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Irrevocable Standby Letter of Credit	Credit Number : [redacted] Date of Issue : 7 July 2011
Beneficiary: REGIONAL ADMINISTATOR UNITED STATES ENVIRONMENTAL PROTECTION AGENCY REGION 9 75 HAWTHORNE STREET SAN FRANCISCO, CALIFORNIA 94105 ATTN: JERE JOHNSON	Date of Expiry: 5 July 2012 Place of Expiry: AT OUR COUNTERS
	Applicant: BP CORPORATION NORTH AMERICA INC. ON BEHALF OF ATLANTIC RICHFIELD COMPANY 501 WESTLAKE PARK BOULEVARD HOUSTON, TEXAS 77079
Partial drawing: Allowed	L/C Amount: USD 1,700,000.00 Exactly US DOLLAR ONE MILLION SEVEN HUNDRED THOUSAND AND 00/100

GENTLEMEN:

WE HEREBY ESTABLISH OUR IRREVOCABLE STANDBY LETTER OF CREDIT NO. [redacted] IN YOUR FAVOR, AT THE REQUEST AND FOR THE ACCOUNT OF THE APPLICANT, BP CORPORATION NORTH AMERICA INC., ON BEHALF OF ATLANTIC RICHFIELD COMPANY, IN THE AMOUNT OF EXACTLY
ONE MILLION SEVEN HUNDRED THOUSAND U.S. DOLLARS (USD 1,700,000.00) (THE -MAXIMUM AMOUNT-). WE HEREBY AUTHORIZE YOU, THE U.S. ENVIRONMENTAL PROTECTION AGENCY (THE -BENEFICIARY-), TO DRAW AT SIGHT ON US, OUR COUNTERS AN AGGREGATE AMOUNT EQUAL TO THE MAXIMUM AMOUNT UPON PRESENTATION OF:

(1) YOUR SIGHT DRAFT, BEARING REFERENCE TO THIS LETTER OF CREDIT NO. [redacted] (WHICH MAY, WITHOUT LIMITATION, BE PRESENTED IN THE FORM ATTACHED HERETO AS EXHIBIT A) AND (2) YOUR SIGNED STATEMENT READING AS FOLLOWS: I CERTIFY THAT THE AMOUNT OF THE DRAFT IS PAYABLE PURSUANT TO THAT CERTAIN UNILATERAL ADMINISTRATIVE ORDER FOR INITIAL RESPONSE ACTIVITIES ANACONDA/YERINGTON MINE SITE, YERINGTON, LYON COUNTY, NEVADA,'THE 'ORDER'- ISSUED BY THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY, REGION 9, ON MARCH 31, 2005, CERCLA DOCKET NO. 9-2005-0011, IN ACCORDANCE WITH THE AUTHORITY OF THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION, AND LIABILITY ACT ('CERCLA')." THE AMOUNT OF THIS LETTER OF CREDIT HAS BEEN DETERMINED IN
ACCORDANCE WITH PARAGRAPH 38 OF THE ORDER.

THIS LETTER OF CREDIT IS EFFECTIVE AS OF 06 JULY 2011 AND SHALL EXPIRE ON JULY 5, 2012, BUT SUCH EXPIRATION DATE SHALL BE AUTOMATICALLY EXTENDED FOR A PERIOD OF ONE YEAR ON JULY 5, 2012 AND ON EACH SUCCESSIVE EXPIRATION DATE, UNLESS, AT LEAST ONE HUNDRED TWENTY (120) DAYS BEFORE THE CURRENT EXPIRATION DATE, WE NOTIFY YOU, BP CORPORATION NORTH AMERICA INC. AND ATLANTIC RICHFIELD COMPANY BY CERTIFIED MAIL THAT WE HAVE
DECIDED NOT TO EXTEND THIS LETTER OF CREDIT BEYOND THE CURRENT EXPIRATION DATE. IN THE EVENT YOU ARE SO NOTIFIED, ANY UNUSED PORTION OF THE CREDIT SHALL IMMEDIATELY THEREUPON BE AVAILABLE TO YOU, WITHOUT FURTHER SHOWING NECESSARY, UPON PRESENTATION OF YOUR SIGHT DRAFT UNTIL THE LATER TO OCCUR OF THE EXPIRATION OF THIS LETTER OF CREDIT OR FOR A PERIOD OF 120 DAYS AFTER THE DATE OF RECEIPT BY ALL OF THE FOLLOWING PARTIES: YOU, BP CORPORATION NORTH AMERICA INC. AND ATLANTIC RICHFIELD COMPANY, OF SUCH NOTIFICATION, AS SHOWN ON SIGNED RETURN RECEIPTS.

