

(C)

cc: Health
Bldg.
Plan

ENVIRON

January 30, 2012

Federal Express and Fax (609-777-0756)

Bureau of Case Assignment & Initial Notice
Site Remediation Program
New Jersey Department of Environmental Protection
401 East State Street
401-05H
P.O. Box 420
Trenton, NJ 08625-0420



**Re: Givaudan Fragrances Corporation, 400 International Drive, Mount Olive, NJ
PI: 014339 / Incident No.: 12-01-20-1640-31
General Information Notice**

Dear Sir or Madam:

Enclosed is a completed General Information Notice (GIN) for the above-referenced site.

A discharge was reported to the NJDEP hotline on January 20, 2012, and case number 12-01-20-1640-31 was assigned. This discharge, the source and date of which are not known, will be evaluated as part of the Industrial Site Recovery Act (ISRA) activities.

If you have any questions regarding this submission, please contact Tavia Rutledge at 973-286-4265 or trutledge@environcorp.com.

Sincerely,

Tavia Rutledge
Senior Manager

TR:Imc
28-26973A\PRIN_WP\33273.docxlv1

Enclosure

cc: Mount Olive Township Clerk
Dirk Berard – Givaudan Fragrances Corporation
Stefan Giezendanner – Givaudan Fragrances Corporation
Bill Hatfield, Esq. - Day Pitney LLP
Wray Blattner, Esq. – Thompson Hine LLP



New Jersey Department of Environmental Protection
Site Remediation Program

GENERAL INFORMATION NOTICE (GIN)

New Revision/Update *

Date Stamp
 (For Department use only)

NOTE: If more than one Industrial Establishment (business) operates at the site (multiple tenancy), and the transaction which initiates ISRA is a sale of property, then a separate General Information Notice is required for each Industrial Establishment (tenant) that uses hazardous materials and has a NAICS number within the subject realm of ISRA.

Date: 01/30/2012

SECTION A. INDUSTRIAL ESTABLISHMENT

Site Name: Givaudan Fragrances Corporation Telephone Number: (513) 948-5050

Street Address: 400 International Drive

Municipality: Mount Olive (Township, Borough or City)

County: Morris Zip Code: 07828

* ISRA Case No.: _____ Program Interest No.: 014339

State Plane Coordinates for a central location at the site: Easting: 430675.7 Northing: 752624.9

Municipal Block(s) and Lot(s): Block # 103 Lot # 2.04

Block # _____ Lot # _____ Block # _____ Lot # _____

Block # _____ Lot # _____ Block # _____ Lot # _____

Block # _____ Lot # _____ Block # _____ Lot # _____

Block # _____ Lot # _____ Block # _____ Lot # _____

Does the Industrial Establishment include: the Entire Site; or
 a Leasehold Portion of the Block and Lots designated above.

Date trigger compliance with N.J.A.C. 7:26B-3.2(a) 01/25/2012

NAICS Code: 325611 (Required)

To determine your NAICS Code, please refer to the "Official NAICS Page" at <http://www.census.gov/eos/www/naics/> or contact the NJ Department of Labor at 609-292-2633.

Please provide a description of operations conducted on site by the Industrial Establishment listed in "A" above to verify the listed NAICS number as accurate.

Givaudan Fragrances Corporation's operations at the site consist of: (1) manufacturing oral care products; and (2) warehousing raw materials that are used in the on-site oral care manufacturing activities, as well as in fragrance manufacturing activities conducted at a nearby, off-site, Givaudan Fragrances Corporation facility (300 Waterloo Valley Road, Mt. Olive, New Jersey).

CURRENT PROPERTY OWNER(S)

Business Name: Givaudan Fragrances Corporation

Contact Person: Dirk Berard Telephone Number: (513) 948-5050

Street Address: 1199 Edison Drive

Municipality: Cincinnati State: Ohio Zip Code: 45216

CURRENT BUSINESS OWNER (complete this section even if the same as above)

Business Name: Givaudan Fragrances Corporation

Contact Person: Dirk Berard Telephone Number: (513) 948-5050

Street Address: 1199 Edison Drive

Municipality: Cincinnati State: Ohio Zip Code: 45216

SECTION B. MAPS TO PROVIDE

- 1. A current tax map, attached as Appendix # 1 (Fig 3) and
- 2. A scaled site map showing the entire property and all current structures located on the blocks and lots listed in Item 1A above. For Department data entry and identification purposes the boundaries of each industrial establishment currently located on the site shall be highlighted and clearly labeled on the scaled site map, attached as Appendix # 1 (Fig 2).

SECTION C. PREVIOUS ISRA/ECRA SUBMISSIONS

- 1. Have there been any previous or concurrent ISRA/ECRA submissions (including Applicability Determinations or De Minimus Quantity Exemption Application) by this Industrial Establishment or another Industrial Establishment, which occupied the same tax block and lot number? Yes No
- 2. If "Yes," Name of Industrial Establishment(s): See Appendix 2
- 3. ISRA/ECRA Case No(s): See Appendix 2 Current Status See Appendix 2

SECTION D. NFA, RAO OR NEGATIVE DECLARATION

- 1. Has the same property occupied by the Industrial Establishment in section A above received a No Further Action Letter (NFA), Response Action Outcome (RAO) or Negative Declaration Approval? Yes No
If "Yes," provide:
- 2. A copy of the prior No Further Action Letter, Response Action Outcome or Negative Declaration Approval, attached as Appendix # 2 and
- 3. A scaled site map, which clearly depicts the site or portions thereof that the prior No Further Action Letter, Response Action Outcome or Negative Declaration Approval includes, attached as Appendix # 1 (Fig 2).

