

Property Owner: **700 South Stratford, LLC**  
Recorded in Book \_\_\_\_, Page \_\_\_\_  
Associated plat recorded in Plat Book \_\_\_\_, Page \_\_\_\_

**NOTICE OF BROWNFIELDS PROPERTY**

This documentary component of a Notice of Brownfields Property (“Notice”), as well as the plat component, have been filed this \_\_\_\_ day of \_\_\_\_\_, 201\_\_ by **700 South Stratford, LLC** (hereinafter “Prospective Developer”).

The Notice concerns contaminated property.

A copy of this Notice certified by the North Carolina Department of Environment and Natural Resources (hereinafter “DENR”) is required to be filed in the Register of Deeds’ Office in the county or counties in which the land is located, pursuant to North Carolina General Statutes (hereinafter “NCGS”), Section (hereinafter “§”) 130A-310.35(b).

This Notice is required by NCGS § 130A-310.35(a), in order to reduce or eliminate the danger to public health or the environment posed by environmental contamination at a property (hereinafter the “Brownfields Property”) being addressed under the Brownfields Property Reuse Act of 1997, NCGS § 130A, Article 9, Part 5 (hereinafter the “Act”).

Pursuant to NCGS § 130A-310.35(b), the Prospective Developer must file a certified copy of this Notice within 15 days of Prospective Developer’s receipt of DENR’s approval of the Notice or Prospective Developer’s entry into the Brownfields Agreement required by the Act, whichever is later. Pursuant to NCGS § 130A-310.35(c), the copy of the Notice certified by DENR must be recorded in the grantor index under the names of the owners of the land and, if Prospective Developer is not the owner, also under Prospective Developer’s name.

The Brownfields Property comprises 26.515 acres and is located at 700 Stratford Road in Winston-Salem, Forsyth County, North Carolina. The Brownfields Property was initially developed as a knitting facility in the early 1900s and was most recently used as a textile dyeing and finishing facility by Hanesbrands. Soil and groundwater contamination exists at the Brownfields Property from past industrial uses. Prospective Developer intends to redevelop the Brownfields Property for

commercial uses which may include restaurant, retail, medical/professional office, computer data center and/or other commercial uses approved in advance and in writing by DENR.

The Brownfields Agreement between Prospective Developer and DENR is attached hereto as **Exhibit A**. It sets forth the use that may be made of the Brownfields Property and the measures to be taken to protect public health and the environment, and is required by NCGS § 130A-310.32.

The plat component of this Notice is recorded at the plat book and page number shown at the top of this documentary component of the Notice. **Exhibit B** to this Notice is a reduction, to 8 1/2" x 11", of said plat. The plat shows areas designated by DENR, has been prepared and certified by a professional land surveyor, and complies with NCGS § 130A-310.35(a)'s requirement that the Notice identify:

(1) The location and dimensions of the areas of potential environmental concern with respect to permanently surveyed benchmarks.

(2) The type, location and quantity of regulated substances and contaminants known to exist on the Brownfields Property. The following tables also set forth the type and quantity of such substances:

**Groundwater contaminants** in micrograms per liter (the equivalent of parts per billion), the standards for which are contained in Title 15A of the North Carolina Administrative Code, Subchapter 2L, Rule .0202(2L), (January 1, 2010 version); or the 2L Groundwater Interim Maximum Allowable Concentration (IMACs), (July 16, 2012 version):

Groundwater Contaminant	Sample Location	Date of Sampling	Concentration Exceeding Standard (µg/L)	Standard (µg/L)
Benzene	W4	4-21-2009	1.8	1
Naphthalene	W4	4-21-2009	43	6
	FO-1	7-26-2007	96	
Tetrachloroethene	W3	4-22-2009	10	0.7
	W8	4-22-2009	130	
	W9	4-20-2009	5	
bis (2-ethylhexyl)phthalate	FO-1	7-26-2007	12	3
2-methylnaphthalene	FO-1	7-26-2007	290	30
Arsenic	EP-1	7-26-2007	66 <sup>1</sup>	10 <sup>1</sup>
Barium	W3	4-22-2009	6,300 <sup>1</sup>	2,000 <sup>1</sup>
	EP-1	7-26-2007	2,100 <sup>1</sup>	
Chromium	EP-1	7-26-2007	98 <sup>1</sup>	10 <sup>1</sup>
Lead	EP-1	7-26-2007	99 <sup>1</sup>	15 <sup>1</sup>
	G-2	7/26/2007	95 <sup>1</sup>	

1. Concentration for metals is in milligrams per kilogram (mg/kg)

**Groundwater contaminants with potential for vapor intrusion (VI)** in micrograms per liter (the equivalent of parts per billion), the vapor intrusion screening levels for which are derived from the Industrial/Commercial Vapor Intrusion Screening Levels of the Inactive Hazardous Sites Branch of DENR's Superfund Section (February 2012 version):

Groundwater Contaminant With Potential for Vapor Intrusion (VI)	Sample Location	Date of Sampling	Concentration Exceeding Screening Level (µg/L)	Industrial/Commercial VI Screening Level <sup>1</sup> (µg/L)
Tetrachloroethene	W8	4-22-2009	130	49
1,2,4-Trimethylbenzene	W4	4-21-2009	26	25

1. Screening levels displayed for non-carcinogens are for a hazard quotient equal to 0.2. Screening levels displayed for carcinogens are for a 1.0E-5 lifetime incremental cancer risk.

