

70852

QUIT CLAIM DEED WITH COVENANT

KNOW ALL MEN BY THESE PRESENTS, that POPE ROAD REALTY (formerly known as New JTN Inc.), a Maine corporation having a place of business at 5 Milk Street, P.O. Box 7525, Portland, Maine 04112, in consideration of One Dollar (\$1.00) and other valuable consideration paid by NATIONAL SEMICONDUCTOR CORPORATION, a Delaware corporation having a place of business in South Portland, Maine, whose mailing address is 333 Western Avenue, South Portland, Maine 04106, the receipt whereof is hereby acknowledged, does hereby remise, release, bargain, sell and convey unto the said National Semiconductor Corporation, its successors and assigns forever, the following described real estate:

MAINE REAL ESTATE TAX PAID

A certain lot or parcel of land with the buildings thereon situated on the East side of Pope Avenue in the City of South Portland, County of Cumberland and State of Maine and being bounded and described as follows:

The point of beginning is an iron set in the easterly sideline of Pope Avenue at a point which is a distance of 320.00 feet on a course of North 25° 51' West along said easterly sideline of Pope Avenue from an iron set at the end of said Pope Avenue at land now or formerly of South Portland Gardens; thence from said point of beginning North 25° 51' West along the easterly sideline of Pope Avenue a distance of 700.00 feet to an iron; thence by land conveyed by Nachi Bearing Corporation to Fairchild Camera and Instrument Corporation by deed dated December 20, 1979, and recorded in the Cumberland County Registry of Deeds in Book 4544, Page 305, on the following three courses and distances: North 64° 09' East and through an iron, a distance of 620.00 feet to a point marked by an iron; thence South 25° 51' East a distance of 700.00 feet to a point marked by an iron; thence South 64° 09' West and through an iron, a distance of 620.00 feet to the easterly sideline of said Pope Avenue at the iron at the point of beginning.

The above-described premises are conveyed together with the benefit of the 50-foot easement for a drain pipe or pipes running from the parcel of land conveyed hereby to land now or formerly of South Portland Gardens which was reserved in said deed from Nachi Bearing Corporation to Fairchild Camera and Instrument Corporation dated December 20, 1979, and recorded in said Registry of Deeds in Book 4544, Page 305, subject to and with the benefit of the conditions set forth in said deed.

The premises are hereby conveyed subject to an easement described in a deed from Nachi Bearing Corporation to Central Maine Power Company dated September 19, 1984, and recorded in said Registry of Deeds in Book 6626, Page 329.

Being the same premises conveyed by P.B.C. Associates to New JTN Inc., by deed dated September 30, 1992, and recorded in the Cumberland County Registry of Deeds in Book 10316, Page 27. New JTN Inc. changed its name to Pope Road Realty, as evidenced by Change of Name Certificate recorded in said Registry of Deeds in Book 12240, Page 246.

The premises are hereby conveyed subject to and with the benefit of the restrictions, conditions, and limitations for the Airport Industrial Park as set forth in a deed from ADC Building Fund Incorporated to Fairchild Camera and Instrument Corporation dated April 30, 1962, and recorded in said Registry of Deeds in Book 2670, Page 14, as the same have been affected by waiver agreements recorded in said Registry of Deeds in Book 3495, Page 332; Book 4935, Page 105 and Book 6706, Page 1.

The premises are hereby conveyed subject to the following further restrictions:

At present the ground water located under and adjacent to the subject premises is currently contaminated with hazardous substances as defined by Maine law in 38 M.R.S.A. §1362(1), and, as such, is not suitable for use as a public or private drinking water supply. Therefore, the subject premises (133 Pope Avenue, South Portland) are hereby subjected to a perpetual covenant that it shall not be used as a drinking water supply unless and until such time as it is determined by the DEP that the ground water under the subject premises meets the maximum contaminant levels (MCLs) as currently promulgated, or amended by the U.S. Environmental Protection Agency and/or the maximum exposure guidelines (MEGs) currently adopted, or amended, by the State of Maine, Bureau of Health. This covenant shall be recorded in the registry of deeds and shall run with the land.

