



January 16, 2013

WHPC-Parkside-Glendale, LLC
Attn: Mr. Daniel O'Connell
2 East Mifflin Street, Suite 801
Madison, WI 53703

Subject: Offsite Liability Exemption for the Property (Parcel 1 of CSM #6923, Formerly Parcel "B")
Located at 1400 West Custer Avenue, Glendale, Wisconsin with Soil, Sediment, and/or
Groundwater Contamination from an Offsite Source

Parcel #: 1959002001
FID: 341011990
BRRTS: 07-41-559912

Dear Mr. O'Connell:

Purpose

The Department of Natural Resources ("the Department") has recently reviewed your request for an off-site exemption letter for the property located at 1400 West Custer Avenue, Glendale, Wisconsin, which will be referred to in this letter as "the Property." Refer to the attached Attachment 1, Certified Survey Map No. 6923 (Parcel 1), for a site map of the Property. The Department received a \$500 fee for providing this letter pursuant to s. 292.13 (2) and (3), Stats, and Ch. NR 749, Wis. Admin. Code,

Summary Determination

The Department, based on the information made available to it, is confirming that WHPC-Parkside-Glendale, LLC, upon purchase of the Property, qualifies for the off-site liability exemption, and WHPC-Parkside-Glendale, LLC is not responsible for investigation or cleanup of the contamination that originated on a neighboring property. The future Property owner would have limited responsibility under ss. 292.12 and 292.13, Stats, for the soil and groundwater contamination that has migrated or is migrating onto the Property from an offsite discharge of tetrachloroethylene (PCE).

Request

You have requested that the Department determine if WHPC-Parkside-Glendale, LLC is exempt from ss. 292.11(3), (4) and (7)(b) and (c), Wis. Stats. (commonly known as the "Hazardous Substance Spill Law"), with respect to the existence of a hazardous substance in the soil and groundwater from tetrachloroethylene, that you believe is migrating onto the Property from an off-site source.

Section 292.13(2), Wis. Stats., requires the Department to issue upon request, a written determination regarding a liability exemption for a person who possesses or controls property that is contaminated by an off-site source, when certain conditions are met. In order to make this determination, the Department has reviewed information about the Property, including soil and groundwater sampling data for the Property and/or other sites contained in the following documents:

- The Offsite Application form dated January 11, 2013.

- *"Liability for Soil or Groundwater Contaminated by an Off-Site source 5400 N. Green Bay Road, (Parcel 2, Containing Parcels B & C) Glendale, Wisconsin"*, Letter dated May 29, 1998, WDNR Letter to Mr. Thomas J. Kemper, Glendale Housing Limited Partnership, 851 SW Sixth Avenue, Suite 1400, Portland, OR 97204.
- *"Site Investigation Report, The Crestwood Area Site, 1720-1800 West Silver Spring Drive, Glendale, Wisconsin"*, dated March 13, 1998, prepared by HNTB Corporation, for the Glendale Community Development Authority.
- Letter From Graef, Anhalt, Schloemer & Associates to WDNR, dated December 18, 1997, *Request for Written Determination of Off-Site Sources*", Wisconsin Gas Company North Service Center and Vacant Lands Adjacent to the NSC (Parcels A, B, and C).
- The following documents prepared by Graef, Anhalt, Schloemer & Associates, Inc., for Continental 85 and 87 Funds LLC;
 - a. Phase 1 Environmental Site Assessment for Parcel A, dated December 1997.
 - b. Phase 1 Environmental Site Assessment for Parcel B, dated December 1997.
 - c. Phase 1 Environmental Site Assessment for Parcel C, dated December 1997.
 - d. Soil and Groundwater Investigation – Parcel A, dated December 1997.
 - e. Soil and Groundwater Investigation – Parcel B, dated December 1997.
 - f. Soil and Groundwater Investigation – Parcel C, dated December 1997.
- *"Environmental Site Assessment, Wisconsin gas Company North Service Center Property and Parcels A and B"*, dated December 1996, prepared by Geraghty & Miller, Inc. for Wisconsin Gas Company.

