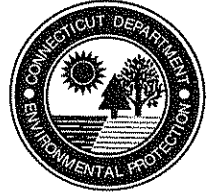


**STATE OF CONNECTICUT
DEPARTMENT OF ENVIRONMENTAL PROTECTION**



STATE OF CONNECTICUT :
V. :
DR WINDUP, LLC and :
CWPM, LLC :

CONSENT ORDER # 2011001DEP

Date Issued: April 4, 2011

- A. With the agreement of DR Windup, LLC and CWPM, LLC (collectively the "Respondents"), the Commissioner of Environmental Protection ("Commissioner") finds:
1. Generation Four Realty, LLC is a limited liability company which owns property located at 400 Commercial Drive, Deep River, Connecticut (the "site") shown on Map No. 33 as lot 6F in the Deep River Tax Assessor's Office and is more fully described Volume 215 on page 125 in the Deep River Clerk's Office.
 2. DR Windup, LLC, (Respondent DR Windup, LLC) formerly known as Integrated Waste Solutions, LLC, is a Connecticut limited liability company with a business address of 12-1 Azalea Lane, Old Lyme, CT 06371.
 3. On July 13, 2006 the Commissioner, pursuant §22a-208a of the Connecticut General Statutes (CGS) and §22a-209-4 of the Regulations of Connecticut State Agencies (RCSA), issued a permit to construct and operate, No. 0360812-PC&PO, a volume reduction plant (the "facility") at the site to Respondent DR Windup, LLC (i.e., the Permittee).
 4. On September 28, 2007, Respondent DR Windup, LLC registered for coverage under the General Permit for the Discharge of Stormwater Associated with Industrial Activity ("the stormwater general permit"), issued on October 1, 2002, reissued October 1, 2007 and as subsequently reissued, pursuant to Section 22a-430b of the Connecticut General Statutes, and was issued Permit No. GSI002029.
 5. On October 4, 2007, the Commissioner approved Phase I operations for the facility at the site. On or about October 8, 2007, Respondent DR Windup, LLC began to receive, process, store, and reduce solid waste at the facility.

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6. A review of the Department of Environmental Protection's ("DEP's") stormwater files indicates that Respondent DR Windup, LLC exceeded the target goals for the annual monitoring requirements of Section 5(c) of the stormwater general permit and has failed to amend the Stormwater Pollution Prevention Plan ("SWPPP") as required by Section 5(b)(4) of the stormwater general permit to address sources or potential sources of pollution identified as a result of monitoring. Specifically, target goals for the following parameters were exceeded for the monitoring year as listed below:

2007-2008: Oil & Grease, Chemical Oxygen Demand, Total Suspended Solids, Total Phosphorus, Total Kjeldahl Nitrogen, Zinc, and Lead.
7. Respondent DR Windup, LLC failed to monitor its stormwater discharge as required by Section 5(c) of the stormwater general permit for the 2008 – 2009 and 2009-2010 monitoring years.
8. CWPM, LLC (Respondent CWPM, LLC) is a limited liability company with a business address of 25 Norton Place, Plainville, CT 06062. On or about April 29, 2010, Respondent CWPM, LLC purchased the facility from Respondent DR Windup LLC.
9. On July 26, 2010 the Bureau of Materials Management and Compliance Assurance, Waste Engineering and Enforcement Division ("WEED") conducted an inspection of the facility and found that the Permittee:
 - a) Failed to notify the Commissioner of the April 12, 2007 operating agreement which effectively changed the Permittee's members and required the filing of a transfer with the Department as required by §22a-60 of the CGS and §22a-209-4(c) and §22a-209-10(1) of the RCSA.
 - b) Failed to timely register with the Commissioner that the licensee and the proposed transferee transferred the ownership of the facility on April 29, 2010 for which the license has been issued as required by §22a-60 of the CGS and §22a-209-4(c) and §22a-209-10(1) of the RCSA.
 - c) Altered the design and operation of the approved solid waste facility, specifically by constructing an enclosure for the accumulation of liquefied propane gas cylinders and/or compressed cylinders (fire extinguishers) at the facility, which holds a permit to construct on or after June 16, 1985, without the proposed plan, design and method of operation of the altered facility having been filed with the DEP and approved by the Commissioner as required by §22a-208a(d) of the CGS, §22a-209-4(e) of the RCSA, and Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., A.6., and B.1.
 - d) Altered the design and operation of the approved solid waste facility, specifically by installing and using a Selco Model 2R12100Nf baler for the compaction of recyclable fiber received at the volume reduction plant, which holds a permit to construct on or after June 16, 1985, without the proposed plan,

