LL ENVIRONMENTAL AND CONSTRUCTION, INC.

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Midland, MI 48642
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April 22, 2010

Federal Express

RECEIVED
APR 23 2010
Division of
Environmental Protection

Mr. Ken Ellison
WV Department of Environmental Protection
601 57th Street SE
Charleston, WV 25304-2345

Re: Former Dowell Glenville – VRP 03061
Gilmore County, West Virginia

Dear Mr. Ellison:

Enclosed is a copy of the signed and filed Land Use Covenant with Gilmer County, for the above-referenced site. Please feel free to contact me if you have any questions.

Thank you,

Scott Madill/by dlm

Scott A. Madill, P.G., LRS
Project Manager

Waco Oil & Gas Co., Inc.
YLE. 636 Applicant: Schlumberger Technology Corp.
VRP Project #: 03061

LAND USE COVENANT

This is an environmental covenant executed pursuant to the Voluntary Remediation and Redevelopment Act, West Virginia Code Chapter 22, Article 22, and the Uniform Environmental Covenants Act, West Virginia Code Chapter 22, Article 22B, to restrict the activities on, and uses of, the following described property:

The legal description of the real property subject to the covenant is included as Attachment 1 to this document and pertains to real property situate and being located at Highway 33 East in Gilmer County, West Virginia, comprised of two (2) parcels, being 14.94 acres, more or less, and 1.11 acres, more or less, for a total of 16.05 acres, more or less, (herein the "Property"), the said Property being shown on Attachment 2, "Land Use Restrictions for Former Dowell Glenville Site" dated 11-30-2006 prepared by Smith Land Surveying, Inc., all of said Attachment being attached to and made a part hereof.

Activities on and uses of the above described Property that may result in excessive human exposure or in the release of a contaminant that was contained as part of the remedial action related to this covenant are prohibited. Those activities and uses include, but are not limited to:

- Use of the Property for residential purposes as defined in W. Va. Code §22-22-2(bb).
- Installation of groundwater wells or the collection of groundwater by any means for any purpose except monitoring.
- Excavation, drilling or subsurface work at depths greater than 2 feet unless the excavation operations and activities are either i) performed by a qualified and knowledgeable contractor that is aware of any potential release of a contaminant and has a Health and Safety Plan to protect the public and workers, or ii) performed by a qualified and knowledgeable contractor working under the direct supervision of a Licensed Remediation Specialist (LRS) or a similarly qualified individual or organization.

The current owner of record of the Property, and its contact information, is:

Waco Oil & Gas Co., Inc.
1297 Lewis Street
P.O. Box 397
Glenville, West Virginia 26351
Tel: 304-462-5741

Any person, including a person that owns an interest in the Property, the state or federal agency determining or approving the environmental response project pursuant to which an environmental covenant is created, or a municipality or other unit of local government may be a holder of an environmental covenant. The following are all of the holders of this covenant:

RETURN TO: BOWLES RICE DEVELD GRAFF & LOVE PLLC
2400 CRANBERRY SQUARE
MORGANTOWN WV 26508
APRIL 15, 2010

Waco Oil & Gas Co., Inc., the owner of the Property, herein "owner"

Schlumberger Technology Corporation, Inc., including Dowell, a division of Schlumberger Technology Corporation, the former lessee and operator of facilities upon the Property, and the applicant under that certain Voluntary Remediation and Redevelopment Agreement with the WVDEP, herein referred to as "Applicant"

The facts regarding the remediation response project at this Property are as follows:

The remediation response project at the Property consisted of the soil removal and landfill disposal and source control *via* Hydrogen Releasing Compound and Oxygen Releasing Compound with long-term natural attenuation of petroleum and chlorinated hydrocarbons to address remaining groundwater impacts. Non-residential exposure assumptions were used to comply with a site-specific remediation standard.

