

Exhibit X

part 3

Invoice No.	Date of Inv.	Payment To:	Description	Check Number	Dollar Amount
10214	02/09/99	Ogden Environmental & Energy	Professional Services	16013	\$21,577.50
10371	03/09/99	Ogden Environmental & Energy	Professional Services	16036	\$10,121.36
10528	04/13/99	Ogden Environmental & Energy	Professional Services	16045	\$8,323.78
2706	04/27/99	County of San Diego	Professional Services		\$824.00
990300454	03/05/99	Gibson, Dunn & Crutcher LLP	Professional Services		\$4,188.59
990403711	04/30/99	Gibson, Dunn & Crutcher LLP	Legal Services	16051	\$6,281.90
(amendment)	05/11/99	Centre City Development Corp.	deposit to trust acct	16050	\$7,000.00
10677	05/11/99	Ogden Environmental & Energy	Professional Services	16058	\$807.85
990500153	05/27/99	Gibson, Dunn & Crutcher LLP	Legal Services	16060	\$2,271.12
10815	06/08/99	Ogden Environmental & Energy	Professional Services	16069	\$4,167.50
1499450	06/18/99	Centre City Development Corp.	P.S. 05/15-06/11/99		\$3,100.00
990600094	06/24/99	Gibson, Dunn & Crutcher LLP	Legal Services	16073	\$5,182.99
990700401	6/30/99	Gibson, Dunn & Crutcher LLP	Legal Services	16075	\$1,609.35
10961	07/13/99	Ogden Environmental & Energy	Professional Services	16081	\$5,864.63
2775	08/03/99	The County of San Diego	Cost recovery		\$896.00

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

91-05177 11

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010214
INVOICE DATE: 02/09/99
CONTRACT NO.:
PROJECT NO. : 3-1620-2000

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 01/22/99

TOTAL DUE PER THIS INVOICE * 21,577.50

CONTRACT STATUS:

TOTAL CONTRACT AMOUNT.....	92,524.00
TOTAL INVOICED THRU 01/22/99.....	82,402.44
CONTRACT AMOUNT REMAINING.....	10,121.56

1.5X INTEREST CHARGED ON BALANCES OVER 30 DAYS

*OK for payment of \$21,577.50 by TLC
(RE: San Diego Cleanup)
K. Ries
2-17-99*

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

ORIGINAL

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
 San Diego, CA 92121
 619 458 9044
 FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
 ATTN: KENNETH RIES

INVOICE NO. : 010214
 INVOICE DATE: 02/09/99
 CONTRACT NO. :
 PROJECT NO. : 3-1620-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

	HOURS	RATE	AMOUNT
PROFESSIONAL CATEGORY 2	25.50	55.00	1,402.50
PROFESSIONAL CATEGORY 3	6.00	60.00	360.00
PROFESSIONAL CATEGORY 4	1.00	65.00	65.00
PROFESSIONAL CATEGORY 7	1.50	80.00	120.00
PROFESSIONAL CATEGORY 8	4.50	85.00	382.50
PROFESSIONAL CATEGORY 10	97.00	95.00	9,215.00
PROFESSIONAL CATEGORY 11	35.00	100.00	3,500.00
PROFESSIONAL CATEGORY 12	9.75	105.00	1,023.75
PROFESSIONAL CATEGORY 14	4.00	125.00	500.00
TECHNICIAN CATEGORY 37	6.00	55.00	330.00
TECHNICIAN CATEGORY 38	2.00	60.00	120.00
ADMIN/CLERICAL CATEGORY 43	1.50	35.00	52.50
WRITER/EDITOR CATEGORY 46	2.25	50.00	112.50
WORD PROCESSOR CATEGORY 48	0.25	35.00	288.75
	-----		-----
	204.25		17,472.50

EXPENSES

	AMOUNT
SUBCONTRACTORS	1,377.89
OTHER TRAVEL	2.27
PHONE	5.03
POSTAGE/DELIVERY	23.27
REPRODUCTION/GRAPHICS	185.00
OUTSIDE LABORATORY	2,230.28
MILEAGE	104.53
TEMPORARY AGENCIES	120.31
MISCELLANEOUS	55.62