Standard Chartered Bank
1095 Avenue of the Americas
New York, N.Y.10036

Tel (212) 667-0700

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The Principal Office of the Company is situated in England at 1 Aldermanbury Square London EC2V Reference Number ZC18

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MULTIPLE AND PARTIAL DRAWS ON THIS LETTER OF CREDIT ARE EXPRESSLY PERMITTED, UP TO AN AGGREGATE AMOUNT NOT TO EXCEED THE MAXIMUM AMOUNT. WHENEVER THIS LETTER OF CREDIT IS DRAWN ON, UNDER, AND IN COMPLIANCE WITH THE TERMS HEREOF, WE SHALL DULY HONOR SUCH DRAFT UPON PRESENTATION TO US, AND WE SHALL DEPOSIT THE AMOUNT OF THE DRAFT IN IMMEDIATELY AVAILABLE FUNDS DIRECTLY INTO SUCH ACCOUNT OR ACCOUNTS AS MAY BE SPECIFIED IN ACCORDANCE WITH YOUR INSTRUCTIONS.

ALL BANKING AND OTHER CHARGES UNDER THIS LETTER OF CREDIT ARE FOR THE ACCOUNT OF THE APPLICANT.

THIS LETTER OF CREDIT IS SUBJECT TO THE MOST RECENT EDITION OF THE UNIFORM CUSTOMS AND PRACTICE FOR DOCUMENTARY CREDITS, PUBLISHED AND COPYRIGHTED BY THE INTERNATIONAL CHAMBER OF COMMERCE.

PLEASE BE ADVISED THAT OUR TRADE PROCESSING CENTER IS NOW LOCATED AT THE FOLLOWING ADDRESS:

STANDARD CHARTERED BANK
2 GATEWAY CENTER
13TH FLOOR
NEWARK, NEW JERSEY 07102

CONSEQUENTLY ANY REFERENCE TO EXPIRATION OF THIS LETTER OF CREDIT AND PRESENTATION UNDER THIS LETTER OF CREDIT AT OUR COUNTERS WILL MEAN OUR COUNTERS AT THE ABOVE NEWARK ADDRESS. KINDLY SEND ALL CORRESPONDENCE AND DOCUMENTS UNDER THIS CREDIT TO OUR NEWARKADDRESS.

IN CASE OF NEED PLEASE BE GUIDED BY THE FOLLOWING:

FOR QUESTIONS RELATING TO ISSUANCE/AMENDMENT OF COMMERCIAL AND STANDBY LETTERS OF CREDIT, AS WELL AS CLARIFICATION OF LC TERMS AND CONDITIONS, PLEASE CALL BERNADETTE EDOUARD AT (201) 706-5310, DEBORAH CLARK AT (201) 706- 5306 OR YVONNE BOAKYE (201) 706-5302 OR GENE MESINA (201) 706-5325 OR BY FAX AT (973) 474-5929 OR (973) 474-5930 OR YOU MAY EMAIL US AT NY.SBLC_IMPISSUANCE@SC.COM.

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Authorized Signature

Authorized Signature

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EXHIBIT A- FORM OF SIGHT DRAFT

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY SIGHT DRAFT

TO: INSERT NAME OF ISSUING BANK-
INSERT ADDRESS OF ISSUING BANK-

RE: LETTER OF CREDIT NO. -INSERT-

DATE: -INSERT DATE THAT DRAW IS MADE-

TIME: -INSERT TIME OF DAY THAT DRAW IS MADE- THIS DRAFT IS DRAWN UNDER YOUR IRREVOCABLE LETTER OF CREDIT NO. -INSERT-. PAY TO THE ORDER OF THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY, IN IMMEDIATELY AVAILABLE FUNDS, THE AMOUNT OF
IN WORDS- U.S. DOLLARS (U.S.DOLLAR-.....-) OR, IF NO AMOUNT CERTAIN IS SPECIFIED, THE TOTAL BALANCE REMAINING AVAILABLE UNDER YOUR IRREVOCABLE LETTER OF CREDIT NO. -INSERT-.
PAY SUCH AMOUNT AS IS SPECIFIED IN THE IMMEDIATELY PRECEDING PARAGRAPH BY FEDWIRE ELECTRONIC FUNDS TRANSFER (-EFT-) TO THE ANACONDA/YERINGTON MINE SITE SPECIAL ACCOUNT WITHIN THE EPA HAZARDOUS SUBSTANCE SUPERFUND IN ACCORDANCE WITH CURRENT EFT PROCEDURES, REFERENCING CERCLA DOCKET NO. 9-2005-0011 AND EPA REGION AND SITE SPILL ID NUMBER ....., AS FOLLOWS:

INSERT SPECIFIC SPECIAL ACCOUNT WIRING INSTRUCTIONS AND INFORMATION-.

THIS SIGHT DRAFT HAS BEEN DULY EXECUTED BY THE UNDERSIGNED, AN AUTHORIZED REPRESENTATIVE OR AGENT OF THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY, WHOSE SIGNATURE HEREUPON CONSTITUTES AN ENDORSEMENT.

BY: ..... -SIGNATURE-
..... -NAME-
..... -TITLE-

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