Lancaster County
Bonnie L.Bowman
Recorder of Deeds
150 N. Queen St.
Suite 315
Lancaster, PA 17603
Phone: 717-299-8238
Fax: 717-299-8393

INSTRUMENT # : 6022136
RECORDED DATE: 09/12/2012 11:04:43 AM

3399005-0013Q

LANCASTER COUNTY ROD

OFFICIAL RECORDING COVER PAGE

Document Type: EASEMENT/RIGHT OF WAY	**Transaction #:** 3348221 - 1 Doc(s)
Transaction Reference:	**Document Page Count:** 12
Document Reference:	**Operator Id:** macrinam

RETURN TO: ()
**PLEASE NOTE: Recorded documents with completed Cover Pages are returned via email to the email address(es) identified above.
ARMSTRONG

SUBMITTED BY: ()
ARMSTRONG

*** PROPERTY DATA:**
Parcel ID #:

Municipality:
School District:

*** ASSOCIATED DOCUMENT(S):**

FEES / TAXES:

RECORDING FEE: EASEMENT/RIGHT OF WAY	$13.00
CRC #6544	$2.00
RIF #6543	$3.00
WRIT TAX	$0.50
PA SURCHARGE #6548	$23.50
EXTRA PAGE FEE	$16.00
Total:	$58.00

INSTRUMENT # : 6022136
RECORDED DATE: 09/12/2012 11:04:43 AM

I hereby CERTIFY that this document is recorded in the Recorder of Deeds Office in Lancaster County, Pennsylvania.

Bonnie L. Bowman

Bonnie L. Bowman
Recorder of Deeds

PLEASE DO NOT DETACH

THIS PAGE IS NOW PART OF THIS LEGAL DOCUMENT

NOTE: If document data differs from cover sheet, document data always controls.
***COVER PAGE DOES NOT INCLUDE ALL DATA, PLEASE SEE INDEX AND DOCUMENT AFTER RECORDING FOR ADDITIONAL INFORMATION**

LANCASTER COUNTY RECORDER OF DEEDS OFFICE

Bonnie L. Bowman, Recorder of Deeds

CUSTOMER RECEIPT

Receipt #: 1210087854
Printed: 09/12/2012 11:04:42 AM
Collected: 09/12/2012 11:04:43 AM
Paid By: ARMSTRONG
Submitted By: ARMSTRONG

Transaction #: 3348221
Operator ID: macrinam

Payment Comment:

Charges

Type: EASEMENT/RIGHT OF WAY
Instrument: 6022136
Recorded: 09/12/2012 11:04:43 AM

# of Pages: 12

RECORDING FEE: EASEMENT/RIGHT OF WAY	$13.00	CRC #6544	$2.00
RIF #6543	$3.00	WRIT TAX	$0.50
PA SURCHARGE #6548	$23.50	EXTRA PAGE FEE	$16.00
		SUBTOTAL $58.00	

Total Charges for Document(s): $58.00

Payment

Check 569583 $58.00

Totals

Total Amount Due: $58.00
Total Amount Paid: $58.00
Refund (): $0.00

Bonnie L. Bowman
Lancaster County Recorder of Deeds
150 N. Queen St.
Suite 315
Lancaster, PA 17603
Phone: 717-299-8238
Fax: 717-299-8393

RECEIVED
DEP SOUTHCENTRAL REGION
JUN 0 4 2012
ENVIRONMENTAL CLEANUP

May 14, 2012

When recorded, return to:
Thomas J. Waters
Armstrong World Industries, Inc.
2500 Columbia Avenue
Lancaster, PA 17603

The County Parcel Identification No. of the Property is: 3396948700000.

