

Moraine Environmental, Inc.

Design • Engineer • Construct

99

January 17, 2012

Project Reference No. 5234

Ms. Victoria Stovall
Wisconsin Department of Natural Resources
Remediation and Redevelopment Program
2300 N. Dr. Martin Luther King Jr. Dr.
Milwaukee, Wisconsin 53212



Dear Vicki:

**RE: Off-Site Liability Exemption and Liability Clarification Application for
Guy & O'Neill, Inc., 200 Industrial Drive, Fredonia, WI 53021
BRRTS #07 - 46 - 558070**

Guy & O'Neill, Inc. (Guy & O'Neill) is a manufacturer of wet wipe products and other products and has a production facility located at 617 Tower Drive in Fredonia, Wisconsin. Guy & O'Neill closed on the purchase the former Kenro, Inc. (Kenro) manufacturing facility located at 200 Industrial Drive in Fredonia in December of 2011. Both the Guy & O'Neill and Kenro properties are located within the Village of Fredonia Industrial Park approximately 500 feet apart. The acquisition of the former Kenro building and property will provide additional needed warehouse and office space for Guy & O'Neill's expanding wet wipe and other product manufacturing business. A copy of the Warranty Deed for this property purchase is provided in **Attachment A** to this letter.

General Liability Clarification Letter Request

On behalf of Guy & O'Neill, Moraine Environmental, Inc. (Moraine) submitted a General Liability Clarification Letter request packet to your attention on December 8, 2011. A \$500.00 check from Guy & O'Neill, Inc. (Check Number 057347), dated December 8, 2011, was also submitted to the Department with the clarification letter request packet. At that time, Guy & O'Neill did not own the 200 Industrial Drive property but was requesting a General Liability Clarification letter due to their interest in purchasing this property. As explained in earlier correspondence, the environmental issue at the 200 Industrial Drive property is trichloroethylene (TCE) in the groundwater migrating onto the former Kenro property from two off-site properties, the former Phillip Plastics and Modern Metals. In addition, TCE vapors have been detected in the soil gas near the former Kenro building also migrating from the two off-site properties.

With the December 2011 purchase of the subject property, we now request the Department to issue an "Off-Site Liability Exemption" letter to Guy & O'Neill and not issue the General Liability Clarification letter. We have revised the Wisconsin Department of Natural Resources (WDNR) Form No. 4400-201 to reflect the now completed purchase of the 200 Industrial Drive property. A copy of this revised form is provided in **Attachment B**.

The following reports submitted to your office in December of 2011 can be reviewed in conjunction with the revised WDNR form referenced above:

- "Phase I Environmental Site Assessment Report", dated September 27, 2011.
- "Phase II Environmental Site Assessment Report", dated November 7, 2011.

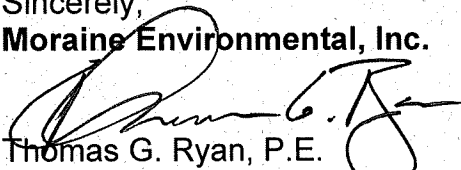
We understand that the plan review fee of \$500.00 previously submitted can be applied to this request.


As described in our December 8, 2011 letter, Moraine also completed an investigation of hydraulic oil impacts in the soils beneath the floor of the western building area at the former Kenro building. It is noted that Moraine, on behalf of Guy & O'Neill, is not requesting an Off-Site Liability Exemption letter for the hydraulic oil release; only the TCE in the groundwater and potential TCE vapor migration into the building.

I understand from Margaret Burnett that this project has been assigned to John Feeney. Accordingly, Moraine has copied John on this correspondence. Guy & O'Neill, Inc. is obtaining a US Dept. of Agriculture Loan Guarantee for this building and property and as part of the USDA approval process an "Off - Site Liability Exemption Letter" is required. Therefore, an expedited review is requested in order to finalize loan approval. I will be contacting Francis Koonce to hopefully speed up the process. The purchase cost of this building and property was significant. Guy & O'Neill, Inc. expects to add 50 jobs over the next 1 - 2 years at their Fredonia operation.

Please call our office if there are any questions concerning the 200 Industrial Drive property. Thank you.

Sincerely,
Moraine Environmental, Inc.


Thomas G. Ryan, P.E.
Senior Project Engineer


Thomas C. Sweet
President

Enclosures

cc: Brian Delfield, Guy & O'Neill, Inc.
John Feeney, WDNR Plymouth Service Center

Attachment A

**Warranty Deed for the December 2011 Purchase
of the 200 Industrial Drive, Fredonia Property**

Attachment B

Revised WDNR Form No. 4400-201

Notice: Personally identifiable information that is collected will be used to process your application and will also be accessible to others by request under Wisconsin's Open Records law [ss. 19.31 - 19.39, Wis. Stats.]

