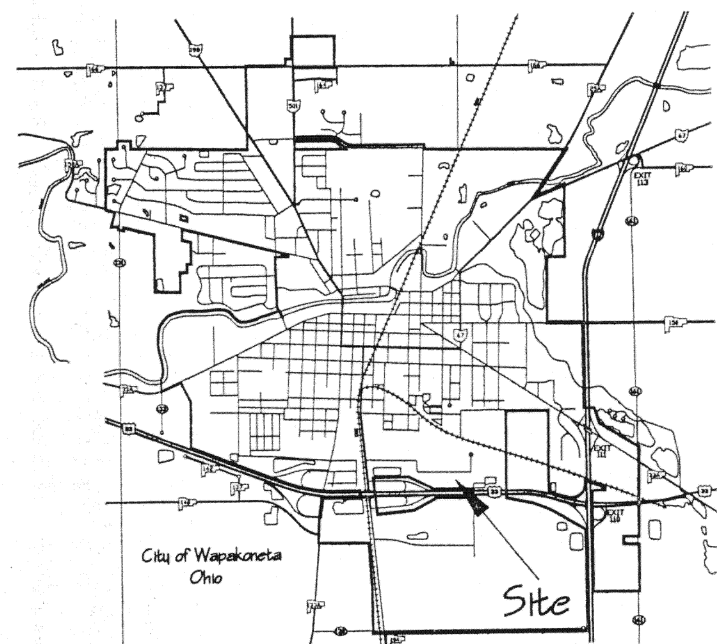
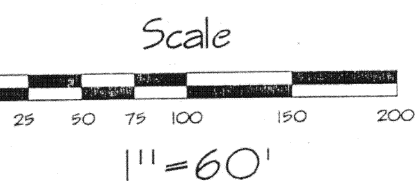


Location Plan



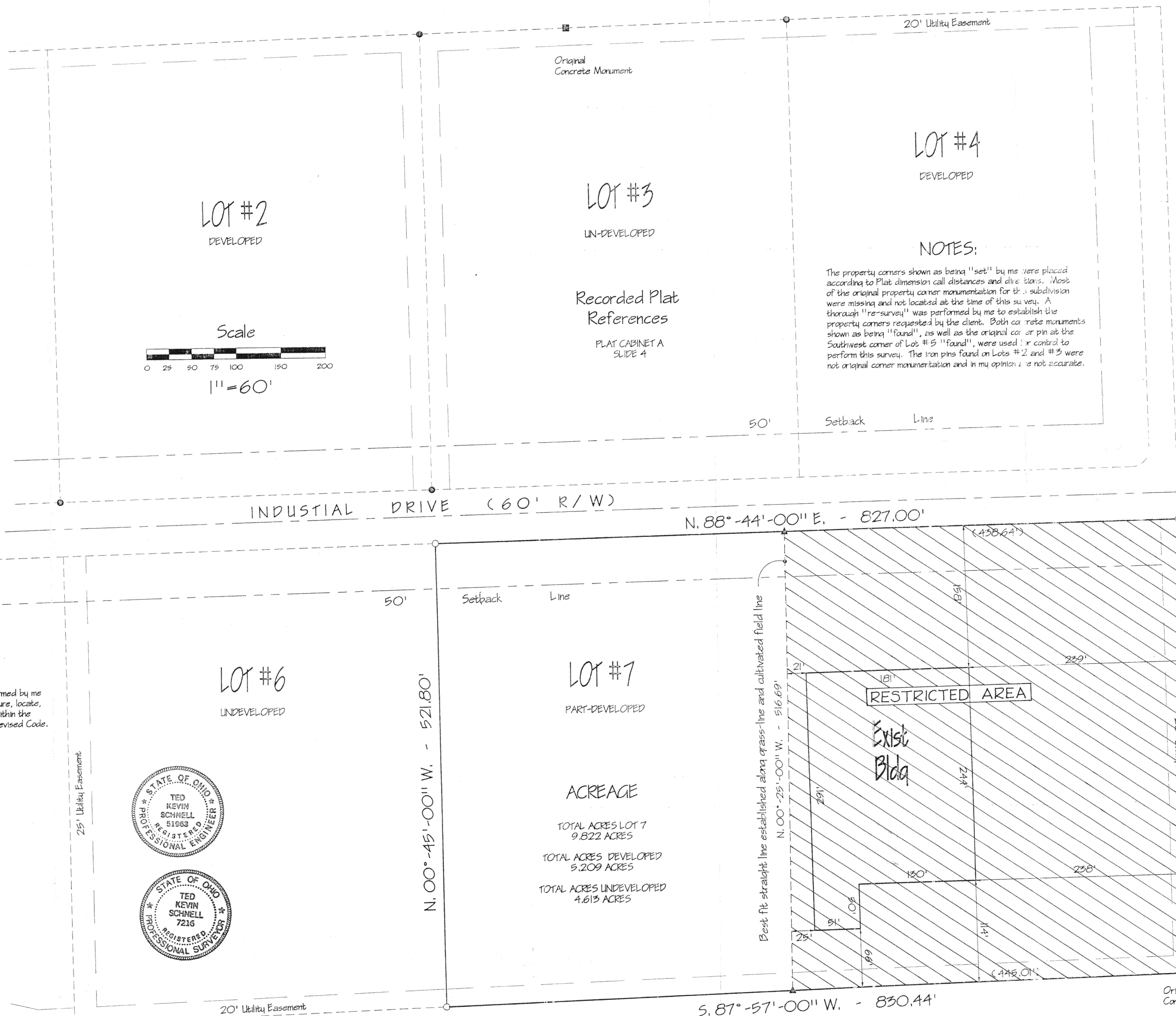
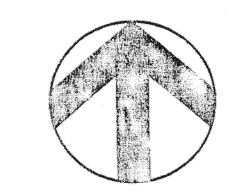
Legend

