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

**Plaintiffs,**

**-v-**

**OCCIDENTAL CHEMICAL  
CORPORATION, TIERRA  
SOLUTIONS, INC. MAXUS ENERGY  
CORPORATION, REPSOL YPF, S.A.,  
YFP, S.A., YPF HOLDINGS, INC. 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  
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: LAW DIVISION  
:  
: ESSEX COUNTY  
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: Docket No.: ESX-L-9868-05  
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:  
: Civil Action  
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:  
: FOUNDRY STREET CORPORATION'S  
:  
: ANSWER AND AFFIRMATIVE  
:  
: DEFENSES TO THIRD-PARTY  
:  
: COMPLAINT "B"**

**AUTOMATIC ELECTRO-PLATING CORP.'S ANSWER AND AFFIRMATIVE  
DEFENSES TO THIRD-PARTY COMPLAINT "B"**

Third Party Defendant Foundry Street Corporation, by and through its undersigned counsel, and in accordance with the Court's Case Management Order V, Section 9, entered April 116, 2009 ("CMO V"), hereby answers and asserts defenses to the Third-Party Complaint "B" by Defendants/ Third-Party Plaintiffs Maxus Energy Corporation and Tierra Solutions, Inc. "(Third-Party Plaintiffs)", as follows:

1. Foundry Street Corporation denies each and every allegation contained in the Third-Party Complaint "B" that is not otherwise herein addressed, including, without limitation, any allegations concerning the relief sought in the First Count and the Second Count and all headings and titles used in Third Party Complaint "B".

**PROCEDURAL BACKGROUND**  
**(Paragraphs 1-15)**

2. No response is required pursuant to CMO V. To the extent that a response is deemed necessary, Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in Paragraphs 1 through 15 of Third-Party Complaint "B", and the same are therefore denied.

**THE PARTIES**  
**Third-Party Plaintiffs**  
**(Paragraphs 16-18)**

3. To the extent that the allegations contained in Paragraphs 16 through 18 of the Third Party Complaint relate to other parties, no response if required pursuant to CMO V. To the extent that a response is deemed necessary, Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in Paragraphs 16 through 18 of Third-Party Complaint "B", and the same are therefore denied.

**Third Party Defendants**  
**(Paragraphs 19-210)**

4. To the extent that the allegations contained in Paragraphs 19 through 91 of Third Party Complaint "B" relate to other parties, no response is required pursuant to CMO V. To the extent that a response is deemed necessary, Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in Paragraphs 19 through 91 of Third-Party Complaint "B", and the same are therefore denied.

5. Foundry Street Corporation denies the allegations contained in Paragraph 92 of Third Party Complaint "B" but admits that it is a corporation organized under the laws of the State of New Jersey.

6. To the extent that the allegations contained in Paragraphs 93 through 209 of Third Party Complaint "B" relate to other parties, no response is required pursuant to CMO V. To the extent that a response is deemed necessary, Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in Paragraphs 93 through 209 of Third-Party Complaint "B", and the same are therefore denied.

7. The allegations contained in Paragraph 210 of Third Party Complaint "B" constitute legal conclusions to which no response is required. To the extent a response is deemed to be necessary, the allegation contained therein are denied.

**DEFINITIONS**  
**(Paragraphs 211-236)**

8. Paragraphs 211 through 236 constitute definitions to which no response is required pursuant to CMO V. To the extent a response is deemed to be necessary, the allegations contained therein are denied.



**FACTUAL ALLEGATIONS**  
**(Paragraphs 237-3445)**

9. To the extent that the allegations contained in Paragraphs 237 through 527 of Third Party Complaint "B" relate to other parties, no response is required pursuant to CMO V. To the extent that a response is deemed necessary, Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in Paragraphs 237 through 527 of Third-Party Complaint "B", and the same are therefore denied.

**Foundry Street Corporation Site**  
**(Paragraphs 528 –541)**

10. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 528 of Third-Party Complaint "B" and the same is therefore denied.

11. Foundry Street Corporation admits the allegations set forth in paragraph 529 of Third-Party Complaint "B".

12. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 530 of Third-Party Complaint "B" and the same is therefore denied.

13. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 531 of Third-Party Complaint "B" and the same is therefore denied.

14. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 532 of Third-Party Complaint "B" and the same is therefore denied.

15. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 533 of Third-Party Complaint "B" and the same is therefore denied.

16. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 534 of Third-Party Complaint "B" and the same is therefore denied.

17. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 535 of Third-Party Complaint "B" and the same is therefore denied.

18. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 536 of Third-Party Complaint "B" and the same is therefore denied.

19. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 537 of Third-Party Complaint "B" and the same is therefore denied.

20. Foundry Street Corporation denies the allegations contained in paragraph 538 of Third-Party Complaint "B".

21. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 539 of Third-Party Complaint "B" and the same is therefore denied.

22. Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in paragraph 540 of Third-Party Complaint "B" and the same is therefore denied.

23. Foundry Street Corporation denies the allegations contained in Paragraph 541 of Third Party Complaint "B".

24. To the extent that the allegations contained in Paragraphs 542 through 3445 of Third Party Complaint "B" relate to other parties, no response is required pursuant to CMO V. To the extent that a response is deemed necessary, Foundry Street Corporation lacks knowledge or information sufficient to form a belief as to the allegations contained in Paragraphs 542 through 3445 of Third-Party Complaint "B", and the same are therefore denied.

**FIRST COUNT**  
**(New Jersey Spill Compensation and Control Act, N.J.S.A. 58:10-23.11.f.a.(2)(a))**  
**(Paragraphs 3446 –3451)**

25. Foundry Street Corporation repeats and incorporates by reference the answers set forth in paragraphs 1 through 24 as if set forth at length herein.

26. As to Foundry Street Corporation, the allegations in Paragraph 3447 are legal conclusions to which no response is required. To the extent that a response is deemed to be necessary, the allegations are denied.

27. As to Foundry Street Corporation, the allegations in Paragraph 3448 are legal conclusions to which no response is required. To the extent that a response is deemed to be necessary, the allegations are denied.

28. As to Foundry Street Corporation, the allegations in Paragraph 3449 are legal conclusions to which no response is required. To the extent that a response is deemed to be necessary, the allegations are denied. By way of further response, it is denied that Third-Party Plaintiffs are entitled to contribution from Foundry Street Corporation.



29. As to Foundry Street Corporation, the allegations in Paragraph 3450 are legal conclusions to which no response is required. To the extent that a response is deemed to be necessary, the allegations are denied.

30. As to Foundry Street Corporation, the allegations in Paragraph 3451 are legal conclusions to which no response is required. To the extent that a response is deemed to be necessary, the allegations are denied. By way of further response, it is denied that Third-Party Plaintiffs are entitled to contribution from Foundry Street Corporation.

**WHEREFORE**, Foundry Street Corporation respectfully demands judgment dismissing Third Party Plaintiffs' claims with prejudice together with attorneys' fees, costs, and any other relief that the Court may deem equitable and just.

**SECOND COUNT**  
**Statutory Contribution**  
**(Paragraphs 3452 – 3453)**

31. Foundry Street Corporation repeats and incorporates by reference the answers set forth in paragraphs 1 through 30 as if set forth at length herein.

32. As to Foundry Street Corporation, the allegations in Paragraph 3453 are legal conclusions to which no response is required. To the extent that a response is deemed to be necessary, the allegations are denied. By way of further response, it is denied that Third-Party Plaintiffs are entitled to contribution from Foundry Street Corporation.

**WHEREFORE**, Foundry Street Corporation respectfully demands judgment dismissing Third Party Plaintiffs' claims together with attorneys' fees, costs, and any other relief that the Court may deem equitable and just.

