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NYSDEC REG 9
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ITT Industries

ITT Fluid Technology

10 Mountainview Road - 3rd Floor
Upper Saddle River, NJ 07458
Tel: (201) 760-9800
Fax: (201) 760-9692

18 February, 2004

Mr. Peter J. Buechi, P.E.
New York State Department of Environmental Conservation
Division of Environmental Enforcement
270 Michigan Avenue
Buffalo, New York 14203-2999

**RE: Certification: ITT Heat Transfer Voluntary Cleanup Program, Site #V00329-9
Cheektowaga, Erie County, New York**

Dear Mr. Buechi:

Enclosed are two (2) copies of the certification of the Voluntary Cleanup Program as requested in your October 27, 2003 letter for the ITT Heat Transfer facility according to the Voluntary Cleanup Agreement (VCA) between ITT Industries, Inc. and the New York Department of Environmental Conservation (NYSDEC).

We trust that this certification will be acceptable for approval such that the NYSDEC can provide ITT with the Release and Covenant Not to Sue according the VCA. If you have any questions, please contact Mr. Senefelder at (716) 215-0650 or myself at (201) 760-5759.

Very truly yours,



Anne Wilmot
Manager Environmental, Safety & Health Programs

cc: Gary Litwin, NYSDOH (two copies)
Joseph P. Ryan, Esq., NYSDEC (one copy)
Edward Belmore, NYSDEC (one copy)
Matthew Forcucci, NYSDOH (one copy)
Donna Dawson, ITT Industries (one copy)
Marlene Guerra, ITT Industries (one copy)
Brian Senefelder, Golder Associates Inc. (one copy)

Golder Associates Inc.

2221 Niagara Falls Boulevard, Suite 9
Niagara Falls, NY USA 14304
Telephone (716) 215-0650
Fax (716) 215-0655
www.golder.com



February 16, 2004

Our Ref.: 003-9260

ITT Industries
10 Mountainview Road
Upper Saddle River, New Jersey 07458

Attention: Ms. Anne Wilmot

RE: **CERTIFICATION - NYSDEC VOLUNTARY CLEANUP PROGRAM, ITT HEAT TRANSFER FACILITY SITE NO. V00329-9, 175 STANDARD PARKWAY, CHEEKTOWAGA, NEW YORK**

Dear Ms. Wilmot:

Golder Associates Inc. (Golder) is pleased to submit the above referenced certification for the New York State Department of Environmental Conservation (NYSDEC) Voluntary Cleanup Program at the ITT Heat Transfer Facility Site No. V00329-9, in Cheektowaga, New York. Included in the Voluntary Cleanup Agreement (VCA), effective date August 6, 2001, between ITT and the NYSDEC, was a remedial action work plan, a supplemental investigation, and soil remediation. Reports on the supplemental investigation and soil remediation were submitted to the NYSDEC on August 26, 2002 and August 8, 2003, respectively. This letter presents certification that the Remedial Action Work Plan was implemented according to the VCA.

STATEMENT OF CERTIFICATION

I certify that the Remedial Action Work Plan was implemented and that all investigation and construction activities were completed substantially in accordance with the Department-approved Remedial Action Work Plan and were personally witnessed by a person under by direct supervision. This Certification of Construction is issued under the seal of Mr. Francis T. Adams, New York Professional Engineers (P.E.) License No. 067131-1.

Golder appreciates the opportunity to provide professional engineering services to ITT Industries. If you have any questions regarding this report, please do not hesitate to call.

Sincerely,

GOLDER ASSOCIATES INC.



Francis T. Adams

Francis T. Adams, P.E.
Associate
New York State P.E. License No. 067131-1

2/16/04

Date
JPR/dml

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DEC 08 2004

DECLARATION of COVENANTS and RESTRICTIONS

**ERIE COUNTY
CLERK'S OFFICE**

THIS COVENANT is made the 30th day of November 2004, by ITT Industries, Inc. (formerly ITT Corporation), a corporation organized and existing under the laws of the State of Indiana and having an office for the transaction of business at 10 Mountainview Road, Upper Saddle River, NJ 07458.

