Boeing Realty Corporation
4060 Lakewood Blvd., 6th Floor
Long Beach, CA 90808-1700
Telephone: (562) 627-3200
FAX: (562) 627-3109

WORK AUTHORIZATION

January 20, 1999

Authorized to:

HARDING LAWSON ASSOCIATES
Attn: Mr. Nicholas Hagen
30 Corporate Park Suite 400
Irvine CA

Project: Torrance- C-6 Facility, Parcel B, Building 4

Contract No.: 05160-HAR007

This document constitutes your formal authorization to perform the following work at the noted project:

Proposal for Services: Site Investigation Activites at Building 4. Refer to your proposal dated January 12,1999.

Contract Price: $7,842.00 NTE

Completion Schedule: T & M

Your accepted proposal attached: YES__X___ NO_____

Any revisions to this work scope will be issued by a work authorization amendment, or a JOB WORK ORDER issued at the job site by Boeing Realty Corporation. Any work performed without such documentation is not formally authorized. All work is to be under the direction of and coordinated with Mario Stavale at (562) 627-3014.

The following Exhibits are enclosed and are incorporated as part of this Work Authorization:

NOTE: These exhibits also apply to any subcontractor(s).

Exhibit C:	(C1 thru C7) Lien release forms and Lien Waivers & Pay Procedure - *must be submitted on BRC format* - (W-9 must be received prior to payment being made)
Exhibit F:	CONDITIONS FOR CONTRACTORS WHO WORK FOR BOEING REALTY CORPORATION (BRC)
Exhibit G:	BRC GENERAL CONDITIONS OF CONTRACT
Exhibit H:	INSURANCE ENDORSEMENT
Exhibit I:	NOTICE TO OWNER PROVIDED IN ACCORDANCE WITH SECTION 7018.5 OF THE BUSINESS & PROFESSIONS CODE

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January 20, 1999

Prior to commencing any work on site, please provide a current Certificate of Insurance along with an Additional Insured Endorsement verifying your coverage for General Liability, Automobile Liability, and Worker's Compensation.

BOEING

A current copy of the contractor work rules (Exhibit F) for Boeing Realty Corporation is attached entitled "CONDITIONS FOR CONTRACTORS WHO WORK FOR BOEING REALTY CORPORATION (BRC)". Your signature acceptance of this work authorization constitutes your acceptance of these work rules.

Provide a copy of your contractor's license plastic card showing your contractor's license number.

When invoicing for this work, PLEASE REFER TO THE CONTRACT NUMBER AND PROJECT NAME NOTED ABOVE, and submit invoices to BOEING REALTY CORPORATION Attn: ACCOUNTING DEPARTMENT at 4060 Lakewood Blvd 6th Floor, Long Beach, CA 90808-1700.

PLEASE SUBMIT CERTIFICATE OF INSURANCE INCULDING ADDITIONAL INSURED ENDORSEMENT AND W-9 FORM TO OUR OFFICE BEFORE WORK IS STARTED. PAYMENTS ARE SUBJECT TO A HOLD IF INSURANCE HAS EXPIRED.

Please sign your acceptance of this contract agreement at the location provided below and deliver the original to us for our file prior to commencement of work. Please mail to the undersigned at Long Beach.

Boeing Realty Corporation
Authorization

MARIO STAVALE
Approved:

BRC MANAGEMENT

Contractor acceptance in accordance
with the above noted conditions:

HARDING LAWSON ASSOCIATES

Enclosures

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Harding Lawson Associates

RECEIVED
JAN 19 1999
BOEING REALTY CORPORATION

January 11, 1998

02801.99.1

Ms. Joann Ornelas
Integrated Environmental Services, Inc.
3990 Westerly Place, Suite 210
Newport Beach, California 92660

Proposal and Fixed-Price Cost
Site Investigation Services, Building 4, AOI 4
Boeing Realty Corporation
C-6 Facility, Parcel B
Los Angeles, California

Dear Ms. Ornelas:

Harding Lawson Associates (HLA) is pleased to submit this fixed-price proposal for conducting a limited soil investigation at Parcel B of Boeing Realty Corporation's (BRC's) C-6 facility located in Los Angeles, California. We understand that the site investigation will address Building 4 within area of interest (AOI) 4 of Parcel B. Building 4 was used to house three 8,000-gallon aboveground transformer oil tanks.

