



Non Responsible Party Application for Voluntary Cleanup Contract

I. Applicant Information

1. Applicant is a: Single Entity Co-Entity (Each Co-Entity must complete items 1-8)
 2. Applicant Type: Private Individual /Sole Proprietorship For-profit Business (Corp., Partnership, etc.) Tax-Exempt Trust/ Corporation/ Organization Government / Other Public Funded Entity

3. Applicant's Legal Name City of Rock Hill, South Carolina

4. Contract Signatures for this Applicant

a. Authorized Signatory

Carey F. Smith	City Manager	csmith@cityofrockhill.com
Name	Title	Email
155 Johnston St., PO Box 11706	803-329-7017	
Address	Phone1	Phone2
Rock Hill	South Carolina	29731
City	State	Zip

b. Other Signatories None

Name	Title	Phone	Email	Signature Required On Contract?
		() -		<input type="checkbox"/>
		() -		<input type="checkbox"/>
		() -		<input type="checkbox"/>

5. Physical Location of Applicant's Headquarters

155 Johnston Street 210
 Street address Suite Number
 Rock Hill South Carolina 29731
 City State Zip

6. Mailing address: Same as Authorized Signatory Go to question 7

Contact person (if different from Authorized Signatory) Title
 Street Number or PO Box Phone1 Phone 2
 City State Zip Email

7. Company Structure Information Not-applicable (Local Government, Sole Proprietorship, Private Individual) - Go to Question #8

a. Company is Incorporated/ Organized/ Registered in _____ (state)

b. List all principals, officers, directors, controlling shareholders, or other owners with >5% ownership interest.

Attach additional pages if needed.

Name	Name
_____	_____
_____	_____
_____	_____
_____	_____

c. Is the applicant a subsidiary, parent or affiliate of any other business organization not otherwise identified on this form?
 Yes No

d. If yes, identify all affiliations: _____

8. Non-Responsible Party Certification

By signature below, it is affirmed that no person or entity identified anywhere above:

1. Is a current owner of the property
2. Is a Responsible Party for the site
3. Is a parent, successor, or subsidiary of any Responsible Party or owner of the property
4. Has had any involvement with the property in the past other than activities performed in anticipation of participation in the Voluntary Cleanup Program

Carey F. Smith

Digitally signed by Carey F. Smith
 DN: cn=Carey F. Smith, ou=City of Rock Hill, ou=email-jmills@cityofrockhill.com, c=US
 Date: 2010.05.04 16:03:50 -0400

Authorized Signatory

Co Signatories

II. Property Information

9. Location

a. Physical Address 420 West White Street - Rock Hill, SC - 29730

b. County York

c. Property is outside any municipal boundaries Property is inside the municipal limits of Rock Hill
(town/city)

10. List any Companies or Site names by which the Property is known

Rock Hill Printing and Finishing Company

The Bleachery

11. Total Size of Property Covered by this Contract 24 + or - Acres

12. How many parcels comprise the Property? one

13. Current Zoning (general description)

Neighborhood Mixed Use - NMU - The purpose of the NMU district is to promote development with a definable center based on a neighborhood where housing, businesses and other non residential uses coexist providing the conveniences and comforts of modern living in an environment that lessens dependency on the automobile and provides feasible alternatives such as walking, bicycling or public transit.

14. a. Does the property have any above- or below-ground storage tanks? Yes No

b. If Yes, provide information on the number and capacity of the tanks, their contents, and whether they will be retained, or closed and/or removed.

It is the belief of the City of Rock Hill that DHEC has information in their files dating from 1976 to the present on the site tanks and their contents and that these files contain all the site tank information known to date. As the demolition and clean up on the site proceeds additional information will be provided to DHEC regarding the tanks on the Bleachery site.

15. Parcel Information *Complete the information below for each Parcel (attach additional sheets if needed)*

a. Tax Map Parcel# 598-11-01-001
 b. Acreage 24+ or -
 c. Current Owner RHP&F LLC
 d. Owner Mailing Address J D (Jay) Rinehart,Atty
1169 Ebenezer Road
Rock Hill, SC, 29732
 e. Contact Person for Access See above
 f. Access Person's Phone # 803-329-4200
 g. Is Parcel CurrentlyVacant? Yes No
 h. Buildings on the parcel? None
 (check all that apply) Demolished/Ruins
 Intact, To be demolished
 Intact, To be re-used
 i. Business/facility operations Never Operated on the parcel
 Not operating since 1-10
 (approx date)
 In operation: nature of the
 business _____