GRANTOR: Armstrong World Industries, Inc.
PROPERTY ADDRESS: 1067 Dillerville Road, Lancaster, PA 17603

ENVIRONMENTAL COVENANT

This Environmental Covenant is executed pursuant to the Pennsylvania Uniform Environmental Covenants Act, Act No. 68 of 2007, 27 Pa. C.S. §§ 6501 – 6517 (UECA). This Environmental Covenant subjects the Property identified in Paragraph 1 to the activity and/or use limitations in this document. As indicated later in this document, this Environmental Covenant has been approved by the Pennsylvania Department of Environmental Protection (Department).

1. **Property affected**. The property affected (Property) by this Environmental Covenant is located in: Lancaster City, Lancaster County, PA.

The address of the Property is: 1067 Dillerville Road, Lancaster, PA 17604.
The latitude and longitude of the center of the Property affected by this Environmental Covenant is: N40.05548 W76.319503.
The Property has been known by the following name(s): Armstrong World Industries, Inc. Lancaster Floor Plant/Lancaster Works: Rotogravure Area; Roto Parcel; and Roto Island.
The DEP Primary Facility ID # is 701862; Remediation ID # 38423.
A complete description of the Property is attached to this Environmental Covenant as Exhibit A. A map of the Property is attached to this Environmental Covenant as Exhibit B.

2. **Property Owner / GRANTOR / GRANTEE**. Armstrong World Industries, Inc. is the owner of the Property and the GRANTOR and GRANTEE of this Environmental Covenant.

3. **Owner Mailing Address**. 2500 Columbia Avenue, Lancaster, Pennsylvania 17603.

4. **Description of Contamination & Remedy**. Armstrong's Lancaster Floor Plant manufactured linoleum flooring starting in 1909 and vinyl flooring since the mid- to late-1950s. Raw materials including linseed, tall, or fish oils; paints and inks; solvents, resins, and plasticizers and wastes were stored in underground and aboveground tanks, totes, and drums. Over the many years of handling these materials, spills and leaks occurred and caused soil impacts by volatile organic compounds (VOCs), semi-volatile organic compounds (SVOCs), and metals.

Remediation included excavation and treatment or offsite disposal, various light non-aqueous phase liquid (LNAPL) recovery, bioremediation, and monitored natural attenuation. The Land Recycling and Remediation Standards Act (Act 2 of 1995) standard(s) attained for soil is the Non-residential Statewide Health Standard. A Final Act 2 Report for Soil was submitted to the Department in April, 2012, with a UECA definition of the site as "nonresidential property". The groundwater final report for this property was approved by the Department on December 11, 2009.

5. **Activity & Use Limitations**. The Property is subject to the following activity and use limitations, which then current Owner and its tenants, agents, employees, and other persons under its control shall abide by:

a) The property can be used only as "nonresidential property", which excludes schools, nursing homes or other residential-style facilities or recreational areas.

b) Armstrong World Industries, Inc. has prepared a soil management plan (SMP), which prescribes appropriate due diligence and health and safety activities prior to conducting any activities on-site involving soil and/or pavement disturbance at the Roto Parcel. The SMP is attached to the Environmental Covenant as Exhibit C.

6. **Notice of Limitations in Future Conveyances**. Each instrument hereafter conveying any interest in the Property subject to this Environmental Covenant shall contain a notice of the activity and use limitations set forth in this Environmental Covenant and shall provide the recorded location of this Environmental Covenant.

7. **Compliance Reporting**. The then current Owner and each subsequent owner shall submit, to the Department, written documentation at the request of the Department and following transfer of the property, concerning proposed changes in use of the property, filing of applications for building permits for the property, or proposals for any site work affecting the contamination on the property subject to this Environmental Covenant.

8. **Access by the Department**. In addition to any rights already possessed by the Department, this Environmental Covenant grants to the Department a right of reasonable access of the Property in connection with implementation or enforcement of this Environmental Covenant.

9. **Recordation & Proof & Notification**. Within 30 days after the date of the Department's approval, Armstrong World Industries, Inc. shall file this Environmental Covenant with the Recorder of Deeds for Lancaster County and send a file-stamped copy of this Environmental Covenant to the Department within 60 days of recordation. Within that time period, Armstrong World Industries, Inc. also shall send a file-stamped copy to Lancaster City and Lancaster County; any Holder identified in this Environmental Covenant; each person holding a recorded interest in the Property; and each person in possession of the Property.

