IN THE CIRCUIT COURT FOR THE FOURTEENTH JUDICIAL DISTRICT
WHITESIDE COUNTY, ILLINOIS
CHANCERY DIVISION

PEOPLE OF THE STATE OF ILLINOIS, *ex rel.* JAMES E. RYAN, Attorney General of the State of Illinois, and *ex rel.* GARY L. SPENCER, State's Attorney of Whiteside County,	)	
Plaintiff,	)	No. 99 CH 46
vs.	)	
BURLINGTON RIVER TERMINAL, INC., an Iowa Corporation and subsidiary of HYDRO AGRI NORTH AMERICA INC., a Florida corporation,	)	FILED CIRCUIT COURT WHITESIDE COUNTY DATE 5-14-01 CLERK Jane E Freeman
Defendants.	)	

CONSENT ORDER

Plaintiff, PEOPLE OF THE STATE OF ILLINOIS, *ex rel.* JAMES E. RYAN, Attorney General of the State of Illinois, and *ex rel.* GARY L. SPENCER, State's Attorney of Whiteside County, the Illinois Environmental Protection Agency ("Illinois EPA"), the Illinois Department of Natural Resources ("IDNR") and the Defendants, BURLINGTON RIVER TERMINAL, INC. ("BRTI") an Iowa Corporation, and HYDRO AGRI NORTH AMERICA INC. ("HANAI") a Florida Corporation, have agreed to the making of this Consent Order and submit it to this Court for approval. The parties agree that the statement of facts contained herein represents a fair summary of the evidence and testimony which would be introduced by the parties if a trial were held. The parties further stipulate that this statement of

facts is made and agreed upon for purposes of settlement only and that neither the fact that a party has entered into this Consent Order, nor any of the facts stipulated herein, shall be introduced into evidence in this or any other proceeding except to enforce the terms thereof by the parties to this Consent Order or as otherwise provided herein.

I.

JURISDICTION

This Court has jurisdiction of the subject matter herein and of the parties consenting hereto pursuant to the Illinois Environmental Protection Act ("Act"), 415 ILCS 5/1 *et seq.* (2000), the Comprehensive Environmental Response, Compensation and Liability Act ("CERCLA"), as amended, 42 U.S.C. Section 9607(f), the Clean Water Act ("CWA"), as amended, 33 U.S.C. Section 1321(f), the Oil Pollution Act ("OPA"), as amended, 33 U.S.C. Section 2706(a)-(g) and the National Oil and Hazardous Substances Pollution Contingency Plan ("NCP").

II.

AUTHORIZATION

The undersigned representatives for each party certify that they are fully authorized by the party whom they represent to enter into the terms and conditions of this Consent Order and to legally bind them to it.

III.

STATEMENT OF FACTS

A. Parties

1. The Attorney General of the State of Illinois, and the State's Attorney of Whiteside County, on their own motion and upon the request of the Illinois EPA, pursuant to the authority vested in them under Section 42 of the Act, 415 ILCS 5/42(1996), brought this action against BRTI and HANAI.

2. The Illinois EPA is an administrative agency of the State of Illinois, created pursuant to Section 4 of the Act, 415 ILCS 5/4 (2000).

3. The Illinois EPA and IDNR are the State Trustees of the natural resources of the State of Illinois (collectively the "Trustees"), and are given authority, under Section 107(f) of the CERCLA, as amended, 42 U.S.C. Section 9607(f), Section 311(f) of the CWA, as amended, 33 U.S.C. Section 1321(f), Section 1006 of the OPA, as amended, 33 U.S.C. Section 2706(a)-(g), as well as any other applicable federal and state law and authority including, but not limited to, the NCP, as amended, 40 CFR Part 300, and to the extent appropriate and elected for use by the Trustees, the Natural Resource Damage Assessment Regulations ("NRDAR"), as amended, 43 CFR Part 11 and 15 CFR Part 990, to calculate and assess natural resource damages against any person who causes injury to natural resources in the State of Illinois.

4. At all times relevant to the Complaint, BRTI is and was an Iowa corporation authorized to transact business in the State of Illinois. BRTI is a wholly owned subsidiary of HANAI.

5. At all times relevant to the complaint, BRTI operated a bulk terminal facility located on the Mississippi River at 110 11th Avenue, Fulton, Whiteside County, Illinois ("Site").

