HIGHWAY AUTHORITY AGREEMENT

This Agreement is entered into this 6th day of November, 2014 pursuant to 35 Ill. Adm. Code 742.1020 by and between Equilon Enterprises LLC d/b/a Shell Oil Products US ("**Owner/Operator**") and the Village of Lombard Illinois ("**Lombard**"), collectively known as the "**Parties.**"

WHEREAS, Owner/Operator is or was the owner or operator of one or more leaking underground storage tanks presently or formerly located at 930 E. Roosevelt Rd., Lombard, Illinois (the "**Site**");

WHEREAS, as a result of one or more releases of contaminants at the above referenced Site "(the "**Release**"), soil and/or groundwater contamination at the Site exceeds the Tier I residential remediation objectives of 35 Ill. Adm. Code 742;

WHEREAS, the soil and/or groundwater contamination exceeding Tier 1 residential remediation objectives extends or may extend into the Highway Authority's right-of-way;

WHEREAS, the Owner/Operator or Property Owner is conducting corrective action in response to the Release;

WHEREAS, the Parties desire to limit access to soil within the right-of-way that exceeds Tier I residential remediation objectives so that human health and the environment are protected during and after any access;

NOW, THEREFORE, the Parties agree as follows:

1. The recitals set forth above are incorporated by reference as if fully set forth herein

2. The Illinois Emergency Management Agency has assigned incident number 20081062 to the Release.

3. Attached as Exhibit A is a scaled map(s) prepared by the Owner/Operator that shows the Site and surrounding area and delineates the current and estimated future extent of soil and groundwater contamination above the applicable Tier I residential remediation objectives as a result of the Release.

4. Attached as Exhibit B is a table(s) prepared by the Owner/Operator that lists each contaminant of concern that exceeds its Tier I residential remediation objective, its Tier I residential remediation objective and its concentrations within the zone where Tier I residential remediation objectives are exceeded. The locations of the concentrations listed in Exhibit B are identified on the map(s) in Exhibit A.

5. Attached as Exhibit C is a scaled map prepared by the Owner/Operator showing the roadway areas within which Lombard maintains utility lines on Meyers Road which is adjacent to the Site that is governed by this agreement ("**Right-of-Way**"). Because

Exhibit C is not a surveyed plat, the Right-of-Way boundary is that area of Meyers Road which is within the depicted area and which may be an approximation of the actual Right-of-Way lines. Because the collection of samples within the Right-of-Way is not practical, the Parties stipulate that, based on modeling, soil and groundwater contamination exceeding Tier I residential remediation objectives does not and will not extend beyond the boundaries of the Right-of-Way or that area which is depicted within Exhibit C.

6. Lombard stipulates it maintains utilities within the Right-of-Way that gives it access to the soil located within or beneath the Right-of-Way.

7. Lombard agrees that to the limit of its ability to do so, it will prohibit within the Right-of-Way all potable and domestic uses of groundwater exceeding Tier I residential remediation objectives.

8. Lombard further agrees to limit access by itself and others who are under its control to soil within the Right-of Way exceeding Tier I residential remediation objectives. Access shall be allowed only if human health (including worker safety) and the environment are protected during and after any access. Lombard may construct, reconstruct, improve, repair, maintain and operate its utilities within the Right-of-Way, or allow others to do the same by permit. In addition, Lombard and others using or working in the Right-of-Way under permit for utility work have the right to remove soil or groundwater from the Right-of-Way and dispose of the same in accordance with applicable environmental laws and regulations. Lombard agrees to allow utility work on its behalf in the Right-of-Way subject to the following or a substantially similar condition: As a condition of this permit or contract the permittee shall request the office issuing this permit or access right to identify sites in the Right-of-Way where Lombard governs access to soil that exceeds the Tier I residential remediation objectives of 35 Ill. Adm. Code 742. The permittee shall take all measures necessary to protect human health (including worker safety) and the environment during and after any access to such soil.

9. This agreement may be but is not required to be referenced in the Illinois Environmental Protection Agency's (the "**Agency**") no further remediation determination issued for the Release.

10. If required by the Agency, the Agency shall be notified of any transfer of jurisdiction over the Right-of-Way at least 30 days prior to the date the transfer takes effect. This agreement shall be null and void upon the transfer unless the transferee agrees to be bound by this agreement as if the transferee were an original party to this agreement. The transferee's agreement to be bound by the terms of this agreement shall be memorialized at the time of transfer in a writing ("**Rider**") that references this Highway Authority Agreement and is signed by Lombard, or subsequent transferor, and the transferee.

11. This agreement shall become effective on the date the Agency issues a no further remediation determination for the Release. It shall remain effective until the Right-of-Way is demonstrated to be suitable for unrestricted use and, if required to be filed by the Agency, once the Agency issues a new no further remediation determination to reflect there is no longer need for this agreement, or until the agreement is otherwise terminated or voided.

12. In addition to any other remedies that may be available, if the Agency has determined that this Agreement is required to obtain an NFR determination, the Agency may bring suit to enforce the terms of this agreement or may, in its sole discretion, declare this agreement null and void if any of the Parties or any transferee violates any term of this agreement. The Parties or transferee shall be notified in writing of any such declaration.

13. This agreement shall be null and void if a court of competent jurisdiction strikes down any part or provision of the agreement.

14. This agreement supersedes any prior written or oral agreements or understandings between the Parties on the subject matter addressed herein. It may be altered, modified or amended only upon the written consent and agreement of the Parties.

15. Any notices or other correspondence regarding this agreement shall be sent to the Parties at following addresses:

If to the Illinois Environmental Protection Agency

Manager, Division of Remediation Management
Bureau of Land
1021 N. Grand Ave. East
PO Box 19276
Springfield, IL 62974-9276

If to Indemnitor:

John Robbins
Environmental Program Manager
Shell Oil Products US
20945 S. Wilmington Avenue
Carson, CA 90810
Phone: 815-468-8824
Fax: 713-423-0544

If to the Village:

Village of Lombard
16250 South Oak Park Avenue
Lombard, Illinois 60477-1628
Attn: Village Manager

with a copy to

Klein, Thorpe and Jenkins, Ltd
20 North Wacker Drive - Suite 1660
Chicago, Illinois 60606-2903
Attn: Dennis G. Walsh

IN WITNESS WHEREOF, the Parties have caused this agreement to be signed by their duly authorized representatives.

