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Attorneys for Third-Party Defendant,
Nestlé USA, Inc.

NEW JERSEY DEPARTMENT OF	:	SUPERIOR COURT OF NEW
ENVIRONMENTAL PROTECTION, THE	:	JERSEY, LAW DIVISION
COMMISSIONER OF THE NEW JERSEY	:	ESSEX COUNTY
DEPARTMENT OF ENVIRONMENTAL	:	DOCKET NO. ESX-L-9868-05
PROTECTION and THE ADMINISTRATOR	:	(PASR)
OF THE NEW JERSEY SPILL	:	
COMPENSATION FUND,	:	<u>CIVIL ACTION</u>
	:	
Plaintiffs,	:	
	:	
vs.	:	
	:	
OCCIDENTAL CHEMICAL CORPORATION,	:	
TIERRA SOLUTIONS, INC., MAXUS ENERGY	:	
CORPORATION, REPSOL YPF, S.A., YPF, S.A.,	:	
YPF HOLDINGS, INC., and CLH HOLDINGS,	:	
	:	
Defendants.	:	
	:	
MAXUS ENERGY CORPORATION and TIERRA	:	
SOLUTIONS, INC.	:	
	:	
Third-Party Plaintiffs,	:	
	:	
vs.	:	
	:	
3M COMPANY, <i>et al.</i> ,	:	
	:	
Third-Party Defendants.	:	

INITIAL DISCLOSURE OF NESTLÉ USA, INC.

Third-Party Defendant Nestlé USA, Inc. (“Nestlé” or “Respondent”), by and through its undersigned counsel, and in accordance with Case Management Order V, provides the following specific information for its Initial Disclosure:

Reservations

1. 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. 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 the attorney-client privilege, the work product doctrine, and the common interest doctrine.

2. The time period covered by the allegations in the Plaintiffs' Second Amended Complaint spans at least six decades. The geographic scope of the Second Amended Complaint is also overly 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 Kull, and into adjacent waters and sediments.' Second Amended Complaint, ¶ 1. The scope of inquiry required by Plaintiffs and Third-Party Plaintiffs is accordingly overly broad and unduly burdensome. In addition, 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.

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: The Third-Party Complaint alleges that Nestlé is responsible for discharges of hazardous substances from the Bayonne Barrel and Drum Site. Nestlé never owned or operated the Bayonne Barrel and Drum Site and has no personal knowledge of the information requested in this Initial Disclosure. Subject to this clarification, Nestlé identifies the following individuals who may have discoverable knowledge or information indicating that Nestlé is neither responsible nor liable for any discharge of hazardous substances from the Bayonne Barrel and Drum Site because Bayonne Barrel & Drum Company purchased used drums from Nestlé’s predecessor, Buitoni Foods, for reconditioning and reuse in accordance with applicable law, and the purchased drums were empty and had previously contained edible materials such as vegetable oil or tomato paste:

Name and Contact Information If Known	Role
Kumar Prasad Nestlé USA, Inc. Glendale, CA 818-549-5629	Former Buitoni Foods employee at the Buitoni Foods facility and current Nestlé Capital Purchasing Manager
John Flynn 856-768-8781 (last known number)	Former Buitoni Foods employee (retired) at the Buitoni Foods facility with involvement in inventory, scheduling and distribution
Vincent Della Paitra 201-869-6621 (last known number)	Former Buitoni employee (retired) at the Buitoni Foods facility

Notice: Nestlé is represented by counsel and requests that notice be given to undersigned counsel before any of the individuals identified above are contacted in this matter.

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: See Response a. above.

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: With the exception of Bayonne Barrel and Drum Company, unknown.

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: None known

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: As noted above, Nestlé never owned or operated the Bayonne Barrel and Drum Site and the company's only alleged nexus with that site is its predecessor's alleged sale of empty drums, which had previously contained vegetable oil or tomato paste, to Bayonne Barrel and Drum Company for reconditioning and reuse. With the exception of documents related to EPA's activities at the Bayonne Barrel and Drum Site, Nestlé has no documentation or electronically store information responsive to this Initial

Disclosure. The documentation in Nestlé's possession is maintained at Nestlé's offices, located at 800 North Brand Blvd., Glendale, CA 91203-1245.

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

Dated: January 4, 2009

Respectfully submitted,

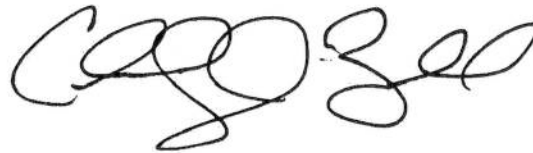
A handwritten signature in black ink, appearing to read "C. D. Ball", written over a horizontal line.

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CERTIFICATION OF SERVICE

I, Christopher D. Ball, an attorney-of-law of the State of New Jersey, do hereby state upon my oath that, I have served the Initial Disclosures of Nestlé USA, Inc. electronically via posting on Sfile upon all parties which have consented to service by posting, and upon the attached list of counsel of record by depositing the same with the United States Postal Service.

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 willingly false, I am subject to punishment.

A handwritten signature in black ink, appearing to read "C. D. Ball", written in a cursive style.

Christopher D. Ball
Attorney for Third-Party Defendant,
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Dated: January 4, 2010

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