Our proposal is based upon the *Second Amendment to Scope for Site Investigation Services at Boeing C-6 Facility, Parcel B,* which references *Parcel B Supplemental Sampling and Analysis Plan, Boeing Realty Corporation, C-6 Facility, Los Angeles, California* (SAP) prepared by Integrated Environmental Services, Inc. (IESI). The first phase of work addressing AOIs 1, 2, and 3 was conducted on April 29 and 30, 1998.

OBJECTIVE AND SCOPE OF WORK

The objective of the site investigation is to refine the soil characterization data for Building 4 according to a strict, expedited schedule with minimal disturbance to facility operations and workers. To achieve this objective, HLA proposes to perform the following five tasks:

1. Perform an underground utility clearance
2. Collect soil samples from 9 locations using direct push technology
3. Manage any investigation-derived wastes
4. Conduct land surveying of boring locations
5. Prepare final deliverable documents

These tasks will be performed in accordance with a Site Safety and Health Plan (SSHP), developed by HLA and as required by 29 CFR 1910.120, and are detailed in the text below. HLA plans to modify the SSHP used for the investigation of AOIs 1, 2, and 3 for use in Building 4. Therefore, the SSHP for the proposed work will be prepared at no cost to BRC.

Engineering and
Environmental Services

30 Corporate Park, Suite 400, Irvine, CA 92606 714/260-1800 Fax: 714/260-1830

Task 1.0 Underground Utility Clearance

HLA will contract Subsurface Surveys of Solano Beach, California, to perform a geophysical clearance at each of the 9 proposed sampling locations. HLA will consult with BRC and/or IESI to relocate any sampling point at which subsurface utilities are identified. In addition, Underground Service Alert (USA) will be notified 48 hours prior to conducting subsurface activities.

HLA assumes that access to each sampling location is unrestricted. Metal structures and other unknown features may interfere with the equipment used to conduct the geophysical clearance. If interference precludes clearance, other methods, including hand augering or air knife/vacuum technology, will be proposed to BRC and/or IESI. If such additional methods are necessary to ensure clearance, additional costs will be incurred. Such conditions will be communicated to BRC and/or IESI prior to undertaking the altered scope of work.

Task 2.0 Soil Borings and Sample Collection

To advance the 9 soil borings to depths of 10 to 15 feet in the Building 4 area[1], HLA proposes using Geoprobe rigs, which collect soil samples using direct push technology. Direct push technology minimizes the amount of investigation-derived waste and maximizes sample collection efficiency, particularly for shallow 5- to 15-foot investigations. Direct push technologies generate little or no soil cuttings and a small volume of decontamination water. The decontamination water will be contained in 55-gallon drum(s).

HLA proposes to use one Geoprobe rig to perform the drilling and sampling activities. A geologist will be assigned to the rig to ensure that the borings are properly logged (according to the Unified Soil Classification System [USCS]) and that all soil samples are collected, labeled, and shipped to the analytical laboratory designated by IESI. The sample collection and labeling procedures outlined in Section 3 of the SAP, including the use of stainless steel sleeves for discrete samples, will be strictly followed during the site investigation. HLA will provide a photoionization detector (PID) to monitor volatile organic compound (VOC) vapors from the soil samples using the headspace method.

It is anticipated that the surface remaining after the demolition of Building 4 is unpaved and, as such, can be easily penetrated by direct push technology. It is anticipated that HLA can complete the 9 borings at the Building 4 area in one field day unless unforeseen geologic or subsurface conditions prevent sample collection as required by the SAP. If these conditions prevent sample collection and require additional drilling and/or larger drilling equipment, additional costs associated with HLA field geologist(s) and a drilling contractor will be incurred.

It is our understanding that IESI is arranging and contracting all laboratory analytical services; therefore, we have not included laboratory analytical costs in our proposal. We will provide stainless steel tubes for sample containment and shipping coolers for transport to the laboratory. HLA will pack

[1] It is our understanding that 1 to 2 feet of fill was placed prior to construction of Building 4. The borings will be advanced 10 feet into native materials (i.e., to a depth estimated to be 11 to 12 feet below ground surface).

the samples at the end of the working day. We have assumed that transportation to the laboratory will be arranged by IESI and therefore have not included shipping costs in the proposal.