VILLAGE OF LOMBARD

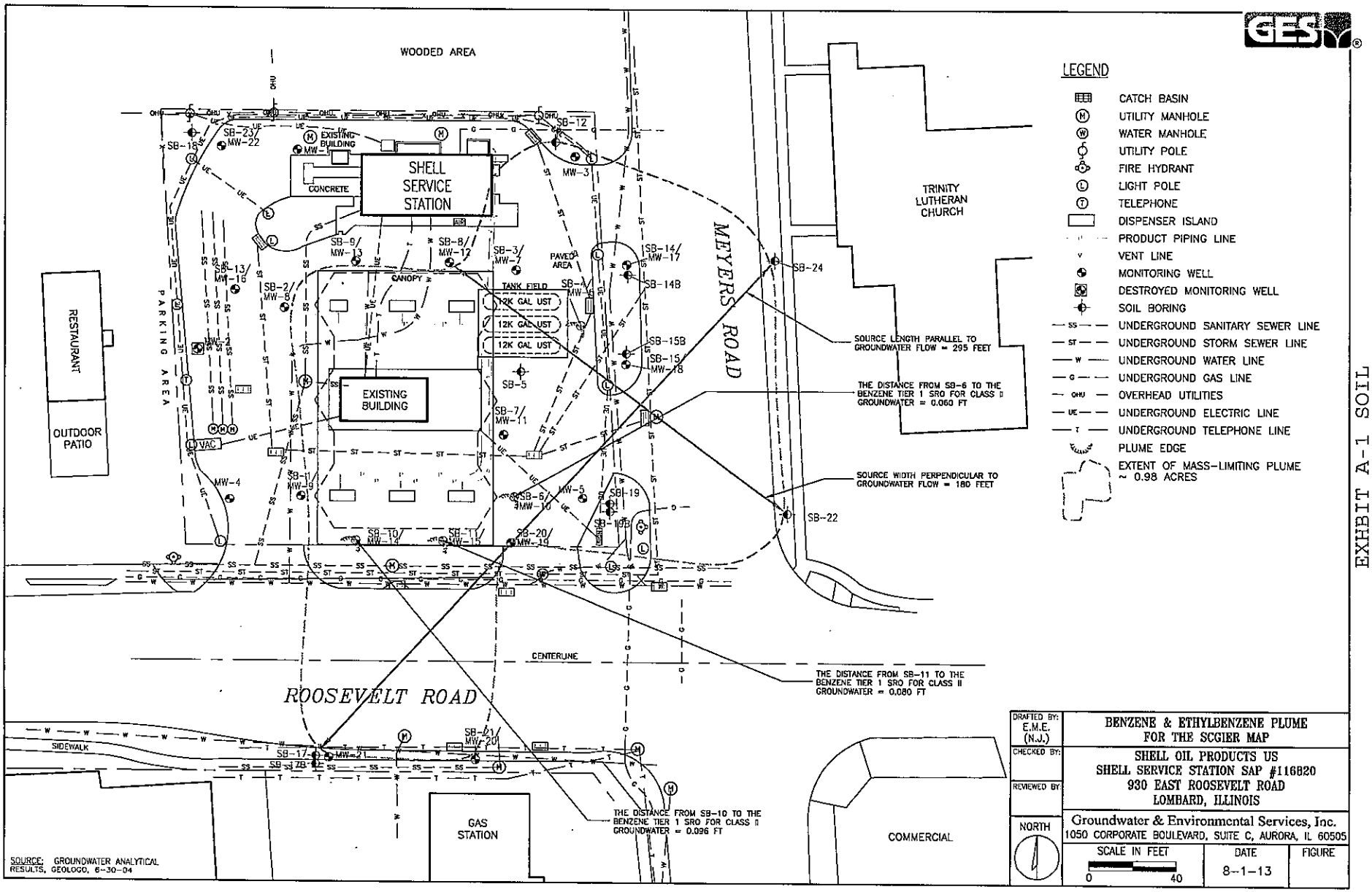
Date: November 6, 2014

By: Keith Giagnorio
Its: Village President

EQUILON ENTERPRISES LLC
d/b/a SHELL OIL PRODUCTS US

Date: 12/16, 2013

By: John Robbins
Title: Environmental Program Manager



DRAFTED BY: E.M.E. (N.J.)	BENZENE & ETHYLBENZENE PLUME FOR THE SCGIER MAP
CHECKED BY:	SHELL OIL PRODUCTS US SHELL SERVICE STATION SAP #116820 930 EAST ROOSEVELT ROAD LOMBARD, ILLINOIS
REVIEWED BY:	Groundwater & Environmental Services, Inc. 1050 CORPORATE BOULEVARD, SUITE C, AURORA, IL 60505
	SCALE IN FEET: 0 – 40 · DATE: 8-1-13 · FIGURE:

EXHIBIT A-1 SOIL

M:\Graphics\1400-Chicago\Shell\116820 Lombard\116820 Lombard SM.DWG, 8/1/2013 11:43:07 AM, EEdwards