B. Site Description

1. At all times relevant to the Complaint, BRTI's operations included off-loading river barges containing 32% urea nitrate solution into their bulk storage tanks, through an approximately fifty-eight (58) foot long rubber hose, approximately eight (8) inches in diameter. The hose was connected to the bulk storage tanks by a steel pipe submerged approximately twenty (20) feet below the water surface.

2. On or about Thursday, April 29, 1999, and Friday, April 30, 1999, Defendants discharged an estimated 1,685 tons or 306,363 gallons of 32% urea ammonium nitrate solution to the Mississippi River while off-loading a barge at Defendants' site.

C. Alleged Violations

Plaintiff alleges that the Defendants have violated the following provisions of the Act and the Illinois Pollution Control Board ("Board") Waste Disposal regulations:

> Count I: Causing a Substantial Danger to the Environment; Section 43(a) of the Act, 415 ILCS 5/43(a)(1996);
>
> Count II: Causing or tending to cause water pollution; Section 12(a)of the Act, 415 ILCS 5/12(a)(1996); and
>
> Count III: Discharging contaminants into waters of the state without an NPDES permit; Section 12(f) of the Act,415 ILCS 5/12(f) and Section 720.110 of Board Waste Disposal regulations, 35 Ill. Adm. Code 720.110;

D. Compliance Activities to Date

Defendants have performed the following compliance activities to date:

1. On May 14, 1999 when the Interim Order was entered, BRTI began removing the existing hose. In September 1999 new single strand hoses were installed. Redundant computer, analog and manual telemetry and leak alarms were installed. Upon approval by the Illinois EPA and the Illinois Attorney General's office, the interim system was placed into service for the Fall 1999 unloading season. Barges were unloaded on October 29, 1999 and November 26 and 29, 1999 using this system.

2. While the interim system was in service, BRTI developed the permanent unloading system for the facility. The design plans for the permanent system were approved by the Illinois EPA and the Illinois Attorney General's office in January 2000. The permanent system eliminated all underwater piping. The new aboveground system includes steel delivery piping and state of the art redundant electronic and analog monitoring. Barges have been unloaded at the facility on April 21, 2000, May 4, 2000, July 23, 2000, August 28, 2000, September 25, 2000 and November 22-24, 2000 using the system. Illinois EPA representatives were present for the initial testing and barge unloading. The permanent system has operated as designed and the interim system has been removed.

IV.

APPLICABILITY

This Consent Order shall apply to and be binding upon the Plaintiff, Illinois EPA, IDNR and the Defendants, and any officer, director, agent, employee or servant of the Defendants, as well as any successors or assigns of the Defendants. The Defendants shall not raise as a defense to any enforcement action or other cause taken pursuant to this Consent Order the failure of any of its officers, directors, agents, servants or employees to take such action as shall be required to comply with the provisions of this Consent Order.

V.

COMPLIANCE WITH OTHER LAWS AND REGULATIONS

This Consent Order in no way affects the responsibilities of the Defendants to comply with any other federal, state or local laws or regulations, including but not limited to the Act, 415 ILCS 5/1 *et seq.* (2000), and the regulations of the Board and Illinois EPA, 35 Ill. Adm. Code, Subtitles A through H.

VI.

VENUE

The parties agree that the venue of any action commenced in the circuit court for the purposes of interpretation and enforcement of the terms and conditions of this Consent Order shall be in Whiteside County, Illinois.

VII.

SEVERABILITY

It is the intent of the parties hereto that the provisions of this Consent Order shall be severable, and should any provision be declared by a court of competent jurisdiction to be inconsistent with state and federal law, and therefore unenforceable, the remaining clauses shall remain in full force and effect. In the event that any provision of this Consent Order and plans implemented herein shall be declared inconsistent with provisions of the Act, 415 ILCS 5/1 *et seq.* (2000), the provisions of the Act shall be controlling.

VIII.

JUDGMENT ORDER

This Court, having jurisdiction over the parties and subject matter, the parties having appeared, due notice having been given, the Court having considered the stipulated facts and being advised in the premises, the Court finds the following relief appropriate:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

A. Penalty, Supplemental Environmental Projects, Costs and Natural Resource Damages Mussel Survey

1. The Defendants shall pay a civil penalty of Fifty Thousand Dollars ($50,000.00). The Defendants shall pay the penalty within 30 days of the entry of this Consent Order as set forth in Section VIII.A.5 below.

