

ARCHER & GREINER
A Professional Corporation
One Centennial Square
P.O. Box 3000
Haddonfield, NJ 08033-0968
(856) 795-2121

BY: ROBERT T. LEHMAN, ESQUIRE

GABLE & GOTWALS
1100 ONEOK Plaza
100 West Fifth Street
Tulsa, OK 74103-4217
(918) 595-4990

BY: OLIVER S. HOWARD, ESQUIRE
DAVID L. BRYANT, ESQUIRE

Attorneys for Defendant Occidental Chemical Corporation

NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION, THE COMMISSIONER OF THE NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION and THE ADMINISTRATOR OF THE NEW JERSEY SPILL COMPENSATION FUND,	SUPERIOR COURT OF NEW JERSEY LAW DIVISION - ESSEX COUNTY
Plaintiffs,	DOCKET NO.: L-009868-05 (PASR)
v.	<u>Civil Action</u>
OCCIDENTAL CHEMICAL CORPORATION, TIERRA SOLUTIONS, INC., MAXUS ENERGY CORPORATION, MAXUS INTERNATIONAL ENERGY COMPANY, REPSOL YPF, S.A., YPF, S.A., YPF HOLDINGS, INC., YPF INTERNATIONAL S.A. (f/k/a YPF INTERNATIONAL LTD.) AND CLH HOLDINGS, INC.,	DEFENDANT OCCIDENTAL CHEMICAL CORPORATION'S OBJECTIONS AND RESPONSES TO PLAINTIFFS' TRACK III TRIAL REQUESTS FOR ADMISSION, INTERROGATORIES, AND REQUESTS FOR PRODUCTION OF DOCUMENTS TO DEFENDANT OCCIDENTAL CHEMICAL CORPORATION REGARDING KOLKER-ERA ISSUES
Defendants.	

To: NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION, THE COMMISSIONER OF THE NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION, and THE ADMINISTRATOR OF THE NEW JERSEY SPILL COMPENSATION FUND (“PLAINTIFFS”), by and through their attorneys of record in this action.

Defendant Occidental Chemical Corporation (“OCC”) answers and objects to Plaintiffs’ Track III Trial Requests for Admission, Interrogatories, and Requests for Production of Documents Regarding Kolker-Era Issues, served on October 28, 2011, as follows.

ARCHER & GREINER
A Professional Corporation
Attorneys for Defendant
Occidental Chemical Corporation

Dated: November 28, 2011

By: /s/ Robert T. Lehman
ROBERT T. LEHMAN, ESQUIRE

**OCC'S OBJECTIONS AND RESPONSES TO
PLAINTIFFS' TRACK III TRIAL REQUESTS FOR ADMISSION,
INTERROGATORIES, AND REQUESTS FOR PRODUCTION
REGARDING KOLKER-ERA ISSUES**

OCC objects to any definitions, instructions and requests set forth in Plaintiffs' discovery requests to the extent they are outside the scope of the Track III Trial Plan, impose obligations beyond those required by the New Jersey Rules, or seek information protected by any privilege or protection from discovery including without limitation the attorney-client privilege, common interest privilege, and/or attorney work product protection. Subject to the foregoing, OCC responds as follows.

Request for Admission No. 1:

Admit that Leon Alvin Kolker and wife acquired the real property located at 80 Lister Avenue, Newark, New Jersey, on or about November 2, 1945. See Ex. A at OCCNJ0019983; Ex. B at MAXUS0149902.

Response: OCC cannot admit or deny because, after reasonable inquiry, the information known or readily obtainable is insufficient to enable an admission or denial. OCC has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus Energy Corporation ("Maxus"). Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 1:

If your answer to Request for Admission No. 1 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 1:

Produce all Documents identified in your answer to Interrogatory No. 1.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 2:

Admit that Kolker Chemical Works, Inc. was incorporated in New Jersey on or about February 13, 1946, with a principal office located at 80 Lister Avenue, Newark, New Jersey. See Ex. C at OCCNJ0020501-08; Ex. D at OCCNJ0020509.

Response: Admitted, on information and belief.

Interrogatory No. 2:

If your answer to Request for Admission No. 2 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 2:

Produce all Documents identified in your answer to Interrogatory No. 2.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 3:

Admit that Kolker Realty Company was incorporated in New Jersey on or about February 13, 1946, with a principal office located at 80 Lister Avenue, Newark, New Jersey. See Ex. D at OCCNJ0020509-10.

