



MARYLAND DEPARTMENT OF THE ENVIRONMENT

Solid Waste Program, Suite 605

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Martin O'Malley
Governor

Robert M. Summers, Ph.D.
Secretary

Anthony G. Brown
Lieutenant Governor

December 5, 2013

CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Mr. Jonathan S. Flesher, Senior Development Director
Beatty Development Group, LLC
1300 Thames Street, Suite 10
Baltimore, MD 21231

Dear Mr. Flesher:

The Maryland Department of the Environment (MDE) has reviewed the supplemental revised submissions entitled "Area 1, Phase 1 Detailed Development Plan" and associated documents (the "DDP"), which provides a project description and the applicable plans for the Exelon Tower, Trading Floor/Garage and Central Plaza Garage project ("Exelon project") dated November 2013, as received on December 3, 2013. Based on this review, the DDP is approved in accordance with Section IV.19 of the 2003 Covenant Not to Sue governing the redevelopment of the subject site.

This approval of the DDP is based on the following documents on which the Department relied:

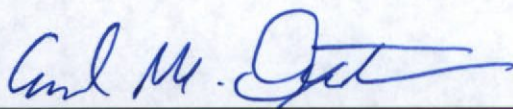
1. The plan narrative entitled *Area 1, Phase 1 Detailed Development Plan, Baltimore Works Site, Baltimore, MD*, revised December 2013, consisting of 256 pages as amended and resubmitted on December 3, 2013, and including four appendices identified as *Appendix A, Table A; Appendix B, Project Control Documents; Appendix C, Drawing Index, and Appendix D, Construction Schedule*.
2. The "Project Control Documents" included in Appendix B of the narrative entitled "*Area 1, Phase 1, Head Maintenance System and Transfer Station Construction Contingency Plan*"; "*Area 1 Phase 1 Health and Safety Plan*"; "*Area 1, Phase 1 Material Handling and Management Plan*"; "*Area 1, Phase 1 Spill Prevention and Response Plan*"; and "*Area 1, Phase 1 Storm Water Pollution Prevention Plan*".
3. An Engineering Analysis consisting of memoranda containing focused engineering evaluations of various aspects of the project prepared by Mueser Rutledge Consulting Engineers, of New York, dated November 25, 2013, as amended and resubmitted on December 3, 2013;
4. A set of design plans by BHC Architects, of Baltimore, consisting of 64 plan sheets, as amended and resubmitted on December 4, 2013; and
5. A response to comments document most recently submitted on December 3, 2013, with one amendment via email on December 4, 2013, consisting of 4 pages, and a supplemental 5-page list of amendments and responses submitted on December 5, 2013 to be attached to the affected documents.

As indicated in the DDP, an air monitoring program that is acceptable to MDE and EPA must be submitted and approved by the agencies, and monitoring data collected in accordance with the approved plan, prior to cap penetration. We look forward to working with you to develop these documents.

Please note that this approval only pertains to the requirements of the 1989 Consent Decree and the 2003 Covenant Not to Sue that are applicable to this site, and that you are responsible for obtaining any other necessary State, federal and local approvals that may be necessary before starting work. We understand that some details of the approved plans, notably the Storm Water Pollution Prevention Plan, may require amendment during these other approval processes. Please keep us informed of any such changes and approvals, and of forthcoming events such as mobilization.

Please submit two hard copies of the approved documents with the referenced changes incorporated before the start of work at the site. If you have any questions in this matter, please refer them to me at 410-537-3315, or via email at ed.dexter@maryland.gov.

Sincerely,



Edward M. Dexter, P.G., Administrator
Solid Waste Program

EMD:EMD:ed

cc: Mr. Russell Fish, U.S. EPA
Mr. Chris French, Honeywell
Mr. Horacio Tablada, Director, Land Management Administration, MDE
Matthew Zimmerman, Assistant Attorney General, OAG