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NEW JERSEY DEPARTMENT OF  
ENVIRONMENTAL PROTECTION,  
THE COMMISSIONER OF THE  
DEPARTMENT OF ENVIRONMENTAL  
PROTECTION and THE  
ADMINISTRATOR OF THE NEW  
JERSEY SPILL COMPENSATION  
FUND,

Plaintiffs,  
v.

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,

Defendants.

MAXUS ENERGY CORPORATION  
AND TIERRA SOLUTIONS, INC.,

Third-Party Plaintiffs,

v.

3M COMPANY, et al.,

Third-Party Defendants.

SUPERIOR COURT OF NEW JERSEY  
LAW DIVISION - ESSEX COUNTY  
DOCKET NO. ESX-L9868-05 (PASR)

Civil Action

CERTIFICATION OF WILLIAM C. PETIT  
IN SUPPORT OF PLAINTIFFS' MOTION  
FOR PARTIAL SUMMARY JUDGMENT  
AGAINST OCCIDENTAL CHEMICAL  
CORPORATION, MAXUS ENERGY  
CORPORATION AND TIERRA  
SOLUTIONS, INC.

I, William C. Petit, do hereby certify as follows:

A. I am an attorney of the law firm of Jackson Gilmour & Dobbs, PC, Special Counsel to Plaintiffs, the 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”), in the above-entitled action.

B. I have been admitted Pro Hac Vice to practice before the Court in the pending matter and I am fully familiar with the discovery and documents presented in this certification.

C. This Certification is made in support of Plaintiffs’ Motion for Partial Summary Judgment against Defendants Occidental Chemical Corporation (“OCC”), Maxus Energy Corporation (“Maxus”) and Tierra Solutions, Inc. (“Tierra”).

1. Exhibit 1 is a true and accurate copy of a document titled “Brief on Behalf of Plaintiff-Appellant Diamond Shamrock Chemicals Company” filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. A-694-89TI, New Jersey Superior Court, Appellate Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS034076-34170).
2. Exhibit 2 is a true and accurate copy of a document titled “Administrative Settlement Agreement and Order on Consent for Removal Action” filed In the Matter of the Lower Passaic River Study Area of the Diamond Alkali Superfund Site, executed by OCC and Tierra and entered on June 23, 2008, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS1355006-1355075).
3. Exhibit 3 is a true and accurate copy of a letter, dated June 10, 1983, from James B. Worthington to Michael Catania, with attachments, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS036795-36814).
4. Exhibit 4 is a true and accurate copy of a document titled “Plaintiff’s Statement of Indisputable Material Facts with Respect to Second Tier Motions” filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS0964678-964734).

5. Exhibit 5 is a true and accurate copy of the Federal Register, Vol. 72, No. 90, May 10, 2007, 26544-26554, which was obtained as a pdf document from the web address [http://www.access.gpo.gov/su\\_docs/fedreg/a070510c.html](http://www.access.gpo.gov/su_docs/fedreg/a070510c.html), last visited on April 27, 2011.
6. Exhibit 6 is a true and accurate copy of "Executive Order No. 40," which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00051857-51859).
7. Exhibit 7 is a true and accurate copy of excerpts from a Dioxin Sampling Report for 80 Lister Avenue, dated January 27, 1984, which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00112124-112133).
8. Exhibit 8 is a true and accurate copy of "Administrative Order No. EO-40-1," which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00162234).
9. Exhibit 9 is a true and accurate copy of "Administrative Order No. EO-40-17," which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00113027-113028).
10. Exhibit 10 is a true and accurate copy of a document titled "Administrative Consent Order," entered March 13, 1984, filed In the Matter of Diamond Shamrock Chemicals Company and Marisol, Inc., as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0022877-22886).
11. Exhibit 11 is a true and accurate copy of a document titled "Civil Action Complaint" filed September 19, 1984 in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS032859-32875).
12. Exhibit 12 is a true and accurate copy of a document titled "Brief of Defendants-Respondents/Cross-Appellants" filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Case No. A-694-89TI, New Jersey Superior Court, Appellate Division, which was obtained by counsel for Plaintiffs from archived records maintained by the New Jersey State Library, and which was produced by Plaintiffs in the instant litigation (NJDEP00002821-2975).