Definitions:

"Off-Site Exemption" refers to a statutory limit on liability available to a person with respect to the existence of a hazardous substance in the groundwater or soil, including sediments, on Property possessed or controlled by the person, as provided in s. 292.13, Wis. Stats. The off-site exemption is available only to persons who possess or control the affected property, who meet the requirements and criteria in the statutes. DNR provides a written determination regarding liability upon submittal of this application and the required fee.

"General Liability Clarification" refers to a written determination by the Department, as provided in s. 292.55, Wis. Stats., that clarifies the environmental liability of a person, business or another party for a specific situation. General liability clarifications can be provided in situations when the party requesting the clarification does not meet one of the requirements for the off-site exemption at the time of the application submittal, for example, does not yet own the off-site property. This application form should be used to request a written liability clarification for property affected by an off-site discharge.

"Property" refers to the subject property that has been impacted by hazardous substances that migrated there from a different property containing the original contamination source. The subject property is often referred to as an "off-site" or "off-source" property.

"Possession or control" refers to holding title to the property or exercising possession or control over the property by some other means, such as a lease.

[NOTE: a person with an easement doesn't have possession or control over the property; the property owner just allows the person to use part of the property for a limited purpose].

Instructions:

- Use this application to request a written determination from the Department for the off-site liability exemption or for the liability clarification regarding property affected by an off-site discharge. See DNR's Fact Sheet 10 Off-Site Contamination: How Does It Affect My Property? (PUB-RR-589 April 2004) for general information on eligibility requirements, liability clarification letters related to the off-site liability exemption, and property owner responsibilities. Information and these publications are available by contacting a DNR office or on the Internet at: <http://dnr.wi.gov/org/aw/rr/>.
- Complete the application and include the information that adequately shows that the required criteria are met. See Section 7 on page 4.
- Include a \$500 fee payment with this application, in accordance with ch. NR 749, Wis. Adm. Code.
- Send the completed application, fee, and supporting materials to the DNR regional office where the Property is located, as listed on page 6. Contact the person listed with any questions.
- The Department will not consider your application complete unless you provide the information requested and the fee. Review of the application does not begin until the application is complete.
- Department staff will make every attempt to provide timely written determinations. However, the time required for the determination varies depending on the complexity of the site, and the clarity and completeness of the application and supporting documentation.

Do not use this application form to request liability clarifications for properties without off-site contamination. Contact one of the DNR regional offices or see the DNR website on the Internet for more information.

1. Applicant information for person requesting the determination.

Applicant Last Name <i>Guy & O'Neill, Inc.</i>		First <i>NA</i>	MI <i>NA</i>
Address <i>617 Tower Drive</i>		City <i>Fredonia</i>	State ZIP Code <i>WI 53021</i>
Telephone Number <i>(262) 692-2469</i>	Fax Number <i>(262) 692-6027</i>	E-Mail Address <i>bdelfield@guyandoneill.com</i>	
Contact for questions (if different than applicant) Last Name <i>Moraine Environmental, Inc.</i>		First <i>Sweet Thomas</i>	MI <i>C</i>
Address <i>1402 7th Avenue</i>		City <i>Grafton</i>	State ZIP Code <i>WI 53024</i>
Telephone Number <i>(262) 377-9060</i>	Fax Number <i>(262) 377-9770</i>	E-Mail Address <i>moraine@exelpe.com</i>	

2. Applicant eligibility for off-site exemption or off-site liability clarification.

Request one determination based on whether the requirements for the off-site exemption are currently met. See page 5 and sign the appropriate certification.

Off-Site Discharge Exemption – I "possess or control" the Property and I believe I meet the criteria for an off-site exemption. I request an off-site exemption letter.

I have completed Section 8a on page 5.

As the applicant, I am:

Current owner

Other* Explain your relationship to the Property or the nature of your possession or control of the Property:

*Additional documentation may be requested by the DNR to verify the applicant's possession or control of the Property. For example, if a lessee requests a determination, DNR would need a copy of the lease by which to assess whether the lessee possesses or controls the Property.

Off-site Liability Clarification – I lack one or more of the requirements for the off-site exemption as shown below. I request a liability clarification letter that explains which conditions must be met in order to qualify for the off-site liability exemption.

I have completed Section 8b on page 5.

Requirements for the off-site exemption that are missing:

1. Currently I do not possess or control the Property and

I plan to buy the Property on _____ (Date) or

I plan to lease the Property on _____ (Date).

