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IN THE COURT OF COMMON PLEAS OF
CUYAHOGA COUNTY, OHIO

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STATE OF OHIO, ex rel.)	Case No. 172743 ✓
ANTHONY J. CELEBREZZE, JR.,	:	Case No. 98877 ✓
ATTORNEY GENERAL OF OHIO,)	Case No. 179969 ✓
	:	
Plaintiff,)	[Hon. Lillian J. Greene]
	:	
v.)	
	:	
GSX CHEMICAL SERVICES OF)	
OHIO, INC.,	:	
)	
Defendant.	:	

CONSENT JUDGMENT

The Complaints and Contempt Charges in the above captioned cases having been filed herein, and the Plaintiff, State of Ohio by its Attorney General, Anthony J. Celebrezze, Jr., (hereinafter "Plaintiff") and the Defendant, GSX Chemical Services of Ohio, Inc. (hereinafter "GSX Ohio"), having consented to entry of this Consent Judgment.

NOW, THEREFORE, without further trial of any issues of law or fact, and upon consent of the parties hereto, it is hereby ORDERED, ADJUDGED and DECREED as follows:

I. JURISDICTION

1. This court has jurisdiction over the parties and the subject matter of these cases pursuant to Chapters 3704 and 3734 of the Ohio Revised Code. The Complaints and Contempt Charges state claims upon which relief can be granted against GSX Ohio under these statutes. This Court has jurisdiction over the parties hereto. Venue is proper in this Court.

II. PARTIES

2. The provisions of this Consent Agreement shall apply to and be binding upon the parties to these actions, their officers, employees, agents, assigns, and successors in interest.

3. GSX Ohio shall provide a copy of this Consent Judgment to each officer of GSX Ohio and to each employee and contractor employed to perform work, including closure activities provided for herein.

III. IMMEDIATE CESSATION OF OPERATIONS

4. Effective immediately, GSX Ohio shall not receive any hazardous waste at the Bessemer Facility. Effective immediately, GSX Ohio shall not treat any hazardous waste at the Bessemer Facility except: (a) where necessary in an emergency requiring implementation of the contingency plan to protect human health or the environment, or both; or (b) where necessary to treat wastewaters currently contained in the wastewater treatment unit's storage tanks in order to accomplish the reduction of waste inventory required by Paragraph 7; or (c) where necessary to implement an Ohio EPA approved hazardous waste closure plan for the Bessemer Facility.

5. Hazardous wastes, listed or characteristic, collected in the sumps shall not be treated at the Bessemer Facility. In order to prevent contamination by stormwater runoff, nothing herein shall prohibit GSX Ohio from managing rainwater that collects in sumps located at the Bessemer Facility through the wastewater treatment unit at the Bessemer Facility. In the event a spill of listed hazardous waste reaches the sumps, the spilled material and any rainwater coming into contact with the spilled material shall be managed as a hazardous waste and may not be treated at the Bessemer Facility.

IV. CIVIL PENALTY

6. GSX Ohio shall pay a civil penalty under O.R.C. §3734.13 of Four Hundred Thousand Dollars (\$400,000), and a civil penalty under O.R.C. §3704.06 of Fifty Thousand Dollars (\$50,000) not later than thirty (30) days after the entry of this Consent Judgment. The penalty shall be paid by delivering checks made payable to "Treasurer, State of Ohio", which checks shall be delivered by mail or otherwise to Terrence S. Finn or his successor at the Ohio Attorney General's Office, Environmental Enforcement Section, 30 East Broad Street, 25th Floor, Columbus, Ohio 43266-0410.

V. CLOSURE

7. Within fourteen (14) days of entry of this Consent Judgment, GSX Ohio shall remove all remaining containers of hazardous waste from the Bessemer Facility. Except as specified in the following sentence, within fourteen (14) days of entry of this Consent Judgment, GSX Ohio shall remove from the Bessemer Facility all pumpable hazardous waste from any tanks located at the Bessemer Facility. Within fourteen (14) days of entry of this Consent Judgment, GSX Ohio shall treat or remove from the Bessemer Facility all pumpable hazardous waste currently contained in the wastewater treatment unit tanks.

8. Within ninety (90) days after entry of this Consent Judgment, GSX Ohio shall submit three copies of a closure plan for closure of the Bessemer Facility which meets the requirements of O.A.C. Chapter 3745-66, including but not limited to O.A.C. §3745-66-11 and 12, to Ohio EPA for its approval. This closure plan shall include a schedule for implementation. If Ohio EPA notifies GSX Ohio that all or part of the closure plan requires alteration or supplementation, GSX Ohio shall, within thirty (30) days of this written notice, respond to the notice and resubmit the closure plan to Ohio EPA. GSX Ohio shall close the Bessemer Facility in accordance with O.A.C. Chapter 3745-66 and the closure plan as approved by Ohio EPA including any approved amendments thereto. Except as required by O.A.C. §3745-52-34(A)(1), the closure requirements of O.A.C. Chapter 3745-66 are not applicable to the wastewater treatment unit at the Bessemer Facility. The wastewater treatment unit at the Bessemer Facility shall be closed in accordance with O.A.C. §3745-66-11 and 14 on a schedule which is completed no later than the completion date established in the approved closure plan for the Bessemer Facility. GSX Ohio shall submit documentation that it has met these closure requirements for the wastewater treatment unit. Nothing in this paragraph shall be construed to limit any right GSX Ohio may have under O.R.C. Chapter 3745 to appeal final actions of the Director of Ohio EPA with regard to the closure plan.