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design and method of operation of the altered facility having been filed with the Department and approved by the Commissioner as required by §22a-208a(d) of the CGS, §22a-209-4(e) of the RCSA, and Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., A.6., and B.1.

- e) Failed to install a dry-type sprinkler system as required by §22a-209-4(e) and §22a-209-10(10) of the RCSA, and Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., B.1., and C.3.
 - f) Failed to submit to the Department the appropriate financial instrument for the facility as required by §22a-209-4(e) of the RCSA and Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., C.3., and C.12.
 - g) Stored three (3) roll-off containers of recyclable solid waste (scrap metal), two (2) in an area south of area "D" and one (1) roll-off directly behind the building along the southern wall west of area "D" as depicted on a engineering drawing prepared by Anchor Engineering Services, Inc. entitled "Improvement Location Survey As-Built Record Drawing Prepared For Integrated Waste Solutions, LLC Solid Waste Permit 400 Commercial Drive Deep River, Connecticut" dated 9/14/07 (the "As-Built Record Drawing"), which is not authorized for such purposes as required by §22a-209-4(e) of the RCSA and, Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., C.3., C.5., and C.6.
 - h) Stored a roll-off container with scrap tires in an area located south of area "D" on the As-Built Record Drawing, which is not authorized for such purposes as required by §22a-209-4(e) of the RCSA and Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., C.3., C.5., and C.6.
 - i) Stored a roll-off container with wood waste in an area located south of area "D" on the As-Built Record Drawing, which is not authorized for such purposes as required by §22a-209-4(e) of the RCSA and Permit to Construct and Operate No. 0360812-PC&PO, paragraph nos. A.3., A.5., C.3., C.5., and C.6.
 - j) Failed to submit the appropriate submission for the second quarter 2010 monthly report to the DEP of the incoming and outgoing tonnage as required by §22a-209-4(e) and §22a-209-10(13) of the RCSA and Permit to Construct and Operate No. 0360812-PC & PO, paragraph nos. A.3., A.5., C.3. and C.10.
10. On September 16, 2010, WEED issued Notice of Violation, No. WSWDS10091, to the Respondents for violations discovered during the inspection described in paragraph A.9. of this consent order.
11. Based upon documentation received from Respondent CWPM, LLC dated October 13, 2010, the Respondents corrected the violations in paragraphs A.6.g), A.6.h), A.6.i), and A.6.j) of this consent order as of the date of the October 13, 2010 submittal.

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12. On July 29, 2010, the DEP received application No. 201005062 to transfer Permit to Construct and Operate No. 0360812-PC&PO from Respondent DR Windup, LLC to Respondent CWPM, LLC. This application is currently under technical review.
 13. On November 3, 2010, the DEP received application No. 201006102 submitted by Respondent CWPM, LLC on behalf of Respondent DR Windup, LLC for a modification of Permit to Construct and Operate No. 0360812-PC&PO. A preliminary review of said application found it to be sufficient. The application is currently under technical review.
 14. By virtue of the above, the Commissioner finds that the Respondents have violated §22a-208a and §22a-208c of the CGS, §22a-209-4 and §22a-209-10 of the RCSA, have created or maintained a facility, or condition which can reasonably be expected to create a source of pollution to the waters of the State, and have violated the current stormwater general permit issued under Section 22a-430b of the CGS.
- B. With the agreement of the Respondents, the Commissioner, acting under §22a-6, §22a-208, §22a-225, §22a-424, §22a-425, §22a-430, §22a-430b, §22a-431 and §22a-432 of the CGS as well as §22a-209-4 and §22a-209-10 of the RCSA orders the Respondents as follows:

Current stormwater general permit requirements:

1. On or before 7 days from date of transfer of site operations from Respondent DR Windup to Respondent CWPM, LLC, Respondent CWPM, LLC shall register for coverage under the current stormwater general permit.
2. On or before forty five (45) days after the issuance of this consent order, Respondents shall sample stormwater runoff pursuant to Section 5(c) of the current stormwater general permit. Respondents shall submit the complete Stormwater Monitoring Report within sixty (60) days of sampling, as required by Section 5 (d)(3)(A) of the current stormwater general permit.

New stormwater general permit requirements:

3. On or before May 1, 2011, Respondents shall perform a Comprehensive Site Compliance Evaluation in accordance with the General Permit for the Discharge of Stormwater Associated with Industrial Activity, reissued on August 23, 2010 and effective October 1, 2011 (“the new stormwater general permit”).
4. On or before June 1, 2011, Respondent CWPM, LLC shall review, revise, and submit to the Commissioner a Storm Water Pollution Prevention Plan (“SWPPP”) which meets the requirements of the new stormwater general permit. The SWPPP shall identify the source(s) of any pollutant(s) for any stormwater outfall, sampled pursuant to the requirements of B.1. of this consent order, that is found to be discharging in excess of levels specified in Section 5(c) of the current stormwater general permit and shall identify corrective actions taken to address such sources of pollution.
5. On or before June 1, 2011, Respondent CWPM, LLC shall submit in writing, for the Commissioner’s review, a summary of findings from SWPPP review and Comprehensive Site Compliance Evaluation undertaken pursuant to paragraphs B.3. and B.4. of this consent order, and a discussion of corrective actions required and taken, including updates or amendments to the SWPPP to make such plan complete or to otherwise comply with the new stormwater general permit.
6. On or before June 1, 2011, Respondent CWPM, LLC shall submit a complete re-registration form for coverage under the new stormwater general permit. At the time of re-registration, Respondent CWPM, LLC will not be required to submit the registration fee required by Section 4(c) of the new stormwater general permit, unless Respondent CWPM, LLC meets the criterion in Section 4(c)(1)(A)(ii), in which case, a fee of \$500.00 must be submitted at the time of re-registration.
7. Environmental Consultant. On or before thirty (30) days from the date of issuance of this consent order, Respondents shall retain one or more qualified consultants acceptable to the Commissioner or shall demonstrate to the Commissioner that qualified in-house expertise exists, to prepare the documents and implement or oversee the actions required by this consent order and shall, by that date, notify the Commissioner in writing of the identity of such consultant(s) or in-house expert(s) and if requested by the Commissioner in writing, a description of a consultant's or in-house expert's education, experience and training which is relevant to the work required by this consent order. Respondent shall retain one or more qualified consultants or in-house expert(s) acceptable to the Commissioner until this consent order is fully complied with, and, within ten (10) days after retaining any consultant or in-house expert(s) other than the one originally identified under this paragraph, Respondent shall notify the Commissioner in writing of the identity of such other consultant(s) or expert(s) and shall submit to the Commissioner a description of a consultant's or in-house expert's education, experience and training which is relevant to the work required by this consent order. Nothing in this paragraph shall preclude the Commissioner from finding a previously acceptable consultant or expert unacceptable.

