

## **BF SITE INFO SHEET**

**Project Number:** 16036-12-060      **Site Name:** PCA International

**AKA:** Matthew-Mint Hill Rd      **BPA Received:** 8/14/2012

**Site Address:** 815 Matthew-Mint Hill Road

**Acres:** 15.96      **Tax ID/PIN:** 19329117

**City:** Matthews      **County:** Mecklenburg      **Zip:** 28105

**PD Name:** Scott Wippel  
**PD Company:** Matthews Property 1, LLC  
**PD Address:** 701 Crestdale Road  
**PD City/State/Zip:** Matthews, NC 28105  
**PD Phone/Fax:** 704-844-3910      **FAX:** [Click here to enter text.](#)  
**PD Email:** [swippel@harristetter.com](mailto:swippel@harristetter.com) with copy to [rfink@harristeeter.com](mailto:rfink@harristeeter.com)

**Contact Name:** Amanda K. Short  
**Contact Address:** McGuireWoods, LLP  
**Contact Address:** 201 N. Tryon Street, Suite 3000  
**City/State/Zip:** Charlotte, NC 28202  
**Contact Phone:** 704-343-2359      **Contact Fax:** 704-444-8861  
**Contact Email:** [ashort@mcguirewoods.com](mailto:ashort@mcguirewoods.com)

**Contamination:** [Click here to enter text.](#)

**Contaminated Media:** [Click here to enter text.](#)

**Additional Information:** [Click here to enter text.](#)

SITE NAME: MATTHEW-MINT HILL RD

PROJECT NO. 16036-12-060

**THE FOLLOWING REPORTS ARE INCLUDED WITH THIS SITE:**

**CD – (IN CD CABINET)**

- ENVIRONMENTAL REPORTS INCLUDED ARE:
- REPORT OF ASBESTOS INSPECTION SERVICES, 815 MATTHEWS-MINT HILL ROAD, ORIGINAL SECTION, BY S&ME, JULY 2, 2008 – 42 PGS
- RESULTS OF ADDITIONAL SOIL SAMPLING, FORMER PCA FACILITY, BY TERRACON, DECEMBER 5, 2011 – 51 PGS
- CLOSURE REPORT ADDENDUM, FORMER PCA FACILITY, BY TERRACON, APRIL 13, 2011 – 7 PGS
- CLOSURE REPORT, FORMER PCA FACILITY, BY TERRACON, APRIL 16, 2010 – 138 PGS
- AMENDMENT TO THE PHASE I ESA FOR THE PCA INTERNATIONAL INC., BY BUREAU VERITAS, MAY 24, 2007 – 13 PGS
- NO FURTHER ACTION LETTER, AQUIFER PROTECTION SECTION OF NCDENR, DECEMBER 23, 2011 – 2 PGS
- PHASE I ESA, CPI CORP. PROPERTY, 815 MATTHEWS-MINT HILL ROAD, BY TERRACON, AUGUST 16, 2010 – 87 PGS
- APPENDIX D, REGULATORY DATABASE INFORMATION, CPI CORP. PROPERTY, BY EDR, AUGUST 4, 2010 – 148 PGS
- ENVIRONMENTAL SAMPLING REPORT, FORMER PCA FACILITY, BY S&ME, APRIL 1, 2009 – 21 PGS

SITE NAME: MATTHEW-MINT HILL RD

PROJECT NO. 16036-12-060

- WORK PLAN FOR ADDITIONAL ASSESSMENT, FORMER PCA FACILITY, BY HART HICKMAN, JULY 20, 2012 – 12 PGS
- REPORT OF SOIL SAMPLING AND LABORATORY ANALYSIS, PCA FACILITY, BY TERRACON, JULY 1, 2009 – 37 PGS
- UNDERGROUND STORAGE TANK REMOVAL, PCA FACILITY, BY TERRACON, DECEMBER 24, 2008 – 50 PGS
- PHASE I ESA, PCA INTERNATIONAL INC., BY BUREAU VERITAS, MARCH 21, 2007 – 226 PGS

**HARDCOPY REPORTS:**

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McGuireWoods LLP  
201 North Tryon Street  
P.O. Box 31247 (28231)  
Charlotte, NC 28202  
Phone: 704.343.2000  
Fax: 704.343.2300  
www.mcguirewoods.com

Amanda Kitchen Short  
Direct: 704.343.2359

McGUIREWOODS

16036-12-060

ashort@mcguirewoods.com  
Direct Fax: 704.444.8861



**VIA FEDERAL EXPRESS**

August 14, 2012

Mr. Bruce Nicholson  
North Carolina Department of Environment  
and Natural Resources  
Division of Waste Management  
217 W. Jones Street  
Raleigh, NC 27603-6100

**Matthews Property 1, LLC – Brownfields Property Application**

Dear Bruce:

On behalf of Matthews Property 1, LLC, we are pleased to submit the enclosed Brownfields Property Application for the property located at 815 Matthews-Mint Hill Road in Matthews, North Carolina (the "Property"). We have also enclosed the Brownfields Affidavit, the Preliminary Proposed Brownfields Agreement, a site map, site photographs and environmental reports on a CD for the Property. Please note that a Phase I environmental site assessment and additional groundwater sampling are being conducted at the property, and we will send you additional reports when they are complete.

