

February 12, 2015

David A. Franchina  
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**Via E-Mail/Hard Copy to Follow via FedEx**

Mr. Bruce Nicholson  
Program Manager  
North Carolina Brownfields Program  
217 W. Jones Street  
Raleigh, North Carolina 27603

Re: Brownfields Property Application  
Appalachian Energy Brownfields Property  
Harrod/AP, LLC  
190 and 208 Poplar Grove Rd. and 178 South Water Street, Boone, Watauga County

Dear Mr. Nicholson:

On behalf of our client, Harrod/AP, LLC, I am pleased to enclose a Brownfields Application respecting the referenced proposed Brownfields Property. Our client plans a residential and commercial redevelopment of the proposed Brownfields Property, which redevelopment will bring jobs, increased residential capacity, and commercial growth to a property near the heart of Boone. The Affidavit (Exhibit A) and Preliminary Proposed Brownfields Agreement (Exhibit B) are also included. Hard copies of all three documents will follow by FedEx, as will a CD with the remaining exhibits.

Our client plans to close March 1, and so would greatly appreciate an eligibility determination by the end of this month. I have also enclosed a Redevelopment Now form, as the proposed prospective developer will be enrolling the project into Brownfields' Redevelopment Now program. The original enrollment form and a check for \$30,000 will also follow shortly by FedEx.

Please contact me if you have any questions.

Sincerely,



David A. Franchina

Enclosures

cc: Glenn Weaver (via e-mail)

## Brownfields Property Application

North Carolina Brownfields Program

[www.ncbrownfields.org](http://www.ncbrownfields.org)

### I. PROSPECTIVE DEVELOPER (PD) INFORMATION {USE TAB KEY TO GET TO NEXT DATA ENTRY LINE – DO NOT USE THE RETURN KEY}

#### A. PD information:

Entity name	Harrod/AP, LLC
Principal Officer	Glenn Weaver
Representative	Glenn Weaver
Mailing Address	3361 Fieldwood Dr Smyrna, GA 30080
E-mail address	glenn.weaver@aplcc.co
Phone No.	919.414.0739
Fax No.	800.878.2244
Web site	www.academicprivatization.com

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

Name	David A. Franchina
Company	K&L Gates LLP
Mailing Address	214 North Tryon Street, 47th Floor Charlotte, NC 28202
E-Mail Address	dave.franchina@klgates.com
Phone No.	704.331.7543
Fax No.	704.353.3243

#### 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:** Member-managed

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

Name N/A

Ownership (%)

Mailing Address

E-Mail Address

Phone No.

Fax No.

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

Name Academic Privatization, LLC

Ownership (%) 50%

Mailing Address 3361 Fieldwood Dr  
Smyrna, GA 30080

E-Mail Address glenn.weaver@apllic.co

Phone No. 919.414.0739

Fax No. 800.878.2244

Name Keith Harrod

Ownership (%) 50%

Mailing Address 6612 Fleetwood Drive  
Raleigh, NC 27612

E-Mail Address kharrod@harrodandassoc.com

Phone No. 919.828.7782

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.

Glenn Weaver, Manager of Academic Privatization, LLC

List all parent companies, subsidiaries and other affiliates:

**(Use for Partnerships)**

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)**

*(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)**

*(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. PD has the financial means necessary to fully implement a brownfields agreement and assure the safe reuse of the property. In particular, PD has adequate financing from lenders and equity investors to fully implement a brownfields agreement and assure the safe reuse of the property. Financial records will be submitted under separate cover.

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 PD will assume managerial responsibilities to ensure compliance with the requirements of a brownfields agreement and assure the safe use of the property. In addition, PD has retained Stephen Brown of Terracon, a qualified environmental consultant, who is experienced in Brownfields redevelopment and the implementation of Brownfields requirements.

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 PD has retained K&L Gates LLP to provide necessary legal counsel with respect to the redevelopment of the property in the North Carolina Brownfields Program. As noted above, PD has retained a qualified environmental consultant to provide environmental consulting services with respect to the redevelopment of the property in the North Carolina Brownfields Program.

