

May 16, 2001

CERTIFIED MAIL RETURN RECEIPT REQUESTED
7000 1530 0001 4920 0042

Mr. John P. Cahill, Commissioner
New York State Department of
Environmental Conservation
50 Wolf Road
Albany, New York 12233-1010

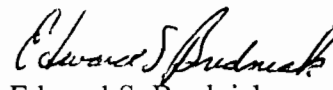
mjh

Re: Declaration of Covenants and Restrictions For The Petition to Delist
CC Metals and Alloys, Inc.'s (formerly SKW Metals & Alloys, Inc.) Portion of
Vanadium Corporation of America Inactive Hazardous Waste Site No: 932001

Dear Mr. Cahill:

CC Metals and Alloys, Inc., formerly known as SKW Metals and Alloys, Inc. (CCMA or SKW), owns a portion (SKW Property) of the "Vanadium Corporation of America" (Vanadium Site) site No. 932001, which is listed in the New York State Department of Environmental Conservation's (Department) Registry of Inactive Hazardous Waste Disposal Sites (Registry). A Petition to Delist the SKW Property from the Vanadium Site Registry listing was submitted to you on February 26, 2001. As provided on Page 5 of the Petition, CCMA filed a Declaration of Covenants and Restrictions (Declaration) with Niagara County on April 30, 2001. The Declaration was recorded by Niagara County on May 3, 2001. A copy of the recorded Declaration is attached to this letter (Attachment 1) so that it can be included with the Petition to Delist. It is our understanding that submittal of the Declaration will fulfill our commitment as stated on page 5 of the Petition.

Sincerely,


Edward S. Bredniak
President

ESB:dl

2.3269.23-L-Delisting-010511-esb

Attachments: #1-Recorded Declaration of Covenants and Restrictions

Copies to: Mr. William Shaw - NYSDEC Albany Bureau of Hazardous Site Control (3 copies)
Mr. Michael Hinton - NYSDEC Region 9
Mr. Guy Van Doren - LAN Associates, Inc.
Mr. Paul D. Meosky - Hodgson and Russ, LLP

**DO NOT DETACH - THIS IS PAGE 1 OF
RECORDED DOCUMENT**

NIAGARA COUNTY CLERK RECORDING PAGE

OFFICE OF THE CLERK COUNTY OF NIAGARA

WAYNE F. JAGOW, COUNTY CLERK

County Courthouse, 175 Hawley Street, P.O. Box 461, Lockport, NY 14095

Phone (716) 439-7027

Fax (716) 439-7066

INSTRUMENT DATE April 30, 2001

DOCUMENT TYPE Declaration of Covenants and Restrictions

Parties: (Print Names In Full)

1st Part CC Metals & Alloys

2nd Part _____

Town/City Niagara

ORIGINAL FILED

Return To:

Paul Meorsky

Hodgson Russ LLP

One M&T Plaza Suite 2000

Buffalo, NY 14203

MAY 3 - 2001

WAYNE F. JAGOW
NIAGARA COUNTY CLERK
LOCKPORT, NEW YORK 14094

DOCUMENT # 1003276
BOOK 3114 PAGE 291
NUMBER OF PAGES 10
RECORDED 05/03/2001
04:27:33 P.M.
RECEIPT # 10039
PAID - COUNTY CLERK
WAYNE F. JAGOW

THIS SPACE RESERVED FOR COUNTY CLERK

MORTGAGE# _____

MORTGAGE AMOUNT

\$ _____

(☐) One/two family (☐) Other

[☐] Check if to be apportioned

RECORDING TAX RECEIPT

BASIC \$ _____

ADDITIONAL \$ _____

SPECIAL \$ _____

TOTAL \$ _____

State of New York} ss

County of Niagara}

I do hereby certify that I have

Received on the within Mortgage, being

the amount of the Recording Tax

Imposed thereon & paid at recording.