10. **Termination or Modification**.

(a) This Environmental Covenant may only be terminated or modified in accordance with 27 Pa. C.S. §§ 6509 or 6510, or in accordance with this paragraph.

(b) This Environmental Covenant may be amended or terminated as to any portion of the Property that is acquired for use as state highway right-of-way by the Commonwealth provided that: (1) the Department waives the requirements for an environmental covenant and for conversion pursuant to 27 Pa. C.S. §6517 to the same extent that this Environmental Covenant is amended or terminated; (2) the Department determines that termination or modification of this Environmental Covenant will not adversely affect human health or the environment; and (3) the Department provides 30-days advance written notice to the current property owner, each holder, and, as practicable, each person that originally signed the Environmental Covenant or successors in interest to such persons.

11. **Department's address**. Communications with the Department regarding this Environmental Covenant shall be sent to: Environmental Cleanup and Brownfields Program Manager, Southcentral Region, 909 Elmerton Avenue, Harrisburg, PA 17110-8200.

ACKNOWLEDGMENTS by Owner(s) and any Holder(s), in the following form:

[Name of Owner] "Grantor"/"Grantee"
Date: 5/17/12 By: _____
Name: Thomas G. Waters
Title: V.P. + Treasurer

[REPEAT AS NECESSARY]

APPROVED, by Commonwealth of Pennsylvania,
Department of Environmental Protection
Date: 8/30/12 By: _____
Name: John F Krueger
Title: Environmental Program Manager

COMMONWEALTH OF PENNSYLVANIA)[other state, if executed outside PA]
)
COUNTY OF Lancaster) SS:

On this 17 day of May, 2012, before me, the undersigned officer, personally appeared Thomas G. Waters [Owner, Grantor] who acknowledged himself/herself to be the person whose name is subscribed to this Environmental Covenant, and acknowledged that s/he executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Rhonda L. Edwards
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
RHONDA L. EDWARDS, NOTARY PUBLIC
TOWNSHIP OF MANOR, LANCASTER COUNTY
MY COMMISSION EXPIRES NOVEMBER 9, 2014

COMMONWEALTH OF PENNSYLVANIA)[other state, if executed outside PA]
)
COUNTY OF Lancaster) SS:

On this 17 day of May, 2012 before me, the undersigned officer, personally appeared Thomas J Waters [Holder, Grantee] who acknowledged himself/herself to be the person whose name is subscribed to this Environmental Covenant, and acknowledged that s/he executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Rhonda L Edwards
Notary Public

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
RHONDA L. EDWARDS, NOTARY PUBLIC
TOWNSHIP OF MANOR, LANCASTER COUNTY
MY COMMISSION EXPIRES NOVEMBER 9, 2014

[REPEAT AS NECESSARY]

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF Dauphin) SS:

On this 30th day of August, 2012, before me, the undersigned officer, personally appeared John F. Krueger, who acknowledged himself/~~herself~~ to be the ECP Manager [Title] of the Commonwealth of Pennsylvania, Department of Environmental Protection, Harrisburg Regional Office, whose name is subscribed to this Environmental Covenant, and acknowledged that ~~s~~/he executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Sally A Bomberger
Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sally A. Bomberger, Notary Public
Susquehanna Twp., Dauphin County
My Commission Expires Dec. 3, 2012
Member, Pennsylvania Association of Notaries

Date: 8/28/12

APPROVED, by U.S. EPA Region III
1650 Arch Street, Philadelphia PA 19103-2029
Director, Land and Chemicals Division
By _____
Name Abraham Ferdas

United States Environmental Protection Agency)
)
) SS:

On this 28 day of August, 2012 before me, the undersigned officer, personally appeared Abraham Ferdas, who acknowledged himself to be the Director, Land and Chemicals Division of the United States Environmental Protection Agency Region III, whose name is subscribed to this Environmental Covenant, and acknowledged that he executed same for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

Sallie M. Allen
Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Sallie M. Allen, Notary Public
City of Philadelphia, Philadelphia County
My Commission Expires Feb. 25, 2015
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

Exhibit A – Roto Parcel Property Description

Armstrong World Industries, Inc.