Matthews Property 1, LLC has plans to buy the Property. Due to the potential liability from environmental conditions as described in the Application, the purchase and redevelopment of this Property cannot occur without the protections and benefits of a Brownfields Agreement.

We look forward to working with you and appreciate your consideration for including our project in the Brownfields Program. Please let me know if you need anything further at this point.

Sincerely,

McGuireWoods LLP

A handwritten signature in blue ink that reads 'Amanda K. Short'.

Amanda K. Short

Enclosures

cc: John Eapen

**Brownfields Property Application**  
North Carolina Brownfields Program  
[www.ncbrownfields.org](http://www.ncbrownfields.org)



**I. PROSPECTIVE DEVELOPER (PD) INFORMATION**

A. PD information:

Entity name                   **Matthews Property 1, LLC**  
Principal Officer           **Scott L. Wippel, President and Manager**  
Representative              **John Eapen**  
Mailing Address             **701 Crestdale Road, Matthews, NC 28105**  
E-mail address              [swippel@harristeeter.com](mailto:swippel@harristeeter.com) with copy to [rfink@harristeeter.com](mailto:rfink@harristeeter.com)  
Phone No.                    **(704) 844-3910**  
Fax No.                      **N/A**  
Web site                     **N/A**

B. PD contact person information (i.e., individual who will serve as the NCBP's point of contact if different than above):

Name                         **Amanda K. Short**  
Company                    **McGuireWoods LLP**  
Mailing Address            **201 N. Tryon Street, Suite 3000**  
                                  **Charlotte, NC 28202**  
E-Mail Address             [ashort@mcguirewoods.com](mailto:ashort@mcguirewoods.com)  
Phone No.                  **(704) 343-2359**  
Fax No.                     **(704) 444-8861**

C. Information regarding all parent companies, subsidiaries or other affiliates of PD (attach separate sheet(s) if necessary):

**(Use for LLCs)**

Member-managed or manager-managed?   **Answer: manager-managed**

If manager-managed, provide name of manager and percent of ownership:

Name **Harris Teeter Properties, LLC**  
Ownership (%) **100%**  
Mailing Address **701 Crestdale Road**  
**Matthews, NC 28105**  
E-Mail Address [swippel@harristeeter.com](mailto:swippel@harristeeter.com) **with copy to** [rfink@harristeeter.com](mailto:rfink@harristeeter.com)  
Phone No. **(704) 844-3910**  
Fax No.

For all LLCs, list all members of the LLC and provide their percent of ownership:

Name **Harris Teeter Properties, LLC**  
Ownership (%) **100%**  
Mailing Address **701 Crestdale Road**  
**Matthews, NC 28105**  
E-Mail Address [swippel@harristeeter.com](mailto:swippel@harristeeter.com) **with copy to** [rfink@harristeeter.com](mailto:rfink@harristeeter.com)  
Phone No. **(704) 844-3910**  
Fax No.

Name  
Ownership (%)  
Mailing Address

E-Mail Address  
Phone No.  
Fax No.

Name  
Ownership (%)  
Mailing Address

E-Mail Address  
Phone No.  
Fax No.

Name  
Ownership (%)  
Mailing Address  
E-Mail Address  
Phone No.  
Fax No.

Managers of manager-managed LLCs are required to execute all brownfield documents for the LLC; as to member-managed LLCs, state name of member who will sign these documents.

List all parent companies, subsidiaries and other affiliates:

**The PD is wholly owned by Harris Teeter Properties, LLC. Harris Teeter Properties, LLC is wholly owned by Harris Teeter, Inc. Harris Teeter, Inc. is wholly owned by Harris Teeter Supermarkets, Inc.**

**(Use for Partnerships)      N/A**

Check one:     General Partnership     Limited Partnership

List all partners and percent of ownership:

Name  
Ownership (%)  
Mailing Address  
  
E-Mail Address  
Phone No.  
Fax No.

Is this person a general or limited partner?

Name  
Ownership (%)  
Mailing Address  
  
E-Mail Address  
Phone No.  
Fax No.

Is this person a general or limited partner?

List all parent companies, subsidiaries and other affiliates:

**(Use for corporations other than LLCs) N/A**

*(If information is the same as shown in 1.A., please indicate "same as 1.A." below.)*

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

List all parent companies, subsidiaries and other affiliates:

**(Use for individuals) N/A**

*(If individual is the same as shown in 1.A., -please indicate "same as 1.A." above.)*

Name

Mailing Address

E-Mail Address

Phone No.

Fax No.