a. Tax Map Parcel# _____
 b. Acreage _____
 c. Current Owner _____
 d. Owner Mailing Address _____
 e. Contact Person for Access _____
 f. Access Person's Phone # _____
 g. Is Parcel CurrentlyVacant? Yes No
 h. Buildings on the parcel? None
 (check all that apply) Demolished/Ruins
 Intact, To be demolished
 Intact, To be re-used
 i. Business/facility operations Never Operated on the parcel
 Not operating since _____
 (approx date)
 In operation: nature of the
 business _____

a. Tax Map Parcel# _____
 b. Acreage _____
 c. Current Owner _____
 d. Owner Mailing Address _____
 e. Contact Person for Access _____
 f. Access Person's Phone # _____
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 (check all that apply) Demolished/Ruins
 Intact, To be demolished
 Intact, To be re-used
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 Not operating since _____
 (approx date)
 In operation: nature of the
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 c. Current Owner _____
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 Not operating since _____
 (approx date)
 In operation: nature of the
 business _____

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 b. Acreage _____
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 (approx date)
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 Intact, To be demolished
 Intact, To be re-used
 i. Business/facility operations Never Operated on the parcel
 Not operating since _____
 (approx date)
 In operation: nature of the
 business _____

III. Property Redevelopment

16. Describe the intended re-use of the property:
(attach additional sheets if necessary)

The redevelopment plan for the property is being updated due to the recent economic downturn and no formal redevelopment plan has been adopted for the site by the City of Rock Hill. However, it is the intent of the City of Rock Hill to renovate the existing 248,000 sq ft office building and the 11,622 sq ft historically significant pump house on the site to their highest and best use. Those potential uses could include Grade A office space, a data center, a call center, a records center, restaurants and a boutique hotel to serve both the adjacent Winthrop University population of 6,500 and the daily downtown worker population of over 5,000. Additionally 4 + acres of the site will be reserved for a public performance park. The City will also investigate the possibility of building 50 three story townhomes on the site and the feasibility of an 8 - 10 acre Urban Office Park. It is preliminarily estimated that the total project would result in approximately a 46 M investment exclusive of soft costs and infrastructure costs.

17. a. Will the future use include any chemical processes, petroleum or chemical storage and handling, on-site waste disposal, or generate any hazardous substances? Yes No
b. If Yes, identify the substances and discuss steps that will be taken to prevent their release to the environment.

18. Will redevelopment lead to the creation of permanent jobs on the property? Yes Anticipated Number To be determined
 No

19. Projected Increase to the Tax Base as a result of this redevelopment: \$ To be determined

20. a. Will there be Intangible benefits from this redevelopment such as:
 LEED, Earth Craft, EnergyStar, or similar certification of Sustainable Development
 Creation / Preservation of Green Space on the Property
 Deconstruction/ Recycling of demolition or building debris
 Other _____

b. Please Describe:

21. Anticipated date of closing or acquiring title to the property 11 / 30 / 2010

22. Redevelopment Certification
By signature below, the applicant(s) affirm that their proposed use and activities will not knowingly aggravate or contribute to existing contamination or pose significant human health or environmental risks on the property.

Carey F. Smith

Digitally signed by Carey F. Smith
DN: cn=Carey F. Smith, o=City of Rock Hill, ou, email=jmiller@cityofrockhill.com, c=US
Date: 2010.05.04 16:05:04 -04'00'

Signature(s)

IV. Project Management And Financial Viability (Co-Entities, refer to instruction sheet)

23. Environmental Consulting Firm
 None as of this application date

Company _____

Address _____ City _____ State _____ Zip _____

Project Contact1 _____ S.C PE/PG Reg. # _____ Phone1 _____ Phone 2 _____ email _____

Project Contact 2 _____ S.C PE/PG Reg. # _____ Phone1 _____ Phone 2 _____ email _____

24. Legal Counsel (Optional)

Firm

Attorney

Phone1

Phone 2

Street Number or PO Box

City

State

Zip

email

25. Applicant's Billing Address Same as Contact person in #6 above Go to question #26

Financial Contact

Title

Company

Phone

Address

City

State

Zip

26. Financial Viability

By signature(s) below, the applicant agrees to:

- 1. Pay the Department's costs upon receipt of invoices for implementing the Voluntary Cleanup Program for this Property, and
- 2. Provide financial statements, if requested, to document financial viability to conduct the response actions on the Property.