### **AFFIRMATIVE DEFENSES**

1. Third-Party Plaintiffs' Complaint fails to state a cause of action upon which relief may be granted.
2. Third-Party Plaintiffs' Complaint is barred by the application the doctrines of laches, unclean hands, collateral estoppel, promissory estoppel, and/or estoppel.
3. Third-Party Plaintiffs' Complaint is barred by the applicable Statue of Limitations and Statute of Repose.
4. Third-Party Plaintiffs' is barred because they failed to exhaust all administrative remedies.
5. Third Party Plaintiffs' claims are barred, or, in the alternative, the damages to which they are entitled, if any, must be reduced under the doctrine of comparative negligence pursuant to N.J.S.A. 2A:15-5.1.
6. The complained of occurrence was caused by third-parties over whom Foundry Street Corporation had no control
7. Third-Party Plaintiffs' claims are barred, or, in the alternative, the damages to which they are entitled, if any, must be reduced as a result of statutory defenses available under the Spill Compensation and Control Act, N.J.S.A. 58:10-23.11 *et seq.*, and similar environmental legislation.
8. Third-Party Plaintiffs' claims against Foundry Street Corporation are subject to setoff and recoupment and therefore must be reduced accordingly.
9. Foundry Street Corporation cannot be held liable for or be required to pay for Third-Party Plaintiffs' damages or other claims based on action or inactions by Foundry Street Corporation that arises out of conduct lawfully undertaken in compliance with permits or other



approvals issued by relevant government agencies, including the State of New Jersey and/or United States and/or in compliance with applicable laws, regulations, rules order, ordinances, directives and common law, and other requirements of all foreign, federal, state and local government entities ("applicable Environmental Laws").

10. Although Foundry Street Corporation denies that it is liable for the contamination described in the Complaint, in the event Foundry Street Corporation is found liable, it is entitled to an offset against any such liability on its part for the equitable share of the liability of any person or entity joined as a Third-Party Defendant that would be liable to the State of New Jersey.

11. Although Foundry Street Corporation denies that it is liable for the contamination described in the Complaint, in the event Foundry Street Corporation is found liable, it is entitled to an offset against any such liability on its part for the equitable share of the liability of any person or entity not joined as a Third-Party Defendant in this action that would be liable to Third Party Plaintiffs.

12. Third-Party Plaintiffs' claims are barred by lack of standing to bring an action against Foundry Street Corporation.

13. Any injuries and/or damages allegedly sustained by the original Plaintiffs were caused by the joint or several negligence and/or intentional acts of Third-Party Plaintiffs and other Third-Party Defendants over whom Foundry Street Corporation had no control.

14. Third-Party Plaintiffs' claims against Foundry Street Corporation should be dismissed because Third Party Plaintiffs' injuries were due to supervening events for which Foundry Street Corporation had no control or responsibility.

15. Foundry Street Corporation is not a discharger or a person in any way responsible for a discharge under N.J.S.A. 58:10-23 et seq. ("Spill Act").

16. The claims of Third-Party Plaintiffs are barred in whole or part by the statutory defense to liability provided by the Spill Act and the Water Pollution Control Act, N.J.S.A. 58:10A-1 et seq. ("WPCA").

17. Third Party Plaintiffs have no Spill Act claim against Foundry Street Corporation because they have not cleaned up and/or removed a discharge of hazardous substances within the meaning of the Spill Act.

18. Third-Party Plaintiffs have no right to contribution against Foundry Street Corporation under the WPCA.

19. Third-Party Plaintiffs' claims are barred, in whole or in part, by the application of the entire controversy doctrine.

20. To the extent that Third Party Complaint B purports to seek any relief under New Jersey's Environmental Rights Act, N.J.S.A. 2A:35A-1 et seq., the pleading is barred because Third Party Plaintiffs have failed the procedural and/or substantive requirements entitle them to sue Foundry Street Corporation under that Statute.

21. Third-Party Plaintiffs are not the real parties in interest for pursuit of the claims set forth in the Third-Party Complaint, nor are Third-Party Plaintiffs acting in the capacity of an executor, administrator, guardian of a person or property, trustee of an express trust, or a party with whom or in whose name a contract has been made for the benefit of another. Consequently all claims are barred under R. 4:26-1 of the New Jersey Court Rules.

22. Third-Party Plaintiffs are mere volunteers for remediation of the environment contamination for which they claim contribution and/or other relief from Foundry Street

Corporation. Consequently, the claims in the Third Party Complaint are barred, in whole or in part.