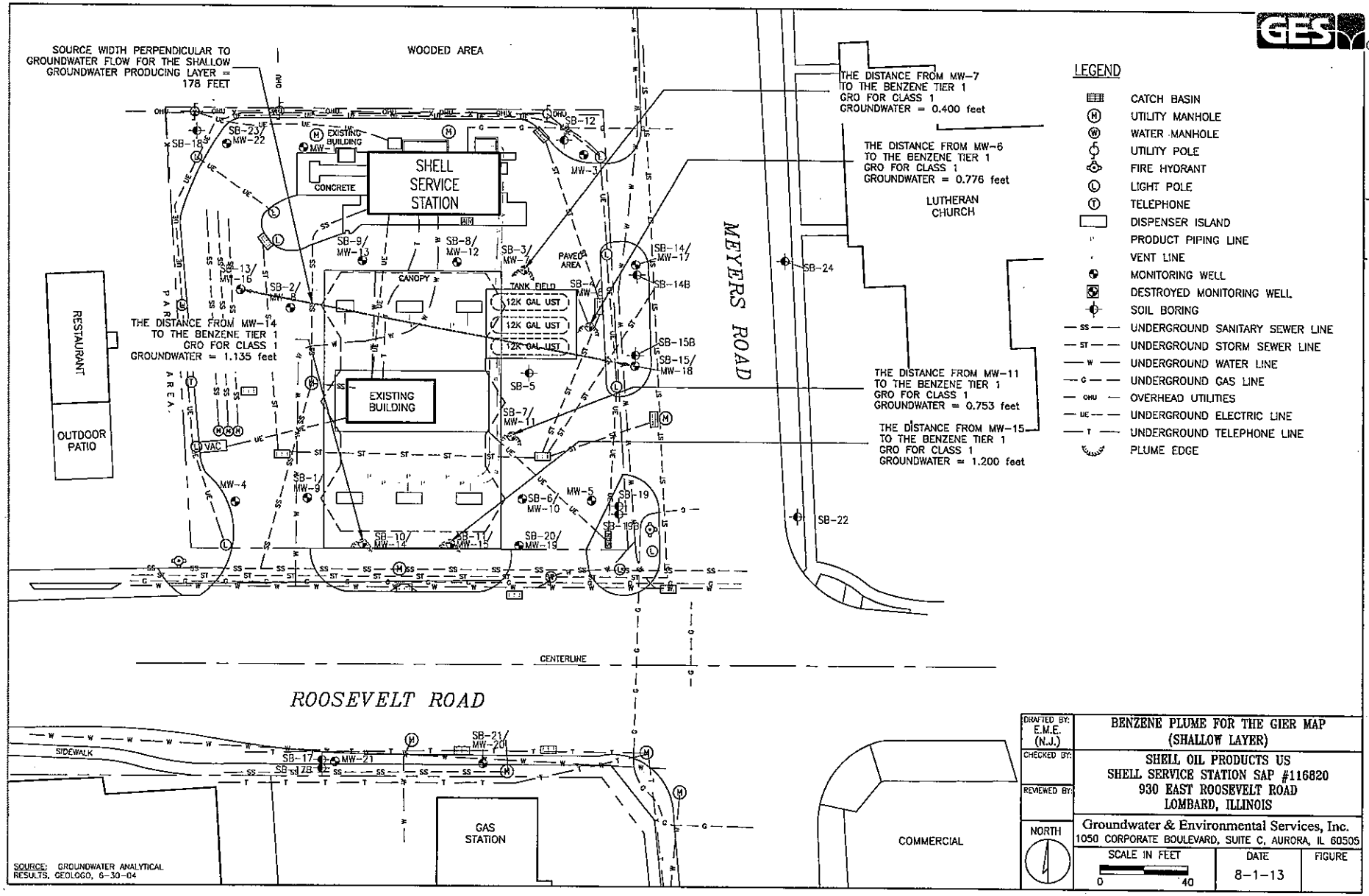


EXHIBIT A-2 GROUNDWATER

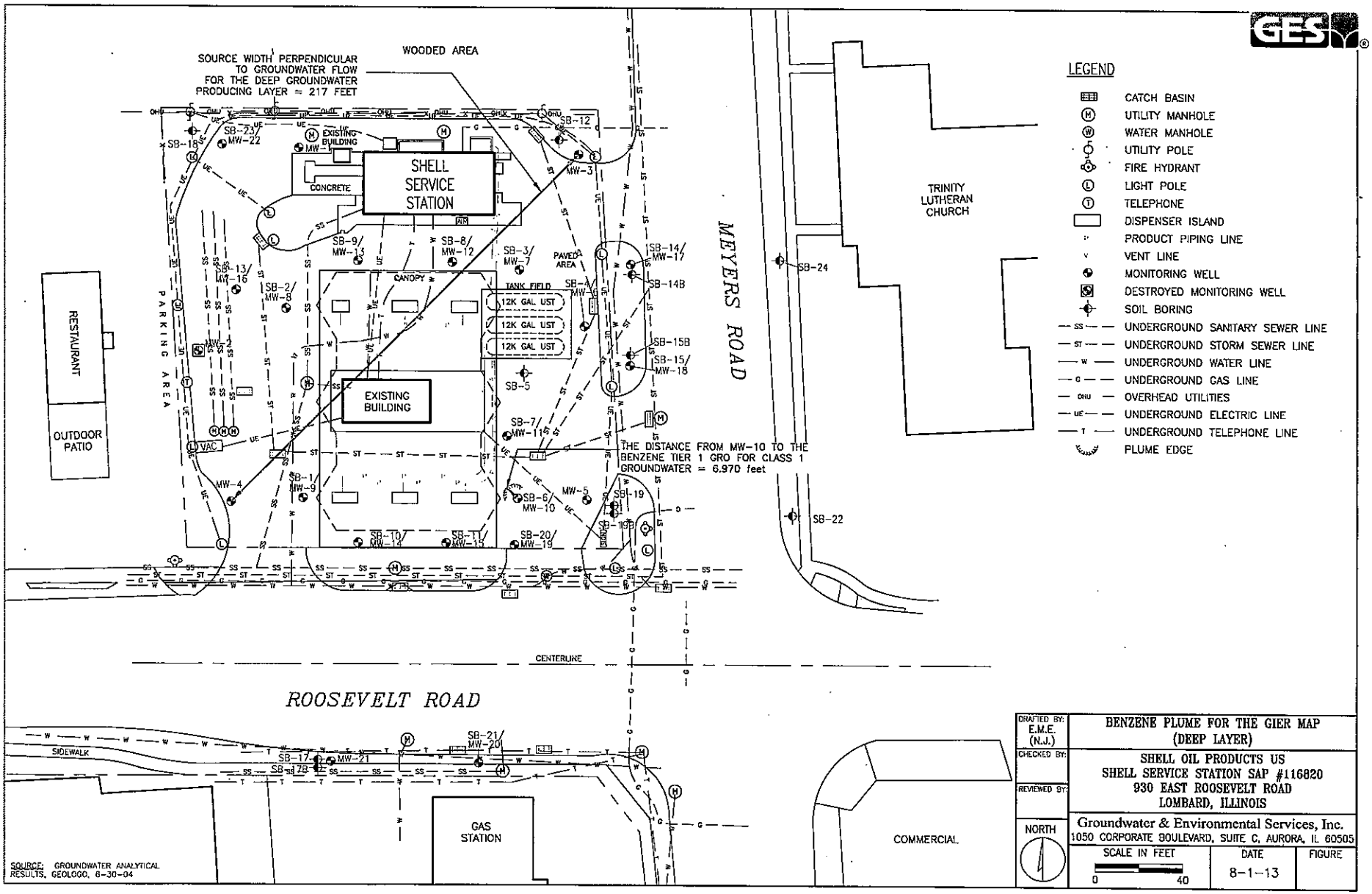

SOURCE WIDTH PERPENDICULAR TO GROUNDWATER FLOW FOR THE DEEP GROUNDWATER PRODUCING LAYER = 217 FEET
WOODED AREA
SHELL SERVICE STATION
EXISTING BUILDING
CONCRETE
CANOPY
TANK FIELD
12K GAL UST
12K GAL UST
12K GAL UST
EXISTING BUILDING
PAVED AREA
RESTAURANT
OUTDOOR PATIO
PARKING AREA
VAC
MEYERS ROAD
TRINITY LUTHERAN CHURCH
THE DISTANCE FROM MW-10 TO THE BENZENE TIER 1 GRO FOR CLASS 1 GROUNDWATER = 6,970 feet
CENTERLINE
ROOSEVELT ROAD
SIDEWALK
GAS STATION
COMMERCIAL
SOURCE: GROUNDWATER ANALYTICAL RESULTS, GEOLOGO, 6-30-04
LEGEND
CATCH BASIN
UTILITY MANHOLE
WATER MANHOLE
UTILITY POLE
FIRE HYDRANT
LIGHT POLE
TELEPHONE
DISPENSER ISLAND
PRODUCT PIPING LINE
VENT LINE
MONITORING WELL
DESTROYED MONITORING WELL
SOIL BORING
UNDERGROUND SANITARY SEWER LINE
UNDERGROUND STORM SEWER LINE
UNDERGROUND WATER LINE
UNDERGROUND GAS LINE
OVERHEAD UTILITIES
UNDERGROUND ELECTRIC LINE
UNDERGROUND TELEPHONE LINE
PLUME EDGE
DRAFTED BY: E.M.E. (N.J.)
CHECKED BY:
REVIEWED BY:
NORTH
BENZENE PLUME FOR THE GIER MAP (DEEP LAYER)
SHELL OIL PRODUCTS US
SHELL SERVICE STATION SAP #116820
930 EAST ROOSEVELT ROAD
LOMBARD, ILLINOIS
Groundwater & Environmental Services, Inc.
1050 CORPORATE BOULEVARD, SUITE C, AURORA, IL 60505
SCALE IN FEET
0 40
DATE
8-1-13
FIGURE

Table 1

SOIL ANALYTICAL DATA - BTEX/MTBE

Shell #116820
930 East Roosevelt Road
Lombard, Illinois

Tier 1 Soil Remediation Objectives for Residential Properties			Benzene (mg/kg)	Toluene (mg/kg)	Ethylbenzene (mg/kg)	Xylenes (mg/kg)	MTBE (mg/kg)
Ingestion - residential			12	16,000	7,800	16,000	780
Ingestion - construction worker			2,300	410,000	20,000	41,000	2,000