13. Exhibit 13 is a true and accurate copy of a document titled "Partial Final Judgment and R. 4:42-2 Certification" filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS033003-33013).
14. Exhibit 14 is a true and accurate copy of a document titled "Second Amended and Supplemented Civil Action Complaint" filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS032934-32954).
15. Exhibit 15 is a true and accurate copy of a document titled "Opinion," entered April 12, 1989 in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS030392-30448).
16. Exhibit 16 is a true and accurate copy of an excerpted document including the sworn trial testimony of Walter Blair, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS028275-28279; MAXUS028343-28401; and MAXUS028403).
17. Exhibit 17 is a true and accurate copy of an excerpted document including the sworn trial testimony of Nicholas Centanni, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS028404-28467; and MAXUS028469).
18. Exhibit 18 is a true and accurate copy of a document including the sworn trial testimony of Arthur Scureman and John Burton, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS028470-28582).
19. Exhibit 19 is a true and accurate copy of a document including the sworn trial testimony of John Burton, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS028583-28701).

20. Exhibit 20 is a true and accurate copy of an excerpted document including the sworn trial testimony of Anthony Wolfskill, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS026561-26565; 026638-026644; and 026651).
21. Exhibit 21 is a true and accurate copy of an excerpted document including the sworn trial testimony of Anthony Wolfskill, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS026770-26876; and MAXUS026882).
22. Exhibit 22 is a true and accurate copy of a document including the sworn trial testimony of Anthony Wolfskill, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS026883-27007).
23. Exhibit 23 is a true and accurate copy of an excerpted document including the sworn trial testimony of Michael Catania, recorded in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. C3939-84, Superior Court of New Jersey, Chancery Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS025966-26095; and MAXUS026101).
24. Exhibit 24 is a true and accurate copy of a document titled "Reply Brief on Behalf of Plaintiff-Appellant Diamond Shamrock Chemicals Company" filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Case No. A-694-89TI, New Jersey Superior Court, Appellate Division, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS045450-45535).
25. Exhibit 25 is a true and accurate copy of Maxus and Tierra's Amended Initial Disclosures, filed in the instant litigation.
26. Exhibit 26 is a true and accurate copy of OCC's Initial Disclosures Pursuant to Case Management Order III, filed in the instant litigation.
27. Exhibit 27 is a true and accurate copy of a document, dated June 1, 1955, from D.J. Porter to John Burton, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048641).
28. Exhibit 28 is a true and accurate copy of a document titled "Stream Pollution Complaint," dated October 20, 1964, from J.S. Cort, Jr. to F.R. Kennedy, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048797).

29. Exhibit 29 is a true and accurate copy of a letter, dated July 3, 1956, from Alexander Goldberg and Michael Adolino to Seymour Lubetkin, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS037004).
30. Exhibit 30 is a true and accurate copy of a letter, dated July 6, 1956, from J. Burton to M.D. Adolino, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS037005).
31. Exhibit 31 is a true and accurate copy of document, dated July 10, 1956, from John Burton to B.D. Gleissner, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048861-48863).
32. Exhibit 32 is a true and accurate copy of a letter, dated July 22, 1956, from J. Burton to Michael Andolino, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS037818).
33. Exhibit 33 is a true and accurate copy of a document, dated July 26, 1956, from John Burton to Bruce Gleissner, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048857).
34. Exhibit 34 is a true and accurate copy of a document, dated July 31, 1956, from W.R. Taylor to John Burton, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048856).
35. Exhibit 35 is a true and accurate copy of a document, dated April 4, 1960, from J. Burton to H. S. Weiner, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS036883-36885).
36. Exhibit 36 is a true and accurate copy of a document titled "Water Pollution Control in the Chemical Industry," dated March 24, 1967, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048898-48901).
37. Exhibit 37 is a true and accurate copy of a letter, dated August 3, 1956, from Louis Auerbacher, Jr. to Diamond Alkali Company, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048853).
38. Exhibit 38 is a true and accurate copy of a letter, dated August 9, 1956, from J. Burton to Louis Auerbacher, Jr., as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048852).
39. Exhibit 39 is a true and accurate copy of a letter, dated October 13, 1964, from Robert Scocca to Diamond Alkali Company, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048798-48799).
40. Exhibit 40 is a true and accurate copy of a letter, dated September 18, 1968, from Harvey Jones to Diamond Shamrock Chemical Co., as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048879).