Please Note: If the Block and Lot designation for the site on which the Industrial Establishment listed above is different than the Block and Lot listed on the prior No Further Action Letter, Response Action Outcome or Negative Declaration Approval, then please provide a brief description of when the designation change occurred and a statement supporting that the current application is for the same site. The Department will not assume the application for the current site is the same site referenced on a prior no further action approval if the Block and Lots are different.

SECTION E. TYPE OF TRANSACTION

Indicate the transaction(s), which initiates the ISRA review. Check all that apply (see N.J.A.C. 7:26B-3.2 & 3.3):

- Sale of Property Foreclosure Stock Transfer/Corporate Merger
- Cessation Partnership Change Other (attach documentation to explain)
- Sale of Business Sale of Assets
- Bankruptcy - Type: _____ Date: _____ Case #: _____

SECTION F. CESSATION OF OPERATIONS

If a cessation of operations is involved at this location, provide the following information:

- 1. Provide the date of the public release of the decision to close the facility _____, or
- 2. Provide the date that operations ceased _____, or
- 3. Provide the date that operations will cease 06/30/2012

SECTION G. PROPERTY SALE/TRANSFER OF TITLE

If the transaction initiating an ISRA review is an agreement of sale or execution of an option to purchase, fill in the date of execution of that instrument below. If a sales agreement has not been signed, then you may not have triggered ISRA unless another trigger such as a cessation of operations has also occurred.

- 1. Is a sale involved? Yes No (If "No," skip to section H.)
- 2. Provide the date of the Agreement/Notifications of Option to Purchase 01/25/2012
- 3. Provide the date proposed for transfer of title 06/30/2012
- 4. Please complete the following:

Name of Party/Purchaser: Robertet, Inc.

Address: 125 Bauer Drive, Oakland, NJ 07436

Phone Number: (201) 405-2007 Contact Person: Anthony DelGaudio

SECTION H. AUTHORIZED AGENT

Provide the name and mailing address of an individual to be designated as the "Authorized Agent": a primary contact with the Department for all matters relating to this ISRA review. This can be a licensed site remediation professional or attorney assisting the owner or operator with their ISRA compliance obligations. The Department will copy the Authorized Agent on all written correspondence.

Name: Tavia Rutledge Telephone Number: (973) 286-4265

Firm: ENVIRON International Corporation

Street Address: One Riverfront Plaza, 1037 Raymond Blvd, 7th Floor

Municipality: Newark State: NJ Zip Code: 07102

Fax Number: (973) 824-2740 Email Address (optional): trutledge@environcorp.com

SECTION I. NOTIFICATIONS (To be initialed by the signatory on the certification page.)**Right of Entry and Inspection**

Pursuant to the Industrial Site Recovery Act rules (N.J.A.C. 7:26B-1.9), by the submission and certification of this document I give my consent to the entry of the industrial establishment by the Department and its authorized representatives during any phase of remediation, upon the presentation of credentials, to inspect the site.

Initial KDP

Withdrawal Notification

I understand that I may withdraw this notice if the transaction that initiated the filing of this General Information Notice is terminated. In accordance with the Industrial Site Recovery Act rules (N.J.A.C. 7:26B-3.4), such withdrawal, stating the reasons why compliance with ISRA no longer applies to the site referenced in Item 1A above, shall be made in writing and certified in accordance with N.J.A.C. 7:26B-1.6. I understand if the site has been confirmed to be contaminated, pursuant to the Site Remediation Reform Act, I am obligated to continue with the remediation of the site regardless of the status of my ISRA trigger.

Initial KDP

Municipal Notification

I certify that the municipality (Municipal Clerk), in which the industrial establishment named in Item 1A above is located, has been provided a copy of this notice.

Initial KDP

SECTION J. PERSON RESPONSIBLE FOR CONDUCTING THE REMEDIATION INFORMATION AND CERTIFICATION

Full Legal Name of the Person Responsible for Conducting the Remediation: Givaudan Fragrances Corporation

Representative First Name: Dirk Representative Last Name: Berard

Title: Director EHS, North America

Phone Number: (513) 948-5050 Ext: _____ Fax: (513) 482-8538

Mailing Address: 1199 Edison Drive

City/Town: Cincinnati State: OH Zip Code: 45216

Email Address: dirk.berard@givaudan.com

Does the listed individual or firm own the: property, business, or both?

This certification shall be signed by the responsible party who is submitting this notification in accordance with Administrative Requirements for the Remediation of Contaminated Sites rule at N.J.A.C. 7:26C-1.5(a).

I certify under penalty of law that I have personally examined and am familiar with the information submitted herein, including all attached documents, and that based on my inquiry of those individuals immediately responsible for obtaining the information, to the best of my knowledge, I believe that the submitted information is true, accurate and complete. I am aware that there are significant civil penalties for knowingly submitting false, inaccurate or incomplete information and that I am committing a crime of the fourth degree if I make a written false statement which I do not believe to be true. I am also aware that if I knowingly direct or authorize the violation of any statute, I am personally liable for the penalties.