Inhalation - residential			0.8	650	400	320	8,800
Inhalation - construction worker			2.2	42	58	5.6	140
Soil Component of Groundwater (Class II)			0.17	29	19	150	0.32
Soil Component of Groundwater (Class I)			0.03	12	13	150	0.32
Sample Location	**Date**	**Depth (feet)**					
SB-1/MW-9	06/06/2008	3	<0.007	<0.007	<0.007	<0.021	<0.007
	06/19/2008	7	<0.0053	<0.0053	<0.0053	<0.0163	<0.0053
	06/19/2008	11	<0.0049	<0.0049	<0.0049	<0.0147	0.0072
SB-2/MW-8	06/06/2008	5	<0.0069	<0.0069	<0.0069	<0.0209	<0.0069
	06/19/2008	9	0.0056	0.0055	<0.0046	<0.0138	<0.0046
	06/19/2008	15	<0.0045	<0.0045	<0.0045	<0.0134	<0.0045
SB-3/MW-7	06/06/2008	5	0.051	<0.0071	<0.0071	<0.0211	<0.0071
	06/19/2008	7	0.263	<0.050	<0.050	<0.100	0.079
	06/19/2008	11	0.116	0.0054	<0.0049	<0.0147	0.138
SB-4/MW-6	06/06/2008	5	2.26	<1.43	205	624	<1.43
	06/19/2008	7	0.884	<0.446	30.3	<8.286	<0.446
	06/19/2008	13	<0.005	<0.005	<0.005	<0.015	<0.005
SB-5	06/06/2008	3	<0.059	<0.148	<0.148	<0.296	<0.148
	06/19/2008	9	<0.0047	<0.0047	<0.0047	<0.0141	<0.0047
	06/19/2008	11	0.046	<0.0043	<0.0043	<0.013	<0.0043
SB-6/MW-10	06/06/2008	5	0.097	<0.0083	<0.0083	<0.0253	<0.0083
	06/19/2008	7	3.02	<0.089	<0.089	<0.548	<0.089
	06/19/2008	11	<0.004	<0.004	<0.004	<0.0119	<0.004
SB-7/MW-11	05/05/2009	4	0.3919	1.661	2.133	8.187	<0.1216
	05/05/2009	6	1.108	21.57	21.71	93.5 D	<0.3776
SB-8/MW-12	05/05/2009	4	0.0208	0.0232	0.0311	0.1211	0.0268
	05/05/2009	6	0.004	0.005	0.0017	0.007	0.0263
SB-9/MW-13	05/05/2009	2	<0.0014	0.0041	<0.0014	<0.0042	<0.007
	05/05/2009	8	<0.0006	<0.0006	<0.0006	<0.0019	0.0055
SB-10/MW-14	05/05/2009	4	3.877	0.5075	23.28	92.73	<0.9378
	05/05/2009	6	2.511	0.1731	11.75	39.749	<0.4515