	4,105.00

** TOTAL PROJECT 3-1620-2000 21,577.50
 =====

Remittance Address:
 Ogden EESC
 P.O. Box 840427
 Dallas, TX 75284-0427

ORIGINAL

Wire Transfers:
 Ogden EESC
 Account Number: 1290918896
 NationsBank ABA Number: 111000012

**TLC BILLING ANALYSIS FOR THE
GREYHOUND MAINTENANCE YARD PROJECT**

From 12/26/98 to 1/22/99

LABOR COSTS

Professional Category 2 Preparation of 3rd/4th Quarterly Report and LNAPL Evaluation	\$ 1,402.50
Professional Category 3 Quarterly report preparation; project administration/support	360.00
Professional Category 4 Project administration/subcontracting support	65.00
Professional Category 7 Graphics support	120.00
Professional Category 8 Graphics support	382.50
Professional Category 10 Project management, regulatory interface, preparation of LNAPL evaluation; preparation of 3rd/4th Quarter Monitoring Report	9,215.00
Professional Category 11 Preparation of LNAPL evaluation	3,500.00
Professional Category 12 Preparation of LNAPL evaluation	1,023.75
Professional Category 14 Preparation of LNAPL evaluation	500.00
Admin/Clerical Category 37 Graphics support	330.00
Admin/Clerical Category 38 Graphics support	120.00
Admin/Clerical Category 43 Administration/clerical support	52.50
Admin/Clerical Category 46 Technical editing	112.50
Admin/Clerical Category 48 Word processing	288.75
TOTAL LABOR	\$ 17,472.50

EXPENSE COSTS

Subcontractors (AFVR contractor)	\$ 1,377.89
Subcontractors (CalScience Analytical Laboratories)	2,230.28
Subcontractors (Temporary Agencies)	120.31
Travel expenses	2.27
Phone	5.03
Postage/delivery	23.27
Photocopying	185.80
Mileage	104.53
Supplies (General Plan, Land Use Element)	55.62
TOTAL EXPENSES	\$ 4,105.00

GRAND TOTAL **\$ 21,577.50**

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010214
INVOICE DATE: 02/09/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 01/22/99

TOTAL DUE PER THIS INVOICE

\$ 21,577.50

=====

CONTRACT STATUS:

TOTAL CONTRACT AMOUNT.....	92,524.00
TOTAL INVOICED THRU 01/22/99....	82,402.44
CONTRACT AMOUNT REMAINING.....	10,121.56

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

REMITTANCE

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
 San Diego, CA 92121
 619 458 9044
 FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
 ATTN: KENNETH RIES

INVOICE NO. : 010214
 INVOICE DATE: 02/09/99
 CONTRACT NO. :
 PROJECT NO. : 3-1620-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

PROFESSIONAL CATEGORY	HOURS	RATE	AMOUNT
PROFESSIONAL CATEGORY 2	25.00	55.00	1,402.50
PROFESSIONAL CATEGORY 3	6.00	60.00	360.00
PROFESSIONAL CATEGORY 4	1.00	65.00	65.00
PROFESSIONAL CATEGORY 7	1.50	80.00	120.00
PROFESSIONAL CATEGORY 8	4.50	85.00	382.50
PROFESSIONAL CATEGORY 10	97.00	95.00	9,215.00
PROFESSIONAL CATEGORY 11	35.00	100.00	3,500.00
PROFESSIONAL CATEGORY 12	9.75	105.00	1,023.75
PROFESSIONAL CATEGORY 14	4.00	125.00	500.00
TECHNICIAN CATEGORY 37	6.00	55.00	330.00
TECHNICIAN CATEGORY 38	2.00	60.00	120.00
ADMIN/CLERICAL CATEGORY 43	1.50	35.00	52.50
WRITER/EDITOR CATEGORY 46	2.25	50.00	112.50
WORD PROCESSOR CATEGORY 48	8.25	35.00	288.75
	<u>204.25</u>		<u>17,472.50</u>

EXPENSES

	AMOUNT
SUBCONTRACTORS	1,377.89
OTHER TRAVEL	2.27
PHONE	5.03
POSTAGE/DELIVERY	23.27
REPRODUCTION/GRAPHICS	185.80
OUTSIDE LABORATORY	2,230.28
MILEAGE	104.53
TEMPORARY AGENCIES	120.31
MISCELLANEOUS	55.62
	<u>4,105.00</u>