- D. Does PD have or can it obtain the financial means to fully implement a brownfields agreement and assure the safe reuse of the property? *(Attach supporting documentation such as letters of credit, financial statements, etc.)*

Answer **Yes**

Explanation **The PD is wholly owned by Harris Teeter Properties, LLC with assets in excess of \$100mm. Harris Teeter Properties, LLC is wholly owned by Harris Teeter, Inc. with \$4.4B revenue. Harris Teeter, Inc. is wholly owned by Harris Teeter Supermarkets, Inc., a publicly traded, Fortune 500 company with publicly filed financial statements available at :**

**<http://www.ruddickcorp.com/phoenix/zhtml?c=99283&p=irol-sec>**

- E. Does PD have or can it obtain the managerial means to fully implement a brownfields agreement and assure the safe use of the property?

Answer **Yes**

Explanation **The PD has an experienced environmental staff, consultants and environmental lawyers to manage the Brownfields Agreement process.**

- F. Does PD have or can it obtain the technical means to fully implement a brownfields agreement and assure the safe use of the property?

Answer **Yes**

Explanation **The PD has obtained the services of a reputable and experienced law firm that has previously represented clients in over 50 Brownfields Agreements and the PD will work with a reputable and experienced environmental consultant.**

- G. Does PD commit that it will comply (and has complied, if PD has had a prior project in the NCBP) with all applicable procedural requirements of the NCBP, including prompt payment of all statutorily required fees?

Answer **Yes**

*(List all NCBP project name(s) and NCBP project ID numbers where PD or any parent company, subsidiary and other affiliate of PD has been a party to.)*

**The PD is a tenant at the Griffith Street Brownfields site (Project no. 08015-04-60) in Davidson, North Carolina and participated in the Brownfields process.**

- H. Does PD currently own the property?

Answer **No**

If yes, when did PD purchase the property and from whom? *(Provide name, address, telephone number and email address of the contact person for the current property owner.)*

If no, provide the name, address, telephone number and e-mail address of the contact person for the current property owner.

**Consumer Programs Incorporated  
Attn: Tim Price, VP of Risk Management  
1706 Washington Avenue  
St. Louis, MO 63103  
E-mail address: [tprice@cpicorp.com](mailto:tprice@cpicorp.com)  
Phone No.: 314-231-1575 ext. 3625**

- I. If PD does not currently own the property, does PD have the property under contract to purchase?

Answer **Yes**

If yes, provide date of contract. **July 26, 2012**

If no, when does the PD intend to purchase the property (e.g., after the project is determined to be eligible for participation in the NCBP, after PD receives a draft BFA, after the conclusion of the brownfields process)? Note: the Act requires the PD to demonstrate that it intends to either buy or sell the property.

- J. Describe all activities that have taken place on the property since PD or PD's parents, subsidiaries and/or other affiliates, and/or lessees or sublessees of PD, took ownership of or operated at the property (e.g., industrial, manufacturing or commercial activities, etc.). (Include a list of all regulated substances as defined at NCGS § 130A-310.31(b)(11) that have been used, stored on, or otherwise present at the property while those activities were conducted, and explain how they were used.)

**N/A**

## II. SITE INFORMATION

### A. Information regarding the proposed brownfields property:

Proposed project name	<b>815 Matthews-Mint Hill Road Property</b>		
acreage	<b>15.96 ±</b>	County	<b>Mecklenburg</b>
street address(es)	<b>815 Matthews-Mint Hill Road</b>		
city	<b>Matthews</b>	zip	<b>28105</b>
tax ID(s) or PIN(s)	<b>Parcel ID No. 19329117</b>		
past use(s)	<b>The facility was used as a photograph development facility until 2008. During operation, portions of the first floor were utilized for the storage of photograph development compounds and solutions, housing a silver reclamation system, and management of the wastewater derived from the photograph developing process.</b>		
current use(s)	<b>The facility is currently vacant, although portions of the facility are used for warehousing and distribution by Conbraco.</b>		
cause(s)/source(s) of contamination:			
known	<b>Photograph developing and finishing process that formerly operated at the site</b>		
suspected	<b>Potential groundwater impacts (TCE) from Conbraco Industries facility located immediately west of the site and hydraulically upgradient.</b>		

- B. Regulatory Agency Involvement: List the site names and all identifying numbers (ID No.) previously or currently assigned by any federal, state or local environmental regulatory agencies for the property. The ID No's may include CERCLIS numbers, RCRA generator numbers for past and present operations, UST database, Division of Water Quality's incident management database, and/or Inactive Hazardous Sites Branch inventory numbers. *(In many instances, the PD will need to actively seek out this information by reading environmental site assessment reports, reviewing government files, contacting government officials, and through the use of government databases, many of which may be available over the internet.)*

Agency Name/ID No: **HMIRS, 815 Matthews Mint Hill Road (EPA ID – N/A)**

Agency Name/ID No: **FINDS, Consumer Programs Inc. (EPA ID – N/A)**

Agency Name/ID No: **FINDS, PCA International Incorporated (EPA ID – N/A)**

Agency Name/ID No: **RCRA-SQG, Consumer Programs Inc (NCR000144667)**

Agency Name/ID No: **UST, PCA International Inc. (EPA ID – N/A)**

Agency Name/ID No:

- C. In what way(s) is the property is abandoned, idled, or underused?

