

BUCKS COUNTY RECORDER OF DEEDS

55 East Court Street
Doylestown, Pennsylvania 18901
(215) 348-6209

OCT 31 2022

Instrument Number - 2022060886

Recorded On 10/6/2022 At 9:56:55 AM

* Total Pages - 13

* Instrument Type - DEED AGREEMENT - NO PROPERTY TRANSFER

Invoice Number - 1301069 User - KLJ

* Grantor - K MATKEM OF MORRISVILLE LP

* Grantee - UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

* Customer - BRIGHTSMITH LLC

* FEES

RECORDING FEES \$102.75

TOTAL PAID \$102.75

Bucks County UPI Certification
On October 6, 2022 By TF

This is a certification page

DO NOT DETACH

**This page is now part
of this legal document.**

RETURN DOCUMENT TO:
BRIGHTSMITH LLC

I hereby CERTIFY that this document is
recorded in the Recorder of Deeds Office
of Bucks County, Pennsylvania.



Daniel J. McPhillips

Daniel J. McPhillips
Recorder of Deeds

* - Information denoted by an asterisk may change during
the verification process and may not be reflected on this page.

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RECEIVED

2022 OCT -6 A 8:48

When recorded, return to:
Mr. James Bus, BRIGHTSMITH LLC
120 Enterprise Avenue, Morrisville, PA 19067

BUCKS COUNTY

The County Parcel Identification No. of the Property is: 13-047-138

GRANTOR: K. MATKEM OF MORRISVILLE, LP

PROPERTY ADDRESS: 120 Enterprise Avenue, Morrisville, PA 19067

ENVIRONMENTAL COVENANT

This Environmental Covenant ^{9/19/2022} is executed pursuant to the Pennsylvania Uniform Environmental Covenants Act, Act No. 68 of 2007, 27 Pa. C.S. §§ 6501 – 6517 (UECA). This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. As indicated later in this document, this Environmental Covenant has been approved by the United States Environmental Protection Agency (EPA).

- 1. **Property affected.** The property affected (Property) by this Environmental Covenant is located in Morrisville, Bucks County.

The postal street address of the Property is 120 Enterprise Ave, Morrisville, PA 19067

The latitude and longitude of the center of the Property is: 40 10' 13.00"N and 74 45' 46.00"W

The Property has been known by the following name(s): BRIGHTSMITH LLC (Brightsmith Coil Coaters)

A complete description of the Property is attached to this Environmental Covenant as Exhibit A. A map of the Property is attached to this Environmental Covenant as Exhibit B.

- 2. **Property Owner / GRANTOR.** K. MATKEM OF MORRISVILLE, LP is the owner of the Property and the GRANTOR and GRANTEE of this Environmental Covenant. The mailing address of the owner is: 120 Enterprise Avenue, Morrisville, PA 19067

- 3. **Holder(s) / GRANTEE(S).** K. MATKEM OF MORRISVILLE, LP is the GRANTEE(s) and a "holder," as that term is defined in 27 Pa. C.S. § 6502, of this Environmental Covenant.

- 4. **Description of Contamination and Remedy**

The Property has been operated as a metal coil coating facility since 1973. In 1973, Prior Coated Metals began operations at the Property. From sometime beginning in 1983 to

1998, the Property was owned and operated by Pre Finish Metals. MSC Engineered Materials and Solutions Group (MSC) (also known as MSC Pre Finish Metals Products Company) purchased the Property in 1998 and operated until it was purchased by K. MATKEM OF MORRISVILLE LP in 2008.

Metal coil coating operations took place within the processing plant building and adjoining paint storage building. Pretreatment of the metal coils consists of an alkaline wash and a chemical coating to allow the adhesion of paint. A wastewater treatment plant (WWTP) that receives wastewater generated through the pretreatment of the metal coils and any overflows or leaks from pretreatment is located within the processing plant building. The treated effluent is discharged into an unnamed tributary of Biles Creek and is regulated by National Pollutant Discharge Elimination System (NPDES) Permit No. PA0045021.