2. Currently no contamination has been detected on the Property but there is credible evidence that contamination has migrated onto the Property.

3. Multiple contiguous properties are believed to be affected by contamination from a known source.

4. Other: Explain the circumstances here or in an attachment.

3. Information on additional parties.

Check the appropriate box to have a copy of the determination letter sent to one or more of these parties:

<input checked="" type="checkbox"/> Environmental Consultant		First	MI	
Moraine Environmental, Inc.		NA	NA	
Address		City	State	ZIP Code
1402 7th Avenue		Gratton	WI	53024
Telephone Number	Fax Number	E-Mail Address		
(262) 377-9060	(262) 377-9770	moraine@exalpc.com		
<input type="checkbox"/> Attorney / Other Last Name		First	MI	
Wille, Gregory & Lundeen LLP		NA	NA	
Address		City	State	ZIP Code
207 E. Michigan Street		Milwaukee	WI	53202
Telephone Number	Fax Number	E-Mail Address		
(414) 291-8020	(414) 291-8039			

4. Information on Property affected by off-site discharge.

Property / Facility Name Kenro, Inc.					County Ozaukee			
Address 200 Industrial Drive				City Fredonia		State WI	ZIP Code 53021	
Public Land Survey Coordinates				Latitude 43° 27' 44"		Longitude -87° 56' 51"		
1/4 1/4 -	1/4 SE	Section 35	Range 21	EW 12 N	Datum (check only one): Unknown <input type="checkbox"/> NAD27 <input type="checkbox"/> NAD83 <input type="checkbox"/> 1990 Adjustment		Method Unknown	Accuracy Unknown

(Attach a list of locations if this request is for multiple properties.)

I request that DNR provide a copy of the Liability Clarification Letter to the current owner.

Current Owner (if different than applicant) Last Name Carlisle Industrial Brake & Friction					First NA		MI NA
Address 1031 E. Hillside Drive				City Bloomington		State IN	ZIP Code 47401
Telephone Number (812) 336-3811		Fax Number (812) 334-8775		E-Mail Address sales@carlislebrake.com			

5. Information about contamination on the impacted Property.

A. Have hazardous substances been detected on the Property or Properties?

No. If not, explain why contamination is suspected on the Property or Properties in an attachment or here:

Yes. Check all that apply: Groundwater Soil Sediment Other, describe: Soil Vapor

B. Has the presence of contamination been reported to any State or local governmental agency?

No.

If yes, check all that apply: DNR

Division of Emergency Government

Commerce

Department of Agriculture, Trade and Consumer Protection (DATCP)

Other, describe: _____

Date Reported: Multiple Times
2008

C. Is the source of the contamination known? Check only one.

No.

Yes. If yes, what is the source of the contamination? Phillips Plastics and Modern Metals Sites

Provide the name and address of the owner of the contamination source or source property, if known.

Owner Name

Phillips Plastics, Inc.

Address

7 Long Lake Drive

City

Phillips

State

WI

ZIP Code

54555

Suspected: If suspected to be migrating from a nearby source, what is the source and its address?

Second known source

Provide the name of the owner of the suspected contamination source or source property, if known.

Owner Name

Modern Metals, Inc.

Address

275 Industrial Drive

City

Fredonia

State

WI

ZIP Code

53021

6. Specific liability clarification questions relating to off-site contamination.

I have no additional liability clarification questions.

I request a DNR response to the questions provided to clarify my liability for the cleanup of off-site contamination to be included in the written determination (questions should be provided here or in an attachment):

7. Property information needed for the determination of off-site exemption or off-site liability clarification.

DNR requires adequate information in order to make the determination requested in this application. Incomplete or inadequate information will delay the completion of the determination. DNR has the authority to request additional information, if needed. Include the following information with the application, if appropriate:

1. Map(s) showing Property location(s) and any suspected or known off-site contaminant source properties.
2. For any environmental data submitted, include:
 - a) Property map(s) showing sampling locations for all data submitted;
 - b) Interpretation of data signed by a qualified environmental professional, including data tables and figures that include data;
 - c) Soil boring logs;
 - d) Groundwater monitoring well construction, development and sampling logs;
 - e) Laboratory-provided data reports;
 - f) Survey information for groundwater elevations;
 - g) Chain of custody forms for all samples; and
 - h) Description of sample collection methods.

The submitted materials should document that the statutory criteria are satisfied regarding the contamination and its source as listed in A through C below.