Attached hereto as **Exhibit C** is a legal description of the Brownfields Property that would be sufficient as a description of the property in an instrument of conveyance.

### **LAND USE RESTRICTIONS**

NCGS 130A-310.35(a) also requires that the Notice identify any restrictions on the current and future use of the Brownfields Property that are necessary or useful to maintain the level of protection appropriate for the designated current or future use of the Brownfields Property and that are designated in the Brownfields Agreement. **The restrictions shall remain in force in perpetuity unless canceled by the Secretary of DENR (or its successor in function), or his/her designee, after the hazards have been eliminated, pursuant to NCGS § 130A-310.35(e). All references to DENR shall be understood to include any successor in function. The restrictions are hereby imposed on the Brownfields Property, and are as follows:**

1. No use may be made of the Brownfields Property other than for mixed commercial uses which may include restaurant, retail, medical/professional office, computer data center and/or other commercial uses approved in advance and in writing by DENR. For purposes of this restriction, the following definitions apply:

- a. Commercial shall mean an enterprise carried on for profit by the owner, lessee or licensee;
- b. Restaurant shall mean a place where food and beverages are prepared for on-site or off-site consumption;
- c. Retail shall mean the sale of goods directly to the consumer;
- d. Office shall mean places where business or professional services (including medical services) are rendered; and
- e. Computer Data Center shall mean a facility designed to collect, store and share electronic information and files.

2. Any demolition of buildings on the Brownfields Property shall be conducted in strict accordance with applicable legal requirements, including without limitation those related to lead

and asbestos abatement that are administered by the Health Hazards Control Unit within the Division of Public Health of the North Carolina Department of Health and Human Services.

3. Physical redevelopment of the Brownfields Property may not occur other than in accord, as determined by DENR, with an Environmental Management Plan (EMP), approved in writing by DENR in advance, that is consistent with all the other land use restrictions and describes redevelopment activities at the Brownfields Property, the timing of redevelopment phases, and addresses health, safety and environmental issues that may arise from use of the Brownfields Property during construction or redevelopment in any other form, including without limitation:

- a. soil and water management issues, including without limitation those resulting from contamination identified in the Environmental Reports;
- b. issues related to potential sources of contamination referenced in paragraph 7 of Exhibit A hereto and in the contaminant tables, above; and
- c. contingency plans for addressing newly discovered potential sources of environmental contamination (e.g., tanks, drums, septic drain fields, etc.).

4. No activities that encounter, expose, remove or use groundwater (for example, installation of water supply wells, fountains, ponds, lakes or swimming pools, or construction or excavation activities that encounter or expose groundwater) may occur on the Brownfields Property without DENR's prior written approval on such conditions as DENR determines are warranted, which may include prior sampling and analysis of groundwater to DENR's written satisfaction. If sampling occurs and discloses to DENR contamination that DENR determines may place at risk the Brownfields Property's suitability for the use specified in land use restriction 1. above or public health or the environment, the proposed activities may not occur without the prior written approval of DENR on such conditions as DENR imposes, including at a minimum compliance with plans and procedures, approved pursuant to applicable law, to protect public health and the environment during the proposed activities.

5. After conclusion of the redevelopment period referenced in land use restriction 3. above, as determined by DENR, no activity that disturbs soil on the Brownfields Property may occur unless and until DENR states in writing, in advance of the proposed activity, that said activity may occur if carried out along with any measures DENR deems necessary to ensure the Brownfields Property will be suitable for the uses specified in land use restriction 1. above while fully protecting public health and the environment.

6. No building may be constructed on the Brownfields Property and no existing building, defined as those depicted on the plat component of this Notice may be occupied until:

- a. DENR determines in writing that the building would be sufficiently distant from the Brownfields Property's groundwater and/or soil contamination that the building's users, public health and the environment will be protected from risk from vapor intrusion related to said contamination; or

- b. vapor mitigation measures are installed or implemented to the satisfaction of a professional engineer licensed in North Carolina, as evidenced by said engineer's professional

seal on a report that includes photographs and a description of the installation and performance of said measures. All vapor mitigation measures shall be installed or implemented in accordance with a plan approved in writing by DENR in advance, including methodology(ies) for demonstrating performance of said measures.

7. None of the contaminants known to be present in the environmental media at the Brownfields Property, including those listed on the plat component of this Notice and above in the contaminant tables, may be used or stored at the Brownfields Property without the prior written approval of DENR, except in *de minimis* amounts for cleaning and other routine housekeeping activities or in sealed, pre-packaged containers sold in a retail context.

