

April 10, 2007

Via Registered Mail - Return Receipt Requested

Rex W. Tillerson, Chief Executive Officer
Exxon Mobil Corporation
5959 Las Colinas Boulevard
Irving, TX 75039-4202

**Re: Notice of Violations and Intent to File Suit under the Resource
Conservation and Recovery Act**

Dear Mr. Tillerson:

On behalf of Northern California River Watch (“River Watch”), I am providing statutory notification to the Exxon Mobil Corporation (hereafter “Exxon”) of its continuing and ongoing violations of the Federal Resource Conservation and Recovery Act (“RCRA”) 42 U.S.C. § 6901 et seq., in conjunction with its continuing operations at five of its current Northern California gasoline service station sites as further identified in this Notice. I am also providing notice of these same violations to each of the owners of the real property on which each of the current and former service stations are or were situated.

RCRA requires that sixty (60) days prior to the initiation of an action for violation of a permit, standard, regulation, condition, requirement, prohibition or order effective under RCRA, a private party must give notice of the violation to the alleged violator, the Administrator of the U.S. Environmental Protection Agency and the State in which the violation is alleged to have occurred (42 U.S.C. § 6972(b)(1)(A)). RCRA also requires that a private party provide ninety (90) days prior notice to the alleged violator, the Administrator of the Environmental Protection Agency and the State in which the violation is alleged to have occurred before initiating an action for an imminent and substantial endangerment to human health or the environment. (42 U.S.C. § 6972(b)(2)(A)).

River Watch hereby notifies Exxon that at the expiration of the appropriate notice periods under RCRA, River Watch intends to commence a civil action against Exxon on the following grounds:

1. Exxon's use and storage of petroleum products at its gasoline station sites as identified in this Notice has and continues to violate permits, standards, regulations, conditions, requirements and/or prohibitions effective pursuant to RCRA regarding storage of petroleum in underground storage tanks ("USTs") [42 U.S.C. § 6972(a)(1)(A)];
2. Exxon's operations at its gasoline station sites as identified in this Notice have caused petroleum contamination of soil and groundwater which presents an imminent and substantial endangerment to human health and the environment [42 U.S.C. § 6972(a)(1)(B)].

THE SITES

1. Former Exxon Service Station #7-0220 186 Dry Creek Road, Healdsburg, CA

This former Exxon Service Station is situated approximately 1,500 ft. east of Highway 101 on Dry Creek Road and is currently operating as a Valero-branded service station. It is owned by Beth Enterprises, LLC.

The site was developed as a gasoline station in 1968 and purchased by ExxonMobile in approximately 1988. Exxon assumed remediation responsibilities for the site in February of 1998. The first reported release occurred in December of 1981, following discovery of a loss of approximately 12,000 gallons of gasoline into the subsurface.

By 1986 slightly over a third of the released hydrocarbons had been recovered by the engineers employed at the site. In 1998 a pump and treat system was initiated. In 1999 the engineering company installed a dual-phase extraction ("DPE") system for the removal of additional quantities of hydrocarbons. Since its inception, the DPE system has removed an additional 2,200 pounds of gasoline and constituents (a total of approximately 360 gallons).

At the present time, the DPE system remains in use along with groundwater extraction. Since 1999 the groundwater extraction system has treated over 48,000,000 gallons of groundwater; however, that effort has resulted in the removal of less than 69 pounds of hydrocarbons and less than 150 pounds of MTBE. It is apparent that by means of DPE and groundwater extraction systems, the residual mass of soil and groundwater contamination will not be eliminated, and State Maximum Contaminant Levels ("MCLs") levels will never be attained.

Concentration levels in soil and groundwater remain high. Based upon the most recent monitoring, TPHg is as high as 47,400 ug/l, TPHd is as high as 2,180 ug/l, the benzene level is at 8,890 ug/l, toluene is at 341 ug/l, and the MTBE concentration is at 9,300 ug/l.

River Watch understands that several downgradient domestic wells have been tested and treated or filtered, but River Watch remains concerned that further migration of this plume may further impact soil and groundwater in the Dry Creek area. River Watch believes that more proactive remediation strategies need to be employed to interdict further environmental damage.

2. Former Exxon Station #7-2639 1124 Sebastopol Road, Santa Rosa, CA

This former Exxon service station is located at the corner of Sebastopol Road and McMinn Avenue, in a predominantly residential section of Santa Rosa. The real estate on which the former station was situated is currently owned by Javier Ceja.

An unauthorized hydrocarbon release was first discovered in July of 1992. Two years later a site assessment was commenced, followed by well installation and monitoring initiated in May of 1995. When concentration monitoring began, TPHg levels ranged from 10,000 ug/l to 19,000 ug/l in 1995. As of the most recent date available (August of 2006), TPHg levels remain as high as 9,480 ug/l; TPHd is as high as 2,190; benzene is at 171 ug/l – all according to the consultants working at this site. Adjacent monitoring wells within 50 to 60 feet from the Exxon wells, however, reflect concentration levels of TPHg as high as 27,000 ug/l. The plumes from each site are apparently now commingled. All of the concentration levels on both sites have increased substantially (by at least one order of magnitude) since the previous sampling in February of 2006.

Depth to groundwater varies from between four to seven feet. The site lies above an aquifer which is a source of the water supply for the local community. Thus far one private drinking water well has been impacted, and several other wells are within the area threatened by the commingled plumes. In addition there is an intermittent stream within approximately 1,750 feet to the south of the site.

At the present time very little remediation is being accomplished. Low levels of groundwater extraction continue, but at the rate of cleanup, the site will remain a threat to the human population and the local area environment for another ten to twenty years. River Watch believes the engineering company must work much more proactively to neutralize the soil and groundwater beneath and around the site by employing best available technology as required by the Basin Plan.

**3. Yreka Exxon Service Station No. 7-3881
215 Montague Road, Yreka, CA**

This site is located in the northeastern part of Yreka and has not been used as a retail gasoline station since 1988. The site is currently owned by AmeriGas and is being operated as a propane station. This site consists of a building, two propane supply tanks on a concrete slab, a propane dispenser, storage shed, and a fenced storage area.

Yreka Creek lies 120 feet to the west of the site. The topographic surface slopes gently toward the creek. A hydrocarbon release was discovered during tank removal operations in January of 1988. Later in that year soil from the tank cavity was excavated and removed, and approximately 17,000 gallons of water were pumped out from the cavity. The first monitoring well was installed in August of 1999, followed by two more groundwater monitoring wells in May of 1993.

There are several monitoring wells situated between the site and Yreka Creek (MW-5 and MW-7). However, the site is underlain with bedrock, and there is limited soil analytical data as a result. Dissolved-phase hydrocarbons can migrate in groundwater within fractures in bedrock. At this time it is unclear whether Yreka Creek has been impacted by contaminated groundwater. River Watch believes that sensitive receptor requirements for the site must include sampling Yreka Creek for hydrocarbon impacts.

At the present time, contaminant levels remain almost as high as when they were initially determined. Based upon the last monitoring data available, TPHg levels are as high as 26,800 ppb, TPHd range as high as 7,900 ppb, benzene is as high as 216 ppb, ethylbenzene is as high as 1,270 ppb, toluene is as high as 841 ppb, and xylenes levels are at 6,360 ppb.

River Watch seeks Exxon's use of the best available technology to insure that no surface water (specifically Yreka Creek), aquifer or groundwater is further contaminated by this plume. They also would like to insure that the full delineation of the plume will be accomplished without further delay. In addition, a review of current sensitive receptor and preferential pathway survey results are requested.

**4. Exxon/Texaco Station
800 El Camino Real, San Bruno, CA**

This station is located at the intersection of El Camino Real and San Bruno Avenue, an intersection which has had gasoline service stations at three of its four corners on a continuous basis for over the last fifty years. The station is currently utilized as a Valero-branded service station facility. The underlying real property is owned by Progressive Investment Holdings.

The first reported release was in the mid-1980's. Several more releases were reported in 1993 and 1998. Groundwater extraction and treatment commenced between 1991 and 1996. Quarterly groundwater monitoring occurred between 1993 and 2001, followed by semiannual monitoring from 2002 to the present.

At the present time work at the site is combined with petroleum contaminant monitoring at the adjacent Chevron and Shell sites located at the intersection. One engineering consulting firm (Resource Environmental, LLC) is supervising the monitoring work for each of the three UST sites because the plumes are commingled.

The commingled plume lies approximately 2,000 ft. west from the San Francisco Bay. Groundwater flows east-southeast towards the Bay in an area of high hydraulic conductivity, where groundwater velocity can range as much as 300 feet per year. Four private irrigation wells have been located within 2,500 feet of the site, one as close as 720 feet to the east. Low levels of hydrocarbon impact have been detected in three of these four wells. In addition to groundwater contamination from the site, potential vapor impacts to the nearby residential units have been identified at the Exxon facility.

At the present time, twenty years after the first reported release, the lateral and vertical characterization of the plume is still being assessed. The MTBE plume extends at least 400 feet downgradient from the site. Remediation of the site awaits a decision as to the most cost-effective cleanup method given the existing conditions. Meanwhile, groundwater concentrations of TPHg are as high as 58,800 ug/l as of the last available monitoring records of March of 2006. Benzene is as high as 1,940 ug/l, ethylbenzene is at 5,610 ug/l, and xylenes are at 9,660 ug/l. MTBE levels were monitored at 720 ug/l.

River Watch is concerned that this is another site for which remediation efforts have long been deferred, while regular contaminant monitoring has taken over as the principal activity and concern. This site continues to represent an immediate threat to domestic water supplies and environmental degradation by infiltration into the Bay.

5. Mobile Service Station #04-LJK 3155 El Camino Real, Santa Clara, CA

This former service station property is located on the northeast corner of El Camino Real and Calabazas Boulevard in an area of Santa Clara which contains both commercial and residential properties. The site is immediately adjacent to Calabazas Creek which borders the site on the west. Groundwater flow is generally northward toward the Bay. This property is currently owned by Peter Bowers of Coates and Sowards, Inc.

The contamination in the soil and groundwater dates back as far as a release discovered in November of 1984, when a loss of 1,400 gallons of gasoline was found. Monitoring wells were subsequently installed, and for a time one of the wells contained as much as one foot of liquid phase hydrocarbons, which was pumped out and removed. In

November of 1989, the USTs that had been replaced in 1984 were removed and the station was closed. By December of 1993, groundwater and vapor extraction wells were installed. Oxygen releasing units were installed in December of 1995.

A total of three sandy zones comprise the soil beneath the site. The zones are hydrologically connected according to engineering consultants. The majority of dissolved phase hydrocarbons are located in the second water bearing zone which is 30 ft. below ground surface. The presence of sandy zones provides opportunities for plume migration which are much more favorable than if the soils are predominantly clay.

At the present time, the site remains contaminated with fairly high levels of hydrocarbons and petroleum hydrocarbon constituents. TPHg levels as of September of 2006 were as high as 34,000 ug/l, benzene was as high as 12,300 ug/l, methane concentrations were found to be as much as 13,500 ug/l, toluene was as high as 414 ug/l, and ethylbenzene levels were determined to be 2,060 ug/l.

To date, downgradient municipal wells have been tested and thus far do not seem threatened. Santa Clara's domestic water supply comes in part from local groundwater. Nearby creeks and surface waters, however, appear not to have been evaluated for the threat the site represents. In addition, the engineering consultant's reports do not mention efforts to determine whether preferential pathways (including gravel or sandy stringers) may allow relatively rapid plume migration offsite.

Finally, the saturated soil conditions and high water table at the site seem to have stymied the consultant's efforts to reach State MCLs; and, the consultants have recommended nothing more than monitored natural attenuation as the most cost-effective remediation strategy. River Watch believes that given the high levels of subsurface contamination, more proactive efforts for clean up must be applied.

REGULATORY STANDARDS

Water Quality Objectives exist to ensure protection of the beneficial uses of water. Several beneficial uses of water exist, and the most stringent water quality objectives for protection of all beneficial uses are selected as the protective water quality criteria. Alternative cleanup and abatement actions need to be considered that evaluate the feasibility of, at a minimum: (1) cleanup to background levels, (2) cleanup to levels attainable through application of best practicable technology, and (3) cleanup to protective water quality criteria levels. Existing and potential beneficial uses of area groundwater include domestic, agricultural, industrial and municipal water supply.

The Regional Water Quality Control Board has adopted a Water Quality Control Plan or Basin Plan which designates all surface and groundwater within the North Coast and San Francisco Bay regions as capable of supporting domestic water supply. The Board has adopted Maximum Contaminant Levels ("MCLs") and/or Water Quality Objectives

("WQOs") for petroleum constituents in surface and groundwater within the region of 50 ppb for TPHg, 1 ppb for benzene, 150 ppb for toluene and 13 ppb for MTBE.

VIOLATIONS

A. Permits, Standards and Regulations

[42 U.S.C. § 6972(a)(1)(A)]

Between approximately April, 2002 and the date of this Notice, Exxon has caused or permitted, causes or permits, or threatens to cause or permit, petroleum contaminants, petroleum constituents and other hazardous waste to be discharged or deposited where it is, or probably will be, discharged into waters of the State and now creates, or threatens to create, a condition of pollution or nuisance. The discharge and threatened discharge of such petroleum waste is deleterious to the beneficial uses of water, and is creating and threatens to create a condition of pollution and nuisance which will continue unless the discharge and threatened discharge is permanently abated.

Provisions of RCRA govern the use and operation of USTs used for storage of petroleum products (subchapter IX, 42 U.S.C. § 6991 et seq.). The RCRA UST regulatory program is adopted and implemented in California under the State Underground Storage of Hazardous Substance Account Act (California Health & Safety Code § 25280 et seq.).

Between approximately April of 2002 and the date of this Notice, Exxon's use and storage of petroleum at the sites listed above has allowed significant quantities of hazardous petroleum constituents to be released or discharged into soil and groundwater in violation of provisions of the RCRA and California UST regulatory programs including, but not limited to, provisions governing general operating requirements for USTs, release detection and prevention requirements, release reporting and investigation requirements, and release response and corrective action requirements.

Specifically, Exxon is responsible for the following statutory violations:

1. Failure to prevent a release, in violation of 40 CFR §§ 280.30, 280.31 and California Health & Safety Code §§ 25292.1(a) - (c), 25292.3(a) and (b);
2. Failure to properly detect and monitor releases, in violation of 40 CFR §§ 280.40 - 280.44 and California Health & Safety Code § 25292;
3. Failure to properly report and keep records of the release, in violation of 40 CFR §§ 280.34, 280.50, 280.52, 280.53, 280.63(b) and California Health & Safety Code §§ 25289, 25293 and 25295(a)(1); and,
4. Failure to take proper corrective action, in violation of 40 CFR §§ 280.53, 280.60 - 280.66 and California Health & Safety Code § 25295(a)(1).

B. Imminent and Substantial Endangerment
[42 U.S.C. § 6972(a)(1)(B)]

Between approximately April, 2002 and the date of this Notice, Exxon used and stored, and continues to use and store, petroleum products at the sites identified above in a manner which has allowed significant quantities of hazardous petroleum constituents to be discharged to soil and groundwater beneath each of the sites and adjacent properties. The contaminant levels of TPHg, benzene, toluene, and MTBE in groundwater at these sites are significantly greater than the allowable MCL and/or WQO for said constituents. Benzene, MTBE, TAME, and TBA are known or suspected carcinogens. Toluene is a reproductive toxin. Ethylbenzene, methanol and xylene are live toxins. All are known to harm both plants and animals. In their concentration at these sites, these pollutants are creating an imminent and substantial endangerment to public health and the environment.

The violations alleged in this Notice are knowing and intentional in that Exxon has used, stored and sold petroleum products which are known to contain hazardous substances, and has intended that such products will be sold to and used by the public. Exxon has known of the contamination at these sites since at least April of 2002, and has also known that failing to promptly remediate the pollution allows the contamination to migrate through soil and groundwater at and adjacent to the sites, and to continually contaminate and re-contaminate actual and potential sources of drinking water.

Violations of RCRA of the type alleged herein are a major cause of the continuing decline in water quality and pose a continuing threat to existing and future drinking water supplies of Northern California. With every discharge, groundwater supplies are contaminated. These discharges can and must be controlled in order for the groundwater supply to be returned to a safe source of drinking water.

In addition to the violations set forth above, this Notice is intended to cover all violations of RCRA by Exxon evidenced by information which becomes available to River Watch after the date of this Notice.

CONTACT INFORMATION

River Watch is a non-profit corporation dedicated to the protection and enhancement of the waters of the State of California including all rivers, creeks, streams and groundwater in Northern California. River Watch is organized under the laws of the State of California. Its address is 6741 Sebastopol Avenue, Suite 140, Sebastopol, CA, 95472, telephone number (707) 824-4372

The violations of Exxon as set forth in this Notice affect the health and enjoyment of members of River Watch who reside and recreate in the affected watershed areas. The members of River Watch use the watershed for domestic water supply, agricultural water supply, recreation, sports, fishing, swimming, shellfish harvesting, hiking, photography,

nature walks and the like. Their health, use and enjoyment of this natural resource are conditions specifically impaired by these violations of RCRA.

River Watch has retained legal counsel to represent them in this matter. All communications should be addressed to:

Jack Silver, Esquire
P.O. Box 5469
Santa Rosa, CA 95402
Tel. (707) 528-8175
Fax (707) 528-8675

River Watch believes that this Notice sufficiently states the grounds for filing suit under the statutory and regulatory provisions of RCRA as to each of the sites referenced above. At the close of the notice periods or shortly thereafter, River Watch intends to file a lawsuit against Exxon and the individual real property owners, under RCRA provisions for each of the violations as alleged herein, and with respect to the existing conditions at these sites.

During the 90 day notice period, however, River Watch is willing to discuss effective remedies for the violations referenced in this Notice. If Exxon wishes to pursue such discussions in the absence of litigation, we would encourage you to initiate such discussions immediately so that we might be on track to resolving River Watch's issues before the end of the notice period. River Watch will not delay the filing of a lawsuit if discussions have not commenced by the time the 90-day notice period ends.

Very truly yours,

Jack Silver

cc:

Stephen L. Johnson, Administrator
U.S. Environmental Protection Agency
401 M Street, N.W.
Washington, D.C. 20460

Wayne Nastri, Regional Administrator
U.S. Environmental Protection Agency, Region 9
75 Hawthorne St.
San Francisco, CA 94105

Celeste Cantü, Executive Director
State Water Resources Control Board
P.O. Box 100
Sacramento, California 95812-0100

Mark Leary, Executive Director
Calif. Integrated Waste Management Board
1001 "T" Street
Sacramento, CA 95814-2828

Amerigas Propane - Operator
215 Montague Road
Yreka, CA 96097-2531

The Prentice-Hall Corporation System, Inc., Registered Agent
Amerigas Propane, Inc.
P.O. Box 526036
Sacramento, CA 95822
[Owner of Site: 215 Montague Rd, Yreka, CA]

Jerry Beth, Registered Agent
Beth Enterprises, LLC
186 Dry Creek Road
Healdsburg, CA 95448-4702
[Owner of Site: 186 Dry Creek Road, Healdsburg, CA]

Barbaria Exxon - Operator
800 El Camino Real
San Bruno, CA 94066-3137

Kourosh Namazi, Registered Agent
Progressive Investment Holdings, LLC
10779 Crebs Avenue
Northridge, CA 91326-2764
[Owner of Site: 800 El Camino Real, San Bruno, CA]

Site Operator
3155 El Camino Real
Santa Clara, CA 95051-2905

Peter Bowers and
Stephen J. Coates, Registered Agent
Coates & Sowards, Inc.
1725 So. Bascom Avenue #104
Campbell, CA 95008-0623
[Owner of Site: 3155 El Camino Real, Santa Clara, CA]

Site Operator
1124 Sebastopol Road
Santa Rosa, CA 95407-6833

Javier Ceja
248 Laquinta Drive
Windsor, CA 95492-9100
[Owner of Site: 1124 Sebastopol Road, Santa Rosa, CA]