Lancaster Floor Plant – Roto and Salvage Areas

Property Description for Liability Relief Under Pennsylvania Industrial Land Recycling and Remediation Standards Act of 1995 (Act 2)

All that certain piece, parcel, or tract of land situated in the City of Lancaster, Lancaster County, Pennsylvania shown on an October 2006 plan of the Armstrong World Industries, Inc. Floor Plant by Arro Consulting, Inc. as **Tracts 1, 2, 6, 8, 35, 39, 40, 41, 42, 43, 44, 45, and 49** - excepting that portion of Tract 2 deeded to EDC Finance Corporation on 14 September, 2006 - currently listed in Lancaster County as Parcel Identification No. 3396948700000, and described as follows:

Beginning at a point on the northern property line of land late owned by Pennsylvania Lines LLC and at the west corner of a parcel conveyed by Armstrong World Industries, Inc. to EDC Finance Corporation on 14 September, 2006, thence extending along the following courses and distances: [1] north thirty (30) degrees, fifty eight (58) minutes, thirty six (36) seconds west, a distance of four hundred eighty and eighty-eight hundredths (480.88) feet to a point; [2] north thirty one (31) degrees, forty (40) minutes, thirty six (36) seconds west, a distance of two hundred sixty six and thirty-eight hundredths (266.38) feet to a point; [3] north fifty four (54) degrees, forty six (46) minutes, twenty four (24) seconds east, a distance of ten and eighty-four hundredths (10.84) feet to a point; [4] north thirty (30) degrees, twenty five (25) minutes, thirty six (36) seconds west, a distance of three hundred forty four and eighteen hundredths (344.18) feet to a point; [5] north twenty nine (29) degrees, five (5) minutes, fifty-five (55) seconds east, a distance of one hundred sixty four and thirty one hundredths (164.31) feet to a point; [6] south seventy-one (71) degrees, thirteen (13) minutes, two (2) seconds east, a distance of twelve hundred forty seven and forty-eight hundredths (1247.48) feet to a point; [7] south sixteen (16) degrees, twenty three (23) minutes, four (4) seconds west, a distance of two hundred and no hundredths (200.00) feet to a point; [8] south zero (0) degrees, forty eight (48) minutes, thirty six (36) seconds west, a distance of four hundred ninety five and nine hundredths (495.09) feet to a point; [9] north eighty-nine (89) degrees, fifty one (51) minutes, twenty seven (27) seconds west, a distance of six hundred forty three and eighty seven hundredths (643.87) feet to the point of beginning.

Containing **19.1755** Acres.