Dated _____, 20____

Mortgage Tax Clerk of Niagara County

REAL ESTATE TRANSFER
TAX

\$ _____

____/____/____
NIAGARA COUNTY

DECLARATION OF COVENANTS AND RESTRICTIONS

This Declaration of Covenants and Restrictions, made this 30th day of April 2001, by CC Metals and Alloys, Inc. ("CCMA"), (formerly known as SKW Metals and Alloys, Inc.), a corporation organized and existing under the laws of the State of Delaware and having an office for the transaction of business at 300 Corporate Parkway, Amherst, New York.

RECITALS

WHEREAS, CCMA owns a portion of the Vanadium Corporation of America site ("Vanadium Site"), listed as Site No. 932001 in the New York State Department of Environmental Conservation's ("NYSDEC") Registry of Inactive Hazardous Waste Disposal Sites; and

WHEREAS, CCMA's portion of the Vanadium Site is located on Witmer Road in the Town of Niagara, County of Niagara, State of New York, which is more particularly described in Appendix A attached to this Declaration of Covenants and Restrictions and made a part hereof, and hereinafter referred to as the "Property"; and

WHEREAS, a landfill occupies a part of the northern portion of the Property, such landfill was properly closed in 1992-1993 in accordance with NYSDEC regulations and the NYSDEC approved the landfill closure in 1994; and

WHEREAS, in response to the NYSDEC's inclusion of the Vanadium Site on the Registry, CCMA entered into an Order on Consent in 1998 with the NYSDEC, Index No. B9-

0470-94-12, a copy of which was attached to and made a part of a Declaration of Covenants and Restrictions which was recorded in the Niagara County Clerk's Office on July 30, 1998 in Liber 2848 at page 25; and

WHEREAS, pursuant to the Order on Consent, CCMA undertook remedial measures to address conditions in an area in the southeast portion of the Property, which measures included regrading to (i) eliminate off-site surface water runoff from entering the Property, (ii) isolate on-site stormwater to prevent contact with underlying soil and groundwater, (iii) produce a site drainage system for the Property to control stormwater discharge from the Property, and (iv) eliminate on-site low lying areas where surface water could accumulate; and

WHEREAS, the NYSDEC approved the remedial measures completion report in a letter dated January 13, 2000, and the Declaration of Covenants and Restrictions recorded at the Niagara County Clerk Office on July 30, 1998 automatically terminated upon satisfaction of the obligations imposed under the Order on Consent; and

WHEREAS, CCMA in February 2001 submitted to the NYSDEC a Petition to Delist the Property from the Registry, and the NYSDEC has requested that this Declaration of Covenants and Restrictions be filed with the Niagara County Clerk.

WHEREAS, documentation of the landfill closure, Order on Consent, remedial measures and Petition to Delist the Property from the Registry are part of the public record kept in the NYSDEC's Region 9 office in Buffalo.

NOW, THEREFORE, CCMA, for itself and its successors and/or assigns, covenants that:

First, the Declaration of Covenants and Restrictions recorded in the Niagara County Clerk's Office on July 30, 1998 was automatically terminated of record with the approval by the NYSDEC of the remedial measures completion report (see Appendix B for NYSDEC's approval letter dated January 13, 2000).

Second, the Property, more particularly described in Appendix A, is subject to this Declaration of Covenants and Restrictions.

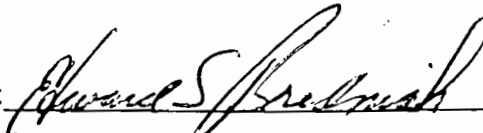
Third, unless prior written approval by the NYSDEC and the New York State Department of Health, or any New York State agency or agencies subsequently created to protect the environment of the State and the health of the State's citizens, is first obtained, no person may engage in any activity, including regrading, that will, or that reasonably is anticipated to, interfere significantly with any completed closure or remedial program affecting the Property, including any activity that will result in the disturbance or excavation of the on-site landfill or contour of the Property including the drainage system.

