STATE OF WASHINGTON
DANGEROUS WASTE MANAGEMENT PERMIT
FOR CORRECTIVE ACTION

Department of Ecology
Northwest Regional Office
3190 160th Ave. SE
Bellevue, WA 98008-5452

Issued in accordance with the applicable provisions of the Hazardous Waste Management Act of 1976 in Chapter 70.105 Revised Code of Washington (RCW), and the Dangerous Waste Regulations promulgated thereunder in Chapter 173-303 Washington Administrative Code (WAC).

ISSUED TO:

The Boeing Company
P.O. Box 3707, MS 7A-XE
Seattle, WA 98124-2207

And

AMB Property Corporation
Pier 1, Bay 1
San Francisco, CA 94501

FOR:

The Boeing Commercial Airplanes Group,
Fabrication Division - Auburn Plant
700 15th Street S.W.
Auburn, Washington 98002

This Permit is effective as of the effective date of First Amended Agreed Order No.01HWTRNR-3345 (Boeing/AMB Agreed Order), and shall remain in effect until ten years thereafter unless revoked and reissued, modified, or terminated under WAC 173-303-830(3) and (5) or continued in accordance with WAC 173-303-806(7). Upon becoming effective, this Permit replaces Original Permit No. 87-1, jointly issued by the Department of Ecology and the United States Environmental Protection Agency (EPA) in

August 1987, under which The Boeing Company has been continuing to operate pursuant to WAC 173-303-806(7).

ISSUED BY: WASHINGTON STATE DEPARTMENT OF ECOLOGY

4-7-06

Julie Sellick, Section Manager
Department of Ecology
Hazardous Waste & Toxics Reduction Program
Northwest Regional Office

INTRODUCTION

PERMITTEE: The Boeing Company and AMB Property Corporation, Inc.

I.D. Number: WAD 041337130

Pursuant to Chapter 70.105 RCW, the Hazardous Waste Management Act of 1976, as amended, and regulations codified in Chapter 173-303 WAC, the Dangerous Waste Regulations, a permit is issued to The Boeing Company and AMB Property Corporation to conduct the remedial action work set forth in the Boeing/AMB Agreed Order at the Site, as that term is defined in the Boeing/ AMB Agreed Order (Order). The Boeing Company and AMB Property Corporation must comply with all conditions of this Permit. AMB initially became a permittee as a result of its purchase of the Area 1 Property on December 16, 2005.

Pursuant to RCW 70.105D.030(1)(d) of the Model Toxics Control Act (MTCA), the Washington State Department of Ecology (Ecology) is designated by the Washington State Legislature to carry out all State programs authorized by EPA pursuant to the federal Resource Conservation and Recovery Act (RCRA), 42 U.S.C. Sec. 6901 et. seq., as amended. Ecology has authority to issue this Permit in accordance with RCW 70.105.130 and is responsible for enforcement of all conditions of this Permit. Anyone may appeal these permit conditions or decisions by Ecology to the Pollution Control Hearings Board in accordance with WAC 173-303-845.

PART I - GENERAL CONDITIONS

I.1 The Boeing Company and AMB Property Corporation shall comply with all requirements of WAC 173-303-810, which are hereby incorporated by reference into this Permit.

I.2. Modifications to the Order shall not require a permit modification, except when required by WAC 173-303-830, Appendix I(N)(5) to incorporate a substantial change requiring public comment under WAC 173-340-600. The Order is not appealable to the Pollution Control Hearings Board. The Order may be reviewed only as provided under MTCA RCW 70.105D.060.

I.3. Compliance with the terms of this Permit does not constitute a defense to any order issued or any action brought under any other state or federal laws governing protection of public health or the environment not related to this Permit. However, compliance with the terms of this Permit does constitute a defense to any action alleging failure to comply with the applicable standards upon which this Permit is based.

I.4. Pursuant to WAC 173-303-806(6), the Boeing Company and AMB Property Corporation shall submit a new application for a final permit 180 days prior to the expiration date of this permit, unless Ecology grants a later date provided that such date is not later than the expiration date of the Permit. This Permit and all its conditions will remain in effect beyond the Permit's expiration date until Ecology has made a final permit determination if: (1) The Boeing Company and AMB Property Corporation have submitted a timely application for a final status permit; (2) Ecology determines that the final permit application is complete as set forth in WAC 173-303-840(1)(b); and (3) Ecology has not made a final permit determination as set forth in WAC 173-303-840.

I. 5. If The Boeing Company and/or AMB Property Corporation fails to comply with the terms and conditions of the expiring or expired permit, then Ecology may take action consistent with WAC 173-303-806(7)(b). If The Boeing Company and/or AMB Property Corporation fails to submit a timely, complete application as required herein, then those permit conditions necessary to protect human health and the environment will remain in effect beyond the Permit's expiration date in accordance with WAC 173-303-815(2)(b)(ii), until Ecology terminates the conditions.

PART II – CORRECTIVE ACTION

II. 1. Ecology is requiring that the Boeing Company and AMB Property Corporation fulfill corrective action responsibilities for the Site, using MTCA, (Chapter RCW 70.105D RCW), as amended, and its implementing regulations (Chapter 173-340 WAC), as provided by WAC 173-303-64630. *See* Section III.1, *infra.* The actions taken will meet or exceed all substantive corrective action requirements of RCRA, the state Hazardous Waste Management Act, and the Dangerous Waste Regulations.

II. 2. The Boeing Company and AMB Property Corporation's corrective action obligations with respect to the Site under the Order, are enforceable conditions of this Permit under the authority of Chapter 70.105 RCW, and its implementing regulations, Chapter 173-303 WAC.

PART III - CORRECTIVE ACTION CONDITIONS

III.1. The Order is issued pursuant to MTCA, Chapter 70.105D RCW, as amended, its implementing regulations, Chapter 173-340 WAC, and the Dangerous Waste Regulations, WAC 173-303-64610 through 173-303-646306. The Order and its attachments are incorporated by reference as fully enforceable under this Permit.

III.2. When Ecology selects final cleanup remedies for the Site, this Permit will be modified as needed to include the Ecology selected remedies.