Exhibit B – Roto Parcel Property Map

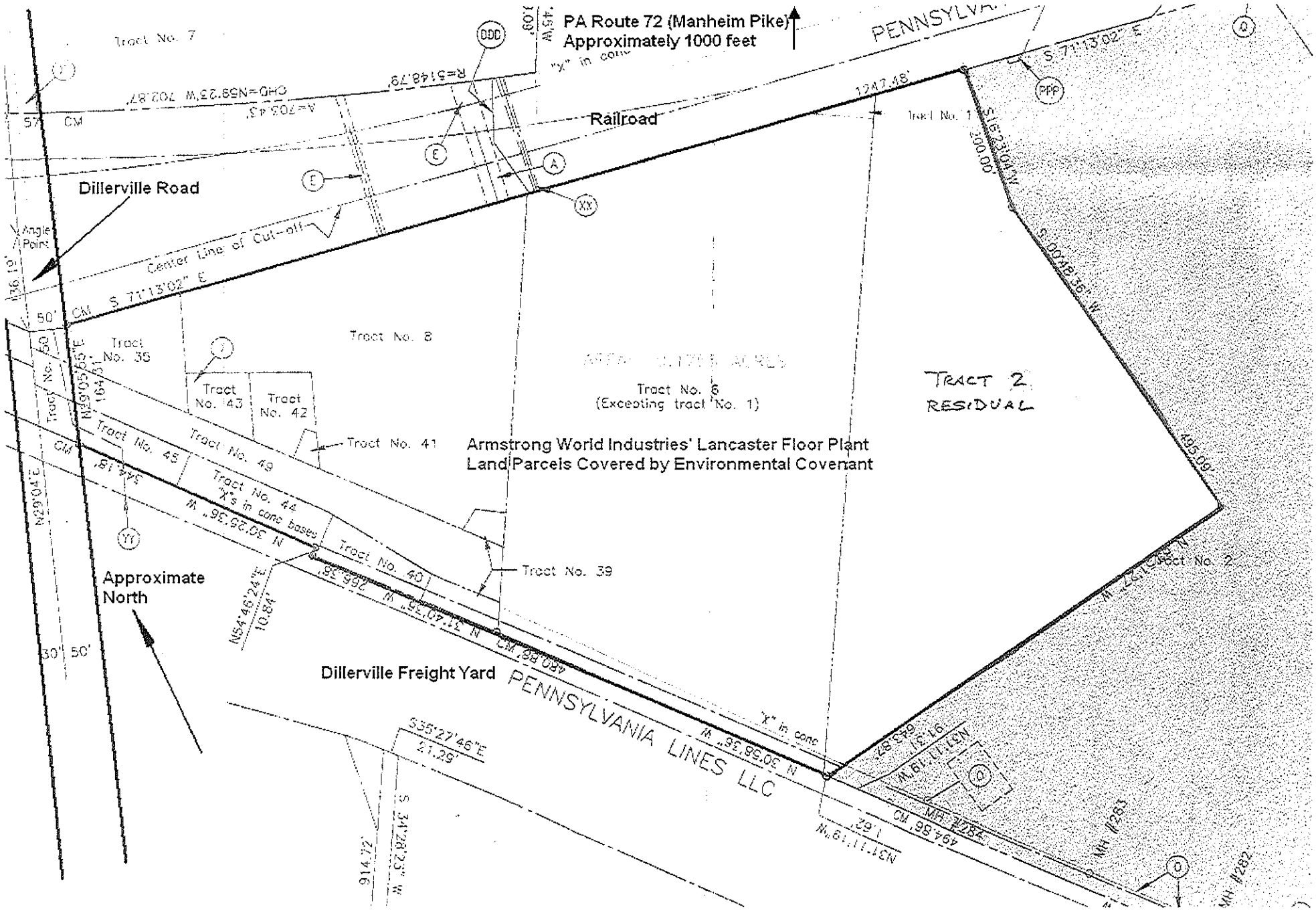
PA Route 72 (Manheim Pike)
Approximately 1000 feet
Railroad
Dillerville Road
Center Line of Cut-off
Angle Point
Tract No. 7
Tract No. 8
Tract No. 6
(Excepting tract No. 1)
Tract No. 1
Tract No. 2
Tract No. 35
Tract No. 43
Tract No. 42
Tract No. 41
Tract No. 45
Tract No. 49
Tract No. 44
"X"s in conc bases
Tract No. 40
Tract No. 39
Armstrong World Industries' Lancaster Floor Plant
Land Parcels Covered by Environmental Covenant
TRACT 2
RESIDUAL
Approximate
North
Dillerville Freight Yard
PENNSYLVANIA LINES LLC
"X" in conc
S 71°13'02" E
S 00°48'36" W
495.09'
1247.48'
S 16°23'04" W
200.00'
S35°27'46"E
21.29'
S 34°28'23" W
914.72'
N54°46'24"E
10.84'
N29°04'E
N29°05'55"E
N 30°25'36" W
N 30°58'36" W
N31°11'19"W
MH #284
MH #283
MH #282
CM
50'
30'
50'