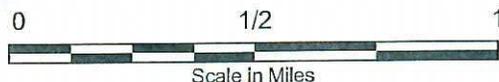
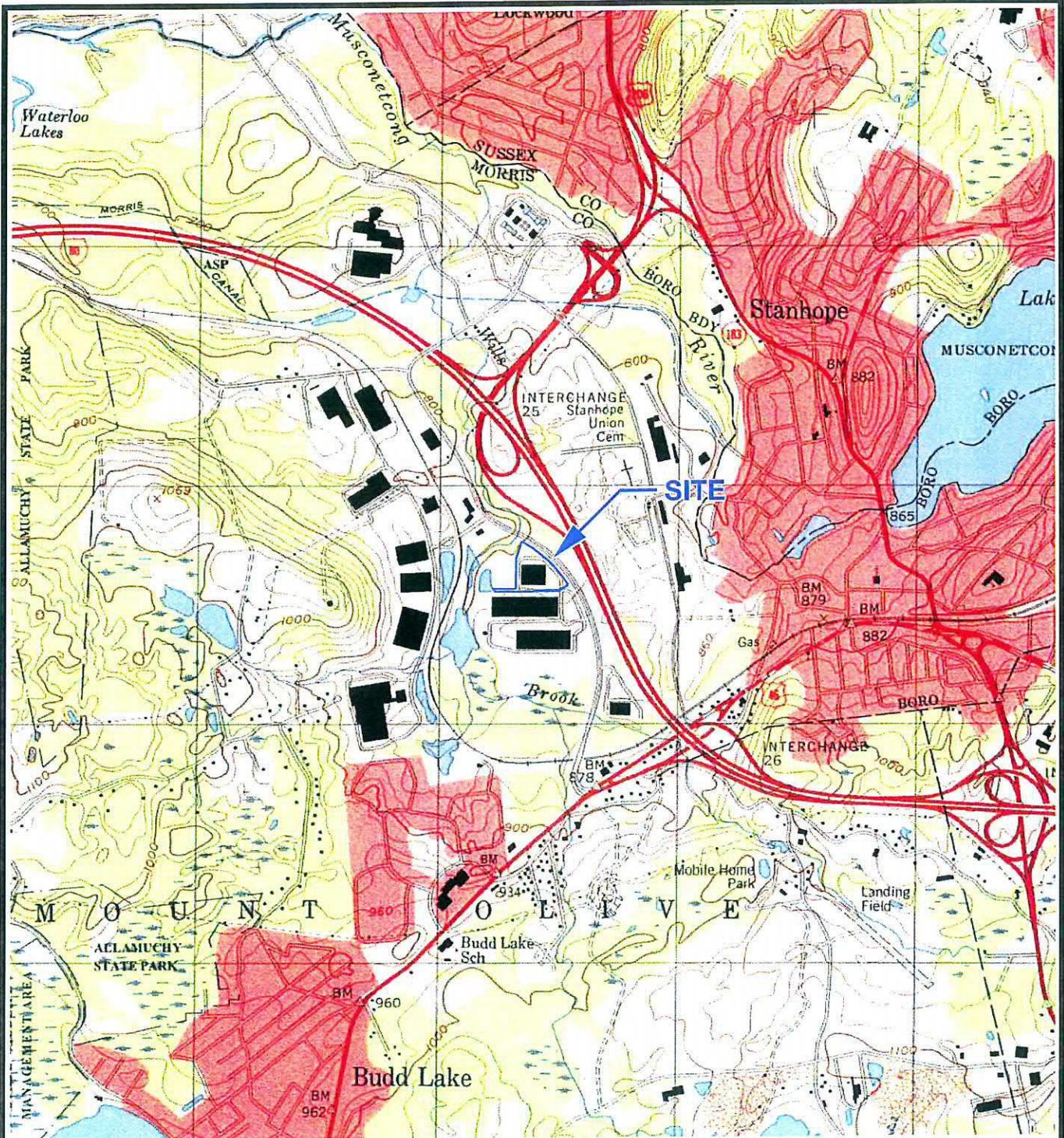
Signature: [Signature] Date: 1/27/2012

Name/Title: Dirk Berard / Director EHS, North America No Changes Since Last Submittal

Completed forms should be sent to:

Bureau of Case Assignment & Initial Notice
Site Remediation Program
NJ Department of Environmental Protection
401-05H
PO Box 420
Trenton, NJ 08625-0420

Appendix 1
Figures



SOURCE:
USGS 7.5 MINUTE STANHOPE, NJ, TOPOGRAPHIC QUADRANGLE, 1995.



SITE LOCATION MAP
GIVAUDAN FRAGRANCES CORPORATION
400 INTERNATIONAL DRIVE
MOUNT OLIVE, NEW JERSEY

FIGURE
1

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KPM 1/20/12 [2826973_SL_MTOUVENJ] F:\2826973