Between 1973 and 1984, Prior Coated Metals used multiple underground storage tanks (USTs), including an 8,000-gallon paint sludge storage UST and 8,000-gallon steel VT3 UST that stored toluene, acetone, and isopropanol. The USTs were reportedly closed in 1983-1984. Prior Coated Metals also used a sand filter tank as part of its waste treatment process. Wastewater was pumped into the tank and percolated through sand to the bottom, where solids collected and were periodically removed by an outside contractor. The sand filter tank was reportedly closed in 1984. The former operators of the Property also used a water treatment settling lagoon located just north of the WWTP. The lagoon was reportedly closed in 1983 prior to the transfer of ownership to Pre Finish Metals. There is no information regarding whether this area was lined or unlined. Three ASTs were installed on the Property between 1987-1990 and are still currently used for waste paint, virgin paint, and cleaning solvent.

In 2019, Brightsmith reported a spill of a RCRA regulated non-halogenated waste solvent drum that was located in the 90-day hazardous waste storage area at the Property. Soil immediately adjacent to the northern side of the storage area was affected and subsequently excavated by Brightsmith. Post-excavation samples in April 2020 confirmed that contamination was either not detected or was present at concentrations significantly below Pennsylvania Department of Environmental Protection's (Department's) Residential Direct Contact Soil Medium Specific Concentrations (MSCs). The Department oversaw the response, investigation, and remediation of the spill and determined that Act 2 cleanup standards for toluene and ethylbenzene for soil had been attained.

In December 2021 and January 2022, Brightsmith contracted INTEX Environmental Group, Inc. to conduct soil and groundwater sampling at the Property. A total of 14 soil boreholes were sampled throughout the Property focusing on areas where potential releases may have occurred based on the known history of the Property. These areas included:

1. The 8,000-gallon paint sludge storage and 8,000-gallon steel VT3 USTs;
2. Former sand filter tank;

3. Railroad tracks, and
4. Former water treatment settling lagoon.

This investigation found that both surface and subsurface soil exceeded EPA Industrial Regional Screening Levels (RSLs) for hexavalent chromium and heavy metals in the areas of the former USTs, sand filter tank, and water treatment settling lagoon. EPA's RSLs are based on a 10⁻⁶ risk level which corresponds to the upper-end of EPA's acceptable risk range of 10⁻⁴ to 10⁻⁶ (40 CFR 300.430), therefore these RSLs are conservative in regards to human health exposure risk.

Groundwater was sampled in seven monitoring wells, including one downgradient of the potential contamination sources. Only one well (MW-8), located near the former UST/sand filter tank/water treatment settling lagoon area, had slight exceedances of EPA's National Primary Drinking Water Maximum Contaminant Levels (MCLs), promulgated pursuant to Section 42 U.S.C. §§ 300f et seq. of the Safe Drinking Water Act and codified at 40 CFR Part 141, for arsenic and toluene. It is suspected that MW-8 has the highest contamination given the location on the Property and the historic use in that area. Data from this well indicates that there is no longer a source or sitewide contamination. Further, the absence of contamination downgradient indicates that contamination is localized to the area of the well. Given the data, EPA anticipates that natural attenuation processes are inhibiting mobility of contaminants and resulting in contaminant degradation.

Toluene was also evaluated for potential Vapor Intrusion (VI) concern. EPA has determined VI is not to be a risk factor at the Property.

EPA issued a Final Decision (Final Decision) in September 2022, which selected the Final Remedy for the Property. The Final Remedy consists of Natural Attenuation for groundwater, and activity and use restrictions for groundwater and soil. This Environmental Covenant implements the activity and use restrictions selected in the Final Decision.

The administrative record pertaining to the Final Decision is located at the location listed below:

US EPA Region III
Four Penn Center
1600 John F. Kennedy Boulevard
Philadelphia, PA 19103

More information about the Property is available online at:

<https://www.epa.gov/hwcorrectiveactioncleanups/hazardous-waste-cleanup-brightsmith-coil-coaters-formerly-msc-engineered>

5. **Activity and Use Limitations.** The Property is subject to the following activity and use limitations (AULs), which the then current owner of the Property, and its tenants, agents, employees and other persons under its control, shall abide by:

Soil Use Restrictions:

- The Property shall not be used for residential purposes unless it is demonstrated to EPA that such use will not pose a threat to human health or the environment or adversely affect or interfere with the selected remedy and EPA provides prewritten approval for such use, and
- All earth moving activities at the Property, including excavation, drilling and construction activities, shall be conducted in a manner such that the activity will not pose a threat to human health and the environment or adversely affect or interfere with the Final Remedy.