SB-11/MW-15	05/05/2009	2	1.067	0.0492	1.209	0.3445	<0.1157
	05/05/2009	6	3.439	11.58	15.62	86.05	<0.4665
SB-12	05/05/2009	2	<0.0008	0.0012	0.0012	0.0052	<0.0038
	05/05/2009	8	<0.0008	0.0012	<0.0008	<0.0023	0.0088
SB-13/MW-16	03/02/2010	2	0.0019	<0.0012	0.0096	0.0077	<0.0059
SB-14/MW-17	03/02/2010	4	<0.0009	<0.0009	<0.0009	<0.0009	<0.0044
SB-15/MW-18	03/02/2010	2	0.0012	<0.0012	0.0012	0.0032	<0.0059
SB-17	03/02/2010	2	<0.0009	<0.0009	<0.0009	<0.0009	<0.0046
SB-19	11/22/2010	4	0.0271	<0.0244	0.1899	<0.0244	<0.1222
	11/22/2010	6	0.4844	<0.0911	58.64 D	63.6 D	<0.4553
SB-20/MW-19	11/22/2010	2	0.0011	<0.001	<0.001	<0.001	<0.0051
	11/22/2010	7	<0.0204	<0.0204	<0.0204	<0.0204	<0.102
SB-21/MW-20	11/22/2010	4	<0.0232	<0.0232	<0.0232	<0.0232	<0.1159
SB-14B	01/26/2012	6	<0.026	<0.026	<0.026	<0.051	<0.2
	01/26/2012	13	<0.011	<0.011	<0.011	<0.021	0.1
	01/26/2012	17	1.3	0.09	<0.010	<0.02	<0.08
	01/26/2012	23	<0.010	<0.010	<0.010	<0.02	<0.082
SB-15B	01/26/2012	8	<0.012	<0.012	<0.012	<0.023	<0.093
	01/26/2012	13	<0.011	<0.011	<0.011	<0.022	<0.088
	01/26/2012	17	<0.0099	<0.0099	<0.0099	<0.02	<0.079
SB-17B	01/26/2012	7	<0.011	<0.011	<0.011	<0.022	<0.089
	01/26/2012	13	<0.011	<0.011	<0.011	<0.021	<0.086
	01/26/2012	17	<0.012	<0.012	<0.012	<0.023	<0.093
SB-19B	01/26/2012	10	<0.012	<0.012	<0.012	0.023	<0.092
	01/26/2012	17	<0.011	<0.011	<0.011	<0.021	<0.085
SB-22	01/26/2012	4	<0.014	<0.014	0.04	0.045	<0.11
	01/26/2012	6	<0.013	<0.013	<0.013	<0.025	<0.10
	01/26/2012	13	<0.011	<0.011	0.019	0.032	<0.084
	01/26/2012	17	<0.010	<0.010	0.015	0.027	<0.084
SB-24	09/27/2012	3	<0.013	<0.013	<0.013	<0.027	<0.11
	09/27/2012	7.5	<0.012	<0.012	<0.012	<0.024	<0.094
	09/27/2012	12.5	<0.011	<0.011	<0.011	<0.022	<0.087

