

Prepared by: Virginia Department of Environmental Quality
 1111 East Main Street, Suite 1400
 Richmond, Virginia 23219
 (804) 698-4000

Grantor: BASF Corporation

Grantee: BASF Corporation

Tax Map Number(s): 5940100003; 5940100005; 5940100006

Return to
 Arcadis U.S. Inc.
 701 Town Center Drive
 #600
 Newport News, VA
 23606

**COMMONWEALTH OF VIRGINIA
 VOLUNTARY REMEDIATION PROGRAM
 CERTIFICATION OF
 SATISFACTORY COMPLETION OF REMEDIATION**

**Voluntary Remediation Program
 Participant ("Participant"):**

BASF Corporation

Site Owner:

BASF Corporation

Site Name ("Site"):

BASF Williamsburg Area 1, 3 and 4 parcels

Site Location:

8959, 8961 and 8967 Pocahontas Trail,
 Williamsburg, Virginia 23185

**Voluntary Remediation Program
 Site Identification Number:**

VRP00073 and VRP01030

James City County Deed References:

Deed Book: 456, Page 624, Less and
 except those portions previously conveyed
 and recorded in Deed Book: 105, Page
 166 (19.328 acres)

Locality of Record:

James City County

Description of Property:

As presented in Attachment A.

Acreage:

678.248 acres

Current Zoning:

M2 General Industrial

Proposed Use of Property:

Commercial/Industrial

Conditions of Issuance:

Institutional controls, i.e., deed restrictions incorporated in the Declaration of Restrictive Covenants (included as Attachment B), to ensure that: (1) groundwater in the Columbia Aquifer beneath the Site shall not be used for any purpose except to conduct the operation, maintenance, and monitoring activities required by USEPA and VDEQ, unless it is demonstrated to USEPA and VDEQ that: (a) such use will not pose a threat to human health or the environment or adversely affect or interfere with the selected final remedy; and (b) USEPA and VDEQ provide prior written approval for such use; (2) no new wells shall be installed on the Site in the Columbia Aquifer unless USEPA or VDEQ provide prior written approval to install such wells; (3) Area 4B (Main Landfill Area) and Area 4C (former WWTP) shall not be used for residential purposes; and (4) Subsurface soil excavation at Area 4A – North Landfill Area, Area 4B – Main Landfill Area, and Area 4C – WWTP is prohibited except in conformance with an appropriate soil management plan that includes a health and safety plan. Area 4A – North Landfill Area, Area 4B – Main Landfill Area, and Area 4C – WWTP are depicted in Attachment B.

BASF or its successors shall continue groundwater monitoring according to a VDEQ-approved groundwater monitoring plan included in the Long Term Stewardship Plan and any revisions thereto until concentrations of hazardous constituents have met the corrective action objectives or until it can be shown that the concentrations of hazardous constituents demonstrate a generally stable or decreasing trend.

Post Certificate Monitoring will be conducted and reported to VDEQ in accordance with the Long Term Stewardship Plan. The Long Term Stewardship Plan will be submitted by the Participant within 90 days of recordation of the Certification of Satisfactory Completion of Remediation and the Declaration of Restrictive Covenants and held on file at the Office of Remediation Programs at the Department of Environmental Quality.

In addition, BASF or its successors shall conduct sampling and operations and maintenance activities for the caps, phytocover in Area 4B – Main Landfill, and constructed treatment wetlands as defined in the Long Term Stewardship Plan, unless BASF proposes and VDEQ and EPA approves an alternative approach to engineering controls.

AUTHORITY

PURSUANT to the Code of Virginia (“Va. Code §§”), Va. Code §§ 10.1-1230 *et seq.*, and the Voluntary Remediation Regulations (Title 9 of the Virginia Administrative Code (“9 VAC”) §§ 20-160-10 *et seq.*), a Voluntary Remediation Agreement was executed between the Participant and the Department of Environmental Quality on June 24, 1997 for the majority of the Site. Subsequently the Participant submitted an application for the Area 4 parcels of the Site on September 23, 2020 to enroll the Participant and the Area 4 parcels of the Site in the Voluntary Remediation Program (“Program”). By a letter dated January 21, 2021 the Waste Management Board, acting through the Director of the Department of Environmental Quality (“Director”), deemed the Participant and the Area 4 parcels of the Site eligible and notified the Participant that the Site was enrolled in the Program. The Program provides for the Participant’s voluntary remediation of releases of hazardous substances, hazardous waste, solid waste, or petroleum from the Site that is the subject of this Certification of Satisfactory Completion of Remediation (“Certificate”), issued under 9 VAC 20-160-110.

DETERMINATION

Pursuant to the authority granted under Va. Code §§ 10.1-1230 *et seq.*, the Director, or his designee, has reviewed the Voluntary Remediation Report (“Report”), concurs with all work

submitted, as set forth in 9 VAC 20-160-80, has determined that the environmental impacts identified at the Site do not present an unacceptable risk to human health and the environment if the institutional controls mentioned above are implemented, and hereby issues this Certificate. No further action is required at the Site except for monitoring and the imposition of institutional controls as noted above.

As a result of the issuance of this Certificate, the Participant, current and future owners of the Site, and their successors-in-interest are afforded immunity from an enforcement action under the Virginia Waste Management Act (Va. Code §§ 10.1-1400 *et seq.*), the State Water Control Law (Va. Code §§ 62.1-44.2 *et seq.*), the Air Pollution Control Law (Va. Code §§ 10.1-1300 *et seq.*), or other applicable Virginia law. The immunity accorded by the Certificate shall apply to the Participant, current and future owners of the Site, and their successors-in-interest and shall run with the land identified as the Site.

RESERVATION OF RIGHTS

The immunity granted by issuance of this Certificate shall be limited to Site conditions at the time of issuance as those conditions are described in the information submitted by the Participant pursuant to participation in the Program. The immunity is further conditioned upon satisfactory performance by the Participant of all obligations required by the Director under the Program and upon the veracity, accuracy, and completeness of the information submitted to the Director by the Participant relating to the Site.

The immunity provided for under this Certificate does not pertain to any matter other than that expressly specified in the section, above, entitled "Determination." The Director reserves, and this immunity is without prejudice to, the right to revoke or modify the Certificate (1) in the event conditions at the Site, unknown at the time of issuance of the Certificate, pose a risk to human health or the environment; or (2) in the event that the Certificate was based on information that was false, inaccurate, or misleading. The Director further reserves, and this Certificate and immunity are without prejudice to, the right to pursue any and all claims for liability for failure to meet a requirement of the Program, criminal liability, or liability arising from future activities at the Site which may cause contamination by pollutants. By issuance of this Certificate, the Director does not waive sovereign immunity.

This Certificate is not and shall not be interpreted to be a permit or a modification of an existing permit or administrative order issued pursuant to state law, nor shall it in any way relieve the Participant of its obligation to comply with any other federal or state law, regulation, or administrative order. This Certificate and the Declaration of Restrictive Covenants may be modified or released only in accordance with 9 VAC 20-160-65 and with the consent of the Director, upon a showing of changed circumstances sufficient to justify the change. Any new permit or administrative order, or modification of an existing permit or administrative order, must be accomplished in accordance with applicable federal and/or state laws and regulations.

DISCUSSION OF RELEVANT INFORMATION

The former BASF Williamsburg facility consists of 14 parcels located at 8959, 8961, 8963, 8965, and 8967 Pocahontas Trail, Williamsburg, Virginia 23185 (the site; United States Environmental Protection Agency [USEPA] ID No. VAD990710642). The site is in James City County, Virginia, approximately 1 mile west of the point where U.S. Route 60 passes through the community of Lee Hall. The site occupies approximately 698 acres and is bounded on the west by the James River, on the east by Wood Creek, and on the south by undeveloped land and wetlands. Prior to development, the site was undeveloped. Approximately 397 of the 698 acres have since been developed. The site is zoned for industrial purposes and no potable use of groundwater is currently occurring. The Columbia aquifer is the upper-most or water table aquifer beneath the site that extends approximately 30 to 40 feet below ground surface. Beneath the Columbia aquifer is the Yorktown confining unit, an approximately 30-foot-thick clay layer that isolates the groundwater in the Columbia aquifer from lower aquifers. The lower aquifers are not impacted and use of the lower aquifers is not prohibited related to RCRA or VRP remedial actions.

The parcels that comprise VRP00073 and VRP01030 are located at 8959, 8961 and 8967 Pocahontas Trail, Williamsburg, Virginia 23185, and are referred to as Areas 1, 3 and 4. Area 2 – Truswood Property comprises approximately 19.3 acres of the site's approximately 698 acres and is being addressed separately under VRP01039 because it is no longer owned by BASF.

The site was initially developed by Dow Chemical in 1958 for the production of acrylic fibers. BASF acquired the site in 1978 and continued production of acrylic products until 1989, when Mann Industries (Mann) purchased the industrial portion of the production facility. Mann maintained production of acrylic fibers until 1993, when Mann filed a Chapter 7 bankruptcy petition and the bankruptcy receiver transferred a lien against one of Mann's parcels to BASF.

The production facility has been inactive since 1993 and has largely been dismantled. In 2004, BASF repurchased the portion of the manufacturing property covered by its lien associated with the Mann bankruptcy to control the remediation of the property, which has been underway since the 1990s. The site continues to be owned by BASF.

During active operations, acrylic-based products manufactured at the facility included various types of fiber-spun yarns and anti-static, non-filament yarns used in the production of carpets and other home products. The process used hydrogen peroxide to polymerize acrylonitrile to produce polyacrylonitrile. Acrylic fibers were produced from a solution of polyacrylonitrile and zinc chloride. Major chemicals used in the production process included acrylonitrile and zinc chloride. Other chemicals, such as dyes, were used in smaller quantities during manufacturing. For a 10-year period, acrylonitrile was polymerized with methyl methacrylate. Bulk chemicals were stored in tanks, and those used in smaller quantities were stored in drums located throughout the production areas. Chlorinated volatile organic compounds (CVOCs) were used during maintenance and analytical activities. The facility also housed several laboratories involved in research and development activities, technical product support, and quality control. Chemicals from the laboratories were routed to the Wastewater Treatment Plant (WWTP) for treatment via a dedicated chemical sewer line.

The Main Landfill, located in the southern portion of the site, accepted general refuse, polymerization and fiber spinning wastes, and wastewater treatment sludge containing large amounts of zinc (as zinc hydroxide) between 1958 and 1980. The landfill was closed in November 1980. A 16-acre dredge spoils area (DSA) that was converted to a constructed treatment wetlands (CTW) is located to the southeast of the Main Landfill Area. The DSA is a man-made, earthen-bermed marsh that contains dredged material from two dredging events from Wood Creek that were conducted by the U.S. Army Corps of Engineers in the late 1960s and early 1970s for barge access.

Previous best management practices and remedial actions undertaken since 1992 include the decommissioning of the discharge outfall from the DSA, conversion of the DSA into a CTW in 1999, and the installation of an engineered phytocover within the footprint of the landfill waste. The phytocover is designed to reduce the amount of direct recharge through the solid waste, sequester zinc in the root zone, and to reduce runoff to the CTW. The CTW is designed as a zero-discharge remedy to reduce zinc concentrations in the landfill leachate and associated groundwater that discharges to the CTW, where zinc is retained as an insoluble precipitate (zinc sulfide). Prior to 1998, water collected in the CTW was routed to the on-site WWTP for treatment and discharge via permitted Outfall 001. In 1998, BASF completed installation of a trunk interceptor line to a local publicly owned treatment works operated by the Hampton Roads Sanitation District for treatment and discharge of the pre-treated effluent from the CTW. BASF completed the installation of a new discharge outfall from the CTW to Wood Creek (Outfall 014) in 2016, thereby minimizing the need to discharge to the publicly owned treatment works.

A 1.4 acre landfill, North Landfill, is located in the northern portion of the site. It received industrial waste from acrylic fibers operations between approximately 1958 and 1969. Approximately 12 inches of silty clay soil covered the waste material. An engineered phytocover system was installed in 1999 to limit infiltration of rainwater and minimize potential migration of groundwater from waste.

The WWTP operated between approximately 1958 through 2001, treating sanitary waste, process water, zinc-bearing stormwater, and leachate from the sludge lagoons and Main Landfill. Wastewater treatment consisted of chemical precipitation and sedimentation followed by biological oxidation using fixed film reactors. Treated effluent flowed through a 1-acre spill retention pond (i.e., Fire Pond) prior to discharge to the Unnamed Tributary A of Wood Creek. Several aboveground storage tanks and buildings were also located nearby. Surface impoundments (SI) SI-1 and SI-4 were used as the primary industrial and sanitary wastewater equalization basins. SI-2 followed the primary clarifiers used for physical-chemical treatment of Zinc. SI-3 followed the secondary clarifiers use for biological treatment. SI-5 was used primarily as a spill retention pond.

