

**UNITED STATES
ENVIRONMENTAL PROTECTION AGENCY
REGION III**

IN THE MATTER OF:

**CENTRAL CHEMICAL SITE
Hagerstown, Maryland**

**ARKEMA, INC.,
BAYER CROP SCIENCE, LP,
E. I. DU PONT DE NEMOURS AND
COMPANY,
FMC CORPORATION,
HONEYWELL INTERNATIONAL, INC.,
LEBANON SEABOARD CORPORATION,
MONTROSE CHEMICAL CORPORATION OF
CALIFORNIA,
NEWS PUBLISHING AUSTRALIA LIMITED,
OCCIDENTAL CHEMICAL CORPORATION,
OLIN CORPORATION,
ROHM AND HAAS COMPANY,
RHONE-POULENC,
SHELL OIL COMPANY,
SYNGENTA CROP PROTECTION, LLC,
UNION CARBIDE CORPORATION, and
WILMINGTON SECURITIES, INC.**

Respondents.

**Proceeding Under Sections 104, 106, 107 and 122
of the Comprehensive Environmental Response,
Compensation, and Liability Act, 42 U.S.C.
§§ 9604, 9606, 9607 and 9622.**

: Docket No.: CERC-03-2013-0044

**AMENDMENT NUMBER 1 TO
ADMINISTRATIVE SETTLEMENT AGREEMENT AND ORDER ON CONSENT
FOR REMEDIAL DESIGN**

The Environmental Protection Agency ("EPA") and the parties identified in the caption above ("Respondents") (collectively, the "Parties") entered into an Administrative Settlement Agreement and Order on Consent for Remedial Design on August 23, 2013 ("Settlement Agreement"). The Parties now wish to amend the Settlement Agreement by entering into this Amendment Number 1 to Administrative Settlement Agreement and Order on Consent for Remedial Design ("Amendment").

The parties have determined that certain modifications to the Settlement Agreement are necessary and appropriate. The Settlement Agreement is amended to modify the termination date. Therefore, pursuant to Paragraph 112 of Section XXVII of the Settlement Agreement, the Parties amend the following:

I. MODIFICATIONS

Paragraph 114 of the Settlement Agreement is hereby amended to read as follows:

114. This Settlement Agreement shall terminate at the time a Consent Decree for the Remedial Design/Remedial Action for OU-1 is entered in the U.S. District Court for the District of Maryland.

II. LIMITATION OF MODIFICATION


Except as otherwise stated herein, nothing in this Amendment shall alter or otherwise affect any term or condition of the Settlement Agreement.

III. EFFECTIVE DATE

As provided by Paragraph 112 of Section XXVII of the Settlement Agreement, this Amendment Number 1 to Administrative Settlement Agreement and Order on Consent for Remedial Design shall be the date on which it is signed by EPA.

IT IS SO AGREED AND ORDERED.

FOR EPA:



CECIL A. RODRIGUES
Director, Hazardous Site Cleanup Division
U.S. Environmental Protection Agency
Region III

9/8/2014
Date

Central Chemical Superfund Site, Washington County, Maryland: Amendment Number 1 to Administrative Settlement Agreement and Order on Consent for Remedial Design -- EPA Docket No. CERC-03-2013-0044 3

FOR ARKEMA, INC., formerly known as The Pennsylvania Salt Manufacturing Company, Pennsalt Chemicals Corporation, and Pennsalt Corporation, and successor by merger to The Pennsylvania Salt Manufacturing Company of Washington:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.

Phil Carruthers

April 14, 2014

Arkema, Inc.

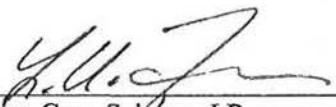
Date

Name: Phil Carruthers

Title: President, Legacy Site Services LLC (agent for Arkema Inc.)

FOR BAYER CROP SCIENCE, LP:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.