Exhibit C – Roto Parcel Soil Management Plan

STANDARD OPERATING PROCEDURE

Operation: AFP **Date Last Revised:** 05/20/2011

Facility: PA Facilities **Date Issued:** 05/02/2011

Owner's Name: John A Ackiewicz **Date Last Reviewed:** 05/20/2011

Owners Job Title: Senior EHS Manager **Next Scheduled Review:** 05/20/2012

Category: Management Systems **SOP ID #:** PAF.EN.001

SOP TITLE: **Due Diligence Requirements Prior to Soil Disturbance Activities at the Lancaster Plant (aka "Soil Management Plan")**

OBJECTIVE(S):
To specify the requirements for performing due diligence prior to conducting activities which would distrub soil or any paved areas at the Lancaster Plant. This due diligence will determine what potential environmental contamination may remain in the designated work area, along with potential health & safety exposures to workers. The due diligence will determine what precautions should be taken to avoid spreading any environmental contamination; and to ensure proper safeguards are in place for workers.

PROCESS/PRACTICE/PROCEDURE:
Manufacturing activities have occcured at the Lancaster Plant since the early 1900's. As a result of these activities, soil contamination occurred which includes but is not limited to volatile organic compounds ("VOCs") such as benzene, xylene, and 1,1,1 Trichloroethane; including but not limited to semi-volatile organic compounds ("SVOCs") such as phthalate plasticizers, and including but not limited to metals such as arsenic, lead, and chromium. Armstrong is obtaining approval from the Pennsylvania Department of Environmental Protection ("PADEP") and the United States Environmental Protection Agency ("USEPA") for demonstrating attainment of non-residential soil standards.

One condition of approval is the utilization of a soil management plan, i.e. a document which would be used to ensure there is due diligence prior to any soil disturbance activities. Prior to any soil disturbance activities, the following will occur:

1) The Lancaster Plant EHS Manager will be notified.
2) The Act 2 One clean up Soils report will be reviewed to determine if there are any detectable levels of contamination remaining in the area.

3) If so, these contaminants will be evaluated to determine how any wastes that are generated must be managed, and also to determine what personal protective equipment ("PPE") would be required to work in this area.
4) Additional available resources include Armstrong Corporate EHS and our lead consulting group, SAIC; and secondary consultant, The ARM Group.
5) For work done by an external consultant, an Armstrong Contractor EHS Permit must be completed prior to any project.

TRAINING REQUIREMENTS:
This SOP is to be reviewed annually with plant employees as part of Plant Safety Training.
This SOP is to be reviewed with Armstrong Floor Products ("AFP") Engineering annually.

REPORTING REQUIREMENTS:
AFP Training, Due Diligence activities, Armstrong Contractor EHS Permits, and any instances of elevated levels requiring PPE will all be documented in the Lancaster Plant EHS Manager, Armstrong Corporate EHS, and our lead consulting group (SAIC) offices. These records will be available for inspection by PADEP and will be summarized during the 5-year Uniform Environmental Covenant review.

MANAGEMENT OF CHANGE REQUIREMENTS:
Review annually.
Update if any of the items in 1-5 change.

SUPPLEMENTAL DOCUMENTS:
Armstrong Contractor EHS Permit
Final Act 2/One Clean Up Soils Report

REFERENCES:

Kent V. Littlefield, PG|SAIC Energy, Environment, & Infrastructure, LLC
Sr. Hydrogeologist-Program Manager| Commercial Environmental Solutions Division
phone: 717.901.8843 | fax 717.901.8103
mobile: 717.215.2965 | email: littlefieldk@saic.com

SEE&I
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Harrisburg, Pennsylvania 17112
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