

June 23, 2010

Lewis County Clerk
10 Center Avenue
Weston, West Virginia 26452
Phone: 304.269.8215



LEWIS COUNTY, WV
FILED
2010 JUN 24 AM 10:37
MAYNARD
COUNTY CLERK

Re: Land Use Covenant for Recording

Dear Lewis County Clerk,

On behalf of Avery Dennison Corporation, The Johnson Company has enclosed a signed original Land Use Covenant for the Paxar Americas Inc. / Avery Dennison Retail Information Services, LLC property located at 117 Label Lane in Weston, West Virginia. The deed for this property was recorded October 20, 2003 in Lewis County deed book 584, pages 579 through 583. Please record the attached Land Use Covenant at your convenience, and return a copy of the recorded instrument to:

copy → *mail*
Mr. Ken Ellison, Director
WVDEP, Division of Land Restoration
601 57th Street
Charleston, WV 25304

The Johnson Company and Avery Dennison understand that the enclosed original Land Use Covenant will be returned to Avery Dennison after it is recorded. Please return the original, along with documentation of its recording, to the attention of Mr. Bruce Martin at the address listed below.

recorded document → *mail*
Mr. Bruce Martin
Corporate Manager, Environmental and Remediation Services
Avery Dennison Corporation
7 Bishop Street
Framingham, Massachusetts 01702

Please also find enclosed a check in the amount of \$17.50 for payment of fees associated with the recording of the Land Use Covenant. These fees include \$10 for recording, \$1 for Management and Preservation, \$4.50 copy fee, \$1 for postage to Mr. Ken Ellison at the address listed above, and \$1 for postage of the original document to Avery Dennison.

Please do not hesitate to contact me with any questions.

Sincerely,
THE JOHNSON COMPANY, INC.

By: Christopher M. Turner
Christopher M. Turner

cc: Bruce Martin, Avery Dennison Corporation
enclosure

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 Property is defined as the contiguous parcels 44 and 45 on the City of Weston Freemans Creek District tax map 7-E. Parcel 45 is approximately 1.28 acres in area and is located on the north side of the intersection of Old Jackson's Mill Road and the access road for the Weston Municipal Wastewater Treatment Plant. Parcel 44 is approximately 7.2 acres in area and is located adjacent to and north of parcel 45. Said area being defined in Lewis County, West Virginia deed book 584, pages 579 through 583, recorded October 20, 2003 (hereinafter referred to as "the Site").

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:

1. Excavation, drilling, or penetration below the groundwater table at the Site, unless the excavation operations and activities are either 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 a contractor working under the direct supervision of a Licensed Remediation Specialist (LRS), or a similarly qualified individual or organization.
2. The current concrete floor of any indoor area within the existing 62,000-square-foot building shall be maintained in a contiguous, unbroken, impermeable condition. If continuity of the floor in any indoor area within the existing structure is disturbed for any purpose, the integrity of the floor in such areas must be restored with concrete or paving, in a manner similar its original contiguous, unbroken, impermeable surface.
3. The extraction of groundwater at the Site for any use except groundwater monitoring.
4. Buildings on the Site shall not have or include basements or other below-grade spaces intended for human occupancy without the addition of appropriate engineering controls. Said controls must be constructed to limit exposure to volatile contaminants in indoor air originating from subsurface source(s) (i.e. vapor intrusion) to required concentrations levels, as demonstrated by appropriate sampling and analysis submitted to and approved by West Virginia Department of Environmental Protection.

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

Avery Dennison Retail Information Services LLC ("RIS")
(Paxar Americas, Inc. was merged into RIS on January 1, 2009)
Charles D. Miller Corporate Center
150 North Orange Grove Boulevard
Pasadena, California 91103-3596
Phone: (626) 304-2000

LEWIS COUNTY, WV
REC-11-11-11
2011 JUN 24 A 10:40

Any person, including a person that owns an interest in the real 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. One holder of this covenant is as follows:

Avery Dennison Retail Information Services LLC
Charles D. Miller Corporate Center
150 North Orange Grove Boulevard
Pasadena, California 91103-3596
Phone: (626) 304-2000

The facts regarding the remediation response project at this property are:

Soil samples were collected at the Site from 2007 through 2009 and were analyzed for volatile organic compounds (VOCs), petroleum hydrocarbons, metals, and semi-volatile organic compounds (SVOCs). Concentrations of these constituents detected in soil did not exceed West Virginia Department of Environmental Protection (WVDEP) De Minimis Cleanup Levels for Residential soils. Thus, the risk to receptors regularly exposed by direct contact to soil at the site meets programmatic requirements of the West Virginia Voluntary Remediation and Redevelopment Program (VRRP).