9. Until such time as GSX Ohio complies with Paragraph 8 above, GSX Ohio shall comply with O.A.C. Chapter 3745-52, O.A.C.

§§3745-65-14, 15, 31, 34, 50 through 56, and 73; and O.A.C. §§3745-66-42 through 48.

10. GSX Ohio and all subsequent owners and/or operators of the Bessemer Facility are permanently prohibited from receiving any hazardous waste from off-site, except as such activities are specifically authorized herein. As to subsequent owners and operators, GSX Ohio's obligation under this paragraph shall be complete upon its recording a copy of this Consent Judgment with the Cuyahoga County Recorder such that it shall appear as a matter of public record in any subsequent title search.

11. The orders of the Court contained in this Consent Judgment supersede the previous orders of the Court, including those orders of Judge Paul Matia in Cuyahoga County Court of Common Pleas Case No. 98877.

VI. ACCORD AND SATISFACTION, AND RELEASE

12. The parties are entering into this Consent Judgment to resolve all claims of Plaintiff against GSX Ohio for alleged violation of environmental laws, rules and Consent Judgments through the date of entry of this judgment, whether civil, criminal or administrative in nature. In addition, GSX Ohio is entering into this Consent Judgment due to unusual and unforeseeable business circumstances. Plaintiff alleges in its Complaints and Charges in Contempt that GSX Ohio has operated the Bessemer Facility in violation of various provisions of Ohio Revised Code Chapters 3704 and 3734, rules promulgated thereunder, and Consent Judgments before Judge Paul Matia (Cuyahoga County Court of Common Pleas Case No. 98877), and/or Judge William Mahon (Cuyahoga County Court of Common Pleas Case No. CV-179969). Plaintiff has also initiated an administrative proceeding before Ohio EPA to revoke GSX Ohio's permit (Ohio EPA Case No. 90-HW-037) in which plaintiff has alleged that GSX Ohio has operated the Bessemer Facility in violation of Ohio Revised Code Chapter 3734 and rules promulgated thereunder. These actions, judicial and administrative, shall be collectively referred to as "Enforcement Proceedings." Defendant denies the allegations in the Enforcement Proceedings. Compliance with Section III and Section IV of this Consent Judgment shall be a full accord and satisfaction and release for GSX Ohio's civil, criminal and administrative liability, past and future, for all violations of law including the Ohio Revised Code, rules promulgated thereunder and Consent Judgments, if any, which have been alleged by

Plaintiff in any Enforcement Proceeding, or which arise out of facts, events or conditions which occurred or were in existence prior to or through the date of entry of this Consent Judgment. Nothing in this Consent Judgment shall be construed to limit the State of Ohio's ability to seek relief for claims for conditions which occur after entry of this Consent Judgment or to limit the State of Ohio's ability to seek clean up of any pollutants or contaminants discovered by Ohio EPA at the Bessemer Facility subsequent to closure. This Consent Judgment is not an admission of any violation of law, rule or other Consent Judgment and shall not be admissible in any proceeding; civil, criminal or administrative; except for the sole purpose of enforcing compliance by the parties with the obligations of each under this Consent Judgment.

13. Within fourteen (14) days of entry of this Consent Judgment, GSX Ohio shall withdraw its permit application from the Ohio Hazardous Waste Facility Board (HWFB) and Ohio EPA and advise the HWFB and Ohio EPA that it will cease operations and implement closure activities pursuant to this Consent Judgment. Within fourteen (14) days of entry of this Consent Judgment, Ohio EPA shall withdraw its proposed action to revoke the GSX Ohio Permit (Ohio EPA Case No. 90-HW-037). Within fourteen (14) days of entry of this Consent Judgment, GSX Ohio shall voluntarily dismiss with prejudice its appeal in EBR Case No. 182826, which case involves the reclassification of waste streams.

Ohio Environmental Protection Agency
Northeast District Office
Division of Solid and Hazardous Waste Management
Attn.: Andrea Dakoski
2110 East Aurora Road
Twinsburg, Ohio 44087

and addresses as may hereinafter be otherwise specified in writing by Ohio EPA.


18. The Court retains jurisdiction of this matter for the purpose of making any order or decree which it may deem at any time to be necessary to carry out this Consent Judgment.

19. The Defendant shall pay court costs.

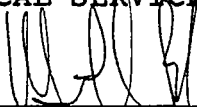

JUDGE, COURT OF COMMON PLEAS

APPROVED BY:

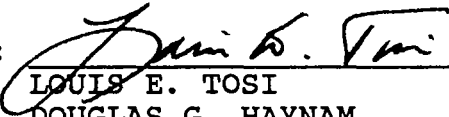
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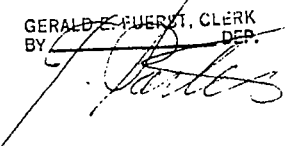
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RECEIVED FOR FILING

OCT 23 1990

GERALD E. FUERT, CLERK
BY: 
DEP.