Waiver Requested (*Check Box If applicable*)

The applicant is a Local Government or qualifies as a 501(c) Non-Profit Organization, and requests waiver of some Departmental costs of implementing this contract.

Carey F. Smith

Digitally signed by Carey F. Smith
DN: cn=Carey F. Smith, o=City of Rock Hill, ou, email=jmiller@cityofrockhill.com, c=US
Date: 2010.05.04 16:11:35 -0400

Signatures

V. Application Completion (The following are required along with this form. Check applicable boxes)

27. The Legal Description of the Property is attached as a: Plat Map Metes and Bounds Text Both

28. The Phase I Environmental Site Assessment Report is attached as a:

New report completed in the past six months by Irminger Consulting, Inc./ report will be submitted as soon as received by City
(Name of Environmental Firm)

Older report updated in the past six months by _____
(Name of Environmental Firm)

29. Environmental sampling data and other reports: (*check one*)

The Applicant is not aware of any environmental testing on the property

The Applicant believes the Department already has all environmental data in its files on: The Bleachery/ RHP&F Company

The Following reports are attached: _____
(Site Name)

Report Date

Report Name

Environmental Firm

Report Date	Report Name	Environmental Firm

30. Mailing addresses of Former Owners, Operators and other Potentially Responsible Parties:(check one)

Enclosed with this Application as an Attachment

Will be submitted along with (or before) the signed contract

31. The applicants attest by signature below that this application is accurate to their best knowledge. Furthermore, the applicants request DHEC evaluate the Property for inclusion in the Brownfields Voluntary Cleanup Program and draft a Non-Responsible Party Contract for the Property.

Carey F. Smith

Digitally signed by Carey F. Smith
DN: cn=Carey F. Smith, o=City of Rock Hill, ou, email=jmiller@cityofrockhill.com, c=US
Date: 2010.05.04 16:06:07 -0400

Signature(s)

This Section for Department Use Only

Assigned File Name		
Eligible for NRP Contract	Y N	
Assigned File Number		
Assigned Contract Number		

APPLICATION INSTRUCTIONS

General instructions: The Application should be completed electronically. The application may be may saved with partial information, and reopened at a later time for completion.

The form is largely self-explanatory; however, the following information is further clarification for some questions. Additional assistance is available through the Voluntary Cleanup Program at the toll-free telephone number (866) 576-3432.

#1. Applicant Information: Check Sole Entity if the contract will be between DHEC and one party (usually an individual, most partnerships, businesses, government bodies, etc.).

Check Co-Entity if the contract will be between DHEC and multiple parties with no controlling interests over each other (Example: A Public-Private Partnership agreement between a local government and a business to redevelop a site). Each Co-Entity must submit its own copy of page 1 with the information specific to their business/corporate structure, etc.

#3. Applicant's Legal Name: Enter the full Legal Name of the party that will be entering the contract. If the party is incorporated as a business or non-profit organization, enter the name as recorded in the Articles of Incorporation/Organization. If the entity is a department or sub-division of a government body, include the name of the controlling government body. If the business will operate under a different name, enter that information in #7.d.

#4. Contract Signatures: The "Authorized Signatory" is a person who may legally bind the applicant in contractual matters. Identify any other persons that may sign contracts for the entity.

In some business structures (e.g., General Partnerships, Joint Ventures, etc.) multiple persons are required to sign contracts. If applicable, check the box by those names that must sign the contracts in addition to the Authorized Signatory. The Department will not take further steps to implement a contract until all Required Signatures are affixed.

#5. Physical Address for Applicant: The address must be the physical location of the applicant's business or headquarters. A post office box is not sufficient.

#8. Non-Responsible Party Certification: Each person identified as an Authorized Signatory and as a Required Signature, if any, should sign the application.

Co-Entities: Each Co-Entity should have the Authorized Signatory and all Required Signatures, if any, sign #8 only on the page specific to their organization.

#9. Property Location: If no address is assigned, identify the road on which the property is located, and the distance and direction from the nearest identifiable crossroads.

#10. Property Names: Enter the name that will be used in correspondence with the Department to refer to the Property, and any other names that may be commonly known to the local community because of past operations on the property.

#13. Current Zoning: Describe the zoning in terms such as "high-density residential", "retail", "commercial", and "light industrial" since there is no uniform numerical classification across the state.

#15. Parcel Information: Include all information for each parcel that will be acquired. Repeat information may be omitted (i.e., the same person currently owns multiple parcels).

If there are more than six parcels, the application may be saved electronically with different file names for as many times as needed for the number of parcels. Attach printouts of the pages with the additional parcels to the final application.