**The property is currently vacant and is used for storage of minor process equipment. The redevelopment will take the property to its highest and best use.**

- D. In what way(s) is the actual or possible contamination at the property a hindrance to development or redevelopment of the property (attach any supporting documentation such as letters from lending institutions)?

**The PD will not proceed to close on the property without liability protection provided by a Brownfields Agreement.**

- E. In what way(s) is the redevelopment of the property difficult or impossible without a brownfields agreement (attach any supporting documentation such as letters from lending institutions)?

**The PD will not proceed to close on the property without liability protection provided by a Brownfields Agreement.**

- F. What are the planned use(s) of the redeveloped brownfields property to which the PD will commit? Be as specific as possible.

**PD's preliminary plans are for 12,500 square feet of office space and 90,000 square feet of warehouse and storage use.**

- G. Current tax value of brownfields property: **\$9,364,000**

- H. Estimated capital investment in redevelopment project: **\$2.45 mm for land and \$4mm for redevelopment**

- I. List and describe the public benefits that will result from the property's redevelopment. Be as specific as possible. *(Examples of public benefits for brownfields projects include job creation, tax base increases, revitalization of blighted areas, preserved green space, preserved historic places, improving disadvantaged neighborhood quality-of-life related retail shopping opportunities, affordable housing, environmental cleanup activities or set asides that have community or environmental benefits. In gauging public benefit, NCBP places great value upon letters of support from community groups and local government that describe anticipated improvements in quality of life for neighboring communities that the project will bring about. The inclusion of such support letters with this application is recommended and encouraged.)*

1. **Creation of jobs (approximately 100+ construction jobs, relocation of 20 full-time jobs and more jobs in future);**
2. **Spur to additional community development;**
3. **Tax base improvement;**
4. **Aesthetic enhancements.**

Special Note: Please describe all environment-friendly technologies and designs PD plans to utilize in its redevelopment strategy. For example, environment friendly redevelopment plans could include: Leadership in Energy and Environmental Design (LEED) Certification, green building materials; green landscaping techniques such as using drought resistant plants; energy efficient designs, materials, appliances, machinery, etc.; renewable sources of energy, and/or recycling/reuse of old building materials such as brick or wood.

**Under consideration.**

- J. Who will own the brownfields property when the Notice of Brownfields Property is filed with the register of deeds at the conclusion of the brownfields process? *(If information is the same as 1.A. above, please indicate.)*

Name **Same as 1.A.**

Mailing Address \_\_\_\_\_  
 \_\_\_\_\_

E-Mail Address \_\_\_\_\_

Phone No. \_\_\_\_\_

Fax No. \_\_\_\_\_

**III. OTHER REQUIRED INFORMATION**

- A. Brownfields Affidavit: PD must provide its certification, in the form of a signed and notarized original of the unmodified model brownfields affidavit provided by NCBP, that it did not cause or contribute to contamination at the property and that it meets all other statutory eligibility requirements. *(Note: The form to use for this affidavit is attached to this application. It must be filled out signed notarized, and submitted with this application.)*

Is the required affidavit, as described above, included with this application?

Answer **Yes**

B. Proposed Brownfields Agreement Form: PD must provide the completed form Proposed Brownfields Agreement. (Note: The form to use for this document is attached to this application. It must be filled out, initialed, and attached on your submittal.)

Is the required Proposed Brownfields Agreement, as described above, included with this application?

Answer           **Yes**

C. Location Map: PD must provide a copy of the relevant portion of the 1:24,000 scale U.S.G.S. topographic quadrangle map that shows the property clearly plotted, and that measures at least an 8 ½ by 11 inches. (Note: these maps can be purchased through the above link, or often through retail outdoor recreation stores that can print out the relevant map. Often environmental reports have location maps that use this type of map as the base for its location map.)

Is the required location map included with this application?

Answer           **Yes**

D. Survey Plat: PD must provide a preliminary survey plat of the brownfields property with the property boundaries clearly identified, and a metes and bounds legal description that matches the property description on the plat. At this stage of the brownfields process; one or more existing survey plats from a previous property conveyance will suffice. (Before the brownfields project enters the public comment phase of the brownfields process, the PD will be required to submit a final brownfields survey plat which includes the information listed in the brownfields survey plat guidance.)

Is the required preliminary survey plat included with this application?