Fourth, this Declaration is and shall be deemed a covenant that shall run with the land and shall be binding upon all future owners of the Property.

Fifth, any deed of conveyance regarding the Property shall recite that the said conveyance is subject to this Declaration of Covenants and Restrictions.

IN WITNESS WHEREOF, CCMA has executed this instrument on this 30TH day of April, 2001.

CC METALS AND ALLOYS, INC.

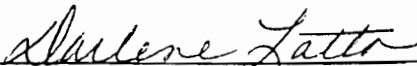
By: 
Edward S. Bredniak
President

COMMONWEALTH OF KENTUCKY)

: SS.

COUNTY OF MARSHALL)

On the 30 day of April, in the year 2001, before me, the undersigned, personally appeared EDWARD S. BREDNIAK, personally known to me, or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument, and that such individual made such appearance before the undersigned in the City of CALVERT City; Commonwealth of Kentucky.


Notary Public

My commission expires January 27, 2004

APPENDIX A

That Tract or Parcel of Land situate in the Town of Niagara, County of Niagara and State of New York, being part of Lot 24, Township 13, Range 9 of the Holland Land Company's Survey, bounded and described as follows:

BEGINNING at a point in the center line of the Witmer Road at the southwest corner of lands conveyed by the Niagara Falls Power Company to the Vanadium Corporation of America by deed recorded in the Niagara County Clerk's Office in Liber 660 at Page 319.

Running thence easterly along the southerly line of lands so conveyed, a distance of 2264.89' to a point.

Running thence northerly at right angles to the last previous course, a distance of 295.2' to a point.

Running thence northwesterly on a line deflecting to the left $67^{\circ} 47' 54''$ from the last previous course, a distance of 105.52' to the point of curve.

Running thence northwesterly and westerly on a curve to the left, said curve having a radius of 326.5', an arc distance of 135.47' to the point of tangency.

Running thence westerly along said line of tangency, a distance of 51.0' to a point.

Running thence northwesterly, on a line deflecting to the right $53^{\circ} 00' 55''$ from the last course, a distance of 284.0' to a point.

Running thence northerly, on a line deflecting to the right $38^{\circ} 10' 30''$ from the last previous course, a distance of 483.75' to a point on the southerly line of lands appropriated by the Power Authority of the State of New York as shown on Power Authority of the State of New York Map No. 1295, Parcel 1295.

Running thence westerly at right angles to the last previous course and along the southerly line of lands appropriated by the Power Authority of the State of New York as aforesaid, a distance of 906.56' to the center line of the Witmer Road.

Running thence southwesterly, along the center line of the Witmer Road, said center line being also the Mile Line, a distance of 1386.83' to the point of beginning.

EXCEPTING and reserving a triangular parcel of land in the southwest corner of the above described parcel conveyed to the Niagara Mohawk Power Corporation by deed recorded in Liber 1352 at Page 358, August 31, 1960 described as follows:

ALL THAT TRACT OR PARCEL OF LAND situate in the Town of Niagara, County of Niagara and State of New York, being part of Lot 24, Township 13, Range 9 of the Holland Land Company's Survey, bounded and described as follows:

BEGINNING at the point of intersection of the easterly line of Witmer Road and the southerly line of lands conveyed to Niagara Falls Power Company by deed dated March 22, 1940 recorded in Niagara County Clerk's Office in Liber 660 of Deeds page 319; thence northerly along the easterly line of Witmer Road 80.40 feet to a point; thence southerly along a line which is at right angles to the southerly line of lands conveyed as aforesaid 61.32 feet to a point; thence westerly along said southerly line 52 feet to the point of beginning;

ALSO EXCEPTING therefrom the premises described as follows:

ALL THAT TRACT OR PARCEL OF LAND, situate in the Town of Niagara, County of Niagara and State of New York, being part of Lot No. 24, Township 13, Range 9 of the Holland Land Company's Survey, bounded and described as follows:

BEGINNING at a point in the center line of Witmer Road at the southwest corner of land conveyed to Vanadium Corporation of America by deed recorded in liber 660 of Deeds at page 319; thence easterly along the south line of land so conveyed a distance of 836.5 feet; thence northerly at a right angle a distance of 598 feet; thence westerly at a right angle a distance of 329.24 feet to the center line of Witmer Road; thence southwesterly along the center line of Witmer Road, said center line being also the Mile Line, a distance of 784.17 feet to the point of beginning.