Task 3.0 Investigation-Derived Waste Management

As mentioned, an advantage of the proposed direct push sampling technology is that it generates little or no soil cuttings. The small volume of decontamination water and/or soil cuttings generated during the investigation will be contained in 55-gallon drums. This waste will require additional sampling to determine whether it is hazardous. If the waste is determined to be hazardous, the waste should be profiled and disposed. HLA has not included costs to perform the profiling in our proposal or costs for sampling, chemical analysis, disposal, or transportation of the waste.

Task 4.0 Land Surveying

HLA will contract Tait & Associates (Tait) to survey the sample locations. Our budget includes Tait's estimate and the cost for a geologist to stake and label the boring locations prior to Tait's survey.

Task 5.0 Document Preparation

Within 1 week after the completion of field activities, HLA will provide BRC and/or IESI the following:

- A report describing the site geology observed during the investigation
- A map illustrating the surveyed sampling locations
- Soil boring logs in gINT format
- All field notes and documentation

All deliverables will be provided in electronic form, where applicable, as described in the *Request for Proposals to Provide Site Investigation Services*.

PROJECT TEAM

HLA has assembled an experienced project team specifically to provide superior field and technical expertise in order to achieve BRC and IESI's technical goals while meeting the administrative, financial, and scheduling goals. Our project team integrates the core geologic expertise specifically relevant to this project. The key personnel have extensive experience working together and coordinating field efforts involving drilling activities such as are proposed for this project. The key personnel are as follows:

- **Project Manager**: Mark Clardy - Mr. Clardy will be the project manager for this project. He will coordinate all site work and preparation of all submittals. Mr. Clardy's 14 years of experience in performing and managing similar projects with stringent time requirements and interacting with a variety of regulatory agencies will add value to the project.

- **Geologist**: Bryan Hawes - Mr. Hawes, having spent the last 5 years leading numerous soil and groundwater data collection efforts, is one of our most experienced field geologists and will lead the field team. His communication skills, attention to detail and quality control issues, and sensitivity to scheduling and budgetary issues make him a valuable asset to the team.

- **Technical Advisors**: Ed Stewart and James Van de Water, R.G., C.HG. - Mr. Stewart and Mr. Van de Water are Associates who will work with Mr. Clardy on an as-needed basis to ensure that BRC and IESI's technical and administrative objectives are successfully met.

PROJECT SCHEDULE

We plan to begin the investigation on Monday, February 1, 1999. Sample collection will be accomplished using one Geoprobe rig over a period of one working day. It is anticipated that the work described in this proposal can be completed in 10 working days.

CLOSING

The firm, fixed price to complete the work at Building 4 is $7,842. Attachment A includes task-specific cost breakdowns to complete the proposed work.

HLA plans to begin the work after receiving written authorization to proceed. Please contact the undersigned if you have questions regarding our proposal. We look forward to providing BRC and IESI high-quality, responsive service on this important project.

Very truly yours,

HARDING LAWSON ASSOCIATES

Mark Clardy

Mark Clardy
Project Manager

James Van de Water

James Van de Water, R.G., C.HG.
Associate Hydrogeologist

Ed Stewart

Ed Stewart
Associate Geologist
Operations Manager

MC/JV/ES/dd
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Attachment: Site Investigation Cost

ATTACHMENT

Boeing Realty Corporation
Building 4, AOI 4, Parcel B
Site Investigation Cost

Task 1.0 Pre-Field Activities and Underground Utility Clearance

HLA Labor	$630
Subcontractor	$1,265
Equipment	$0
Total Task 1.0	**$1,895**

Task 2.0 Soil Borings, Sample Collection and Land Surveying

HLA Labor	$1,512
Subcontractors	$3,450
Equipment	$155
Total Task 2.0	**$5,117**

Task 3.0 Investigation-Derived Waste Management

Equipment	$100
Subtotal Task 3.0	**$100**

Task 4.0 Report Preparation

HLA Labor	$730
Subcontractor	$0
Equipment	$0
Total Task 4.0	**$730**
Project Total	***$7,842***

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