#26. Financial Viability: The Department will charge for oversight costs including time to review file materials and prepare a contract. The applicant is obligated to pay the accrued costs if a contract is successfully negotiated (i.e. signed by the applicant and the Department).

The Department may allow Local Governments and qualified Non Profit Organizations to waive payment of some oversight costs. The Department's decision to waive payment will be determined on a case-specific basis, and may be rescinded after due notice to the parties as specified in the contract.

#27. Property Legal Description: A legal description or surveyed Plat map must be included with the application. The Plat Map may be a copy of a survey filed with the county or un-filed copy completed by a SC- licensed Surveyor.

#28 Phase I Environmental Site Assessment Report: The Phase I Report should be consistent with the US EPA's "All Appropriate Inquiries Rule". The Phase I must be completed within the 6 months prior to the application. Environmental consultants may update older reports as long as the update is less than 6 months old.

Phase I reports paid for by other parties can be submitted, but may be subject to intellectual property claims. Applicants may need permission from the environmental consultants that originated the report before submitting it to the Department.

The US EPA may require another update from Local Governments and Non-Profit Organizations as a condition of receiving Brownfields grant money.

#30 Mailing Addresses of Potentially Responsible Parties: All former owners, operators and other PRPs (Potentially Responsible Parties) should be identified if their affiliation with the Property occurred anytime after the probable contamination.

The last known mailing address of the PRPs or of their registered agent(s) should be provided to the Department; however, the application may be filed before this information is compiled. The Department will not place a contract on Public Notice or execute it until sufficient information is provided to allow the Department to notify the PRPs of the contract.

Filing Mechanics

The form should be printed out after completion and signed by all persons identified as the "Authorized Signatory" or as "Signature Required". The form should have original signatures for Question #8 on page 1, Question #22 on page 4, and Questions #26 and #31 on page 5.

Co-Entity Applicants should sign Question #8 only on page 1 specific to their organization and on other pages as indicated above.

The completed form and all supporting documentation should be submitted to:

Robert F. Hodges, Jr., PG

Brownfields Voluntary Cleanup Program

Mailing Address:

Bureau of Land and Waste Management, SCDHEC

2600 Bull Street

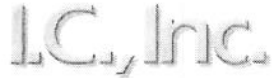
Columbia SC 29201

Physical Address (For Hand-Delivery during normal office hours 8:30 AM to 5:00 PM):

8911 Farrow Road (Stern Building)

Columbia SC 23203

There is no application fee.



Chemistry and Engineering Solutions in the Environmental Industry

BY ELECTRONIC MAIL TO: mfoote@cityofrockhill.com

April 16, 2010

Ms. Mary Foote
Textile Corridor and Old Town Redevelopment Supervisor
City of Rock Hill
155 Johnston Street
Rock Hill, South Carolina 29731-1706

**Re: Phase I Environmental Site Assessment Proposal
Former Rock Hill Printing and Finishing Facility
420 West White Street
Rock Hill, South Carolina**

Dear Ms. Foote:

Irminger Consulting, Inc. (IC) is pleased to provide you with this proposal to complete a Phase I Environmental Site Assessment (ESA) at the former Rock Hill Printing and Finishing property located at 420 West White Street in Rock Hill, South Carolina (Site). The purpose of this letter is to provide you with our understanding of the project, a proposed scope of services, and associated cost and schedule.

Project Understanding

Irminger Consulting, Inc. understands that the property area is approximately 23 acres and is improved with a large multi-story textile facility which includes a water treatment plant, boiler plant, and numerous outbuildings. The Site is currently abandoned. The property had been used for textile bleaching and dying for approximately 80 years. There have been numerous environmental assessments and remediations conducted at the property. Based on previous work conducted at the site by IC in 2008, four leaking underground storage tank incidents are still open with the South Carolina Department of Health and Environmental Control (DHEC).

Proposed Scope of Services

As you are aware, Irminger Consulting, Inc. has conducted Phase I ESA's on the Site in 2007 and 2008. We anticipate this Phase I ESA will build on our understanding of the environmental issues associated with this complex site.