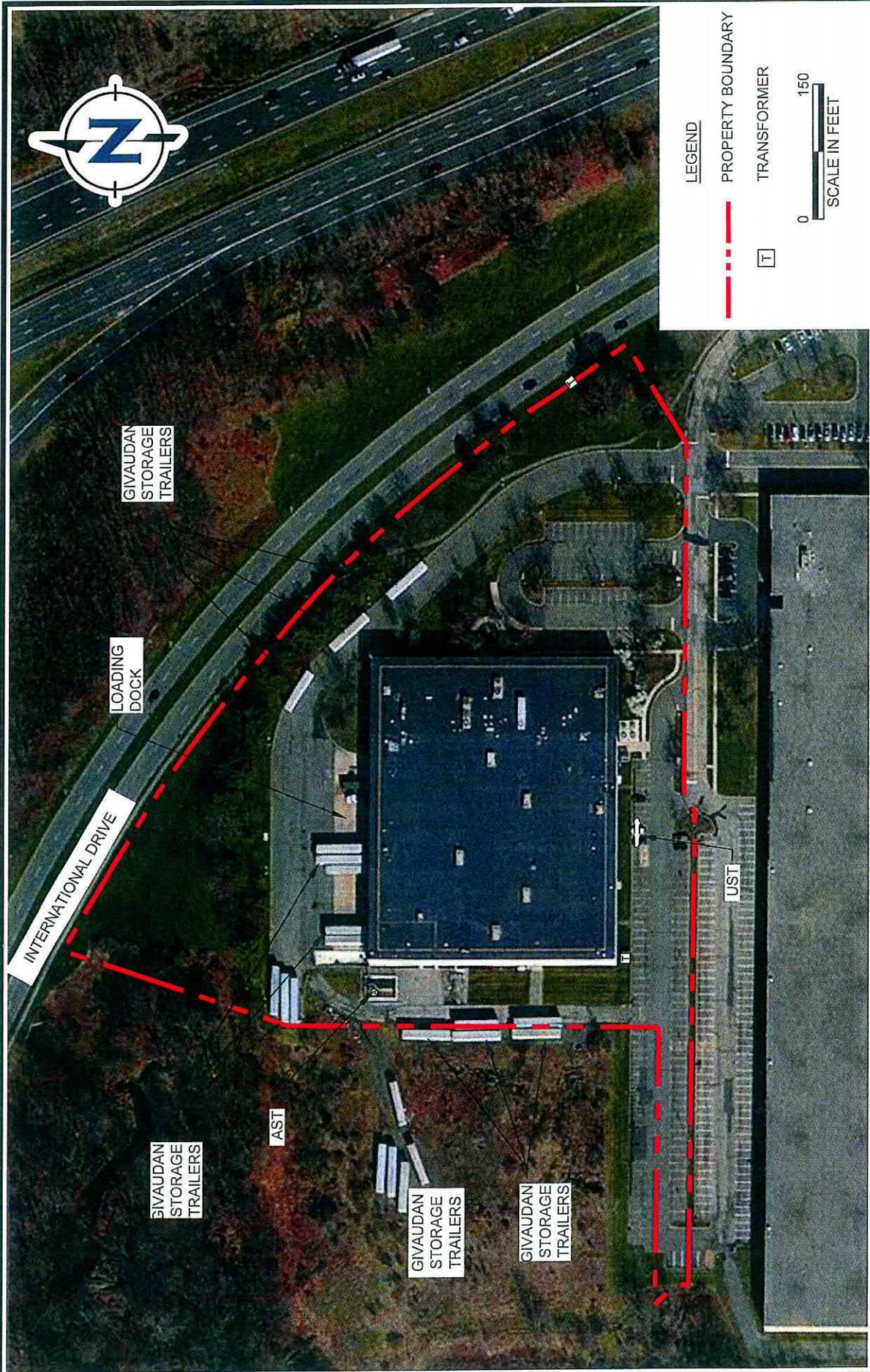


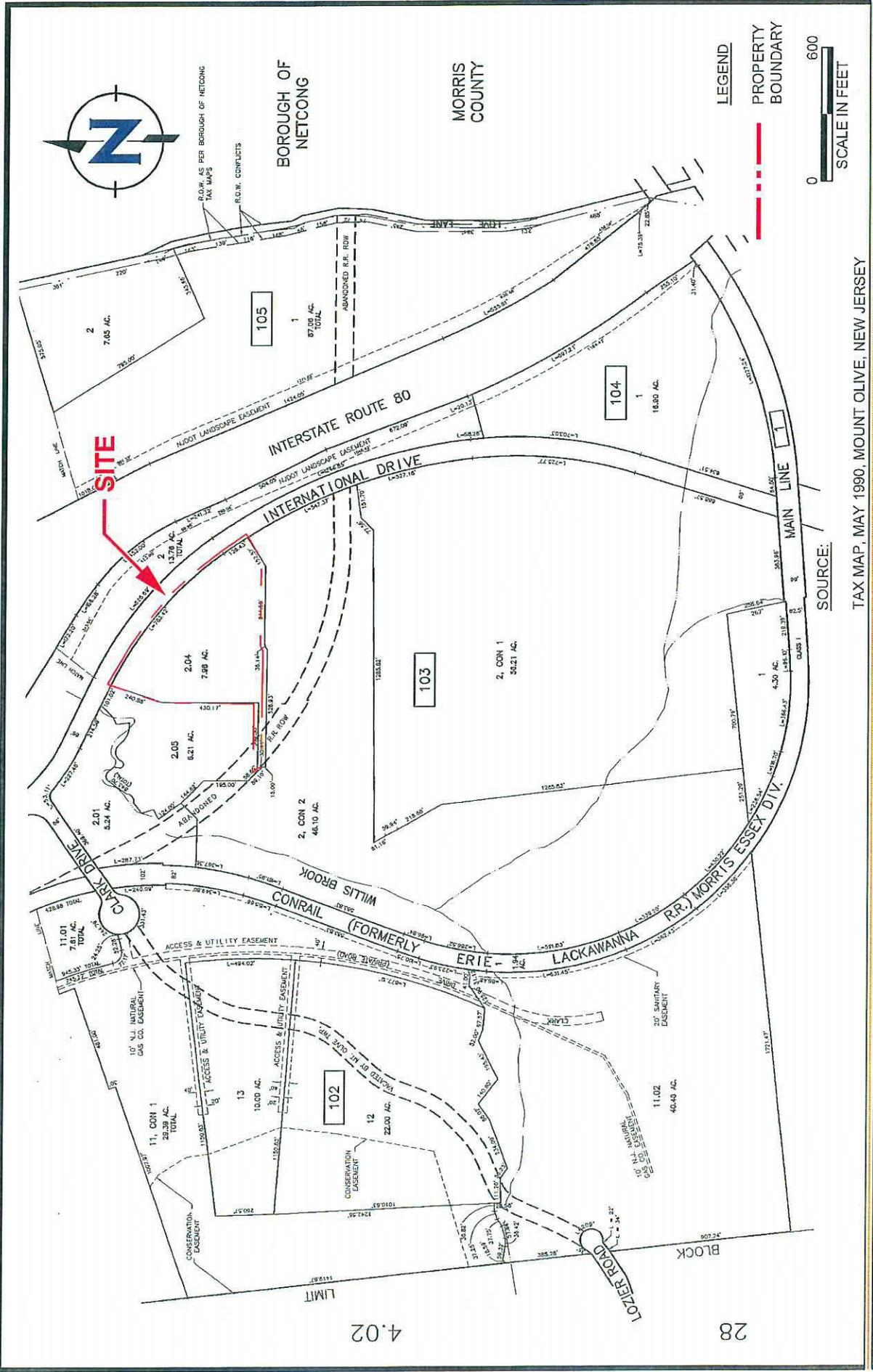
FIGURE
2

SITE LAYOUT
GIVAUDAN FRAGRANCES CORPORATION
400 INTERNATIONAL DRIVE
MOUNT OLIVE, NJ

ENVIRON
www.vironcorp.com

DRAFTED BY: TSP/BJK DATE: 12/06/2011

2826973A



4.02

28

SOURCE:
TAX MAP, MAY 1990, MOUNT OLIVE, NEW JERSEY

TAX MAP
GIVAUDAN FRAGRANCES CORPORATION
400 INTERNATIONAL DRIVE
MOUNT OLIVE, NJ

FIGURE
3

DRAFTED BY: KPM
 DATE: 01/23/2012



2826973A

Appendix 2
Summary of Prior Environmental Activities
No Further Action Letters

Appendix 2 Prior Environmental Activities

Five Site Remediation Program (SRP) cases are associated with the Givaudan Fragrances Corporation (Givaudan) site, as described in the sections below.

1997 ISRA Case – Quest International Fragrances, Inc. – ISRA Case No. E97237

In 1997, Imperial Chemical Industries (ICI) acquired the stock of INDOPCO, Inc. (INDOPCO), thereby acquiring INDOPCO's unincorporated business units (including, Quest International Fragrances Company). This transaction triggered ISRA requirements. In a letter dated August 20, 1998 (attached), the New Jersey Department of Environmental Protection (NJDEP) approved the Negative Declaration for the ISRA case and issued unrestricted sitewide No Further Action (NFA) approval and a Covenant Not to Sue, closing the ISRA case.

The Negative Declaration Affidavit for this ISRA case identifies the site as being located at block 103, lot 2; however, the current block/lot designation for the site is block 103, lot 2.04. The property was subdivided from the larger lot 2, to create lot 2.04, in 2005 when Quest International Fragrances (Quest) acquired the property (see below).

2004 UST Closure – UST Facility ID 014339 (TMS #N04-3609)

On December 29, 2004, the 4,000-gallon emergency spill UST was permanently closed via removal. The NJDEP issued unrestricted NFA approval with Covenant Not to Sue for this UST closure on January 9, 2007 (attached).

2005 ISRA Case – Quest International Fragrances – ISRA Case No. E20050398

In 2005, Quest acquired the subject property from the New Jersey Foreign Trade Zone Venture, LLC, triggering ISRA requirements. A UST Waiver Application was submitted to the NJDEP, to obtain a waiver from ISRA obligations on the basis that the only area of concern requiring a site investigation was the UST area. In a letter dated February 6, 2006 (attached), the NJDEP approved the UST Waiver, closing the ISRA case.

2006 ISRA Case – Quest International Fragrances – ISRA Case No. E20060458