Ground Use Restrictions:

- Natural Attenuation to achieve MCLs for toluene and arsenic in groundwater within a reasonable timeframe
- The following groundwater use restrictions shall remain in place until MCLs are achieved:
 1. Groundwater at the Property shall not be used for any purpose other than the operation, maintenance, and monitoring activities required by EPA, unless it is demonstrated to EPA that such use will not pose a threat to human health or the environment or adversely affect or interfere with the Final Remedy and EPA provides prior written approval for such use, and
 2. No new wells shall be installed on the Property unless it is demonstrated to EPA that such wells are necessary to implement the Final Remedy and EPA provides prior written approval to install such wells.

If EPA determines that additional monitoring activities, institutional controls, or other corrective actions are necessary to protect human health or the environment, EPA has the authority to require and enforce such additional corrective actions through this EC, provided any necessary public participation requirements are met. If any individual with an interest in the Property believes that information shows that any use restrictions in this EC are no longer necessary to protect public health and the environment, the individual may submit such information to EPA for consideration. EPA can change any such restriction if it determines it is no longer necessary, after any required public comment period.

6. **Notice of Limitations in Future Conveyances.** Each instrument hereafter conveying any interest in the Property subject to this Environmental Covenant shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.

7. **Compliance Reporting.** Within 21 days after a) written request by EPA, b) transfer of title of the Property or of any part of the Property affected by this Environmental Covenant, c) noncompliance with paragraph 5 (Activity and Use

Limitations), or d) an application for a permit or other approval for any building or site work that could affect contamination on any part of the Property, the then-current owner of the Property must submit to EPA, the Department, and any Holder listed in Paragraph 3, written documentation stating whether the AULs in this Environmental Covenant are being abided by. In addition, within one (1) month after any of the following events, the then-current owner of the Property must submit a written report to EPA, the Department, and any Holder listed in Paragraph 3 of: (i) noncompliance with the AULs described in Paragraph 5 of this Environmental Covenant; (ii) transfer of the Property; (iii) changes in use of the Property; or (iv) the filing of applications for building permits for the Property and any proposals for any construction work on the Property, if the building or proposed construction work may affect the contamination or the remedial action on the Property, as described in Paragraph 4. The written report will state whether there is compliance with Paragraph 5. If there is noncompliance, the written report will state the actions that have been or will be taken to assure compliance.

8. **Access by EPA and the Department.** In addition to any rights already possessed by EPA or the Department under CERCLA or other state or federal law this Environmental Covenant grants to EPA and the Department a right of reasonable access of the Property in connection with: (i) performance of the remedial action described in Paragraph 4, or (ii) implementation or enforcement of this Environmental Covenant.

9. **Recording and Notification of Recording.** Within 30 days after the date that EPA approves this Environmental Covenant, **K. MATKEM OF MORRISVILLE, LP** shall file this Environmental Covenant with the Recorder of Deeds for each County in which the Property is located, and send a file-stamped copy of this Environmental Covenant to EPA within 90 days of recording. Within 90 days after this Environmental Covenant has been filed with the Recorder of Deeds for each County in which the Property is located, **K. MATKEM OF MORRISVILLE, LP** shall send a file-stamped copy to each of the following: Morrisville, Falls Township, Bucks County, and the Department.

10. **Termination or Modification.**

- (a) This Environmental Covenant runs with the land unless terminated or modified in accordance with 27 Pa. C.S. § 6509 or 6510, in accordance with paragraph 10.(b), or in accordance with Section 5, above. The then current owner of the Property shall provide EPA written notice of the pendency of any proceeding that could lead to a foreclosure, as referred to in 27 Pa. C.S. § 6509(a)(4), within seven calendar days of the owner's receiving notice of the pendency of such proceeding.
- (b) This Environmental Covenant shall terminate upon attainment of applicable industrial RSL standards and MCLs for the above-described contamination at the Property. EPA must provide prior written approval before such termination becomes effective.