8. The owner of any portion of the Brownfields Property where any existing, or subsequently installed, DENR-approved monitoring well is damaged shall be responsible for repair of any such wells to DENR's written satisfaction and within a time period acceptable to DENR, unless compliance with this Land Use Restriction is waived in writing by DENR in advance.

9. Neither DENR, nor any party conducting environmental assessment or remediation at the Brownfields Property at the direction of, or pursuant to a permit, order or agreement issued or entered into by DENR, may be denied access to the Brownfields Property for purposes of conducting such assessment or remediation, which is to be conducted using reasonable efforts to minimize interference with authorized uses of the Brownfields Property.

10. During January of each year after the year in which this Notice is recorded, the owner of any part of the Brownfields Property as of January 1<sup>st</sup> of that year shall submit a notarized Land Use Restrictions Update ("LURU") to DENR, and to the chief public health and environmental officials of Forsyth County, certifying that, as of said January 1<sup>st</sup>, the Notice of Brownfields Property containing these land use restrictions remains recorded at the Forsyth County Register of Deeds office and that the land use restrictions are being complied with, and stating:

a. the name, mailing address, telephone and facsimile numbers, and contact person's e-mail address of the owner submitting the LURU if said owner acquired any part of the Brownfields Property during the previous calendar year;

b. the transferee's name, mailing address, telephone and facsimile numbers, and contact person's e-mail address, if said owner transferred any part of the Brownfields Property during the previous calendar year; and

c. whether any vapor barrier and/or mitigation systems installed pursuant to land use restriction 6.b. above are performing as designed, and whether the uses of the ground floors of any buildings containing such vapor barrier and/or mitigation systems have changed, and, if so, how.

**For purposes of the land use restrictions set forth above, the DENR point of contact shall be the DENR official referenced in paragraph 33.a. of Exhibit A hereto, at the address stated therein.**

### **ENFORCEMENT**

The above land use restrictions shall be enforceable without regard to lack of privity of estate or contract, lack of benefit to particular land, or lack of any property interest in particular land. The land use restrictions shall be enforced by any owner of the Brownfields Property. The land use restrictions may also be enforced by DENR through the remedies provided in NCGS 130A, Article 1, Part 2 or by means of a civil action; by any unit of local government having jurisdiction over any part of the Brownfields Property; and by any person eligible for liability protection under the Brownfields Property Reuse Act who will lose liability protection if the restrictions are violated. Any attempt to cancel any or all of this Notice without the approval of the Secretary of DENR (or its successor in function), or his/her delegate, shall be subject to enforcement by DENR to the full extent of the law. Failure by any party required or authorized to enforce any of the above restrictions shall in no event be deemed a waiver of the right to do so thereafter as to the same violation or as to one occurring prior or subsequent thereto.

**FUTURE SALES, LEASES, CONVEYANCES AND TRANSFERS**

When any portion of the Brownfields Property is sold, leased, conveyed or transferred, pursuant to NCGS § 130A-310.35(d) the deed or other instrument of transfer shall contain in the description section, in no smaller type than that used in the body of the deed or instrument, a statement that the Brownfields Property has been classified and, if appropriate, cleaned up as a brownfields property under the Brownfields Property Reuse Act.

IN WITNESS WHEREOF, Prospective Developer has caused this instrument to be duly executed this \_\_\_\_\_ day of \_\_\_\_\_, 201\_\_.

700 South Stratford, LLC

By: \_\_\_\_\_  
Timothy A. Dockery  
Manager

NORTH CAROLINA  
\_\_\_\_\_ COUNTY

I certify that the following person(s) personally appeared before me this day, each acknowledging to me that he or she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated: \_\_\_\_\_.

Date: \_\_\_\_\_

\_\_\_\_\_  
*Official Signature of Notary*

*(Official Seal)*

\_\_\_\_\_  
Notary's printed or typed name, Notary Public  
My commission expires: \_\_\_\_\_

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**APPROVAL AND CERTIFICATION OF NORTH CAROLINA DEPARTMENT OF ENVIRONMENT AND NATURAL RESOURCES**

The foregoing Notice of Brownfields Property is hereby approved and certified.

North Carolina Department of Environment and Natural Resources

By: \_\_\_\_\_  
Linda M. Culpepper Date  
Deputy Director, Division of Waste Management

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**CERTIFICATION OF REGISTER OF DEEDS**

The foregoing documentary component of the Notice of Brownfields Property, and the associated plat, are certified to be duly recorded at the date and time, and in the Books and Pages, shown on the first page hereof.

Register of Deeds for \_\_\_\_\_ County

By: \_\_\_\_\_  
Name typed or printed: \_\_\_\_\_ Date  
Deputy/Assistant Register of Deeds

# HAYNESBRANDS TOPOGRAPHY

