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FOR SETTLEMENT PURPOSES ONLY

March 16, 2000

Centredale Manor
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VIA TELECOPY AND CERTIFIED MAIL

Mr. Ted Bazenat
On-Scene Coordinator
U.S. Environmental Protection Agency
Region 1 - New England
Site Evaluation and Response Section II
1 Congress Street Suite 1100, Mail Code HBR
Boston, Massachusetts 02203

Re: Centredale Manor Superfund Site

Dear Mr. Bazenat:

We are writing on behalf of Emhart Industries, Inc. (the "Company") in response to the Environmental Protection Agency's February 28, 2000 "Notice of Potential Liability" regarding the Centredale Manor Superfund Site in North Providence, Rhode Island (the "Site").^{1/} The Company is making this submission in the context of settlement discussions, and without any admission of liability.

At the outset, we wish to point out that there is no credible evidence establishing that the Company is in any way responsible for environmental conditions at the Site. The Company never owned or conducted operations at the Site. Moreover, based on our review of the available materials, it appears that there are a number of potentially responsible parties ("PRPs") associated with the alleged dioxin contamination at and in the vicinity of the Site that have not been issued notice letters. These PRPs include upstream generators and disposers of dioxin-containing materials, companies that arranged with New England Container Corporation for treatment or disposal of contaminated drums at the Site, companies involved in the development of the property, and the owner or owners of the riverbed and areas adjacent to the

^{1/} EPA's letter was received by the Company on or about February 28, 2000, at which time it was advised that a response would be due March 3, 2000. We subsequently were notified that the deadline had been extended by EPA to March 17, 2000.

Mr. Ted Bazenias

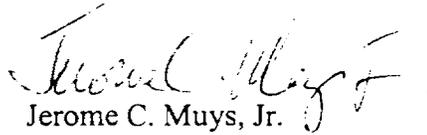
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Woonasquatucket River which allegedly contain elevated levels of dioxin. Finally, it appears that the alleged presence of elevated levels of dioxin at and in the vicinity of the Site has only recently been detected, raising serious questions regarding the source and timing of the contamination.

Notwithstanding the foregoing, the Company is prepared to enter into good faith negotiations with the Agency to resolve its alleged liability, and would like to schedule a meeting with EPA at the earliest mutually-agreeable time. The undersigned will serve as the Company contact person for purposes of our discussions. I can be reached at (202) 424-7547.

Very truly yours,



Jerome C. Muys, Jr.

cc: Catherine Garypie, Esquire (via telecopy and certified mail)