2. The Defendants agree to fund two (2) supplemental

environmental projects ("SEPs") as follows:

a. Illinois EPA Environmental Education Project for Whiteside County

Defendants shall provide Twenty Thousand Dollars ($20,000.00) within 30 days of the entry of this Consent Order as set forth in Section VIII.A.5 below, to be used to fund this environmental education project. This project shall provide supplemental classroom materials for K-12 teachers which focus on the environmental impacts of nonpoint source pollution including, but not limited to, chemical spills and releases to the environment and how such pollution can be avoided, including, but not limited to, pollution prevention techniques. The materials developed shall be of a general nature so that they may be used in other parts of the state where similar incidents occur.

The Illinois EPA shall invite the Whiteside County Regional Office of Education to participate in the project and hire a contractor to develop the materials, correlate them with the Illinois Learning Standards and prepare an implementation plan for Whiteside County, including teacher training. The Illinois EPA shall provide technical assistance in developing the materials, be present at the teacher training and conduct a follow-up evaluation the determine the success of the project.

b. Illinois Conservation Foundation Environmental and Nature Training Institute for Conservation Education ("ENTICE")

Defendants shall provide Twenty Thousand Dollars ($20,000.00) within 30 days of the entry of this Consent Order as

set forth in Section VIII.A.5 below, to be used to fund this environmental education project. The ENTICE program provides funding to teachers for use in fulfilling their teacher certificate renewal requirement. The main goal of ENTICE is to assist teachers in incorporating long-term, standards-based, natural resource education in Illinois classrooms. The ENTICE program will work to enhance existing educational environmental resources, create and integrate other environmental education agencies, school teachers and administrators and community groups.

3. The Defendants shall pay the Illinois EPA's response and oversight costs incurred in the amount of $5,959.90 and the IDNR's assessment and response costs in the amount of $7,531.06. The Defendants shall pay these costs within 30 days of the entry of this Consent Order as set forth in Section VIII.A.5 below.

4. The Defendants shall pay $20,000.00 to fund a follow-up qualitative/quantitative mussel survey in the area of the Mississippi river where Defendants' release occurred. The Defendants shall fund this survey within 30 days of the entry of this Consent Order as set forth in Section VIII.A.5 below. The purpose of the mussel survey is to determine a baseline for the health and population of mussels in that area. The IDNR will contract with a consultant specializing in native mussel conservation, for performance of the survey.

5. a. Payment of the penalty, required by Section

VIII.A.1. above, shall be made by certified check or money order, made payable to the Illinois EPA for deposit into the Environmental Protection Trust Fund and shall be sent by first class mail and delivered to:

Illinois Environmental Protection Agency
Fiscal Services
1021 North Grand Avenue East
P.O. Box 19276
Springfield, IL 62794-9276

b. Payment for the Illinois EPA Environment Education Project required by Section VIII.A.2.a. above, shall be made by certified check or money order, made payable to the Illinois EPA for deposit into the Special State Projects Trust Fund and shall be sent by first class mail and delivered to:

Illinois Environmental Protection Agency
Fiscal Services
1021 North Grand Avenue East
P.O. Box 19276
Springfield, IL 62794-9276

c. Payment for the Illinois Conservation Foundation ENTICE program required by Section VIII.A.2.b. above, shall be made by certified check or money order, made payable to the Illinois Conservation Foundation with ENTICE indicated in the memo section of the check or money order and shall be sent by first class mail and delivered to:

Illinois Conservation Foundation
Attn: John Schmidt
100 West Randolph Suite 4-300
Chicago, IL 60901

d. Payment for the Illinois EPA response and oversight costs required by Section VIII.A.3. above, shall be

made by certified check or money order, made payable to the Illinois EPA for deposit into the Hazardous Waste Fund and shall be sent by first class mail and delivered to:

Illinois Environmental Protection Agency
Fiscal Services
1021 North Grand Avenue East
P.O. Box 19276
Springfield, IL 62794-9276

e. Payment for the IDNR assessment and response costs required by Section VIII.A.3. above, shall be made by certified check or money order, made payable to the Natural Resources Restoration Trust Fund (Illinois Department of Natural Resources No. 100042290) and shall be sent by first class mail and delivered to:

Illinois Department of Natural Resources
Office of Fiscal Management
Attn: John Bandy, Director
535 South Second Street
Lincoln Tower Plaza
Springfield, IL 62701

A copy of the certified check or money order shall be sent to:

Stephen Davis
Illinois Department of Natural Resources
928 South Spring Street
Springfield, Illinois 62704

f. Payment for funding of the natural resource damages mussel study required by Section VIII.A.4. above, shall be made by certified check or money order, made payable to the Natural Resources Restoration Trust Fund (Illinois Department of Natural Resources No. 100042290) and shall be sent by first class mail and delivered to:

Illinois Department of Natural Resources
Office of Fiscal Management
Attn: John Bandy, Director
535 South Second Street
Lincoln Tower Plaza
Springfield, IL 62701

A copy of the certified check or money order shall be sent to:

Stephen Davis
Illinois Department of Natural Resources
928 South Spring Street
Springfield, Illinois 62704

g. The name, case number, and the Defendants' Federal Employer Identification Number ("FEIN"), shall appear on the face of all certified checks or money orders. A copy of each certified check or money order and the transmittal letter shall be sent to:

Kelly A. O'Connor
Assistant Attorney General
Environmental Bureau
100 West Randolph Street, 11th Floor
Chicago, IL 60601

h. For purposes of payment and collection, Defendants may be reached at the following address:

Mr. Scott A. Young
Polsinelli, White Vardeman & Shalton
700 West 47th Street, Suite 1000
Kansas City, Missouri 64112

B. <u>Interest on Penalties</u>

1. Pursuant to Section 42(g) of the Act, 415 ILCS 5/42(g) (2000), interest shall accrue on any penalty or other amount owed by the Defendants not paid within the time prescribed herein, at the maximum rate allowable under Section 1003(a) of the Illinois

Income Tax Act, 35 ILCS 5/1003(a)(2000).

a. Interest on unpaid penalties and other payments shall begin to accrue from the date the penalty or payment is due and continue to accrue to the date payment is received.

b. Where partial payment is made on any payment amount that is due, such partial payment shall be first applied proportionally to any interest on unpaid amounts then owing.

c. All interest on payments owed the Plaintiff shall be paid by certified check payable to the Illinois Environmental Protection Agency, the Illinois Conservation Foundation and the Natural Resources Restoration Trust Fund (IDNR) for deposit proportionally in each fund owed at the above-indicated addresses. The name and number of the case and the Defendants' FEIN shall appear on the face of the check. A copy of the check and the transmittal letter shall be sent to:

Kelly A. O'Connor
Assistant Attorney General
Environmental Bureau
188 West Randolph Street, 20th Floor
Chicago, IL 60601

C. <u>Future Compliance</u>

As set forth in Section III.D of this Consent Order, Defendants are in compliance with the Act and Board regulations for the violations alleged in Counts I, II and III of the complaint filed in this matter. Defendants shall maintain their

barge unloading system on an ongoing basis so as to prevent future releases in violation of the Act and Board regulations.

D. Future Use

This Consent Order may be used against the Defendants in any subsequent enforcement action as evidence of a past adjudication of violation of the Act and the regulations promulgated thereunder, for purposes of Sections 39(i) and 42(h) of the Act, 415 ILCS 5/39(i) and 5/42(h)(2000).

E. Force Majeure

1. For the purposes of this Consent Order, "force majeure" is an event arising beyond the reasonable control of the Defendants which prevents the timely performance of any of the requirements of this Consent Order.

2. When, in the opinion of the Defendants, circumstances have occurred which cause or may cause a delay in the performance of any of the requirements of this Consent Order, the Defendants shall notify the Attorney General, the State's Attorney, the Illinois EPA and IDNR in writing as soon as practicable, but oral notice shall be given to the Attorney General, State's Attorney, the Illinois EPA and IDNR within 48 hours of the occurrence and written notice shall be given to the Attorney General, State's Attorney, the Illinois EPA and IDNR no later than ten (10) calendar days after the claimed occurrence. Failure to so notify the Attorney General, State's Attorney, the Illinois EPA and IDNR shall constitute a waiver of any defense under this section

arising from said circumstances. The Defendants shall provide a detailed written description of the precise cause or causes of the claimed occurrence which resulted or will result in the delay, the nature of the delay and its expected duration, the measures taken or to be taken to prevent or mitigate the delay, and the timetable under which such measures will be taken. The Defendants shall adopt all reasonable measures to avoid or minimize such delay.