Background

The Department considered the documents listed above in making the determinations presented in this letter. Glendale Housing Limited Partnership located at 18100 Von Karman Avenue, Irvine, California is the current owner of the Property. There is the presence of chlorinated volatile organic compounds (CVOCs), which are associated with an apparent offsite discharge of tetrachloroethylene (PCE) from the former Crestwood Area Project consisting of the following properties:

- Heiser Ford Property, 1700-1800 West Silver Spring Road, Glendale, WI FID: 241958310, BRRTS: 02-41-184990, closed October 13, 2008.
- Glendale Medical Building, 5630-5666 North Greenbay Road, Glendale, WI FID: 341167420 BRRTS: 02-41-552635, closed October 13, 2008.

Determination

Based upon the available information and in accordance with s. 292.13, Stats., the Department makes the following determinations regarding the presence of chlorinated solvent contamination in soil and groundwater:

- The presence of tetrachloroethene (PCE) and its degradation products (trichloroethene, cis-1,2-dichloroethene, trans-1,2-dichloroethene, and vinyl chloride) in soil and/or groundwater as indicated on the enclosed maps Figures 3, 7, and 8.

The Department, based on the information available, has determined that WHPC-Parkside-Glendale, LLC has met the conditions in s.292.13, Stats., to qualify for the liability exemption, including but not limited to the following provisions:

1. The hazardous substance discharge originated from a source on property that is not possessed or controlled by WHPC-Parkside-Glendale, LLC.

2. WHPC-Parkside-Glendale, LLC did not possess or control the hazardous substance on the property on which the discharge originated.
3. WHPC-Parkside-Glendale, LLC did not cause the discharge.
4. WHPC-Parkside-Glendale, LLC will not have liability under the Hazardous Substance Spill Law for investigation or remediation of the soil, sediment or groundwater contamination originating from off-site onto the Property, provided that WHPC-Parkside-Glendale, LLC does not take possession or control of the property on which the discharge originated.

Exemption Conditions

The Department's determination, as set forth in this letter, is subject to the following conditions being complied with, as specified in ss. 292.13(1) and (1m), Wis. Stats:

1. The facts upon which the Department based its determination are accurate and do not change.
2. WHPC-Parkside-Glendale, LLC agrees to allow the following parties to enter the Property to take action to respond to the discharge: the Department and its authorized representatives; any party that possessed or controlled the hazardous substance or caused the discharge; and any consultant or contractor of such a party.
3. WHPC-Parkside-Glendale, LLC agrees to avoid any interference with action undertaken to respond to the discharge and to avoid actions that worsen the discharge.
4. WHPC-Parkside-Glendale, LLC agrees to any other condition that the Department determines is reasonable and necessary to ensure that the Department and any other authorized party can adequately respond to the discharge.
5. With respect to soil, WHPC-Parkside-Glendale, LLC agrees to take one or more specified actions directed by the Department, if the Department determines that the actions are necessary to prevent an imminent threat to human health, safety or welfare or to the environment. This would occur after the Department has made a reasonable attempt to notify the party who caused the hazardous substance discharge about that party's responsibilities to investigate and clean up the discharge.

Responsibilities for Continuing Obligations

In addition to the conditions above, after the contamination at the source property is remediated, the Department's approval of the clean-up may include continuing obligations at the source property as well as your Property. Often residual contamination remains after an approved environmental cleanup is completed. This approval may include requirements to maintain engineering controls, such as a cap or soil cover, to reduce the impact of the contamination. In that event, you may also be required to obtain DNR approval to construct a water supply well on your Property. If the request for cleanup approval includes requirements for your Property, the party conducting the cleanup is required to notify you before the DNR reviews the proposal for final approval of the clean-up.

Conclusion

The Department has granted WHPC-Parkside-Glendale, LLC an off-site exemption under s. 292.13, Stats. Please note that the Department may revoke the determinations made in this letter if it determines that any of the requirements under ss. 292.13, Stats., cease to be met.