The Fire Pond was closed in 1998, while the impoundments and lagoons were closed between June 2001 and March 2002 in accordance with VDEQ-approved plans. As part of closure activities, dredged sediments from the Fire Pond and excavated soils from SIs (SI-1 through SI-5) and excavated sludge from sludge lagoons (SL) SL-1 and SL-2 were consolidated into SL-3, -4, and -5 and stabilized in place and capped between June 2001 and March 2002. In

September 2001, BASF permanently deactivated the WWTP when the lagoons and impoundments were closed. The elimination and/or significant reduction of these release mechanisms combined with natural attenuation processes has reduced the max flux migrating toward Tributary A and resulted in the gradual improvement of groundwater quality conditions since completion of the WWTP closure activities.

In the central developed portion of the site, three separate areas of elevated CVOC concentrations were previously delineated. Beginning in 2004, in-situ reactive zones (IRZs) were established in these three areas. The IRZ involved injecting a dilute carbon solution into permanent injection wells to serve as a food source to stimulate the indigenous microbial population and subsequent enhanced reductive dechlorination of CVOCs. The planned 5-year groundwater remediation period concluded in March 2009. During this time, strongly reducing IRZs formed in the three treatment areas and concentrations of tetrachloroethylene (PCE) and trichloroethylene decreased to less than screening levels in the majority of well locations monitored routinely. Generally decreasing concentrations of transient daughter products (cis-1,2-dichloroethylene and vinyl chloride) and generation of final end products (ethene/ethane) were observed as a result of the interim remedial action. Groundwater at the site was transitioned to monitored natural attenuation in 2009.

A separate CVOC and 1,4-dioxane groundwater plume is present in Area 2 – Truswood property that extends downgradient onto the portion of the site that is the subject of this Certificate. The marsh in this area serves as the headwaters for the Unnamed Tributary to Wood Creek and a discharge boundary for groundwater originated from Area 2 – Truswood Property. Monitored natural attenuation has been ongoing in this portion of the site since 2009.

Between 2015 and 2017, Arcadis performed a human health risk assessment (HHRA) for the developed portion of the site. The HHRA concluded the following:

1. Excess lifetime cancer risks and hazards from exposure to soil for all hypothetical receptors (i.e., resident, commercial/industrial worker, and construction and utility workers) are within or below VDEQ target risk and hazard levels.
2. Potential excess lifetime cancer risks and noncancer hazards from potential exposure to vapors in indoor air for a hypothetical future resident and a hypothetical future commercial/industrial worker are within or below regulatory benchmarks.
3. Potential excess lifetime cancer risks and noncancer hazard of a hypothetical future resident from exposure to constituents in the Columbia Aquifer groundwater used as potable water are greater than both USEPA and VDEQ benchmarks.
4. Potential risk and hazard to a construction worker and a utility worker from exposure to groundwater are within or below regulatory benchmarks.
5. Total excess lifetime cancer risks for each receptor are within or below the acceptable risk range, while the noncancer hazards are at or below regulatory benchmarks.

The HHRA recommended no further action for soils or for vapor intrusion and that a deed restriction or environmental covenant be implemented at the site prohibiting groundwater use of the Columbia Aquifer for purposes other than monitoring.

Between 2015 and 2017, Arcadis performed investigations of the groundwater to surface water discharge pathway downgradient of the developed portion of the site to the James River. Investigation results showed that, while some volatile organic compounds (VOCs) were detected in the sediments and surface water, they do not pose an unacceptable ecological risk and, therefore, no further investigation, monitoring, or remedial action is required for this exposure pathway.

During the period from 2011 through 2018, additional investigations and ongoing monitoring were conducted within the tributaries of the Wood Creek and Skiffes Creek waterways (the Eastern Tributary Network [ETN]), including the Wood Creek tributary adjacent to the site. VOCs have been demonstrated to be either not present or present at concentrations below ecological screening values. Furthermore, a human health risk assessment performed in 2017 concluded that ETN sediments and surface water do not pose an unacceptable risk of adverse health effects to hypothetical human receptors now or in the future.

VDEQ issued a Final Remedy Decision and Statement of Basis under the RCRA Corrective Action Program on October 7, 2020. The remedy decision required: 1) concurrence with a DEQ approved Long Term Stewardship Plan which includes a groundwater monitoring plan, Operations and Maintenance Manual (O&MM) and institutional and engineering control plan, and 2) implementation and compliance with land use controls in the form of a deed restriction or environmental covenant certain institutional controls be implemented for the subject property to fulfill CA obligations. BASF subsequently enrolled two additional BASF-owned parcels into the VRP Program to implement the remedy as described in the October 2020 decision document.

VDEQ required the following controls and actions to be implemented at the site:

- Maintenance of compliance with land use restrictions and institutional controls.
 - Columbia Aquifer groundwater at the site shall not be used for any purpose except to conduct the operation, maintenance, and monitoring activities required by USEPA and VDEQ, unless it is demonstrated to USEPA and VDEQ that: (1) such use will not pose a threat to human health or the environment or adversely affect or interfere with the selected final remedy; and (2) USEPA and VDEQ provide prior written approval for such use.
 - No new wells shall be installed on the property in the Columbia Aquifer unless USEPA or VDEQ provide prior written approval to install such wells.
 - Area 4B (Main Landfill Area) and Area 4C (former WWTP) shall not be used for residential purposes.
 - Subsurface soil excavation at Area 4A – North Landfill, Area 4B – Main Landfill Area, and Area 4C – WWTP is prohibited except in conformance with an appropriate soil management plan that includes a health and safety plan. Area 4A – North Landfill Area, Area 4B – Main Landfill Area, and Area 4C – WWTP are depicted in Attachment B.
- Continuance of groundwater monitoring according to a VDEQ-approved groundwater monitoring plan included in the Long Term Stewardship Plan and any revisions

thereto until concentrations of hazardous constituents have met the corrective action objectives or until it can be shown that the concentrations of hazardous constituents demonstrate a generally stable or decreasing trend. Post Certificate Monitoring will be conducted and reported to VDEQ by BASF or its successors in accordance with the VDEQ-approved Long Term Stewardship Plan. The Long Term Stewardship Plan will be submitted by the Participant within 90 days of recordation of the Certification of Satisfactory Completion of Remediation and the Declaration of Restrictive Covenants and held on file at the Office of Remediation Programs at the Department of Environmental Quality.

Following remedial activities, the required public notice regarding the site was completed in accordance with VRP regulations and published in the *Virginia Gazette* newspaper and its online website on May 22, 2021. The public notice was also sent to adjacent property owners and the County of James City. The public comment period closed on June 21, 2021, and no public comment relevant to the site's remediation activities were received.

The VRP Report is comprised of multiple documents that are listed in the site's Corrective Measures Study and the Final Remedy Decision and Statement of Basis under the RCRA Corrective Action Program. The pertinent reports are available through the DEQ.

In consideration of the implementation of the above-noted monitoring and institutional controls, the Director has accepted the conclusions of the Report.


(Signature pages follow.)

This Certificate is conditioned upon its being signed by the Participant and the Site Owner and its being recorded within 90 calendar days of its issuance, in the land records of James City County, Virginia. A certified copy of the Certificate as recorded must be submitted electronically or mailed to the Department of Environmental Quality, P.O. Box 1105, Richmond, VA 23218, ATTN: Voluntary Remediation Program.

**David K. Paylor, Director
Department of Environmental Quality**

Date: 9/13/2021

BY:


Chris M. Evans, Director
Office of Remediation Programs

COMMONWEALTH OF VIRGINIA

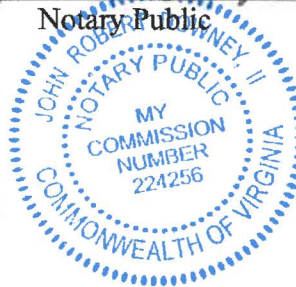
CITY OF RICHMOND

The foregoing instrument was acknowledged before me this 13th day of September, 2021, by Chris M. Evans, who is personally known to me. Chris M. Evans voluntarily acknowledged this instrument as Director of the Office of Remediation Programs, authorized representative of the Department of Environmental Quality.


Notary Public

Registration Number: 224256

My Commission expires: 7/31/2022



[This page to be completed by BASF as the Participant]

Date: 9-16-2021

BY: _____

[Name of Participant]

[Name of Participant's Representative]

[Title of Participant or Representative]

C.R. WALTZ
BASF SITES
MANAGER

State of New Jersey, County of Somerset

The foregoing instrument was acknowledged before me this [Date] by [Name of person who signed].

Mary Erin Brennan
Notary Public

Registration Number: _____

My Commission expires: _____



DECLARATION OF RESTRICTIVE COVENANTS

This Declaration of Restrictive Covenants made as of this 16TH day of September, 2021, under the authority of Code of Virginia Section 10.1-1230 *et seq.* and Title 9 of Virginia Administrative Code Section (“9 VAC”) 20-160-110, by BASF Corporation, owner of the fee simple title to the property hereinafter described, GRANTOR, as follows:

ALL THAT certain tract, piece or parcel of land containing a total 678.248 acres, lying and being in the City of Williamsburg, Virginia, and described in **Attachment A** less and except the portion previously conveyed by Deed to Commonwealth Business Inc. by Deed dated April 14, 1994 and recorded in Deed Book: 105, Page 166 (19.328 acres) Plat Book: 51, Page: 62, 63.

WHEREAS, BASF Corporation is the fee simple owner of the said property (see deed recorded in Deed Book: 456, Page 624); and

WHEREAS, in consideration of certain concessions made by the Director of the Virginia Department of Environmental Quality, the Grantor has agreed to establish certain irrevocable restrictive covenants limiting the use of certain portions of said property in order to protect human health and the environment;

NOW THEREFORE, for the consideration referred to above, the receipt and legal sufficiency of which is hereby acknowledged by the undersigned, and in order to protect human health and the environment, the undersigned do hereby irrevocably dedicate, declare, and impose the following restrictive covenants to run with the land on the above described property as follows:

- Columbia Aquifer groundwater at the site shall not be used for any purpose except to conduct the operation, maintenance, and monitoring activities required by USEPA and VDEQ, unless it is demonstrated to USEPA and VDEQ that: (1) such use will not pose a threat to human health or the environment or adversely affect or interfere with the selected final remedy; and (2) USEPA and VDEQ provide prior written approval for such use.
- No new wells shall be installed on the property in the Columbia Aquifer unless USEPA or VDEQ provide prior written approval to install such wells.
- Area 4B (Main Landfill Area) and Area 4C (former WWTP) shall not be used for residential purposes.
- Subsurface soil excavation at Area 4A – North Landfill, Area 4B – Main Landfill Area, and Area 4C – WWTP is prohibited except in conformance with an appropriate soil management plan that includes a health and safety plan.

BASF or its successors shall continue groundwater monitoring according to a VDEQ-approved groundwater monitoring plan included in the Long Term Stewardship Plan and any revisions thereto until concentrations of hazardous constituents have met the corrective action objectives or until it can be shown that the concentrations of hazardous constituents demonstrate a generally stable or decreasing trend. Post Certificate Monitoring will be conducted and reported to VDEQ in accordance with the VDEQ-approved Long Term

Stewardship Plan. The Long Term Stewardship Plan will be submitted by the Participant within 90 days of recordation of the Certification of Satisfactory Completion of Remediation and the Declaration of Restrictive Covenants and held on file at the Office of Remediation Programs at the Department of Environmental Quality.

In addition, BASF or its successors shall conduct sampling and operations and maintenance activities for the caps, phytocover in Area 4B – Main Landfill, and constructed treatment wetlands as defined in the Long Term Stewardship Plan., unless BASF proposes and VDEQ and EPA approves an alternative approach to engineering controls.

Area 4A – North Landfill, Area 4B – Main Landfill Area, and Area 4C – WWTP are depicted on the plat presented as Attachment B.

This Declaration of Restrictive Covenants may be modified or released only in accordance with 9 VAC 20-160-65 and with the consent of the Director of the Department of Environmental Quality, upon a showing of changed circumstances sufficient to justify the change.

(Signature pages follow.)

Given under my hand and seal at [Name of City], Virginia, on the 16th day of September 2021 [Month, Year].

[Signature]
[Name of Site Owner]
By: [Name] C.R. WALTZ
SITES MANAGER

State of New Jersey, County of Somerset 16th C.R. Waltz

The foregoing instrument was acknowledged before me this [Date] by [Name of person who signed].

