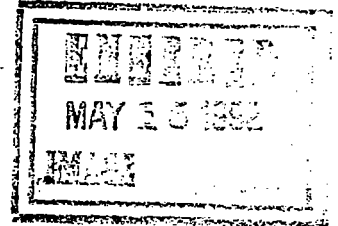


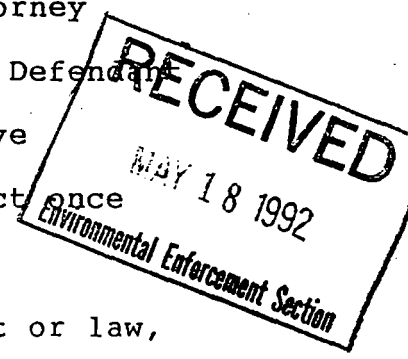
Timothy J. Kern (K-573) (0034629)
Kim K. Burke (B-553) (0002277)

IN THE COURT OF COMMON PLEAS
HAMILTON COUNTY, OHIO

STATE OF OHIO, ex rel. : CASE NO. A9202446
LEE FISHER :
ATTORNEY GENERAL OF OHIO : JUDGE NADEL
Plaintiff, :
v. :
SCHULTE CORPORATION, INC. : CONSENT ORDER
Defendant. :



The Complaint in the above-captioned matter having been filed herein, the Plaintiff State of Ohio by its Attorney General Lee Fisher (hereinafter "Plaintiff") and the Defendant Schulte Corporation, Inc. (hereinafter "Schulte") have consented to this Order. This Order shall take effect once signed and entered into the Court's journal.



NOW THEREFORE, without trial of any issue of fact or law, and without admission by Schulte of any facts or liability alleged in the Complaint, and upon consent of the parties hereto, it is hereby ORDERED, ADJUDGED, AND DECREED as follows:

I. JURISDICTION AND VENUE

1. The Court has jurisdiction over the parties and the subject matter of this case. The Complaint states a claim upon which relief can be granted against Schulte under Chapter 6111 of the Ohio Revised Code (hereinafter "O.R.C.") and regulations promulgated thereunder. Venue is proper in this Court.

II. PARTIES

2. The provisions of this Consent Order shall apply and be binding upon the parties to this action and their agents, officers, employees, assigns, successors in interest, and any person acting in concert or participation with them.

III. SATISFACTION OF LAWSUIT

3. Plaintiff alleges in the Complaint that Schulte has operated its Oakley metal plating facility in such a manner as to result in violations of applicable pretreatment standards in violation of the water pollution laws of the State of Ohio. Compliance with the terms of this Consent Order shall constitute full satisfaction of civil liability by Schulte to the State of Ohio for all claims alleged in the Complaint. Nothing in this Order shall be construed to limit the authority of the State of Ohio to seek or obtain relief for claims or conditions not alleged in the Complaint, including violations which occur after the filing of the Complaint.

IV. CIVIL PENALTY

4. Schulte shall pay to the State of Ohio pursuant to 6111.09, a civil penalty of One Hundred Thousand dollars (\$100,000) by delivering five certified checks of twenty thousand dollars (\$20,000) each, payable to the order of "Treasurer, State of Ohio" to Janis Miller, Administrative Assistant, Environmental Enforcement Section, or her successor, Office of the Attorney General, 25th Floor, 30 East Broad

Street, Columbus, Ohio 43266-0410. These five payments of \$20,000 each by Schulte via certified check shall be received at the Environmental Enforcement Section (EES) no later than the close of business on the following dates, or by the close of business on the first subsequent business day should the specified payment date fall on a weekend or holiday:

i. First Payment: \$20,000 by certified check received by EES thirty (30) days after the date of entry of this Order;

ii. Second Payment: \$20,000 by certified check received by EES sixty (60) days after the date of entry of this Order;

iii. Third Payment: \$20,000 by certified check received by EES ninety (90) days after the date of entry of this Order;

iv. Fourth Payment: \$20,000 by certified check received by EES one hundred and twenty (120) days after the date of entry of this Order;

v. Fifth Payment: \$20,000 by certified check received by EES one hundred and fifty (150) days after the date of entry of this Order.

V. RETENTION OF JURISDICTION

5. The Court will retain jurisdiction of this action for the purpose of overseeing compliance with this Consent Order.

VI. COSTS

6. Schulte is hereby ordered to pay the Court costs of this action.

7. Defendant Schulte is ordered to pay for the enforcement costs of relator Ohio Attorney General expended in pursuing the instant action, totalling one thousand two hundred and fifty dollars (\$1,250) by delivering a certified check in such an amount for payment into the State Treasury made payable to the order of "Treasurer, State of Ohio" to Ms. Janis Miller, Administrative Assistant, or her successor, Environmental Enforcement Section, 25th Floor, 30 East Broad Street, Columbus, Ohio 43266-0410, within thirty (30) days after the entry of the instant Consent Order. Any check submitted in compliance with this section shall be in addition to and separate from any check submitted pursuant to any other section of this Consent Order.

VII. ACKNOWLEDGEMENT AND UNDERSTANDING

8. Defendant Schulte states that it has read and fully understands this Consent Order and agrees to comply with it fully.

IT IS SO ORDERED.

ENTERED THIS _____ DAY OF MAY 1992.

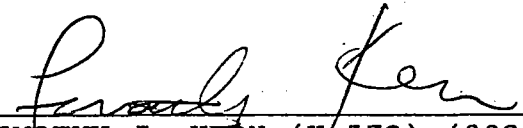


JUDGE, NORBERT NADEL


APPROVED:

STATE OF OHIO, ex rel.
LEE FISHER
ATTORNEY GENERAL OF OHIO

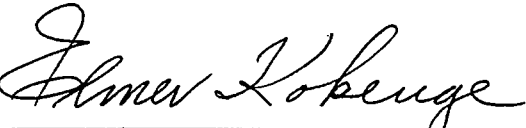
BY:



TIMOTHY J. KERN (K-573) (0034629)
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CINCINNATI, OHIO 45202-3957
(513) 381-2838



ELMER KOKENGE, PRESIDENT
SCHULTE CORPORATION, ~~INC.~~

E.K.