Future Property owners are eligible for the exemption under s. 292.13, Stats., if they meet the requirements listed in that statute section. The determinations in this letter regarding a liability exemption, however, only apply to

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WHPC-Parkside-Glendale, LLC, and may not be transferred or assigned to other parties. The Department will provide a written determination to future owners of this Property, if such a determination is requested in accordance with the requirements of s. 292.13, Wis. Stats.

The Bureau for Remediation and Redevelopment Tracking System (BRRTS) identification number for this activity is shown at the top of this letter. The Department tracks information on all determinations such as this in a Department database that is available on the Internet at,

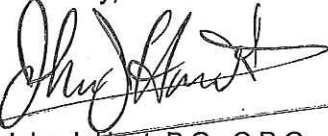
<http://dnr.wi.gov/topic/Brownfields/botw.html>

If you have any questions or concerns regarding this letter, please contact me at (414) 263-8644, by email at:

john.hnat@wisconsin.gov

Please refer to the FID number at the top of this letter in any future correspondence. Future correspondence should be sent directly to me at the above address.

Sincerely,



John J. Hnat, P.G., C.P.G.
Project Manager/Hydrogeologist
Southeast Region
Remediation and Redevelopment

Enclosures: Certified Survey Map No. 6923, Parcel 1

Figure 3, Previous Site Investigation Analytical Results Parcel B, Phase I Environmental Site Assessment Continental 85 Fund LLC Glendale, Wisconsin, 9.22.1997

Figure 7, Soil PCE and Related Detected Compounds Concentration Map Parcel B, Phase III Environmental Site Assessment Continental 85 Fund LLC Glendale, Wisconsin, 9.22.1997

Figure 8, Groundwater Contour Map and Analytical Results Exceedances Parcel B, Phase III Environmental Site Assessment Continental 85 Fund LLC Glendale, Wisconsin, 9.22.1997

C: Gregory Collins, Axley Brynson, LLP
Jason Herbst, Apex Environmental
WDNR SER Files

CERTIFIED SURVEY MAP NO. 6923

Being a redivision of Parcel 2 of Certified Survey Map No. 6499 in part of the Northeast 1/4 of the Northeast 1/4 of Section 31, Town 8 North, Range 22 East, in the City of Glendale, Milwaukee County, Wisconsin.

SURVEYOR'S CERTIFICATE

STATE OF WISCONSIN }
 :SS
 WAUKESHA COUNTY }

I, ERIC R. STURM, Registered Land Surveyor, do hereby certify:

THAT I have surveyed, divided and mapped a redivision of Parcel 2 of Certified Survey Map No. 6499 in part of the Northeast 1/4 of the Northeast 1/4 of Section 31, Town 8 North, Range 22 East, in the City of Glendale, Milwaukee County, Wisconsin., bounded and described as follows:

COMMENCING at the Northeast corner of said 1/4 Section; thence South 00°15'56" East along the East line of said 1/4 Section 1322.23 feet to a point; thence South 89°44'04" West 210.56 feet to a point; thence North 00°15'56" West 30.00 feet to a point in the North line of West Custer Avenue and the point of beginning of lands to be described; thence South 89°44'04" West along said North line 670.36 feet to the Southeast corner of Parcel 3 of Certified Survey Map No. 6499; thence North 00°13'17" West along the East line of said Parcel 3 for a distance of 742.26 feet to the Northeast corner of said Parcel 3; thence South 89°45'23" West along the North line of said Parcel 3 for a distance of 152.93 feet to the Southeast corner of Parcel 1 of said Certified Survey Map No. 6499; thence North 00°15'56" West along the East line of said Parcel 1 for a distance of 149.07 feet to a point; thence North 89°45'23" East 75.49 feet to a point; thence North 40°56'48" East 15.00 feet to a point; thence South 49°03'12" East 230.00 feet to a point; thence South 40°56'48" West 26.00 feet to a point; thence South 49°03'12" East 520.00 feet to a point; thence North 40°56'48" East 1.43 feet to a point; thence South 49°11'03" East 57.47 feet to a point; thence Southeasterly 177.98 feet along the arc of a curve, whose center lies to the Northeast, whose radius is 800.48 feet and whose chord bears South 55°33'14" East 177.62 feet to a point; thence South 00°15'56" East along the West line of Parcel B and A of Certified Survey Map No. 2574 for a distance of 251.12 feet to the point of beginning.