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.)*

N/A

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*

Parcels 2900790661000 and 2900698658000:  
Rick Caudle

Vice President of Operations  
G & B Energy  
PO Box 811  
667 N Bridge Street  
Elkin, NC 28621  
Office: 336-835-3607  
Fax: 336-835-2117

Parcel 2900793318000:  
Kimberly G. Bram  
Vice President and General Counsel  
Southern States Cooperative, Incorporated  
P. O. Box 26234  
Richmond, Virginia 23260  
Phone: 804-281-1205  
Fax: 804-281-1383

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. Parcels 2900790661000 and 2900698658000: March 7, 2014, and subsequently modified

Parcel 2900793318000: September 13, 2013, and subsequently modified

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.

PD intends to purchase the property on March 1, 2015, after the project is determined to be eligible for participation in the NCBP.

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.)

PD has neither taken ownership of nor begun operations at the property. PD's activities have been limited to environmental site assessment activities and undertaking land use planning activities.

**II. SITE INFORMATION****A. Information regarding the proposed brownfields property:**

Proposed project name      Appalachian Energy

acreage    Approximately 2.5    street address(es)    190 and 208 Poplar Grove Road, 178  
South Water Street

city    Boone                      County    NC    zip                      28607

tax ID(s) or PIN(s)    2900790661000, 2900698658000, & 2900793318000

past use(s)                      Parcel 2900790661000: The 2014 Terracon Phase I states that the property was vacant from at least the 1940s until the 1970s. It was used as a gravel parking lot for G&B Oil beginning in the 1970s, and the existing building was constructed as a sales office in 1990.

Parcel 2900698658000: The 2014 Terracon Phase I states that it was used as a bulk fuel oil distribution facility from 1947 until 2012. Fuel oil was delivered to a transport unloading area, where it was pumped to ASTs in a "tank farm." The ASTs supplied fuel to fuel loading racks where the fuel was loaded onto outbound delivery trucks. The site is developed with one warehouse/shop building and one office building. Gravel-covered parking and driveway areas constitute most of the remainder of the site.

Parcel 2900793318000: The property was used as a farm and gardening supply store from at least the 1950s. It has been vacant since 2013.

current use(s)                      Vacant

**cause(s)/source(s) of contamination:**

known                      TPH-DRO has been detected in soil on parcel 2900698658000. Terracon's 2014 Phase II assessment found several petroleum-related constituents in groundwater on parcel 2900698658000, including n-butylbenzene, sec-butylbenzene, isopropylbenzene, naphthalene, n-propylbenzene, fluorene, phenanthrene, benzene, 1,2,4-trimethylbenzene, 1,3,5-trimethylbenzene, total xylenes, acenaphthene, and pyrene. A 2012 Enviro-Pro Phase II found many of those constituents plus MTBE, m+p Xylenes, o-Xylenes, tert-butylbenzene, p-isopropyltoluene, 1,2-dichloroethane, 1,2-dichloropropane, 1,1,2-trichloroethane, IPE, chloroform, and 2-chlorotoluene.

suspected                      Contamination associated with historic property use and not yet detected. The former use of the site as a bulk oil facility is a concern. According to Terracon's 2014 site assessments, vapor may be a concern at the site.

**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: N/A

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

Agency Name/ID No:

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

The property is largely undeveloped and vacant, with five abandoned buildings on the site. It is contaminated. However, it is located in a highly desirable commercial and residential area very close to the Appalachian State University campus. The proposed development of student housing will return the property to its highest and best use and will contribute to the local economy.

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 presence of known soil and groundwater impacts on the property and the possible presence of other contamination are a hindrance to the redevelopment of the property in that redevelopment activities could subject PD to cleanup liability if they are conducted without a Brownfields agreement. Potential cleanup liability may also preclude sale or leasing of the property to third parties. In addition, known and suspected contamination and the associated potential cleanup liability may preclude financing of the redevelopment of the property.

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 form lending institutions)?