Response: Admitted, on information and belief.

Interrogatory No. 3:

If your answer to Request for Admission No. 3 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 3

Produce all Documents identified in your answer to Interrogatory No. 3.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 4:

Admit that Leon Alvin Kolker and wife deeded the real property located at 80 Lister Avenue to Kolker Realty Company on or about January 2, 1947. See Ex. E at MAXUS1907815.

Response: Admitted, on information and belief.

Interrogatory No. 4:

If your answer to Request for Admission No. 4 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 4:

Produce all Documents identified in your answer to Interrogatory No. 4.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 5:

Admit that, on or about March 10, 1950, Kolker Realty Company merged into and consolidated with Kolker Chemical Works, Inc. See Ex. D at OCCNJ0020509-516.

Response: Admitted, on information and belief.

Interrogatory No. 5:

If your answer to Request for Admission No. 5 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 5

Produce all Documents identified in your answer to Interrogatory No. 5.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 6:

Admit that Diamond Alkali Company acquired all of the outstanding stock of Kolker Chemical Works, Inc. on or about August 30, 1951. See Ex. F at MAXUS1225557-562; Ex. G at MAXUS1225572-74; Ex. H at OCCNJ0019954.

Response: Admitted, on information and belief.

Interrogatory No. 6:

If your answer to Request for Admission No. 6 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 6:

Produce all Documents identified in your answer to Interrogatory No. 6.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 7:

Admit that the corporate name of Kolker Chemical Works, Inc. was changed to Diamond Alkali Organic Chemicals Division, Inc. effective March 1, 1953. See Ex. I at OCCNJ0019990-96.

Response: Admitted, on information and belief.

Interrogatory No. 7:

If your answer to Request for Admission No. 7 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 7:

Produce all Documents identified in your answer to Interrogatory No. 7.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 8:

Admit that Diamond Alkali Company was the sole shareholder of Kolker, as defined herein, from approximately August 30, 1951 until December 31, 1954.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 8:

If your answer to Request for Admission No. 8 is denied, in whole or in part, (i) explain the factual bases of your denial and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 8:

Produce all Documents identified in your answer to Interrogatory No. 8.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 9:

Admit that the Plan of Liquidation of Diamond Alkali Organic Chemicals Division, Inc. was adopted, approved and ratified by the Executive Committee of the Board of Directors of Diamond Alkali Company on or about December 16, 1954. See Ex. J at MAXUS0205547-48.

Response: Admitted, on information and belief.

Interrogatory No. 9:

If your answer to Request for Admission No. 9 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 9:

Produce all Documents identified in your answer to Interrogatory No. 9.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 10:

Admit that the Plan of Liquidation, which was adopted, approved and ratified by the Executive Committee of the Board of Directors of Diamond Alkali Company on or about December 16, 1954, included the following provision:

“2. All the liabilities of Diamond Alkali Organic Chemicals Division, Inc., to the extent it may be advisable so to do, shall be paid prior to the date herein set for the completion of the liquidation of such Corporation, and, if not paid on or prior to that date, shall be assumed by Diamond Alkali Company prior to or simultaneously with the distribution of all of the assets of Diamond Alkali Organic Chemicals Division, Inc., to Diamond Alkali Company, the sole stockholder thereof.” [Ex. J at MAXUS0205548.]

Response: OCC admits that the document cited includes the quoted language but denies that the cited document is the Plan of Liquidation.

Interrogatory No. 10:

If your answer to Request for Admission No. 10 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 10:

Produce all Documents identified in your answer to Interrogatory No. 10.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 11:

Admit that the Minutes of the Regular Meeting of the Executive Committee of the Board of Directors of Diamond Alkali Company, held on December 16, 1954, were approved as submitted by the Executive Committee of the Board of Directors of Diamond Alkali Company on or about January 20, 1955. See Ex. K at MAXUS0204952; Ex. L at OCCNJ0020417.

Response: Admitted, on information and belief.

Interrogatory No. 11:

If your answer to Request for Admission No. 11 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 11:

Produce all Documents identified in your answer to Interrogatory No. 11.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 12:

Admit that the Minutes of the Regular Meeting of the Executive Committee of Board of Directors of Diamond Alkali Company, held on December 16, 1954 and January 20, 1955, were approved as submitted by the Board of Directors of Diamond Alkali Company on or about April 12, 1955. See Ex. Mat MAXUSO187053.

