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CERTIFIED TO BE A TRUE COPY

SEP 18 2003

G-I HOLDINGS INC., INTERNATIONAL SPECIALTY PRODUCTS INC. and BUILDING MATERIALS CORPORATION OF AMERICA d/b/a GAF MATERIALS CORPORATION, Plaintiffs, v. HARTFORD ACCIDENT & INDEMNITY COMPANY et al., Defendants.	SUPERIOR COURT OF NEW JERSEY LAW DIVISION: SOMERSET COUNTY DOCKET NO. L-980-97 Civil Action **CASE MANAGEMENT ORDER NO. 11**

THIS MATTER coming on for a Case Management Conference on August 29, 2003, before the Honorable Frank W. Gasiorowski, in the presence of all counsel of record; and good cause appearing;

IT IS on this 17th day of September, 2003,

ORDERED that the parties shall comply with the following case management provisions:

I. Prior Case Management Orders

Except as amended by this Order, all provisions of prior Case Management Orders entered in this action shall remain in full force and effect.

II. Costs Information

Within thirty (30) days, plaintiffs shall:

A. provide defendants with a breakdown of the total past costs as either "defense" or "indemnity" expenses for the seven (7) Phase I Sites; and

B. provide defendants with an estimated breakdown of total future costs as either "defense" or "indemnity" expenses for the seven (7) Phase I Sites;

C. PAST & PRESENT COSTS - REMOVE PAST FUNDS RECEIVED

III. Site/Corporate Information

Within thirty (30) days, plaintiffs shall:

A. identify which corporate entity bears responsibility for all sites in this action;

B. identify any sites that have undergone a material change in costs (either increased or decreased) and provide information regarding the material change; PLUS STATUS OF REMEDIATION AND CHANGE IN ALLEGED DAMAGES.

C. provide a status as to settlement of any of the "Top 41" Sites or any "material change" site identified in subparagraph III.B. of this Order;

C1. IDENTIFY RESPONSIBLE CORPORATE ENTITY FOR LIABILITY/REMEDIATION

D. provide defendants with an update on the G-I Holdings Inc. bankruptcy proceedings, including information relating to the bankruptcy's potential impact, if any, on the environmental claims which are the subject of this coverage action;

E. review their past interrogatory responses and, if necessary, supplement same with additional information regarding the responsible corporate entity for the seven (7) Phase I sites;

F. review their past interrogatory responses and, if necessary, supplement their answer to Interrogatory number 16 of Commercial Union Insurance Company's First Set of Interrogatories.

G. IDENTIFY ANY AGREEMENTS PLAINTIFFS AND/OR THIRD PARTIES MAY HAVE ENTERED REGARDING RESPONSIBILITY FOR CLAIMS HEREIN.

Within ten (10) days, plaintiffs shall:

G. provide defendants with notice of any new sites or claims for which they seek coverage.

H. PLAINTIFF to provide STATUS of BANKRUPTCY PROCEEDINGS of GI HOLDINGS AND IMPACT of BANKRUPTCY upon the CLAIMS HEREIN.

IV. Depositions

A. With respect to Linden fact depositions, defendants may seek to depose, in person or by telephone, any witness named in plaintiffs' interrogatory answers;

B. Within ten (10) days, plaintiffs shall advise defendants of the deposition status of Mr. Frank Inzerillo, Ms. Marsha Bilzin and Mr. George Carhart - WILL these people BE PRODUCED if NOT WHY!

CONTINUED DEPOSITION ASAP!

C. Defendants shall produce the deponents identified by plaintiffs in their March 7, 2003 letter;

D. In lieu of producing a deponent pursuant to this Section IV: (1) defendants may provide an affidavit stating the deponent lacks knowledge regarding the claims at

issue in this action; (2) plaintiffs may provide an affidavit stating the deponent possesses no information greater than that provided by prior deponents. If a party cannot obtain the affidavit described herein, then that party shall make a good faith effort to explain to the other parties the level of the deponent's knowledge; and

E. Nothing contained herein precludes any party from seeking costs arising from unwarranted or duplicative depositions.

V. Damages/Allocation/Settlement

Within thirty (30) days:

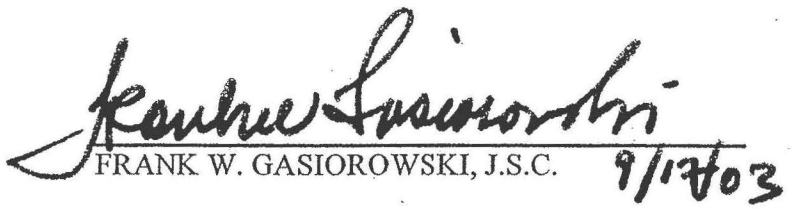
A. plaintiffs shall provide information confidentially to each defendant, on an individual basis, regarding the amount, if any, paid by that defendant toward defense or indemnity costs arising from any of the environmental sites at issue in this action; and

B. Defendants shall, on an individual basis, provide to plaintiffs information regarding the amounts, if any, paid toward defense or indemnity costs arising from any of the environmental sites at issue in this action.

VI. Mediation

A. Within fifteen (15) days, plaintiffs and defendants shall exchange names of proposed mediators and will simultaneously advise the Court either of an agreed upon mediator or of each side's proposed mediators.

IT IS FURTHER ORDERED that a copy of this Order be served on all counsel within seven (7) days of the date hereof.



Frank W. Gasiorowski

FRANK W. GASIOROWSKI, J.S.C. 9/17/03

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Defendants' proposed order 9/17/03 considered - changes incorporated herein -

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