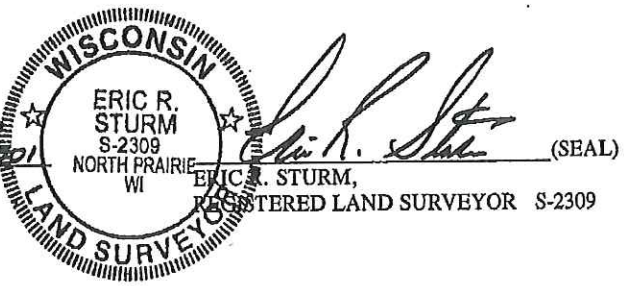
Containing 6.9512 acres of land, more or less.

THAT I have made the survey, land division and map by the direction of GLENDALE HOUSING LIMITED PARTNERSHIP, owner of said land.

THAT the map is a correct representation of all the exterior boundaries of the land surveyed and the land division thereof made.

THAT I have fully complied with Chapter 236 of the Wisconsin Statutes, and the Land Division Regulations of the City of Glendale in surveying, dividing and mapping the same.

DATE January 5, 2001



ERIC R. STURM,
 REGISTERED LAND SURVEYOR S-2309



**GRAEF
ANHALT
SCHLOEMER**
and Associates Inc.
ENGINEERS & SCIENTISTS
ENVIRONMENTAL SERVICES
DIVISION

OTHER OFFICES LOCATED AT:

GREEN BAY, WISCONSIN
MADISON, WISCONSIN
CHICAGO, ILLINOIS

CLIENT:

CONTINENTAL 85 FUND LLC

PREVIOUS SITE INVESTIGATIONS
ANALYTICAL RESULTS

PARCEL B

PHASE I
ENVIRONMENTAL SITE ASSESSMENT
CONTINENTAL 85 FUND LLC
GLENDALE, WISCONSIN



PROJECT NUMBER: 877517.03

DATE: 08-22-97

PROJECT MGR: LFB

DRAWN BY: TMW

FILE NAME: CONTAM-BUDN

SCALE: 1" = 100'