Answer           **Yes**

E. Site Photographs: PD must provide at least one pre-redevelopment photograph of the property, in either hard copy or electronic format that shows existing facilities and structures. **Please note that the NCBP prefers to have electronic photos instead of or in addition to hard copies. Electronic copies of photographs should be emailed to: [Shirley.Liggins@ncdenr.gov](mailto:Shirley.Liggins@ncdenr.gov) with a clear indication as to which Brownfields Application they apply to.**

Are photographs of the property included with this application?

Answer           **Yes**

Have electronic copies of the photographs been emailed to NCBP?

Answer           **Yes**

F. Environmental Reports/Data: If it makes an affirmative eligibility determination, the NCBP will request that PD provide any and all existing environmental reports and data

for the property on **CD only**. The brownfields process may be expedited if PD submits such reports/data with this application.

Are any environmental reports/data being submitted with this application?

Answer            **Yes**

If environmental reports/data are being submitted with this application, please provide the title, date and author of each item being submitted:

1. **Phase I Environmental Site Assessment report dated March 21, 2007 prepared by Bureau Veritas North America, Inc.;**
2. **Amendment to Phase I Environmental Site Assessment report dated May 24, 2007 prepared by Bureau Veritas North America, Inc.;**
3. **Report of Asbestos Inspection Services dated July 2, 2008 prepared by S&ME, Inc.;**
4. **Underground Storage Tank Removal report dated December 24, 2008 prepared by Terracon;**
5. **Environmental Sampling Report dated April 1, 2009 prepared by S&ME, Inc.**
6. **Report of Soil Sampling and Laboratory Analysis dated July 1, 2009 prepared by Terracon;**
7. **Closure Report dated April 16, 2010 prepared by Terracon;**
8. **Phase I Environmental Site Assessment report dated August 16, 2010 prepared by Terracon;**
9. **Closure Report Addendum dated April 13, 2011 prepared by Terracon;**
10. **Results of Additional Soil Sampling dated December 5, 2011 prepared by Terracon.**
11. **No Further Action letter from NCDENR, Aquifer Protection Section dated December 23, 2011; and**
12. **Work Plan for Additional Assessment dated July 20, 2012 prepared by Hart & Hickman, PC.**

Please note that some additional sampling and a Phase I environmental site assessment update are being conducted at the Property. We will submit additional reports as soon as they are complete.

#### **IV. ADDITIONAL REQUIRED FORMS**

**The following forms are to be filled out and submitted with the application including the Responsibility and Compliance Affidavit and the Proposed Brownfields Agreement. Submittal of the Affidavit requires signature and notarization, and the Proposed Brownfields Application requires an initial.**

***See attached.***

# Preliminary Proposed Brownfields Agreement

## I. Property Facts

- a. Property Address(es): **815 Matthews-Mint Hill Road, Matthews, NC 28105**
- b. Property Seller: **Consumer Programs Incorporated (CPI Corp.)**
- c. Property Buyer: **Matthews Property 1, LLC**
- d. Brief Property Usage History: **Based on available historical information, the site was farm land from the 1940s to the 1970s. The site was developed with the current industrial building in 1977. The building was initially used by American Studios, Inc. which sold the property to PCA International Inc. in 2000. The site was subsequently occupied by CPI Corp. (digital photograph development and printing operation for professional portraits) in 2007. CPI Corp. operated the facility for approximately one year and then closed the facility at the end of 2008. CPI Corp. subsequently removed all process equipment, associated chemical storage tanks, chemical reclamation and treatment equipment.**

e. The planned reuse will potentially involve the following use classification(s) (check all that apply):

- School/childcare/senior care
- Residential
- Commercial, retail (specify)
- Other commercial (specify) **warehouse and storage**
- Office
- Light industrial
- Heavy industrial
- Recreational
- Open space
- Other (specify)

## II. Contaminant Information

a. The contaminant situation at the property is best described by the following (check all that apply):

- Contaminants are from an on-property source(s)
- Contaminants are from an off-property source(s)
- Contaminants are from an unknown source(s)
- Contaminants have not yet been documented on the property

b. Contaminated Media Table. (If known, check appropriate boxes below)

Contaminant Types	Soil		Groundwater and/or Surface Water		Private Wells		Vapor Intrusion	
	known	suspected	known	suspected	kno	suspected	known	suspected
o r g a n i c s  Chlorinated Solvents (list):				TCE				
Petroleum: ASTs _____ USTs _____ Other _____								
Other (list):								
i n o r g a n i c s  Metals (list):	Silver							
Other (list):								

**III. Protective Measures**

I am prepared to take steps necessary to make the property suitable for its planned uses while fully protecting public health and the environment. I propose that NCBP consider a brownfields agreement that will make the property suitable for the planned use(s) through the following mechanism(s) (check all that apply):

- Contaminant remediation to risk-based levels.
- Engineered Controls (e.g., low permeability caps, vapor mitigation systems, etc)
- Land use restrictions that run with the land that will restrict or prohibit uses that are unacceptable from a risk assessment/management perspective. (*Important Note: In any final brownfields agreement generated by the NCBP, land use restrictions will ultimately come with the continuing obligation to submit an annual certification that the Land Use Restrictions are being complied with and are recorded at the applicable register of deeds office.*)