WHEREAS, the ITT Heat Transfer Site is the subject of a Voluntary Agreement executed by ITT Heat Transfer division of ITT Industries, Inc. as part of the New York State Department of Environmental Conservation's (the "Department's") Voluntary Cleanup Program, namely that parcel of real property located at 175 Standard Parkway in the Town of Cheektowaga, County of Erie, State of New York, which is part of lands conveyed by American Standard, Inc. to ITT Corporation by deed dated June 6, 1986 and recorded in the Erie County Clerk's Office on June 9, 1986 in Book 9577 of Deeds at Page 652 and being more particularly described in Appendix "A," attached to this declaration and made a part hereof, and hereinafter referred to as "the Property"; and

WHEREAS, the Department approved a remedy to eliminate or mitigate all significant threats to the environment presented by the contamination disposed at the Property and such remedy requires that the Property be subject to restrictive covenants.

NOW, THEREFORE, ITT Industries, Inc., for itself and its successors and/or assigns, covenants that:

First, the Property subject to this Declaration of Covenants and Restrictions is described in Appendix "A" and made a part hereof.

Second, unless prior written approval by the Department or, if the Department shall no longer exist, any New York State agency or agencies subsequently created to protect the environment of the State and the health of the State's citizens, hereinafter referred to as "the Relevant Agency," is first obtained, there shall be no disturbance of soils or excavation of the Property, which results in unacceptable human exposure to contaminated soils. Any disturbance of soils or excavation of the Property that is in conformance with a Soil Management Contingency Plan prepared by the owner of the Property and approved, in writing, by the Relevant Agency shall not be deemed to result in unacceptable human exposure to contaminated soils.

Third, the owner of the Property shall prohibit the Property from ever being used for purposes other than for industrial use without the express written waiver of such prohibition by the Relevant Agency.

Fourth, the owner of the Property shall prohibit the use of the groundwater underlying the Property without treatment rendering it safe for drinking water or industrial purposes, as appropriate, unless the user first obtains permission to do so from the Relevant Agency.

Fifth, the owner of the Property shall continue in full force and effect any institutional and engineering controls required under the Agreement and maintain such controls unless the owner first obtains permission to discontinue such controls from the Relevant Agency. The owner of the Property shall certify annually, by the tenth day of April, commencing April 2005, to the Relevant Agency, that all covenants and restrictions set forth in this Declaration are in place or have been complied with, and identify any excavation activities undertaken during the past year.

Sixth, any soils generated during excavations from the area defined as "APC-10" on the attached Appendix B will be tested and analyzed by an approved laboratory from the New York State Environmental Laboratory Approval Program (ELAP). If sample results exceed guidance values listed in either the Department's Technical, Administrative Guidance Memorandum (TAGM) HWR-94-4046 (Revised) or the Department's STARS Memo #1 (Petroleum Contaminated Soil Guidance Policy), the owner of the Property will remediate or properly dispose the excavated material.

Seventh, 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, and shall provide that the owner and its successors and assigns consent to enforcement by the Relevant Agency of the prohibitions and restrictions that Paragraph X of the Agreement require to be recorded, and hereby covenant not to contest the authority of the Relevant Agency to seek enforcement.

Eighth, any deed of conveyance of the Property, or any portion thereof, shall recite, unless the Relevant Agency has consented to the termination of such covenants and restrictions, that said conveyance is subject to this Declaration of Covenants and Restrictions.

IN WITNESS WHEREOF, the undersigned has executed this instrument the day written below.

ITT Heat Transfer Division
ITT Industries, Inc.