- Property Line (subject property)
- Subdivision Lot Line
- Centerline of Street
- Utility Easement Line
- Building Setback Line
- Concrete Monument (found)
- Iron Pin (set)
- Iron Pin (found)
- Wooden Hub (set)



# COPELAND CORPORATION BUILDING - SITE SURVEY

SURVEY OF LOT #7 OF THE WAPAKONETA INDUSTRIAL DEVELOPMENT SUBDIVISION No 1  
LOCATED IN THE CITY OF WAPAKONETA, COUNTY OF AUGLAIZE, STATE OF OHIO

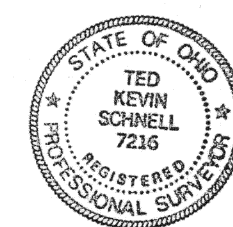


## Certification

I do hereby certify that the plat of survey as shown herein was performed by me on the 4th day of June, 1999, and that the procedures used to measure, locate, and or set property corner monumentation were done in accordance within the minimum standards as required under Section 4733-37 of the Ohio Revised Code.

*Ted K. Schnell*  
Ted K. Schnell  
Professional Engineer #51963  
Professional Surveyor #7216

6-5-99  
date



## ACREAGE

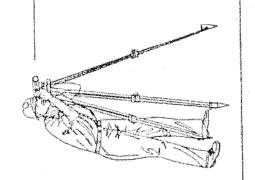
TOTAL ACRES LOT 7  
9.822 ACRES  
TOTAL ACRES DEVELOPED  
5.209 ACRES  
TOTAL ACRES UNDEVELOPED  
4.613 ACRES

## NOTES:

The property corners shown as being "set" by me were placed according to Plat dimension call distances and directions. Most of the original property corner monumentation for this subdivision were missing and not located at the time of this survey. A thorough "re-survey" was performed by me to establish the property corners requested by the client. Both concrete monuments shown as being "found", as well as the original corner pin at the Southwest corner of Lot #5 "found", were used for control to perform this survey. The iron pins found on Lots #2 and #3 were not original corner monumentation and in my opinion are not accurate.

