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APR - 8 1999
Dav. Co. Chancery Court

IN THE CHANCERY COURT FOR DAVIDSON COUNTY, TENNESSEE

THE STATE OF TENNESSEE IN ITS OWN BEHALF AND FOR THE USE AND BENEFIT OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE,

Plaintiff,

vs.

DELINQUENT TAXPAYERS AS SHOWN ON THE **1995** REAL PROPERTY TAX RECORDS OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, TENNESSEE,

SAAD, ELLIS JOSEPH, SR.

Field Book No.: 06DA 58414

Control No.: 1478-4000

Defendant(s).

PICK-UP

File - Tax Civil Action
Number 97-788-II

FILED
1999 APR 12 AM 10:37
DAVIDSON COUNTY CHANCERY COURT

I hereby certify that this is a true copy of original instrument filed in my office.
This 27th day of Feb. 2004
CRISTI SCOTT, Clerk & Master
By Judy Carnegie Deputy

ORDER

It appearing to this Honorable Court that property described as:

3657 Trousdale Drive
.43 acres
Field Book No.: 06DA 58414
Map & Parcel No.: 133-00-0 104.00
QCD- 10317 PG- 075

Davidson County ORDER
Recvd: 02/26/04 14:41 16pgs
Fees:82.00 Taxes:0.00
20040226-0022057

was included in the tax sale held on September 4, 1996. Due to the lack of bids the property defaulted to The Metropolitan Government of Nashville and Davidson County. Said sale has not been confirmed by the Court because it was discovered that the property had numerous environmental liens against it. Said claims far exceed the value of the property and the amount of taxes owed. The United States Environmental Protection Agency has entered into an agreement with the Metropolitan Government and others to settle the claims and cleanup costs associated with this property. A copy of a letter outlining the agreement and the Administrative Order of Consent are attached hereto as Exhibit A and B respectively. In an effort to settle the environmental claims brought by the United States Environmental Protection Agency, the Metropolitan Government hereby dismisses the taxes owed on the above described property in accordance with its agreement with the United States Environmental Protection Agency. Therefore, this cause as it is should be dismissed and all remaining taxes should be removed from the tax rolls of the Metropolitan Government of Nashville and Davidson County, Tennessee;

It is, accordingly, **ORDERED, ADJUDGED and DECREED** that this action is hereby dismissed and all remaining taxes are to be removed from the tax rolls.

All costs of this cause are to be taxed against the plaintiff.

CHANCELLOR

APPROVED FOR ENTRY:

BY: Cristi Pearson
Cristi S. Pearson, #15256
Metropolitan Attorney
204 Metropolitan Courthouse
Nashville, TN 37201
615/862-6341

CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing *Order* were this 8th day of April 1999 mailed to:

Ellis J. Saad, Sr.
P.O. Box 40009
Nashville, TN 37204

Cristi Pearson
Cristi S. Pearson

xc: Betty Armstrong
Back Tax Office
per Angie Brewer
Legal Dept.

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 4
ATLANTA FEDERAL CENTER
61 FORSYTH STREET
ATLANTA, GEORGIA 30303-8960

April 5, 1999

Cristi Pearson
City of Nashville
Room 204
Metro Court House
Nashville, Tennessee 37201

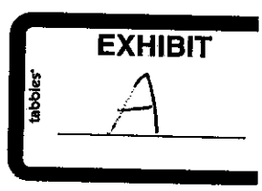
Dear Ms. Pearson:

The purpose of this letter is to confirm that the Environmental Protection Agency (EPA) has agreed not pursue any potential liability that the City of Nashville may have regard to the John P. Saad Superfund Site in Nashville, Tennessee in return for the City forgiving past tax liens that it has placed on the property. By forgiving the liens the property can be sold to a party who will operate the Site in a sound environmental manner and EPA can use the proceeds from the sale to offset the more than 1.5 million dollars it has spent to oversee the cleanup of the Site.

Thank you for cooperation and if I can be of further assistance please contact me at 404/562-9530.