23. The claims brought by Third-Party Plaintiffs reflect damages that are wholly speculative, conjectural, unreasonable, excessive, and/or arbitrary and capricious.

24. At common law, Foundry Street Corporation held, and still holds an interest allowing it, along with all other citizens, the reasonable use of assets held for the benefit of the public by the State of New Jersey under the Public Trust Doctrine. Foundry Street Corporation has, at all relevant times, acted in accordance with its rights of reasonable use of publicly held assets. As a matter of law, Third Party Plaintiffs' claims are derivative of, and cannot be any greater than, the claims that the State of New Jersey has or would have against Foundry Street Corporation directly. As a result, the claims set forth in the Third Party Complaint are barred, in whole or in part.

25. The State of New Jersey is legally barred from asserting direct claims against Foundry Street Corporation for the damages sought in its Amended Complaints. Consequently all claims that are or may be derivative of the State of New Jersey's claims are barred as well, including the claims set forth in Third-Party Complaint "B".

26. The Third-Party Complaint is barred and/or is constitutionally impermissible to the extent that it seeks to impose retroactive liability for acts that were previously authorized or condoned by law including applicable Environmental Laws.

27. Third-Party Plaintiffs' Complaint is barred to the extent that it seeks relief for damages incurred prior to the effective date of the Spill Act.

28. At all relevant times, Foundry Street Corporation complied with all applicable Environmental Laws, regulations, industry standards and ordinances, and otherwise conducted



itself reasonably, prudently, in good faith, and with due care for the rights, safety and property of others.

29. The claims set forth in Third-Party Complaint are barred in whole or in part by the doctrine of preemption.

30. Third Party Plaintiffs suffered no losses or injuries that were proximately caused by Foundry Street Corporation.

31. Third-Party Plaintiffs' claims are barred in whole or in part by the doctrines of accord and satisfaction, waiver, consent, estoppel, release and/or assumption of risk.

32. Third-Party Plaintiffs' claims are barred in whole or in part by the doctrine of accord "coming to the nuisance."

33. Third Party Plaintiffs' claims are barred, in whole or in part, by the "unclean hands" doctrine.

34. The claims for equitable contribution under the Spill Act in the Third-Party Complaint are barred because: (1) equity will not compel action that is impossible of performance; (2) equity will not exceed the rights of parties existing at law; (3) equity will not consciously become an instrument of injustice; and/or (4) equity will not permit double satisfaction.

35. Third-Party Plaintiffs' claims are barred, in whole or in part, by the doctrines of collateral, *res judicata*, and/or judicial estoppel including in connection with prior findings as to Third-Party Plaintiffs' intentional misconduct.

36. Third Party-Plaintiffs' claims are barred because the relief sought against Foundry Street Corporation, were it claimed directly by Plaintiffs, would amount to unlawful taxation.

37. Third -Party Plaintiffs' claims are barred because the relief sought against Foundry Street Corporation, if claimed directly by Plaintiffs, would amount to a "taking" of Foundry Street Corporation's property in violation of its constitutional rights to due process and/or in violation of its rights under the Eminent Domain Act of 1971, N.J.S.A. 20:3-1 et seq.

38. Foundry Street Corporation did not own or operate a "Major Facility" as defined by the Spill Act or the WPCA.

39. Third-Party Plaintiffs' claims are barred, in whole or in part, by Third-Party Plaintiffs' failure to comply with the prerequisites to liability under the Spill Act including, without limitation to, Third-Party Plaintiffs' have not incurred costs authorized by the Spill Act and Third-Party Plaintiffs' have failed to direct cleanup and removal activities in accordance with the National Contingency Plan to the greatest extent possible.

40. Third Party Plaintiffs' claims are barred because neither they nor Plaintiffs have incurred "costs of restoration and replacement...of any natural resources damaged or destroyed by a "discharge" under the Spill Act.

41. Third-Party Plaintiffs' claims are not ripe for adjudication, *inter alia*, because Third Party Plaintiffs have a joint liability to Plaintiffs and have not paid and will not pay more than their fair or equitable share of liability.