3. If the parties agree that the delay has been or will be caused by circumstances beyond the control of the Defendants, the time for performance hereunder shall be extended for a period equal to the length of the delay as determined by the parties.

4. In the event that the parties cannot agree that a force majeure event has occurred or the extent thereof, the dispute shall be resolved in accordance with Section VIII.F of this Consent Order. However, the Defendants invoking the Dispute Resolution provisions of Section VIII.F herein is not in and of itself a force majeure event. The Defendants have the burden of proving a force majeure by a preponderance of the evidence as a defense to compliance with the Consent Order.

F. <u>Dispute Resolution</u>

1. Except for disputes regarding an imminent and substantial endangerment to the public health or welfare or the environment, the parties agree that any dispute which arises with respect to the meaning, application, interpretation, amendment or

modification of this Consent Order, or with respect to any party's compliance herewith, shall in the first instance be the subject of informal negotiations. If the Plaintiff and the Defendants cannot resolve the dispute, the dispute shall be presented to the Court for appropriate resolution upon written notice by any party. Unless the Plaintiff is seeking an amendment, modification, clarification, interpretation or enforcement of this Consent Order, the Defendants shall file the documents necessary to notify the Court of the dispute, and thereafter the Court shall order the parties to file such pleadings as the Court deems necessary and proper. If amendment, modification, clarification, interpretation or enforcement of this Consent Order is sought by the Plaintiff, the Plaintiff shall have the responsibility for filing the necessary papers. The Illinois rules of civil procedure shall govern all filings hereunder.

2. In any dispute resolution proceeding, the Defendants shall have the burden of showing, by a preponderance of the evidence, that the position of the Plaintiff is unreasonable.

3. The invocation of dispute resolution, in and of itself, shall not excuse compliance with any requirement, obligation or deadline contained herein, and stipulated penalties may be assessed for failure or noncompliance during the period of dispute resolution.

G. <u>Correspondence, Reports and Other Documents</u>

Any and all correspondence, reports and any other documents required under this Consent Order shall be submitted to the Plaintiff as follows:

Kelly A. O'Connor
Assistant Attorney General
Environmental Bureau
188 West Randolph Street, 20th Floor
Chicago, IL 60601

Joseph Dunn
Assistant State's Attorney
Whiteside County State's Attorney
Courthouse
200 East Knox Street
Morrison, Illinois 61270

John Waligore
Illinois Environmental Protection Agency
Division of Legal Counsel
1021 North Grand Avenue East
P.O. Box 19276
Springfield, IL 62794-9276

Charles Gunnarson
Illinois Environmental Protection Agency
Division of Legal Counsel
1021 North Grand Avenue East
P.O. Box 19276
Springfield, IL 62794-9276

Stanley Yonkauski
Illinois Department of Natural Resources
Legal Counsel
524 South Second 4th Floor, Rm. 400
Springfield, IL 62794

Correspondence to the Defendants shall be submitted as follows:

Scott A. Young
Polsinelli, White Vardeman & Shalton
700 West 47th Street, Suite 1000
Kansas City, Missouri 64112

H. <u>Right of Entry</u>

In addition to any other authority, the Illinois EPA, its

employees and representatives, IDNR, its employees and representatives, the Attorney General, his agents and representatives and the State's Attorney, his agents and representatives, shall have the right of entry into and upon the Defendants' facility which is the subject of this Consent Order, at all reasonable times for the purposes of carrying out inspections. In conducting such inspections, the Illinois EPA, its employees and representatives, IDNR, its employees and representatives, the Attorney General, his employees and representatives and the State's Attorney, his agents and representatives, may take photographs, samples, and collect information, as they deem necessary.

I. Cease and Desist

Defendants shall cease and desist from future violations of the Act and Board regulations, for those Sections of the Act and Board regulations that were the subject matter of the Complaint as outlined in Section III.C of this Consent Order.