Sincerely

Wilda W. Cobb
Associate Regional Counsel



MAR 18 1999

OFFICE OF GENERAL COUNSEL
MEDICAL CTR. OFFICE

JOHN P. SAAD SUPERFUND SITE
CERCLA SECTION 122(g)(4) DE MINIMIS CONTRIBUTOR
ADMINISTRATIVE ORDER ON CONSENT

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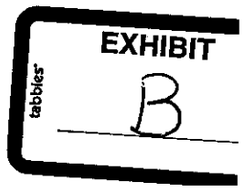
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THE MATTER OF: John P. Saad Superfund Site Nashville, Davidson County Tennessee Proceeding under Section 122(g)4) of the Comprehensive Environmental, Response, Compensation, and Liability Act of 1980, as amended, 42 U.S.C. 9622(g)(4)	U.S. EPA Docket No. 99-05-C **CERCLA SECTION 122(G)(4) DE MINIMIS CONTRIBUTOR ADMINISTRATIVE ORDER ON CONSENT**

I. JURISDICTION

1. This Administrative Order on Consent ("Consent Order" or "Order") is issued pursuant to the authority vested in the President of the United States by Section 122(g)(4) of the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended ("CERCLA"), 42 U.S.C. § 9622(g)(4), to reach settlements in actions under Section 106 or 107 of CERCLA, 42 U.S.C. §§ 9606 or 9607. The authority vested in the President has been delegated to the Administrator of the United States Environmental Protection Agency ("EPA") by Executive Order 12580, 52 Fed. Reg. 2923 (Jan. 29, 1987), and further delegated to the Regional Administrators of the EPA by EPA Delegation No. 14-14-E, redelegated to the Director, Waste Management Division, EPA, Region 4. further delegated to the Chief, Program Services Branch, Waste management Division, EPA Region 4.

2. This Consent Order is issued to the persons, corporations, or other entities identified in Appendix A ("Respondents") and the United States General Services Administration, United States Department of the Army, and United States Postal Service ("Settling Federal Entities"). Each Respondent and Settling Federal Entities agrees to undertake all actions required by this Consent Order. Each Respondent and Settling Federal Entities further consents to and will not contest EPA's jurisdiction to issue this Consent Order or to implement or enforce its terms.

3. EPA, Respondents, and the Settling Federal Entities agree that the actions undertaken by Respondents and the Settling Entities in accordance with this Consent Order do not constitute an admission of any liability by any Respondent or Settling Federal Entities. Each of the Respondents and Settling Federal Entities do not admit, and retain the right to controvert in any subsequent proceedings other than proceedings to implement or enforce this Consent Order, the validity of the Statement of Facts or Determinations contained in Sections IV and V, respectively, of this Consent Order.

II. STATEMENT OF PURPOSE

4. By entering into this Consent Order, the mutual objectives of the Parties are:

a. to reach a final settlement among the Parties with respect to the Site pursuant to Section 122(g) of CERCLA, 42 U.S.C. § 6922(g), that allows Respondents and Settling Federal Entities to make a cash payment to resolve their alleged civil liability under Sections 106 and 107 of CERCLA, 42 U.S.C. §§ 9606 and 9607, for injunctive relief with regard to the Site and for response costs incurred at or in connection with the Site by the EPA Hazardous Substance Superfund, and by private and governmental parties, thereby reducing litigation relating to the Site, subject to the reservations of rights contained in Section XI (Reservations of Rights by United States and EPA) of this Consent Order;

b. to simplify any remaining administrative and judicial enforcement activities concerning the Site by eliminating a number of potentially responsible parties from further involvement at the Site, subject to the reservations of rights contained in Section XI (Reservations of Rights by United States and EPA) of this Consent Order; and

c. to obtain settlement with Respondents and the Settling Federal Entities for their fair share of response costs incurred at or in connection with the Site by the EPA Hazardous Substance Superfund, and by private parties, to provide for full and complete contribution protection for Respondents and the Settling Federal Entities with regard to the Site pursuant to Sections 113(f)(2) and 122(g)(5) of CERCLA, 42 U.S.C. §§ 9613(f)(2) and 9622(g)(5), subject to the reservations of rights contained in Section XI (Reservations of Rights by United States and EPA) of this Consent Order.