#### IV. Fees

In connection with a brownfields agreement, the Act requires that the developer pay fees to offset the cost to the State. In satisfaction of the Act, the following fees apply to any brownfields agreement that is developed for this project:

- a. A \$2,000 initial fee will be due from the applicant PD when **both** of the following occur:
  - 1) NCBP receives this application and proposed brownfields agreement, AND
  - 2) NCBP notifies the applicant in writing that the applicant PD and the project are eligible for participation in the NCBP and continued negotiation of a brownfields agreement.
- b. A \$6,000 second fee will be due from the PD prior to execution of brownfields agreement. Should the prospective developer choose to negotiate changes to the agreement that necessitate evaluation by the Department of Justice, additional fees shall apply.
- c. Any addendum/modifications to the BFA or NBP after they are in effect will result in an additional fee of at least \$1,000.
- d. In the unexpected event that the environmental conditions at the property are unusually complex, such that NCBP's costs will clearly exceed the above amounts, NCBP and PD will negotiate additional fees.

AKS on behalf of PD Please check this box and initial in space provided to indicate your acknowledgement of the above fee structure.

Date of Submittal: 8-14-12

**NORTH CAROLINA DEPARTMENT OF ENVIRONMENT  
AND NATURAL RESOURCES  
NORTH CAROLINA BROWNFIELDS PROGRAM**

**IN THE MATTER OF:  
MATTHEWS PROPERTY 1, LLC**

**AFFIDAVIT RE:  
RESPONSIBILITY AND  
COMPLIANCE**

**UNDER THE AUTHORITY OF  
NORTH CAROLINA GENERAL  
STATUTES 130A-310.30, et. seq.**

Scott L. Wippel, being duly sworn, hereby deposes and says:

1. I am the President and Manager of Harris Teeter Properties, LLC, Manager of Matthews Property 1, LLC.

2. I am fully authorized to make the declarations contained herein and to legally bind Matthews Property 1, LLC.

3. Matthews Property 1, LLC is applying for a Brownfields Agreement with the North Carolina Department of Environment and Natural Resources, pursuant to N.C.G.S. §130A, Article 9, Part 5 (Brownfields Act), in relation to parcel ID number 19329117 located in Matthews, Mecklenburg County, North Carolina at 815 Matthews-Mint Hill Road.

4. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Matthews Property 1, LLC and any parent, subsidiary or other affiliate meets the eligibility requirements of N.C.G.S. §130A-310.31(b)(10), in that it has a *bona fide*, demonstrable desire to buy for the purpose of developing or redeveloping, and did not cause or contribute to the contamination at, the parcel cited in the preceding paragraph.

5. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Matthews Property 1, LLC meets the eligibility requirement of N.C.G.S. §130A-310.32(a)(1) in that it and any parent, subsidiary or other affiliate have substantially complied with:

- a. the terms of any brownfields or similar agreement to which it or any parent, subsidiary or other affiliate has been a party;
- b. the requirement applicable to any remediation in which it or any parent, subsidiary or other affiliate has previously engaged; and
- c. federal and state laws, regulations and rules for the protection of the environment.

Affiant further saith not.

