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Attorneys for Third-Party Defendant  
Sun Chemical Corporation

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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,	:	SUPERIOR COURT OF NEW JERSEY LAW DIVISION: ESSEX COUNTY
	:	DOCKET NO. L-9868-05 (PASR)
	:	CIVIL ACTION
Plaintiffs,	:	<b>SUN CHEMICAL CORPORATION'S</b>
v.	:	<b>CMO V THIRD-PARTY INITIAL</b>
	:	<b>DISCLOSURE</b>
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, <i>et al.</i> ,	:	
Third-Party Defendants.	:	

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Comes now Third-Party Defendant Sun Chemical Corporation (“Respondent”), and for its Initial Disclosure in accordance with Case Management Order V and Case Management Order VIII, provides the following specific information to the best of its knowledge:

## Reservations

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, 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 Respondent may have with respect to any outstanding or subsequent requests for discovery.

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

3. The claims, facts, issues, damages, and relief sought in this case remain undefined, vague, and ambiguous, including but not limited to the extensive temporal scope (approximately six decades) and geographic scope (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)) of the allegations in the Plaintiffs' Second Amended Complaint. Accordingly, the scope of inquiry required of Third-Party Defendants is vague, overly broad, and unduly burdensome. Respondent is therefore engaged in a continuing investigation and reserves the right to supplement and modify these disclosures.

4. Except as otherwise set forth herein, any responses herein with respect to the ownership, operations, environmental conditions, or otherwise made with respect to the property

located at 185 Foundry Street, Newark, New Jersey are limited to the approximately 17,000 square foot parcel formerly owned and/or operated by Respondent, from time to time, at such address.

5. Subject to and without waiving the foregoing objections, and incorporating each and every objection into each response, Sun Chemical responds below.

**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 Complaint “B”) from the site(s) and/or properties with which the Respondent is associated in the Third-Party Complaint “B” (“Alleged Discharges”).

*Disclosure: Respondent is unaware of any discharge or release of Pollutants into the Newark Bay Complex for which Respondent is responsible. Based on the foregoing, Respondent is unable to identify any individuals with knowledge of any Alleged Discharges. Notwithstanding the foregoing, the individuals identified in disclosure (b) below may have discoverable information concerning ownership, operations potentially relevant to the allegations as to Respondent in Third-Party Complaint “B,” and environmental conditions regarding the site(s) and/or properties with which the Respondent is associated in the Third-Party Complaint “B.” Respondent requests that its counsel be notified prior to contacting any individual identified herein.*

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

*Disclosure: Respondent requests that its counsel be notified prior to contacting any individual identified herein.*

NAME	ADDRESS AND TELEPHONE NUMBER
Gary Andrzejewski	c/o Sun Chemical Corporation Legal Department 35 Waterview Blvd. Parsippany, New Jersey 07054 (973) 404-6000
Stanley Cook	
Eldon Fink	
Matthew Freestone	
Dennis Morrison	
Russell Schwartz	
Allan Shearer	

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 Respondent is associated in the Third-Party Complaint “B” and the dates of such ownership, lease, or operation, as may be known.

*Disclosure: Respondent provides the following on information and belief:*

NAME OF OWNER (185 Foundry Street)	DATES OF OWNERSHIP
Roanoke, Inc.	<1911 (estimated)–1939
Chemical Industries, Inc.	1939–1964
KEM Realty Company	1964–May 3, 1971
Foundry Street Corporation	May 3, 1971–November 20, 1990
Sun Chemical Corporation	November 20, 1990–November 5, 2004
Fleshment, LLC	November 5, 2004–Unknown

<b>NAME OF OPERATOR (185 Foundry Street)</b>	<b>DATES OF OPERATION</b>
H.A. Metz Laboratories	<1931–1950
Diamond Alkali	1950–1967
Sequa Corporation (formerly known as Sun Chemical Corporation)	1967–December 31, 1986
Sun/DIC Acquisition Corp. (changed its name to Sun Chemical Corporation in June 1987)	December 31, 1986–December 31, 2003

*Without waiver and subject to the reservations set forth herein, Respondent has no information or knowledge regarding the owners, lessees, or operators of any other site(s) and/or properties with which Respondent is alleged to be associated in Third-Party Complaint “B.”*

d. With respect to any individual identified pursuant to paragraphs (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.