By: 

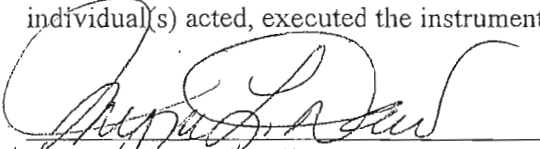
Print Name and Title:

Robert L. Ayers, Senior Vice President

CERTIFICATE OF ACKNOWLEDGEMENT

STATE OF New Jersey)
) ss.:
COUNTY OF Bergen)

On the 30th day of November in the year 2004 before me, the undersigned, personally appeared ROBERT L. AYERS, personally known to who or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s) or the person upon behalf of which the individual(s) acted, executed the instrument.



Notary Public

MYRA L. DAW
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES FEB. 20, 2007

APPENDIX "A"

PARCEL 1

ALL THAT TRACT OR PARCEL OF LAND, situate in the Town of Cheektowaga, County of Erie and State of New York, being part of Lot. No. 23, Township 11, Range 7 of the Holland Land Company's Survey, further described as part of the premises designated and subdivided on map filed in Erie County Clerk's Office under Cover of Maps No. 553, more particularly bounded and described as follows:

BEGINNING at a point in the easterly line of said Subdivision Tract distant southerly, at right angles, 20 feet from the southerly line of lands of the former Lehigh Valley Railroad Company, now Conrail; thence southerly along the easterly line of said Subdivision Tract 1354.22 feet to the northerly line of Wojcik Avenue as said line is extended easterly in a direct line; running thence westerly along the northerly line of Wojcik Avenue and said line extended and forming an interior angle of $90^{\circ} 35' 50''$ with the last described line 388.2 feet to the easterly line of Walkowiak Avenue; running then northerly along the easterly line of Walkowiak Avenue and said line extended northerly in a direct line and forming an interior angle of 90° with the last described line 1206.09 feet to a point therein 20.0 feet southerly at right angles from the southerly line of lands of Conrail (formerly the Lehigh Valley Railway Company); running thence easterly along a line drawn parallel with the southerly line of said railway company's land and forming an interior angle of $110^{\circ} 12' 10''$ with the last described line 428.70 feet to the point or place of beginning.

PARCEL 2

ALL THAT TRACT OR PARCEL OF LAND, situate in the Town of Cheektowaga, County of Erie and State of New York, being part of Lots Nos. 15 and 23, Township 11, Range 7 of the Holland Land Company's Survey, bounded and described as follows:

BEGINNING at the point or intersection of the northerly line of Wojcik Avenue, as described in deed to the Town of Cheektowaga recorded in Erie County Clerk's Office in Liber 1450 of Deeds at page 288, with the easterly line of the lands shown upon map filed in said Clerk's Office under Cover of Maps No. 553; running thence easterly along said northerly line of Wojcik Avenue 365.14 feet to the westerly line of lands conveyed to Niagara, Lockport & Ontario Power Company by deed recorded in said Clerk's Office in Liber 1392 of Deeds at page 474; running thence northerly along the westerly line of lands so conveyed to said power company and forming an interior angle of $93^{\circ} 43'$ with the last described line 1271.80 feet to an angle therein; running thence northerly along the westerly line of lands so conveyed to said power company and forming an exterior angle of $184^{\circ} 55' 10''$ with the last described course 158.08 feet to the southerly line of lands conveyed to Buffalo General Electric Company by deed recorded in said Clerk's Office in Liber 1894 of Deeds at page 49; running thence westerly along the southerly line of lands so conveyed to Buffalo General Electric Company and forming an interior angle of 71° with the last described course 459.28 feet to the easterly line of the lands shown upon said map filed under Cover No. 553; running thence southerly along the easterly line

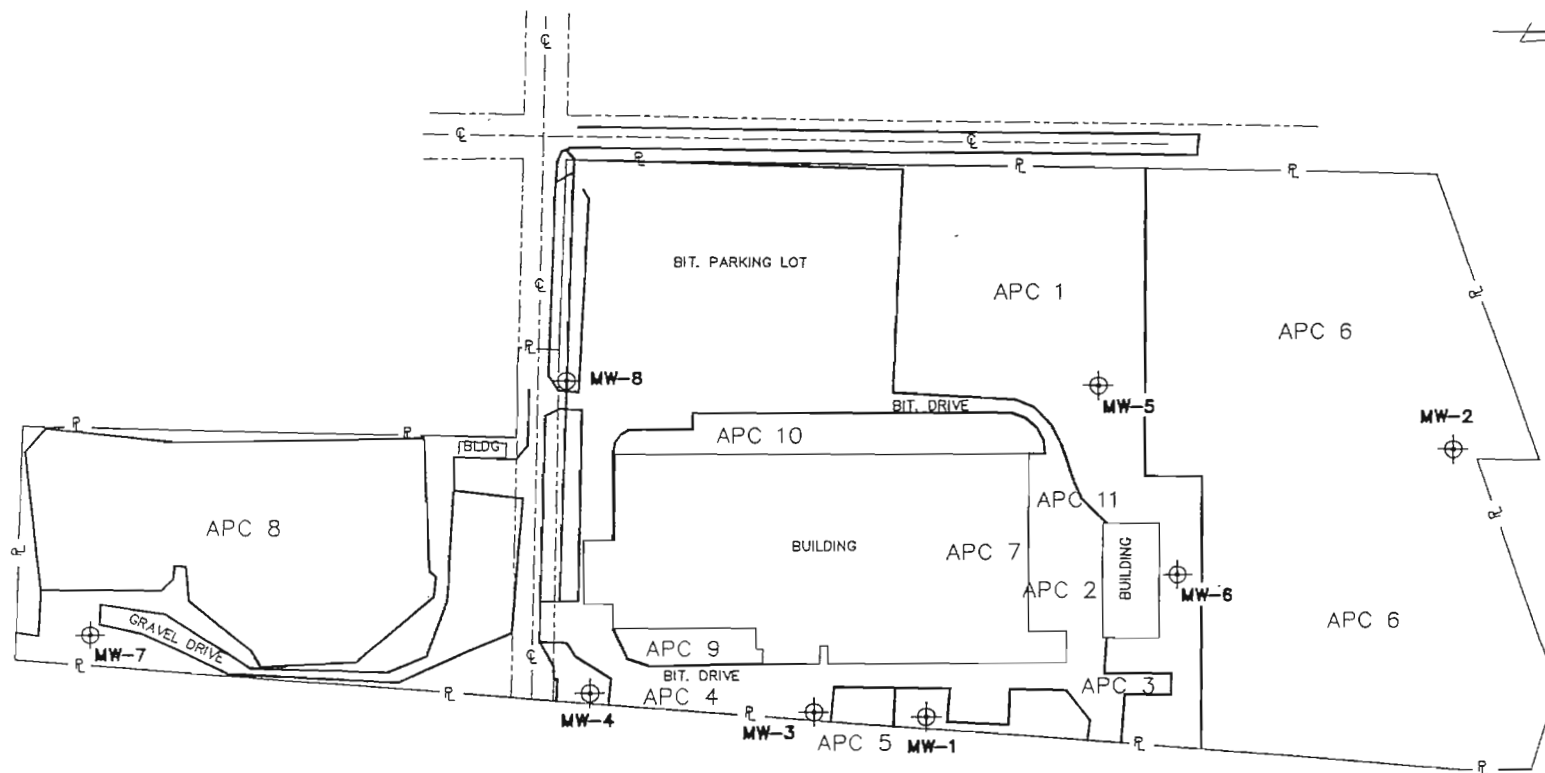
of the lands, shown upon said map and forming an interior angle of $110^{\circ} 48'$ with the last described line 1268.64 feet to the point or place of beginning.

EXCEPTING THEREFROM a triangular parcel of land situate in the Town of Cheektowaga County of Erie and State of New York, being a part of Lots 15 and 23, Township 11, Range 7 of the Holland Land Company's Survey, bounded and described as follows:

BEGINNING at the point of intersection of the southerly line of lands conveyed by Philip Stephan by executors to the Buffalo General Electric Comapny by deed dated June 16, 1926 and recorded in the Office of the Clerk of the County of Eric in Liber 1894 of Deeds at page 49 and the westerly line of lands conveyed by same grantors to the Niagara, Lockport and Ontario Power Company by deed dated January 15, 1917 and recorded in the Office of said Clerk in Liber 1392 of Deeds at page 474; thence southerly along the lands so conveyed to said Niagara, Lockport and Ontario Power Company, 73.47 feet to a point; thence westerly, and forming an exterior angle of $107^{\circ} 25'$ with the last described line 117.01 feet to a point on the southerly line of lands conveyed to the Buffalo General Electric Company as above mentioned at a point on said southerly line, 118.08 feet westerly measured along said southerly line from the point of beginning; thence easterly along the southerly line of lands so conveyed to said Buffalo General Electric Company, and forming an interior angle of $36^{\circ} 25'$ with the last described line 118.08 feet to the point of beginning.

APPENDIX "B"

SITE LAYOUT AND AREAS OF POTENTIAL CONCERN (APCs)
(Map is on following page)



APC Descriptions

- APC 1 — Tire Recycling Areas
- APC 2 — Pre-1982 Waste Disposal Practices
- APC 3 — Current Hazardous Waste Storage Area
- APC 4 — Past Hazardous Waste Storage Area
- APC 5 — Transformers
- APC 6 — Possible Former Landfilling Area
- APC 7 — Former Fuel Oil Storage Tank
- APC 8 — Standard Park Ball Field
- APC 9 — Drain Outside Loading Dock
- APC 10 — Roof Drain Adjacent to Vapor Degreaser Vents
- APC 11 — Catch Basin

LEGEND

⊕ — MONITORING WELL LOCATION
 MW-4



CLIENT/PROJECT

ITT INDUSTRIES
 ITT HEAT TRANSFER FACILITY
 CHEEKTOWAGA, NEW YORK



Golder Associates Buffalo, New York

TITLE

SITE LAYOUT AND AREAS OF
 POTENTIAL CONCERN (APCs) MAP

| | | | | | | | | |
|--------------|----------------|-----------------|------------------|-------------------|----------------------|---------------------|------------------------|---------------|
| DRAWN BEC | CHECKED JPR | REVIEWED BCS | DATE 08/27/03 | SCALE AS SHOWN | FILE NO. 003-9260 | JOB NO. 003-9260 | DWG NO. 0039260A134 | FIGURE B-1 |
|--------------|----------------|-----------------|------------------|-------------------|----------------------|---------------------|------------------------|---------------|

**

R E C E I P T
ERIE COUNTY CLERKS OFFICE
DAVID J SWARTS
COUNTY CLERK

RECEIPT: 01685173 QPR: EMS

jonathan rizzo

| DESCRIPTION | TRANS AMOUNT |
|--|----------------|
| COUNTY | 31.50 |
| CDE STATE | 4.75 |
| CDE COUNTY | 1.00 |
| CDE ST GEN | 14.25 |
| Total Fees | 51.50 |
| DECL RSTRCT COV | |
| DATE: 12/08/2004 | TIME: 10:35:47 |
| B/P D 11087 4013 Control# 200412080255 | |
| 1 ITT INDUSTRIES INC | |
| | FKA |
| 1 ITT CORPORATION | |
| | AKA |
| RECEIPT TOTAL: | 51.50 |
| K CHECK | 51.50 |
| TOTAL AMOUNT TENDERED | 51.50 |
| TOTAL REFUND | :00 |
| PAYMENT TOTAL | 51.50 |