The subject premises are now connected to a source of public drinking water provided through the Portland Water District.

TO HAVE AND TO HOLD the above-granted premises with all the privileges and appurtenances to the same belonging, to said National Semiconductor Corporation, its successors and assigns, to its and their use forever.

AND the Grantor, for itself and its successors, covenants with the said Grantee, and its successors and assigns that it will and its successors shall WARRANT AND DEFEND the same to the said Grantee, and its successors and assigns forever, against the lawful claims and demands of all persons claiming by, through or under it, except as aforesaid.

IN WITNESS WHEREOF, the said Pope Road Realty has caused this instrument to be signed by Peter W. Quessa, its U.P. thereunto duly authorized this 4th day of December, 1996.

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

POPE ROAD REALTY

Richard L. [Signature]

By: [Signature]
Name: Peter W. Quessa
Its: U.P.

STATE OF MAINE
COUNTY OF CUMBERLAND, ss

December 4, 1996

Then, personally appeared the above-named Peter W. Quessa of said Pope Road Realty, and acknowledged the foregoing instrument to be his free act and deed in his said capacity, and the free act and deed of said corporation.

Before me,

[Signature]
Notary Public / Attorney at Law

Ronald N. Ward
Typed or Printed Name

P:\RBP\D58106\8588\POPEROAD.DED

RECEIVED
RECORDED REGISTRY OF DEEDS
96 DEC -4 PM 3: 02
CUMBERLAND COUNTY
John B O'Brien



STATE OF MAINE
DEPARTMENT OF ENVIRONMENTAL PROTECTION
17 STATE HOUSE STATION AUGUSTA, MAINE 04333-0017

DEPARTMENT ORDER

IN THE MATTER OF

TEXAS INSTRUMENTS FORMER BUILDING 3)	COMMISSIONER'S CERTIFICATION
ATTN: DORIS HALL)	OF COMPLETION OF REMEDIAL
5 FODEN ROAD)	ACTIONS UNDER A VOLUNTARY
SOUTH PORTLAND, ME 04106)	RESPONSE ACTION PLAN
)	
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JURISDICTION

This certification of completion of a Voluntary Response Action Plan ("VRAP") is made pursuant to the authority vested in the Commissioner of the Maine Department of Environmental Protection ("Department") or the Commissioner's delegee under 38 M.R.S. § 343-E.

FINDINGS OF FACT

1. The covered property is the former location of Texas Instruments Building 3, located at 5 Foden Road in South Portland, Maine and is identified on South Portland's Tax Map 49 as Lot 90B, described in **Book 29292, Page 0039**, and described in more detail in **Book 12849, Page 020** at the Cumberland County Registry of Deeds ("Site"). The Site is approximately 9 acres in size. A map of the Site is included as Attachment A.
2. Texas Instruments Building 3 was originally built in 1967. It was part of the larger Texas Instruments Complex. Historical use at the Site included electronics manufacturing from 1967 to 1972, ball bearing manufacturing from 1972-1986, then as office space from 1987 to 2009. Texas Instruments purchased the property circa 2011. The building was vacant from 2009 to 2013. It was demolished in December 2013, leaving an approximate 69,000 square foot slab foundation, which was later demolished in July 2014.
3. The property use in the area is primarily commercial/industrial. The Site is served by public water and sewer.
4. Changes in property ownership or usage have resulted in numerous environmental site assessments for the property. Historical assessments document that groundwater at the site is impacted by Volatile Organic Compounds (VOCs), likely attributed to small releases. A source area was never identified. An environmental covenant, dated 12/04/96 was placed on the Site in order to prevent groundwater from being used as a drinking water supply. Sampling conducted in 1995 and 2012 indicated that concentrations of VOCs in groundwater monitoring wells at the Site are not present above laboratory reporting levels. However,

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sampling conducted in 2012 below the concrete slab found low levels of 1,1 DCA, but at concentrations below Maine Maximum Exposure Guidelines (MEGs).