- (c) In accordance with 27 Pa. C.S. § 6510(a)(3)(i), Grantor hereby waives the right to consent to any amendment or termination of the Environmental Covenant by consent; it being intended that any amendment to or termination of this Environmental Covenant by consent in accordance with this Paragraph requires only the following signatures on the instrument amending or terminating this Environmental Covenant: (i) the Holder at the time of such amendment or termination; (ii) the then current owner of the Property; and (iii) EPA.

11. **EPA and the Department.**

(a) Notification. The then current owner shall provide the Department written notice of:

- (1) the pendency of any proceeding that could lead to a foreclosure as referred to in 27 Pa. C.S. § 6509(a)(4), within seven calendar days of the owner's receiving notice of the pendency of such proceeding;
- (2) any judicial action referred to in 27 Pa. C.S. § 6509(a)(5), within seven calendar days of the owner's receiving notice of such judicial action;
- (3) any judicial action referred to in 27 Pa. C.S. § 6509(b), within seven calendar days of the owner's receiving notice of such judicial action; and
- (4) termination or amendment of this Environmental Covenant pursuant to 27 Pa. C.S. § 6510, within seven calendar days of the owner's becoming aware of such termination or amendment.

(b) Enforcement. A civil action for injunctive or other equitable relief for violating this Environmental Covenant may be maintained by the Department or by the Attorney General of the United States, on behalf of EPA. In addition, the Department and EPA reserves their regulatory authorities under any law to enforce the AULs in Paragraph 5, above.

12. **EPA and the Department's addresses.**

Communications with EPA regarding this Environmental Covenant will be sent to:

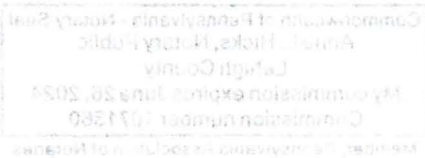
U.S. EPA Region III
Four Penn Center (3LD20)
1600 JFK Boulevard
Philadelphia, PA 19103
Contact: Kristin Koroncai
Phone: 215-814-2711
Fax: (215) 814-3113
Email: koroncai.kristin@epa.gov

Subsequent submissions required by this Environmental Covenant shall be sent to the Region 3 RCRA Corrective Action digital repository for institutional control and reporting documents. The documents shall reference the RCRA Facility name and RCRA ID Number. The documents shall be submitted to: R3_RCRAPOSTREM@epa.gov

Communications with the Department regarding this Environmental Covenant shall be sent to:

PA Department of Environmental Protection, SE Regional Office
2 East Main Street
Norristown, PA 19401

13. **Severability.** The paragraphs of this Environmental Covenant shall be severable and should any part hereof be declared invalid or unenforceable, the remainder shall continue in full force and effect between the parties.



ACKNOWLEDGMENTS [by Owner(s) and any Holder(s), in the following form:]

Date: 9/19/22

K. MATKEM OF MORRISVILLE LP, Grantor

By: James Bus

Name: James Bus

Title: Partner/president

COMMONWEALTH OF PENNSYLVANIA) [other state, if executed outside PA]

COUNTY OF LEHIGH) SS:

On this 19th day of September, 2022, before me, the undersigned officer, personally appeared James Bus [James Bus, President] who acknowledged himself/herself to be the person whose name is subscribed to this Environmental Covenant, and acknowledged that s/he executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Anne L. Hicks

Notary Public

Commonwealth of Pennsylvania - Notary Seal
Anne L. Hicks, Notary Public
Lehigh County
My commission expires June 26, 2024
Commission number 1071360
Member, Pennsylvania Association of Notaries

Exhibit A. Metes and Bounds description of the Property.