41. Exhibit 41 is a true and accurate copy of a document, dated October 18, 1968, from A.L. Gregoric to W.R. Taylor, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048875-48876).
42. Exhibit 42 is a true and accurate copy of a document, dated November 12, 1968, from W.R. Taylor to R.A. Guidi, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048793).
43. Exhibit 43 is a true and accurate copy of a document, dated September 23, 1968, from W.R. Taylor to Robert Chonoles, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0048877).
44. Exhibit 44 is a true and accurate copy of an excerpt to the February 1985 Site Evaluation for 80 Lister Avenue, which was obtained by counsel for Plaintiffs from public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00141192-141598).
45. Exhibit 45 is a true and accurate copy of the March 18, 1986 Passaic River Sediment Study, which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00387455-387614).
46. Exhibit 46 is a true and accurate copy of a document titled "Stock Purchase Agreement," dated September 4, 1986, without attachments, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0000204-378).
47. Exhibit 47 is a true and accurate copy of a document from the State of Delaware Office of Secretary of State, enclosing the Certificate of Amendment of Restated Certificate of Incorporation of Diamond Shamrock Chemicals Company, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0009303-9306).
48. Exhibit 48 is a true and accurate copy of a document from the State of Delaware Office of Secretary of State, enclosing the Certificate of Ownership and Merger of Occidental Electrochemicals Corporation into Occidental Chemical Corporation and Appointment of Agent for Service, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0011579-11587).
49. Exhibit 49 is a true and accurate copy of a document titled "Movants' Statement . . . in Support of Motion for Summary Judgment" filed in the In re "Agent Orange" Product Liability Litigation, in the United States District Court Eastern District of New York, MDL No. 381, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0124728-124806).

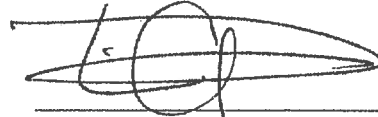
50. Exhibit 50 is a true and accurate copy of the November 7, 2003 Letter from Carol Dinkins to John Sacco, Department of Environmental Protection, which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00367337-367364).
51. Exhibit 51 is a true and accurate copy of the Administrative Order on Consent filed in the Matter of the Diamond Alkali Superfund Site, entered April 20, 1994, which was obtained by counsel for Plaintiffs from the public records of the New Jersey Department of Environmental Protection, and which was produced by Plaintiffs in the instant litigation (NJDEP00382467-382515).
52. Exhibit 52 is a true and accurate copy of a document described as a modification to the Administrative Order on Consent, dated February 17, 2004, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0023765-23768).
53. Exhibit 53 is a true and accurate copy of an e-mail communication, dated October 30, 2003, from J. Alan Mack to David Wadsworth and Sara Galley, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0046171).
54. Exhibit 54 is a true and accurate copy of a letter, dated October 2, 2003, from Karen Ciccone to David Wadsworth, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0023709-23710).
55. Exhibit 55 is a true and accurate copy of a letter agreement, dated June 18, 2008, between OxyChem, Maxus Energy Corporation and Tierra Solutions, Inc., as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0046187-46190).
56. Exhibit 56 is a true and accurate copy of a letter, dated April 4, 1986, from James Kelley to Ray Irani, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0027238-27241).
57. Exhibit 57 is a true and accurate copy of a letter agreement, dated July 10, 1987, between Occidental Electrochemicals Corporation and Maxus Energy Corporation, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0022991-22992).
58. Exhibit 58 is a true and accurate copy of a document titled "Exhibit 8.13," dated September 4, 1986, an exhibit to the Stock Purchase Agreement, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0063174).