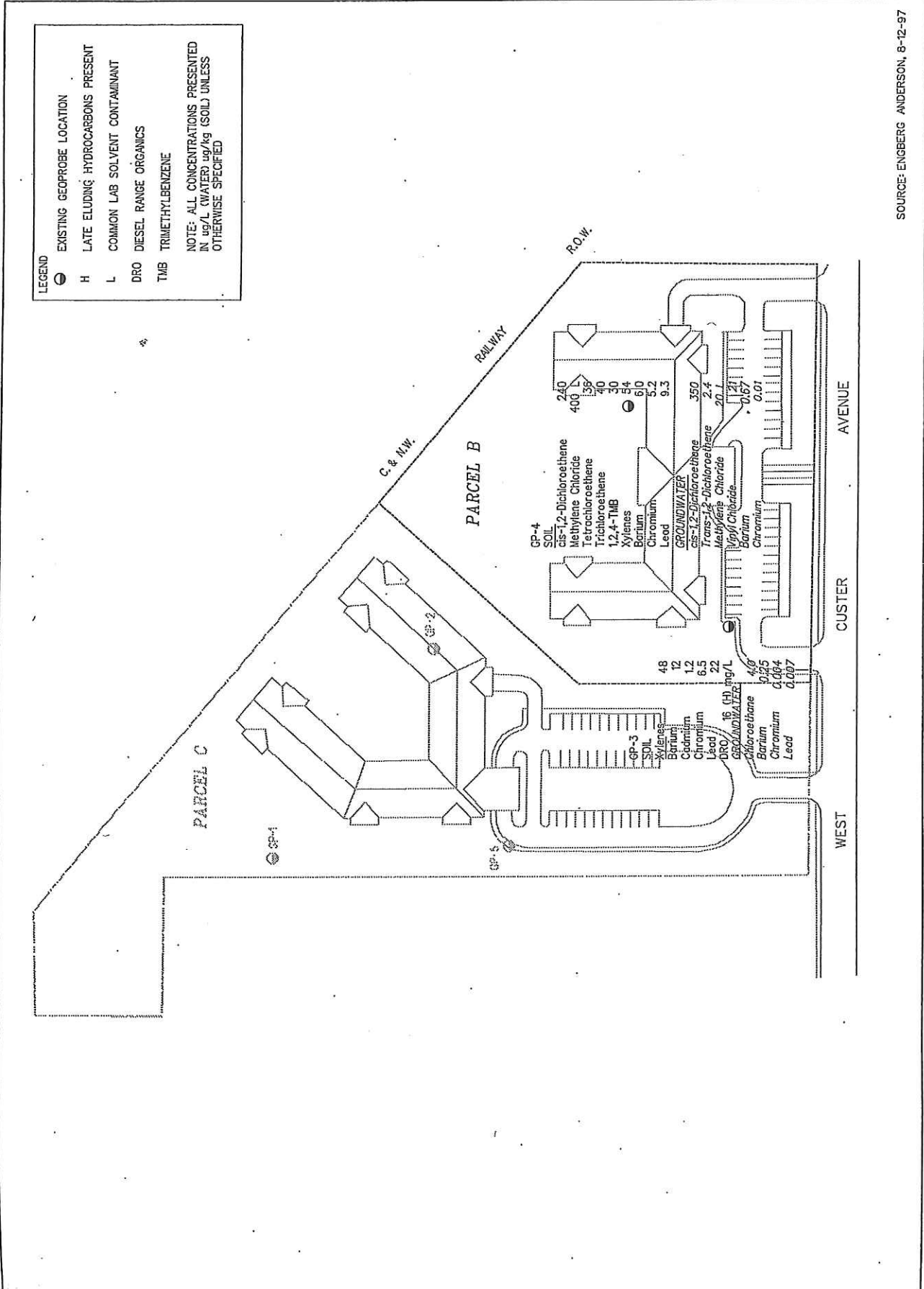
REVISED: 12-05-97

FIGURE 3

LEGEND

- ⊙ EXISTING GEOPROBE LOCATION
- H LATE ELUDING HYDROCARBONS PRESENT
- L COMMON LAB SOLVENT CONTAMINANT
- DRO DIESEL RANGE ORGANICS
- TMB TRIMETHYLBENZENE

NOTE: ALL CONCENTRATIONS PRESENTED
IN ug/L (WATER) ug/kg (SOIL) UNLESS
OTHERWISE SPECIFIED



SOURCE: ENGBERG ANDERSON, 8-12-97



ENVIRONMENTAL SERVICES DIVISION

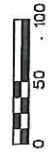
OTHER OFFICES LOCATED AT:
GREEN BAY, WISCONSIN
MADISON, WISCONSIN
CHICAGO, ILLINOIS

CLIENT:

CONTINENTAL 85 FUND LLC

GROUNDWATER CONTOUR MAP AND ANALYTICAL RESULTS EXCEEDENCES PARCEL B

PHASE III ENVIRONMENTAL SITE ASSESSMENT CONTINENTAL 85 FUND LLC GLENDALE, WISCONSIN



PROJECT NUMBER: 87757.03
DATE: 08-22-97
PROJECT MGR: LFB
DRAWN BY: TMV/AZ
FILE NAME: GW-820.DGN
SCALE: 1" = 100'
REVISED: 12-05-97

LEGEND

(1) Locations of property boundaries are approximate and are not surveyed.
(2) Locations of proposed developments are approximate and not surveyed.