EXHIBIT A

LEGAL DESCRIPTION

ALL THAT CERTAIN parcel of land situate in the Township of Falls, County of Bucks, Commonwealth of Pennsylvania, being Lot 3 as shown on Plan Sheet 3 of 13, titled "Subdivision Plan" of Lots 2, 3, 4, 5, 9, 10 and 11 dated December 18, 1987, as prepared by Showalter and Associates of Chalfont, Pennsylvania, and recorded on December 23, 1987, in Bucks County Plan Book 243, page 23, bounded as described as follows, to-wit:

BEGINNING at a Point on the Northern right-of-way line of Steel Road South, which Point of Beginning is measured from the Northeasterly corner of the intersection of Steel Road South and New Ford Mill Road, North 80° 10' 58" East a distance of 1000.00 feet to the Point of Beginning; thence North 09° 49' 02" West, a distance of 390.00 feet; thence North 80° 10' 58" East, a distance of 1000.00 feet; thence South 09° 49' 02" East, a distance of 390.00 feet; thence South 80° 10' 58" West, a distance of 1000.00 feet to the POINT AND PLACE OF BEGINNING.

CONTAINING: 8.953 Acres, more or less.

BEING TAX PARCEL 13-47-138.

TOGETHER WITH all structures and improvements and appurtenances thereunto belonging and previously sold and conveyed by USX Corporation, formerly United States Steel Corporation, to Pre Finish Metals (Morrisville), Incorporated, now known as MSC Pre Finish Metals (MV), Inc, by Bill of Sale, and

TOGETHER WITH non-exclusive vehicular access between New Ford Mill Road and the Premises over and across the following paved Private Road known as Steel Road South:

ALL THAT CERTAIN Private Road right-of-way situated in the Township of Falls, County of Bucks, Commonwealth of Pennsylvania, as shown on plan prepared by Showalter and Associates of Chalfont, Pennsylvania, on Sheet 1 of 1 titled "In Place Plat of Survey", dated December 2, 1988; **BEGINNING** at the corner on the Northerly right-of-way line of the Private Road with the 100 foot right-of-way, intersection of the Easterly right-of-way line of New Ford Mill Road (L.R. 09015) and Northerly right-of-way line of the Private Road and running thence:

- (a) Along other lands of USX and along the Northerly right-of-way line of the East-West Private Road, N 80° 10' 58" E a distance of 2000.00 feet to an iron pin corner on the

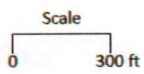
intersection of such Northerly line with the Westerly right-of-way line of the North-South Private Road:

- (b) Thence along the Westerly right-of-way line of the North-South Private Road N 09° 49' 02" W a distance of 390.00 feet to a pin corner;
- (c) Thence across the North-South Private Road N 80° 10' 58" E a distance of 100.00 feet to a point on the Easterly right-of-way line of the North-South Private Road;
- (d) Thence along the Easterly right-of-way line of the North-South Private Road S 09° 49' 02" W a distance of 490.00 feet to a point of intersection with the Southerly right-of-way line extended East of the East-West Private Road;
- (e) Thence along the Southerly right-of-way line and that line extended East of the East-West Private Road S 80° 10' 58" W a distance of 2100.00 feet to a point of intersection of such Southerly line and the Easterly right-of-way of New Ford Mill Road;
- (f) Thence along the Westerly right-of-way of New Ford Mill Road N 09° 49' 02" W a distance of 100.00 feet to the place of beginning.

UNDER AND SUBJECT TO ALL EASEMENTS, COVENANTS AND RESTRICTIONS OF RECORD

BEING THE SAME PREMISES which MSC Pre Finish Metals (MV), Inc., *i/k/a* Pre Finish Metals (Morrisville), Incorporated, by Deed dated November 25, 2008 and intended to be recorded in the Office of the Recorder of Deeds of Bucks County immediately prior to the recording hereof, granted and conveyed unto K. MATKEM of Morrisville, LP, the Mortgagor herein.

Exhibit B. Map of the Property.



INTEX Environmental Group, Inc. 33 Appletree Ln Pipersville, PA 19347 215-766-7230 fax 215-766-9730 info@intexenv.com		Bucks County Property Tax Map	
		Brightsmith Coating 120 Enterprise AVE Morrisville, PA 19062	
Drawn by: KF	Date: 2022	Source: https://bucksgis.maps.arcgis.com/home/index.html	