The presence of known soil and groundwater impacts on the property and the possible presence of other contamination are a hindrance to the redevelopment of the property in that redevelopment activities could subject PD to cleanup liability if they are conducted without a Brownfields agreement. Potential cleanup liability may also preclude sale or leasing of the property to third parties. In addition, known and suspected contamination and the associated potential cleanup liability may preclude financing of the redevelopment of the property.

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

PD plans to build apartments and commercial space (including office, retail, restaurant, fitness club, and commercial parking) which may serve a substantial number of students at Appalachian State University.

- G. Current tax value of brownfields property: \$The combined tax value of the three parcels is \$924,100. All tax values were obtained from Watauga County online tax records.
- H. Estimated capital investment in redevelopment project: \$2,575,700 in acquisition costs, and approximately \$31,000,000 in improvements for redevelopment plans.
- 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.)*

The redevelopment of the property will return it to its highest and best use. Impacted soil and groundwater will be addressed during redevelopment. Redevelopment will result in the creation of many jobs, including both temporary construction jobs and permanent commercial jobs. Notably, the redevelopment of the property will result in significant tax base increases for the Town of Boone and Watauga County. The planned residential redevelopment will result in an increase of the productive use of the property, will be compatible with surrounding activities, and may provide a spur to additional community development and redevelopment, new tax revenue, and additional employment opportunities. New apartments are expected to provide additional high quality housing for students which will include numerous safety features not available in most older downtown student housing, such as sprinkler systems, fire alarms, and elevators. Additionally, the Town of Boone has requested that part of the land be dedicated for use as a Greenway.

Letters of community support will be submitted under separate cover.

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.

PD's immediate redevelopment plans may include seeking LEED certification or participating in environmentally friendly building programs. PD may evaluate seeking LEED certification or incorporating principles from LEED or other environmentally friendly building programs as part of its future redevelopment plans. In that regard, PD's future redevelopment plans may include, but are not limited to, the use of green building materials, green landscaping techniques, energy efficient design, materials, appliances, and machinery, renewable energy sources, and recycling and reuse of old building materials. PD is considering but has no definitive plans to include these features.

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 above

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. Please see Exhibit A.

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. Please see Exhibit B.

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 1/2 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. Please see Exhibit C.

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. Please see Exhibit D.

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 with a clear indication as to which Brownfields Application they apply to.**

Are photographs of the property included with this application?

Answer Yes. Please see Exhibit E.

Have electronic copies of the photographs been emailed to NCBP?

Answer Yes. Exhibit E was emailed to Shirley.Liggins@ncdenr.gov

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) Terracon Phase I Environmental Site Assessment, Former Appalachian Energy Property, June 5, 2014 (labeled as Exhibit F on the enclosed CD)
- (2) Terracon Phase I Environmental Site Assessment, Vacant Southern States Property, March 13, 2014 (labeled as Exhibit G on the enclosed CD)
- (3) Terracon Phase I Environmental Site Assessment, Vacant G&B Oil Property, June 6, 2014 (labeled as Exhibit H on the enclosed CD)
- (4) Terracon Phase II Environmental Site Assessment, Vacant G&B Oil Property, June 9, 2014 (labeled as Exhibit I on the enclosed CD)
- (5) Enviro-Pro Phase II Environmental Site Assessment, Former Bulk Fuel Facility, Nov. 30, 2012 (labeled as Exhibit J on the enclosed CD)
- (6) Enviro-Pro Phase II Environmental Site Assessment, Appalachian Energy Facility, June 16, 2000 (labeled as Exhibit K on the enclosed CD)

**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.**

# **EXHIBIT A**

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

IN THE MATTER OF: Harrod/AP, LLC

UNDER THE AUTHORITY OF ) AFFIDAVIT  
NORTH CAROLINA GENERAL ) RE: RESPONSIBILITY  
STATUTES § 130A-310.30, et. seq. ) AND COMPLIANCE

Glenn Weaver, being duly sworn, hereby deposes and says:

1. I am <<Manager>> of Academic Privatization, LLC, which is a managing member of Harrod/AP, LLC.
2. [if signatory is not President, add this paragraph: "I am fully authorized to make the declarations contained herein and to legally bind Harrod/AP, LLC."]
3. Harrod/AP, 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 the following 2900790661000, 2900698658000, and 2900793318000 parcel(s) in Boone, Watauga, County, North Carolina: 190 and 208 Poplar Grove Road and 178 South Water Street.
4. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Harrod/AP, 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  sell  for the purpose of developing or redeveloping, and did not cause or contribute to the contamination at, the parcel(s) cited in the preceding paragraph.
5. I hereby certify, under the pains and penalties of perjury and of the Brownfields Act, that Harrod/AP, 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 requirements applicable to any remediation in which it or any parent, subsidiary or other affiliate has previously engaged;
  - c. federal and state laws, regulations and rules for the protection of the environment.

Affiant further saith not.

*Glenn Weaver*

Signature/Printed Name

Glenn Weaver, Manager of Academic Privatization, LLC, the Managing Member of Harrod/AP, LLC

Date 2/11/2015

Sworn to and subscribed before me

this 11 day of February, 2015.

*Allen Stuart* Notary Public



My commission expires: 9-26-2016



# **EXHIBIT B**

## Preliminary Proposed Brownfields Agreement

### I. Property Facts

- a. Property Address(es): 190 and 208 Poplar Grove Road and 178 South Water Street
- b. Property Seller: G&B Oil Co. Inc. (parcels 2900790661000 and 2900698658000) and Southern States Cooperative, Inc. (parcel 2900793318000)
- c. Property Buyer: Harrod/AP, LLC
- d. Brief Property Usage History: Parcel 2900790661000: The 2014 Terracon Phase I states that the property was vacant from at least the 1940s until the 1970s. It was used as a gravel parking lot for G&B Oil beginning in the 1970s, and the existing building was constructed as a sales office in 1990.

Parcel 2900698658000: The 2014 Terracon Phase I states that it was used as a bulk fuel oil distribution facility from 1947 until 2012. Fuel oil was delivered to a transport unloading area, where it was pumped to ASTs in a "tank farm." The ASTs supplied fuel to fuel loading racks where the fuel was loaded onto outbound delivery trucks. The site is developed with one warehouse/shop building and one office building. Gravel-covered parking and driveway areas constitute most of the remainder of the site.

Parcel 2900793318000: The property was used as a farm and gardening supply store from at least the 1950s. It has been vacant since 2013.

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

- School/childcare/senior care
- Residential
- Commercial, retail (specify) Exercise facility; retail, potentially other uses to be determined later
- Other commercial (specify) Restaurant, office
- Office
- Light industrial
- Heavy industrial
- Recreational
- Open space
- Other (specify) Commercial parking, and Town-Dedicated Greenway (per Town of Boone request)

### 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	known	suspected	known	suspected
o r g a n i c s	Chlorinated Solvents (list):			1,2-dichloroethane, 1,1,2-trichloroethane				Various
	Petroleum: ASTs <input type="checkbox"/> USTs <input type="checkbox"/> Other <input type="checkbox"/>	TPH-DRO		Butylbenzene, PAHs, Benzene, Trimethylbenzene, xylenes, p-isopropyltoluene, others				Various
	Other (list):			MTBE, TPE, 1,2-dichloropropane, chloroform, 2-chlorotoluene				
i n o r g a	Metals (list):							

n i c s	Other (list):								

**III. Protective Measures**

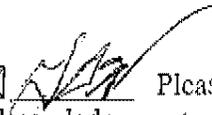
I am prepared to take steps necessary to make the property suitable for its planned uses while fully protecting public health and the environment. I propose that NCBP consider a brownfields agreement that will make the property suitable for the planned use(s) through the following mechanism(s) (check 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 Department of Environment and Natural Resources and the Department of Justice. In satisfaction of the Act, the following fees apply to any brownfields agreement that is developed for this project, subject to negotiation of the brownfields agreement:

- 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 second fee of \$6,000 will be due from the PD prior to execution of the 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.

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

Date of Submittal: February 11, 2015

# **EXHIBITS C - K**

**HARROD/AP, LLC**



Brownfields Application Exhibits  
February 12, 2015

**K&L GATES**