All constituents detected in soil and groundwater within the supplemental site assessment activities (2001), semi annual surface and groundwater sampling (2001-2005), suspected surface impoundment removal and subsequent soil conformation summary (2001) were included in the October 2005 Risk Assessment Summary prepared by Toxicological and Environment Associates Inc. The following constituents were identified: Groundwater – acetone, benzene, 2-Butanone, n-butylbenzene, sec-butylbenzene, tert-butylbenzene, chloroethane, 1,1 dichloroethane (DCA) , 1,1 dichloroethene (DCE), cis 1,2 DCE, trans 1,2 DCE, ethylbenzene, isopropylbenzene, p-isopropyltoluene, methyl tert-butyl ether (MTBE), naphthalene, n-propylbenzene, tetrachloroethylene (PCE), toluene, 1,1,1 trichloroethane (TCA), trichloroethylene (TCE), 1,2,4 trimethylbenzene, 1,3,5 trimethylbenzene, vinyl chloride, and xylenes. Soils – acetone, 1,1 DCA, 1,2 DCA, cis 1,2 DCE, PCE, 1,1,1 TCA, arsenic, barium, chromium, lead, and selenium.

Based on a conceptual site model, the following pathways and human receptors at the former Dowell Glenville site included:

- Indoor Worker – This potential receptor spends most of their time indoor and has no direct contact with outdoor soils. However, an indoor worker could be exposed to volatile organics emanating from soil and groundwater into an enclosed building as a result of vapor intrusion.
- Outdoor Worker – This potential receptor is a worker who spends most of the day conducting maintenance activities outdoors. The worker could potentially be exposed to on-site exposures to shallow subsurface soils. Routes of potential exposure would include incidental ingestion of soil, dermal contact with soil and inhalation of volatiles outdoors.
- Off-Site Residents - This potential receptor is an adult or child resident living in close proximity to the site who could be potentially exposed to volatile constituents *via* direct contact with inhalation of vapors emanating from soil and groundwater into ambient air.

A risk assessment completed by Toxicological and Environmental Associates Inc. determined that cancer risks and non-cancer health hazards to reasonably maximum exposed future indoor workers, outdoor works, and off site residents are well below WVDEP levels of concern.

Soil impacts above VRRA industrial/commercial standards and HHRA target levels were addressed by various remedial techniques and included:

- Tank Pits A, B, and C were removed in 1989 and resulted in the removal of approximately 200 cubic yards of soil.
- In 1993, impacted soil was removed along the eastern portion of the Maintenance Shop and extended toward Tank Pit C and resulted in the removal of approximately 500 cubic yards of impacted soil.
- In 1998, soils near the former Acid Plant and loading ramp and additional soils near Tank Pit C and Tank Pit B were removed. The activity resulted in the removal of approximately 1,000 cubic yards.
- In 2000, Oxygen Releasing Compound (ORC) was injected into soils near and within Tank Pit B.
- In 2000, Hydrogen Releasing Compound (HRC) was injected into soils within and near Tank Pit C.
- In 2000, impacted soil was removed near a former suspected surface lagoon. The activity resulted in the removal of approximately 1,200 cubic yards of soil. In addition, HRC was placed at the base of the completed excavation to enhance long term degradation of any remaining residual soil and groundwater impacts.

Residual groundwater impacts at the former Dowell Glenville site were divided into four areas of concern.

- Area of Concern – Former Maintenance Shop/Tank Pit C - Groundwater sampling from 2001 to 2005 identified elevated levels of 1,1 DCE, 1,1,1 TCA, chloroethane, cis 1,2 DCA, and vinyl chloride.
- Area of Concern – Former Tank B Pit B - Groundwater sampling from 2001 to 2005 identified elevated levels of benzene, naphthalene, 1,2,4 Trimethylbenzene, and 1,3,5 Trimethylbenzene.
- Area of Concern – Former Tank Pit A/Former Acid Plant and Loading Area - Groundwater sampling from 2001 to 2005 identified elevated levels of 1,1 DCE, and 1,1,1 TCA.
- Area of Concern – Former Suspected Lagoon Area - Groundwater sampling from 2001 to 2005 identified elevated levels 1,1,1 TCA, PCE, TCE, and 1,1 DCE, chloroethane, 1,1 DCA, cis 1,2 DCE, and vinyl chloride.

