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March 19, 2010

**VIA ELECTRONIC SERVICE
AND REGULAR MAIL**

All Counsel of Record Consenting to Electronic Service
All Counsel of Record via Regular Mail as Listed on the Certificate of Service

**Re: NJDEP, et al v. Occidental Chemical Corporation, et al.
Docket No.: L-009868-05 (PASR)**

Dear Counsel:

This firm represents Third-Party Defendant, Celanese LTD (“Celanese”) in the above-referenced matter. Enclosed please find our client’s Third-Party Initial Disclosure pursuant to Case Management Order V, dated April 16, 2009.

Very truly yours,



Anthony J. Reitano

AJR:jll
Enclosures

Herold Law, P.A.
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Attorneys for Third-Party Defendant
Celanese LTD

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,

v.

OCCIDENTAL CHEMICAL CORPORATION, TIERRA SOLUTIONS, INC., MAXUS ENERGY CORPORATION, REPSOL YPF, S.A., YPF, S.A., YPF HOLDINGS, INC. and CLH HOLDINGS, INC.,

Defendants.

v.

MAXUS ENERGY CORPORATION and TIERRA SOLUTIONS, INC.,

Third-Party Plaintiffs,

vs.

3M COMPANY, *et al.*,

Third-Party Defendants.

SUPERIOR COURT OF NEW JERSEY
LAW DIVISION: ESSEX COUNTY

DOCKET NO. ESX- L-9868-05 (PASR)

CIVIL ACTION

**CELANESE LTD'S RESPONSES TO
INITIAL DISCLOSURE**

Third-Party Defendant, Celanese LTD (“Celanese”), in accordance with all applicable provisions of Case Management Order VIII and the New Jersey Rules of Court, hereby makes the following initial discovery disclosures. These disclosures are based upon information reasonably available to Celanese as of the date hereof and do not purport to identify every witness or document possibly relevant to this case.

RESERVATIONS

1. Celanese reserves the right to object to the production of any documents or other information on any ground, including relevance and undue burden, and to assert any applicable privilege, including the attorney-client privilege, the work product doctrine, the common interest doctrine, and any other applicable privilege or protection. These disclosures are not intended to prejudice or waive any privileges or objections Celanese may have with respect to any outstanding or subsequent requests for discovery.

2. Celanese’s investigation in this matter is continuing. Accordingly it reserves the right to supplement, clarify, revise or amend these disclosures to the extent additional information becomes available it is obtained through discovery. Further, Celanese reserves the right to amend these disclosures to the extent the claims brought by or alleged against Celanese in this litigation are amended.

3. The time period covered by the allegations in the Plaintiffs’ Second Amended Complaint is quite long and encompasses at least six decades. The geographic scope of the Second Amended Complaint is also quite broad, covering the “Newark Bay Complex,” which spans the “lower 17 miles of the Passaic River, Newark Bay, the lower reaches of the Hackensack River, the Arthur Kill, the Kill van Kill, and into adjacent waters and sediments.” Second Amended Complaint, Paragraph 1. The scope of inquiry required by Plaintiffs and Third-Party Defendants is accordingly quite broad and potentially burdensome. Celanese is

therefore engaged in a continuing investigation and reserves the right to supplement and modify these disclosures.

4. All disclosures set forth below are made subject to the above objections and qualifications.

INITIAL DISCLOSURES

1. The name, address and telephone number, as may be known, of each individual likely to have discoverable information, along with the subject of that information, that relates to any alleged discharge or release of pollutants, contaminants and/or hazardous substances (“Pollutants”) into the Newark Bay Complex (as these terms are defined in the Second Amended Complaint and the Third-Party Complaints) from the Site(s) and/or properties with which the disclosing party is associated in the Third-Party Complaint (“Alleged Discharges”).

Disclosure: Celanese objects to this request to the extent that it concludes that there was any discharge or release of pollutants, contaminants and/or hazardous substances from Celanese into the Newark Bay Complex. Celanese has identified the following individuals that may have discoverable information concerning ownership, operations and environmental conditions related to the Celanese Site:

| Individual or Entity | Subject |
|--|------------------------------|
| Anne Coogan-Acevedo Environmental, Health and Safety Representative 2045 Westfield Scotch Plains, NJ 07076 988-322-0421 | Environmental Investigations |
| Edgar F. Gold Terminal Superintendant 430 E 5 th Ave. Roselle, NJ 07203 | Environmental Investigations |