In 2006, Givaudan announced the anticipated acquisition of Quest from ICI, triggering ISRA requirements. The acquisition of Quest was completed in 2007 and included transfer of the business and the property to Givaudan. Based on the above-described assessment, in a letter dated February 27, 2007 (attached), the NJDEP issued unrestricted sitewide NFA approval and a Covenant Not to Sue, closing the ISRA case. These ISRA activities were completed via the Cleanup Star Oversight Program.

2012 Discharge Report – Givaudan Fragrances Corporation – Case No. 12-01-20-1640-31

A voluntary site investigation was conducted at the site in December 2011. A grab groundwater sample collected from a temporary well point contained a tentatively identified compound, salicylic acid, at an estimated concentration that was greater than the Groundwater Quality Standard (GWQC). On January 20, 2012, this apparent discharge was reported to the NJDEP hotline. Case number 12-01-1640-31 was assigned. The source and date of the release are not known.

Additional investigation will be conducted, as required by the New Jersey Technical Requirements for Site Remediation. This case remains open.

Christine Todd Whitman
Governor



State of New Jersey
Department of Environmental Protection
Bureau of Field Operations
PO Box 435
401 East State Street
Trenton NJ 08625-0435

Robert C. Shinn, Jr.
Commissioner

AUG 2 C 1998

Damas C. Thoman
INDOPCO Inc. d/b/a Quest International Fragrances, Inc.
400 International Drive
Mount Olive NJ 07828

Re: Entire Site, Unrestricted Use, No Further Action Letter and Covenant Not to Sue
Industrial Establishment: INDOPCO Inc. d/b/a Quest International Fragrances, Inc.
400 International Drive Mount Olive Twp, Morris County
Block 103 Lot 2
ISRA Case # 97237
ISRA Transaction: Stock Transfer
Negative Declaration Affidavit dated July 13, 1998

Dear Mr. Thoman:

Pursuant to N.J.S.A. 58:10B-13.1 and N.J.A.C. 7:26C, the New Jersey Department of Environmental Protection (Department) makes a determination that no further action is necessary for the remediation of the industrial establishment as specifically referenced above, except as noted below, so long as INDOPCO Inc. d/b/a Quest International Fragrances, Inc. did not withhold any information from the Department. This action is based upon information in the Department's case file and INDOPCO Inc. d/b/a Quest International Fragrances, Inc.'s final certified affidavit dated July 13, 1998. In issuing this No Further Action Determination and Covenant Not to Sue, the Department has relied upon the certified representations and information provided to the Department.