*Disclosure: Respondent is currently unaware of any inability to testify due to age, infirmity, or incompetency with respect to the individuals identified pursuant to paragraphs (a), (b), or (c) above.*

e. A description by category and location (or copy at Respondent’s discretion) of all documents or electronically stored information that Respondent 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: Respondent is unaware of any discharge or release of Pollutants into the Newark Bay Complex for which Respondent is responsible. Based on the foregoing, Respondent objects to this request to the extent that it implies or concludes there were any Alleged*

*Discharges. Without waiving these objections, the following list includes a description of the categories of all non-privileged documents currently known to Respondent to be in its possession, custody, or control concerning ownership, operations potentially relevant to the allegations as to Respondent in Third-Party Complaint “B,” and environmental conditions regarding the site(s) and/or properties with which the Respondent is alleged to be associated in the Third-Party Complaint “B.” All such categories may include “Excepted Information.”\* These documents may also contain proprietary, trade secret, and/or other confidential or protected information. This identification of documents is made without any prejudice to Respondent’s subsequent objections to the production or introduction into evidence of such documents.*

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\* “Excepted Information” shall include the following documents or electronically stored information:

- a. Information (“Information”), including, but not limited to, environmental, chemical, and/or biological testing of groundwater, surface water, soil, and/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”);
- c. Information produced to any Licensed Site Remediation Professional (“LSRP”) who is or was 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 (b) or (c) above, 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.

<b>Documents by Category</b>	<b>Location</b>
Administrative consent orders with government agencies	Copies maintained at or by Sun Chemical Corporation 35 Waterview Blvd. Parsippany, New Jersey 07054
Communications to and from government agencies	
Communications to and from legal counsel, consultants, and other agents	
Environmental reports, sampling data, and related documents	
Facility site plans	
Internal communications and memoranda	
MSDS sheets/certificates of analysis	
Permits, permit applications, and related documents	
Remedial investigation reports, remedial action workplans, remedial action reports prepared on behalf of Respondent	

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: January 22, 2010

MANATT, PHELPS & PHILLIPS, LLP

By: 

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Attorney for Third-Party Defendant(s) SUN CHEMICAL CORPORATION

NEW JERSEY DEPARTMENT OF	:	SUPERIOR COURT OF NEW JERSEY
ENVIRONMENTAL PROTECTION, THE	:	LAW DIVISION: ESSEX COUNTY
COMMISSIONER OF THE NEW JERSEY	:	
DEPARTMENT OF ENVIRONMENTAL	:	DOCKET NO. L-9868-05 (PASR)
PROTECTION and THE ADMINISTRATOR OF	:	
THE NEW JERSEY SPILL COMPENSATION	:	
FUND,	:	CIVIL ACTION
	:	
Plaintiffs	:	<b>CERTIFICATE OF SERVICE</b>
v.	:	<b>PURSUANT TO RULE 4:6-1 AND</b>
	:	<b>RULE 1:5-3</b>
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, <i>et al.</i> ,	:	
	:	
Third-Party Defendants.	:	

I, Kenneth D. Friedman, hereby certify that:

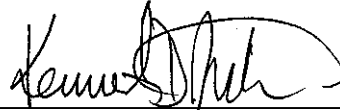
1. I am an attorney-at-law of the State of New Jersey and am of counsel to the law firm of Manatt, Phelps & Phillips, LLP, attorneys for third-party defendant Sun Chemical



Corporation ("Sun Chemical").

2. On the date set forth below, in accordance with CMO V and CMO VIII, I caused to be electronically served, by posting on [www.sfile.com/njdepvocc](http://www.sfile.com/njdepvocc), a true and accurate copy of Sun Chemical's Initial Disclosures upon all parties that have consented to electronic service.

3. On the date set forth below, in accordance with CMO V and CMO VIII, I caused to be served by first-class mail, a true and accurate copy of the Initial Disclosures upon all parties that have not consented to electronic service, as listed on the attached "Third-Party Defendants for Regular Service as of January 5, 2010."



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KENNETH D. FRIEDMAN, ESQ.

Date: January 22, 2009

**Third-Party Defendants for Regular Service as of January 5, 2010**

<b>NAMED THIRD-PARTY DEFENDANT</b>	<b>THIRD-PARTY COMPLAINT</b>	<b>NOTICE OF APPEARANCE: COUNSEL OF RECORD</b>
City of Clifton	A	Thomas M. Egan, Esq. Assistant Municipal Attorney City of Clifton Law Department 900 Clifton Avenue Clifton, NJ 07013 973.470.5817 973.470.5254 - fax tegan@cliftonnj.org
City of Orange	A	John P. McGovern 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
Clean Earth of North Jersey, Inc.	B	Eric S. Aronson Greenberg Traurig, LLP 200 Park Avenue Florham Park, NJ 07932 973.360.7900 973.301.8410 - fax aronsone@gtlaw.com
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
Roman Asphalt Corporation	B	Michael V. Calabro Law Offices of Michael V. Calabro 466 Bloomfield Ave., Suite 200 Newark, NJ 07107 973.482.1085 973.482.7930 - fax michaelvcalabro@verizon.net
Township of Irvington	A	Gustavo Garcia Municipal Attorney Township of Irvington Irvington Municipal Building Civic Square Irvington, NJ 07111 973.399.6637 973.399.6723 - fax