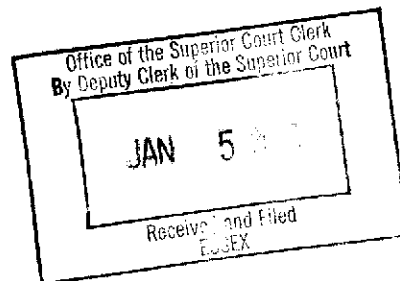


PETER C. HARVEY
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Richard J. Hughes Justice Complex
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By: Lauren Caruso Garofalo
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SUPERIOR COURT OF NEW JERSEY
LAW DIVISION - ESSEX COUNTY
DOCKET NO. *L-182-06*

NEW JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION and THE ADMINISTRATOR OF THE NEW JERSEY SPILL COMPENSATION FUND,
Plaintiffs,
v.
ALLEN-BRADLEY COMPANY, L.L.C.; ISAAC N. WEINER; PAUL H. ABRAMS; AND PIKE REALTY, L.L.C.,
Defendants.

: Civil Action
: COMPLAINT

Plaintiffs New Jersey Department of Environmental Protection ("DEP"), and the Administrator of the New Jersey Spill Compensation Fund ("Administrator") (collectively, "the Plaintiffs"), having their principal offices at 401 East State Street in the City of Trenton, County of Mercer, State of New Jersey, by way of Complaint against the above-named defendants Allen-Bradley Company, L.L.C.,

Isaac N. Weiner, Paul H. Abrams, and Pike Realty, L.L.C.
(Collectively, "the Defendants") say:

STATEMENT OF THE CASE

1. The Plaintiffs bring this civil action pursuant to the Spill Compensation and Control Act, N.J.S.A. 58:10-23.11 to -23.24 ("the Spill Act"), and the common law, for reimbursement of the cleanup and removal costs they have incurred, and will incur, as a result of the discharge of hazardous substances at the Allen-Bradley Company site in Fairfield Borough, Essex County. The costs and damages the Plaintiffs seek include the damages they have incurred, and will incur, for any natural resource of this State that has been, or may be, injured as a result of the discharge of hazardous substances at the Allen-Bradley Company site, and to compel the Defendant to perform, under plaintiff DEP's oversight, or to fund plaintiff DEP's performance of, any further assessment and restoration of any natural resource that has been, or may be, injured as a result of the discharge of hazardous substances at the Allen-Bradley Company site.

THE PARTIES

2. Plaintiff DEP is a principal department within the Executive Branch of the State government vested with the authority to conserve natural resources, protect the environment, prevent pollution, and protect the public health and safety. N.J.S.A. 13:1D-9.

3. In addition, the State is the trustee, for the benefit of its citizens, of all natural resources within its jurisdiction, for which plaintiff DEP is vested with the authority to protect this public trust and to seek compensation for damages to the natural resources of this State. N.J.S.A. 58:10-23.11a.

4. Plaintiff Administrator is the chief executive officer of the New Jersey Spill Compensation Fund ("the Spill Fund"). N.J.S.A. 58:10-23.11j. As chief executive officer of the Spill Fund, plaintiff Administrator is authorized to approve and pay any cleanup and removal costs plaintiff DEP incurs, N.J.S.A. 58:10-23.11f.c. and d., and to certify the amount of any claim to be paid from the Spill Fund, N.J.S.A. 58:10-23.11j.d.

5. Defendant Allen-Bradley Company, L.L.C. ("Allen-Bradley"), is a limited liability corporation organized and existing under the laws of the State of Delaware, with a principal place of business located at 1201 S. 2nd Street, Milwaukee, Wisconsin, 53204.

6. Defendant Isaac N. Weiner is an individual, whose dwelling or usual place of abode is 171 Fifth Avenue, Paterson, New Jersey, 07524.

7. Defendant Paul H. Abrams is an individual, whose dwelling or usual place of abode is 945 Loch Road, Franklin Lakes, New Jersey, 07417.

8. Defendant Pike Realty, L.L.C. is a limited liability corporation organized under the laws of the State of New Jersey, with a principal place of business located at 171 Fifth Avenue, Paterson, New Jersey, 07524.

9. Each defendant is a "person" within the meaning of N.J.S.A. 58:10-23.11b.

AFFECTED NATURAL RESOURCE

Groundwater

10. Groundwater is an extremely important natural resource for the people of New Jersey, supplying more than 900 million gallons of water per day, which provides more than half of New Jersey's population with drinking water.

11. Not only does groundwater serve as a source of potable water, it also serves as an integral part of the State's ecosystem.

12. Groundwater provides base flow to streams and other surface water bodies, and influences surface water quality and wetland ecology and the health of the aquatic ecosystem.

13. Groundwater provides cycling and nutrient movement, prevents salt water intrusion, provides ground stabilization, prevents sinkholes, and provides maintenance of critical water levels in freshwater wetlands.

14. Groundwater is a unique resource that supports the State's tourism industry and is also used for commercial,

industrial and agricultural purposes, all of which helps sustain the State's economy.

15. There are more than 6,000 contaminated sites in New Jersey that have confirmed groundwater contamination with hazardous substances.

GENERAL ALLEGATIONS

16. The Allen-Bradley Company site consists of approximately 2.68 acres of real property located at 24 Dwight Place, Fairfield Township, Essex County, New Jersey, this property being also known and designated as Block 1106, Lot 5, on the Borough of Fairfield Township's Tax Map (the "Allen-Bradley Property"), and all other areas where any hazardous substance discharged there has become located (collectively, "the Site"), which plaintiff DEP has designated as Site Remediation Program Interest No. G000015754.

17. From 1968 through the present, Defendants Isaac N. Weiner, Paul H. Abrams and Pike Realty, L.L.C., or its predecessors, owned the Allen-Bradley Property, during which time "hazardous substances," as defined in N.J.S.A. 58:10-23.11b., were "discharged" there within the meaning of N.J.S.A. 58:10-23.11b., which substances included free product or dense non-aqueous phase liquid (DNAPL), which include, vinyl chloride, trichloroethane (TCE), tetrachloroethene (PCE), 1,1-Dichloroethene, and cis-1,2-Dichloroethene.

18. Theta Instruments leased the Allen-Bradley Property from the owners and manufactured electro-mechanical products at the Site from 1968 to 1982.

19. In 1982, Allen-Bradley Company purchased Theta Instruments and assumed operation of the facility and continued to operate there until 1994.

20. From approximately 1968 until 1994, Allen-Bradley, or its predecessors, operated a manufacturing facility at the Allen-Bradley Property, the operation of which involved the use of "hazardous substances," as defined in N.J.S.A. 58:10-23.11b., certain of which were "discharged" there within the meaning of N.J.S.A. 58:10-23.11b., which substances included vinyl chloride, TCE, PCE, 1,1-Dichloroethene, and cis-1-2-Dichloroethene.

21. When operations ceased in 1994 at the Allen-Bradley Property, remediation of the Site commenced pursuant to the Industrial Site Recovery Act (ISRA).

22. On June 21, 1994, a Preliminary Assessment was conducted of the Allen-Bradley Site and seven Areas of Concern (AOC) were believed to be contaminated with hazardous substances.

23. Soil and ground water sampling revealed that one AOC had soil contaminated with chlorinated volatile organize compounds such as TCE, PCE, vinyl chloride, 1,1-Dichloroethene, and cis-1,2-Dichloroethene.

24. From 1994 through 1996, Dames & Moore, on behalf of Rockwell Automation, performed a remedial investigation pursuant to N.J.S.A. 58:10-23.11f.a. and N.J.A.C. 7:26E, during which Dames & Moore investigated the nature and extent of the contamination at the Site.

25. The contaminated soil was excavated and backfilled with clean fill. Further monitoring and sampling of the ground water fully delineated the contaminant plume, which measures about 185 feet in length and 120 feet in width.

26. Twenty-five groundwater monitoring wells were subsequently installed on and off-site of the Allen-Bradley Property.

27. Sampling results from the Remedial Investigation revealed the presence of various hazardous substances at concentrations exceeding plaintiff DEP's cleanup criteria in the ground water and soils at the Site.

28. The Remedial Investigation of the Allen-Bradley site was completed on February 28, 1995.

29. Plaintiff DEP approved a Remedial Action Selection Report for the Site pursuant to N.J.S.A. 58:10-23.11f.a. and N.J.A.C. 7:26E-5.2, which described the proposed remedial action, and how plaintiff DEP determined the proposed remedial action was the most appropriate alternative for the Site.

30. The remedial action plaintiff DEP approved for the Site primarily addressed the impacted soil and ground water quality, through excavations and groundwater monitoring.

31. Although one or more of the Defendants has undertaken certain aspects of the remediation of this Site, the groundwater contamination continues.

FIRST COUNT

Spill Act

32. Plaintiffs DEP and Administrator repeat each allegation of paragraph nos. 1 through 31 above as though fully set forth in its entirety herein.

33. Plaintiffs have incurred, and will continue to incur, costs and damages, including lost value and reasonable assessment costs, for any natural resource of this State that has been, or may be, injured as a result of the discharge of hazardous substances at the Allen-Bradley Property.

34. Plaintiff DEP has incurred, and will continue to incur, costs as a result of the discharge of hazardous substances at the Allen-Bradley Property.

35. Plaintiff Administrator has or may certify, for payment, valid claims made against the Spill Fund concerning the Site, and, further, has or may approve, other appropriations for the Site.

36. The costs and damages the Plaintiffs have incurred, and will incur, for the Site are "cleanup and removal costs" within the meaning of N.J.S.A. 58:10-23.11b.

37. Defendant Allen-Bradley, and its predecessors, are the dischargers of hazardous substances at the Allen-Bradley Property, and are liable, without regard to fault, for all cleanup and removal costs and damages, including lost value and reasonable assessment costs, that the Plaintiffs have incurred, and will incur, to assess, mitigate, restore, or replace, any natural resource of this State that has been, or may be, injured as a result of the discharge of hazardous substances at the Allen-Bradley Property. N.J.S.A. 58:10-23.11g.c.(1).

38. Defendants Isaac N. Weiner, Paul H. Abrams and Pike Realty, L.L.C., or its predecessors, as the owners of the Allen-Bradley Property at the time hazardous substances were discharged there, are persons in any way responsible for the discharged hazardous substances, and are liable, without regard to fault, for all cleanup and removal costs and damages, including lost value and reasonable assessment costs, that the Plaintiffs have incurred, and will incur, to assess, mitigate, restore, or replace, any natural resource of this State that has been, or may be, injured as a result of the discharge of hazardous substances at the Allen-Bradley Property. N.J.S.A. 58:10-23.11g.c.(1).

39. Pursuant to N.J.S.A. 58:10-23.11u.a.(1)(a) and N.J.S.A. 58:10-23.11u.b., plaintiff DEP may bring an action in the Superior Court for injunctive relief, N.J.S.A. 58:10-23.11u.b.(1); for its unreimbursed investigation, cleanup and removal costs, including the reasonable costs of preparing and successfully litigating the action, N.J.S.A. 58:10-23.11u.b.(2); natural resource restoration and replacement costs, N.J.S.A. 58:10-23.11u.b.(4); and for any other unreimbursed costs or damages plaintiff DEP incurs under the Spill Act, N.J.S.A. 58:10-23.11u.b.(5).

40. Pursuant to N.J.S.A. 58:10-23.11q., plaintiff Administrator is authorized to bring an action in the Superior Court for any unreimbursed costs or damages paid from the Spill Fund.

PRAYER FOR RELIEF

WHEREFORE, plaintiffs DEP and Administrator pray that this Court:

- a. Order the Defendants to reimburse the Plaintiffs, jointly and severally, without regard to fault, for all cleanup and removal costs and damages, including lost value and reasonable assessment costs, that the Plaintiffs have incurred for any natural resource of this State injured as a result of the discharge of hazardous substances at the Allen-Bradley Property, with applicable interest;

- b. Enter declaratory judgment against the Defendants, jointly and severally, without regard to fault, for all cleanup and removal costs and damages, including lost value and reasonable assessment costs, that the Plaintiffs will incur for any natural resource of this State injured as a result of the discharge of hazardous substances at the Allen-Bradley Property;
- c. Enter judgment against the Defendants, jointly and severally, without regard to fault, compelling the Defendants to compensate the citizens of New Jersey for the injury to their natural resources as a result of the discharge of hazardous substances at the Allen-Bradley Property, by performing, under plaintiff DEP's oversight, or funding plaintiff DEP's performance of, any further assessment and compensatory restoration of any natural resource injured as a result of the discharge of hazardous substances at the Allen-Bradley Property;
- d. Award the Plaintiffs their costs and fees in this action;
and
- e. Award the Plaintiffs such other relief as this Court deems appropriate.

SECOND COUNT

Public Nuisance

41. Plaintiffs repeat each allegation of Paragraphs 1 through 38 above as though fully set forth in its entirety herein.

42. Groundwater is a natural resource of the State held in trust by the State for the benefit of the public.

43. The use, enjoyment and existence of uncontaminated natural resources are rights common to the general public.

44. The groundwater contamination at the Site constitutes a physical invasion of public property and an unreasonable and substantial interference, both actual and potential, with the exercise of the public's common right to this natural resource.

45. As long as the groundwater remains contaminated due to the Defendants' conduct, the public nuisance continues.

46. Until the groundwater is restored to its pre-injury quality, the Defendants are liable for the creation, and continued maintenance, of a public nuisance in contravention of the public's common right to clean groundwater.

PRAYER FOR RELIEF

WHEREFORE, plaintiffs DEP and Administrator pray that this Court:

- a. Order the Defendants to reimburse the Plaintiffs for all cleanup and removal costs and damages, including restitution for unjust enrichment, lost value and reasonable assessment costs, that the Plaintiffs have incurred for any natural resource of this State injured

as a result of the discharge of hazardous substances at the Allen-Bradley Property, with applicable interest;

- b. Enter declaratory judgment against the Defendants for all cleanup and removal costs and damages, including restitution for unjust enrichment, lost value and reasonable assessment costs, that the Plaintiffs will incur for any natural resource of this State injured as a result of the discharge of hazardous substances at the Allen-Bradley Property;
- c. Enter judgment against the Defendants, jointly and severally, without regard to fault, compelling the Defendants to compensate the citizens of New Jersey for the injury to their natural resources as a result of the discharge of hazardous substances at the Allen-Bradley Property, by performing, under plaintiff DEP's oversight, or funding plaintiff DEP's performance of, any further assessment and compensatory restoration of any natural resource injured as a result of the discharge of hazardous substances at the Allen-Bradley Property;
- d. Award the Plaintiffs their costs and fees in this action;
and
- e. Award the Plaintiffs such other relief as this Court deems appropriate.

THIRD COUNT

Trespass

47. Plaintiffs repeat each allegation of Paragraphs 1 through 44 above as though fully set forth in its entirety herein.

48. Groundwater is a natural resource of the State held in trust by the State for the benefit of the public.

49. The Defendants are liable for trespass, and continued trespass, since hazardous substances were discharged at the Allen-Bradley Property.

50. As long as the groundwater remains contaminated, the Defendants' trespass continues.

PRAYER FOR RELIEF

WHEREFORE, plaintiffs DEP and Administrator pray that this Court:

- a. Order the Defendants to reimburse the Plaintiffs for all cleanup and removal costs and damages, including restitution for unjust enrichment, lost value and reasonable assessment costs, that the Plaintiffs have incurred for any natural resource of this State injured as a result of the discharge of hazardous substances at the Allen-Bradley Property, with applicable interest;
- b. Enter declaratory judgment against the Defendants for all cleanup and removal costs and damages, including restitution for unjust enrichment, lost value and

reasonable assessment costs, that the Plaintiffs will incur for any natural resource of this State injured as a result of the discharge of hazardous substances at the Allen-Bradley Property;

- c. Enter judgment against the Defendants, jointly and severally, without regard to fault, compelling the Defendants to compensate the citizens of New Jersey for the injury to their natural resources as a result of the discharge of hazardous substances at the Allen-Bradley Property, by performing, under plaintiff DEP's oversight, or funding plaintiff DEP's performance of, any further assessment and compensatory restoration of any natural resource injured as a result of the discharge of hazardous substances at the Allen-Bradley Property;
- d. Award the Plaintiffs their costs and fees in this action;
and
- e. Award the Plaintiffs such other relief as this Court deems appropriate.

PETER C. HARVEY
ATTORNEY GENERAL OF NEW JERSEY
Attorney for Plaintiffs

By: Lauren Caruso Garofalo
Lauren Caruso Garofalo
Deputy Attorney General

Dated: 12/30/05

DESIGNATION OF TRIAL COUNSEL

Pursuant to R. 4:25-4, the Court is advised that Lauren Caruso Garofalo, Deputy Attorney General, is hereby designated as trial counsel.

CERTIFICATION REGARDING OTHER PROCEEDINGS AND PARTIES

Undersigned counsel hereby certifies, in accordance with R. 4:5-1(b)(2), that the matters in controversy in this action are not the subject of any other pending or contemplated action in any court or arbitration proceeding known to plaintiffs at this time, nor is any non-party known to plaintiffs at this time who should be joined in this action pursuant to R. 4:28, or who is subject to joinder pursuant to R. 4:29-1. If, however, any such non-party later becomes known to plaintiffs, an amended certification shall be filed and served on all other parties and with this Court in accordance with R. 4:5-1(b)(2).

PETER C. HARVEY
ATTORNEY GENERAL OF NEW JERSEY
Attorney for Plaintiffs

By: Lauren Caruso Garofalo
Lauren Caruso Garofalo
Deputy Attorney General

Dated: 12/30/05

CIVIL CASE INFORMATION STATEMENT
(CIS)

FOR USE BY CLERK'S OFFICE ONLY

Use for initial pleadings (not motions) under R. 4:5-1.

Pleadings will be rejected for filing under R. 1:5-6(c) if information above the black bar is not completed or if attorney's signature is not affixed.

PAYMENT TYPE: CK CG CA

CHG/CK NO.:

AMOUNT:

OVERPAYMENT:

BATCH NUMBER:

ATTORNEY/PRO SE NAME: Lauren Caruso Garofalo, DAG

TELEPHONE NO.: 609-984-0214

COUNTY OF VENUE: Essex County

2-182-06

FIRM NAME (If Applicable): NEW JERSEY ATTORNEY GENERAL

DOCKET NUMBER (When Available):

OFFICE ADDRESS:
Richard J. Hughes Justice Complex
25 Market Street
P.O. Box 093
Trenton, NJ 08625-0093

DOCUMENT TYPE: Complaint

JURY DEMAND: YES NO

NAME OF PARTY (e.g., John Doe, Plaintiff):
New Jersey Department of Environmental Protection and The Administrator of the New Jersey Spill Compensation Fund

CAPTION: New Jersey Department of Environmental Protection and The Administrator of the New Jersey Spill Compensation Fund v. Allen-Bradley Company, L.L.C.; Isaac N. Weiner; Paul H. Abrams; and Pike Realty, L.L.C.

CASE TYPE NUMBER
(See reverse side for listing): 156

IS THIS A PROFESSIONAL MALPRACTICE CASE? YES NO
If You Have Checked "Yes," See N.J.S.A. 2A:53A-27 and Applicable Case Law Regarding Your Obligation to File an Affidavit of Merit.

RELATED CASES PENDING? YES NO

IF YES, LIST DOCKET NUMBERS:

DO YOU ANTICIPATE ADDING ANY PARTIES (arising out of the same transaction or occurrence)?

YES NO

NAME OF DEFENDANT'S PRIMARY INSURANCE COMPANY, IF KNOWN

NONE UNKNOWN

THE INFORMATION PROVIDED ON THIS FORM CANNOT BE INTRODUCED INTO EVIDENCE

CASE CHARACTERISTICS FOR PURPOSES OF DETERMINING IF CASE IS APPROPRIATE FOR MEDIATION

A. DO THE PARTIES HAVE IF YES, IS THAT EMPLOYER-EMPLOYEE FRIEND-NEIGHBOR OTHER (explain) REGULATORY
A CURRENT, PAST OR RELATIONSHIP:
RECURRENT RELATIONSHIP?

YES NO FAMILIAL BUSINESS

B. DOES THE STATUTE GOVERNING THIS CASE PROVIDE YES NO FOR PAYMENT OF FEES BY THE LOSING PARTY?

USE THIS SPACE TO ALERT THE COURT TO ANY SPECIAL CASE CHARACTERISTICS THAT MAY WARRANT INDIVIDUAL MANAGEMENT OR ACCELERATED DISPOSITION.

DO YOU OR YOUR CLIENT NEED ANY DISABILITY ACCOMMODATIONS?

YES NO

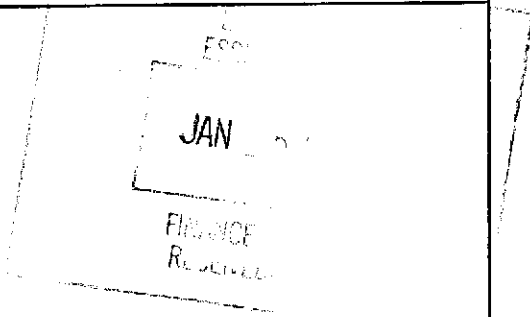
IF YES, PLEASE IDENTIFY THE REQUESTED ACCOMMODATION:

WILL AN INTERPRETER BE NEEDED? YES NO

IF YES, FOR WHAT LANGUAGE:

ATTORNEY SIGNATURE:

Lauren Caruso Garofalo



Use for initial pleadings (not motions) under R. 4:5-1

CASE TYPES (Choose one and enter the number of case type in appropriate space on the reverse side.)

TRACK I - 150 Days' Discovery

151 NAME CHANGE
 175 FORFEITURE
 302 TENANCY
 399 REAL PROPERTY
 502 BOOK ACCOUNT
 505 OTHER INSURANCE CLAIM (INCLUDING DECLARATORY JUDGMENT ACTIONS)
 506 PIP COVERAGE
 510 UM OR UIM CLAIM
 511 ACTION ON NEGOTIABLE INSTRUMENT
 512 LEMON LAW
 599 CONTRACT/COMMERCIAL TRANSACTION
 801 SUMMARY ACTION
 802 OPEN PUBLIC RECORDS ACT (SUMMARY ACTION)

TRACK II - 300 Days' Discovery

305 CONSTRUCTION
 509 EMPLOYMENT (OTHER THAN CEPA OR LAD)
 602 ASSAULT AND BATTERY
 603 AUTO NEGLIGENCE - PERSONAL INJURY
 605 PERSONAL INJURY
 610 AUTO NEGLIGENCE - PROPERTY DAMAGE
 699 TORT - OTHER

TRACK III - 450 Days' Discovery

005 CIVIL RIGHTS
 301 CONDEMNATION
 604 MEDICAL MALPRACTICE
 606 PRODUCT LIABILITY
 607 PROFESSIONAL MALPRACTICE
 608 TOXIC TORT
 609 DEFAMATION
 616 WHISTLE BLOWER/CONSCIENTIOUS EMPLOYEE PROTECTION ACT (CEPA) CASES
 617 INVERSE CONDEMNATION
 618 LAW AGAINST DISCRIMINATION (LAD) CASES

TRACK IV - Active Case Management by Individual Judge/450 Days' Discovery

156 ENVIRONMENTAL/ENVIRONMENTAL COVERAGE LITIGATION
 303 MT. LAUREL
 508 COMPLEX COMMERCIAL
 613 REPETITIVE STRESS SYNDROME
 701 ACTIONS IN LIEU OF PREROGATIVE WRIT

Mass Tort (Track IV)

240 REDUX/PHEN-FEN (formerly "DIET DRUG")	264 PPA
246 REZULIN	601 ASBESTOS
247 PROPULSID	619 VIOXX
248 CIBA GEIGY	

999 OTHER (Briefly describe nature of action) _____

If you believe this case requires a track other than that provided above, please indicate the reason on Side 1, in the space under "Case Characteristics."

Please check off each applicable category:

<input type="checkbox"/> Verbal Threshold	<input type="checkbox"/> Putative Class Action	<input type="checkbox"/> Title 59
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