III. DEFINITIONS

5. Unless otherwise expressly provided herein, terms used in this Consent Order that are defined in CERCLA or in regulations promulgated under CERCLA shall have the meaning assigned to them in the statute or regulations. Whenever the terms listed below are used in this Consent Order, the following definitions shall apply:

a. "CERCLA" shall mean the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended, 42 U.S.C. § 9601, et seq.

b. "Consent Order" or "Order" shall mean this Administrative Order on Consent and all appendices attached hereto. In the event of conflict between this Order and any appendix, the Order shall control.

c. "Day" shall mean a calendar day. In computing any period of time under this Consent Decree, where the last day would fall on a Saturday, Sunday, or federal holiday, the period shall run until the close of business of the next working day.

d. "EPA" shall mean the United States Environmental Protection Agency and any successor departments, agencies or instrumentalities.

e. "EPA Hazardous Substance Superfund" shall mean the Hazardous Substance Superfund established by the Internal Revenue Code, 26 U.S.C. § 9507.

f. "Interest" shall mean interest at the current rate specified for interest on investments of the EPA Hazardous Substance Superfund established by 26 U.S.C. § 9507, compounded annually on October 1 of each year, in accordance with 42 U.S.C. § 9607(a).

g. "Paragraph" shall mean a portion of this Consent Order identified by an arabic numeral.

h. "Parties" shall mean EPA and the Respondents and the Settling Federal Entities.

i. "Respondents" shall mean those persons, corporations, or other entities listed in Appendix A, other than the Settling Federal Entities.

j. "Response Costs" shall mean all costs of "response," as that term is defined by Section 101(25) of CERCLA, 42 U.S.C. 9601(25), incurred at or in connection with the Site through October 30, 1998, including, without limitation, all direct and indirect costs that EPA or the U.S. Department of Justice on behalf of EPA incurred at or in connection with the Site, plus accrued Interest on all such costs through such date. It also includes, but is not limited to, all additional response costs that Respondents and Settling Federal Entities incurred at or in connection with the Site through the effective date of this Order.

k. "Section" shall mean a portion of this Consent Order identified by a roman numeral.

l. "Settling Federal Entities" shall mean those departments, agencies, and instrumentalities of the United States identified in Appendix A, which are resolving any claims that have been or could be asserted against them with regard to this Site as provided in this Administrative Order.

m. "Site" shall mean the John P. Saad Superfund Site, encompassing approximately 1/4 acres, located at 3655 Trousdale Drive, in Nashville, Davidson County, Tennessee and depicted more clearly on the map included in Appendix B.

n. "State" shall mean the State of Tennessee.

o. "TDEC" shall mean the Tennessee Department of Environment and Conservation.

p. "United States" shall mean the United States of America, including its departments, agencies and instrumentalities which includes without limitation EPA, the Settling Federal Entities, and any federal natural resource trustee.

IV. STATEMENT OF FACTS

6. The Site is located at 3655 Trousdale Road, Nashville, Davidson County, Tennessee. The Site covers approximately 0.4 acres of property and includes an on-site building which is used for storage. The Site is located in the East Radnor Industrial Subdivision and is bounded on the north by Klein's Custom Coach Co., Inc., on the south by Franklin Brick Co., on the east by Trousdale Road, and on the west by the CSX Railroad Radnor Yard property.

7. John P. Saad & Sons, Inc., operated a waste oil reclamation facility on the Site from approximately 1971 until 1983. During this time, hazardous substances were stored and disposed of on Site. The storage and disposal practices used at the Site resulted in the release of hazardous substances into both the soil and groundwater.

8. The Site was first noted as a pollution source in 1978, when a discharge pond located at the rear of the Site was found to contain solvents. The discharge pond was located over a suspected sink area that had been filled. The suspected sink area received chemical wastes from the Site and was thought to be hydrologically connected to a large spring on the Croft farm, which is located less than one mile down gradient of the Site. The Croft farm property is a 300 acre property which consists of a recreation park, zoo and conference center.

9. In June 1987, at the request of the TDEC, EPA's Emergency Removal and Response Branch (ERRB) conducted an investigation to: (1) determine the type and quantity of liquids stored on Site; (2) determine the volume and extent of contaminated soil; (3) re-evaluate shallow groundwater contamination; and, (4) to determine if the Site was eligible for a potential removal action under the National Contingency Plan.

10. Results of EPA sampling indicated the presence of waste oil, herbicides, methylene chloride, toluene, xylene, and various other solvents and metals in the groundwater and soil at the Site. On November 29, 1989, EPA issued an Administrative Order for a removal action to Ellis Saad, Kathy Saad, and John P. Saad, Jr. None of the named respondents complied with the 1989 Order.