NOTES:
1. mg/kg = milligrams per kilogram or parts per million (ppm)
2. <# = Not detected above analytical method detection limit
3. **Bold** = concentrations above Title 35 IAC Part 742 Tier 1 SROs

EXHIBIT B

Table 2

GROUNDWATER ANALYTICAL DATA - BTEX/MTBE

Shell #116820
930 East Roosevelt Road
Lombard, Illinois

Tier 1 Groundwater Remediation Objectives for the Groundwater Ingestion Exposure Route					Benzene (ug/L)	Toluene (ug/L)	Ethylbenzene (ug/L)	Xylenes (ug/L)	MTBE (ug/L)
Class I Groundwater Remediation Objective					5	1,000	700	10,000	70
Class II Groundwater Remediation Objective					25	2,500	1,000	10,000	70
Indoor Inhalation - Residential (<5 feet building)					110	530,000	370	30,000	1,900,000
Indoor Inhalation - Industrial/Commercial (<5 feet building)					410	530,000	1,400	93,000	6,800,000
Sample Location	Sample Date	Referenced Elevation	Depth to Groundwater	Groundwater Elevation					
MW-1	04/01/2003	98.47	11.55	86.92	<5	<5	<5	<5	<5
	08/15/2003	98.47	13.49	84.98	<1	<1	<1	<1	<3
	12/19/2003	98.47	10.01	88.46	<1	<1	<1	<1	<3
	06/08/2004	98.47	14.51	83.96	<1	<1	<1	<1	<1
	06/29/2006	98.47	11.27	87.20	<1	<1	<1	<2	1.18
	08/16/2007	98.47	13.40	85.07	<1	<1	<1	<3	3.54
	07/10/2008	98.47	13.35	85.12	<2	<2	<2	<4	<2
	10/30/2008	98.47	13.09	85.38	<1	1.937	<1	<3	10.64
	05/26/2009	98.47	8.65	89.82	<1	<1	<1	<3	6.98
	10/20/2009	98.47	13.64	84.83	<1	<1	<1	<1	<5
	03/09/2010	98.47	8.66	89.81	NS	NS	NS	NS	NS
	11/29/2010	98.47	17.95	80.52	NS	NS	NS	NS	NS
	02/20/2012	*99.16*	12.45	86.71	<0.5	<0.5	<0.5	<1	5.2
	04/30/2012	99.16	16.03	83.13	NS	NS	NS	NS	NS
MW-2	04/01/2003	99.04	17.80	81.24	<5	<5	<5	<5	<5
	08/15/2003	99.04	17.38	81.66	<1	<1	<1	<1	<3
	12/19/2003	99.04	17.02	82.02	<1	<1	<1	<1	<3
	06/08/2004	99.04	9.52	89.52	<1	<1	<1	<1	<1
	06/29/2006	99.04	NG	NG	Paved Over With Asphalt				
MW-3	04/01/2003	98.81	16.50	82.31	<5	<5	<5	<5	<5
	08/15/2003	98.81	15.44	83.37	<1	<1	<1	<1	<3
	12/19/2003	98.81	15.90	82.91	<1	<1	<1	<1	<3
	06/08/2004	98.81	14.09	84.72	<1	<1	<1	<1	2.4
	06/29/2006	98.81	14.20	84.61	<1	<1	<1	<2	4.13
	08/16/2007	98.81	15.48	83.33	<1	<1	<1	<3	3.84
	07/10/2008	98.81	NG	NG	NS	NS	NS	NS	NS
	10/30/2008	98.81	15.95	82.86	<1	3.155	<1	<3	<5
	05/26/2009	98.81	13.59	85.22	<1	<1	<1	<3	5.67
	10/20/2009	98.81	16.51	82.30	<1	<1	<1	<1	5.07
	03/09/2010	98.81	14.08	84.73	NS	NS	NS	NS	NS
	11/29/2010	98.81	16.41	82.40	NS	NS	NS	NS	NS
	02/20/2012	*98.61*	14.83	83.78	<0.5	<0.5	<0.5	<1	4.8
	04/30/2012	98.61	14.74	83.87	NS	NS	NS	NS	NS
MW-4	04/01/2003	99.08	18.22	80.86	<5	<5	<5	<5	<5
	08/15/2003	99.08	19.42	79.66	<1	<1	<1	<1	<3
	12/19/2003	99.08	17.33	81.75	<1	<1	<1	<1	<3
	06/08/2004	99.08	17.73	81.35	<1	<1	<1	<1	<1
	06/29/2006	99.08	17.08	82.00	<1	<1	<1	<2	<1
	08/16/2007	99.08	17.84	81.24	<1	<1	<1	<3	<1
	07/10/2008	99.08	17.14	81.94	<2	<5	<5	<10	<5
	10/30/2008	99.08	17.03	82.05	<1	2.325	<1	<3	<5
	05/26/2009	99.08	17.07	82.01	<1	<1	<1	<3	<5
	10/20/2009	99.08	17.68	81.40	<1	<1	<1	<1	<5
	03/09/2010	99.08	17.50	81.58	NS	NS	NS	NS	NS
	11/29/2010	99.08	17.63	81.45	NS	NS	NS	NS	NS
	02/20/2012	*99.00*	17.73	81.27	<0.5	<0.5	<0.5	<1	<1
	04/30/2012	99.00	17.62	81.38	NS	NS	NS	NS	NS
MW-5	04/01/2003	99.08	24.26	NG.	NS	NS	NS	NS	NS
	08/15/2003	99.08	19.15	79.93	<1	<1	<1	<1	<3
	12/19/2003	99.08	18.48	80.60	<1	<1	1.3	<1	<3
	06/08/2004	99.08	17.97	81.11	<1	<1	<1	<1	<1
	06/29/2006	99.08	16.94	82.14	<1	<1	<1	<2	<1
	08/16/2007	99.08	8.58	90.50	<1	<1	<1	<2	<1
	07/10/2008	99.08	14.20	84.88	<2	<5	<5	<10	<5
	10/30/2008	99.08	14.24	84.84	<1	2.502	<1	<3	<5
	05/26/2009	99.08	16.36	82.72	<1	<1	<1	<3	<5
	10/20/2009	99.08	16.44	82.64	<1	<1	<1	<1	<5
	03/09/2010	99.08	17.44	81.64	NS	NS	NS	NS	NS
	11/29/2010	99.08	14.82	84.26	NS	NS	NS	NS	NS
	02/20/2012	*99.21*	13.85	85.36	<0.5	<0.5	<0.5	<1	3.4
	04/30/2012	99.21	13.60	85.61	NS	NS	NS	NS	NS
MW-6	07/10/2008	98.22	4.45	93.77	**679**	24	1720	703	21
	10/30/2008	98.22	4.85	93.37	**632.2**	19.8	538.5	158.15	46.2
	05/26/2009	98.22	4.07	94.15	**744.9**	8.2	521.8	104.8	**81.2**
	10/20/2009	98.22	4.66	93.56	**445**	10.72	205.7	36.7	55.62
	03/09/2010	98.22	4.48	93.74	**418.1 D**	13.35	500.1 D	64.03	18.87
	11/29/2010	98.22	5.68	92.54	**222.4**	8.89	191.4	41.73	35.54
	02/20/2012	*98.35*	4.15	94.20	**420**	13	230	96	45
	04/30/2012	98.35	5.98	92.37	NS	NS	NS	NS	NS

