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December 30, 2011

BY FED EX

Charles M. Crout, Esq.
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1350 I Street, NW
Suite 1100
Washington, DC 20005

Re: NJDEP v. Occidental Chemical Corp., et al. v. 3M, et al. Docket No. L-9868-05 (PASR)
Second Supplemental Third-Party Disclosure by Goody Products, Inc.

Dear Mr. Crout:

I have enclosed Goody Products, Inc.'s Second Supplemental Third-Party Disclosure pursuant to Case Management Order ("CMO") XII and in accordance with the terms of the January 31, 2011, Consent Order. The enclosures include a hard-copy of the narrative disclosure, entitled "Second Supplemental Third-Party Disclosure of Goody Products, Inc.," and a disk containing (1) the narrative disclosure, (2) documents Goody Products, Inc. is producing as part of this second supplemental disclosure, and (3) a privilege log for Goody Products, Inc.'s disclosures.

Sincerely,



Craig L. Levinsohn

enclosures

cc: All Counsel of Record (via Posting on CT Summation w/o disk)

cc: All Counsel on the Attached List (via Fed Ex w/ disk)

List of Counsel Served Via Fed Ex

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Attorneys for Third-Party Defendant Goody Products, Inc.

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
	:	
Plaintiffs,	:	
v.	:	CIVIL ACTION
	:	
OCCIDENTAL CHEMICAL CORPORATION, TIERRA SOLUTIONS, INC., MAXUS ENERGY CORPORATION, REPSOL YPF, S.A., YPF, S.A., YPF HOLDINGS, INC. and CLH HOLDINGS, INC.,	:	SECOND SUPPLEMENTAL THIRD-PARTY DISCLOSURE OF GOODY PRODUCTS, INC.
Defendants.	:	
	:	
MAXUS ENERGY CORPORATION and TIERRA SOLUTIONS, INC.,	:	
Third-Party Plaintiffs,	:	
	:	
vs.	:	
	:	
3M COMPANY, <i>et al.</i> ,	:	
Third-Party Defendants.	:	

Third-Party Defendant Goody Products, Inc., (“Respondent”) hereby submits a Second Supplemental Third-Party Disclosure, pursuant to Case Management Order (“CMO”) XII and prior CMOs incorporated therein by reference and in accordance with terms of the January 31, 2011, Consent Order, together with any written agreement as to terms for timing,

scope and manner of production reached under the Consent Order. Since its submittal of the March 11, 2011, Supplemental Disclosure, Respondent has identified additional documents responsive to the supplemental disclosure requirements of CMO XII. In addition, it has completed its privilege log. Respondent is producing these additional documents at this time.

Reservations and Comments

The Respondent restates and reasserts the reservations and comments included in the written response that Respondent provided as part of its March 11, 2011, Supplemental Disclosure.

Production as to Paragraph 21(b) Requests

Copies of all non-privileged Documents other than electronic email discovery, that relate to

(i) the alleged discharge of any hazardous wastes, hazardous substances, pollutants or contaminants ("Hazardous Materials") to the Newark Bay Complex;

(ii) the potential pathways and methods by which the Hazardous Materials have been released to the Newark Bay Complex, as well as the quantity, nature and toxicity of such Hazardous Materials;

(iii) other actions relating to properties or operations that may have adversely impacted the environmental condition of the Newark Bay Complex; and

(iv) the costs and damages sought in connection with any alleged discharge of Hazardous Materials.

Response: Respondent restates and reasserts the written responses to 21(b)(i)-(iv) that Respondent provided as part of its March 11, 2011, Supplemental Disclosure.

Production as to Paragraph 21(c) Requests

(1) A copy of all Documents relating to the following information for the site(s), properties and/or operations with which the Third-Party Defendant is associated in the Third-Party Complaints:

i. the release or discharge of Hazardous Materials from or at that Third Party Defendant's properties or operations.

ii. *the operations, manufacturing and/or production processes, any Hazardous Materials stored or utilized on the property, and any sampling that took place on the property and any sampling or testing of the materials, by products or waste products used in connection therewith;*

iii. *sampling results from environmental, chemical, or biological testing conducted at that Third Party Defendant's properties; and*

iv. *any communications involving that Third-Party Defendant and any branch, department, agency or instrumentality of municipal, State or federal government relating to any discharges or releases of Hazardous Materials or this litigation.*

(2) *Any Documents relating to any industrial waste containing Hazardous Materials that was transported to, processed or treated at, or discharged from any of the sites and/or properties with which a Third Party Defendant is associated in the Third Party Complaints.*

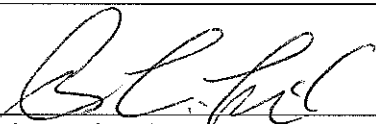
(3) *Any insurance or indemnity agreement under which another person or entity may be liable to satisfy all or part of a possible judgment in this action or to indemnify or reimburse for payments made to satisfy said judgment.*

Response: Respondent restates and reasserts the written responses to 21(c)(1)-(3) that Respondent provided as part of its March 11, 2011, Supplemental Disclosure.

Dated: December 30, 2011

Respectfully submitted,

Aronsohn Weiner & Salerno, P.C.
Schiff Hardin LLP
Attorneys for Third-Party Defendant



Craig Levinsohn, Esq.