5. The assessments document soil contamination at the Site. A MEDEP spill report describes a No. 4 fuel oil spill that occurred in 1988. The source of oil was faulty piping located beneath the building. Free-product oil was extracted and oil-saturated soil located outside of the building footprint was excavated and approximately 500 cubic yards were land-farmed on the property. Sampling of the land-farm from 1988 to 1992 indicated decreasing concentrations of Total Petroleum Hydrocarbons in soil to levels below Department petroleum cleanup levels.
6. In anticipation of demolishing the Building 3, Sevee and Maher Engineers, Inc. conducted additional subsurface investigation in 2012 beneath the foundation slab to determine the extent and magnitude of any remaining oil contamination. Oil saturated soil and free-oil product were identified.
7. In December 2013, Texas Instruments demolished Building 3, leaving only the slab foundation. Prior to building demolition, PCBs were identified in window caulk and expansion joint caulk at concentrations greater than 50 parts per million (ppm). Approximately 20 tons of PCB bulk product waste were removed prior to demolition in accordance with applicable US Environmental Protection Agency (US EPA) regulations and disposed of at a hazardous waste landfill. Soils along the perimeter of the foundation slab were also contaminated by PCBs at levels above 50ppm.
8. On May 20, 2014, Texas Instruments filed an application to VRAP.
9. On June 25, 2014 the Department's VRAP issued a No Action Assurance ("NAA") letter to Texas Instruments. In the NAA letter, the Department approved of the proposed remedial approach, which included remediating PCB and petroleum contaminated soil, developing a Soil Management Plan, and instituting a Declaration of Environmental Covenant.
10. Remediation occurred between June 24 and July 8, 2014. Remedial actions are summarized in two reports by St. Germain Collins, titled "PCB in Soil Remediation Report," dated November 2014, and "Oil in Soil Remediation Report," dated June 2015. Confirmatory sampling results confirm the remedy effectively removed all PCB remediation waste (soil) that exceeded 1 parts per million (ppm) and removed oil saturated soil and free product to the water table. Approximately 92 tons of PCB impacted soils and 1,500 tons of oil-contaminated soils were removed from the site.
11. Confirmatory samples were reported with Extractable Petroleum Hydrocarbons (EPH) below the Residential Remedial Action Guidelines (RAGs) with one exception: a sample from a depth of 7.5 feet ("potentially accessible") was reported with C11-C22 Aromatics at 1,310

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mg/kg compared to the residential RAG of 750 mg/kg or commercial RAG at 5,500 mg/kg. Since the site is zoned for commercial use and is located in an industrial complex, the risk from exposure to any remaining contaminated soil is minimal.

12. In July 2014, the concrete slab was demolished and removed.
13. The Site and surrounding area are supplied with public water, and a prohibition on the installation of drinking water wells is included in an existing environmental covenant, dated December 4, 1996 (Book 12849, Page 020), so the potential for ingestion of potentially contaminated groundwater is limited.
14. A soil management plan was not implemented due to remediated soils meeting residential standards. Additionally, Texas Instruments has a requirement that prior to all excavations, an Excavation Permit is filled out and reviewed by the Environmental Unit of Texas Instruments. The permit contains questions regarding the potential for encountering contaminated media and whether a Deed or Restrictive Covenant has been recorded. Therefore, procedures are already in place internally that are designed to be protective of human health.
15. No recognized environmental conditions other than those described in the Reports were reported to the Department in the Applicant's VRAP application.