By issuance of this No Further Action Determination, the Department acknowledges the completion of a Preliminary Assessment pursuant to the Technical Requirements for Site Remediation (N.J.A.C. 7:26E) for the referenced industrial establishment.

NO FURTHER ACTION CONDITIONS

As a condition of this No Further Action Determination INDOPCO Inc. d/b/a Quest International Fragrances, Inc. as well as each subsequent owner, lessee and operator (collectively Successors) shall comply with each of the following:

Name and Address Changes

Pursuant to N.J.S.A. 58:10B-12, INDOPCO Inc. d/b/a Quest International Fragrances, Inc. and the Successors shall inform the Department in writing whenever its name or address changes, within 14 calendar days after the change.

...

COVENANT NOT TO SUE

The Department issues this Covenant Not to Sue pursuant to N.J.S.A. 58:10B-13.1. That statute requires a covenant not to sue with each no further action letter. However, in accordance with N.J.S.A. 58:10B-13.1, nothing in this Covenant shall benefit any person who is liable, pursuant to the Spill Compensation and Control Act (Spill Act), N.J.S.A. 58:10- 23.11, for cleanup and removal costs and the Department makes no representation by the issuance of this Covenant, either express or implied, as to the Spill Act liability of any person.

The Department covenants, except as provided in the preceding paragraph, that it will not bring any civil action against the following:

- (a) the person who undertook the remediation;
- (b) subsequent owners of the subject property;
- (c) subsequent lessees of the subject property; and
- (d) subsequent operators at the subject property.

for the purposes of requiring remediation to address contamination which existed prior to the date of the final certified affidavit for the real property at the industrial establishment identified above, or payment of cleanup and removal costs for such additional remediation.

Pursuant to N.J.S.A. 58:10B-13.1d, this Covenant does not relieve any person from the obligation to comply in the future with laws and regulations. The Department reserves its right to take all appropriate enforcement for any failure to do so.

The Department may revoke this Covenant at any time after providing notice upon its determination that either:

- (a) any person with the legal obligation to comply with any condition in this No Further Action Letter has failed to do so; or
- (b) any person with the legal obligation to maintain or monitor any engineering or institutional control has failed to do so.

This Covenant Not to Sue, which the Department has executed in duplicate, shall take effect immediately once the person who undertook the remediation has signed and dated the Covenant Not to Sue in the lines supplied below and the Department has received one copy of this document with original signatures of the Department and the person who undertook the remediation.

Name: _____

Signature: _____

Title: _____

Dated: _____

NEW JERSEY DEPARTMENT OF
ENVIRONMENTAL PROTECTION

Name: Vincent S. Krisak, Section Chief
Bureau of Field Operations

Signature:  _____

Dated: 8-19-98

...

Thank you for your attention to these matters. If you have any questions, please contact Jeannette Cleary, the case manager at (609) 633-1428.

Sincerely,



Vincent S. Krisak, Section Chief
Bureau of Field Operations

c: Local Health Department
Kenneth S. Rivlin, Cravath, Swaine & Moore
Mark Hughes, Dame & Moore
New Jersey Foreign Trade Zone Venture
400 International Drive Partners
Jeannette Cleary, BFO



State of New Jersey
Department of Environmental Protection

Jon S. Corzine
Governor

Lisa P. Jackson
Commissioner

Office of Brownfield Reuse
P.O. Box 028
401 East State Street, 6th floor
Trenton, New Jersey 08625-0028
Telephone: (609) 292-1251
Facsimile: (609) 777-1914

January 9, 2007

Mr. Nicholas Romano
Quest International Flavors & Fragrances Inc.
400 International Drive
Mount Olive, NJ 07828

Re: Area of Concern: One 4,000-gallon Spill Diversion/ Containment Underground Storage Tank System
Unrestricted Use - No Further Action Letter and Covenant Not to Sue
Quest International Flavors & Fragrances Inc.
400 International Drive
Mount Olive Township, Morris County
Program Interest #: 014339, Activity Number: RPC070001, TMS #: N04-3609

Dear Mr. Romano:

Pursuant to N.J.S.A. 58:10B-13.1 and N.J.A.C. 7:26C, the New Jersey Department of Environmental Protection (Department) makes a determination that no further action is necessary for the remediation of the area of concern specifically referenced above, except as noted below, so long as Quest International Flavors & Fragrances Inc. did not withhold any information from the Department. This action is based upon information in the Department's case file and Quest International Flavors & Fragrances Inc.'s final certified report dated August 9, 2005 and amended January 8, 2007. In issuing this No Further Action Determination and Covenant Not to Sue, the Department has relied upon the certified representations and information provided to the Department.

By issuance of this No Further Action Determination, the Department acknowledges the completion of a Site Investigation pursuant to the Technical Requirements for Site Remediation (N.J.A.C. 7:26E) for the area of concern specifically referenced above and no other areas.

NO FURTHER ACTION CONDITIONS

As a condition of this No Further Action Determination pursuant to N.J.S.A. 58:10B-12o, Quest International Flavors & Fragrances Inc. and any other person who was liable for the cleanup and removal costs, and remains liable pursuant to the Spill Act, shall inform the Department in writing within 14 calendar days whenever your name or address changes. Any notices submitted pursuant to this paragraph shall reference the above case numbers and shall be sent to: Director, Division of Remediation Management and Response, P.O. Box 28, Trenton, NJ 08625.

