THOMPSON & KNIGHT LLP

ATTORNEYS AND COUNSELORS

1900 SAN JACINTO CENTER
98 SAN JACINTO BOULEVARD
AUSTIN, TEXAS 78701-4238
(512) 469-6100
FAX (512) 469-6180
www.tklaw.com

AUSTIN
DALLAS
FORT WORTH
HOUSTON
NEW YORK

ALGIERS
LONDON
MEXICO CITY
MONTERREY
PARIS
RIO DE JANEIRO
VITÓRIA

DIRECT DIAL: (512) 469-6130
EMAIL: James.Morriss@tklaw.com

March 13, 2008

Via Electronic Mail

Samuel J. Coleman, P.E.
Director
Superfund Division
U.S. EPA Region 6
1445 Ross Avenue, Suite 1200
Dallas, Texas 75202-2733

Re: Gulfco Marine Maintenance Site in Freeport, Texas

Dear Mr. Coleman:

I am writing on behalf of, and at the request of, The Dow Chemical Company ("Dow") and Chromalloy American Corporation ("Chromalloy"). Dow and Chromalloy received the draft AOC for removal actions at the Gulfco Marine Maintenance Site (the "Site") that you sent by letter dated March 4, 2008. Thank you for EPA's time and work in preparing the draft order. As you know, at our January 16th meeting, the parties discussed a different, more stream-lined approach to use AOC-based removal actions in lieu of the RI/FS process detailed in the current UAO to accomplish the goals of construction complete, partial delisting of the Southern Area and acres ready for reuse at the Site. While the draft AOC does not encompass this approach, we believe the draft order has the potential to advance our mutual goals for the Site.

There is, however, one outstanding item we need before we can begin our review and evaluation of the draft AOC. A threshold issue, as described below, was discussed on our call with Barbara Nann and Gary Miller on February 8th. The parties stated the importance of documenting the relationship between the UAO, the voluntary acceleration of the Remedial Investigation for the Southern Area, the AOC, and the process for assessing the partial delisting of the Southern Area. After our call on February 8th, Ms. Nann advised that EPA would propose an approach to this threshold issue for our consideration. Please forward to us EPA's proposed approach as soon as possible so that we may consider it. The parties believe that their concerns can be most easily addressed by incorporating language in the Findings section of the draft AOC. Another alternative is to incorporate the language in an amendment to the Statement of Work to the UAO to be approved by EPA.

As soon as we receive EPA's proposed approach on this threshold issue, we will evaluate the draft AOC in the light of that response and provide our comments. We look forward to working with EPA on the early completion of this project.

Very truly yours,

James C. Morriss by EAW

James C. Morriss III

9408535

cc: ***Via Electronic Mail***
Barbara Nann, EPA
Gary Miller, EPA