**MATTHEWS PROPERTY 1, LLC,**  
a North Carolina limited liability company

By: Harris Teeter Properties, LLC, Manager

By: Scott L. Wippel

Name: Scott L. Wippel

Title: President and Manager

Sworn to and subscribed before me

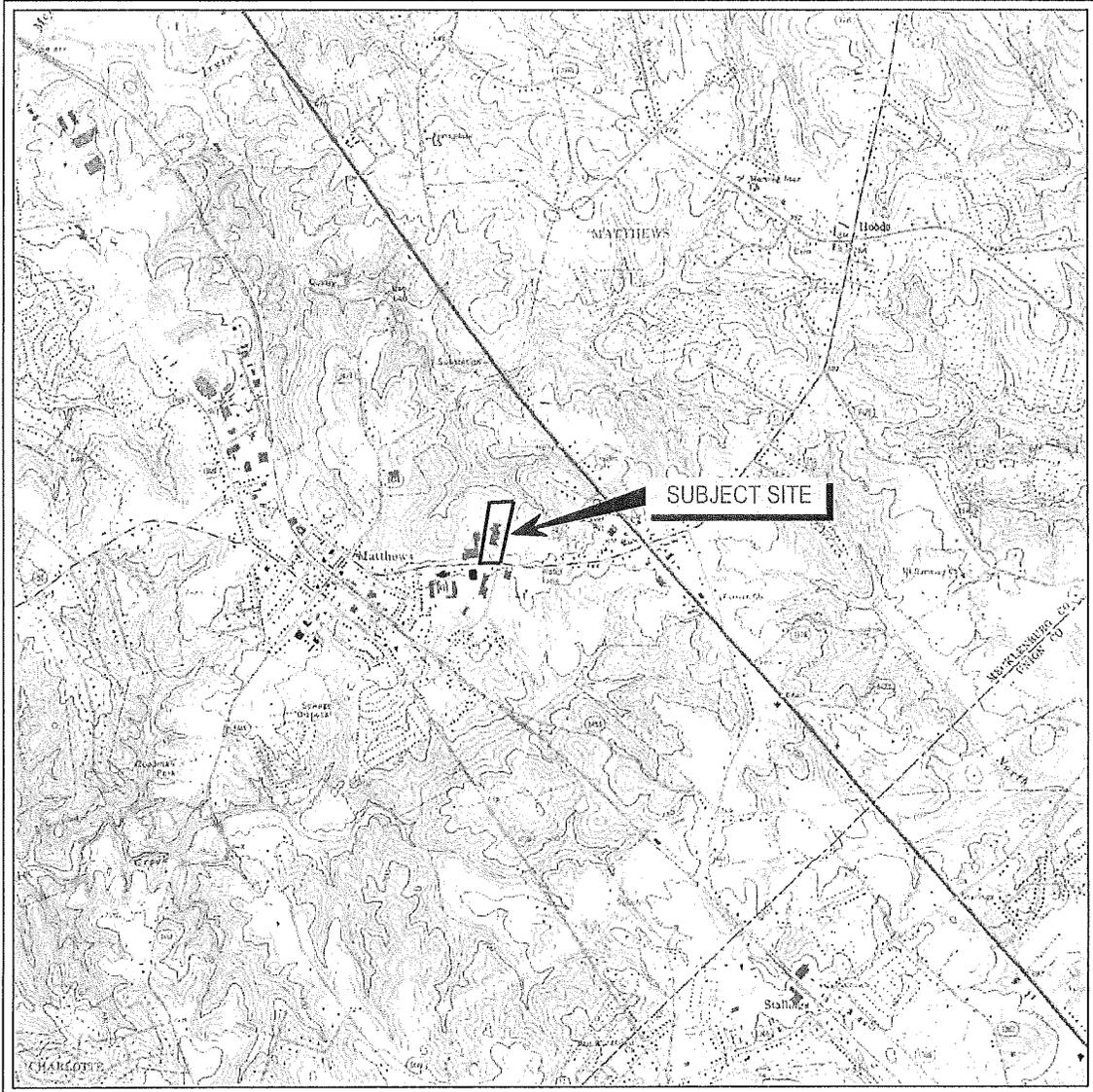
this 13<sup>th</sup> day of August, 2012.

Cecilia P. Honeycutt  
Notary Public

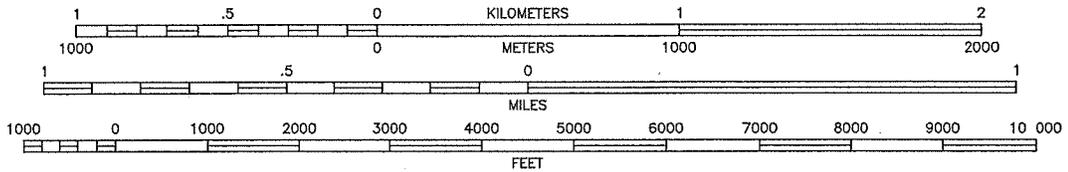
My commission expires: May 4, 2016

(SEAL)





SCALE 1:24 000



CONTOUR INTERVAL 10 FEET  
 NATIONAL GEODETIC VERTICAL DATUM OF 1929  
 TOPO LINES REPRESENT 10-FOOT CONTOURS

QUADRANGLE  
 MATTHEWS, NC 1971 PR 1988  
 MINT HILL, NC 1993  
 7.5 MINUTE SERIES (TOPOGRAPHIC)



Project Mngr: CDE	Project No. 86107046		TOPOGRAPHIC VICINITY MAP	FIG. No.
Drawn By: SEG	Scale: AS SHOWN		PHASE I ENVIRONMENTAL SITE ASSESSMENT	1
Checked By: MRF/CDE	File No. ESA86107046-1		CPI CORP PROPERTY	
Approved By: CDE	Date: AUGUST 2010		815 MATTHEWS-MINT HILL RD. MATTHEWS, NC	
		3534 Rutherford Road (864) 292-2901	Taylors, SC 29687 (864) 292-6361	



