



Hand Delivered

Illinois EPA – Bureau of Land
ATTN: Mr. Chris Cahnovsky
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Collinsville, IL. 62234

Shell Oil Products US

Environmental Services
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July

~~June~~ 22, 2008

RE: Request for a Meeting
Violation Notice, L-2008-01134
Shell Oil Products US

Dear Mr. Cahnovsky:

Shell Oil Products US (SOPUS) is in receipt July 3, 2008 of the above referenced correspondence, and wish you to treat this as our 21-day response to the subject letter.

First, we appreciate the opportunity we had to meet with your staff, and the clarification provided at the July 3rd meeting regarding the Illinois EPA's (IEPA) expectations as it regards this matter. As was explained to you at the time of the meeting, the supporting material to the agency's May 2, 2008 Violation Notice (VN) letter would seem to indicate concerns vis a vis groundwater benzene issues related to an alleged 1986 neat benzene release in the west property area. It was on the basis of our understanding of that document, as well as prior conversations with the agency, that further work was undertaken in that area, as well as the Village of Roxanna.

At the July meeting, the agency clarified that its' interest was in fact broader, to encompass potential issues related to hydrologic integrity of the west fence line of the refinery generally. It is on that basis that future work will be undertaken at the site. As you know, as part of the Part B permit for the facility previously submitted to your agency in 1988, and in the subsequent renewal application submitted May 30, 2008, the existing groundwater table depression and capture system for the refinery is discussed as the general remedial strategy for groundwater in the area. SOPUS has no reason to believe that this system does not continue to control groundwater movement in the area.

Notwithstanding this, SOPUS will engage in a dissolved phase groundwater investigation in the west fence line area, on the schedule outlined below. SOPUS would intend for this proposed work to be its Compliance Commitment Agreement with your agency for the existing VN, on the following schedule (assuming timely site access is obtained from the Village of Roxanna):

- September 5, 2008 – Submit a draft work plan to the agency for review.
- November 17 to December 12, 2008 – Conduct drilling work (assuming agency review and approval of the draft work plan within 60 days of submittal).
- December 15 to 19, 2008 – Conduct groundwater sampling.
- March 6, 2009 – Submittal of dissolved phase work plan results.

Finally, as requested, SOPUS would address the 6 areas of alleged non-compliance in the previous VN letter, as outlined in its Attachment A. As for allegations # 1-3, SOPUS would admit that certain samples collected between March and April, 2007 in the west property area would indicate



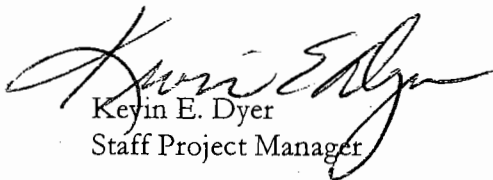
Mr. Cahnovsky
IEPA
July 22, 2008
Page 2 of 2

groundwater exceedances in excess of IAC Class I standards in that area. SOPUS cannot confirm or deny at this time that these exceedances are a result of historical SOPUS activities in the area. SOPUS cannot confirm or deny allegation #4, as it has not yet been determined if the subject groundwater exceedances affect an "existing" or "potential" use of groundwater in the area, as we do not understand groundwater in that immediate area to currently be used, or have a potential use, for any particular purpose. For allegations # 5 and 6, SOPUS would admit that certain samples collected between March and April, 2007 in the west fence line area would indicate groundwater exceedances in excess of applicable groundwater quality and organic chemical standards. SOPUS cannot confirm or deny at this time that these exceedances are a result of historical SOPUS activities in the area. SOPUS wishes to rely upon this response, in combination with its earlier response of June of this year, in this matter.

SOPUS reserves all of its rights and defenses associated with this matter. Should you have further questions, please call me at (618/288-7237). We look forward to continuing our progress toward working this issue with your agency.

Sincerely,

SHELL OIL PRODUCTS US


Keyin E. Dyer
Staff Project Manager

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IEPA

JUL 22 2008

COLLINSVILLE OFFICE

CC: Lance Tolson – Shell Oil Company