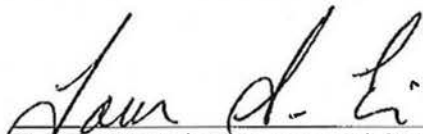


Bayer Crop Science, LP
Name: *L. U. Feuss*
Title: *Vice President, General Counsel
and Secretary*

5/21/2014
Date

FOR E. I. DU PONT DE NEMOURS AND COMPANY:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



E. I. Du Pont de Nemours and Company

5-13-2014
Date

Name: Tom. A. Ei

Title: Remediation Team Manager

FOR FMC CORPORATION:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



FMC Corporation

Name: Robert T. Forbes

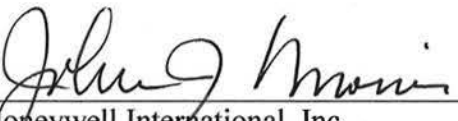
Title: Director, EHS Remediation/Governance

4/21/14

Date

FOR HONEYWELL INTERNATIONAL, INC.:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.




Honeywell International, Inc.
Name: John J. Morris.
Title: Remediation Director

4/17/14

Date

FOR LEBANON SEABOARD CORPORATION:


The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.


Lebanon Seaboard Corporation
Name: Richard J. Nashaster Jr
Title: CFO

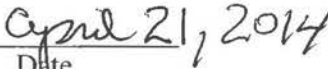
4/18/14
Date

FOR MONTROSE CHEMICAL CORPORATION OF CALIFORNIA:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



Montrose Chemical Corporation of California
Name: JOSEPH C KELLY
Title: President



Date

FOR OCCIDENTAL CHEMICAL CORPORATION:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.

Occidental Chemical Corporation,
as a successor of Diamond Shamrock Chemicals Company
Name of Member


Signature of Authorized Representative of Member

Scott A. King, Vice President, General Counsel and Secretary
Printed or Typed Name of Authorized Representative

June 26, 2014
Date

FOR OLIN CORPORATION:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.

Curtis M Richards

Olin Corporation

Name:

Title:

Curtis M Richards
Corporate Vice President
Environment, Health & Safety

4/7/14
Date

*SEP
3/2/14*

FOR ROHM AND HAAS COMPANY:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



Rohm and Haas Company

Name: EDWARD P. TOKARSKI

Title: REMEDIATION LEADER

4/1/14
Date

FOR RHONE-POULENC:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



Rhone-Poulenc

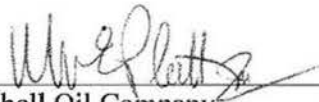
8/20/14
Date

Name: Peter Albert

Title: Rhodes & Gray LLP
Counsel for Rhone-Poulenc

FOR SHELL OIL COMPANY:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



Shell Oil Company
Name: W E Platt
Title: Sr. Mgr.

4-14-14
Date

FOR SYNGENTA CROP PROTECTION, LLC:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.

George Wilson 79 April 1, 2014
Syngenta Crop Protection, LLC Date

Syngenta Crop Protection, LLC

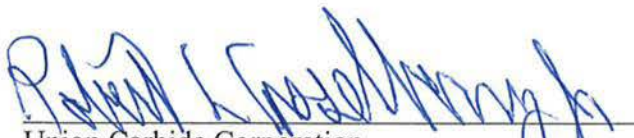
Date _____

Name: George Cronk

Title: Hand of Environmental Remediation, NA

FOR UNION CARBIDE CORPORATION:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.


Union Carbide Corporation
Name: ROBERT L CASSELBERRY JR
Title: REMEDIATION LEADER UNDER
SERVICE AGREEMENT TO
UNION CARBIDE CORP.
3/31/2014
Date

FOR WILMINGTON SECURITIES, INC.:

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



Wilmington Securities, Inc.

Name: Wanda M. Cook

Title: President

April 2, 2014
Date

FOR 21ST CENTURY FOX AMERICA, INC. (F/K/A NEWS AMERICA INCORPORATED, AND SUCCESSOR TO NEWS PUBLISHING AUSTRALIA LIMITED):

The undersigned hereby certifies that he or she is authorized to execute this Amendment on behalf of the Respondent for which he or she has signed and to bind said Respondent to the terms and conditions of this Amendment.



21st Century Fox America Inc.

Name: Peter Simshauser

Title: Counsel

9-3-14

Date