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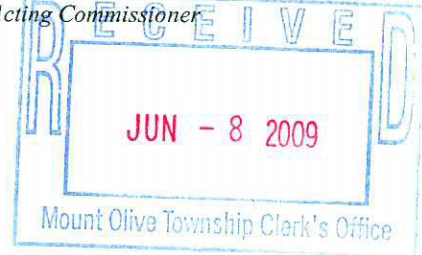
State of New Jersey

Jon S. Corzine
Governor

Department of Environmental Protection

Bureau of Northern Field Operations
7 Ridgedale Avenue
Cedar Knolls, NJ 07927
Phone #: 973-631-6401
Fax #: 973-656-4440

Mark N. Mauriello
Acting Commissioner



L.J. Bealer
Shell Oil Products US
PO Box 152
Nazareth, PA 18064

June 4, 2009

Re: **No Further Action Letter and Covenant Not to Sue**

Remedial Action Type: Unrestricted Use for the
Areas of Concern : Hydraulic Lift
Shell Service Station 1125 0102
118 Rt 46 & Woodland Ave
Mount Olive Twp, Morris County
Program Interest #: 004701
Activity Number: BFO070001
Document Title: 83-10-17-1000N HYDRAULIC LIFTS
Communications Center Number: 83-10-17-1000N
BFO File Number: 14-27-231
Block: 274 Lot: 8

Dear Mr. Bealer:

Pursuant to N.J.S.A. 58:10B-13.1 and N.J.A.C. 7:26C, the New Jersey Department of Environmental Protection (Department) issues this No Further Action Letter and Covenant Not to Sue for the remediation of the area of concern specifically referenced above, so long as Shell Oil Products US did not withhold any information from the Department. This action is based upon information in the Department's case file and Shell Oil Products US's final certified report dated May 29, 2006. In issuing this No Further Action Letter and Covenant Not to Sue, the Department has relied upon the certified representations and information provided to the Department. To remain in compliance with the terms of this No Further Action Letter and to maintain the benefits of the Covenant Not to Sue, Shell Oil Products US as well as each subsequent owner, lessee and operator must comply with the conditions noted below.

By issuance of this No Further Action Letter, the Department acknowledges the completion of a Remedial Investigation pursuant to the Technical Requirements for Site Remediation (N.J.A.C. 7:26E) for the hydraulic lift only, and no other areas. Ground water was not encountered during the remedial investigation activities conducted on site.

The Department reserves its rights to require any person responsible for the contamination at the site to address Natural Resource Injuries.

NO FURTHER ACTION CONDITIONS

Pursuant to N.J.S.A. 58:10B-12o, Shell Oil Products US and any other person who was liable for the cleanup and removal costs, and remains liable pursuant to the Spill Act, shall inform the Department in writing within 14 calendar days whenever its name or address changes. Any notices submitted pursuant to this paragraph shall reference the above case numbers and shall be sent to: Office of Initial Notice and Case Assignment, Oversight Resources Allocation Element, PO Box 28, Trenton, N.J. 08625.

COVENANT NOT TO SUE

The Department issues this Covenant Not to Sue (Covenant) pursuant to N.J.S.A. 58:10B-13.1. That statute requires a Covenant not to sue with each no further action letter. However, in accordance with N.J.S.A. 58:10B-13.1, nothing in this Covenant shall benefit any person who is liable, pursuant to the Spill Compensation and Control Act (Spill Act), N.J.S.A. 58:10-23.11, for cleanup and removal costs and the Department makes no representation by the issuance of this Covenant, either express or implied, as to the Spill Act liability of any person.

The Department covenants, except as provided in the preceding paragraph, that it will not bring any civil action against:

- (a) the person who undertook the remediation;
- (b) subsequent owners of the subject property;
- (c) subsequent lessees of the subject property; and
- (d) subsequent operators at the subject property;

for the purposes of requiring remediation to address contamination which existed prior to the date of the final certified report for the real property at the area of concern identified above, payment of compensation for damages to, or loss of, natural resources, for the restoration of natural resources in connection with the discharge on the property, or payment of cleanup and removal costs for such additional remediation.

Pursuant to N.J.S.A. 58:10B-13.1d, this Covenant does not relieve any person from the obligation to comply in the future with laws and regulations. The Department reserves its right to take all appropriate enforcement for any failure to do so.

The Department may revoke this Covenant at any time after providing notice upon its determination that any person with the legal obligation to comply with any condition in this No Further Action Letter has failed to do so.

This Covenant, which the Department has executed in duplicate, shall take effect immediately once the person who undertook the remediation has signed and dated the Covenant in the lines supplied below and the Department has received one copy of this

document bearing original signatures of the Department and the person who undertook the remediation.

Shell Oil Products US

By : _____

Signature: _____

Title: _____

Dated: _____

NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION

By: Yacoub Yacoub, Bureau Chief

Signature: _____

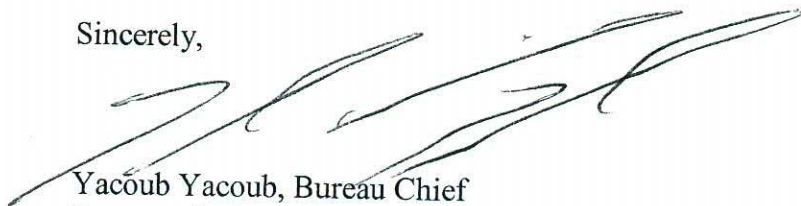
Dated: 06-04-09

NOTICES

Please be advised that in accordance with the "Department Oversight of the Remediation of Contaminated Sites" (N.J.A.C. 7:26C), Shell Oil Products US is required to reimburse the Department for oversight of the remediation. The Department will be issuing a bill within the next four months.

Thank you for your attention to these matters. If you have any questions, please contact Ellen G. Hutchinson at (973) 631-6404.

Sincerely,



Yacoub Yacoub, Bureau Chief
Bureau of Northern Field Operations

c: Health Department
Municipal Clerk, Mount Olive Twp
GES
File 14-27-231