The Phase I ESA will be conducted in accordance with the scope of services outlined by the American Society for Testing and Materials (ASTM) Practice E 1527-05 and the Environmental Protection Agency's All Appropriate Inquiry work scope. The study of the Phase I ESA will include the following:

- a 50-year chain of title report (If deemed necessary by us);
- a visual observation of accessible interior and exterior areas of the property;

Irminger Consulting, Inc. 7015 Erinbrook Drive, Concord, North Carolina 28025
(704) 795-1585 (voice and fax) (704) 701-9099 (cell) steveirminger@cte.net

- a review of all reasonably ascertainable local, State and Federal records;
- identification of historic or existing septic systems or water supply wells;
- evaluation by a qualified professional of possible wetland conditions (does not include delineation), possible protected species and habitat, and possible cultural resources;
- identification of significant solid waste, including debris piles and large abandoned items;
- delivery of two original copies of a Final Report ("Report") for the Site; and,
- two original cost/recommendations letters, under separate cover, containing conclusions and recommendations for further courses of action, if necessary.

Our cost/recommendation letter will include at a minimum: a) a discussion of the interplay of any identified contamination with local, state and federal environmental laws and requirements, b) recommendations as to any further course of action, and c) with regard to those recommendations, which do not involve Phase II investigation, estimated costs and timeframes for completing the recommended courses of action.

Proposed Project Team

The work will be conducted by Mr. Steven E. Irminger, P.E., P.G. of the IC Concord, North Carolina office. Mr. Irminger is a qualified professional for the performance of the work scope. Mr. Irminger has more than 20 years experience conducting geological and engineering projects.

Project Schedule

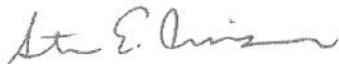
IC can complete the Phase I ESA report by May 4, 2010, provided we receive a timely verbal authorization to proceed. Our proposal assumes that access to the Site, including building interiors, will be arranged by the Client.

Estimated Fees

IC proposes to complete the Phase I ESA on a lump sum basis for \$1,600.00. Invoicing will be conducted at the time of report delivery. We will hand deliver our report, go through our report with you, and then we would appreciate payment at that time.

If this proposal is acceptable to you, please authorize the project by signing in the space provided below and we'll get to work. Irminger Consulting, Inc. appreciates the opportunity to work with The City of Rock Hill on this project. Should you have any questions, please do not hesitate to contact me at (704) 795-1585.

Sincerely,
IRMINGER CONSULTING, INC.



Steven E. Irminger, P.E., P.G.
President

CLIENT WORK AUTHORIZATION:

 4-20-10

Signature

Date

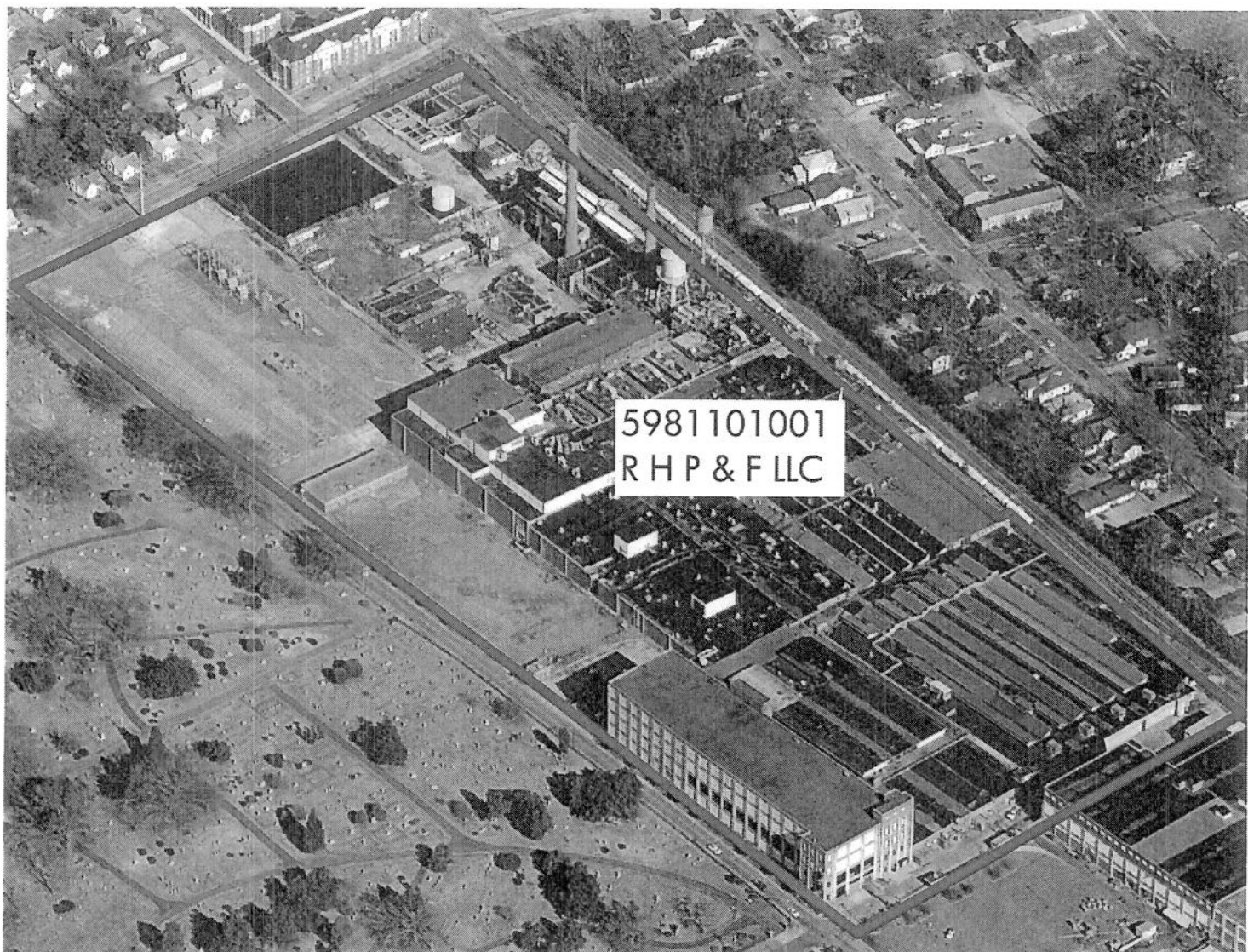


EXHIBIT A

ALL THOSE CERTAIN pieces, parcels or lots of land situate, lying and being in the City of Rock Hill, County of York, State of South Carolina, more particularly described as follows:

ALL that certain piece, parcel or tract of land lying, being and situate in the City of Rock Hill, York County, South Carolina, containing approximately, 23.466 acres known as the "Bleachery Tract" shown and described on a plat of plat of boundary survey for York Printing and Finishing by Edward F. Woodward, P.L.S., dated June 29, 1998, as revised September 19, 1998, and as further revised September 24, 1998, according to which plat said property has the following metes and bounds:

Beginning at a nail on the northeastern side of right-of-way of White Street at its intersection with southeastern side of Stewart Avenue right-of-way, and running thence with right-of-way, and running thence with right-of-way on Stewart Avenue N. 49 19'31" E. 716.62 feet to an iron on the southwestern side of right-of-way of Norfolk Southern Railroad; thence with Railroad right-of-way S. 33 24'05" E. 375.16 feet to an iron, N. 56 35'55" E. 6.00 feet to an iron, S. 33 24'05" E. 214.00 feet to an iron, N. 56 35'55" E. 4.50 feet to an iron, and S. 33 22'31" E. 319.37 feet to an iron; thence turning and running with point boundary line of property of Springs Industries, Inc. S 57 31'09" W. 28.49 feet to an iron, N. 35 43'59" W. 82.40 feet to an iron, and S. 48 51'17" W. 554.08 feet to and iron on northeastern side of right-of-way of White Street, thence with right-of-way of White Street N. 38 45'49" W. 44.71 feet, and thence with right-of-way of White Street N. 38 04'46" W. 1541.46 feet to the Beginning.

ALSO all the right, title and interest of every nature and description whatsoever in and to any and all improvements and strips of land immediately adjoining any part of the above-described property, if any, along boundaries with White Street, Stewart Avenue, and Norfolk Southern Railroad rights-of-way as shown on said plat, and being subject to the easements and rights-of-way thereof.

DERIVATION: This being the same property conveyed to RHP&F, LLC by Master's Deed dated January 22, 2003 and recorded February 24, 2003 in Book 5046, Page 55 in the Office of the Clerk of Court for York County, South Carolina. Also being the same property conveyed to York Printing & Finishing, Inc. by deed of Springs Industries, Inc. by deed dated September 25, 1998 and recorded in Book 2409, page 111 in the Office of the Clerk of Court for York County, South Carolina.

(Rock Hill Printing & Finishing Co. merged into and changed its name to M. Lowenstein & Sons, Inc. according to certificate recorded in Deed Book 346 , Page 509. M. Lowenstein & Sons, Inc. changed its name to M. Lowenstein Corporation according to certificate recorded in Record book 2388, Page 75. M. Lowenstein Corporation merged into and changed its name to Springs Industries, Inc. according to Certificate recorded in Record book 1084, Page 227).

TMS # 598-11-01-001