59. Exhibit 59 is a true and accurate copy of the NPL Site Narrative for Diamond Alkali Company, which was obtained from the web address <http://www.epa.gov/superfund/sites/npl/nar134.htm>, last visited on April 15, 2011.
60. Exhibit 60 is a Certified copy of the April 19, 1984 Deed from E.M. Sergeant Pulp and Chemical Co. to Diamond Shamrock Chemicals Company, conveying Block 2438, Lot 57 in Newark, New Jersey.
61. Exhibit 61 is a true and accurate copy of a document titled "Settlement Agreement and Release," dated December 31, 1985, between Marisol, Inc. and Diamond Shamrock Chemicals Company, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS040081-40088).
62. Exhibit 62 is a Certified copy of the January 27, 1986 Deed from Marisol, Inc. to Diamond Shamrock Chemicals Company, conveying Block 2438, Lots 58 and 59, in Newark, New Jersey.
63. Exhibit 63 is a true and accurate copy of a document titled "Assignment and Assumption Agreement," dated January 1, 1984, between Diamond Shamrock Corporate Company and Diamond Shamrock Chemicals Company, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS022033-22038).
64. Exhibit 64 is a true and accurate copy of a document from the State of Delaware Office of Secretary of State, enclosing the Certificate of Amendment of Certificate of Incorporation of Diamond Shamrock Process Chemicals, Inc., as produced to Plaintiffs by Maxus in the instant litigation (MAXUS0443862-443863).
65. Exhibit 65 is a Certified copy of the August 28, 1986 Deed from Diamond Shamrock Chemicals Company to Diamond Shamrock Chemical Land Holdings, Inc. conveying Block 2438, Lots 58 and 59 in Newark, New Jersey.
66. Exhibit 66 is a Certified copy of the August 28, 1986 Deed from Diamond Shamrock Chemicals Company to Diamond Shamrock Chemical Land Holdings, Inc. conveying Block 2438, Lot 57 in Newark, New Jersey.
67. Exhibit 67 is a true and accurate copy of a document titled "Written Action in Lieu of Board Meeting," dated August 5, 1986, as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0009602-9603).
68. Exhibit 68 is a true and accurate copy of a document titled "Executive Summary," as produced to Plaintiffs by OCC in the instant litigation (OCCNJ0005282-5293).

69. Exhibit 69 is a true and accurate copy of the Responses of Defendants Maxus Energy Corporation and Tierra Solutions, Inc. to Plaintiffs' Second Set of Requests for Admission provided in discovery to Plaintiffs in the instant litigation.
70. Exhibit 70 is a true and accurate copy of a document titled "Order," entered on November 19, 1990 in the United States District Court for the District of New Jersey, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS018141-18242).
71. Exhibit 71 is a true and accurate copy of a document titled "Assumption Agreement," dated August 14, 1986, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS0105854-105871).
72. Exhibit 72 is a true and accurate copy of a document titled "Contribution Agreement," dated August 14, 1986, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS1305777-1305783).
73. Exhibit 73 is a true and accurate copy of a document titled "Petition for Certification of Diamond Shamrock Chemicals Company," filed in Diamond Shamrock Chems. Co. v. Aetna Cas. & Sur. Co., Docket No. 35,462, Supreme Court of New Jersey, as produced to Plaintiffs by Maxus in the instant litigation (MAXUS045536-45558).

D. I hereby certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

A handwritten signature in black ink, appearing to read 'W. C. Petit', written over a horizontal line.

William C. Petit

Dated: May 6, 2011