| | |
|--|--|
| J. T. McMahon Terminals Manager P.O. Box 8658 Horseshoe Bay, TX 78657-8658 | Environmental Investigations |
| John J. Forstchen Terminals Engineer 2030 Jefferson Gastonia, NC 28056 | Environmental Investigations |
| W. D. Coble 238 W. Sixth Ave. Roselle, NJ 07203 | Environmental Investigations |
| Manual Schultz General Atty. and Asst. Secretary Celanese Corporation | Identified in August 20, 1976 nexus document. |
| Nicolas V. Bisonni Terminal Engineer Unknown Address | Environmental Investigations |
| J. T. Sixeas Unknown Address | Environmental Investigations |
| J. Danny Walker Terminal Manager Unknown Address | Environmental Investigations |
| Peter Aitoro Supervisor – Environmental and Safety 101 Mereline West Paterson, NJ 07424 | Environmental Investigations |
| Adam Spencer Operations Supervisor 8 Randolph Morristown, NJ 07960 | Environmental Investigations and operations |
| George J. Drahos Safety/Health Environmental Analyst 22 De Hart Elizabeth, NJ 07202 | Environmental Investigations |
| John Maber, Jr. Assistant General Counsel Celanese Chemical Company | Identified in February 1, 1971 nexus document. |
| Douglas Clark Supervising Public Health Engineer NJDOH | Identified in February 1, 1971 nexus document. |
| Henry Benz President Hoescht Celanese Chemicals, Inc. | Identified in September 15, 2003 nexus document. |

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|--|--|
| William D. Kraft, III, PG Senior Manager Environ Corporation 214 Carnegie Center Princeton, NJ 08540 Phone: 609-243-9844 Fax: 609-452-0284 | Environmental Investigations |
| Patricia Forgang Camp, Dresser & McKee Raritan Plaza 1 Raritan Center Edison, New Jersey 08818-3142 Phone: 732-225-7000 Fax: 732-225-7851 | Environmental Investigations |
| Various NJDEP Employees New Jersey Department of Environmental Protection 401 East State Street Trenton, New Jersey 08625 | See employees named in nexus documents found in the electronic case management platform. |
| Various Coast Guard Officers Unknown addresses | See officers named in nexus documents found in the electronic case management platform. |
| Various New Jersey State Police Officers Unknown addresses | See officers named in nexus documents found in the electronic case management platform. |

2. The name, address and telephone number, as may be known, of each individual likely to have discoverable information that the disclosing party may use to support its claims or defenses (unless the use would be solely for impeachment).

Disclosure:

| Individual |
|--|
| William D. Kraft, III, PG Senior Manager Environ Corporation 214 Carnegie Center Princeton, NJ 08540 Phone: 609-243-9844 Fax: 609-452-0284 |

3. The name, address and telephone number, as may be known, of any and all past or present owners, lessees or operators at the site(s) and/or properties with which it is associated in

the Third-Party Complaint and the dates of such ownership, lease or operation, as may be known.

Disclosure:

| Name/Address/Phone | Site Address | Dates as Site: Ownership/Operator/Lease |
|---|----------------------------|---|
| Union Carbide Corporation | Block 5060, Lot 14 | Owner (Unknown – November 26, 1974) |
| Celanese Corporation | Block 5060, Lot 14 | Owner/Operator (November 26, 1974 – December 27, 1977) |
| Celanese Chemical Company, Inc. | Block 5060, Lot 14 | Owner/Operator (December 27, 1977 - September 17, 1998) |
| Essex County Improvement Authority | Block 5060, Lot 14 | Owner (September 17, 1998 - Present) |
| Housing Authority of the City of Newark | Block 5060, Lots 10 and 12 | Owner (Unknown – April 8, 1975) |
| Celanese Corporation | Block 5060, Lots 10 and 12 | Owner/Operator (April 8, 1975 - December 27, 1977) |
| Celanese Chemical Company, Inc. | Block 5060, Lots 10 and 12 | Owner/Operator (December 27, 1977 - September 17, 1998) |
| Essex County Improvement Authority | Block 5060, Lots 10 and 12 | Owner (September 17, 1998 - Present) |
| The City of Newark | Block 5060, Lot 16 | Owner (Unknown – November 27, 1957) |
| Celanese Corporation of America | Block 5060, Lot 16 | Owner/Operator (November 27, 1957 - December 27, 1977) |
| Celanese Chemical Company, Inc. | Block 5060, Lot 16 | Owner/Operator (December 27, 1977 - September 17, 1998) |
| Essex County Improvement Authority | Block 5060, Lot 16 | Owner (September 17, 1998 - Present) |
| Union Carbide Corporation | Block 5060, Lot 18 | Owner (Unknown – February 4, 1966) |
| Celanese Corporation of America | Block 5060, Lot 18 | Owner/Operator (February 4, 1966 - December 27, 1977) |
| Celanese Chemical Company, Inc. | Block 5060, Lot 18 | Owner/Operator (December 27, 1977 - September 17, 1998) |
| Essex County Improvement Authority | Block 5060, Lot 18 | Owner (September 17, 1998 - Present) |