J. Release from Liability

In consideration of the Defendants' payment of the penalty, Illinois EPA and IDNR's costs, funding of the SEPs and the mussel survey and its undertakings hereunder, the Plaintiff releases, waives and discharges the Defendants from any further liability or penalties for violations of the Act and regulations which were the subject matter of the Complaint herein, upon the completion of all activities required hereunder and the payment of all

monies owed. Except as specifically stated herein, Plaintiff releases Defendants for claims of natural resource damages caused by the April 29 and 30, 1999 release of 32% urea ammonium nitrate solution. However, nothing in this Consent Order shall be construed as a waiver by the Plaintiff of the right to redress future violations or obtain penalties with respect thereto. Moreover, the Plaintiff, on behalf of the natural resource trustees, reserves the right to institute proceedings against the Defendants in this action or in a new action seeking recovery of natural resource damages, based on 1) conditions with respect to the site, unknown to the Plaintiff on the date of entry of this Consent Order, that result in releases of substances that contribute to injury to, destruction of, or loss of natural resources, or 2) information received after the date of entry of the Consent Order which, together with other relevant information, indicates that there is injury to, destruction of, or loss of natural resources, of a type that was unknown, or of a magnitude greater than was known to the Plaintiff at the date of entry of this Consent Order. To date, Plaintiff has not determined any natural resource damages arising from the release at issue herein.

K. Retention of Jurisdiction

This Court shall retain jurisdiction of this matter for the purposes of interpreting and enforcing the terms and conditions of this Consent Order.

L. Enforcement of Consent Order

Upon the entry of this Consent Order, any party hereto, upon motion, may reinstate these proceedings solely for the purpose of enforcing the terms and conditions of this Consent Order. This Consent Order is a binding and enforceable order of the Court and may be enforced as such through any and all available means.

WHEREFORE, the parties, by their representatives, enter into this Consent Order and submit it to the court that it may be approved and entered.

AGREED:
FOR THE PLAINTIFF

PEOPLE OF THE STATE OF ILLINOIS,
ex rel. JAMES E. RYAN,
Attorney General of the
State of Illinois

MATTHEW J. DUNN, Chief
Environmental Enforcement/
Asbestos Litigation Division

BY: _____
ROSEMARIE CAZEAU, Chief
Environmental Bureau
Assistant Attorney General

DATE: _____

ex rel. GARY L. SPENCER
State's Attorney
Whiteside County, Illinois

BY: _____

DATE: _____

ILLINOIS DEPARTMENT OF
NATURAL RESOURCES

BY: Brent Manning
BRENT MANNING,
Natural Resource Trustee

DATE: 04/06/01

ILLINOIS ENVIRONMENTAL
PROTECTION AGENCY

BY: _____
JOSEPH E. SVOBODA
Chief Legal Counsel

DATE: _____

BY: _____
THOMAS SKINNER,
Natural Resource Trustee

DATE: _____

FOR THE DEFENDANTS:

BURLINGTON RIVER TERMINAL, INC. and
HYDRO AGRI NORTH AMERICA INC.

BY: _____

DATE: _____

ENTERED: _____
JUDGE

DATE: May 14, 2001

WHEREFORE, the parties, by their representatives, enter into this Consent Order and submit it to the court that it may be approved and entered.

AGREED:
FOR THE PLAINTIFF

PEOPLE OF THE STATE OF ILLINOIS,
ex rel. JAMES E. RYAN,
Attorney General of the
State of Illinois

MATTHEW J. DUNN, Chief
Environmental Enforcement/
Asbestos Litigation Division

BY: _____
ROSEMARIE CAZEAU, Chief
Environmental Bureau
Assistant Attorney General

DATE: 4/30/01

ex rel. GARY L. SPENCER
State's Attorney
Whiteside County, Illinois

BY: _____ ASA

DATE: 5/14/01

ILLINOIS DEPARTMENT OF
NATURAL RESOURCES

BY: _____
BRENT MANNING,
Natural Resource Trustee

DATE: _____

ILLINOIS ENVIRONMENTAL
PROTECTION AGENCY

BY: _____
JOSEPH E. SVOBODA
Chief Legal Counsel

DATE: 4-20-01

BY: _____
THOMAS SKINNER,
Natural Resource Trustee

DATE: 4.17.01

FOR THE DEFENDANTS:

BURLINGTON RIVER TERMINAL, INC. and
HYDRO AGRI NORTH AMERICA INC.

BY: _____

DATE: 3/26/01

ENTERED: _____
JUDGE

DATE: May 14, 2001