**815 Matthews-Mint Hill Road, Matthews, NC**  
**Legal Description**

LYING AND BEING IN MECKLENBURG COUNTY, NORTH CAROLINA AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE CENTER LINE OF THE RIGHT-OF-WAY OF NORTH CAROLINA HIGHWAY NO. 51 (A 60 FOOT RIGHT-OF-WAY) AT THE POINT OF INTERSECTION OF SAID LINE WITH THE CENTER LINE OF THE RIGHT-OF-WAY OF CRESTDALE ROAD (A 60 FOOT RIGHT-OF-WAY), AND RUNNING THENCE FROM SAID POINT OF BEGINNING WITH THE CENTER LINE OF THE RIGHT-OF-WAY OF HIGHWAY NO. 51 NORTH 88°18'06" WEST A DISTANCE OF 229.99 FEET TO A POINT IN THE CENTERLINE OF THE RIGHT-OF-WAY FOR HIGHWAY NO. 51; THENCE CONTINUING WITH THE CENTER LINE OF THE RIGHT-OF-WAY FOR HIGHWAY NO. 51 SOUTH 88°11'43" WEST A DISTANCE OF 197.57 FEET TO A POINT; THENCE WITH THE LINE OF THE CONSOLIDATED BRASS PROPERTY AS DESCRIBED IN DEED RECORDED IN BOOK 1767, PAGE 203, MECKLENBURG COUNTY PUBLIC REGISTRY, NORTH 09°11'44" EAST (CROSSING A FOUND CONCRETE MONUMENT AT 30.55 FEET) A DISTANCE OF 584.98 FEET TO AN EXISTING CONCRETE MONUMENT, SAID POINT ALSO BEING THE SOUTHEAST CORNER OF THE CONBRACO INDUSTRIES INC. PROPERTY AS DESCRIBED IN DEED RECORDED IN BOOK 10257, PAGE 882, MECKLENBURG COUNTY PUBLIC REGISTRY; THENCE WITH THE LINE OF THE AFORESAID CONBRACO INDUSTRIES INC. PROPERTY AND CONTINUING WITH THE LINE OF THE CARLTON DEVELOPMENT LLC PROPERTY AS DESCRIBED IN DEED RECORDED IN BOOK 19889, PAGE 806 MECKLENBURG COUNTY PUBLIC REGISTRY, NORTH 09°13'17" EAST (CROSSING A FOUND IRON ROD AT 351.07 FEET) A DISTANCE OF 809.40 FEET TO A NEW IRON ROD IN THE LINE OF TMV PARTNERS IN MATTHEWS LLC AS DESCRIBED IN DEED RECORDED IN BOOK 14715, PAGE 183, MECKLENBURG COUNTY PUBLIC REGISTRY; THENCE WITH THE LINE OF THE SAID TMV PARTNERS IN MATTHEWS LLC PROPERTY, AND CONTINUING WITH THE LINE OF THE BERND AND ULRIKE SCHEWZYK PROPERTY AS DESCRIBED IN DEED RECORDED IN BOOK 10123, PAGE 52, MECKLENBURG COUNTY PUBLIC REGISTRY, AND THE INDEPENDENCE POINTE OFFICE CONDOMINIUM PHASE 1 PROPERTY, AS DESCRIBED IN DEED RECORDED IN BOOK 10123, PAGE 52, MECKLENBURG COUNTY PUBLIC REGISTRY NORTH 86°47'37" EAST (CROSSING A FOUND IRON ROD AT 51.83 FEET AND AT 479.38 FEET) A DISTANCE OF 581.05 FEET TO AN EXISTING IRON ROD, SAID POINT BEING THE NORTHWEST CORNER OF THE KANTZA LLC AS DESCRIBED IN DEED RECORDED IN BOOK 21967, PAGE 115, MECKLENBURG COUNTY PUBLIC REGISTRY; THENCE WITH THE AFORESAID KANTZA LLC PROPERTY, AND CONTINUING WITH THE VALERIE B. FOX PROPERTY AS DESCRIBED IN DEED RECORDED IN BOOK 6539, PAGE 811 MECKLENBURG COUNTY PUBLIC REGISTRY, AND THE BLENHEIM LTD PARTNERSHIP PROPERTY AS DESCRIBED IN DEED RECORDED IN BOOK 6536, PAGE 420 MECKLENBURG COUNTY PUBLIC REGISTRY SOUTH 14°56'07" WEST (CROSSING A FOUND IRON ROD AT 468.54 FEET AND A NAIL AT 1427.91 FEET) A DISTANCE OF 1458.78 FEET TO THE POINT AND PLACE OF BEGINNING; CONTAINING 695,642 SQUARE FEET OR 15.970 ACRES, MORE OR LESS, AND BEING THE SAME PROPERTY SHOWN ON SURVEY MADE BY R.B.PHARR & ASSOCIATES, DATED AUGUST 4, 2010. TOGETHER WITH THE USE OF THE RIGHTS AND PRIVILEGES DESCRIBED IN THAT DEED OF EASEMENT EXECUTED BY INDEPENDENCE POINTE JOINT VENTURE AND PCA INTERNATIONAL, INC. WHICH WAS DATED OCTOBER 13, 1989 AND RECORDED IN BOOK 6133, PAGE 503 ON OCTOBER 13, 1989 IN THE MECKLENBURG COUNTY PUBLIC REGISTRY.





**Environmental  
Reports  
on CD**