Response: Admitted, on information and belief.

Interrogatory No. 12:

If your answer to Request for Admission No. 12 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 12:

Produce all Documents identified in your answer to Interrogatory No. 12.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 13:

Admit that the Plan of Liquidation of Diamond Alkali Organic Chemicals Division, Inc. was authorized, adopted, approved and ratified by the Board of Directors of Diamond Alkali Organic Chemicals Division, Inc. during a Special Meeting on or about December 22, 1954. See Ex. N at MAXUS005 7927-28.

Response: Admitted, on information and belief.

Interrogatory No. 13:

If your answer to Request for Admission No. 13 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 13:

Produce all Documents identified in your answer to Interrogatory No. 13.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 14:

Admit that the Plan of Liquidation, which was authorized, adopted, approved and ratified by the Board of Directors of Diamond Alkali Organic Chemicals Division, Inc. during a Special Meeting on or about December 22, 1954, included the following provision:

“2. All the liabilities of Diamond Alkali Organic Chemicals Division, Inc., to the extent it may be advisable so to do, shall be paid prior to the date herein set for the completion of the liquidation of such Corporation, and, if not paid on or prior to that date, shall be assumed by Diamond Alkali Company prior to or simultaneously with the distribution of all of the assets of Diamond Alkali Organic Chemicals Division, Inc., to Diamond Alkali Company, the sole stockholder thereof.” [Ex. N at MAXUS0057927.]

Response: OCC admits that the document cited includes the quoted language but denies that the document cited is the Plan of Liquidation.

Interrogatory No. 14:

If your answer to Request for Admission No. 14 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 14:

Produce all Documents identified in your answer to Interrogatory No. 14.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 15:

Admit that the Plan of Liquidation, which was authorized, adopted, approved and ratified by the Board of Directors of Diamond Alkali Organic Chemicals Division, Inc. during a Special Meeting on or about December 22, 1954, included the following provision:

“4. The dissolution and liquidation of Diamond Alkali Organic Chemicals Division, Inc. shall be completed on or before December 31, 1954.” [Ex. N at MAXUS0057928.]

Response: OCC admits that the document cited includes the quoted language but denies that the document cited is the Plan of Liquidation.

Interrogatory No. 15:

If your answer to Request for Admission No. 15 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC’s response to the referenced request for admission.

Request for Production No. 15:

Produce all Documents identified in your answer to Interrogatory No. 15.

Response: See OCC’s response to the referenced request for admission.

Request for Admission No. 16:

Admit that Diamond Alkali Organic Chemicals Division, Inc. was dissolved pursuant to the laws of the State of New Jersey, and a Certificate of Dissolution was issued by the Secretary of State of the State of New Jersey, on December 31, 1954. See Ex. O at OCCNJ0020384.

Response: Admitted, on information and belief.

Interrogatory No. 16:

If your answer to Request for Admission No. 16 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC’s response to the referenced request for admission.

Request for Production No. 16:

Produce all Documents identified in your answer to Interrogatory No. 16.

Response: See OCC’s response to the referenced request for admission.

Request for Admission No. 17:

Admit that Diamond Alkali Organic Chemicals Division, Inc. was dissolved pursuant to the terms of the Plan of Liquidation, attached hereto as a portion of Exhibit P. See Ex. P at OCCNJ0020363.

Response: Admitted, on information and belief.

Interrogatory No. 17:

If your answer to Request for Admission No. 17 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 17:

Produce all Documents identified in your answer to Interrogatory No. 17.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 18:

Admit that, upon the dissolution of Diamond Alkali Organic Chemicals Division, Inc., all of the assets of Diamond Alkali Organic Chemicals Division, Inc. were transferred to Diamond Alkali Company.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the truth of the matter it is requested to admit. If and to the extent there may be a factual basis to deny the matter, or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's contractual indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 18:

If your answer to Request for Admission No. 18 is denied, in whole or in part, (i) explain the factual bases of your denial, (ii) identify all Documents you contend support the factual bases of your denial, and (iii) identify any and all assets of Diamond Alkali Organic Chemicals Division, Inc. that were transferred to any Person other than Diamond Alkali Company upon or immediately following the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 18:

Produce all Documents identified in your answer to Interrogatory No. 18 and all Documents evidencing, relating to, or referring to the transfer of any assets of Diamond Alkali Organic Chemicals Division, Inc. to any Person other than Diamond Alkali Company upon or immediately following the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 19:

Admit that, upon the dissolution of Diamond Alkali Organic Chemicals Division, Inc., the real property and assets of Diamond Alkali Organic Chemicals Division, Inc. located at 80 Lister Avenue, Newark, New Jersey were transferred to Diamond Alkali Company. Ex. Q at OCCNJ0020376-80.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 19:

If your answer to Request for Admission No. 19 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 19:

Produce all Documents identified in your answer to Interrogatory No. 19.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 20:

Admit that, upon the dissolution of Diamond Alkali Organic Chemicals Division, Inc., the operations of Diamond Alkali Organic Chemicals Division, Inc. were merged with the operations of, or were continued by, Diamond Alkali Company. See Ex. R at MAXUS0058334.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 20:

If your answer to Request for Admission No. 20 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 20:

Produce all Documents identified in your answer to Interrogatory No. 20.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 21:

Admit that, upon the dissolution of Diamond Alkali Organic Chemicals Division, Inc., all liabilities of Diamond Alkali Organic Chemicals Division, Inc. were either paid or assumed by Diamond Alkali Company. See Ex. S at MAXUS0187131; Ex. P at OCCNJ0020362; Ex. T at OCCNJ0020365.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 21:

If your answer to Request for Admission No. 21 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, (ii) identify all Documents you contend support the factual bases of your denial, and (iii) identify any and all liabilities of Diamond Alkali Organic Chemicals Division, Inc. that were satisfied by any Person other than Diamond Alkali Company upon or immediately following the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 21:

Produce all Documents identified in your answer to Interrogatory No. 21 and all Documents evidencing, relating to, or referring to the payment of any liabilities of Diamond Alkali Organic Chemicals Division, Inc. by any Person other than Diamond Alkali Company upon the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 22:

Admit that, as of March 7, 1956, the Plan of Liquidation of Diamond Alkali Organic Chemicals Division, Inc. had been carried out. See Ex. U at OCCNJ0020357.

Response: Admitted, on information and belief.

Interrogatory No. 22:

If your answer to Request for Admission No. 22 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 22:

Produce all Documents identified in your answer to Interrogatory No. 22.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 23:

Admit that Diamond Alkali Company assumed Kolker's liabilities Concerning Kolker's operations on any portion of the Lister Site.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the truth of the matter it is requested to admit. If and to the extent there may be a factual basis to deny the matter, or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's contractual indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 23:

If your answer to Request for Admission No. 23 is denied, in whole or in part, (i) explain the factual bases of your denial and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 23:

Produce all Documents identified in your answer to Interrogatory No. 23.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 24:

Admit that the Lister Plant was established in approximately 1945 for the manufacture of DDT. See Ex. V at MAXUS1225543.

Response: Admitted, on information and belief.

Interrogatory No. 24:

If your answer to Request for Admission No. 24 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 24:

Produce all Documents identified in your answer to Interrogatory No. 24.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 25:

Admit that John Burton began working for Kolker at the Lister Plant in September 1949. See Ex. WatMAXUS046039 (19:10-24); Ex. X at MAXUS028536 (67:19-68:9).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which

OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 25:

If your answer to Request for Admission No. 25 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 25:

Produce all Documents identified in your answer to Interrogatory No. 25.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 26:

Admit that Nicholas Centanni began working for Kolker at the Lister Plant in 1948. See Ex. Y at MAXUS041158-59 (8:12-9:2); Ex. Z at MAXUS028410 (4:21-5:5).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 26:

If your answer to Request for Admission No. 26 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 26:

Produce all Documents identified in your answer to Interrogatory No. 26.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 27:

Admit that Walter Klosowski was employed at the Lister Plant from July 7, 1947 until July 7, 1951, and again for a period of three or four months beginning in 1953. See Ex. AA at MAXUS1023102-03 (7:22-8:22).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 27:

If your answer to Request for Admission No. 27 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 27:

Produce all Documents identified in your answer to Interrogatory No. 27.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 28:

Admit that, by September 1949, Kolker was manufacturing DDT, 2,4-D, and various esters and formulations of 2,4-D at the Lister Plant. See Ex. W at MAXUS046039-40 (19:25-20:25); Ex. X at MAXUS028537 (68:10-69:11).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 28:

If your answer to Request for Admission No. 28 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 28:

Produce all Documents identified in your answer to Interrogatory No. 28.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 29:

Admit that, by the time Diamond Alkali Company acquired the stock of Kolker Chemical Works, Inc. on or about August 30, 1951, Kolker was manufacturing DDT, benzene hexachloride and/or hexachlorobenzene, 2,4-D, and 2,4,5-T at the Lister Plant. See Ex. V at MAXUS1225543; Ex. WatMAXUS046041-43 (21:11-23:24) andMAXUS046054 (34:19-23).