CONCLUSIONS

1. Texas Instruments, as an applicant, has submitted a VRAP application to the Commissioner pursuant to 38 M.R.S. § 343-E for the approximately 9 acre Site located at 5 Foden Road in South Portland, Maine, which is identified on the South Portland's Tax Map 49 as Lot 90B, described in Book 29292, Page 0039, and described in more detail in **Book 12849, Page 020** at the Cumberland County Registry of Deeds.
2. Remedial actions at the Site addressing the contamination described in the Reports have been completed to the Commissioner's satisfaction.
3. Provided VRAP applicant Texas Instruments and/or assigns comply with the conditions of this certification, the response actions that have been completed and the activities associated with the continued use of the Site will not cause, contribute, or exacerbate releases, or threatened releases, if they exist at the Site and are not required to be removed under the VRAP.

THEREFORE, pursuant to 38 M.R.S. § 343-E(5), Leslie Anderson, Director, Bureau of Remediation & Waste Management of the Maine Department of Environmental Protection certifies, subject to the conditions set forth below, that remedial actions have been completed at

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the Site. Upon issuance of this CERTIFICATE, the VRAP Applicant, their successors, assigns and/or affiliates, and the persons qualified for protection under 38 M.R.S. § 343-E(6) are entitled to protection from liability to the extent provided by 38 M.R.S. §343-E, except that the limits of liability conferred by the VRAP are not granted to or assignable to any person, entity, or government agency that caused or is otherwise responsible for a release of petroleum, hazardous wastes, or hazardous substances at the Site or that has a Hazardous Waste Generator Closure obligation associated with the Site. This protection from liability will be limited to the matters addressed by and identified by the Reports, including the extent and concentration of existing contamination by petroleum and/or hazardous constituents described in the Reports, and is subject to the qualifications and conditions set forth in this certificate and in 38 M.R.S. § 343-E. VRAP liability protections under 38 M.R.S. § 343-E do not limit the Department's enforcement authorities for non-compliance with other laws administered by the Department, including, but not limited to, lead abatement and asbestos regulations.

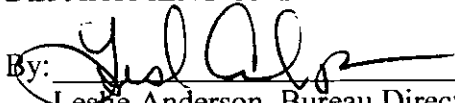
CONDITIONS

1. The extraction of groundwater at the Site is prohibited without the express written permission of the Department, as previously recorded on a Quit Claim Deed with Covenant, dated December 4, 1996 at the Cumberland County Registry of Deeds, **Book 12849, Page 020**.

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2. A copy of this certificate shall be recorded at the Cumberland County Registry of Deeds for the Site located at 5 Foden Road in South Portland and identified on the City of South Portland's Tax Map 49 as Lot 90B in Book 29292, Page 0039, and described in more detail in **Book 12849, Page 020** at the Cumberland County Registry of Deeds. A copy of the recorded document must be supplied to the Department's VRAP.

DONE AND DATED AT AUGUSTA, MAINE, THIS 26th DAY OF APRIL 2016.
 DEPARTMENT OF ENVIRONMENTAL PROTECTION

By: 

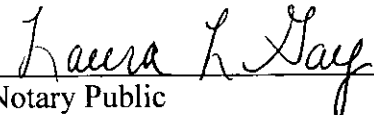
 Leslie Anderson, Bureau Director
 Bureau of Remediation & Waste Management

STATE OF MAINE
 KENNEBEC, ss.,

April 26th, 2016

Then personally appeared the above-named Leslie Anderson in her position as Director of the Bureau of Remediation & Waste Management of the Maine Department of Environmental Protection and duly authorized delegee for the Commissioner, and acknowledged the foregoing instrument to be her free act and deed, and the free act and deed of the Department of Environmental Protection.

Before me,



 Notary Public

Laura L. Gay

 (Print Name)

9/24/2022

 My commission expires

This order was prepared by Tracy W. Kelly, Bureau of Remediation & Waste Management.

ATTACHMENT A

MEDEP VRAP

Former Texas Instruments Building 3

5 Foden Road, South Portland, Maine

April 2016

Received
Recorded Register of Deeds
May 06, 2016 02:12:28P
Cumberland County
Nancy A. Lane

APPROXIMATE AREA OF DEED RESTRICTION PROHIBITING GROUNDWATER EXTRACTION