** TOTAL PROJECT 3-1620-2000 21,577.50
 =====

Remittance Address:
 Ogden EESC
 P.O. Box 840427
 Dallas, TX 75284-0427

REMITTANCE

Wire Transfers:
 Ogden EESC
 Account Number: 1290918896
 NationsBank ABA Number: 111000012

NationsBank
 ENTERED

LB 840427 Bat 4714 Seq 122029140 Trn 1 \$21,577.50
 OGDEN ENVIRONMENTAL 3/ 2/99

Transportation Leasing Corp.
 1250 North Central
 Phoenix, AZ
 85077-2310

Wells Fargo
 PO Box 63020
 San Francisco, CA
 94163

11-24/1210 (8)

DATE 02/26/1999 CHECK NUMBER CHK0016013

PAY Twenty one thousand five hundred seventy seven and 50/100 *****

TO THE ORDER OF
 OGDEN BESC
 PO BOX 840427
 DALLAS, TX
 75284-0427

AMOUNT 21,577.50

Edmund
Catherine Johnson

@0016013 122029140 415950975

DATE 02/26/1999 CHECK NUMBER CHK0016013

INVOICE NUMBER	INVOICE DATE	VOUCHER NUMBER	VOUCHER DUE DATE	GROSS AMOUNT	DISCOUNT	NET AMOUNT
010214	02/09/1999	VC000024	03/01/1999	21,577.50 PROJECT 3-1620-2000		21,577.50

2

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE	02/26/1999	CHECK NUMBER	CHK0016013
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PAY Twenty one thousand five hundred seventy seven and 50/100 *****

TO THE ORDER OF
OGDEN EESC
PO BOX 840427
DALLAS, TX
75284-0427

AMOUNT	21,577.50
--------	-----------

Edwin...
Catherine J. Stevens

⑈0016013⑈ ⑆121000248⑆ 4159509751⑈ ⑆0002157750⑆

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OGDEN ENVIRONMENTAL AND ENERGY SERVICES

TLC-San Diego
9100624-16

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010371
INVOICE DATE: 03/09/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

RECEIVED
MAR 29 1999
K. M. RIES

PROJECT TITLE: GREYHOUND SITE
FOR SERVICES PERFORMED THROUGH 02/19/99

TOTAL DUE PER THIS INVOICE \$ 10,121.36
=====

CONTRACT STATUS:
TOTAL CONTRACT AMOUNT..... 92,524.00
TOTAL INVOICED THRU 02/19/99..... 92,523.80
CONTRACT AMOUNT REMAINING..... .20

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS

OK for payment of \$ 10,121.36
by TLC
(RE: San Diego change)
A. M. Rios
3/29/99

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

ORIGINAL

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
 San Diego, CA 92121
 619 458 9044
 FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
 ATTN: KENNETH RIES

INVOICE NO. : 010371
 INVOICE DATE: 03/09/99
 CONTRACT NO. :
 PROJECT NO. : 3-1620-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

	HOURS	RATE	AMOUNT
PROFESSIONAL CATEGORY 3	8.50	60.00	510.00
PROFESSIONAL CATEGORY 8	4.00	85.00	340.00
PROFESSIONAL CATEGORY 10	57.50	95.00	5,462.50
PROFESSIONAL CATEGORY 12	18.50	105.00	1,942.50
PROFESSIONAL CATEGORY 15	1.00	135.00	135.00
PROFESSIONAL CATEGORY 16	5.00	140.00	700.00
TECHNICIAN CATEGORY 37	2.00	55.00	110.00
ADMIN/CLERICAL CATEGORY 44	3.25	40.00	130.00
ADMIN/CLERICAL CATEGORY 45	1.00	45.00	45.00
WRITER/EDITOR CATEGORY 46	.25	50.00	12.50
WORD PROCESSOR CATEGORY 48	13.75	35.00	481.25
	-----		-----
	114.75		9,868.75

EXPENSES

	AMOUNT
PHONE	3.02
REPRODUCTION/GRAPHICS	7.83
TEMPORARY AGENCIES	60.16
MISCELLANEOUS	181.60

	252.61

** TOTAL PROJECT 3-1620-2000 10,121.36
 =====

Remittance Address:
 Ogden EESC
 P.O. Box 840427
 Dallas, TX 75284-0427

Wire Transfers:
 Ogden EESC
 Account Number: 1290918896
 NationsBank ABA Number: 111000012

