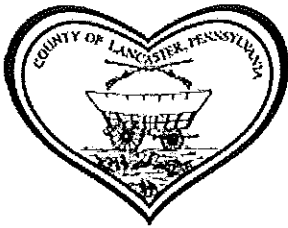
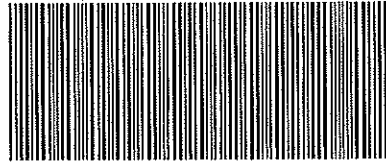


**Lancaster County**

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**

Page 1 of 13

**Document Type:** EASEMENT/RIGHT OF WAY  
**Transaction Reference:**  
**Document Reference:**

**Transaction #:** 3348221 - 1 Doc(s)  
**Document Page Count:** 12  
**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
<b>Total:</b>	<b>\$58.00</b>

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

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

# of Pages: 12			
RECORDING FEE:	\$13.00	CRC #6544	\$2.00
EASEMENT/RIGHT OF WAY			
WAY			
RIF #6543	\$3.00	WRIT TAX	\$0.50
PA SURCHARGE #6548	\$23.50	EXTRA PAGE FEE	\$16.00
		SUBTOTAL	\$58.00

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Total Charges for Document(s): \$58.00

Payment

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Check 569583	\$58.00
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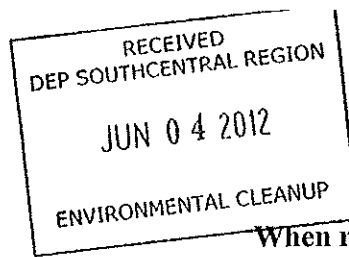
Totals

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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

ENVIRONMENTAL COVENANT  
ARMSTRONG LANCASTER FLOOR PLANT



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:

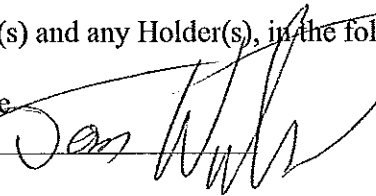
[Name of Owner] "Grantor"/"Grantee

Date: 5/17/12

By:

Name: Thomas G. Waters

Title: V.P. + Treasurer



[REPEAT AS NECESSARY]

APPROVED, by Commonwealth of Pennsylvania,

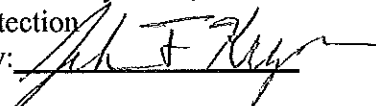
Department of Environmental Protection

Date: 8/30/12

By:

Name: John F. Knueger

Title: Environmental Program Manager



COMMONWEALTH OF PENNSYLVANIA

)[other state, if executed outside PA]

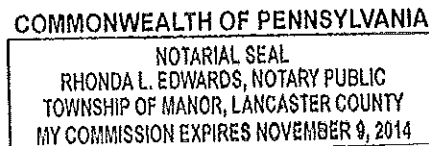
) COUNTY OF Lancaster

) 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



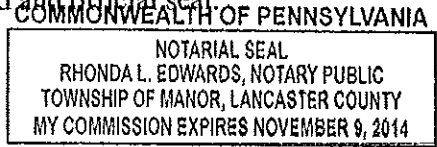
COMMONWEALTH OF PENNSYLVANIA ) [other state, if executed outside PA]

) COUNTY OF Lancaster ) SS:

On this 17 day of May, 2012, before me, the undersigned officer, personally appeared ~~John F. Krueger~~ [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



[REPEAT AS NECESSARY]

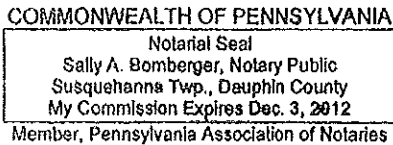
COMMONWEALTH OF PENNSYLVANIA )

) COUNTY OF Dauphin ) SS:

On this 30<sup>th</sup> 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 ~~he~~ executed same for the purposes therein contained.