11. In response to the release or threatened release of hazardous substances at or from the Site, EPA undertook response actions at the Site pursuant to Section 104 of CERCLA, 42 U.S.C. § 9604.

12. The response actions addressed by this settlement taken at the Site began in early 1990 and continued through April 1996. The work was conducted by a group of PRPs, with EPA oversight. A Removal Report was completed February 1996 and the final OSC letter indicating

that the work was satisfactory was issued April 1996.

13. The response actions taken pursuant to Section 104 of CERCLA, 42 U.S.C. § 9604 include the following:

a. March 14, 1990, began removal and proper disposal of the contents of all tanks at the Site, and began investigation to determine whether a sinkhole containing sludges was on Site.

b. August 13, 1993, began investigation of the extent of soil and groundwater contamination, and removal of some contaminated surface soils.

c. October 5, 1994, began removal of 900 cubic yards of contaminated soil.

d. December 9, 1994, began removal of an additional 1000 cubic yards of contaminated soil and began dye trace.

e. July 28, 1995, began removal of 500 more cubic yards of soil and completed dye trace.

14. In overseeing the performance of the response action at the Site, and in conducting other investigations at the Site, EPA incurred response costs. The PRPs who preformed the response action at the Site also incurred response costs.

15. Each Respondent and Settling Federal Entity listed on Appendix A arranged for disposal or treatment, or arranged with a transporter for transport for disposal or treatment, of a hazardous substance owned or possessed by such Respondent or Settling Federal Entity, by any other person or entity, at the Site, or accepted a hazardous substance for transport to the Site which was selected by such Respondent or Settling Federal Entity.

16. The amount of hazardous substances contributed to the Site by each Respondent and each Settling Entity does not exceed 0.01% of the hazardous substances at the Site, and the hazardous substances contributed by each Respondent and each Settling Federal Entity to the Site are not significantly more toxic or of significantly greater hazardous effect than other hazardous substances at the Site.

17. The total response costs incurred at or in connection with the Site by the EPA Hazardous Substance Superfund and by private parties is $5,170,624.64. The payment required to be made by each Respondent and each Settling Federal Entity pursuant to this Consent Order is a minor portion of this total amount.

V. DETERMINATIONS

18. Based upon the Statement of Facts set forth above and on the administrative record for

this Site, EPA has determined that:

a. The John P. Saad Site is a "facility" as that term is defined in Section 101(9) of CERCLA, 42 U.S.C. § 9601(9).

b. Each Respondent and Settling Federal Entity is a "person" as that term is defined in Section 101(21) of CERCLA, 42 U.S.C. § 9601(21).

c. Each Respondent and Settling Federal Entity is a "potentially responsible party" within the meaning of Section 122(g)(1) of CERCLA, 42 U.S.C. § 9622(g)(1).

d. There has been an actual or threatened "release" of a "hazardous substance" from the Site as those terms are defined in Section 101(22) and (14) of CERCLA, 42 U.S.C. § 9601(22) and (14).

e. The actual or threatened "release" caused the incurrence of Response Costs.

f. Prompt settlement with each Respondent and Settling Federal Entity is practicable and in the public interest within the meaning of Section 122(g)(1) of CERCLA, 42 U.S.C. § 9622(g)(1).

g. As to each Respondent and each Settling Federal Entity, this Consent Order involves only a minor portion of the Response Costs within the meaning of Section 122(g)(1) of CERCLA, 42 U.S.C. § 9622(g)(1).

h. The amount of hazardous substances contributed to the Site by each Respondent and each Settling Federal Entity and the toxic or other hazardous effects of the hazardous substances contributed to the Site by each Respondent and each Settling Federal Entity are minimal in comparison to other hazardous substances at the Site within the meaning of Section 122(g)(1)(A) of CERCLA, 42 U.S.C. § 9622(g)(1)(A).

VI. ORDER

19. Based upon the administrative record for the Site and the Statement of Facts and Determinations set forth above, and in consideration of the promises and covenants set forth herein, the following is hereby AGREED TO AND ORDERED:

VII. PAYMENT

20. Within 30 days of the Effective Date of this Consent Order, each Respondent shall pay to the EPA Hazardous Substance Superfund the amount set forth in Appendix A to this Consent Order.

