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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.

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. L-9868-05

CIVIL ACTION

**CMO V THIRD-PARTY INITIAL
DISCLOSURE OF LUCENT
TECHNOLOGIES INC., NOW
KNOWN AS ALCATEL-LUCENT
USA INC.**

Comes now Third-Party Named Defendant Lucent Technologies Inc., now known as Alcatel-Lucent USA Inc. (“Respondent”) and for its Initial Disclosure in accordance with Case Management Order V provides the following specific information:

Reservations and Objections

1. Respondent 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 or protection, including but not limited to, the attorney-client privilege, the work product doctrine, and the common interest doctrine. These disclosures are not intended to prejudice or waive any privileges or objections Respondent may have with respect to any outstanding or subsequent requests for discovery.

2. Respondent’s investigation in this matter is continuing. These initial disclosures are made in good faith based on information that is available to Respondent at this time. Accordingly, Respondent reserves the right to supplement, clarify, and revise these disclosures to the extent additional information becomes available or is obtained through discovery. Further, Respondent reserves the right to amend these disclosures to the extent the claims brought by or alleged against Respondent in this litigation are amended.

3. The scope of inquiry required by Third Party Plaintiffs’ initial disclosure is overly broad and unduly burdensome for at least two reasons. First, the time period covered by the allegations in Third-Party Complaint B spans at least six decades. Second, the geographic scope of the allegation of Third-Party Complaint “B” is overly broad and expansive, 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 Kull, including the water and sediments of such bodies, and any adjacent waters and the sediments of such adjacent bodies”, as defined in Third-Party Complaint “B”, paragraph 225.

4. Respondent objects to the Initial Disclosures to the extent they assume that there were Alleged Discharges of Pollutants into the Newark Bay Complex from either of the Sites with which Respondent is alleged to be associated through Third-Party Complaint “B”, the former Kearny Works site in Kearny, New Jersey (designated in Third-Party Complaint “B” as “Lucent Site”), or the Borne Chemical Site (designated in Third-Party Complaint “B” as “Borne Site”).

5. The term “Respondent” as used in this Initial Disclosure includes Respondent’s predecessors in interest. The term “Environmental Conditions” as used in this Initial Disclosure refers to any combination and/or permutation of the following: environmental conditions, site operations history, site investigation, or site remediation.

Initial Disclosures

a. The name, address and telephone number, as may be known of each individual likely to have discoverable information, along with the subjects 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”);

Response

Lucent Site

Respondent denies that it has any liability, responsibility, and/or obligation with respect to any Alleged Discharges of Pollutants from the Lucent Site. Respondent further responds that thousands of individuals worked at the Lucent Site throughout Respondent's ownership and operation thereof during a period of approximately 60 years. Given the expansive scope and ambiguous nature of the allegations in Third-Party Complaint "B", any of these individuals may have or could have had relevant knowledge of the subject matter. Given that Respondent's ownership and operations of the Lucent Site ceased approximately a quarter century ago (1985), Respondent does not now know whether any such individuals (other than those identified below) may have discoverable information.

However, without waiver and subject to the Reservations and Objections set forth above, Respondent has identified the following individuals or entities who may have discoverable information concerning environmental conditions, operational history, alleged discharges to the Newark Bay Complex, and site investigations and remediation activities related to Respondent's period of ownership and/or operations at the Lucent Site. Respondent may identify additional individuals or entities in the course of discovery.

Respondent requests that notice be given to the undersigned counsel before any of the individuals identified below are contacted in this matter.

Name/Address/Phone	Subject
Gary Fisher Alcatel-Lucent USA Inc. 600 Mountain Avenue Murray Hill, New Jersey 07974	Respondent's project manager assigned to the Lucent Site. Environmental Conditions

Tel: 908 582 5771	
<p>GeoTrans, Inc.</p> <p>Joseph Chikowski G.C. Tranchetti J. Keritz R. Bondani A. Basile M.MN. Koosman J.G. Ambers Ken DeGenarro</p>	<p>Consultant to Respondent Environmental Conditions</p> <p>Former employees of Respondent with environmental and/or engineering responsibilities related to Lucent Site and/or with knowledge of Environmental Conditions of Lucent Site.</p>
<p>New Jersey Department of Environmental Protection, P.O. Box 402, Trenton, New Jersey, 08625-0402</p>	<p>Environmental Conditions</p>
<p>United States Environmental Protection Agency, Region II, 290 Broadway, New York, New York, 10007-1866</p>	<p>Environmental Conditions</p>
<p>Passaic Valley Sewerage Commission</p>	<p>Discharges from the Lucent Site into the Passaic Valley Sewer System</p>

Borne Site

Respondent denies that it has any liability, responsibility, and/or obligation with respect to any Alleged Discharges of Pollutants from the Borne Site. Further, Respondent never owned or operated the Borne Site.

However, without waiver and subject to the Reservations and Objections set forth above, Respondent has identified the following individual and entities with respect to the Borne Site who may have discoverable information.

Respondent requests that notice be given to the undersigned counsel before the individual identified below is contacted on this matter.

Steve Oberkrom Alcatel-Lucent USA Inc. 1067 NW High Point Drive Lee's Summit Missouri 69081 816-282-8670	Respondent's project manager assigned to represent Respondent's interests at Borne Site
New Jersey Department of Environmental Protection, P.O. Box 402, Trenton, New Jersey 08625-0402 United States Environmental Protection Agency, Region II, 290 Broadway, New York, New York 10007-1866	Environmental Conditions Environmental Conditions

b. 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);

Response

Lucent Site

As information is developed through discovery, Respondent may identify additional individuals or more specifically identify individuals likely to have discoverable information that Respondent may use to support its claims or defenses with respect to the Lucent Site and reserves the right to update this list. Without further investigation, any of the individuals identified with respect to the Lucent Site in response to "a" above may possess information that Respondent may use to support its claims or defenses.