Mary Erin Brennan
Notary Public

Registration Number: _____

My Commission expires: _____



Attachment A – Property Description

All those certain lots, pieces or parcels of land, with the improvements thereon and appurtenances thereunto belonging, lying, situate and being in James City County, Virginia, and being more particularly described as follows:

Parcel One

All that certain tract or parcel of land, with the buildings and improvements thereon, situate in Jamestown District, James City County, Virginia, containing 41.46 acres, more or less, and shown on a plat entitled "The Dow Chemical Company - Plat Showing Boundary Survey of Property Embracing Original and Proposed Purchase from Nora I. Cole, Jamestown District, James City County, Virginia, etc.", made by Vincent D. McManus, dated August 5, 1956, and recorded in [Plat Book 15, page 44](#), on which plat the property hereby conveyed is more particularly bounded and described as follows:

BEGINNING at a concrete monument on the southerly side of Virginia State Highway No. 60 at the intersection of the southerly side of said highway and the easterly line of a private road leading to "Big Neck"; thence in an easterly direction along the southerly side of said State highway on a curve to the left (the radius of said curve being 2,387.50 feet) the arc distance of 303.93 feet to a concrete monument; thence S. 7° 07' W. through two iron pipes, a concrete monument and three other iron pipes the distance of 3,846.81 feet to an iron pipe; thence S. 14° 39' E. the distance of 371.00 feet to a stob in the marsh at the headwaters of a stream; thence following said stream in a southerly direction to its confluence with Woods Creek; thence in a westerly direction up Woods Creek to its confluence with another small stream; thence northerly along said small stream to a stob in the marsh at the headwaters of said stream (the base line of the three streams aforesaid runs from the stob in the marsh first above mentioned S. 4° 53' E. 321.0 feet to a stob); thence S. 21° 12' W. 300.0 feet to a stob; thence S. 87° 43' W. 134.10 feet to a stob; thence N. 48° 56' W. 471.2 feet to a stob; thence N. 8° 28' E. 367.8 feet to a stob; thence from the stob in the marsh last above mentioned N. 23° 47' W. the distance of 250.50 feet to a stob; thence N. 8° 44' W. the distance of 127.55 feet to an iron pipe; thence N. 18° 05' E. the distance of 295.40 feet to an iron pipe; thence N. 9° 17' E. the distance of 346.35 feet to an iron pipe; thence N. 23° 06' E. the distance of 271.0 feet to an iron pipe; thence N. 36° 25' E. the distance of 215.70 feet to an iron pipe; thence N. 8° 27' E. the distance of 199.55 feet to an iron pipe; thence N. 6° 41' E. the distance of 483.60 feet to an iron pipe; thence N. 6° 10' E. the distance of 215.20 feet to a concrete monument; thence N. 7° 07' E. through three iron pipes the distance of 1,907.08 feet to a concrete monument, the point of beginning.

LESS AND EXCEPT that certain 0.073 acre, more or less, taken by the Commonwealth Transportation Commission of Virginia for the Commonwealth of Virginia by Certificate of Take dated February 24, 1997, and recorded May 19, 1997, in the aforesaid Clerk's Office as [Instrument No. 970008030](#), confirmed by Order recorded September 29, 1998, in the aforesaid Clerk's Office as [Instrument No. 980018692](#).

NOTE FOR INFORMATIONAL PURPOSES ONLY:

Tax Map No. 5940100003 (part of)

Parcel Two

All that certain tract or parcel of land, with the buildings and improvements thereon, situate in Jamestown District, James City County, Virginia, lying between the James River on the West, Skiff's and Flat's Creek on the East, known as "Big Neck" and "Grices", estimated to contain six hundred forty (640) acres, three (3) roads and twenty-six (26) poles, more or less; together with all the improvements thereon and the rights, including water rights, privileges and appurtenances thereto belonging. This property is bounded on the North by a creek which separates it from the property now or formerly owned by E. G. Booth.

LESS AND EXCEPT (1) 50.99 acres taken from the above tract by the United States of America, by Order of Condemnation recorded in [Deed Book 36A at page 298](#); and (2) a parcel of land containing 0.60 acres with a right of way of ingress and egress to and from the same conveyed by The Dow Chemical

1

Company to Commonwealth Natural Gas Corporation by deed dated March 31, 1960, recorded in James City County Deed Book 74 at page 378.

FURTHER LESS AND EXCEPT all those certain lots, pieces or parcels of land, situate, lying and being in Roberts Magisterial District, James City County, Virginia, containing 16.12 acres, more or less, and 27.48 acres, more or less, and known and designated as Parcel 1 and Parcel 2, respectively, on that certain plat entitled "BASF INDUSTRIAL SUBDIVISION, RECORD PLAT, JAMES CITY COUNTY, VIRGINIA," dated May 23, 1989, and prepared by L. V. Woodson & Associates, Inc., Engineers, Surveyors & Planners, a copy of which plat is recorded in the Clerk's Office of the Circuit of James City County, Virginia in [Plat Book 51 at pages 62 and 63](#), and also known and more particularly described by metes and bounds which is attached as Schedule A in the deed conveyed to Mann Industries, Inc., a Delaware corporation, from BASF Corporation, a Delaware corporation, dated November 1, 1989, and recorded November 17, 1989, in the aforesaid Clerk's Office in [Deed Book 456 at page 624](#), said property being conveyed gross and not by the acres.

BEING a part of the same property conveyed to The Dow Chemical Company by Deed dated January 9, 1952, and recorded January 31, 1952, in the aforesaid Clerk's Office in [Deed Book 46 at page 393](#).

NOTE FOR INFORMATIONAL PURPOSES ONLY:
Tax Map No. 5940100003 (part of) and 5940100006

Parcel Three

That certain parcel or strip of land situate in Jamestown District, James City County, Virginia, containing 1.7199 acres, more or less, as set out and shown on a plat recorded in the Clerk's Office of the Circuit Court of James City County, Virginia in [Deed Book 110 at page 352](#), which plat is entitled "A Portion of the Property of Nora I. Cole to be Conveyed to Dow Badische Company, Jamestown Magisterial Dist., James City County, Va.," dated 3/9/67, and made by E. E. Paine, and on which plat said property is more particularly bounded and described as follows:

Beginning at an iron pipe at the intersection of the easterly line of the property of the grantee and the southerly line of a 50-foot Colonial Pipeline Company easement, thence running along said Pipeline easement S. 74° 39' 40" E. 25.16 feet to an iron pipe; thence S. 88° 06' 55" E. 65.39 feet to an iron pipe; thence N. 84° 14' 30" E. 789.60 feet to an iron pipe; thence S. 81° 26' 50" E. 94.54 feet to an iron pipe; thence S. 61° 10' 30" E. 30.99 feet to an iron pipe on the property line of Curtis; thence S. 24° 51' 40" W. 75.19 feet along the Curtis line to an iron pipe; thence N. 61° 10' 30" W. 22.78 feet to an iron pipe; thence N. 81° 26' 50" W. 71.72 feet to an iron pipe; thence S. 84° 14' 30" W. 786.90 feet to an iron pipe; thence N. 88° 06' 55" W. 77.54 feet to an iron pipe; thence N. 74° 39' 40" W. 34.29 feet to an iron pipe on the property line of the grantee; thence N. 15° 33' 00" E. 75.00 feet to an iron pipe, the point of beginning.

NOTE FOR INFORMATIONAL PURPOSES ONLY:
Tax Map No. 5940100003 (part of)

Parcel Four

All that piece of property situated in Roberts Magisterial District, James City County, Virginia, containing 5.4922 acres, more or less, and more particularly described as follows:

Beginning at an iron pin set at the northwest corner of said property along the western side of Baseline Road, said point being approximately 290 feet south of BASF Drive; thence along the property line common to land now or formerly owned by Commonwealth Yarn N80°19'27"E, 197.89 feet to an iron pipe found; thence along the property line common to land now or formerly owned by Commonwealth Yarn N09°40'33"W, 30.51 feet to an iron pipe found; thence along the property line common to land now or formerly owned by Commonwealth Yarn N80°19'27"E, 334.98 feet to nail set; thence along the property line common to land now or formerly owned by BASF Corporation S09°49'02"E, 207.77 feet to a nail set; thence the property line common to land now or formerly owned by BASF Corporation S79°51'39"W,

1

112.79 feet to a nail set; thence along the property line common to land now or formerly owned by BASF Corporation S09°40'46"E, 277.71 feet to cross set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S80°21'13"W, 476.13 feet to an iron pin set; thence along the property line common to land now or formerly owned by BASF Corporation N08°54'46"W, 324.28 feet to a point; thence along the property line common to land now or formerly owned by BASF Corporation N79°43'02"E, 51.20 feet to a point; thence along the property line common to land now or formerly owned by BASF Corporation N09°40'33"W, 130.85 feet and returning to the point of beginning. The said 5.4922 acres being more particularly shown on plat of survey dated September 6, 1994, made by Langley and McDonald, P.C. and entitled "Plat of Property Line Adjustment Between BASF Corporation and Mann Industries, Incorporated, James City County, Virginia", and recorded in the Clerk's Office of the Circuit Court of James City County, Virginia in [Plat Book 60 at page 63](#).

NOTE FOR INFORMATIONAL PURPOSES ONLY:
Tax Map No. 5940100003 (part of)

Parcel Five

All that piece of property situated in Roberts Magisterial District, James City County, Virginia, containing 1.3434 acres, more or less, and more particularly described as follows:

Beginning at an iron pin set at the northwest corner of the said property along the western side of Baseline Road, said point begin approximately 745 feet south of BASF Drive; thence along the property common to land now or formerly owned by Mann Industries, Inc. N80°21'13"E, 117.41 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S09°42'59"E, 1034.88 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S79°48'16"W, 61.00 feet to an iron pin set; thence along the property line common to land now or formerly owned by BASF Corporation N09°42'59"W, 433.94 feet to an iron pin set; thence along the property line common to land now or formerly owned by BASF Corporation N80°15'11"E, 33.82 to an iron pin set; thence along the property line common to land now or formerly owned by BASF Corporation N09°44'49"W, 295.75 feet to a cross set; thence along the property line common to land now or formerly owned by BASF Corporation S80°15'11"W, 35.88 feet to a point; thence along the property line common to land now or formerly owned by BASF Corporation N09°36'13"W, 219.75 feet to a point; thence along the property line common to land now or formerly owned by BASF Corporation S80°02'26"W, 55.84 feet to a point; thence along the property line common to land now or formerly owned by BASF Corporation N08°54'46"W, 86.34 feet and returning to the point of beginning. The said 1.3434 acres being more particularly shown on plat of survey dated September 6, 1994, made by Langley and McDonald, P.C. and entitled "Plat of Property Line Adjustment Between BASF Corporation and Mann Industries, Incorporated, James City County, Virginia", and recorded in the Clerk's Office of the Circuit Court of James City County, Virginia in [Plat Book 60 at page 62](#).

NOTE FOR INFORMATIONAL PURPOSES ONLY:
Tax Map No. 5940100003 (part of)

Parcel Six

All that piece of property situated in Roberts Magisterial District, James City County, Virginia containing 10.3983 acres, more or less, and more particularly described as follows:

Beginning at an iron pin set at the northwest corner of the said property along the eastern side of Baseline Road, said point being approximately 745 feet south of BASF Drive; thence along the property line common to land now or formerly owned by Mann Industries, Inc. N80°21'13"E, 358.72 feet to a cross set; thence along the property line common to land now or formerly owned by BASF Corporation S09°40'46"E, 700.02 feet to a nail set; thence along the property line common to land now or formerly owned by BASF Corporation N80°44'44"E, 232.98 feet to a nail set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S09°09'27"E, 391.21 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. on a

curvilinear line having a length = 125.00 feet, central angle = 74°29'04", radius = 100.00 feet, chord bearing N61°54'55"W, and chord = 121.04 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. on a curvilinear line having a length = 145.00 feet, central angle = 66°27'47", radius = 125.00 feet, chord bearing = N57°54'17"W, and chord = 137.01 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S88°51'50"W, 83.43 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S09°50'43"E, 251.01 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. S85°50'01"W, 151.68 feet to an iron pin set; thence along the property line common to land now or formerly owned by Mann Industries, Inc. N09°49'42"W, 118.33 feet to an iron pin set; thence the property line common to land now or formerly owned by Mann Industries, Inc. S79°48'16"W, 156.52 feet to an iron pin set; thence along the property line common to land now or formerly owned by BASF Corporation N09°42'59"W, 1034.88 feet and returning to the point of beginning.

The above Parcel Six being also described as follows:

All that certain lot, piece or parcel of land, situate, lying and being in Roberts Magisterial District, James City County, Virginia, designated as "Parcel 1 702,277 sf 16.12 acres" and "Parcel 2 1,107,060 SF 27.48 acres" on that certain plat entitled "BASF industrial subdivision record plat," dated May 23, 1989, prepared by L. V. Woodson & associates, Inc., L. V. Woodson, C.L.S., a copy of which plat is recorded in the Clerk's Office of the Circuit Court of James City County, Virginia in [Plat Book 51 at page 63](#).

Less and except those portions previously conveyed to:

Commonwealth Business Inc. by Deed dated April 14, 1994, recorded in [Deed Book 682 at page 229](#) (Parcel 1, 16.12 acres);

Commonwealth Business Inc. by Deed dated June 13, 1994, recorded in [Deed Book 695 at page 318](#) (Parcel 2A, 3.208 acres);

BASF Corporation by Deed dated August 1, 1994, recorded in [Deed Book 747 at page 236](#).

NOTE FOR INFORMATIONAL PURPOSES ONLY:
Tax Map No. 5940100005

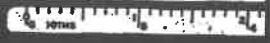
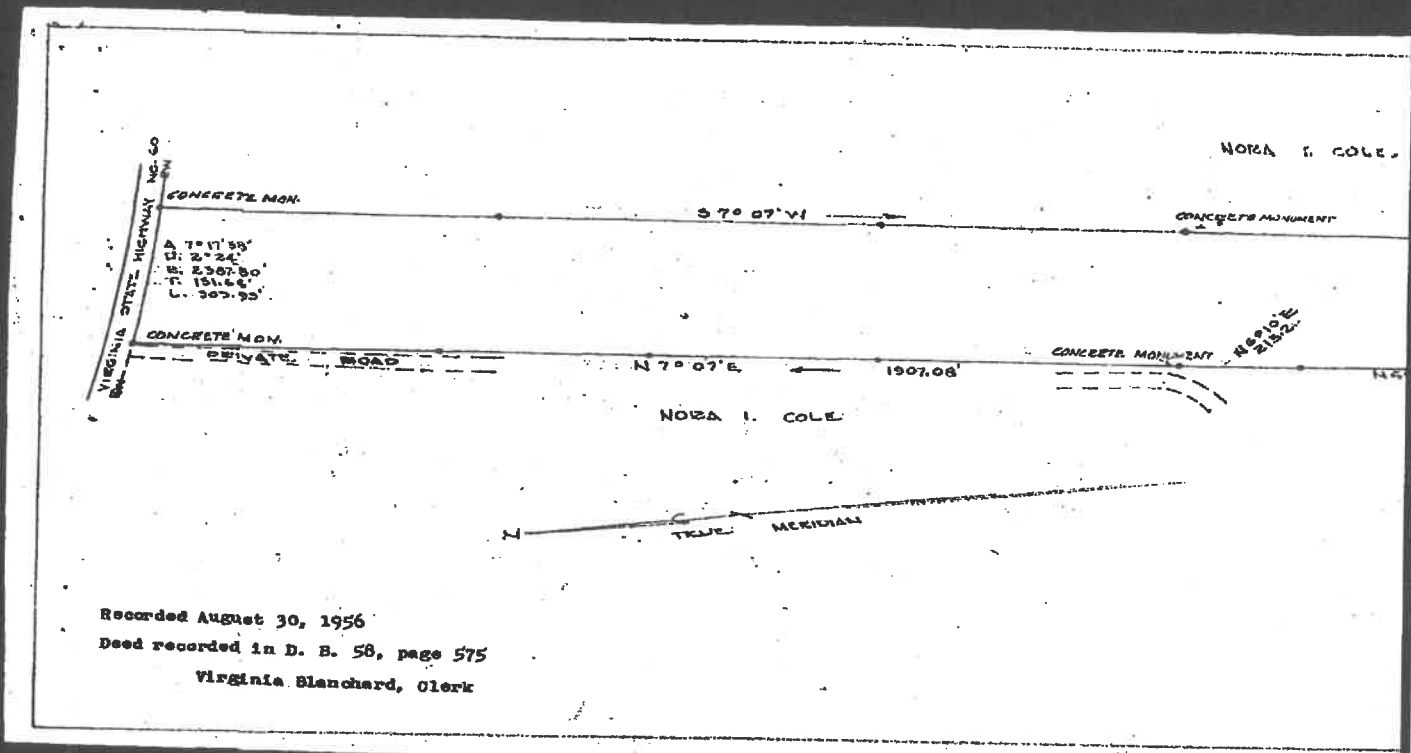
TOGETHER WITH a perpetual non-exclusive easement to construct, operate, maintain, repair and replace one (1) sewer line, said easement to extend five feet (5') on either side of the centerline of sewer line, conveyed to BASF Corporation by Easement Agreement from Virginia Commonwealth Textiles, L.L.C. recorded June 3, 1997, in the Clerk's Office of the Circuit Court of James City County, Virginia, as [Instrument No. 970008659](#).

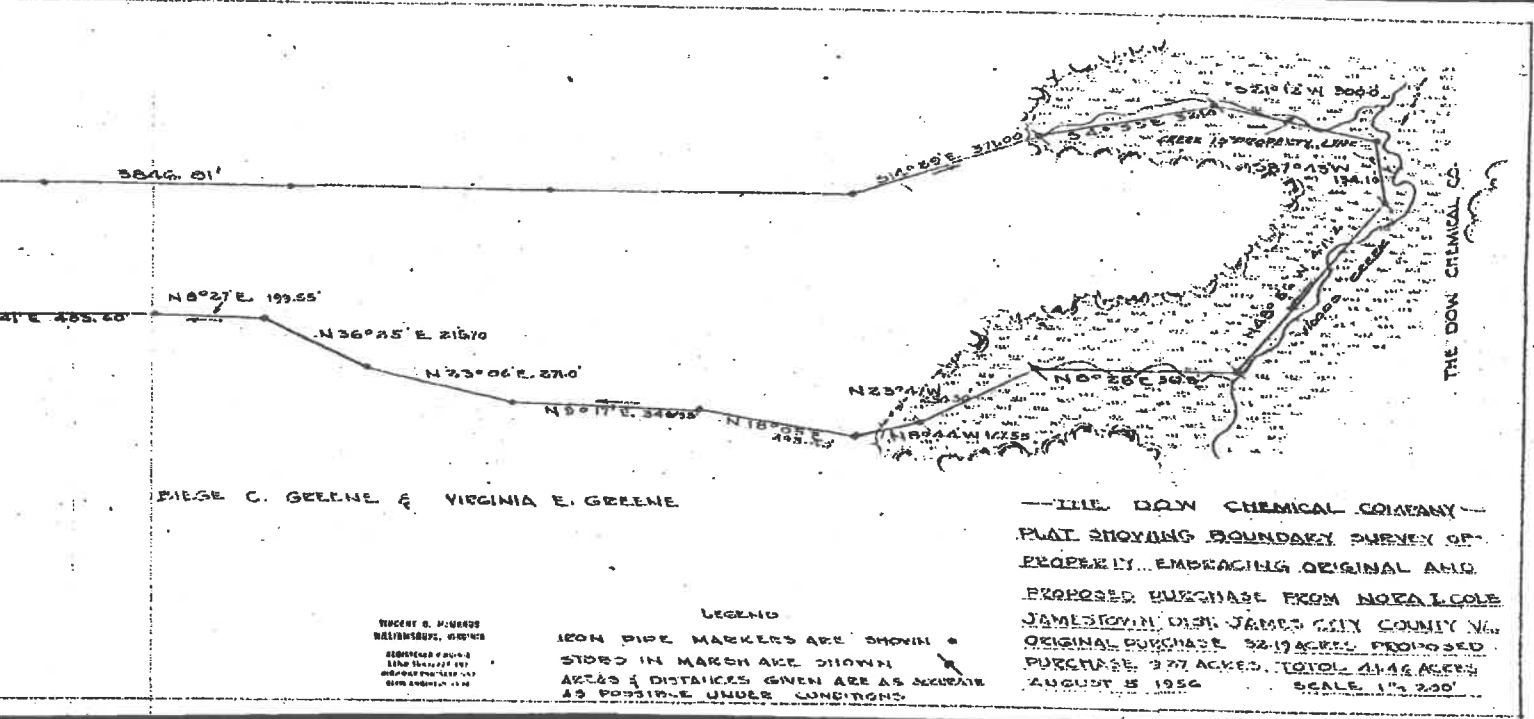
FURTHER TOGETHER WITH a non-exclusive easement to construct, operate, maintain, repair, improve, replace, alter and remove a sanitary sewer line, together with the right of ingress to and egress from said sanitary sewer line, conveyed to BASF Corporation, a Delaware corporation, by Deed of Easement from The Industrial Development Authority of James City County, Virginia and Williamsburg Developments, Inc., a Virginia corporation, dated October 20, 1997, and recorded October 9, 1997, in the Clerk's Office of the Circuit Court of James City County, Virginia, as [Instrument No. 970016326](#).

Original 1957 DOW Chemical Company Border Survey

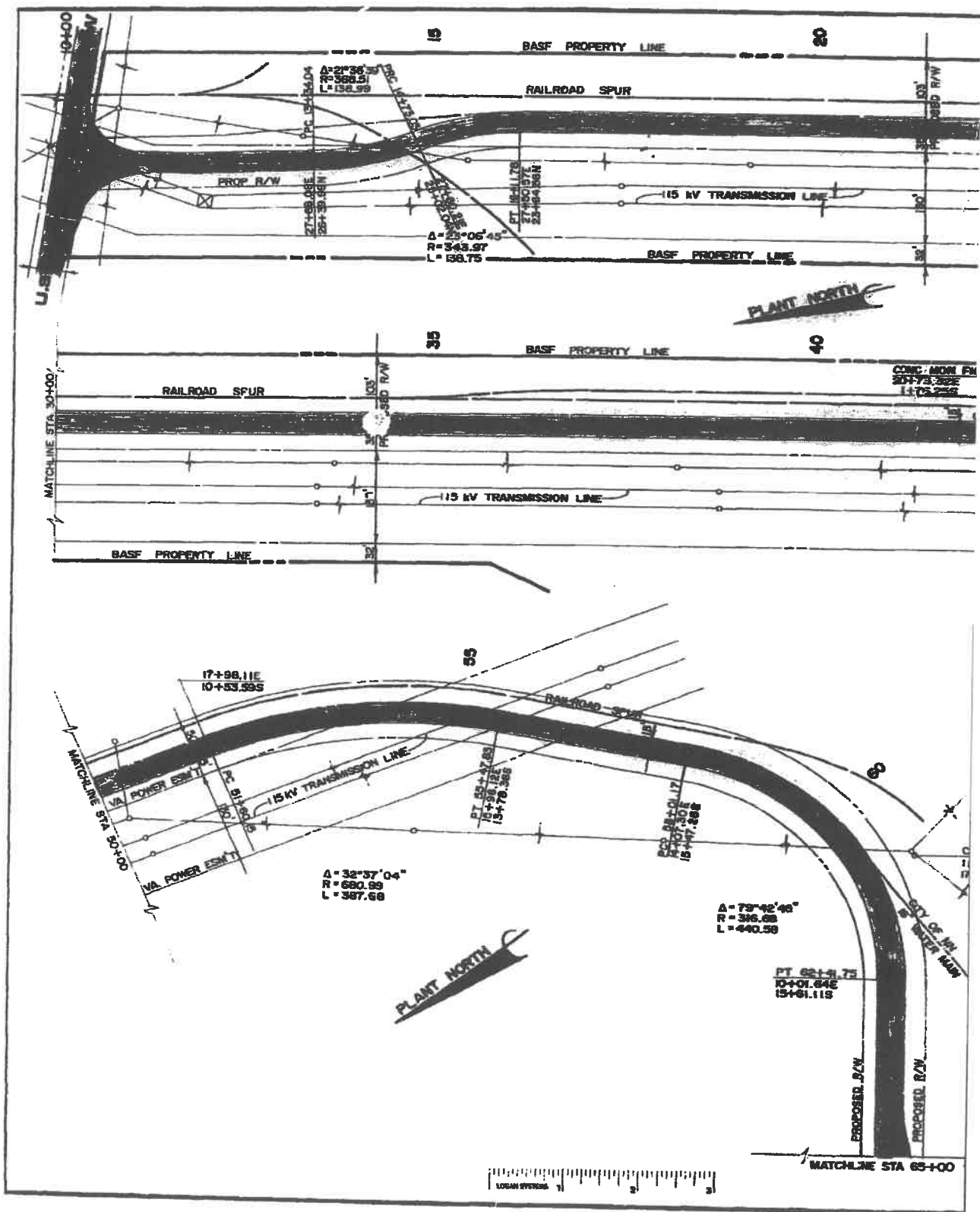


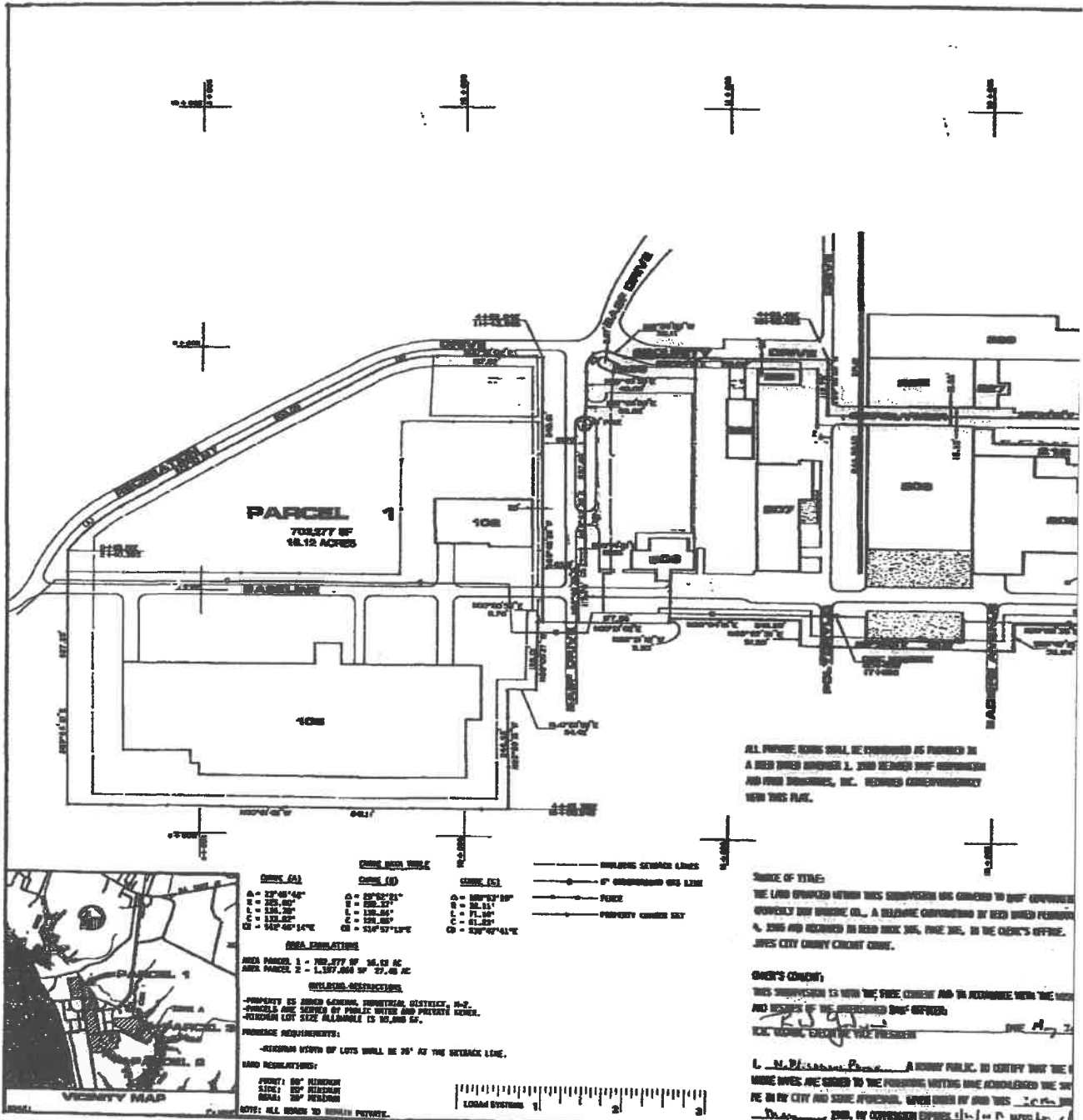
Plats Referenced in Property Description





U.S. GEOLOGICAL SURVEY, WATER RESOURCES DIVISION, REGIONAL OFFICE, DENVER, COLORADO
 PROJECT: ...
 SHEET: ...
 DATE: ...





PARCEL 1
703,577 SF
16.12 ACRES

ALL PRIVATE RIGHTS SHALL BE TERMINATED AS PROVIDED IN A REED BUNCH AGREEMENT 2, 2000 RECORDED WITH DEPARTMENT OF PUBLIC RECORDS, INC. REFERRED CORRESPONDENCE WITH THIS PLAN.

TABLE OF TITLES:
THE LAND SHOWN WITHIN THIS SUBDIVISION WAS OBTAINED BY DEPT. APPROVED UNIVERSITY OF MISSISSIPPI CO., A DELAWARE CORPORATION BY REED BUNCH PARTNERSHIP, L.P. AND RECORDED IN REED BUNCH 200, PAGE 200, IN THE CLERK'S OFFICE, JEFFERSON COUNTY CLERK'S OFFICE.

OWNER'S COMMENT:
THIS SUBDIVISION IS WITH THE STATE CLERK AND IN ACCORDANCE WITH THE STATE AND RECORDS OF THE RECORDED DEPT. OFFICE.
R. J. G. [Signature]
I, [Signature], CLERK, HEREBY CERTIFY THE TRUE PRESENCE

I, *[Signature]*, A NOTARY PUBLIC, DO CERTIFY THAT THE FOREGOING INSTRUMENTS HAVE BEEN ACKNOWLEDGED AND RECORDED IN THE CITY AND COUNTY OF MISSISSIPPI, JEFFERSON COUNTY, MISSISSIPPI, ON THIS 20th DAY OF [Month], 2000, BY DEPARTMENT OF PUBLIC RECORDS, INC. IN THE CLERK'S OFFICE.

CURVE DATA TABLE	
Curve (A)	Curve (B)
A = 27°46'44"	A = 27°46'44"
B = 225.00'	B = 225.00'
C = 125.20'	C = 125.20'
D = 125.20'	D = 125.20'
E = 512'40" 14"	E = 512'40" 14"
Curve (C)	Curve (D)
A = 27°46'44"	A = 27°46'44"
B = 225.00'	B = 225.00'
C = 125.20'	C = 125.20'
D = 125.20'	D = 125.20'
E = 512'40" 14"	E = 512'40" 14"

AREA CALCULATIONS:
AREA PARCEL 1 - 703,577 SF 16.12 AC
AREA PARCEL 2 - 1,107,000 SF 25.46 AC

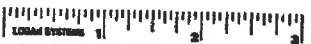
UTILITIES/RESTRICTIONS:
-PROPERTY IS ZONED GENERAL INDUSTRIAL DISTRICT, G-2.
-PANELS ARE SERVED BY PUBLIC WATER AND PRIVATE SEWER.
-MINIMUM LOT SIZE ALLOWABLE IS 10,000 SF.

PERMITS/REGULATIONS:
-MINIMUM WIDTH OF LOTS SHALL BE 20' AT THE SETBACK LINE.

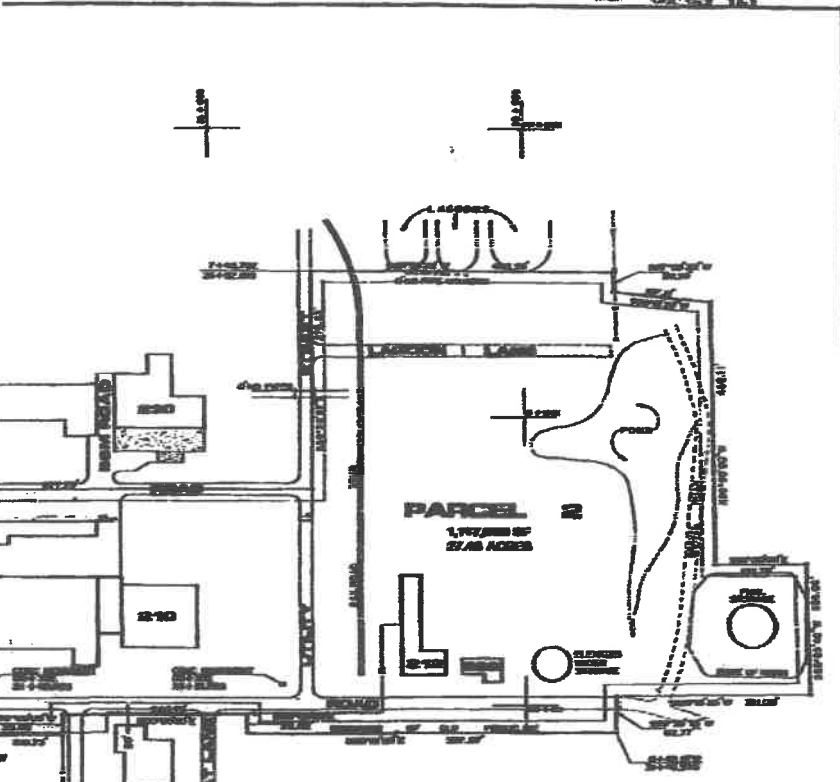
ROAD REGULATIONS:

FRONT: 10' MINIMUM
SIDE: 10' MINIMUM
REAR: 10' MINIMUM

NOTE: ALL RIGHTS TO UTILITIES PRIVATE.



73 51 82



THE JAMES CITY COUNTY BOARD OF ZONING ADJUSTMENTS GRANTED VARIANCES ON JULY 6, 1988 IN THE CASE 28-7-88.

THE JAMES CITY COUNTY PLANNING COMMISSION GRANTED AN EXCEPTION TO SECTION 27-40 OF THE SUBDIVISION ORDINANCE ON JUNE 23, 1988.

L. V. WOODSON & ASSOCIATES, INC.
 ENGINEERS, ARCHITECTS & PLANNERS
 100 BACON AVENUE
 WILLIAMSBURG, VIRGINIA 23188

BASE INDUSTRIAL SUBDIVISION	RECORD NO.
RECORD PLAT	
APR 27, 1987	



NO.	DATE	DESCRIPTION

WE HEREBY CERTIFY THAT THE COPY OF THIS RECORD AS SHOWN ON THE RECORDING OFFICE IS A TRUE AND CORRECT COPY OF THE ORIGINAL AS SUBMITTED TO US BY L. V. WOODSON & ASSOCIATES, INC.

NOTARIAL SEAL

2077
 Notary Public in and for the State of Virginia
 My Commission Expires on 11/15/88
 My Office is at 415 E. Main St., Williamsburg, VA

Recorded 27th of November, 1987
 By 456 / John R. ...

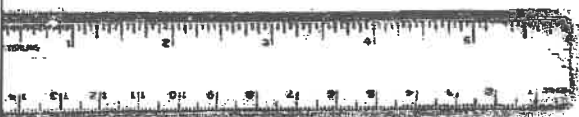
THIS INSTRUMENT IS FILED BY THE CLERK OF COURTS IN ACCORDANCE WITH EXISTING ORDINANCES AND MAY BE CONSIDERED TO BE TRUE AND CORRECT FOR JAMES CITY COUNTY.

CLERK OF COURTS

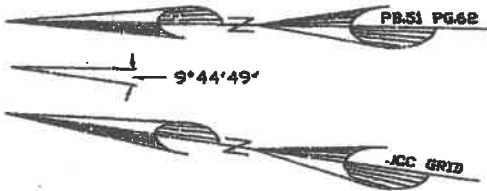
JAMES CITY COUNTY, VIRGINIA

IN THE CLERK'S OFFICE OF THE CIRCUIT COURT, THIS 17th day of November, 1987

2088 THIS COPY WAS PROVIDED AND ADVERTISED TO THE RECORDING AS THE LAW DIRECTS.
 NAME: John R. ... FILE NO. 57-63264



60/62



SURVEYOR'S CERTIFICATE

I HEREBY CERTIFY THAT TO THE BEST OF MY KNOWLEDGE OR BELIEF THIS PLAT COMPLIES WITH ALL OF THE REQUIREMENTS OF THE BOARD OF SUPERVISORS AND THE CLERK OF THE COUNTY OF JAMES CITY, VIRGINIA REGARDING THE PLATING OF SUBDIVISIONS WITHIN THE COUNTY.

9/13/94 Stephen Romeo
DATE NAME



- GENERAL**
- (1) THE JAMES CITY PLAT IS GRANTED UNDER A BZA CASE
 - (2) THE JAMES CITY PLAT IS GRANTED UNDER A SUBDIVISION CASE
 - (3) ALL PRIVATE RIGHTS RESERVED IN A DEED GRANTED SIMULTANEOUSLY WITH THIS PLAT
 - (4) PROPERTY LINES SHOWN ON THIS PLAT ARE THE RESULT OF A SURVEY CONDUCTED IN ACCORDANCE WITH THE REQUIREMENTS OF THE BOARD OF SUPERVISORS AND THE CLERK OF THE COUNTY OF JAMES CITY, VIRGINIA
 - (5) THIS PLAT IS GRANTED UNDER A BZA CASE
 - (6) THE JAMES CITY PLAT IS GRANTED UNDER A SUBDIVISION CASE
 - (7) THIS PLAT IS GRANTED UNDER A BZA CASE
 - (8) THE JAMES CITY PLAT IS GRANTED UNDER A SUBDIVISION CASE

OWNER'S CERTIFICATE

THE ADJUSTMENT OF PROPERTY LINES SHOWN ON THIS PLAT IS WITH THE FREE CONSENT AND IN ACCORDANCE WITH THE DESIRE OF THE UNDERSIGNED OWNERS, PROPRIETORS AND OR TRUSTEES.

9/21/94 FOR WILLIAM A. MANN JR. SPECIAL CREW MEMBER OF MANN INDUSTRIES INC.
DATE NAME

DATE _____ NAME _____

CERTIFICATE OF NOTARIZATION

STATE OF ILLINOIS
CITY/COUNTY OF CHICAGO/COOK

I, (PRINT) _____ A NOTARY PUBLIC IN AND FOR THE CITY/COUNTY AND STATE AFORESAID DO HEREBY CERTIFY THAT THE PERSONS WHOSE NAMES ARE SIGNED TO THE FOREGOING WRITING HAVE ACKNOWLEDGED THE SAME BEFORE ME IN THE CITY/COUNTY AFORESAID. GIVEN UNDER MY NAME THIS _____ DAY OF _____ 1994 MY COMMISSION EXPIRES _____



Judith A. DeMay
(SIGNATURE)

CERTIFICATE OF SOURCE OF TITLE

THE PROPERTY SHOWN ON THIS PLAT WAS CONVEYED BY DEED TO MANN INDUSTRIES INC. INCORPORATED BY DEED DATED 11/1/88 AND RECORDED IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF THE COUNTY OF JAMES CITY IN DEED BOOK 486, PAGE 624.

N/F MANN INDUSTRIES

N80°21'13"E 117.41'

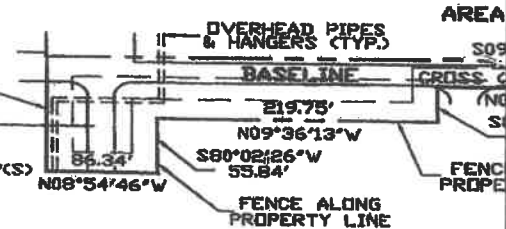
BADISHE AVENUE

IPCS)

N08°54'46"W

S80°02'26"W 55.84'

FENCE ALONG PROPERTY LINE



CERTIFICATE OF APPROVAL

THIS PLAT IS APPROVED BY THE UNDERSIGNED IN ACCORDANCE WITH EXISTING SUBDIVISION REGULATIONS AND MAY BE ADMITTED TO RECORD.

DATE N/A VIRGINIA DEPARTMENT OF TRANSPORTATION

DATE N/A VIRGINIA DEPARTMENT OF HEALTH

DATE 11/14/94 SUBDIVISION AGENT OF JAMES CITY COUNTY

STATE OF VIRGINIA, COUNTY OF JAMES CITY

IN THE CLERK'S OFFICE OF THE CIRCUIT COURT PLAT SHOWN HEREON WAS PRESENTED AND ADMITTED TO RECORD THIS _____ DAY OF _____ 1994 AS THE LAW DIRECTS.

CLERK: Debra S. Swanson
PLAT BOOK: 10 PAGE: 102

10:17 PM
DEC 7 1994
William A. Mann Jr.



OWNER'S CERTIFICATE

THE ADJUSTMENT OF PROPERTY LINES SHOWN ON THIS PLAT IS WITH THE FREE CONSENT AND IN ACCORDANCE WITH THE DESIRE OF THE UNDERSIGNED OWNERS, PROPRIETORS AND OR TRUSTEES.

DATE _____ NAME _____

CERT STATE CITY/ COUNTY OF JAMES CITY

60062

6006 60 MAG 62



VICINITY MAP 1"=2000'

AL NOTES:

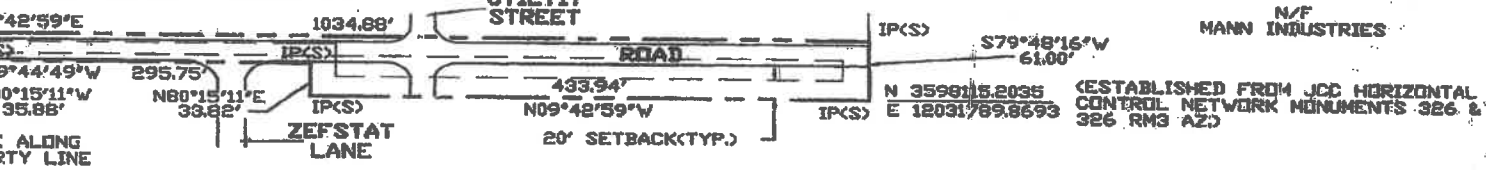
1. CITY COUNTY BOARD OF ZONING APPEALS CERTAIN VARIANCES ON JULY 6, 1989 IN 2A-7-89.
2. CITY COUNTY PLANNING COMMISSION AN EXCEPTION TO SECTION 17-40 OF THE ZONING ORDINANCE ON JUNE 13, 1989.
3. STATE ROADS SHALL BE MAINTAINED AS PROVIDED BY PUBLIC LAW DATED NOVEMBER 1, 1989 BETWEEN BASF CORPORATION AND MANN INDUSTRIES, INC. RECORDED SEPARATELY WITH PLAT RECORDED IN P.B. 51, PG. 62.
4. THIS PLAT IS ZONED GENERAL INDUSTRIAL DISTRICT, M-2.
5. THIS AREA IS SERVED BY PUBLIC WATER AND PRIVATE SEWERAGE.

SETBACKS:
50'
0'
10'

THIS PLAT DOES NOT SHOW ALL IMPROVEMENTS. UPON THE RECORDATION OF THIS PLAT, THE AREA WITHIN THE BOUNDARIES SHOWN HEREON SHALL BE ADDED TO THE B.A.S.F. PROPERTY AND LINES COMMON TO B.A.S.F. PROPERTY TO BE EXTINGUISHED.

N/F MANN INDUSTRIES

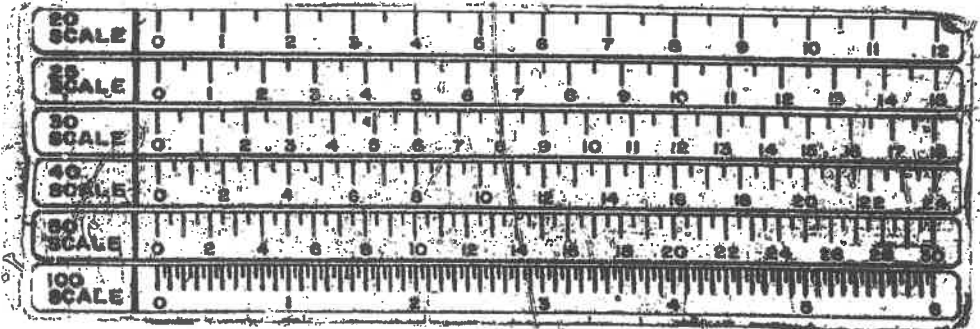
ENCUMBERED = 1.3434 AC.



N/F MANN INDUSTRIES

ALONG RTY LINE

N/F BASF CORPORATION



CHRISANNE CUPO
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES NOV. 10, 1997

PLAT OF
PROPERTY LINE ADJUSTMENT
BETWEEN
BASF CORPORATION
AND
MANN INDUSTRIES, INCORPORATED
JAMES CITY COUNTY, VIRGINIA
SCALE: 1"=100' DATE: 9/06/94

STATEMENT OF NOTARIZATION

NOTARIZATION OF: New Jersey
COUNTY OF: Madison
I, CHRISANNE CUPO, a Notary Public in and for the City/County and State aforesaid, do hereby certify that the persons whose names are set forth in the foregoing writing have acknowledged to me before me in the City/County aforesaid, on this 19th day of September, 1994, that my Commission Expires November 10, 1997.



Langley and McDonald, P.C.
Engineers - Surveyors - Planners
Landscape Architects - Environmental Consultants
VIRGINIA BEACH WILLIAMSBURG

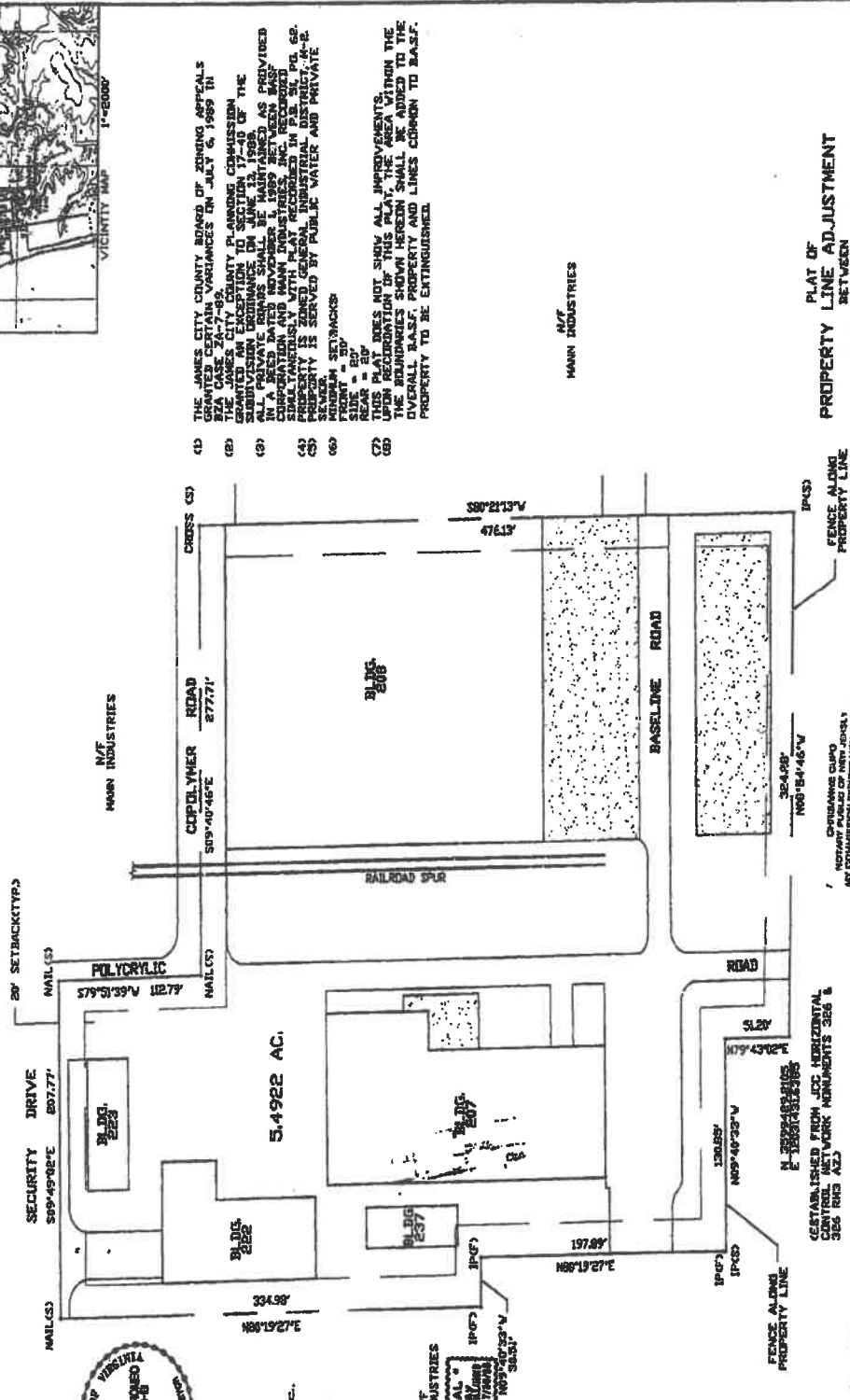
Chrisanne Cupo
(SIGNATURE)

5378 W

C 11/09



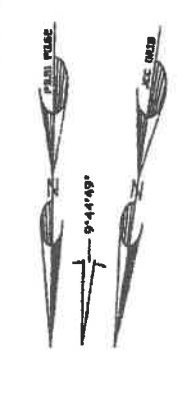
1077 (N) 63



- 42 THE JAMES CITY COUNTY BOARD OF ZONING APPEALS HAS GRANTED CERTAIN VARIANCES ON JULY 6, 1989 IN RESPECT TO THE JAMES CITY COUNTY PLANNING COMMISSION'S SUBMITTED AN EXCEPTION TO SECTION 17-48 OF THE JAMES CITY COUNTY ZONING ORDINANCES. ALL PRIVATE RIGHTS SHALL BE MAINTAINED AS PROVIDED IN A REEDED DATED NOVEMBER 1, 1989 BETWEEN EAST AND WEST SIDES OF THE TRACT. THE TRACT SHALL BE SMALL PARCELS WITH PLANS RECORDED IN P.B. 58, 59, 60, 61 AND 62. ALL UTILITIES SHALL BE MAINTAINED IN P.B. 58, 59, 60, 61 AND 62. PROPERTY IS ZONED GENERAL INDUSTRIAL DISTRICT, M-2. SEWERAGE IS SERVED BY PUBLIC WATER AND PRIVATE SEWERAGE.
- 43 MINIMUM SETBACKS: 5' FROM ALL SIDES
- 44 REAR = 20'
- 45 THIS PLAT DOES NOT SHOW ALL IMPROVEMENTS, THEREFORE THE BURDEN OF THE PLAT IS THE AREA WITHIN THE DIVERALL BASF PROPERTY AND LINES CONFORM TO BASF. PROPERTY TO BE EXTINGUISHED.

PLAT OF PROPERTY LINE ADJUSTMENT BETWEEN BASF CORPORATION AND MAIN INDUSTRIES, INCORPORATED JAMES CITY COUNTY, VIRGINIA SCALE: 1"=50'

Langley and McDonald, P.C.
Engineers - Surveyors - Planners
Landscape Architects - Environmental Consultants
WILLIAMSBURG, VIRGINIA



SURVEYOR'S CERTIFICATE
I HAVE SURVEYED THE ABOVE AND TO THE BEST OF MY KNOWLEDGE AND BELIEF THE SAME CONFORMS TO THE RECORDS OF THE COMMONWEALTH OF VIRGINIA.
DATE 9/25/94 STATE OF VIRGINIA
NAME STATE OF VIRGINIA

OWNER'S CERTIFICATE
THE APPLICANT HAS BEEN SHOWN ON THE PLAT AND IS THE LEGAL OWNER OF THE SAME AND IS NOT SUBJECT TO ANY OTHER EASEMENTS, RIGHTS, OR INTERESTS.
DATE 9/25/94 NAME STATE OF VIRGINIA

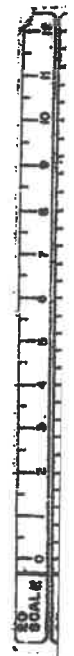
CERTIFICATE OF NOTARIZATION
STATE OF VIRGINIA
COUNTY OF JAMES CITY
I HAVE SURVEYED AND HAVE A NOTARY PUBLIC IN THE COUNTY OF JAMES CITY, VIRGINIA.
DATE 9/25/94 NAME STATE OF VIRGINIA

CERTIFICATE OF SOURCE OF TITLE
THE SOURCE OF TITLE FOR THE ABOVE IS DERIVED FROM THE ORIGINAL SURVEY OF THE PROPERTY AS SHOWN ON THE PLAT AND IS THE LEGAL SOURCE OF TITLE.
DATE 9/25/94 NAME STATE OF VIRGINIA

CERTIFICATE OF APPROVAL
AND MAY BE ADMITTED TO RECORD.
DATE 9/25/94 NAME STATE OF VIRGINIA

STATE OF VIRGINIA, COUNTY OF JAMES CITY
PLAT BOOK: 1077 (N) 63

OWNER'S CERTIFICATE
THE APPLICANT HAS BEEN SHOWN ON THE PLAT AND IS THE LEGAL OWNER OF THE SAME AND IS NOT SUBJECT TO ANY OTHER EASEMENTS, RIGHTS, OR INTERESTS.
DATE 9/25/94 NAME STATE OF VIRGINIA



Attachment B

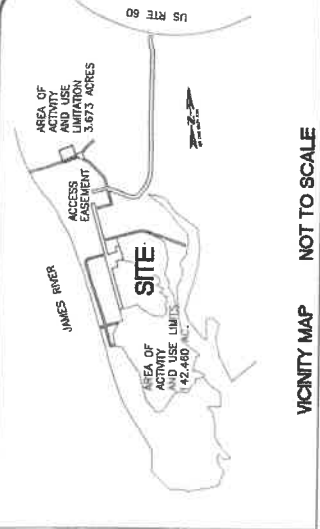
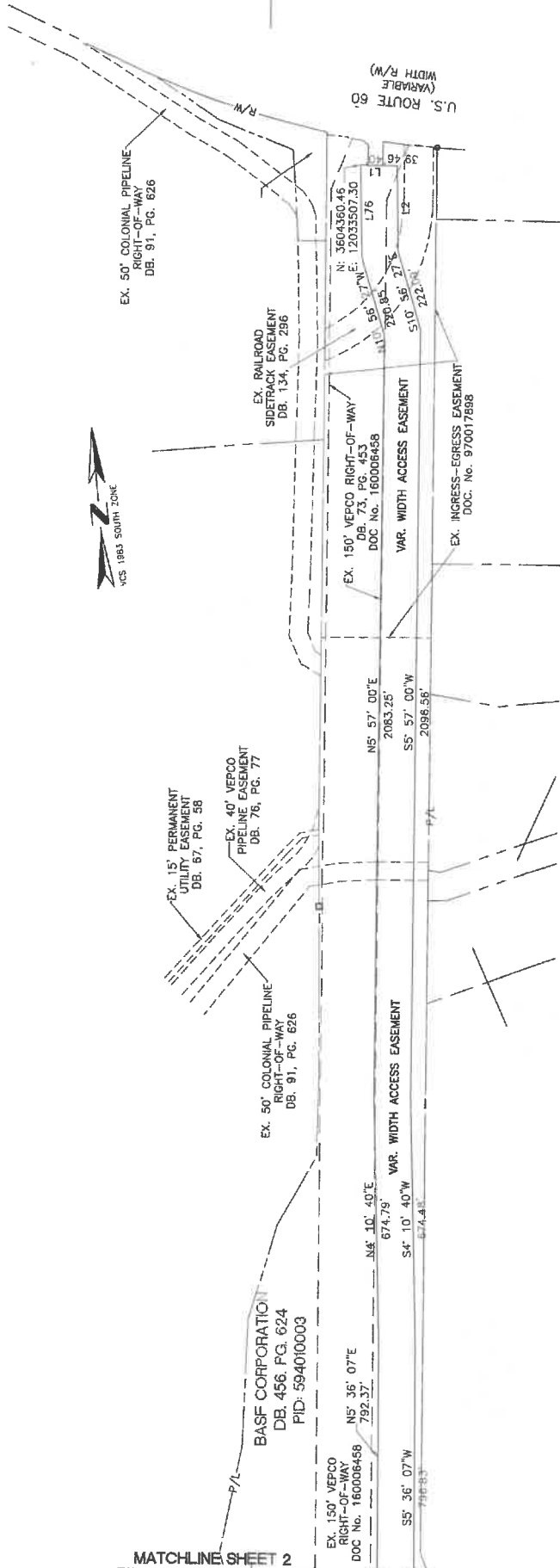
Location of Area 4A – North Landfill, Area 4B – Main Landfill Area, and Area 4C – WWTP

BURGESS & NIPLÉ

NOTES:

1. SURVEY DATUM IS VIRGINIA STATE PLANE COORDINATES (NAD83) SOUTH ZONE.
2. THIS PLAT AND THE SURVEY ON WHICH IT IS BASED IS A COMBINATION OF CURRENT FIELD SURVEYS AND COMPILED RECORD SOURCES. THIS PLAT DOES NOT REFLECT A CURRENT BOUNDARY SURVEY OF THE LARGER PARENT TRACT SHOWN HEREON.
3. EASEMENTS HAVE BEEN SHOWN WHERE THE RECORD DOCUMENTS COULD BE READILY PLOTTED, OTHER EASEMENTS MAY EXIST.
4. IMPROVEMENTS AND UNDERGROUND UTILITIES ARE NOT SHOWN HEREON.
5. SEE SHEET 6 FOR LINE & CURVE TABLE INFORMATION.

MATCHLINE SHEET 2



VICINITY MAP NOT TO SCALE

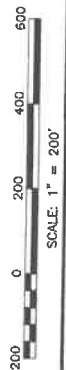
Surveyors' Certificate:

I hereby certify that this current easement survey, to the best of my knowledge and belief, is correct and complies with the Minimum Procedures and Standards established by the Virginia State Board of Architects, Professional Engineers, Land Surveyors and Certified Landscape Architects.

The property shown hereon was surveyed with the benefit of a title report provided by Commonwealth Land Title Insurance Company, Commitment Number DC2001140



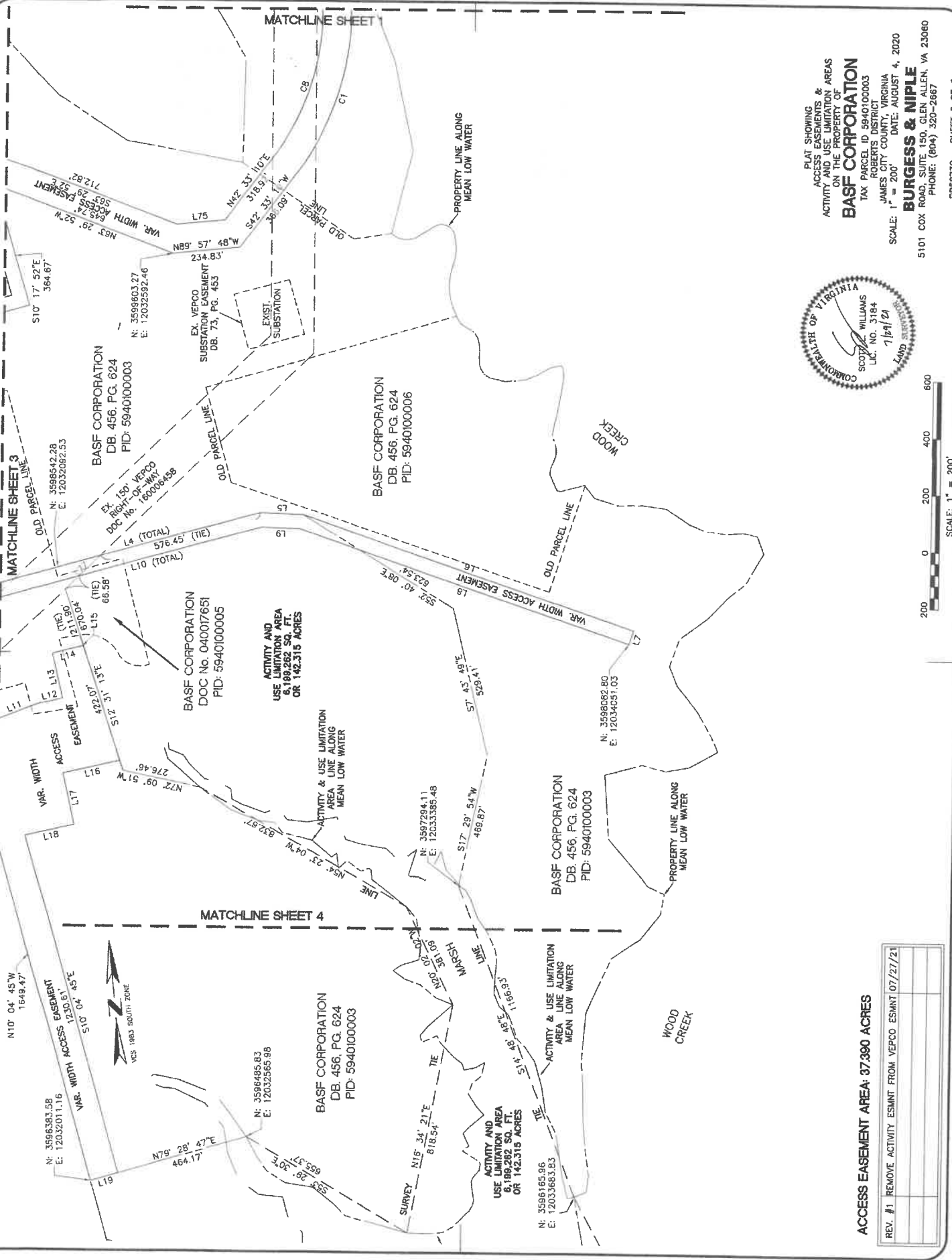
PLAT SHOWING ACCESS EASEMENTS & ACTIVITY AND USE LIMITATION AREAS ON THE PROPERTY OF
BASF CORPORATION
 TAX PARCEL ID 5940100003
 ROBERTS DISTRICT
 JAMES CITY COUNTY, VIRGINIA
 SCALE: 1" = 200'
 DATE: AUGUST 4, 2020
BURGESS & NIPLÉ
 5101 COX ROAD, SUITE 150, GLEN ALLEN, VA 23060
 PHONE: (804) 520-2687



ACCESS EASEMENT AREA: 37.990 ACRES

REV. #1 REMOVE ACTIVITY ESMNT FROM VEPCO ESMNT	07/27/21

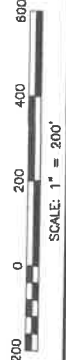
BURGESS & NIPLÉ



PLAT SHOWING
 ACCESS EASEMENTS &
 ACTIVITY AND USE LIMITATION AREAS
 ON THE PROPERTY OF
BASF CORPORATION
 TAX PARCEL ID: 9940100003
 ROBERTS DISTRICT
 JAMES CITY COUNTY, VIRGINIA
 SCALE: 1" = 200' DATE: AUGUST 4, 2020
BURGESS & NIPLÉ
 5101 COX ROAD, SUITE 150, GLEN ALLEN, VA 23080
 PHONE: (804) 320-2867
 PR58732 SHEET 2 OF 6

ACCESS EASEMENT AREA: 37,380 ACRES

REV. #1	REMOVE ACTIVITY ESMT FROM VEPCO ESMT 07/27/21



TO COR. C/L CREEK

N: 3600535.54
E: 12029764.86

APPROX. LOC. EX. 50' COMMONWEALTH PIPELINE RIGHT-OF-WAY DB. 82, PG. 180

APPROX. LOC. EX. 50' COMMONWEALTH PIPELINE RIGHT-OF-WAY DB. 223, PG. 713

JAMES RIVER



MATCHLINE SHEET 4

BASF CORPORATION
DB. 456, PG. 624
PID: 5940100003

CNB PROPERTIES
DOC No. 170012611
PID: 5940100004

N: 3599936.46
E: 12031512.19

CNB PROPERTIES
DOC No. 170012611
PID: 5940100004

BASF CORPORATION
DOC No. 040017651
PID: 5940100005

EX. 150' VEPCO RIGHT-OF-WAY DOC No. 160006458

MATCHLINE SHEET 2

ACCESS EASEMENT AREA: 37.390 ACRES

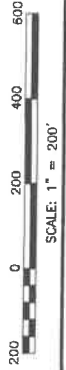
REV. #1 REMOVE ACTIVITY ESMT FROM VEPCO ESMT 07/27/21



PLAT SHOWING & ACCESS AND USE LIMITATION AREAS ON THE PROPERTY OF

BASF CORPORATION
TAX PARCEL ID 5940100003
JAMES CITY COUNTY, VIRGINIA
SCALE: 1" = 200' DATE: AUGUST 4, 2020

BURGESS & NIPLE
5101 COX ROAD, SUITE 150, GLEN ALLEN, VA 23060
PHONE: (804) 320-2687



34

MATCHLINE SHEET 3

MATCHLINE SHEET 2

MATCHLINE SHEET 5

JAMES RIVER

L40

L22

L19

L39

L23

L24

L25

L26

L27

L28

L29

L30

L31

L32

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L41

L42

L43

L44

L45

N10° 04' 45"W
1649.47'

N35° 06' 38.35"E
12032011.16'

S10° 04' 45"E
1230.61'

N79° 28' 47"E
464.17'

S80° 32' 35"W
139.75'

S10° 04' 45"E
339.03'

S71° 44' 26"E
214.57'

N5° 26' 54"W
300.80'

N5° 26' 54"W
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N5° 26' 54"W
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N5° 26' 54"W
300.80'

NCS 1983 SOUTH ZONE

N: 3596485.83
E: 12032565.98

BASF CORPORATION
DB. 456, PG. 624
PID: 5940100003

BASF CORPORATION
DB. 456, PG. 624
PID: 5940100003

ACTIVITY AND
USE LIMITATION AREA
6,199,282 SQ. FT.
OR 142.315 ACRES

ACTIVITY AND
USE LIMITATION AREA
6,199,282 SQ. FT.
OR 142.315 ACRES

ACTIVITY & USE
LIMITATION
AREA LINE ALONG
MEAN LOW WATER

N: 3596165.96
E: 12033663.83

ACTIVITY AND
USE LIMITATION AREA
6,199,282 SQ. FT.
OR 142.315 ACRES

ACTIVITY & USE LIMITATION
AREA LINE ALONG
MEAN LOW WATER



PLAT SHOWING
ACCESS EASEMENTS &
ACTIVITY AND USE LIMITATION AREAS
ON THE PROPERTY OF
BASF CORPORATION
TAX PARCEL ID 5940100003
POTOMAC COUNTY, VIRGINIA
JAMES CITY COLLEGE DATE: AUGUST 4, 2020
SCALE: 1" = 200'

BURGESS & NIPLE
5101 COX ROAD, SUITE 150, GLEN ALLEN, VA 23060
PHONE: (804) 320-2667



SCALE: 1" = 200'

PR58732 SHEET 4 OF 8

ACCESS EASEMENT AREA: 37,390 ACRES

REV. #1	REMOVE ACTIVITY ESMNT FROM VEPCO ESMNT 07/27/21

BURGESS & NIPLÉ

JAMES RIVER
follows Mean
Low Water Line



VGS 1983 SOUTH ZONE

BASE CORPORATION
DB. 456. PG. 624
PID: 5940100003

ACTIVITY AND
USE LIMITATION AREA
6,199.262 SQ. FT.
OR 142.315 ACRES

BASE CORPORATION
DB. 456. PG. 624
PID: 5940100003

ACTIVITY & USE
LIMITATION
AREA LINE ALONG
MEAN LOW WATER

MATCHLINE SHEET 4

MATCHLINE SHEET 2

NOON
CREEK

322.14 59°E
140.49 SURVEY

584° 44' 58"E
374.26

N26° 24' 53"E
162.10'

S59° 30' 38"W
566.38

N: 3593944.51
E: 12033858.92

527.31° 31' W
337.95'

THE S73° 29' 34"E

PROPERTY LINE &
USE LIMITATION
AREA LINE ALONG
MEAN LOW WATER

PROPERTY LINE ALONG
MEAN LOW WATER

PROPERTY LINE &
USE LIMITATION
AREA LINE ALONG
MEAN LOW WATER

PROPERTY LINE ALONG
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PROPERTY LINE ALONG
MEAN LOW WATER

ACCESS EASEMENT AREA: 37,390 ACRES

REV. #1 REMOVE ACTIVITY ESMNT FROM VEPCO ESMNT 07/27/2



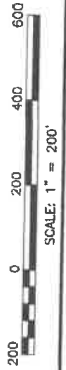
PLAT SHOWING
ACCESS EASEMENTS &
ACTIVITY LIMITATION
AREAS
ON THE PROPERTY OF

BASF CORPORATION
TAX PARCEL ID 5940100003
ROBERTS DISTRICT
JAMES CITY COUNTY, VIRGINIA

DATE: AUGUST 4, 2020
SCALE: 1" = 200'

BURGESS & NIPLÉ
5101 COX ROAD, SUITE 150, GLEN ALLEN, VA 23060
PHONE: (804) 320-2667

PR58732 SHEET 5 OF 6



INSTRUMENT 210018982
 RECORDED IN THE CLERK'S OFFICE OF
 WMSBG/JAMES CITY CIRCUIT ON
 SEPTEMBER 21, 2021 AT 10:21 AM
 MONA A. FOLEY, CLERK
 RECORDED BY: VYS



PLAT SHOWING
 ACCESS EASEMENTS &
 ACTIVITY AND USE LIMITATION AREAS
 ON THE PROPERTY OF
BASF CORPORATION
 TAX PARCEL ID 6840100003
 ROBERTS DISTRICT
 JAMES CITY COUNTY, VIRGINIA
 SCALE: 1" = 200' DATE: AUGUST 4, 2020
BURGESS & NIPLÉ
 5101 COX ROAD, SUITE 150, GLEN ALLEN, VA 23060
 PHONE: (804) 320-2667

CURVE TABLE

CURVE #	LENGTH	RADIUS	DELTA	CHORD DIRECTION	CHORD LENGTH
C1	522.81	1005.09	29.80	S24° 05' 25"W	516.94
C2	77.90	50.00	89.26	S34° 34' 48"W	70.25
C3	155.79	100.00	89.26	N34° 34' 48"E	140.51
C4	130.53	250.37	29.87	N24° 37' 02"W	129.06
C5	134.78	325.00	23.76	N51° 26' 03"W	133.82
C6	182.81	375.00	24.89	S51° 59' 54"E	161.83
C7	158.60	300.37	29.87	S24° 37' 01"E	154.83
C8	464.72	905.08	29.42	N24° 05' 27"E	459.63

PARCEL LINE TABLE

LINE #	LENGTH	DIRECTION
L41	537.02	N10° 03' 05"W
L42	509.28	N79° 12' 41"E
L43	100.00	N79° 55' 15"E
L44	147.56	S10° 04' 45"E
L45	492.32	N80° 34' 27"E
L46	326.77	N10° 17' 52"W
L47	102.81	N04° 19' 54"E
L48	446.36	S60° 05' 51"W
L49	81.62	N09° 54' 10"W
L50	423.57	N80° 05' 51"E
L51	197.82	N09° 40' 51"W
L52	555.09	N38° 33' 12"W
L53	74.32	N65° 10' 15"W
L54	153.71	N54° 59' 52"W
L55	29.78	S72° 33' 27"W
L56	37.84	N16° 15' 49"W
L57	439.81	S72° 07' 45"W
L58	494.37	S75° 03' 34"W
L59	497.66	S80° 33' 09"W
L60	51.60	N23° 45' 59"W

PARCEL LINE TABLE

LINE #	LENGTH	DIRECTION
L21	535.44	S10° 03' 05"E
L22	1185.43	S13° 40' 54"E
L23	215.87	S07° 48' 50"E
L24	81.50	N76° 46' 48"E
L25	271.33	N80° 32' 35"E
L26	50.00	S09° 27' 25"E
L27	269.69	S80° 32' 35"W
L28	84.59	S76° 46' 48"W
L29	11.22	S07° 48' 50"E
L30	543.36	S10° 23' 49"E
L31	104.69	N80° 32' 35"E
L32	50.00	S09° 27' 25"E
L33	153.87	S80° 32' 35"W
L34	593.68	N10° 23' 49"W
L35	7.61	N07° 48' 50"W
L36	120.99	S76° 46' 48"W
L37	50.00	N13° 13' 14"W
L38	125.72	N76° 46' 48"E
L39	218.04	N07° 48' 50"W
L40	1182.45	N13° 40' 54"W

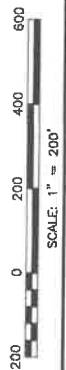
PARCEL LINE TABLE

LINE #	LENGTH	DIRECTION
L1	100.07	S83° 22' 48"E
L2	235.91	S04° 33' 07"W
L3	65.02	S04° 19' 54"W
L4	1088.10	N80° 15' 57"E
L5	148.99	S81° 58' 38"E
L6	1226.54	S65° 04' 49"E
L7	50.00	S24° 55' 07"W
L8	1218.11	N85° 04' 49"W
L9	133.76	N81° 58' 38"W
L10	1079.99	S80° 15' 57"W
L11	105.62	N74° 22' 27"E
L12	85.99	N83° 33' 05"E
L13	162.08	N07° 48' 33"W
L14	105.19	N81° 25' 53"E
L15	8.49	S80° 19' 08"E
L16	205.14	S83° 08' 44"W
L17	185.32	S06° 45' 55"E
L18	173.07	S82° 40' 31"W
L19	100.00	S79° 55' 15"W
L20	508.66	S79° 12' 41"W

PARCEL LINE TABLE

LINE #	LENGTH	DIRECTION
L61	508.03	N80° 33' 09"E
L62	490.70	N75° 03' 34"E
L63	439.94	N72° 07' 45"E
L64	30.30	N16° 15' 49"W
L65	177.29	N73° 44' 11"E
L66	244.05	N42° 16' 56"E
L67	242.76	N55° 32' 48"E
L68	50.63	S25° 23' 51"E
L69	228.98	S55° 32' 48"W
L70	257.58	S42° 16' 56"W
L71	163.95	S12° 57' 44"E
L72	43.24	S65° 10' 15"E
L73	555.09	S39° 33' 12"E
L74	194.14	S09° 40' 51"E
L75	167.33	S89° 57' 48"E
L76	253.13	N04° 33' 07"E
L77	170.72	N51° 34' 14"E

REV. #1 REMOVE ACTIVITY ESMT FROM VEPCO ESMT 07/27/21



37