21. As soon as reasonably practicable after the Effective Date of this Consent Order, the

United States, on behalf of each Settling Federal Entity except United States Postal Service ("USPS"), and USPS on behalf of itself, shall pay to the "EPA Hazardous Substance Superfund" the amount set forth in Appendix A to this Consent Order that corresponds to the settlement payment allocated to that Entity. These payments shall be subject to the availability of appropriated funds. No provision of this Consent Order, shall be interpreted as or constitute a requirement or commitment that the United States obligate or pay funds in contravention of the Anti-Deficiency Act, 31 U.S.C. § 1304, 1341, 1342, 1349-51, 1511, or other applicable provisions of law.

22. Each Respondent's and each Settling Federal Entity's payment includes an amount for Response Costs.

23. Each payment shall be made by certified or cashier's check made payable to "EPA Hazardous Substance Superfund." Each check shall reference the name and address of the party making payment, the Site name, the EPA Region and Site Spill ID Number 042E, and the EPA docket number for this action, and shall be sent to:

EPA Superfund
U.S. EPA, Region 4
Superfund Accounting
P.O. Box 100142
Atlanta, Georgia 30384
Attention: Superfund Collections Officer

24. At the time of payment, each Respondent and each Settling Federal Entity shall send notice that such payment has been made to:

Wilda W. Cobb
Associate Regional Counsel
U.S. EPA, Region 4
Atlanta Federal Center
61 Forsyth Street
Atlanta, GA 30303

VIII. FAILURE TO MAKE PAYMENT

25. If any Respondent fails to make full payment within the time required by Paragraph 20, that Respondent shall pay Interest on the unpaid balance. In addition, if any Respondent fails to make full payment as required by Paragraph 20, the United States may, in addition to any other available remedies or sanctions, bring an action against that Respondent seeking injunctive relief to compel payment and/or seeking civil penalties under Section 122(*l*) of CERCLA, 42 U.S.C. § 9622(*l*), for failure to make timely payment.

26. If the United States on behalf of a Settling Federal Entity, or if USPS on behalf of itself,

fails to make full payment within one hundred twenty (120) days of the effective date of this Consent Order, the United States shall pay Interest on the unpaid balance. In the event that the United States, on behalf of any Settling Federal Entity, or if USPS on behalf of itself, fails to make full payment within one hundred twenty (120) days of the effective date of this Consent Order, appropriate EPA and Justice Department supervisors will within 10 business days after a request by either agency to resolve the issue of non-payment, involve decision-making officials of the Department of Treasury, as appropriate. If this does not resolve the issue, the EPA Assistant Administrator for Enforcement and Compliance Assurance and the Assistant Attorney General for the Environment & Natural Resources Division will meet within the next 10 business days to resolve the issue finally, and will involve decision-making officials of the Department of the Treasury, as appropriate.

IX. CERTIFICATION OF RESPONDENTS AND SETTLING FEDERAL ENTITIES

27.a. By signing this Consent Order, each Respondent certifies, individually, that, to the best of its knowledge and belief, it has:

1. conducted a thorough, comprehensive, good faith search for documents, and has fully and accurately disclosed to EPA, all information currently in its possession, or in the possession of its officers, directors, employees, contractors or agents, which relates in any way to the ownership, operation, or control of the Site, or to the ownership, possession, generation, treatment, transportation, storage or disposal of a hazardous substance, pollutant, or contaminant at or in connection with the Site;

2. not altered, mutilated, discarded, destroyed or otherwise disposed of any records, documents, or other information relating to its potential liability regarding the Site after notification of potential liability or the filing of a suit against it regarding the Site; and

3. fully complied with any and all EPA requests for information regarding the Site pursuant to Sections 104(e) and 122(e) of CERCLA, 42 U.S.C. §§ 9604(e) and 9622(e); and

b. The United States acknowledges that each of the Settling Federal Entities (1) is subject to all applicable Federal record retention laws, regulations, and policies; and (2) has certified that it has fully complied with any and all EPA requests for information pursuant to Section 104(e) ind 122(c) of CERCLA, 42 U.S.C. § 9604(e) and 9622(e), and Section 3007 of RCRA, 42 U.S.C. § 6927.