42. Under N.J.S.A. 2A:15-97, the amount of damages, if any, should be reduced by any amounts recovered from any other source.

43. Third-Party Plaintiffs have failed to join necessary and indispensable parties needed for a just adjudication of the claims asserted in this action, in whose absence complete relief cannot be afforded the existing parties pursuant to R. 4:28-1 of the New Jersey Court Rules. These necessary and indispensable parties include, without limitation, State of New Jersey

agencies and instrumentalities, including, without limitation, the State trustees for tidelands, certain United States agencies and instrumentalities with liability under the Spill Act, and certain state and local governmental agencies located outside the boundaries of New Jersey, including the State of New York and its agencies and instrumentalities, all of whom are or may be separately liable for contamination allegedly located in the "Newark Bay Complex," as defined in Plaintiffs' Second Amended Complaint.

44. Foundry Street Corporation denies that Third-Party Plaintiffs have suffered any harm whatsoever, but in the event that they did suffer from any injury or damage cognizable under applicable Environmental Law, such injury was caused by the intervening acts, omissions, or superseding acts of persons or entities over whom Foundry Street Corporation exercised no control and for whose conduct Foundry Street Corporation was not responsible including, without limitation, unpermitted and storm event discharges from publicly owned treatment works.

45. If Third-Party Plaintiffs sustained any injury or are entitled to any damages, such injury and damages were wholly, or in part, caused by Third-Party Plaintiffs' own acts or omissions, negligence, lack of due care and fault and/or that of Third-Party Plaintiffs' agents or employees. In the event that Third-Party Plaintiffs are found to have sustained any injury and are entitled to damages, Third-Party Plaintiffs' recovery against Foundry Street Corporation, if any, must be reduced by the proportionate damages caused by the acts and conduct of Third Party Plaintiffs and/or its agents or employees.

46. Third-Party Plaintiffs' claims are barred to the extent that the conduct of Foundry Street Corporation is the subject of a release, covenant not to sue, or has otherwise been excused by Plaintiffs, including, without limitation, through issuance of a no further action letter, consent



order, settlement agreement or other applicable document, with or without inclusion of contribution protection, or through the Plaintiffs' allowance of any applicable Statute of Limitations or Statute of Repose to Lapse.

47. Third-Party Defendants' liability to Third Party Plaintiffs, if any, is limited to Spill Act and contribution claims and excludes any such claims which may properly be apportioned to the parties pursuant to *Burlington Northern and Santa Fe Railway Co., et al. v. United States*, 556 U.S. \_\_\_\_; 129 S.Ct 1870 (2009), and other comparable decisional law.

48. Third Party Plaintiffs' claims are barred, in whole or in part, because no action or inactions by Foundry Street Corporation have resulted in any permanent impairment or damage to a natural resource.

49. Without admitting liability, Foundry Street Corporation alleges that if it is found to have been engaged in any of the activities alleged in Third-Party Complaint B, such activities were *de minimis* and not the cause of any damages or other claims by Third-Party Plaintiffs.

50. Third-Party Plaintiffs are not entitled to recover costs incurred for cleanup actions not undertaken in coordination or conjunction with federal agencies.

51. The damages or other relief that Third-Party Plaintiffs seek, if awarded, would result in unjust enrichment to the Third-Party Plaintiffs.

52. Third-Party Plaintiffs' claims are barred due to their own conduct unilaterally, and without notice to Foundry Street Corporation, implementing clean-up plan(s) or taking other actions that resulted in the commingling of formerly divisible areas of environmental harm.

53. Third-Party Plaintiffs' claims are barred to the extent they seek to hold Foundry Street Corporation liable, in contribution, for any claims for which it would be a violation of public

policy to hold Foundry Street Corporation liable, including, but not limited to punitive damages and penalties.

54. Third Party Plaintiffs' claims are barred to the extent the relief sought by Third-Party Plaintiffs in the Complaint is at odds with Foundry Street Corporations responsibilities to conduct ongoing environmental cleanups under the oversight of the Plaintiffs at any site(s) alleged by Third Party Plaintiffs to be the subject of their contribution claims against Foundry Street Corporation, thereby exposing Foundry Street Corporation to inconsistent responsibilities, penalties, liabilities, and the possibility of paying twice for the same actions (*i.e.* double recovery).