Response: Admitted, on information and belief.

Interrogatory No. 29:

If your answer to Request for Admission No. 29 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 29:

Produce all Documents identified in your answer to Interrogatory No. 29.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 30:

Admit that, prior to 1956, all effluents and/or process wastes from the Lister Plant were discharged untreated into the Passaic River, including 2,6 dichlorophenol, muriatic acid, trichlorophenol, and 2,4,5-T acid wastes. See Ex. W at MAXUS046171-74 (151:3-154:6) and MAXUS046217-18 (197:25-198:18); Ex. AB at MAXUS036882-885.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 30:

If your answer to Request for Admission No. 30 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 30:

Produce all Documents identified in your answer to Interrogatory No. 30.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 31:

Admit that all effluents and/or process wastes from the DDT manufacturing process(es) at the Lister Plant were discharged into the Passaic River. See Ex. Y at MAXUS041164-68 (14:17-18:24); Ex. Z at MAXUS028414-15 (8:22-10:14) and MAXUS028417 (11:5-12:1); Ex. AA at MAXUS1023115-118 (20:6-23:3).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 31:

If your answer to Request for Admission No. 31 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 31:

Produce all Documents identified in your answer to Interrogatory No. 31.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 32:

Admit that no modifications were made to the DDT production process(es) at the Lister Plant at the time of, or in connection with, Diamond Alkali Company's acquisition of the stock of Kolker Chemical Works, Inc. on or about August 30, 1951. Ex. Y at MAXUS041312 (162:8-14).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 32:

If your answer to Request for Admission No. 32 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 32:

Produce all Documents identified in your answer to Interrogatory No. 32.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 33:

Admit that discharges from the Lister Plant into the Passaic River accumulated to create a mound of chemical materials in the Passaic River immediately adjacent to the Lister Site. See Ex. X at MAXUS028820-22 (119:24:121:8); Ex. Y at MAXUS041213-16 (63:11-66:23); Ex. Z at MAXUS028437 (31:15-33:4) and MAXUS028447 (41:19-42:18); Ex. AA at MAXUS1023119-122 (24:19-27:5) and MAXUS1023122-23 (27:19-28:22).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 33:

If your answer to Request for Admission No. 33 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 33:

Produce all Documents identified in your answer to Interrogatory No. 33.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 34:

Admit that John Burton referred to the mound of chemical materials in the Passaic River as "Kolker Island." See Ex. X at MAXUS028820-22 (119:24-121:8).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or

deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 34:

If your answer to Request for Admission No. 34 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 34:

Produce all Documents identified in your answer to Interrogatory No. 34.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 35:

Admit that Kolker directed Walter Klosowski to "chop" down Kolker Island from a row boat in approximately 1951. See Ex. AA at MAXUS1023119-122 (24:19-27:5) and MAXUS1023122-23(27:19-28:22).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which

OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 35:

If your answer to Request for Admission No. 35 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 35:

Produce all Documents identified in your answer to Interrogatory No. 35.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 36:

Admit that, by September 1949 and continuing until approximately 1953, liquid chlorophenols were discharged from the Lister Plant into the Passaic River. See Ex. X at MAXUS028547-48 (78:2-79:2).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 36:

If your answer to Request for Admission No. 36 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 36:

Produce all Documents identified in your answer to Interrogatory No. 36.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 37:

Admit that, in approximately 1953, the process of discharging liquid chlorophenols into the Passaic River from the Lister Plant was modified to discharging a water soluble solution of the sodium salt of phenols. See Ex. X at MAXUS028547 (78:2-79:2).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 37:

If your answer to Request for Admission No. 37 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 37:

Produce all Documents identified in your answer to Interrogatory No. 37.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 38:

Admit that the modification of the process of discharging chlorophenols into the Passaic River resulted in the material being disbursed throughout Newark Bay area. See Ex. at MAXUS028547 (78:2-79:2).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 38:

If your answer to Request for Admission No. 38 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 38:

Produce all Documents identified in your answer to Interrogatory No. 38.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 39:

Admit that Lister Plant personnel referred to the practice of disposing of effluents and process wastes into the Passaic River as "riverize." See Ex. Z at MAXUS028414-15 (8:22-10:14).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no

knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 39:

If your answer to Request for Admission No. 39 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 39:

Produce all Documents identified in your answer to Interrogatory No. 39.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 40:

Admit that, before Diamond Alkali Company acquired the stock of Kolker Chemical Works, Inc. on or about August 30, 1951, regulatory inspectors informed Kolker that its discharges to the Passaic River were illegal. See Ex. W at MAXUS046174-77 (154:17-157:10).