Borne Site

As information is developed through discovery, Respondent may identify additional individuals or more specifically identify individuals likely to have discoverable information that Respondent may use to support its claims or defenses with respect to the Borne Site and reserves the right to update this list. Without further investigation, any of the individuals identified with respect to the Borne Site in response to “a” above may possess information that Respondent may use to support its claims or defenses.

Name	Address	Phone Number

c. 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;

Response

Lucent Site

Name/Address/Phone	Site Address	Dates at Site: Ownership/Opera tor/Lease
Respondent and predecessors in interest	See Third-Party Complaint “B”, para 1767 This was address at time of sale of Lucent Site by Respondent to Union Minerals and Alloys Corp. in 1985	Circa. 1923 to 1969. Lucent Site acquired by Respondent over time in parcels.
Union Materials and Alloys Corp.	See Third-Party Complaint “B”, para 1767. This was address at time of sale of Lucent Site by Respondent to Union Minerals & Alloys Corp. in 1985.	Acquired Lucent Site from Respondent in 1985. Subsequent ownership history of Kearny Site not known to Respondent.
Ford Motor Company	Please refer to public records	Owner of parcels of Lucent Site acquired by Respondent in 1924, 1929 and 1930

Joseph P. Day, Inc.		Owner of parcel of Lucent Site acquired by Respondent in 1923
Central Railroad of New Jersey		Owner of parcels of Lucent Site acquired by Respondent in 1923, 1931, 1952 and 1969
Edward Porter, et al		Owner of parcel of Lucent Site acquired by Respondent in 1923
Newark Factory Sites, Inc.		Owner of parcels of Lucent Site acquired by Respondent in 1923 and 1930
Morris Canal Banking Company		Owner of parcel of Lucent Site acquired by Respondent in 1934

Borne Site

Respondent never owned, operated, or leased the Borne Site or any portion thereof.

d. With respect to any individual identified pursuant to paragraph (a), (b) or (c) above, (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;

Response

Lucent Site

Respondent is without knowledge of any inability to testify due to age, infirmity, or incompetency of any individual identified in the question.

Borne Site

Respondent is without knowledge of any inability to testify due to age, infirmity, or incompetency of any individual identified in the question.

Name/Address/Phone	Nature of Inability

e. 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.

Response

Lucent Site

Respondent denies that it has any liability, responsibility and/or obligation with respect to any Alleged Discharges of Pollutants from the Lucent Site.

Respondent has filed simultaneously with this Initial Disclosure its ESI Questionnaire. To the extent Respondent’s answers to the ESI questionnaire address this Initial Disclosure query, those answers are incorporated herein by reference.

Without waiver and subject to this objection and to the Reservations and Objections set forth above, Respondent has identified the following categories of documents.

Documents by Category	Location	Applicable Exception ¹
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¹ Applicable Exception Codes are as follows:
a. Information, (“Information”), including, but not limited to, environmental, chemical and/or biological testing of groundwater, surface water, soil or sediment (hereinafter "Sampling Information") contained in the nexus packages produced pursuant to paragraph 8 (e) of CMO V; and
b. Information previously produced to any branch, department, agency or instrumentality of the State of New Jersey including to the New Jersey Department of Environmental Protection (“NJDEP”) or Information produced to any other governmental agency or entity whose responsibility it is to oversee environmental compliance in the Newark Bay Complex Area, including, but not limited to, the United States Environmental Protection Agency and the United States Army Corps of Engineers (hereinafter “Governmental Recipients”);

Documents pertaining to Respondent's past operations at the Lucent Site	For all document categories, Iron Mountain facilities and Respondent's facility at 600 Mountain Avenue, Murray Hill, New Jersey and/or its consultant's offices in NJ.	All exceptions may be applicable.
Documents pertaining to environmental conditions at the Lucent Site	See also Respondent's completed ESI Questionnaire.	
Documents pertaining to Respondent's real estate transactions involving the Lucent Site		
ECRA/ISRA		
Other		

Borne Site

Respondent denies that it has any liability, responsibility and/or obligation with respect to any Alleged Discharges from the Borne Site. Further, Respondent never owned or operated the Borne Site. Subject to this objection and clarification and to the Reservations and Objections set forth above, there are only two categories of documents which may be responsive to this Initial Disclosure request: documents pertaining to (1)

c. Information produced to any Licensed Site Remediation Professional (hereinafter "LSRP") who is duly licensed by the State of New Jersey at the time of receipt of such Information where such disclosure of Information is intended to be used in connection with any remedial investigation or remedial action having an assigned case number in the NJDEP's NJEMS data system;

d. Sampling Information compiled with the expectation of being produced to a Governmental Recipient or an LSRP under Paragraphs 4(b) or 4(c) but which Sampling Information has not yet undergone quality assurance/ quality control or similar analysis;

e. Information produced by a third-party defendant to any third-party plaintiff pursuant to the New Jersey Open Public Records Act or other freedom of information law or regulation; f. Information previously produced to Defendants and g. Information that falls within the attorney-client privilege and/or the attorney work product privilege.

environmental conditions at the Borne Site and (2) the activities of environmental regulators with respect to the Borne Site. As to both categories, Respondent's answers as to location and applicable exceptions are the same as noted above for the Lucent Site.

Respondent's Initial Disclosures are made without prejudice to its right to change or supplement its responses, its right to assert privileges or objections with respect to any subsequent requests for discovery, and its right to introduce at trial additional evidence and documents as warranted by the development of the facts underlying this litigation.

Dated: July 22, 2010


Respectfully submitted,

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Party Defendant Alcatel-Lucent USA Inc.**
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