- A. Document that there is hazardous substance contamination present in soil, groundwater and/or sediment on the Property or Properties. Examples of information include: Analytical results and interpretations for samples collected from soil, groundwater, and/or sediment on the Property, or at or near the Property line, that conclusively document the presence of a hazardous substance in one or more of these media on the Property. This information could be documented in a Phase II Environmental Assessment report, or could refer to existing reports in DNR files related to the source property.
- B. Document that the hazardous substance contamination, which is present in soil, groundwater, and/or sediment on the Property or Properties, is migrating onto the Property or Properties from an off-site source.

Examples of information include:

1. Information identifying known or suspected discharges of the hazardous substance on neighboring property(ies), e.g., a Phase I Environmental Assessment report, information in existing reports in DNR files related to the source property.
2. Soil, groundwater and/or sediment sample data and interpretations adequate to conclude that the hazardous substance is migrating onto the Property or Properties, such as:
 - Samples from monitoring wells located on the upgradient side of the Property or Properties (include information to establish upgradient direction), which show increasing contaminant concentrations toward the upgradient Property or Properties;
 - Off-site investigation results that provide information about groundwater flow direction and contaminant movement that convincingly document hazardous substances from a known or suspected off-site source have impacted the Property or Properties; or
 - A description of the event(s) that caused the deposit or accumulation of contaminated sediment on the affected Property or Properties and a map showing the location of the water body and elevations of the affected Property or Properties and water surface at normal flow and flood stage conditions.
- C. Document that the discharge of a hazardous substance is not from a source on the Property or Properties.

Examples of information include:

1. Information related to historical activities, such as descriptions of chemicals used and handled, areas where chemicals were used and handled, and areas of potential discharges on the Property or Properties, e.g., a Phase I Environmental Assessment report.
2. Where the types of hazardous substances used, handled, or discharged on the Property or Properties are the same as the hazardous substances migrating onto the Property or Properties, provide environmental information, e.g., expanded Phase II environmental assessment data, including type and volume of hazardous substances handled, generated or stored on the applicant's Property during the period of ownership and/or length of lease, and analytical results and interpretation for soil and groundwater samples collected from potential discharge areas to demonstrate that the contamination migrating onto the Property is separate and distinct from the contamination that may be on the Property.

8. Sign one of the certifications below based on whether the requirements of the off-site exemption are currently met.

8a. Certification if the applicant currently meets all the requirements for the off-site liability exemption.

Applicant Certification for a Determination for the Off-Site Discharge Exemption, as provided in s. 292.13, Wis. Stats.

I certify that I possess or control the Property and have read and am familiar with the information on this application. The information on and included with this application is true, accurate and complete to the best of my knowledge.

I understand that I retain the responsibility for any hazardous substance discharges that I caused or cause, and for any discharges whose source I possess or control on the Property or on other properties.

I believe that I meet the criteria in s. 292.13, Wis. Stats., with respect to the fact that I never controlled or possessed either the source property itself, or the hazardous substances that have migrated onto the Property from the source property, nor did I cause the hazardous substance discharge for which I am seeking this written exemption.

I understand that if I fail to satisfy the statutory requirements in s. 292.13, Wis. Stats., such as failing to provide access to the Property, the DNR has the authority to revoke the off-site exemption for the Property.

Applicant Last Name (Guy & O'Neill, Inc.) Delfield	First Brian	MI
Signature B. Delfield, CFO	Date Signed x 1-18-12	

8b. Certification if applicant has not currently met all the conditions for the off-site exemption.

Applicant Certification for a Determination for Liability Clarification, as provided in s. 292.55, Wis. Stats.

I certify that I have read and am familiar with the information on this application and that the information on and included with this application is true, accurate and complete to the best of my knowledge.

I understand that I retain the responsibility for any hazardous substance discharges that I caused or cause, and for any discharges whose source I possess or control on the Property or Properties or on other properties.

It is my understanding that I have not met all the conditions for the off-site exemption at the time of this application, but I request a liability clarification determination that includes the conditions under which I or others would become eligible for the off-site discharge exemption for the Property or Properties, if I were to meet all the criteria under s. 292.13, Wis. Stats. I believe that I meet the criteria regarding the source of the contamination and the source property in s. 292.13, Wis. Stats., with respect to the fact that I never controlled or possessed either the source property itself, or the hazardous substances that have migrated onto the Property or Properties from the source property, nor did I cause the hazardous substance discharge for which I am seeking this written exemption.

I understand that if I meet the criteria in s. 292.13, Wis. Stats., and obtain the off-site liability exemption, but subsequently fail to satisfy the statutory requirements in s. 292.13, Wis. Stats., such as failing to provide access to the Property, the DNR has the authority to revoke the off-site exemption for the Property.

