



OHIO E.P.A.

JUL 10 2008

REGISTERED DIRECTOR'S JOURNAL

Issuance Date:

JUL 10 2008

Effective Date:

JUL 10 2008

**BEFORE THE
OHIO ENVIRONMENTAL PROTECTION AGENCY**

In the Matter of:

Aluminum Smelting and Refining Co. :
40 Fountain Plaza :
Buffalo, New York 14202 :

Director's Final
Findings and Orders

PREAMBLE

I certify this to be a true and accurate copy of the official documents as filed in the records of the Ohio Environmental Protection Agency.

It is agreed by the parties hereto as follows:

I. JURISDICTION

By: [Signature] Date: 7.10.08

These Director's Final Findings and Orders ("Orders") are issued to Aluminum Smelting and Refining Company ("ASR") pursuant to the authority vested in the Director of the Ohio Environmental Protection Agency ("Ohio EPA") under Ohio Revised Code ("ORC") Sections 3734.13 and 3745.01.

II. PARTIES BOUND

These Orders shall apply to and be binding upon ASR and its successors in interest liable under Ohio law. No change in ownership of ASR or of the Facility (as hereinafter defined) shall in any way alter ASR's obligations under these Orders.

III. DEFINITIONS

Unless otherwise stated, all terms used in these Orders shall have the same meaning as defined in ORC Chapter 3734. and the rules promulgated thereunder.

IV. FINDINGS

The Director of Ohio EPA has determined the following findings:

1. ASR is the owner of the Aluminum Smelting and Refining Company Industrial Waste Landfill ("Facility"), which is located at 1601 Brown Road in Denmark Township, Ashtabula County, Ohio. The Facility is an industrial waste landfill as that term is defined in Ohio Administrative Code ("OAC") Rule 3745-29-01(A).

2. On March 24, 2003, Ohio EPA issued Orders requiring ASR to submit a permit-to-install ("PTI") application, containing updated engineering plans, specifications, and information regarding the Facility and its method of operation, for evaluation under rules adopted under ORC Sections 3734.02(A) and 3734.12(D).
3. On May 30, 2003, ASR appealed the March 24, 2003 Orders to the Environmental Review Appeals Commission ("ERAC"). During the pendency of the appeal, the Facility was closed.
4. On August 22, 2005, Ohio EPA received a document titled *Aluminum Smelting and Refining Industrial Solid Waste Landfill Closure Documentation Report*, ("CDR"). On September 22, 2005, Ohio EPA sent a Notice of Deficiency to ASR regarding the CDR. On November 10, 2005, revisions of the CDR were submitted to Ohio EPA.
5. On January 24, 2006, Ohio EPA concurred with ASR's August 22, 2005 final closure certification report, as modified by the November 10, 2005 revisions, and notified ASR that the 30-year post-closure care period for the Facility commenced on November 10, 2005.
6. Because the Facility has completed final closure and is undergoing post-closure care, the March 24, 2003 Orders are no longer relevant. ASR has requested that the March 24, 2003 Orders be revoked so that the pending ERAC appeal can be dismissed.

V. ORDERS

1. The March 24, 2003 Orders described in Finding Number 2, above, are hereby revoked.
2. Nothing in this Orders shall be construed to authorize any waiver from the requirements of any applicable federal or state laws or regulations. This authorization shall not be interpreted to release ASR from responsibility under Ohio Revised Code (ORC) Chapters 3704, 3714, 3734, or 6111; under the Federal Clean Water Act, the Resource Conservation and Recovery Act, or the Comprehensive Environmental Response, Compensation, and Liability Act; or from other applicable requirements for remedying conditions resulting from any release of contaminants to the environment.

VI. OTHER CLAIMS

Nothing in these Orders shall constitute or be construed as a release from any claim, cause of action or demand in law or equity against any person, firm, partnership or corporation, not a party to these Orders, for any liability arising from, or related to, ASR's Facility.

VII. OTHER APPLICABLE LAWS

All Actions required to be taken pursuant to these Orders shall be undertaken in

Aluminum Smelting and Refining Company

Page 3 of 3

accordance with the requirements of all applicable local, state, and federal laws and

regulations. These Orders do not waive or compromise the applicability and enforcement of any other statutes or regulations applicable to ASR or the Facility.

VIII. RESERVATION OF RIGHTS

Ohio EPA and ASR each reserve all rights, privileges, and causes of action, except as specifically waived in Section IX. of these Orders.

IX. WAIVER

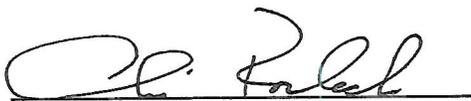
ASR hereby waives its right to appeal the issuance, terms and conditions, and services of these Orders, and ASR hereby waives any and all rights ASR may have to seek judicial or administrative review of these Orders either in law or equity.

Notwithstanding the preceding, Ohio EPA and ASR agree that in the event that these Orders are appealed by any other party to the Environmental Review Appeals Commission or any court, ASR retains the right to intervene and participate in such appeal. In such event, ASR shall continue to comply with these Orders notwithstanding such appeal and intervention unless said Orders are stayed, vacated, or modified.

X. SIGNATORY AUTHORITY

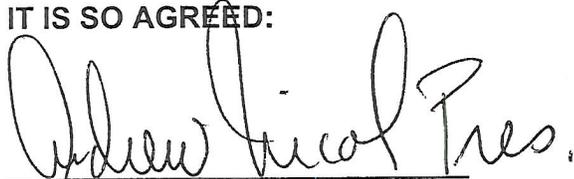
Each undersigned representative of a party to these Orders certifies that he or she is fully authorized to enter into these Orders and to legally bind such party to these orders.

IT IS SO ORDERED AND AGREED:



Chris Korleski, Director
Ohio Environmental Protection Agency

IT IS SO AGREED:



Andy Nicol, President
Aluminum Smelting and Refining Company

May 23 2007
Date