

# Exhibit I

**ARCHER & GREINER**

A Professional Corporation  
One Centennial Square  
P.O. Box 3000  
Haddonfield, NJ 08033-0968  
(856) 795-2121

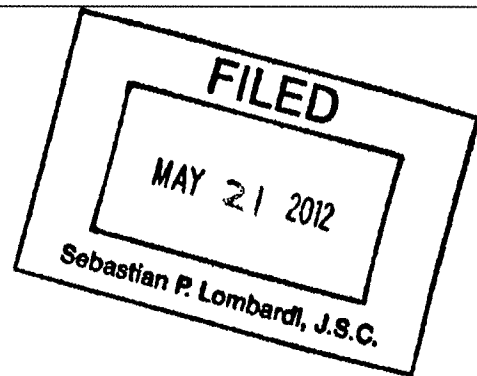
BY: ROBERT T. LEHMAN, ESQUIRE

**GABLE GOTWALS**

1100 ONEOK Plaza  
100 West Fifth Street  
Tulsa, OK 74103-4217  
(918) 595-4990

BY: OLIVER S. HOWARD, ESQUIRE  
DAVID L. BRYANT, ESQUIRE

Attorneys for Defendant Occidental Chemical Corporation



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,  
MAXUS INTERNATIONAL ENERGY  
COMPANY, REPSOL YPF, S.A., YPF, S.A.,  
YPF HOLDINGS, INC., YPF  
INTERNATIONAL S.A. (f/k/a YPF  
INTERNATIONAL LTD.) AND CLH  
HOLDINGS, INC.,

Defendants.

SUPERIOR COURT OF NEW JERSEY  
LAW DIVISION - ESSEX COUNTY

DOCKET NO.: L-009868-05 (PASR)

Civil Action

**ORDER GRANTING DEFENDANT  
OCCIDENTAL CHEMICAL  
CORPORATION'S MOTION FOR  
PARTIAL SUMMARY JUDGMENT ON  
CROSS-CLAIM AGAINST MAXUS  
ENERGY CORPORATION FOR  
CONTRIBUTION UNDER THE NEW  
JERSEY SPILL ACT**

THIS MATTER having come before the Court on the Cross-Motion of Defendant and Cross-Claimant Occidental Chemical Corporation, by and through its attorneys Archer & Greiner, P.C. and Gable Gotwals, for partial summary judgment against Defendant Maxus Energy Corporation; and the Court having considered the parties' submissions and arguments;

and it appearing that no genuine issue of material fact exists and that Occidental Chemical Corporation is entitled to judgment as a matter of law; and for good cause having been shown;

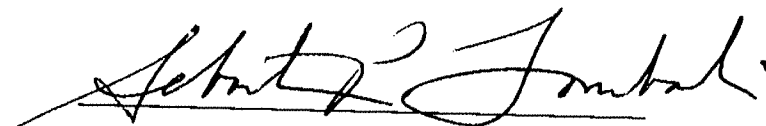
IT IS on this 21<sup>st</sup> day of May 2012 **ORDERED** that:

1. Defendant and Cross-Claimant Occidental Chemical Corporation's Motion For Partial Summary Judgment On Cross-Claim Against Defendant Maxus Energy Corporation For Contribution Under The New Jersey Spill Act is **GRANTED**; and

2. A declaratory judgment is hereby entered against Defendant Maxus Energy Corporation declaring that should Occidental Chemical Corporation's contribution claim against Maxus Energy Corporation under the Spill Compensation and Control Act ("Spill Act") ever arise, the element of the contribution claim that requires Maxus Energy Corporation to be a Spill Act liable party has been established.

A copy of this Order is to be served on all counsel of record within seven (7) days of receipt.

☒ Opposed  
☐ Unopposed

  
J.S.C.  
**SEBASTIAN P. LOMBARDI, J.C.**

FOR REASONS STATED  
ON THE RECORD ON  
May 17, 2012.