COVENANT NOT TO SUE

The Department issues this Covenant Not to Sue (Covenant) pursuant to N.J.S.A. 58:10B-13.1. That statute requires a Covenant not to sue with each no further action letter. However, in accordance with N.J.S.A. 58:10B-13.1, nothing in this Covenant shall benefit any person who is liable, pursuant to the Spill Compensation and Control Act (Spill Act), N.J.S.A. 58:10-23.11, for cleanup and removal costs and the Department makes no representation by the issuance of this Covenant, either express or implied, as to the Spill Act liability of any person.

The Department covenants, except as provided in the preceding paragraph, that it will not bring any civil action against:

- (a) the person who undertook the remediation;
- (b) subsequent owners of the subject property;

- (c) subsequent lessees of the subject property; and
- (d) subsequent operators at the subject property;

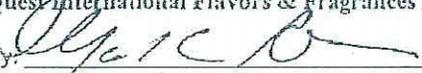
for the purposes of requiring remediation to address contamination which existed prior to the date of the final certified report [Site Investigation Report dated August 9, 2005 and amended January 8, 2007] for the real property at the area of concern identified above, payment of compensation for damages to, or loss of, natural resources, for the restoration of natural resources in connection with the discharge on the property, or payment of cleanup and removal costs for such additional remediation.

Pursuant to N.J.S.A. 58:10B-13.1d, this Covenant does not relieve any person from the obligation to comply in the future with laws and regulations. The Department reserves its right to take all appropriate enforcement for any failure to do so.

The Department may revoke this Covenant at any time after providing notice upon its determination that any person with the legal obligation to comply with any condition in this No Further Action Determination has failed to do so.

This Covenant, which the Department has executed in duplicate, shall take effect immediately once the person who undertook the remediation has signed and dated the Covenant in the lines supplied below and the Department has received one copy of this document bearing original signatures of the Department and the person who undertook the remediation.

Quest International Flavors & Fragrances Inc.

By: 

Signature: NICHOLAS ROMANO

Title: TREASURER

Dated: JAN. 11, 2007

NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION

By: Kenneth J. Kloo

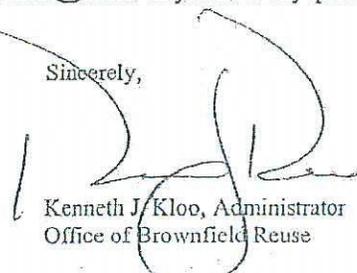
Signature: 

Title: Administrator, Office of Brownfield Reuse

Dated: JAN 9, 2007

Thank you for your attention to these matters. If you have any questions, please contact Gary Sanderson, Case Manager, at (609) 633-0544.

Sincerely,


Kenneth J. Kloo, Administrator
Office of Brownfield Reuse

- c: Frank Wilpert, Mt. Olive Township Health Department
- Howard Steinberg, Morris County Office of Health Management
- Municipal Clerk, Mount Olive Township
- Gary Sanderson, NJDEP/OBR
- Richard Chapin, Chapin Engineering



State of New Jersey

DEPARTMENT OF ENVIRONMENTAL PROTECTION

JON S. CORZINE
Governor

Bureau of Risk Management, Initial Notice and Case Assignment
ISRA Unit
401 East State Street
P.O. Box 435
Trenton, NJ 08625-0435

LISA P. JACKSON
Acting Commissioner

FEB 6 2006

Susan J. Dugas.
MALCOLM PIRNIE
17-17 RTE 208 N
FAIR LAWN, NJ 07410

RE: Industrial Establishment: Quest Int'L Fragrances Inc
400 International Drive, Mount Olive Twp, Morris County
Block: 103 Lot: 2.04 (Partial or Leasehold Portion)
Preferred ID# 014339, Activity Number Reference: ISR050002
ISRA Case #E20050398
ISRA Transaction: Sale of Property
Regulated Underground Storage Tank Waiver Application dated September 3, 2005

Dear Ms Dugas:

Pursuant to the authority vested in the Commissioner of the New Jersey Department of Environmental Protection (Department) by the Industrial Site Recovery Act, (ISRA), (N.J.S.A. 13:1K-6 et seq.) and duly delegated to the Bureau Chief of the Bureau of Risk Management, Initial Notice and Case Assignment pursuant to N.J.S.A. 13:1B-4, the referenced application is hereby approved. This authorization is based upon information provided in your Notice as well as the additional certifications required pursuant to N.J.S.A. 13:1K-6 et seq.

This Authorization Letter is issued pursuant to N.J.S.A. 13:1K-11.6 since the Department has determined that Quest Int'L Fragrances Inc is presently in compliance with the Underground Storage of Hazardous Substances Act, N.J.S.A. 58:10A-21 et seq. and the rules implementing the act specifically N.J.A.C 7:14B et seq. This authorization letter shall not waive your requirement to continue to comply with N.J.S.A. 58:10A-21 et seq. and N.J.A.C. 7:14B et seq.

Please be advised that institutional/engineering controls may be required including, but not limited to Deed Notice, if the chosen remedy to remediate the site does not meet the unrestricted use standards.

This authorization shall be limited to the above referenced transaction only and shall not restrict or prohibit the Department or any other agency from taking regulatory action under any other statute, rule or regulation. By issuing this Letter of Authorization, Department continues to reserve all rights to pursue appropriate enforcement actions allowable under the law for violations of ISRA as associated with this transaction.

Please be advised that you must contact Anne Radziunas of the Bureau of Risk Management, Initial Notice and Case Assignment at (609) 633-0743 to release the Remediation Funding Source, or a portion thereof and any other funds held pending compliance.