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor,

Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 40:

If your answer to Request for Admission No. 40 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 40:

Produce all Documents identified in your answer to Interrogatory No. 40.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 41:

Admit that the effluent and/or process wastes discharged from the Lister Plant into the Passaic River included Hazardous Substances.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the truth of the matter it is requested to admit. If and to the extent there may be a factual basis to deny the matter, or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's contractual indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 41:

If your answer to Request for Admission No. 41 is denied, in whole or in part, (i) explain the factual bases of your denial and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 41:

Produce all Documents identified in your answer to Interrogatory No. 41.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 42:

Admit that Diamond Alkali Company made no material changes to management or personnel at the Lister Plant as a result of the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the truth of the matter it is requested to admit. If and to the extent there may be a factual basis to deny the matter, or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's contractual indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 42:

If your answer to Request for Admission No. 42 is denied, in whole or in part, (i) explain the factual bases of your denial, (ii) identify all Documents you contend support the factual bases of your denial, and (iii) identify any and all management and personnel who worked at the Lister Plant in 1955 who were not employed by Diamond Alkali Organic Chemicals Division, Inc. at the time of dissolution.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 42:

Produce all Documents identified in your answer to Interrogatory No. 42 and all Documents evidencing, relating to, or referring to any and all management and personnel who worked at the Lister Plant in 1955 who were not employed by Diamond Alkali Organic Chemicals Division, Inc. at the time of dissolution.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 43:

Admit that Diamond Alkali Company made no material changes to manufacturing operations at the Lister Plant as a result of the dissolution of Diamond Alkali Organic Chemicals Division, Inc. See Ex. AC at MAXUS0477421.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the matter beyond what appears on the face of the referenced document(s), which speak for themselves. OCC has no knowledge regarding the authenticity of the referenced document(s) but admits that it has no knowledge of a factual basis to deny or question authenticity. OCC cannot and does not admit any fact or matter not supported by the referenced document(s), and has no knowledge or information as to whether any other documents or information exist which contradict or call into question the truth of the matter OCC is requested to admit. If and to the extent there may be a factual basis to deny the matter or deny the authenticity of the referenced document(s), or may be other documents or information which contradict or call into question the truth of the matter OCC is requested to admit, the same would be within the knowledge of OCC's indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 43:

If your answer to Request for Admission No. 43 is denied, in whole or in part, (i) explain the factual bases of your denial, including the factual bases of any contest to the authenticity or accuracy of the document(s) cited above, (ii) identify all Documents you contend support the factual bases of your denial, and (iii) identify any and all material changes to production operations at the Lister Plant which occurred as a result of the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 43:

Produce all Documents identified in your answer to Interrogatory No. 43 and all Documents evidencing, relating to, or referring to any and all material changes to production operations at the Lister Plant which occurred as a result of the dissolution of Diamond Alkali Organic Chemicals Division, Inc.

Response: See OCC's response to the referenced request for admission.

Request for Admission No. 44:

Admit that Kolker discharged Hazardous Substances at and/or from any portion of the Lister Site prior to 1952.

Response: OCC cannot admit or deny because, after reasonable inquiry, it has no knowledge or information of the truth of the matter it is requested to admit. If and to the extent there may be a factual basis to deny the matter, or may be other documents or information which contradict or call into question the truth of the

matter OCC is requested to admit, the same would be within the knowledge of OCC's contractual indemnitor, Maxus. Accordingly, OCC adopts and incorporates by reference any such knowledge, information or documents which Maxus may rely upon for any Maxus denial of the same or substantially similar request for admission. If and to the extent that Maxus admits or stipulates to all or part of the factual matter which OCC is requested to admit, OCC advises Plaintiffs that it lacks any knowledge or information to contradict or oppose a determination of the truth thereof.

Interrogatory No. 44:

If your answer to Request for Admission No. 44 is denied, in whole or in part, (i) explain the factual bases of your denial and (ii) identify all Documents you contend support the factual bases of your denial.