55. To the extent that Foundry Street Corporation is acting or has acted to conduct environmental cleanup at site(s) alleged by Third-Party Plaintiffs to be the subject of their contribution claims against Foundry Street Corporation, the claims for equitable contribution under the Spill Act in the Third-Party Complaint are barred because equity will not compel action that is already being undertaken and/or is unnecessary.

56. Foundry Street Corporation reserves the right to assert and hereby invoke each and every Environmental Law defense that may be available during the course of this action.

57. Foundry Street Corporation incorporates by reference any affirmative defense asserted by other parties in this action to the extent such affirmative defenses are defenses to Third Party Plaintiffs' claims and do not impose liability on Foundry Street Corporation.

58. Foundry Street Corporation reserves the right to raise any other affirmative defenses.

### **DENIAL OF UNKNOWN OR UNRAISED CLAIMS**

Foundry Street Corporation denies any liability for any and all unknown or unasserted counterclaims and cross claims, whether or not yet filed, and third party claims for contribution and/or indemnification.

### **COUNTERCLAIMS AND CROSS CLAIMS**

Counterclaims, cross, claims, third party claims and fourth-party claims are expressly reserved pursuant to CMO V. Therefore, Foundry Street Corporation is not required to assert such claims at this time.

### **DESIGNATION OF TRIAL COUNSEL**

Pursuant to R. 4:25-4 and R. 4:51-(c), Nancy B. Marchioni, Esq. is designated as trial counsel on behalf of Third-Party Defendant Foundry Street Corporation Corp.

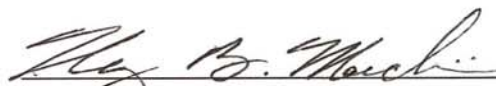
### **DEMAND FOR STATEMENT OF DAMAGES**

Third-Party Defendant Foundry Street Corporation Corp. hereby demands that Third-Party Plaintiffs issue to Answering Third-Party Defendant's counsel, Nancy B. Marchioni, Esq, a statement of damages within five (5) days of service of this Answer pursuant to R. 4:5-2.



**RESERVATION OF RIGHTS**


Third-Party Defendant, Foundry Street Corporation Corp. reserves its right to amend this Answer to assert any additional defenses it may have which further investigation reveals to be appropriate.

  
\_\_\_\_\_  
Nancy B. Marchioni  
Attorney for Third-Party Defendant  
Foundry Street Corporation Corp

DATED: February 10, 2010

**RULE 4:5-1 CERTIFICATION**

I hereby certify that this matter is not the subject of any other action pending in any court or of a pending arbitration proceeding and I know of no other parties who should be joined in this action pursuant to R. 4:28 as it is the legal position of Foundry Street Corporation that liability of a third party defendant for the claims set forth in Third-Party Complaint "B", if any, is several. However, should the Court determine that the potential liability of a third-party defendant, if any is joint and several for the claims set forth in Third-Party Complaint "B", then Foundry Street Corporation states that there are other parties that may have discharged hazardous substances into the Newark Bay Complex contributing to the damages alleged by Defendants/Third-Party Plaintiffs. The identity of all know parties believed to have discharged hazardous substances will be identified in accordance with the procedures set forth in Case Management Order V. Likewise, additional discovery or investigation may identify additional parties to be joined in the litigation.

  
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Nancy B. Marchioni  
Attorney for Third-Party Defendant  
Foundry Street Corporation Corp

DATED: February 10, 2010

**CERTIFICATION OF SERVICE**

The undersigned hereby certifies that I caused a true and correct copy of the foregoing Answer to Third-Party Complaint "B" and Affirmative Defenses to be filed with the Clerk of the Court, Superior Court of New Jersey, Essex County, and served upon all parties which have consented to electronic service by posting to <http://njdepvocc.sfile.com> on this 10<sup>th</sup> day of February, 2010. All other counsel of record were served via first-class, regular mail.

  
Nancy B. Marchioni

DATED: February 10, 2010