GROUNDWATER CONTOUR
DIRECTION OF GROUNDWATER FLOW
TEST PIT
GEOPROBE LOCATION
MONITORING WELL LOCATION
Cis 1,2 DCE Cis 1,2 - Dichloroethene
VC VinylChloride

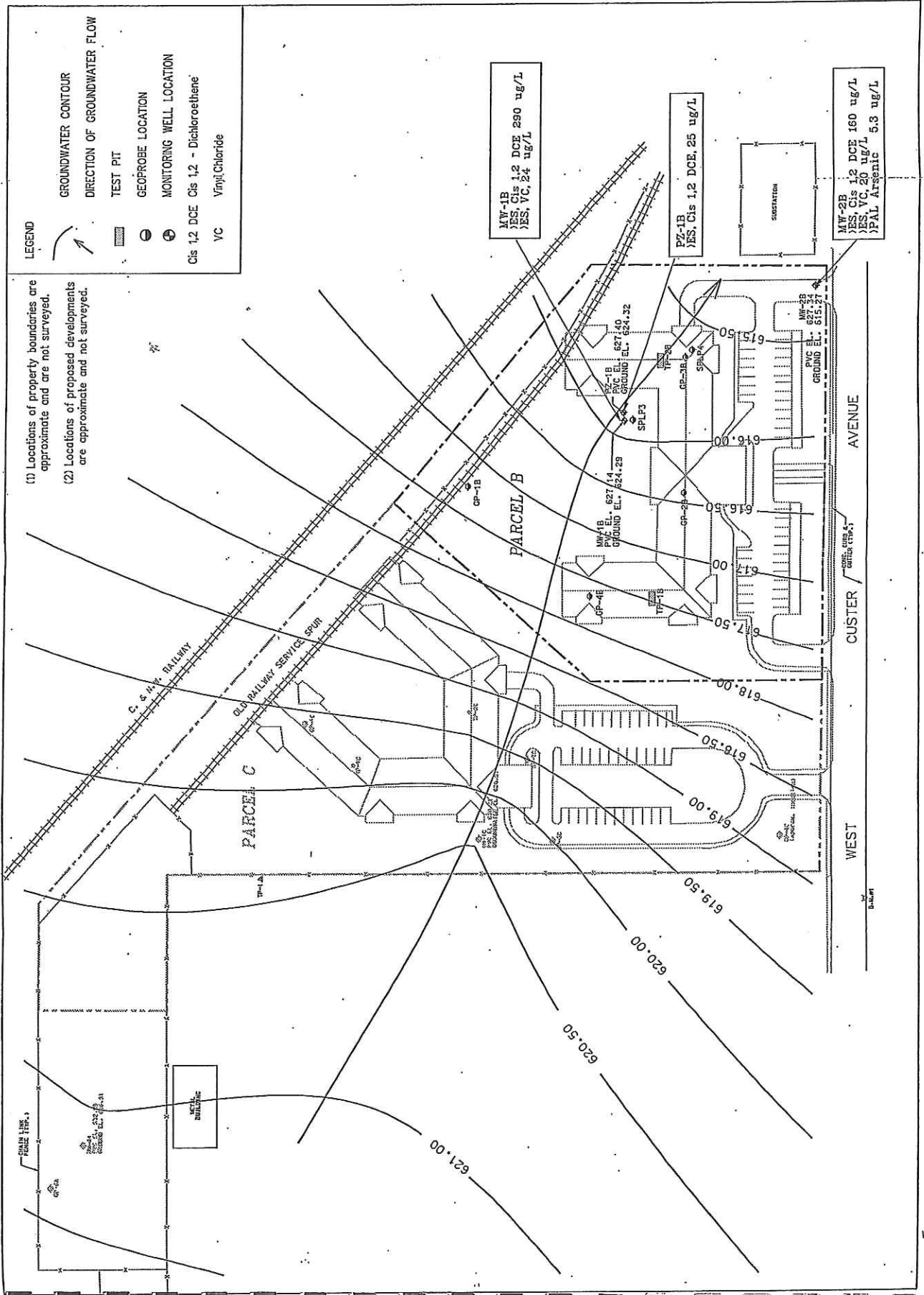


FIGURE 8