# Exhibit J



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, MAXUS INTERNATIONAL ENERGY COMPANY, 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,

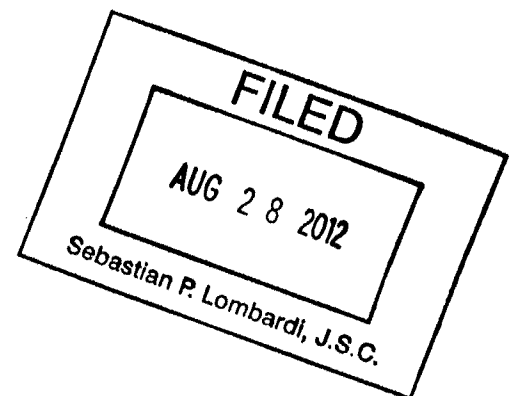
vs.

3M COMPANY, et al.,

Third-Party Defendants.

SUPERIOR COURT OF NEW JERSEY  
LAW DIVISION: ESSEX COUNTY  
DOCKET NO.: L-9868-05 (PASR)  
CIVIL ACTION

**CONSENT ORDER ON MEDIATION  
AMONG PLAINTIFFS AND DIRECT  
DEFENDANTS**



**THIS MATTER**, having been opened to the Court on the joint application of 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 (collectively, "Plaintiffs"); and Occidental Chemical Corporation, Maxus Energy Corporation, Maxus International Energy Company, Tierra Solutions, Inc., Repsol YPF, S.A., YPF, S.A., YPF Holdings, Inc. and CLH Holdings, Inc. (collectively, "Direct Defendants")

for entry of a Consent Order agreeing to a non-court administered dispute resolution process among the Plaintiffs and Direct Defendants, and for good cause appearing,

IT IS on this 28<sup>th</sup> day of August, 2012 **ORDERED AS FOLLOWS:**

**WHEREAS**, Assignment Judge Patricia K. Costello has designated Judge Sebastian P. Lombardi as her designee for purposes of Rule 1:40-11.

1. Pursuant to Rule 1:40-11, the Court hereby refers the disputes in this litigation among the Plaintiffs and Direct Defendants to a non-court administered dispute resolution process.

(a.) As agreed upon by the Plaintiffs and Direct Defendants, Eric D. Green, a principal of Resolutions, LLC, shall act as the mediator in that process.

(b.) The mediation shall address only the disputes among Plaintiffs and the Direct Defendants and will not address the disputes among the Third-Party Plaintiffs and the Third-Party Defendants or the Fourth-Party Plaintiffs and the Fourth-Party Defendants.

2. All elements of the mediation will be confidential, and the mediation process will be subject to the privilege and confidentiality provisions of Rule 1:40-4(c) and (d) and the Uniform Mediation Act, N.J.S.A. 2A:23C-1 to 13.

3. This Court finds that referring the disputes among the Plaintiffs and the Direct Defendants to a dispute resolution process in which Eric Green serves as mediator will not prejudice the interests of any of the parties, Plaintiffs, Direct Defendants, Third-Party Defendants or Fourth-Party Defendants, to this lawsuit.

4. This Court shall retain jurisdiction over this lawsuit.

5. A copy of this Consent Order shall be posted on the electronic platform.

  
SEBASTIAN P. LOMBARDI, J.S.C.

**SEBASTIAN P. LOMBARDI, JSC**

*opposed as by certain  
Third-Party Defendants.*

# Exhibit K

JOHN J. HOFFMAN  
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 25 Market Street, PO Box 093  
 Trenton, New Jersey 08625-0093  
 Attorney for Plaintiffs

By: John F. Dickinson, Jr.  
 Deputy Attorney General  
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JACKSON GILMOUR & DOBBS, PC  
 3900 Essex Lane, Suite 700  
 Houston, Texas 77027

By: William J. Jackson, Special Counsel  
 (713) 355-5000

NEW JERSEY DEPARTMENT OF  
 ENVIRONMENTAL PROTECTION,  
 THE COMMISSIONER OF THE  
 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, MAXUS  
 INTERNATIONAL ENERGY  
 COMPANY, REPSOL YPF, S.A.,  
 YPF, S.A., YPF HOLDINGS, INC., YPF  
 INTERNATIONAL S.A. (f/k/a YPF  
 INTERNATIONAL LTD.) and  
 CLH HOLDINGS,

Defendants.

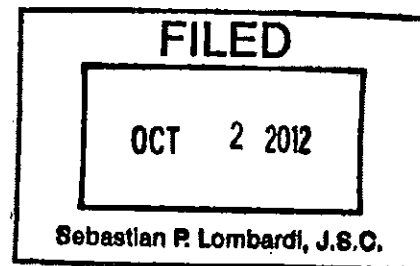
MAXUS ENERGY CORPORATION  
 AND TIERRA SOLUTIONS, INC.,

Third-Party Plaintiffs,

v.

3M COMPANY, et al.,

Third-Party Defendants.



GORDON & GORDON  
 505 Morris Avenue  
 Springfield, New Jersey 07081

By: Michael Gordon, Special Counsel  
 (973) 467-2400

SUPERIOR COURT OF NEW JERSEY  
 LAW DIVISION - ESSEX COUNTY  
 DOCKET NO. ESX-L9868-05 (PASR)

Civil Action

**ORDER STAYING**

**THIRD PARTY PROCEEDINGS**

**THIS MATTER**, having come before the Court on an application by Plaintiffs and more than 200 Third Party Defendants for a stay of all third party proceedings in the above referenced matter for ninety (90) days while the Plaintiffs and Participating Third-Party Defendants, as defined below, negotiate a final settlement mechanism for all third- and fourth-parties for the Court's review and approval;

**WHEREAS** the Plaintiffs and those Third Party Defendants whose attorney or Liaison Counsel for such party has executed a Memorandum of Understanding ("MOU") to engage in confidential settlement negotiations ("Participating Third-Party Defendants") to resolve third-party claims, and the Court having considered the matter, reviewed the submissions of the parties, having heard argument, and for good cause shown, the Court hereby enters the following Order. Unless otherwise indicated, the forty-five (45) and ninety (90) day limits run from the ruling from the bench on Friday, September 21, 2012, to wit: November 5, 2012 and December 20, 2012;

IT IS on this 2<sup>nd</sup> day of October, 2012,

**ORDERED** that the September 24, 2012 deadline for Defendants, Third-Party Plaintiffs and Participating Third-Party Defendants to file any claims they may have against current Third-Party Defendants and future Third or Fourth-Party Defendants, pursuant to the Order of this Court dated September 10, 2012, is hereby extended for ninety (90) days to allow Plaintiffs and the Participating Third-Party Defendants to reach final terms of a Settlement Agreement; and it is further

**ORDERED** that the September 24, 2012 deadline for all non-Participating Third-Party Defendants to file Third- and Fourth-Party Complaints, pursuant to the Order of this Court dated September 10, 2012, is hereby extended to October 16, 2012; and, it is further

**ORDERED** that all proceedings and requirements in this action, including all discovery and all non-party subpoenas, involving the Participating Third-Party Defendants whose attorney or Liaison Counsel for such party has executed with Plaintiffs the MOU referred to hereinabove, including any and all proceedings and requirements under all Case Management Orders and supplemental orders, setting forth and modifying said proceedings and requirements, are hereby stayed for a period of ninety (90) days; and it is further

**ORDERED** that for non-Participating Third-Party Defendants, all proceedings and requirements in this action, including all discovery and all non-party subpoenas, shall be stayed until October 16, 2012 at 4:00 p.m.; and it is further;

**ORDERED** that for all parties, including the Plaintiffs and direct Defendants, all Track VIII proceedings and requirements in this action, including all discovery, are hereby stayed for a period of ninety (90) days; and it is further

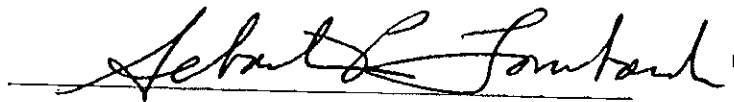
**ORDERED** that the Track IV proceedings are not affected by this stay, and shall proceed pursuant to the time frames set forth in the governing Case Management Orders and Trial Plans and supplemental orders; and it is further

**ORDERED** that any non-Participating Third-Party Defendant whose attorney or Liaison Counsel for such party executes an MOU with Plaintiffs before 4 p.m. on Tuesday, October 16, 2012, is deemed to be a Participating Third-Party Defendant entitled to the relief provided pursuant to this stay Order; and it is further

**ORDERED** that the parties engaged in the settlement process are directed to coordinate with the Special Master on the preparation of a written status report to be provided to the Court within forty-five (45) days; and it is further

**ORDERED** that the continued effectiveness of the stay entered herein beyond the initial forty-five (45) day period is conditioned upon the status report indicating sufficient progress to justify a continuation of the stay; and it is further

**ORDERED** that this Order shall be posted forthwith on CT Summation and served electronically on all of the Original Parties and Liaison Counsel.



Honorable Sebastian P. Lombardi, J.S.C.

☒ Opposed

☐ Unopposed

# Exhibit L



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Trenton, New Jersey 08625-0093  
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Houston, Texas 77027

By: William J. Jackson, Special Counsel  
(713) 355-5000

NEW JERSEY DEPARTMENT OF  
ENVIRONMENTAL PROTECTION,  
THE COMMISSIONER OF THE  
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, MAXUS  
INTERNATIONAL ENERGY  
COMPANY, REPSOL YPF, S.A.,  
YPF, S.A., YPF HOLDINGS, INC., YPF  
INTERNATIONAL S.A. (f/k/a YPF  
INTERNATIONAL LTD.) and  
CLH HOLDINGS,

Defendants.

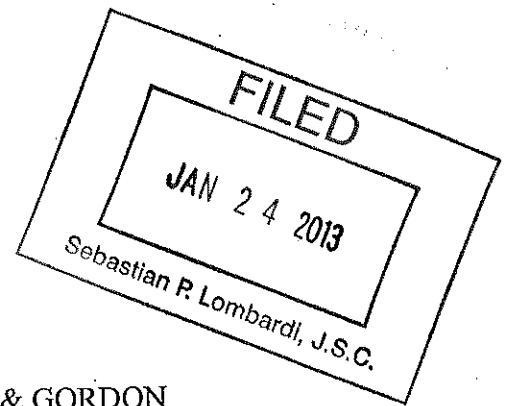
MAXUS ENERGY CORPORATION  
AND TIERRA SOLUTIONS, INC.,

Third-Party Plaintiffs,

v.

3M COMPANY, et al.,

Third-Party Defendants.



GORDON & GORDON  
505 Morris Avenue  
Springfield, New Jersey 07081

By: Michael Gordon, Special Counsel  
(973) 467-2400

SUPERIOR COURT OF NEW JERSEY  
LAW DIVISION - ESSEX COUNTY  
DOCKET NO. ESX-L9868-05 (PASR)

Civil Action

**CONSENT ORDER  
ON THE APPROVAL PROCESS FOR THE  
PROPOSED CONSENT JUDGMENT**

**THIS MATTER**, having come before the Court at a scheduling conference in the above referenced matter on January 22, 2013;

**WHEREAS**, Plaintiffs and the liaison counsel for Third-Party Defendants who have executed a Memorandum of Understanding ("MOU") to engage in confidential settlement negotiations ("Participating Third-Party Defendants") have informed the Court that they have reached preliminary agreement on a proposed Consent Judgment, which will be forwarded to Participating Third-Party Defendants for approval; and

**WHEREAS**, if approved, the settling Third-Party Defendants may move this Court for a complete dismissal from the above referenced matter; and

**WHEREAS**, the Court having considered the matter, reviewed the submissions of the parties, having heard argument, and for good cause shown, the Court hereby enters the following Order;

**IT IS** on this 24<sup>th</sup> day of January, 2013,

**ORDERED** that, by March 23, 2013, liaison counsel shall advise the Special Master and the Court whether the requisite number of Third Party Defendants have approved the Consent Judgment, and if so, the identity of the Participating Third Party Defendants; and it is further

**ORDERED** that the October 2, 2012 and December 18, 2012 stays of all proceedings and requirements in this action, including all discovery, involving the Participating Third-Party Defendants, involving Track VIII, and/or involving the deadline to file any claims that Participating Third-Party Defendants may have against future Fourth-Party Defendants, are hereby continued until further order of the Court; and it is further

**ORDERED** that the October 2, 2012 and December 18, 2012 stays of all proceedings and requirements in this action, including all discovery involving the Participating Third-Party Defendants that approve of the Consent Judgment by March 23, 2013 ("Settling Third-Party Defendants"), involving Track VIII, and/or involving the deadline to file any claims that Settling Third-Party Defendants may have against future Fourth-Party Defendants, are hereby continued until further order of this Court; and it is further

**ORDERED** that, as soon as directed after March 23, 2013, all non-settling Third-Party Defendants are to appear before the Special Master who will direct the resumption of CMO XVII proceedings as to those parties; and it is further

**ORDERED** that the October 2, 2012 and December 18, 2012 stays of the deadline to file any claims that Defendants or Third-Party Plaintiffs may have against current or future Third-Party Defendants are hereby continued until further order of the Court; and it is further

**ORDERED** that if approval is reached by March 23, 2013, Plaintiffs shall notify the Court by letter and all parties by posting to CT Summation that the threshold has been reached, and the administrative process shall begin; and it is further

**ORDERED** that by April 12, 2013 the New Jersey Department of Environmental Protection ("DEP") shall strive to prepare and transmit the statutory notice of the proposed Consent Judgment to the Office of Administrative Law for May 6, 2013 publication in the New Jersey Register; and as soon as practicable after April 12, 2013 post the Consent Judgment (but not the record) on the DEP website; and it is further

**ORDERED** that by May 6, 2013, the DEP shall strive to publish the proposed Consent Judgment in the New Jersey Register, with a 60-day public comment period, and also make available to the public the administrative record, in a form to be determined by DEP; and it is further

**ORDERED** that no later than April 26, 2013, following posting of the Consent Judgment on the DEP website, Plaintiffs, Settling Third-Party Defendants, and non-settling parties shall meet with the Special Master to discuss the recommended judicial procedures and process for approval of the Consent Judgment, including the briefing schedule; and it is further

**ORDERED** that after the public comment period closes on or about July 5, 2013, DEP shall then consider all comments received, prepare a response, and reach a final agency action; and it is further

**ORDERED** that any party to this action that submits comments during the public comment period shall contemporaneously post such comments to CT Summation; and it is further

**ORDERED** that, if Plaintiffs determine that they have received no comments that warrant rejection of the Consent Judgment, Plaintiffs and Settling Third-Party Defendants shall file motions to dispose of certain claims and to enter the Consent Judgment and accompanying orders pursuant to a schedule recommended by the Special Master and approved by the Court; and it is further

**ORDERED** that any party to this action opposing the motions filed by Plaintiffs and Settling Third-Party Defendants shall file its papers pursuant to a schedule recommended by the Special Master and approved by the Court; and it is further

**ORDERED** that if any opposition papers are filed, Plaintiffs and Settling Third-Party Defendants shall file their replies pursuant to a schedule recommended by the Special Master and approved by the Court; and it is further

**ORDERED** that the Court will schedule a hearing on the motions to dispose of certain claims and to enter the Consent Judgment and accompanying orders; and it is further

**ORDERED** that the Trial Court has and will continue to exercise jurisdiction to review and approve or reject the Consent Judgment, and rule upon the related motions; further, if the Trial Court does not approve the Consent Judgment, it shall be without force or effect; and it is further

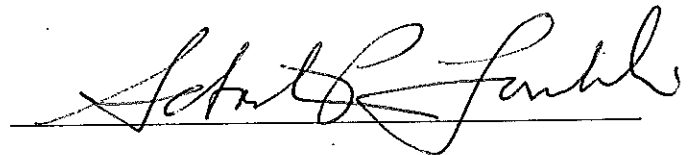
**ORDERED** that any appeals from the Trial Court's decision to approve or reject the Consent Judgment, and from the Trial Court's rulings on the related motions, shall be taken to the Appellate Division; and it is further

**ORDERED** that if any Non-Settling Third Party Defendants or any non-party to this action shall take an appeal to the Appellate Division from final agency action prior to a final judgment of this Court approving the Consent Judgment, the parties hereto agree to oppose any such appeal and will seek to have the Appellate Division defer hearing such appeal pending the Trial Court's final judgment and any appeal from such judgment; and it is further

**ORDERED** that in the event the Trial Court shall enter the Consent Judgment and grant other relief requested, those orders of the Court shall be in a form certified as a final judgment under R. 4:42-2 for purposes of appeal. In the event that any party shall move for leave to appeal to the Appellate Division from said orders, the parties agree not to oppose such a motion for leave to appeal; for purposes of clarity, the parties hereto do not intend to obstruct and prefer to cooperate on the expeditious review of any orders of this Court approving the Consent Judgment by the Appellate Division and thereafter by the Supreme Court of New Jersey; to that end, whether such orders are determined by any court to be final or non-final, the parties hereto shall not oppose any party's attempt to seek appellate review whether by means of appeal, interlocutory appeal or certification; and it is further

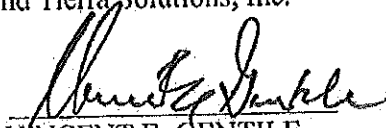
**ORDERED** that this Consent Order may be executed in any number of counterparts and by the signatory attorneys in separate counterparts. Each counterpart when so executed shall be deemed to be an original and all of which together shall constitute one and the same Consent Order; and it is further

**ORDERED** that this Order shall be posted forthwith on CT Summation.

A handwritten signature in black ink, appearing to read "Sebastian P. Lombardi", is written over a horizontal line.

Honorable Sebastian P. Lombardi, J.S.C.

DRINKER, BIDDLE AND REATH, LLP  
Attorneys for Defendants Maxus Energy Corporation  
and Tierra Solutions, Inc.

By:   
VINCENT E. GENTILE

LIAISON COUNSEL FOR PRIVATE PARTICIPATING THIRD PARTY DEFENDANTS

By: \_\_\_\_\_

LIAISON COUNSEL FOR PUBLIC PARTICIPATING THIRD PARTY DEFENDANTS

By: \_\_\_\_\_

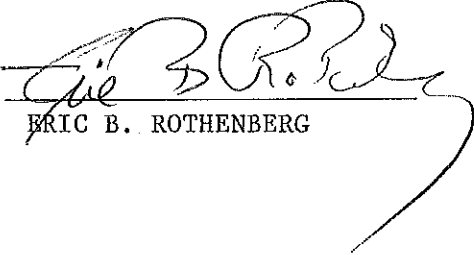
JOHN J. HOFFMAN  
ACTING ATTORNEY GENERAL OF NEW JERSEY  
Attorney for Plaintiffs

By: \_\_\_\_\_  
John F. Dickinson, Jr.  
Deputy Attorney General

DRINKER, BIDDLE AND REATH, LLP  
Attorneys for Defendants Maxus Energy Corporation  
and Tierra Solutions, Inc.

By: \_\_\_\_\_  
VINCENT E. GENTILE

LIAISON COUNSEL FOR PRIVATE PARTICIPATING THIRD PARTY DEFENDANTS

By:   
ERIC B. ROTHENBERG

LIAISON COUNSEL FOR PUBLIC PARTICIPATING THIRD PARTY DEFENDANTS

By: \_\_\_\_\_

JOHN J. HOFFMAN  
ACTING ATTORNEY GENERAL OF NEW JERSEY  
Attorney for Plaintiffs

By: \_\_\_\_\_  
John F. Dickinson, Jr.  
Deputy Attorney General




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Attorneys for Defendants Maxus Energy Corporation  
and Tierra Solutions, Inc.

By: \_\_\_\_\_  
VINCENT E. GENTILE

LIAISON COUNSEL FOR PRIVATE PARTICIPATING THIRD PARTY DEFENDANTS

By: \_\_\_\_\_

LIAISON COUNSEL FOR PUBLIC PARTICIPATING THIRD PARTY DEFENDANTS

By:   
JOHN M. SCAGNELLI

JOHN J. HOFFMAN  
ACTING ATTORNEY GENERAL OF NEW JERSEY  
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By: \_\_\_\_\_  
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By: \_\_\_\_\_  
VINCENT E. GENTILE


LIAISON COUNSEL FOR PRIVATE PARTICIPATING THIRD PARTY DEFENDANTS

By: \_\_\_\_\_

LIAISON COUNSEL FOR PUBLIC PARTICIPATING THIRD PARTY DEFENDANTS

By: \_\_\_\_\_

JOHN J. HOFFMAN  
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Attorney for Plaintiffs

By:   
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