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8. Progress reports: On or before the last day of March, June, September, and December of each year after issuance of this consent order and continuing until all actions required by this consent order have been completed as approved and to the Commissioner's satisfaction, Respondent shall submit a progress report to the Commissioner describing the actions which Respondent has taken to date to comply with this consent order.
9. Full compliance. Respondent shall not be considered in full compliance with this consent order until all actions required by this consent order have been completed as approved and to the Commissioner's satisfaction.
10. Civil penalty. On or before fourteen (14) days after issuance of this consent order, Respondent shall pay a penalty of thirty-eight thousand sixty-three dollars (\$38,063.00) as the total civil penalty to be sought by the Commissioner for those, and only those, violations described in paragraph "A" of this consent order.
11. Payment of penalties. Payment of penalties under this consent order shall be mailed or personally delivered to the Department of Environmental Protection, Bureau of Financial and Support Services, Accounts Receivable Office, 79 Elm Street, Hartford, CT 06106-5127, and shall be by certified or bank check payable to "Treasurer, State of Connecticut." The check shall state on its face, "Bureau of Materials Management & Compliance Assurance", and include the consent order number as identified at the top of page one (1) of the consent order.
12. Approvals. Respondent shall use best efforts to submit to the Commissioner all documents required by this consent order in a complete and approvable form. If the Commissioner notifies Respondent that any document or other action is deficient, and does not approve it with conditions or modifications, it is deemed disapproved, and Respondent shall correct the deficiencies and resubmit it within the time specified by the Commissioner or, if no time is specified by the Commissioner, within 30 days of the Commissioner's notice of deficiencies. In approving any document or other action under this consent order, the Commissioner may approve the document or other action as submitted or performed or with such conditions or modifications as the Commissioner deems necessary to carry out the purposes of this consent order. Nothing in this paragraph shall excuse noncompliance or delay.
13. Definitions. As used in this consent order, "Commissioner" means the Commissioner or a representative of the Commissioner.
14. Dates. The date of "issuance" of this consent order is the date the consent order is deposited in the U.S. mail or personally delivered, whichever is earlier. The date of submission to the Commissioner of any document required by this consent order shall be the date such document is received by the Commissioner. The date of any notice by the Commissioner under this consent order, including but not limited to notice of approval or disapproval of any document or other action, shall be the date such notice is deposited in the U.S. mail or is personally delivered, whichever is earlier. Except as otherwise specified in this consent order, the word "day" as used in this consent order means calendar day. Any document or action which is required by this consent order to be submitted or performed by a date which falls on a Saturday, Sunday or a Connecticut or

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federal holiday shall be submitted or performed by the next day which is not a Saturday, Sunday or Connecticut or federal holiday.

15. Certification of documents. Any document, including but not limited to any notice, which is required to be submitted to the Commissioner under this consent order shall be signed by Respondent or, if Respondent is not an individual, by Respondent's chief executive officer or a duly authorized representative of such officer, as those terms are defined in §22a-430-3(b)(2) of the Regulations of Connecticut State Agencies, and by the individual(s) responsible for actually preparing such document, and each such individual shall certify in writing as follows:

"I have personally examined and am familiar with the information submitted in this document and all attachments thereto, and I certify, based on reasonable investigation, including my inquiry of those individuals responsible for obtaining the information, that the submitted information is true, accurate and complete to the best of my knowledge and belief. I understand that any false statement made in the submitted information may be punishable as a criminal offense under §53a-157b of the Connecticut General Statutes and any other applicable law."

16. Noncompliance. This consent order is a final order of the Commissioner with respect to the matters addressed herein, and is nonappealable and immediately enforceable. Failure to comply with this consent order may subject Respondent to an injunction and penalties.
17. False statements. Any false statement in any information submitted pursuant to this consent order may be punishable as a criminal offense under §53a-157b of the Connecticut General Statutes and any other applicable law.
18. Notice of transfer; liability of Respondent. Until Respondent has fully complied with this consent order, Respondent shall notify the Commissioner in writing no later than 15 days after transferring all or any portion of the facility, the operations, the site or the business which is the subject of this consent order or after obtaining a new mailing or location address. Respondent's obligations under this consent order shall not be affected by the passage of title to any property to any other person or municipality.
19. Commissioner's powers. Except as provided hereinabove with respect to payment of civil penalties, nothing in this consent order shall affect the Commissioner's authority to institute any proceeding or take any other action to prevent or abate violations of law, prevent or abate pollution, recover costs and natural resource damages, and to impose penalties for past, present, or future violations of law. If at any time the Commissioner determines that the actions taken by Respondent pursuant to this consent order have not successfully corrected all violations, fully characterized the extent or degree of any pollution, or successfully abated or prevented pollution, the Commissioner may institute any proceeding to require Respondent to undertake further investigation or further action to prevent or abate violations or pollution.
20. Respondent's obligations under law. Nothing in this consent order shall relieve Respondent of other obligations under applicable federal, state and local law.