ORIGINAL

**TLC BILLING ANALYSIS FOR THE
GREYHOUND MAINTENANCE YARD PROJECT**

From 1/23/99 to 2/19/99

LABOR COSTS

Professional Category 3 Product skimming.	\$ 510.00
Professional Category 8 Graphics support.	340.00
Professional Category 10 Project management, preparation of LNAPL Evaluation, regulatory interface.	5462.50
Professional Category 12 Preparation of LNAPL Evaluation.	1,942.50
Professional Category 15 Preparation of LNAPL Evaluation.	135.00
Professional Category 16 Preparation of LNAPL Evaluation.	700.00
Admin/Clerical Category 37 Graphics support, administration/clerical support	110.00
Admin/Clerical Category 44 Graphics support	130.00
Admin/Clerical Category 45 Administration/clerical support	45.00
Admin/Clerical Category 46 Technical editing	12.50
Admin/Clerical Category 48 Word processing/technical editing	481.25
TOTAL LABOR	\$ 9868.75

EXPENSE COSTS

Phone	3.02
Reproduction/graphics	67.99
County Fee for review of LNAPL risk evaluation.	181.60
TOTAL EXPENSES	\$ 252.61

GRAND TOTAL **\$ 10,121.36**

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010371
INVOICE DATE: 03/09/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 02/19/99

TOTAL DUE PER THIS INVOICE \$ 10,121.36
=====

CONTRACT STATUS:
TOTAL CONTRACT AMOUNT..... 92,524.00
TOTAL INVOICED THRU 02/19/99..... 92,523.80
CONTRACT AMOUNT REMAINING..... .20

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

REMITTANCE

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
 San Diego, CA 92121
 619 458 9044
 FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
 ATTN: KENNETH RIES

INVOICE NO. : 010371
 INVOICE DATE: 03/09/99
 CONTRACT NO.:
 PROJECT NO. : 3-1620-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

	HOURS	RATE	AMOUNT
PROFESSIONAL CATEGORY 3	8.50	60.00	510.00
PROFESSIONAL CATEGORY 8	4.00	85.00	340.00
PROFESSIONAL CATEGORY 10	57.50	95.00	5,462.50
PROFESSIONAL CATEGORY 12	18.50	105.00	1,942.50
PROFESSIONAL CATEGORY 15	1.00	135.00	135.00
PROFESSIONAL CATEGORY 16	5.00	140.00	700.00
TECHNICIAN CATEGORY 37	2.00	55.00	110.00
ADMIN/CLERICAL CATEGORY 44	3.25	40.00	130.00
ADMIN/CLERICAL CATEGORY 45	1.00	45.00	45.00
WRITER/EDITOR CATEGORY 46	.25	50.00	12.50
WORD PROCESSOR CATEGORY 48	13.75	35.00	481.25
	-----		-----
	114.75		9,868.75

EXPENSES

	AMOUNT
PHONE	3.02
REPRODUCTION/GRAPHICS	7.83
TEMPORARY AGENCIES	60.16
MISCELLANEOUS	181.60

	252.61

** TOTAL PROJECT 3-1620-2000 10,121.36
 =====

Remittance Address:
 Ogden EESC
 P.O. Box 840427
 Dallas, TX 75284-0427

Wire Transfers:
 Ogden EESC
 Account Number: 1290918896
 NationsBank ABA Number: 111000012

REMITTANCE

NationsBank

8 10/21/36

ENTERED

Transportation Leasing Corp.
 1830 North Central
 Phoenix, AZ
 85077-2310

2

Wells Fargo
 PO Box 63020
 San Francisco, CA
 94163

11-247210 (8)

DATE 04/15/1999 CHECK NUMBER CHK0016036

Ten thousand one hundred twenty one and 00/100

OGDEN EESC

AMOUNT 10,121.36

PO BOX 840427
 DALLAS, TX
 75284-0427

[Signature]