New York State Department of Environmental Conservation
Division of Environmental Remediation, Region 9
270 Michigan Avenue, Buffalo, New York, 14203-2999
Phone: (716) 851-7220 • FAX: (716) 851-7226
Website: www.dec.state.ny.us



Jan 17 2000

January 13, 2000

Mr. Edward Bredniak
CC Metals and Alloys Inc.
P.O. Box 217
Calvert City, Kentucky 42029

Dear Mr. Bredniak:

Vanadium Corporation of America
Site #932001
SKW Operable Unit 1
Revised IRM Completion Report

The New York State Departments of Environmental Conservation (NYSDEC) and Health (NYS DOH) have reviewed the IRM Completion Report prepared by LAN Associates and dated November 11, 1999. This report is acceptable to the NYSDEC and represents the completion of the agreed upon IRM program.

With the completion of the IRM program, all costs incurred by the state during the implementation of this program must be reimbursed as indicated in the IRM consent order. The NYSDEC will send an itemized bill to you in the near future.

The Department requests the addition of the surface water discharge point and monitoring well BR-1 to the existing Part 360 quarterly sampling program for the facility, and that these points be sampled on the same schedule and for the same parameters as the other monitoring points. If you have any questions regarding the Part 360 sampling requirements please call Ms. Mary McIntosh at (716) 851-7220.

Finally, with the completion of the IRM program a long-term maintenance plan must be prepared to ensure the continued effectiveness of the IRM. An Operation and Maintenance Plan must be prepared that includes a deed restriction to restrict the future use of the property and provides a schedule for the mowing of the site, routine inspections to identify and correct areas that may settle, erode or are damaged by burrowing animals or site activities. The deed restriction must be filed in the Niagara County Clerks office to advise future owners of the concerns associated with this site.

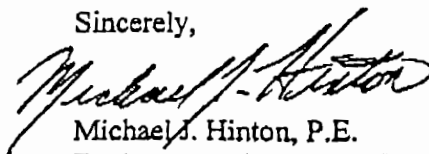


Mr. Edward Bredniak
January 13, 2000
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The NYSDEC is pleased with the IRM program implemented by CC Metals and Alloys, Inc. which accomplished the goals established for the IRM. Please keep in mind the fact that the SKW property is just one of three operable units established for the Vanadium Corporation of America site. The NYSDEC is negotiating with the other property owners to address the issues associated with the remaining parcels. Following completion of work at the individual parcels, the NYSDEC intends to prepare a Proposed Remedial Action Plan (PRAP) and Record of Decision (ROD) that will summarize the remedial activities at the Vanadium site for all the operable units and recommend any further work if needed.

If you have any questions, please call me at (716) 851-7220.

Sincerely,



Michael J. Hinton, P.E.
Environmental Engineer II
Division of Environmental Remediation
Region 9

MJH:tml

cc: Mr. Daniel King, NYSDEC, Division of Environmental Remediation, Region 9
Maura Desmond, Esq., NYSDEC, Division of Environmental Enforcement, Buffalo
Ms. Karen Maurano, NYSDEC, Division of Environmental Remediation, Albany
Ms. Dawn Hettrick, NYS DOH, Albany
Ms. Mary McIntosh, NYSDEC, Division of Solid and Hazardous Materials, Region 9
Mr. Guy Van Doren, P.E. LAN Associates