Applicant Last Name N/A	First ---	MI ---
Signature N/A	Date Signed --- N/A	

9. DNR contacts and addresses for application submittals.

Send or deliver the completed application, additional materials, and the fee to the address in the region where the Property is located.

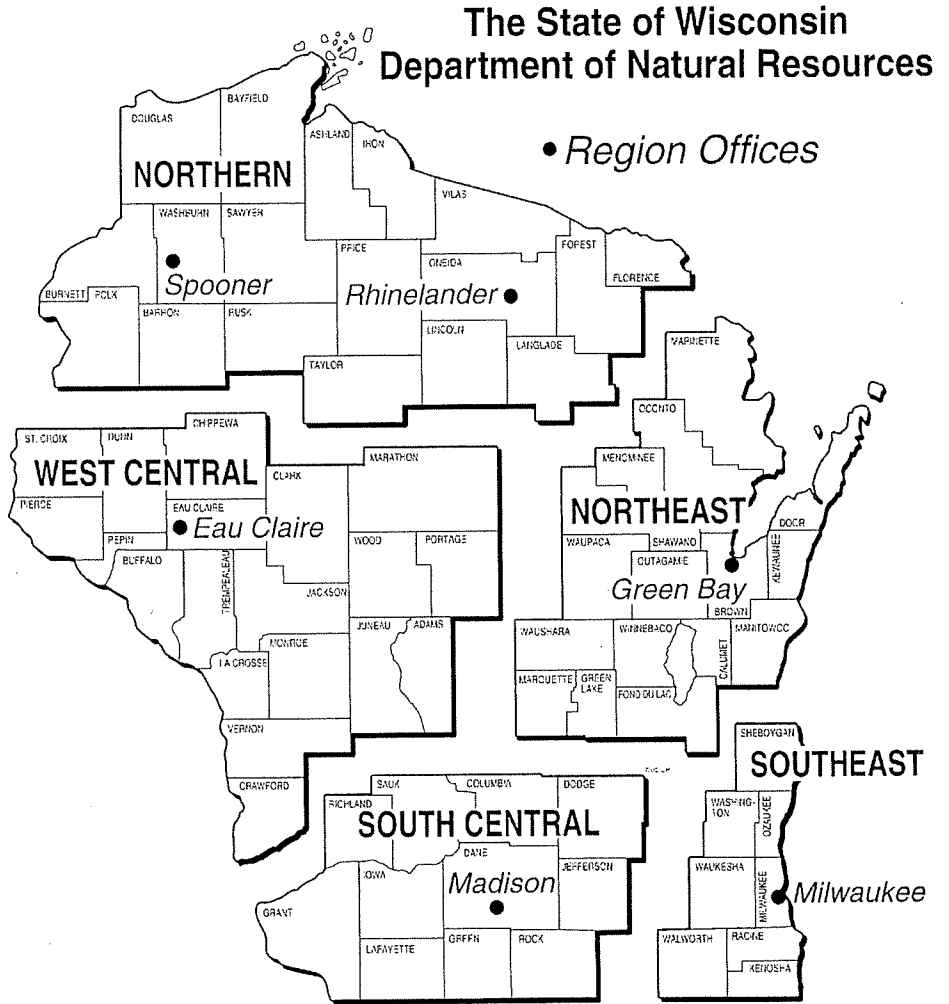
DNR NORTHERN REGION
 John Sager
 (715) 623-4190, Ext. 3125
 Department of Natural Resources
 223 East Steinfest Road
 Antigo WI 54409

DNR NORTHEAST REGION
 Annette Weissbach
 (920) 662-5165
 Department of Natural Resources
 PO Box 10448
 Green Bay WI 54307-0448

DNR SOUTH CENTRAL REGION
 Mike Schmoller
 (608) 275-3303
 Department of Natural Resources
 3911 Fish Hatchery Road
 Fitchburg WI 53711

DNR SOUTHERN REGION
 Margaret Brunette
 (414) 263-8557
 Department of Natural Resources
 2300 North Martin Luther King Dr.
 Milwaukee WI 53212

DNR WEST CENTRAL REGION
 Loren Brumberg
 (715) 839-3770
 Department of Natural Resources
 1300 Clairemont Ave.
 Eau Claire WI 54702



For DNR Office Use Only			
Date Received	BRRTS Activity Name	BRRTS Activity Code	
Date Assigned	DNR Reviewer	BRRTS FID No. (if used)	
Comments		Fee Enclosed <input type="checkbox"/> Yes <input type="checkbox"/> No	
Date Approved	Date Additional Information Requested	Date Withdrawn	Date Denied