## EXHIBIT B

# COPELAND CORP BLDG - SITE SURVEY



H & S Civil Engineers and Land Surveyors  
913 Fieldstone Court Wapakoneta, Ohio 45895  
Voice: (419) 738-4758 Fax: (419) 739-7631  
E-Mail: hscivil@bright.net

No. Revision/Issue Date		
Project Name SITE SURVEY COPELAND CORP BLDG LOT 7 WIDI REPLAT		
Project Location WAPAK INDUSTRIAL PARK WAPAKONETA, AUGLAIZE COUNTY STATE OF OHIO		
Project COPELAND-99	Sheet	
Date 6/05/99		
Scale 1"=60'		

Plat C-1-1991  
66055 RECEIVED 2/1/60  
JUL 12 PM 1 59  
AUG 12 PM 1 59  
AUG 12 PM 1 59  
AUG 12 PM 1 59

DECLARATION OF RESTRICTION

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This Declaration of Restriction (the "Declaration") is made by Copeland Corporation, a corporation having a mailing address at c/o Emerson Electric Co., 8000 W. Florissant, St. Louis Missouri 63136-8506 (the "Declarant") this 7th day of July, 1999.

**WHEREAS**, the Declarant is the owner of the real property located at 751 Industrial Drive, Wapakoneta, Auglaize County, Ohio further described in Exhibit "A" hereto (the "Property");

**WHEREAS**, in connection with the Property, the Declarant desires to obtain a No Further Action Letter and Covenant Not to Sue under Ohio Revised Code Chapter 3746;

**WHEREAS**, the terms of this Declaration are to be interpreted as defined in Ohio Revised Code Chapter 3746 and the regulations promulgated thereunder;

**WHEREAS**, Phase I and Phase II Property Assessments performed on the Property by a certified professional identified portions of the Property with concentrations of chemicals of concern in soil and groundwater greater than the applicable cleanup criteria under Ohio Revised Code Chapter 3746 and the regulations promulgated thereunder;

**WHEREAS**, soil remediation was performed on the property, and the concentrations of chemicals of concern in soil are less than applicable cleanup criteria for commercial and industrial properties under Ohio Revised Code Chapter 3746 and the regulations promulgated thereunder;

**WHEREAS**, groundwater removal was performed on the Property and the concentrations of chemicals of concern in groundwater are above the unrestricted potable use standards; however, groundwater modeling demonstrates that the chemicals of concern will not migrate to a lower aquifer or off the Property at concentrations above the unrestricted potable use standards under Ohio Revised Code Chapter 3746 and the regulations promulgated thereunder;

**WHEREAS**, the Declarant has agreed to restrict the use of portions of the Property as hereinafter provided

**NOW, THEREFORE**, the Declarant makes the following declarations:

1. Restrictive Covenant. Effective upon the issuance of a Covenant Not to Sue from the Ohio Environmental Protection Agency with respect to the Property in accordance with Ohio Revised Code Chapter 3746, and only for so long as such Covenant Not to Sue shall

remain in full force and effect, those portions of the Property identified as a "Restricted Area" on the site plan attached hereto as Exhibit "B" may be used only for commercial, industrial, light industrial, and heavy industrial uses and all uses incidental thereto, as such uses are defined in Ohio Administrative Code 3745-300-08. The groundwater from beneath the Property shall not be produced or utilized for any purpose or use, potable or otherwise, except for investigation or remediation. For purposes of the immediately preceding sentence, potable purpose or use shall mean those uses described in Ohio Administrative Code Section 3745-300-01(A)(33) (effective December 16, 1996). This restrictive covenant is declared in furtherance of Section 3746.10(C) of the Revised Code.

2. Restriction to Run with the Land. The restriction contained in this Declaration shall run with the land and shall be binding upon the Declarant and any party holding possession of any Restricted Area of the Property through the Declarant, and their respective heirs, successors and assigns. In event of a sale or transfer of any Restricted Area of the Property, such purchaser or transferee shall be subject to and bound by said restriction. The restriction shall apply only to any Restricted Area of the Property and shall not apply to any other portion of the Property. Notwithstanding any of the foregoing provisions, the restriction contained herein may be modified, amended or terminated with respect to any Restricted Area of the Property by an instrument duly executed by all of the then owners of such Restricted Area of the Property and the Ohio Environmental Protection Agency, provided that the Ohio Environmental Protection Agency has acknowledged that such modification, amendment or termination will not result in the revocation of the Covenant Not to Sue, and that the documentation evidencing such modification, amendment, or termination contains such acknowledgment and is recorded in the real estate records of Auglaize County, Ohio. This Declaration, together with the Covenant Not to Sue and the No Further Action Letter, shall be recorded in the real estate records of Auglaize County, Ohio, in accordance with the requirements of Ohio Revised Code Chapter 3746 and regulations promulgated thereunder.