Based on semi-annual groundwater sampling conducted from 2001-2005, natural attenuation was identified as an appropriate remedial approach to address any remaining groundwater impacts within the four areas of concern. The use of a natural attenuation remedy was supported by the various soil removal activities within the four areas of concern to address potential long term sources, and source control (HRC and ORC) activities to enhance the degradation of the existing groundwater impacts.

The owner(s) of the Property shall provide written notice to the Secretary of the Department of Environmental Protection within ten (10) days following transfer of a specified interest in the Property subject to this covenant, changes in use of the Property, application for building permits regarding the Property, or proposals for any site work affecting the contamination on the Property.

The owner shall conduct inspections of the Property to monitor compliance with this Land Use Covenant at least once per year, and shall submit two (2) signed copies of the inspection monitoring report to the WVDEP, DLR headquarters in Charleston, within thirty (30) days of the inspection.

This covenant relieves the Applicant and the owner, their subsequent successors and assigns, and any other person(s) as may be identified pursuant to W.Va. Code §22-22-18, from all civil liability to the state as provided under West Virginia Code Article 22 of Chapter 22, and shall remain in effect so long as the Property complies with the applicable standards in effect at the time this covenant was issued.

This covenant shall not be amended, modified or terminated except by written instrument executed by and between the owner at the time of the proposed amendment, modification or termination, and the Secretary of the West Virginia Department of Environmental Protection. Within 5 days of executing an amendment, modification or termination of this Land Use Covenant, the owner shall record such amendment, modification or termination with the Clerk of the Gilmer County Commission, and within 5 days thereafter, the owner shall provide a true copy of the recorded amendment, modification or termination to the Secretary of the Department of Environmental Protection.

The administrative record for the environmental response project reflected in this covenant is maintained in the West Virginia Department of Environmental Protection, Division of Land Restoration, 601 57th Street, SE, Charleston, West Virginia 25304, (304) 926-0455, and is entitled Schlumberger Glenville, VRP Project # 03061.

The West Virginia Department of Environmental Protection is granted full right of access to the Property for the purpose of implementation or enforcement of this covenant.

All restrictions and other requirements described in this covenant shall run with the land and shall be binding upon all holders and their grantees, lessees, authorized agents, employees or persons acting under their direction or control.

Applicant: Schlumberger Technology Corp.
VRP Project #: 03061

IN WITNESS WHEREOF, the following holders have executed this covenant on the dates indicated.

SIGNED: I. L. Morris Date: 2-11-2010
PROPERTY OWNER

WACO OIL & GAS CO., INC.
A West Virginia corporation,

By: I. L. Morris Title: President

STATE OF WEST VIRGINIA,
COUNTY OF GILMER, to-wit:

I, Stephen E. Holloway, a ~~Notary Public~~ Commissioner in and for the County of Gilmer, State of West Virginia, do hereby certify that the holder(s) whose name is signed above, this day executed this document in my presence or this day acknowledged same to be the true act and deed of said holder(s).

Given under my hand this the 11th day of February, 2010.
My commission expires: May 14, 2011

~~Notary Public~~ Commissioner

SIGNED: Ken Ellison Date: 3/18/10

WEST VIRGINIA DEPARTMENT OF ENVIRONMENTAL PROTECTION

By: Ken Ellison Title: Director

STATE OF WEST VIRGINIA,
COUNTY OF KANAWHA, to-wit:

I, Rhonda F. McGlothlin a Notary Public in and for the County of Kanawha, State of West Virginia, do hereby certify that the holder(s) whose name is signed above, this day executed this document in my presence or this day acknowledged same to be the true act and deed of said holder(s).Given under my hand this the 18th day of March, 2010.