Response: See OCC's response to the referenced request for admission.

Request for Production No. 44:

Produce all Documents identified in your answer to Interrogatory No. 44.

Response: See OCC's response to the referenced request for admission.

Interrogatory No. 45:

Identify every Document or Communication, including public filings, wherein DSCC admitted that it assumed the liabilities of Kolker.

Response: The question is improper. OCC objects to this request as overly broad, unduly burdensome; it seeks to shift to OCC the burden of reviewing millions of pages of documents produced by Maxus or OCC, relating to DSCC or its purported predecessors, in order to identify every "Document" or "Communication" which could be responsive to the request. Given the foregoing, it is not reasonably possible for OCC to specify the records from which the answer may be derived or ascertained.

Request for Production No. 45:

Produce all Documents and Communications identified in your answer to Interrogatory No. 45.

Response: See objection to Interrogatory No. 45.

Interrogatory No. 46:

Identify every Document or Communication wherein DSCC refused to pay or assume a liability or debt of Kolker.

Response: The question is improper. OCC objects to this request as overly broad, unduly burdensome; it seeks to shift to OCC the burden of reviewing millions of pages of documents produced by Maxus or OCC, relating to DSCC or its purported predecessors, in order to identify every “Document” or “Communication” which could be responsive to the request. Given the foregoing, it is not reasonably possible for OCC to specify the records from which the answer may be derived or ascertained.

Request for Production No. 46:

Produce all Documents and Communications identified in your answer to Interrogatory No. 46.

Response: See objection to Interrogatory No. 46.

Interrogatory No. 47:

If you contend that DSCC did not assume the liabilities of Kolker, explain the factual bases of that contention and identify every Person whose opinion or testimony upon whom you rely in denying that DSCC assumed the liabilities of Kolker.

Response: OCC lacks knowledge or information sufficient to contend whether DSCC did or did not assume any or all of any Kolker environmental liability related to the Lister Site, notes that Plaintiffs bear the burden of proof on the matter, and notes that OCC’s contractual indemnitor, Maxus, may have such knowledge or information and supporting documentation. Accordingly, OCC adopts and incorporates by reference any Maxus answer or response to the same or substantially similar discovery request.

Request for Production No. 47:

Produce all Documents that support the factual bases of your contention that DSCC did not assume the liabilities of Kolker.

Response: See response to Interrogatory No. 47.

Dated: November 28, 2011

Respectfully Submitted,

Robert T. Lehman, Esq.
Phil Cha, Esq.
ARCHER & GREINER
A Professional Corporation
One Centennial Square
P.O. Box 3000
Haddonfield, NJ 08033-0968
(856) 795-2121

/s/ David L. Bryant

Oliver S. Howard, Esq.
David L. Bryant, Esq.
Scott R. Rowland, Esq.
Amelia A. Fogleman, Esq.
GABLE & GOTWALS
1100 ONEOK Plaza
100 West Fifth Street
Tulsa, OK 74103-4217
(918) 595-4490

*Attorneys for Defendant
Occidental Chemical Corporation*

CERTIFICATE OF SERVICE

The undersigned hereby certifies that true and correct copies of Defendant Occidental Chemical Corporation's Objections and Responses to Plaintiffs' Track III Trial Requests for Admission, Interrogatories, and Requests for Production of Documents Regarding Kolker-Era Issues, by email to the following counsel, and via CT Summation to all other known counsel of record, on November 28, 2011

William J. Jackson, Esq.
John D.S. Gilmour, Esq.
Michael Dobbs, Esq.
Jackson Gilmour & Dobbs, P.C.
3900 Essex Lane, Suite 700
Houston, TX 77027
Counsel for Plaintiffs

Michael Gordon, Esq.
Gordon & Gordon, P.C.
505 Morris Ave.
Springfield, NJ 07081
Counsel for Plaintiffs

William L. Warren, Esq.
Drinker Biddle & Reath LLP
105 College Road East, Suite 300
Princeton, NJ 08452
Counsel for Defendants Maxus Energy Corp. & Tierra Solutions, Inc.

Thomas E. Starnes, Esq.
Drinker Biddle & Reath LLP
1500 K Street, N.W.
Washington, DC 20005
Counsel for Defendants Maxus Energy Corp. & Tierra Solutions, Inc.

Date: November 28, 2011

/s/ David L. Bryant _____
David L. Bryant