| | | |
|---|--|--|
| Celanese Corporation of America | Portion of Celanese Site | Owner/Operator (April 23, 1954 – April 23, 1954) |
| The Prudential Insurance Company of America | Portion of Celanese Site | Owner (April 23, 1954 – June 6, 1980) |
| Celanese Corporation of America | Portion of Celanese Site owned by The Prudential Insurance Company of America | Lessee (April 30, 1957 – June 5, 1980) |
| Celanese Chemical Company, Inc. | Portion of Celanese Site previously owned by The Prudential Insurance Company of America | Owner/Operator (June 6, 1980 - September 17, 1998) |
| Essex County Improvement Authority | Portion of Celanese Site previously owned by The Prudential Insurance Company of America | Owner (September 17, 1998 - Present) |

4. With respect to any individual identified pursuant to the preceding paragraphs, (or any other individual known to have material knowledge of an alleged discharge or release of a Pollutant at or from a site and/or property, or into the Newark Bay Complex), any known inability to testify due to age, infirmity, or incompetency within 12 months following the date of the Initial Disclosure.

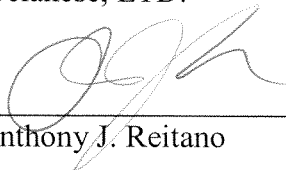
Disclosure: Celanese is currently unaware of any inability to testify due to age, infirmity, or incompetency with respect to the individuals identified pursuant to the preceding paragraphs or in some cases whether the individual is deceased.

5. A description by category and location (or copy at the discretion of the Third-Party Defendant) of all documents or electronically stored information that the disclosing party has in its possession, custody, or control with respect to Alleged Discharges including disclosure of the extent to which such documents or electronically stored information may fall within the Excepted Information.

Disclosure: Celanese objects to this request to the extent that it concludes

that there was any discharge or release of pollutants, contaminants and/or hazardous substances from Celanese into the Newark Bay Complex. Without waiving said objection, information regarding alleged discharges can be found in the nexus documents for Celanese stored electronically on the case management platform.

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Tel: 908-647-1022
Fax: 908-647-1022
Attorneys for Third Party Defendant,
Celanese, LTD.

By: 

Anthony J. Reitano

Dated: March 19, 2010

CERTIFICATION OF SERVICE

I, ANTHONY J. REITANO, hereby certify under penalty of perjury that:

1. I am an attorney-at-law in the State of New Jersey and am associated with the law firm Herold Law, P.A., attorneys for Celanese, LTD.

2. I am a member in good standing of the bar of this Court.

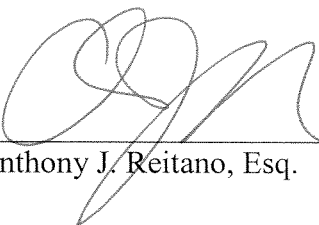
3. On March 19, 2010, a copy of Celanese, LTD's CMO V Third-Party Initial Disclosures was served electronically on all parties who have consented to service via electronic posting on the following website, <http://njdepvocc.sfile.com>.

4. On March 19, 2010, a copy of Celanese, LTD's CMO V Third-Party Initial Disclosures was served via regular mail on counsel for all parties who have not consented to service by electronic posting:

| NAMED THIRD-PARTY DEFENDANT | THIRD-PARTY COMPLAINT | NOTICE OF APPEARANCE COUNSEL OF RECORD |
|-------------------------------------|------------------------------|--|
| Borough of Hasbrouck Heights | A | Richard J. Dewland Coffey & Associates 465 South Street Morristown, NJ 07960 973.539.4500 rjd@coffeylaw.com |
| City of Orange | A | Assistant City Attorney City of Orange Township 29 North Day St. Orange, NJ 07050 973.266.4197 973.674.2021 -fax jmcgovern@ci.orange.nj.us |

| | | |
|--|----------|---|
| Passaic Pioneers Properties Company | B | John A. Daniels Daniels & Daniels LLC 6812 Park Ave. Guttenberg, NJ 07093 202.868.1868 201.868.2122 - fax jad1903@gmail.com |
| Township of Hillside | A | Christine M. Burgess Township Attorney Hillside Township Municipal Bldg. 1409 Liberty Ave. Hillside, NJ 07205 973.926.3000 973.926.9232 – fax |
| Township of Irvington | A | Ilustavo Garcia Municipal Attorney Township of Irvington Irvington Municipal Building Civic Square Irvington, NJ 07111 973.399.6637 973.399.6723 - fax |

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.



Anthony J. Reitano, Esq.

Dated: March 19, 2010