3. Enforcement. Compliance with the restriction contained herein may be enforced by a legal or equitable action brought in a court of competent jurisdiction by one or more of the following parties: (i) any party then in possession of all or any portion of the Property, (ii) any then owner or owners of the Property, (iii) the Ohio Environmental Protection Agency, or (iv) any other party with an interest in the Property or which may incur liability as a

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result of any failure of compliance with the restriction. Any delay on the part of any of the foregoing parties to take any action to enforce compliance with the restriction contained herein shall not bar any subsequent enforcement with respect to the failure of compliance in question, nor shall any delay or failure on the part of any of the foregoing parties to take any action to enforce compliance with the restriction contained herein be deemed a waiver of the right of any such party to take any such action with respect to any future failure of compliance.

4. Miscellaneous. If any one or more provisions of this Declaration shall be found to be unenforceable in any respect, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby. This Declaration shall be governed by and interpreted in accordance with the laws of the State of Ohio, and specifically, Ohio Revised Code Chapter 3746 and the regulations promulgated thereunder. All headings used herein are for convenience and shall not be used to interpret or qualify the terms of the Declaration.

IN WITNESS WHEREOF, Harold J. Lamboley, Jr., the duly authorized Vice President of the Declarant has caused this Declaration to be executed on the date first above written.

WITNESSES:

H. Smith  
(signature)

Harley M. Smith  
(printed)

Stephen P. Frauen  
(signature)

STEPHEN P. FRAUEN  
(printed)

STATE OF Missouri

) ss:  
COUNTY OF St. Louis

COPELAND CORPORATION

By Harold J. Lamboley, Jr.

Its: Vice President

Printed: Harold J. Lamboley, Jr.

## EXHIBIT A

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Situate in the City of Wapakoneta, County of Auglaize, State of Ohio, described as follows:

Lot No. 6 in the Replat of Wapakoneta Industrial Development, Inc. Subdivision No. 1, the plat of which is recorded in Plat Book Cabinet A, Page 4, Auglaize County Plat Records, Ohio; together with all improvements and appurtenances thereunto belonging.

Being Lot No. 7 in the Replat of Wapakoneta Industrial Development, Inc., Subdivision No. 1, the plat of which is recorded in Plat Book Case A, Page A-4 of the Plat Records of Auglaize County, Ohio.

*For exhibit B refer  
to Cal C Slide 191.*

*Ann Billings*

ANN BILLINGS  
AUGLAIZE CO. RECORDER  
*Herman Allen*

JUL 12 PM 1 57

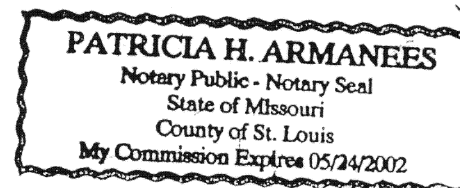
RECEIVED

06054

26.

Before me, a notary public in and for said county and state, personally appeared Harold J. Lamboley, Jr., the duly authorized Vice President of Copeland Corporation who acknowledged to me that he/she did sign the foregoing Declaration and that the same was his/her free and voluntary act and deed and the voluntary act and deed of such corporation.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official seal this 7<sup>th</sup> day of July, 1999.



*[Signature]*  
Notary Public

This instrument was prepared by, and following recording should be returned to:

Environmental Strategies Corporation  
11911 Freedom Drive, Suite 900  
Reston, VA 20190  
Attn: John A. Simon (Certified Professional No. 152)

Q:\word\emerson\wapakoh\declaration.doc