X. COVENANT NOT TO SUE OR TAKE ADMINISTRATIVE ACTION BY THE UNITED STATES AND EPA

28. a. In consideration of the payments that will be made by Respondents under the terms of this Consent Order, and except as specifically provided in Section XI (Reservations of Rights by United States and EPA), the United States covenants not to sue or take administrative action against any of the Respondents pursuant to Sections 106 or 107 of CERCLA, 42 U.S.C. §§ 9606 or

9607, relating to Response Costs.

b. In consideration of the payment that will be made by the Settling Federal Entities under the terms of this Consent Order, and except as specifically provided in Section XI (Reservations of Rights by the United States and EPA), the EPA covenants not to take administrative action against any Settling Federal Entities pursuant to Sections 106 or 107 of CERCLA, 42 U.S.C. §§ 9606 or 9607, for matters relating to Response Costs.

c. With respect to liability, these covenants not to sue or take administrative action shall take effect for each Respondent and Settling Federal Entity upon receipt of that Respondent's or Settling Federal Entity's Payment as required by Section VII. With respect to each Respondent and the Settling Federal Entity, individually, these covenants not to sue or take administrative action are conditioned upon: a) the satisfactory performance by that Party of all obligations under this Consent Order; and b) the veracity of the information provided to EPA by that Party relating to that Party's involvement with the Site. These covenants not to sue or take administrative action extend only to Respondents and the Settling Federal Entities and do not extend to any other person.

XI. RESERVATIONS OF RIGHTS BY UNITED STATES AND EPA

29. The covenant not to sue by the United States and EPA set forth in Paragraph 28 does not pertain to any matters other than those expressly specified in Paragraph 28. The United States reserves, and this Consent Order is without prejudice to, all rights against individual Respondents and EPA and the federal natural resources trustees reserve, and this Consent Order is without prejudice to all rights against the Settling Federal Entities with respect to all other matters including, but not limited to:

a. liability for failure to meet a requirement of this Consent Order;

b. criminal liability;

c. liability for damages for injury to, destruction of, or loss of natural resources, and for the costs of any natural resource damage assessments; or

d. liability arising from any future arrangement for disposal or treatment of a hazardous substance, pollutant or contaminant at the Site after the effective date of this Consent Order.

30. Notwithstanding any other provision in this Consent Order, the United States reserves, and this Consent Order is without prejudice to the right to institute judicial or administrative proceedings against any individual Respondent seeking to compel that Respondent and EPA reserves the right to institute administrative proceedings against any individual Settling Federal Entity, to perform response actions relating to the Site, and/or to reimburse the United States for additional costs of response, if information is discovered which indicates that such Respondent or Settling Federal Entity contributed hazardous substances to the Site in such greater amount or of

such greater toxic or other hazardous effects that such Respondent or Settling Federal Entity no longer qualifies as a de minimis party at the Site because such Respondent or Settling Federal Entity contributed greater than 0.01% of the hazardous substances at the Site, or contributed hazardous substances which are significantly more toxic or are of significantly greater hazardous effect than other hazardous substances at the Site.

XII. COVENANT BY RESPONDENTS AND SETTLING FEDERAL ENTITIES

31. Respondents covenant not to sue and agree not to assert any claims or causes of action against the United States or the State of Tennessee, its contractors or employees, or each other with respect to Response Costs or this Consent Order, including, but not limited to:

a. any direct or indirect claim for reimbursement from the EPA Hazardous Substance Superfund based on Sections 106(b)(2), 107, 111, 112, 113, or 122 of CERCLA, 42 U.S.C. §§ 9606(b)(2), 9607, 9611, 9612, 9613, or 122 or any other provision of law;

b. any claims arising out of response activities at the Site; and

c. any claim pursuant to Sections 107 and 113 of CERCLA, 42 U.S.C. §§ 9607 and 9613, relating to the Site.

32. Nothing in this Consent Order shall be deemed to constitute preauthorization or approval of a claim within the meaning of Section 111 of CERCLA, 42 U.S.C. § 9611, or 40 C.F.R. 300.700(d).

33. a. Respondents and the Settling Federal Entities covenant not to sue each other and agree not to assert any claims or causes of action against each other pursuant to Sections 107 or 113 of CERCLA , 42 U.S.C. §§ 9607 or 9613 or other applicable federal or state law with regard to Response Costs.

b. Respondents and the Settling Federal Entities covenant not to sue and agree not to assert any claims or causes of action pursuant to Sections 107 or 113 of CERCLA, , 42 U.S.C. §§ 9607 or 9613 or other applicable federal or state law against any other person who is a signatory to any Consent Decree or Administrative Order by Consent with the United States with regard to Response Costs, provided, however, that such covenant shall not be effective unless such Consent Decree, or Administrative Order by Consent contains a covenant from such other person not to sue or to assert any claims or causes of action pursuant to Sections 107 or 113 of CERCLA, 42 U.S.C. §§ 9607 or 9613 or other applicable federal or state law against Respondents and Settling Federal Entities with regard to Response Costs.