My commission expires: April 26, 2010

Rhonda F. McGlothlin
Notary Public

OFFICIAL SEAL
NOTARY PUBLIC, STATE OF WEST VIRGINIA
RHONDA F. McGLOTHLIN
WV DEP
601 57th STREET, S.E.
CHARLESTON, WV 25304
My Commission Expires April 26, 2010

SIGNED: F Maestroni Date: 2/26/10
APPLICANT

Schlumberger Technology Corporation, Inc.

By: FRANCESCA MAESTRONI Title: VICE PRESIDENT

STATE OF Texas,
COUNTY OF Fort Bend, to-wit:

I, Ann Bruso Webb, a Notary Public in and for the County of Fort Bend, State of Texas, do hereby certify that the holder(s) whose name is signed above, this day executed this document in my presence or this day acknowledged same to be the true act and deed of said holder(s).

Given under my hand this the 26th day of February, 2010.
My commission expires: 8/30/2010.

Ann Bruso Webb
Notary Public

ANN BRUSO WEBB
NOTARY PUBLIC
State of Texas
Comm. Exp. 08-30-2010

ATTACHMENT 1

The Property to be subject to the restrictions imposed hereby is more particularly bounded and described as follows:

All those certain tracts or parcels of real estate, with any appurtenances and improvements thereon, containing 14.94 acres and 1.11 acres which are the residue of a larger tract of 34.07 acres after an outconveyance of 18.02 acres situate in Glenville District, Gilmer County, West Virginia, on the waters of Grassy Run of Stewarts Creek and on the north side of U.S. Route 33/119, approximately 2 miles northeast of the corporation of Glenville, more particularly bounded and described as follows:

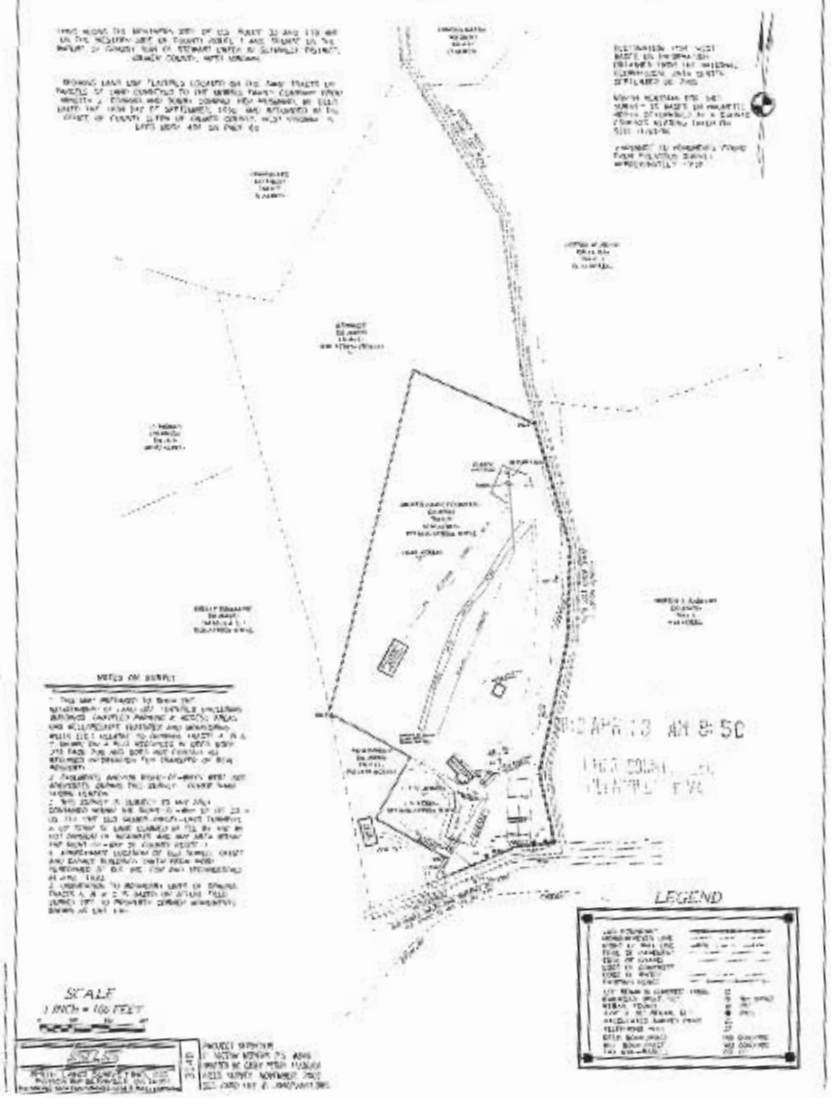
FIRST: Beginning at a point in the center of U.S. Route 33/119 and on the east side of Grassy Run, from which a fire hydrant bears N. 31 degrees 48 E. at 59.25 feet, thence along the east bank of said Grassy Run N. 15 degrees 00' W. 53.87 feet to a concrete monument, set, thence N. 26 degrees 37' E., passing a concrete monument, set, for the southeast corner of a 1.11 acre tract, at 35.00 feet, in all 237.00 feet to a concrete monument, set, thence N. 64 degrees 22' W. crossing grassy Run, passing a concrete monument, corner to said 1.11 acres, at 239.00 feet, in all 504.00 feet to a concrete monument, set, in the line of Robert E. Fox's 31.53 acres, thence N. 11 degrees, 03' E. 1000.00 feet to a concrete monument, set , thence S. 69 degrees 39' E., passing a concrete monument, set for a witness corner, at 371.00 feet, in all 400.00 feet to a point in Grassy Run Road on a line of Harry Radcliff, thence with the center of Grassy Run Road for four courses S. 18 degrees 48' E. 349.07 feet to a point, thence S. 01 degrees 16' E. 264.00 feet to a point, thence S. 08 degrees 36' W. 396.00 feet to a point, thence S. 15 degrees 39' E. 231.00 feet to a pointing the center of U/S. Route 33/119 at the intersection of said Grassy Run Road, corner to Radcliffe, thence with the center of U/S. Route 33/119 S. 82 degrees 13'W 118.16 feet to a point, set, a concrete nail, thence S. 64 degrees 25' W. 231. 51 feet to the beginning, and containing 14.94 acres, more or less.

SECOND: Beginning at a concrete monument, set, on the east bank of Grassy Run, corner to the 18.02 acre residue of the 34.07 acre tract, from a which a concrete monument bears S. 26 degrees 37' W. at 35.00 feet, thence crossing Grassy Run, N. 64 degrees 22' W 239.00 feet to a concrete monument, set, thence N. 26 degrees 37' E. 202.00 feet to a concrete monument , set, in the line of the 14.94 acre Dowell Lease, thence with lines of said Lease for two courses S. 64 degrees 22' E 239.00 feet, crossing grassy Run to a concrete monument, set, on the east bank of said run, thence along the east bank of said run, S. 26 degrees, 37' W. 202.00 feet to the beginning and containing 1.11 acres, more or less.

And being the same real estate conveyed to The Morris Family Company, by Arnetta S. Conrad and Bobby Conrad, her husband, by deed dated September 14, 1998, and of record in the Office of the Clerk of the County Commission of Gilmer County, West Virginia, In Deed Book No. 426, at page 68.

By merger of October 23, 2001, The Morris Family Company, merged with and into Waco Oil & Gas Co., Inc.

LAND USE RESTRICTIONS
FOR
FORMER DOWELL GLENVILLE SITE



STATE OF WEST VIRGINIA,

GILMER COUNTY COMMISSION CLERK'S OFFICE April 13 2010

The foregoing writing, together with the certificate thereto annexed, was this day admitted to record in said office.

TESTE: Beverly Meeks CLERK