Groundwater samples were collected at the Site from 2008 through 2009 and were analyzed for diesel-range petroleum hydrocarbons (TPH-DRO) and VOCs. With the exception of one groundwater sample collected from monitoring well MW-8R in June 2008, concentrations of TPH-DRO in groundwater were not detected above the De Minimis standard. Concentrations of TPH-DRO were not detected above the De Minimis standard in subsequent groundwater samples collected from MW-8R. VOCs in groundwater were detected above De Minimis standards at two locations adjacent to the primary structure on the Site – monitoring wells MW-2R and MW-3R. Because the Land Use Covenant restricts groundwater extraction, no further evaluation of this pathway was required.

Although analytical data from indoor air did not exceed USEPA screening values (USEPA Office of Solid Waste and Emergency Response, *OSWER Draft Guidance for Evaluating the Vapor Intrusion to Indoor Air Pathway from Groundwater and Soils*, November 2002), a Site-Specific Human Health Risk Assessment (HHRA) was performed in order to estimate the potential risk from residential exposure via the vapor intrusion pathway. The HHRA concluded that the total estimated risk via this pathway was below levels required by the VRRP.

For these reasons, except as provided in the Land Use Covenant, the site is protective of human health and the environment as expressed under the West Virginia Voluntary Remediation and Redevelopment Rule (W.Va. C.S.R. §60-3) under any land use scenario. The four potential routes of exposure were determined to be (1) inhalation of VOCs present in soil vapor via intrusion to indoor air for on-Site workers and adult residents; (2) inhalation of VOCs present in groundwater via volatilization through the vadose zone to ambient air for on-Site workers, on-Site construction workers, on-Site trespassers, and on-Site residents; (3) inhalation of VOCs present in soil via volatilization to ambient air for on-Site workers, on-Site construction workers, on-Site trespassers, and on-Site residents; and (4) incidental ingestion of VOCs present in soil for on-Site workers, on-Site construction workers, on-Site trespassers, and on-Site adult residents. The remedy selected to limit exposure of on-Site workers, on-Site construction workers, on-Site trespassers and on-Site residents to VOCs includes the establishment of this Land Use Covenant.

The owner of the property shall provide written notice to the Secretary of the Department of Environmental Protection within 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 one time 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 subsequent successors and assigns and future owners 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 then current owner of 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 in accordance with W. Va. Code § 22-22B-10, by and between the owner at the time of the proposed amendment, modification or termination, the Secretary of the West Virginia Department of Environmental Protection, and the holders of this covenant. 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 Lewis 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 office of West Virginia Department of Environmental Protection, Division of Land Restoration, 601 57th St., Charleston, WV 25304 and is entitled Avery Dennison, Weston, VRP# 09375.

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.

[Signature Page Follows]

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

Avery Dennison Retail Information Services LLC

R.P. Randall
Signed: R.P. Randall
Title: Vice President and Secretary

May 4, 2010
Date:

I, _____, a Notary Public in and for the County of _____,
State of _____, do hereby certify that the holder(s) whose (name is) (names are)
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 _____ day of _____, 20____.

SEE ATTACHED

Notary Public

West Virginia Department of Environmental Protection

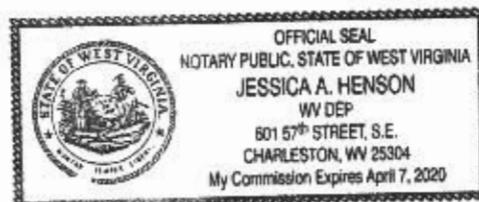
Ken Ellison
Signed: Ken Ellison
Title: Director

6/8/10
Date:

I, Jessica A. Henson, a Notary Public in and for the County of Kanawha,
State of West Virginia, do hereby certify that the holder(s) whose (name is) (names are)
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 8th day of June, 2010.

Jessica A. Henson
Notary Public



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles }

On May 4, 2010 before me, Karena To Chu Notary Public,
Date Here Insert Name and Title of the Officer

personally appeared Richard P. Randall
Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.
Signature Karena To Chu
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: AD RIS - PAXAR Americas, Inc. Land Use Covenant

Document Date: May 4, 2010 Number of Pages: 4

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER

Top of thumb here

Signer Is Representing: _____

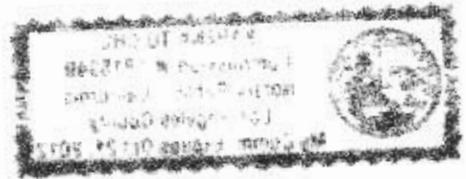
Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER

Top of thumb here

Signer Is Representing: _____



RECORDED IN DEED BOOK

NO. 1917 PAGE 688

1.00 JUN 24 2010
101.00

STATE OF WEST VIRGINIA, CLERK'S OFFICE,
COUNTY COMMISSION, LEWIS COUNTY

June 24th, 2010.
The foregoing Land Use Covenant
Together with the certificate threeto annexed was this
day presented in said office and admitted to record.

ATTEST: Mary Ann Myers, CLERK