Table 2

GROUNDWATER ANALYTICAL DATA - BTEX/MTBE

Shell #116820
930 East Roosevelt Road
Lombard, Illinois

Tier 1 Groundwater Remediation Objectives for the Groundwater Ingestion Exposure Route					Benzene (ug/L)	Toluene (ug/L)	Ethylbenzene (ug/L)	Xylenes (ug/L)	MTBE (ug/L)
Class I Groundwater Remediation Objective					5	1,000	700	10,000	70
Class II Groundwater Remediation Objective					25	2,500	1,000	10,000	70
Indoor Inhalation - Residential (<5 feet building)					110	530,000	370	30,000	1,900,000
Indoor Inhalation - Industrial/Commercial (<5 feet building)					410	530,000	1,400	93,000	6,800,000
Sample Location	Sample Date	Referenced Elevation	Depth to Groundwater	Groundwater Elevation					
MW-7	07/10/2008	98.83	5.28	93.55	295	57	<5	<10	221
	10/30/2008	98.83	5.56	93.27	309.3	15.22	5.052	63.45	99.69
	05/26/2009	98.83	4.79	94.04	371.7	167.5	1.85	16.02	123.8
	10/20/2009	98.83	5.85	92.98	121.7	1.28	<1	<1	209.9
	03/09/2010	98.83	5.72	93.11	16.67	<1	<1	<1	142.3
	11/29/2010	98.83	6.59	92.24	<1	<1	<1	<1	96.86
	02/20/2012	*99.05*	6.10	92.95	68	18	2.3	29	100
	04/30/2012	99.05	6.03	93.02	NS	NS	NS	NS	NS
MW-8	07/10/2008	98.76	15.00	83.76	<2	<2	<2	<4	<2
	10/30/2008	98.76	15.19	83.57	<1	1.55	<1	<3	46.71
	05/26/2009	98.76	13.59	85.17	<1	<1	<1	<3	140.2
	10/20/2009	98.76	15.80	82.96	<1	<1	<1	<1	114.6
	03/09/2010	98.76	14.04	84.72	8.30	<1	8.02	<1	128.1
	11/29/2010	98.76	16.89	81.87	<1	<1	<1	<1	80.76
	02/20/2012	*98.90*	15.30	83.60	<0.5	<0.5	<0.5	<1	110
	04/30/2012	98.90	14.90	84.00	NS	NS	NS	NS	NS
MW-9	07/10/2008	98.68	5.61	93.07	2.3	<2	<2	<4	<2
	10/30/2008	98.68	4.15	94.53	<1	1.458	<1	<3	<5
	05/26/2009	98.68	4.51	94.17	<1	<1	<1	<3	<5
	10/20/2009	98.68	4.52	94.16	<1	<1	<1	<1	<5
	03/09/2010	98.68	5.23	93.45	NS	NS	NS	NS	NS
	11/29/2010	98.68	16.88	81.80	NS	NS	NS	NS	NS
	02/20/2012	*98.85*	5.86	92.99	<0.5	<0.5	<0.5	<1	<1
	04/30/2012	98.85	4.92	93.93	NS	NS	NS	NS	NS
MW-10	07/10/2008	99.01	8.82	90.19	<2	<2	<2	<4	8.5
	10/30/2008	99.01	9.53	89.48	1.212	2.695	<1	<3	83.28
	05/26/2009	99.01	9.60	89.41	1.68	<1	<1	<3	277.5
	10/20/2009	99.01	11.39	87.62	<1	<1	<1	<1	325.5
	03/09/2010	99.01	9.67	89.34	<1	<1	<1	<1	317.5
	11/29/2010	99.01	13.53	85.48	11.4	<1	<1	<1	243.4
	02/20/2012	*99.12*	12.73	86.39	43	<0.5	<0.5	<1	180
	04/30/2012	99.12	11.84	87.28	NS	NS	NS	NS	NS
MW-11	05/26/2009	98.66	5.36	93.30	617.4 D	3,361 D	1,373 D	6,241 D	1,074
	10/20/2009	98.66	5.87	92.79	355.4	145.8	663.4	2,339	1,399
	03/09/2010	98.66	5.05	93.61	20.74	39.2	60.66	248.9	17.02
	11/29/2010	98.66	5.94	92.72	267	16.34	387.8	2,687	913.3
	02/20/2012	98.66	NG	NG	Unable to Open				
	04/30/2012	*98.97*	5.42	93.55	380	4.1	1,300 D	2,900 D	510
MW-12	05/26/2009	99.14	4.62	94.52	<1	<1	<1	<3	198
	10/20/2009	99.14	5.25	93.89	<1	1.23	3.35	15.08	178.2
	03/09/2010	99.14	5.56	93.58	<1	<1	<1	<1	126.4
	11/29/2010	99.14	6.64	92.50	1.73	<1	<1	<1	91.3
	02/20/2012	99.14	NG	NG	Unable to Open				
	04/30/2012	*99.26*	5.97	93.29	0.69	<0.5	<0.5	<1	95
MW-13	05/26/2009	99.41	6.87	92.54	<1	<1	<1	<3	118
	10/20/2009	99.41	11.90	87.51	<1	<1	<1	<1	170
	03/09/2010	99.41	6.52	92.89	<1	<1	<1	<1	21.2
	11/29/2010	99.41	12.47	86.94	<1	<1	<1	<1	132.3
	02/20/2012	*99.26*	8.84	90.42	<0.5	<0.5	<0.5	<1	58
	04/30/2012	99.26	5.79	93.47	NS	NS	NS	NS	NS
MW-14	05/26/2009	99.47	4.29	95.18	2,968 D	94.13	1,592 D	5,511 D	32.14
	10/20/2009	99.47	4.61	94.86	2,128	34.2	1,034	2,873	<50
	03/09/2010	99.47	4.44	95.03	2,969	15.3	1,945	5,915	<50
	11/29/2010	99.47	5.32	94.15	2,432 D	34.38	1,918 D	5,946	27.99
	02/20/2012	*99.31*	4.86	94.45	1,800	11	800	1,200	31
	04/30/2012	99.31	4.94	94.37	NS	NS	NS	NS	NS
MW-15	05/26/2009	99.33	4.32	95.01	2,871 D	396.8 D	394.6	1,711 D	35.52
	10/20/2009	99.33	4.36	94.97	1,483	18.4	72.1	139.1	<50
	03/09/2010	99.33	4.33	95.00	1,772 D	14.01	88.6	232.4	25.21
	11/29/2010	99.33	5.50	93.83	1,963 D	42.82	424.1	948.4	<5
	02/20/2012	99.33	NG	NG	Unable to Open				
	04/30/2012	*99.34*	4.85	94.39	2,300 D	13	350	320	<2
MW-16	03/09/2010	98.68	3.87	94.81	<1	<1	<1	<1	<5
	11/29/2010	98.68	4.55	94.13	NS	NS	NS	NS	NS
	02/20/2012	98.68	NG	NG	Unable to Open				
	04/30/2012	*99.00*	4.53	94.47	1.3	<0.5	<0.5	<1	<1