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

Sally A. Bomberger  
Notary Public



Date: 8/28/12

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

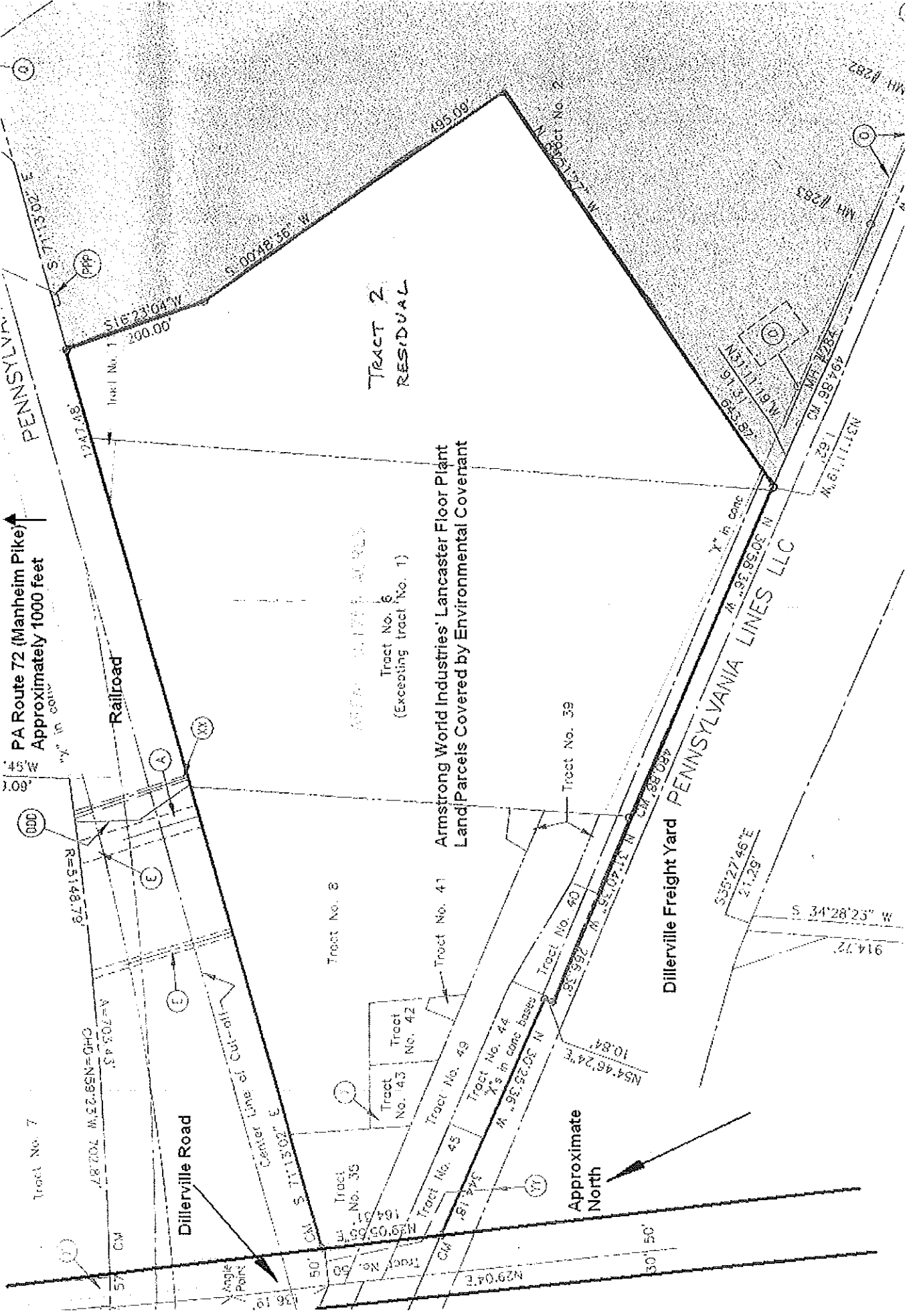
**Property Description for Liability Relief Under Pennsylvania Industrial Land Recycling and Remediation Standards Act of 1995 (Act 2)**

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

TRACT 2  
RESIDUAL

Armstrong World Industries' Lancaster Floor Plant  
Land/Parcels Covered by Environmental Covenant

Dillerville Freight Yard PENNSYLVANIA LINES LLC

Approximate North

PENNSYLVANIA

Railroad

Dillerville Road

Tract No. 7

Tract No. 1

Tract No. 6

Tract No. 6  
(Excepting tract No. 1)

Tract No. 41

Tract No. 39

Tract No. 36

Tract No. 43

Tract No. 42

Tract No. 49

Tract No. 44

Tract No. 45

Tract No. 40

1747.48'

S16°23'04"W  
200.00'

S10°49'36"W  
495.00'

N12°56'37"W  
1572.37'

R=5143.75'

A=702.43'

S4°30'00"W

S71°13'02"E

S71°13'02"E

S71°13'02"E

S71°13'02"E

S71°13'02"E

S71°13'02"E

S71°13'02"E

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S71°13'02"E

**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 disturb 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 occurred 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](mailto:littlefieldk@saic.com)

SEE&I

6310 Allentown Boulevard

Harrisburg, Pennsylvania 17112

[www.saic.com](http://www.saic.com)