up gradient of historical ash related activities that may impact groundwater quality proximate to these wells. The Illinois EPA would characterize MW-1, MW-9 and MW-10 as side gradient or intermediate wells. An amended response to Item 5 designating wells MW-1, MW-9 and MW-10 as side gradient or intermediate wells should be submitted to the Illinois EPA. The amended response may be submitted without resubmitting the entire GMZ application.

The Illinois EPA has reviewed the draft environmental land use control ("ELUC") submitted in response to Item 5(h) of the approved CCA. The Illinois EPA has no further comment on the ELUC as drafted. Midwest Generation should proceed with the ELUC as proposed. Please submit a copy of the filed ELUC to the Illinois EPA.

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Questions regarding this matter should be directed to Illinois EPA, Bureau of Water, Lynn Dunaway at 217/785-4787. Written communications should be directed to Illinois EPA - DPWS, Attn: Andrea Rhodes, MC #19, 1021 North Grand Ave East, Springfield, IL 62702.

Sincerely,



William E. Buscher, PG
Manager, Hydrogeology and Compliance Unit
Groundwater Section
Division of Public Water Supplies
Bureau of Water

cc: Andrea Rhodes
Mike Crumly
Lynn Dunaway
Basil G. Constantelos
Maria Race
✓ Amy Hanrahan
Susan M. Franzetti

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