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21. No assurance by Commissioner. No provision of this consent order and no action or inaction by the Commissioner shall be construed to constitute an assurance by the Commissioner that the actions taken by Respondent pursuant to this consent order will result in compliance or prevent or abate pollution.
22. Access to site. Any representative of the Department of Environmental Protection may enter the facility without prior notice for the purposes of monitoring and enforcing the actions required or allowed by this consent order.
23. No effect on rights of other persons. This consent order neither creates nor affects any rights of persons or municipalities that are not parties to this consent order.
24. Notice to Commissioner of changes. Within 15 days of the date Respondent becomes aware of a change in any information submitted to the Commissioner under this consent order, or that any such information was inaccurate or misleading or that any relevant information was omitted, Respondent shall submit the correct or omitted information to the Commissioner.
25. Notification of noncompliance. In the event that Respondent becomes aware that it did not or may not comply, or did not or may not comply on time, with any requirement of this consent order or of any document required hereunder, Respondent shall immediately notify by telephone the individual identified in the next paragraph and shall take all reasonable steps to ensure that any noncompliance or delay is avoided or, if unavoidable, is minimized to the greatest extent possible. Within five (5) days of the initial notice, Respondent shall submit in writing the date, time, and duration of the noncompliance and the reasons for the noncompliance or delay and propose, for the review and written approval of the Commissioner, dates by which compliance will be achieved, and Respondent shall comply with any dates which may be approved in writing by the Commissioner. Notification by Respondent shall not excuse noncompliance or delay, and the Commissioner's approval of any compliance dates proposed shall not excuse noncompliance or delay unless specifically so stated by the Commissioner in writing.
26. Submission of documents. Any document required to be submitted to the Commissioner under this consent order shall, unless otherwise specified in this consent order or in writing by the Commissioner, be directed to:

Stan Gormley, Environmental Analyst – III
Department of Environmental Protection
Bureau of Materials Management & Compliance Assurance
Waste Engineering & Enforcement Division
79 Elm Street
Hartford, Connecticut 06106-5127

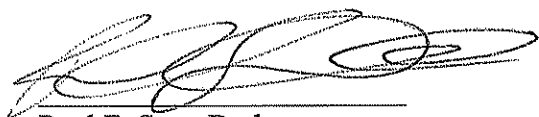
27. Joint and several liability. Respondents shall be jointly and severally liable for compliance with this consent order.

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Respondents consent to the issuance of this consent order without further notice. The undersigned certifies that he/she is fully authorized to enter into this consent order and to legally bind the Respondent to the terms and conditions of the consent order.

DR WINDUP, LLC

BY:

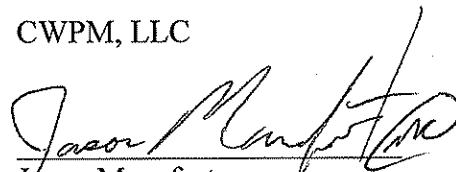


Paul F. SantaBarbara,
Managing Member

3-23-2011

Date

CWPM, LLC

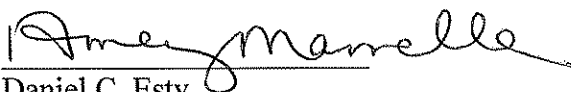


Jason Manafort,
President

3/23/11

Date

Issued as a final order of the Commissioner of Environmental Protection.



for

Daniel C. Esty,
Acting Commissioner

AM

4/1/11

Date

Town of Deep River Land Records

Consent Order No. 2011001DEP