

IN THE COURT OF COMMON PLEAS
CUYAHOGA COUNTY, OHIO

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STATE OF OHIO, ex rel.	:	CASE NO.: CV 11 752933
MICHAEL DEWINE,	:	
OHIO ATTORNEY GENERAL	:	JUDGE DAVID T. MATIA
	:	
Plaintiff,	:	
	:	
v.	:	
	:	
CSX TRANSPORTATION, INC. and	:	
ARCADIS U.S., INC.	:	
	:	
Defendant.	:	



CONSENT ORDER BETWEEN STATE OF OHIO AND ARCADIS U.S., INC.

Plaintiff, State of Ohio, by and through its Attorney General, Michael DeWine, and Arcadis U.S., Inc. ("Arcadis") hereby consent to the entry of this Consent Order.

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

I. JURISDICTION AND VENUE

1. This Court has jurisdiction over the parties and the subject matter of this action pursuant to Revised Code ("R.C.") Chapter 6111. Venue is proper in this Court. The Complaint states a claim upon which relief can be granted against Arcadis.

II. PERSONS BOUND

2. The provisions of this Consent Order shall apply to and be binding upon Arcadis, Arcadis' agents, officers, employees, assigns, successors in interest and others to the extent provided by Civil Rule 65(d). The undersigned representative of each party to

the extent provided by Civil Rule 65(d). The undersigned representative of each party to this Consent Order certifies that he or she is fully authorized by the party whom she or he represents to enter into the terms and conditions of the Consent Order and to execute and legally bind that party to it. This Consent Order is in settlement and compromise of the disputed claims alleged in the Complaint, and nothing in this Consent Order is to be construed as an admission of any facts, violations or liability, which liability Arcadis expressly denies.

III. SATISFACTION OF LAWSUIT AND RESERVATION OF RIGHTS

3. Compliance with the terms of this Consent Order shall constitute full satisfaction of any civil liability by Arcadis for all claims, violations, or known conditions relating to the discharges alleged in the Complaint.

4. Nothing in this Consent Order shall be construed to limit the authority of the State of Ohio to seek relief against Arcadis or other appropriate persons, including but not limited to CSX Transportation, Inc. ("CSXT"), for claims or conditions not alleged in the Complaint, including violations which occur after the filing of the Complaint. Conditions not alleged in the Complaint, include but are not limited to, unknown conditions and/or new information relating to the discharges alleged in the Complaint. Nothing in this Consent Order shall be construed to limit the authority of the State of Ohio to seek relief against other appropriate persons, including but not limited to CSXT, for claims or conditions alleged in the Complaint.

5. Nothing in this Consent Order shall be construed so as to limit the authority of the State of Ohio to undertake any action against any person, including CSXT and Arcadis, to eliminate or mitigate conditions that may present a threat to the public health,

welfare or the environment.

6. Nothing in this Consent Order shall be construed to limit the authority of the State of Ohio to enforce this Consent Order through a contempt action or otherwise for violations of this Consent Order.

7. Nothing herein shall restrict the right of Arcadis to raise any administrative, legal or equitable claim or defense with respect to such further actions reserved by the State of Ohio in this Section. However, except for the claims, violations, or known conditions satisfied as set forth in paragraph three of this Consent Order, Arcadis shall not assert and may not maintain, any defense or claim based upon the principles of waiver, res judicata, collateral estoppel, issue preclusion, claim splitting or other defenses based upon any contention that the claims raised by the State in the subsequent proceeding were, could, or should have been brought in the instant case.

IV. INJUNCTIVE RELIEF

8. From date of entry of this Consent Order, Arcadis is hereby permanently enjoined and immediately ordered to comply with the requirements of R.C. Chapter 6111 and the rules adopted thereunder.

V. CIVIL PENALTY

9. It is hereby ordered that Arcadis shall pay to the State of Ohio a civil penalty of Sixty Thousand Dollars (\$60,000.00) within thirty (30) days of the entry of this Consent Order. The penalty payment shall be paid by certified check for the appropriate amount, made payable to "Treasurer State of Ohio," which check shall be delivered to Karen Pierson, Paralegal, or her successor, at the Ohio Attorney General's Office, Environmental Enforcement Section, 30 East Broad Street, 25th Floor, Columbus, Ohio 43215.

VI. OHIO ATTORNEY GENERAL ENFORCEMENT COSTS

10. Arcadis shall pay the Ohio Attorney General Enforcement Costs through entry of this Consent Order in the amount One Thousand, Two Hundred, Fifty Dollars (\$1,250) by delivering a certified check in such amount for payment into the State Treasury to the credit of the Attorney General's General Reimbursement account made payable to the order of "Treasurer, State of Ohio" to Karen Pierson, or her successor, at the Office of the Attorney General of Ohio, Environmental Enforcement Section, 30 East Broad Street, 25th Floor, Columbus, Ohio 43215, within thirty (30) days of the entry of this 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. RETENTION OF JURISDICTION

11. The Court shall retain jurisdiction of this action for purposes of enforcing this Consent Order.

12. There shall be no modification of this Consent Order without written approval by all of the Parties and the Court.

VIII. COSTS

13. Arcadis and CSXT are jointly and severally liable for the court costs of this action.

IX. ENTRY OF CONSENT ORDER AND FINAL JUDGMENT BY CLERK

14. The parties state that final approval by the State of Ohio and Arcadis and entry of this Consent Order is subject to the requirement of 40 C.F.R. § 123.27(d)(2)(iii), which provides for notice of the lodging of this Consent Order, opportunity for public comment, and the consideration of any public comment. Both the State of Ohio and Arcadis

have the right to withdraw consent to this Consent Order based on comments received during the public comment period. Arcadis shall pay the cost of publishing the public notice within thirty (30) days of receipt of a bill or notice from Ohio EPA.

15. Pursuant to Rule 58 of the Ohio Rules of Civil Procedure, upon signing of this Consent Order by the Court, the clerk is hereby directed to enter it upon the journal. Within three (3) days of entering the judgment upon the journal, the clerk is hereby directed to serve upon the parties notice of the judgment and its date of entry upon the journal in the manner prescribed by Rule 5(B) of the Ohio Rules of Civil Procedure and note the service in the appearance docket.

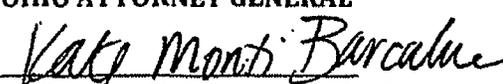
IT IS SO ORDERED.

6-14-11
DATE

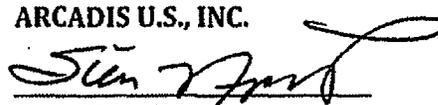


JUDGE
COURT OF COMMON PLEAS
CUYAHOGA, OHIO

APPROVED:

MICHAEL DEWINE,
OHIO ATTORNEY GENERAL

KATE MONTI BARCALOW (0084310)
TIMOTHY J. KERN (0034629)
Assistant Attorneys General
Environmental Enforcement Section
30 East Broad Street, 25th Floor
Columbus, Ohio 43215
(614) 644-9776
kate.barcalow@ohioattorneygeneral.gov
timothy.kern@ohioattorneygeneral.gov

Counsel for Plaintiff

ARCADIS U.S., INC.

Steve Niparko
Chief Legal Officer



Steve Fox
Associate General Counsel
Arcadis U.S., Inc.

Counsel for Defendant Arcadis U.S., Inc.

RECEIVED FOR FILING

JUN 15 2011

GERALD E. FUERST, CLERK
By  Deputy