Sincerely,

Mark J. Pedersen, Bureau Chief
Bureau of Risk Management, Initial Notice and Case Assignment

c: Frank P. Wilpert, Dir, Hlth, Welf & San
Anne Radziunas: BRMICA



State of New Jersey

DEPARTMENT OF ENVIRONMENTAL PROTECTION

Office of Brownfield Reuse

Cleanup Star Program

P.O. Box 028

401 East State Street, 6th floor
Trenton, New Jersey 08625-0028

Telephone: (609) 292-1251

Facsimile: (609) 777-1914

JON S. CORZINE
Governor

LISA P. JACKSON
Commissioner

February 27, 2007

Mr. Steven Bradford
ICI American Holdings, Inc.
10 FINDERNE AVENUE
BRIDGEWATER, NJ 08807

Re: Entire Site
Unrestricted Use - No Further Action Letter and Covenant Not to Sue
Quest International Flavors and Fragrances, Inc.
Block 103, Lot 2.04
400 International Drive
Mount Olive Township, Morris County
Preferred ID: 014339, ISRA Case #: E20060458
Negative Declaration Affidavit dated: February 20, 2007
ISRA Transaction: Stock Sale of Property, Sale of Business

Dear Mr. Bradford:

Pursuant to N.J.S.A. 58:10B-13.1 and N.J.A.C. 7:26C, the New Jersey Department of Environmental Protection (Department) makes a determination that no further action is necessary for the remediation of the site, specifically referenced above, except as noted below, so long as ICI American Holdings, Inc. did not withhold any information from the Department. This action is based upon information in the Department's case file and ICI American Holdings, Inc.'s final certified report dated February 20, 2007 and received February 22, 2007. In issuing this No Further Action Determination and Covenant Not to Sue, the Department has relied upon the certified representations and information provided to the Department.

By issuance of this No Further Action Determination, the Department acknowledges the completion of a Preliminary Assessment pursuant to the Technical Requirements for Site Remediation (N.J.A.C. 7:26E) for the entire site.

NO FURTHER ACTION CONDITIONS

As a condition of this No Further Action Determination pursuant to N.J.S.A. 58:10B-12o, ICI American Holdings, Inc. and any other person who was liable for the cleanup and removal costs, and remains liable pursuant to the Spill Act, shall inform the Department in writing within 14 calendar days whenever its name or address changes. Any notices submitted pursuant to this paragraph shall reference the above case numbers and shall be sent to: Director, Division of Remediation Management and Response, P.O. Box 28, Trenton, N.J. 08625.

COVENANT NOT TO SUE

The Department issues this Covenant Not to Sue (Covenant) pursuant to N.J.S.A. 58:10B-13.1. That statute requires a Covenant not to sue with each no further action letter. However, in accordance with N.J.S.A. 58:10B-13.1, nothing in this Covenant shall benefit any person who is liable, pursuant to the Spill Compensation and Control Act (Spill Act), N.J.S.A. 58:10-23.11, for cleanup and removal costs and the Department makes no representation by the issuance of this Covenant, either express or implied, as to the Spill Act liability of any person.

The Department covenants, except as provided in the preceding paragraph, that it will not bring any civil action against:

- (a) the person who undertook the remediation;
- (b) subsequent owners of the subject property;

- (c) subsequent lessees of the subject property; and
- (d) subsequent operators at the subject property;

for the purposes of requiring remediation to address contamination which existed prior to the date of the final certified report [Preliminary Assessment Report dated February 20, 2007 and received February 22, 2007] for the real property at the site identified above, payment of compensation for damages to, or loss of, natural resources, for the restoration of natural resources in connection with the discharge on the property, or payment of cleanup and removal costs for such additional remediation.

Pursuant to N.J.S.A. 58:10B-13.1d, this Covenant does not relieve any person from the obligation to comply in the future with laws and regulations. The Department reserves its right to take all appropriate enforcement for any failure to do so.

The Department may revoke this Covenant at any time after providing notice upon its determination that any person with the legal obligation to comply with any condition in this No Further Action Determination has failed to do so; this Covenant, which the Department has executed in duplicate, shall take effect immediately once the person who undertook the remediation has signed and dated the Covenant in the lines supplied below and the Department has received one copy of this document bearing original signatures of the Department and the person who undertook the remediation.

ICI American Holdings, Inc.

By: _____

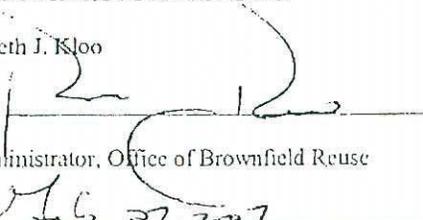
Signature: _____

Title: _____

Dated: _____

NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION

By: Kenneth J. Kloo

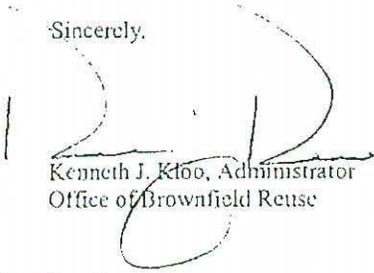
Signature:  _____

Title: Administrator, Office of Brownfield Reuse

Dated: Feb 27, 2007

If you have any questions, please contact Gary Sanderson, Cleanup Star Program Coordinator at (609) 633-0544.

Sincerely,


Kenneth J. Kloo, Administrator
Office of Brownfield Reuse

- c: Frank Wilpert, Mt. Olive Township Health Department
- Howard Steinberg, Morris County Office of Health Management
- Municipal Clerk, Mount Olive Township
- Gary Sanderson, NJDEP-OBR/Cleanup Star Program Coordinator
- Terrance Haelen, Malcolm Pirnie