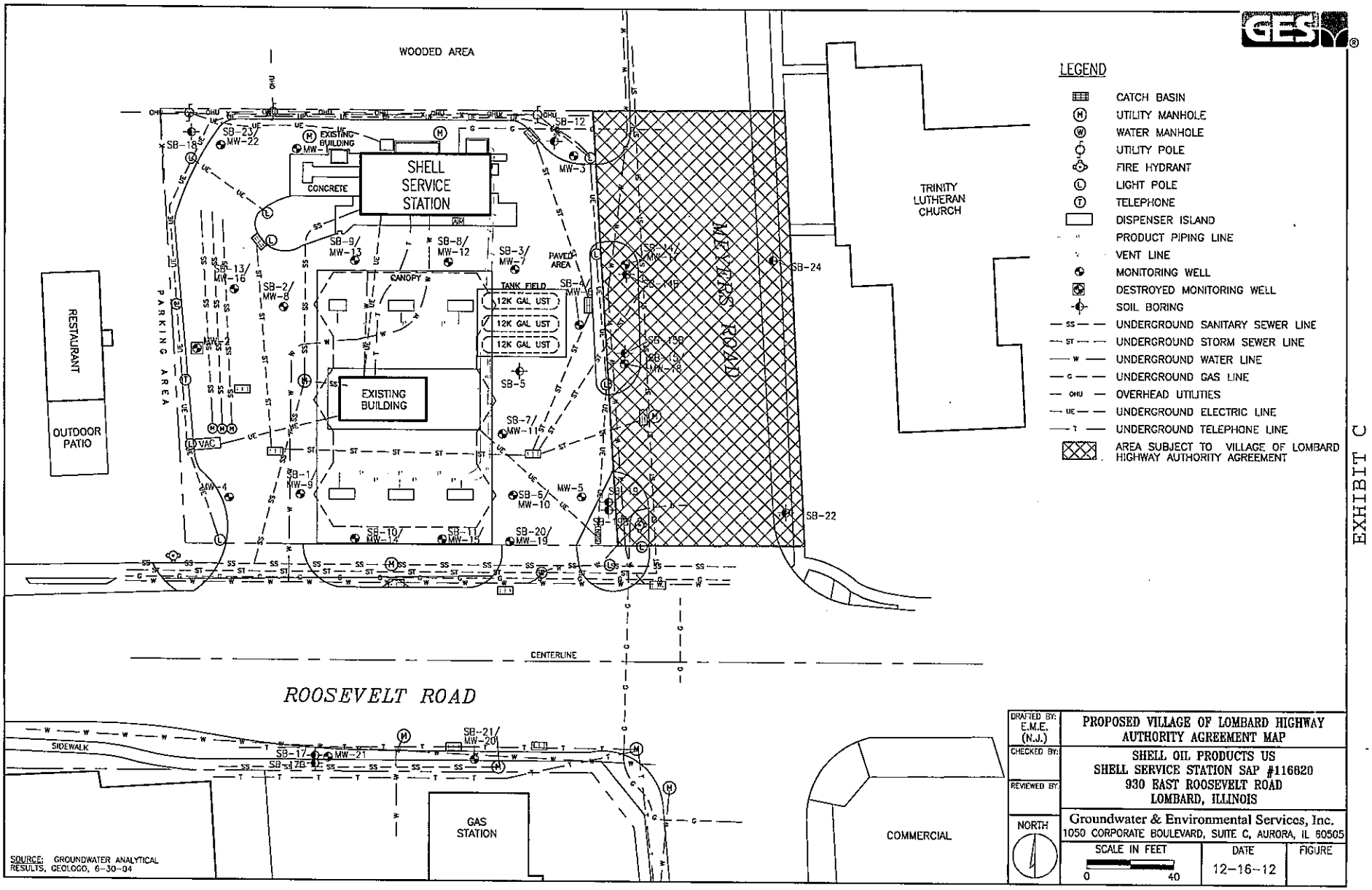
Table 2

GROUNDWATER ANALYTICAL DATA - BTEX/MTBE

Shell #116820
930 East Roosevelt Road
Lombard, Illinois

Tier 1 Groundwater Remediation Objectives for the Groundwater Ingestion Exposure Route					Benzene (ug/L)	Toluene (ug/L)	Ethylbenzene (ug/L)	Xylenes (ug/L)	MTBE (ug/L)
Class I Groundwater Remediation Objective					5	1,000	700	10,000	70
Class II Groundwater Remediation Objective					25	2,500	1,000	10,000	70
Indoor Inhalation - Residential (<5 feet building)					110	530,000	370	30,000	1,900,000
Indoor Inhalation - Industrial/Commercial (<5 feet building)					410	530,000	1,400	93,000	6,800,000
Sample Location	Sample Date	Referenced Elevation	Depth to Groundwater	Groundwater Elevation					
MW-17	03/09/2010	96.80	4.00	92.80	2.57	<1	<1	<1	<5
	11/29/2010	96.80	6.02	90.78	NS	NS	NS	NS	NS
	02/20/2012	96.80	NG	NG	Unable to Open				
	04/30/2012	*97.07*	5.05	92.02	<0.5	<0.5	<0.5	<1	<1
MW-18	03/09/2010	98.16	4.68	93.48	<1	<1	2.67	9.46	55.3
	11/29/2010	98.16	5.60	92.56	NS	NS	NS	NS	NS
	02/20/2012	*98.17*	5.33	92.84	<0.5	<0.5	<0.5	<1	39
	04/30/2012	98.17	5.37	92.80	NS	NS	NS	NS	NS
MW-19	11/29/2010	99.64	14.11	85.53	Insufficient water for sample				
	02/20/2012	99.64	NG	NG	Unable to Open				
	04/30/2012	*99.58*	10.70	88.88	<0.5	<0.5	<0.5	1.6	100
MW-20	11/29/2010	99.15	8.90	90.25	<1	<1	<1	<1	<5
	02/20/2012	*98.86*	9.58	89.28	<0.5	<0.5	<0.5	<1	<1
	04/30/2012	98.86	9.01	89.85	NS	NS	NS	NS	NS
MW-21	11/29/2010	98.46	6.80	91.66	<1	<1	<1	<1	<5
	02/20/2012	*98.30*	6.80	91.50	<0.5	<0.5	<0.5	<1	<1
	04/30/2012	98.30	7.01	91.29	NS	NS	NS	NS	NS
MW-22	02/20/2012	99.12	9.79	89.33	16	<1	<1	<2	<2
	04/30/2012	99.12	3.33	95.79	NS	NS	NS	NS	NS

NOTES:
1. ug/L = micrograms per liter
2. NG = Not Gauged
3. NS = Not Sampled
4. <# = Not detected above the method detection limit indicated
5. Bold = concentrations above Title 35 IAC Part 742 Tier 1 GROs for Class II groundwater
6. D = The result is from a diluted sample
7. Italics Elevation = Resurveyed



LEGEND

- CATCH BASIN
- UTILITY MANHOLE
- WATER MANHOLE
- UTILITY POLE
- FIRE HYDRANT
- LIGHT POLE
- TELEPHONE
- DISPENSER ISLAND
- PRODUCT PIPING LINE
- VENT LINE
- MONITORING WELL
- DESTROYED MONITORING WELL
- SOIL BORING
- UNDERGROUND SANITARY SEWER LINE
- UNDERGROUND STORM SEWER LINE
- UNDERGROUND WATER LINE
- UNDERGROUND GAS LINE
- OVERHEAD UTILITIES
- UNDERGROUND ELECTRIC LINE
- UNDERGROUND TELEPHONE LINE
- AREA SUBJECT TO VILLAGE OF LOMBARD HIGHWAY AUTHORITY AGREEMENT

EXHIBIT C

DRAFTED BY: E.M.E. (N.J.)	PROPOSED VILLAGE OF LOMBARD HIGHWAY AUTHORITY AGREEMENT MAP
CHECKED BY:	SHELL OIL PRODUCTS US SHELL SERVICE STATION SAP #116820 930 EAST ROOSEVELT ROAD LOMBARD, ILLINOIS
REVIEWED BY:	
NORTH	Groundwater & Environmental Services, Inc. 1050 CORPORATE BOULEVARD, SUITE C, AURORA, IL 60505
	SCALE IN FEET: 0 – 40 | DATE: 12-16-12 | FIGURE: