



Shell Oil Products US

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June 23, 2009

Stephen F. Nightingale P.E.
Manager, Permit Section
Bureau of Land
Illinois Department of Environmental Protection
1021 North Grand Avenue East
P.O. Box 19276
Springfield, IL 62794-9276

**RE: 1191150002 – Madison County
Equilon Enterprises LLC dba Shell Oil Products US
Log No. B-43-CA-12
Correspondence of May 12, 2009**

Dear Mr. Nightingale:

Equilon Enterprises LLC dba Shell Oil Products US (SOPUS) is in receipt of the above-referenced correspondence on May 14, 2009, and has had the opportunity to review same. SOPUS appreciates the input provided by the agency, and general approval of its assessment plans going forward.

At the outset, let us be clear that SOPUS has every intent of going forward with work to assess conditions in and around Roxana on an expeditious, but orderly basis. However, we would like to make the following observations/requests for clarification, or memorialize recent conversations with agency personnel in regard to the scope of that work as outlined in your letter.

Page 3, paragraph 3 – We are assuming the reference to “3.a.ii” in this paragraph was intended to mean “3.a.(1)” and will proceed accordingly unless we hear differently from you.

Page 4, paragraph 3 g – We are assuming that the statement that the agency “can” approve the facility’s request here means that the agency is actually approving same, and we will proceed with this work under that assumption. As discussed on the June 8, 2009 call with the Agency, SOPUS intends to submit a work plan for monitoring wells based on the analytical results from the groundwater profiling. The Agency advised SOPUS to submit a formal request to modify the schedule when this information becomes available. The Agency is agreeable to modifying the schedule within this paragraph once the field schedule has been established.

Page 5, paragraph 4 a-d – While SOPUS will not dispute at this time the lack of approval of the results of its prior soil vapor sampling effort for definitive purposes in this area, it should not be lost that there were not (and in fact, continue to not be) any confirmed standards for installing the subject wells, and sampling same. The subject wells were installed for initial screening purposes, and while in all likelihood are not technically in line with current agency contemplated (but not finalized) standards in this area, SOPUS would state there is no credible reason to believe the results are not initially instructive for purposes of review of soil vapor conditions in the area sampled.

Page 8, paragraph 11 a-o – This refers to soil vapor sample collection procedures. SOPUS is in the process of evaluating these procedures in detail, and anticipates a desire to dialogue with agency staff in this area in the near future.

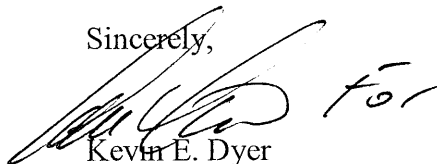
Page 10, paragraph 15 – The subject paragraph would seem to contemplate multiple reports for soil sampling/analysis (paragraph 8, incorporating paragraphs 5-7), soil vapor sampling (paragraph 11), CPT/ROST data (paragraph 12) and petroleum pipeline investigation (paragraph 14). Further, the October 15 date would appear problematic as a deadline for the field work and reporting approved. As discussed on the June 8, 2009 conference call with the Agency, the extensive scope of work approved herein will undoubtedly extend beyond October 15.

It was agreed on June 8 that one report for the covered work was acceptable. Further, as indicated under the response to condition 3(g) above, after the groundwater profiling, SOPUS will submit a revised project schedule with the submittal date for the report.

Page 10, paragraph 16 – We are assuming you intended to say “Village of Roxana” in the first line – not “Village of Hartford”. Also, in the sixth line, we assume the second reference to “contamination” was incorrect, and that the agency intended something along the lines of “assessed”.

Again, SOPUS appreciates the general approval of its proposal here, and looks forward to working with the agency on this work going forward. SOPUS retains all rights and defenses associated with this matter.

Sincerely,


Kevin E. Dyer
Staff Project Manager

cc: Lance Tolson

Bob Billman, URS Corporation