XIII. EFFECT OF SETTLEMENT/CONTRIBUTION PROTECTION

34. Nothing in this Consent Order shall be construed to create any rights in, or grant any

cause of action to, any person not a Party to this Consent Order. The United States, EPA, Settling Federal Entities and Respondents each reserve any and all rights (including, but not limited to, any right to contribution), defenses, claims, demands, and causes of action which each Party may have with respect to any matter, transaction, or occurrence relating in any way to the Site against any person not a Party hereto except as noted in Paragraph 33.b above.

35. In any subsequent administrative or judicial proceeding initiated by the United States for injunctive relief, recovery of Response Costs, or other relief relating to the Site, Respondents shall not assert, and may not maintain, any defense or claim based upon the principles of waiver, res judicata, collateral estoppel, issue preclusion, claim-splitting, or other defenses based upon any contention that the claims raised in the subsequent proceeding were or should have been brought in the instant action; provided, however, that nothing in this Paragraph affects the enforceability of the covenant not to sue included in Section X.

36. The Parties agree that each Respondent and each Settling Federal Entity is entitled, as of the Effective Date of this Consent Order, to protection from contribution actions or claims as provided by Sections 113(f)(2) and 122(g)(5) of CERCLA, 42 U.S.C. §§ 9613(f)(2) and 9622(g)(5), for "matters addressed" in this Consent Order. The "matters addressed" in this Consent Order are Response Costs.

XIV. PARTIES BOUND

37. This Consent Order shall apply to and be binding upon EPA, the Settling Federal Entities, and Respondents and successors and assigns. Any change in ownership or corporate or other legal status of a Respondent or Settling Entity, including but not limited to, any transfer of assets or real or personal property, shall in no way alter such Respondent's or Settling Federal Entity's responsibilities under this Consent Order. Each signatory to this Consent Order certifies that he or she is authorized to enter into the terms and conditions of this Consent Order and to execute and bind legally the party represented by him or her.

XV. INTEGRATION/APPENDICES

38. This Consent Order and its appendices constitute the final, complete and exclusive agreement and understanding among the Parties with respect to the settlement embodied in this Consent Order. The Parties acknowledge that there are no representations, agreements or understandings relating to the settlement other than those expressly contained in this Consent Order. The following appendices are attached to and incorporated into this Consent Order:

"Appendix A" is [the list of Respondents].

"Appendix B" is [the map of the Site].

XVI. PUBLIC COMMENT

39. This Consent Order shall be subject to a public comment period of not less than 30 days pursuant to Section 122(i) of CERCLA, 42 U.S.C. § 9622(i). In accordance with Section 122(i)(3) of CERCLA, 42 U.S.C. § 9622(i)(3), EPA may withdraw or withhold its consent to this Consent Order if comments received disclose facts or considerations which indicate that this Consent Order is inappropriate, improper, or inadequate.

XVII. ATTORNEY GENERAL APPROVAL

40. The Attorney General or [his/her] designee has approved the settlement embodied in this Consent Order in accordance with Section 122(g)(4) of CERCLA, 42 U.S.C. § 9622(g)(4).

XVIII. EFFECTIVE DATE

41. The Effective Date of this Consent Order shall be the date upon which EPA issues written notice to Respondents and Settling Federal Entities that the public comment period pursuant to Paragraph 39 has closed and that comments received, if any, do not require modification of or EPA withdrawal from this Consent Order.

THE MATTER OF:
John P. Saad Site Superfund Site,
Nashville, Davidson County Tennessee

De Minimis Administrative Order on Consent
EPA Docket No. 99-05-C

IT IS SO AGREED AND ORDERED:

U.S. Environmental Protection Agency, Region 4

By: _____ Date:____
Franklin Hill, Chief
Programs Services Branch
Waste Management Division
U.S. Environmental Protection Agency, Region 4
61 Forsyth Street, S.W.
Atlanta, Georgia 30303