⑈0016036⑈ ⑈12100031A⑈ ⑈1150508261⑈

2

DATE 04/15/1999 CHECK NUMBER CHK0016036

INVOICE NUMBER	INVOICE DATE	VOUCHER NUMBER	VOUCHER DUE DATE	GROSS AMOUNT	DISCOUNT	NET AMOUNT
010371	03/09/1999	VC000050	03/09/1999	10,121.36 PROJECT 3-1620-2000		10,121.36
PRINT BATCH NUMBER	VENDOR CODE	PAY TO NAME	GROSS TOTAL	DISCOUNT TOTAL	NET TOTAL	
17	OGDEN	OGDEN EESC			10,121.36	

#3

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

2

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE	04/15/1999	CHECK NUMBER	CHK0016036
------	------------	--------------	------------

PAY Ten thousand one hundred twenty one and 36/100 *****

TO THE ORDER OF
OGDEN BESC
PO BOX 840427
DALLAS, TX
75284-0427



AMOUNT	10,121.36
--------	-----------

Robert L. Steiner
Robert L. Steiner

⑈0016036⑈ ⑆121000248⑆ 4159509751⑈ ⑆0001012136⑆



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DETERMINATION
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1-800-523-8498
1110-0002-5

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REVERSE SIDE

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

RECEIVED
APR 21 1999
K. M. RIES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010528
INVOICE DATE: 04/13/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

9100624-16

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 03/26/99

TOTAL DUE PER THIS INVOICE

\$ 8,323.78
=====

CONTRACT STATUS:

TOTAL CONTRACT AMOUNT.....	105,824.00
TOTAL INVOICED THRU 03/26/99.....	100,847.58
CONTRACT AMOUNT REMAINING.....	4,976.42

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS

*OK for payment of \$8,323.78
by (TRC) (RE: San Diego Dry Cleaners)
K. M. Ries
4/22/99*

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

ORIGINAL

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

13

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE 05/13/1999 CHECK NUMBER CHK0016045

PAY Eight thousand three hundred twenty three and 78/100 *****

TO THE ORDER OF
LOGDEN EESC
PO BOX 840427
DALLAS, TX
75284-0427

AMOUNT 8,323.78

David Benton
David Benton

⑈0016045⑈ ⑆121000248⑆ 4159509751⑈ ⑈0000832378⑈



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FINANCIAL INSTITUTION USE*

THE COUNTY OF SAN DIEGO

DEPARTMENT OF ENVIRONMENTAL HEALTH
 Site Assessment and Mitigation Division (SA/M)
 P.O. BOX 129261
 San Diego, CA 92112-9261

* * * I N V O I C E * * *

Non-Tank Contaminated Site Investigation

9100624-16

Invoice#: 2706	Invoice Date: 4/27/99	Billing Period: 1/04/99 - 3/25/99
File#: H14834-002 [SMW]	APN: 53507203	Responsible Party and Address
Site Name and Address	ATTN: ATTN: KEN RIES	
GREYHOUND LINES	TRANSPORTATION LEASING COMPANY	
539 01ST AV	1850 N CENTRAL AV	
SAN DIEGO, CA 92101-	PHOENIX, AZ 85077-	

* * Itemization of Staff Hours by Reference Number * *

REF #	Work Date	Hours	Activity

PLEASE RETAIN THIS PAGE FOR YOUR RECORDS.

<table border="1" style="margin-left: auto; margin-right: auto;"> <tr> <td style="text-align: center;">For County Use Only</td> </tr> <tr> <td style="text-align: center;">Fund: 100100</td> </tr> <tr> <td style="text-align: center;">Account: 0122</td> </tr> <tr> <td style="text-align: center;">Department: 6230</td> </tr> </table>	For County Use Only	Fund: 100100	Account: 0122	Department: 6230	<table> <tr> <td>TOTAL Hours Worked</td> <td style="text-align: right;">12.30</td> </tr> <tr> <td>Hourly Rate</td> <td style="text-align: right;">\$80.00</td> </tr> <tr> <td>Sub-Total \$</td> <td style="text-align: right;">984.00</td> </tr> <tr> <td>Less Initial Fee \$</td> <td style="text-align: right;">160.00</td> </tr> <tr> <td>Past Due Amount \$</td> <td style="text-align: right;">0.00</td> </tr> <tr> <td>TOTAL AMOUNT DUE \$</td> <td style="text-align: right;">824.00</td> </tr> </table> <p style="text-align: center; border: 1px solid black; padding: 5px;">PAYABLE UPON RECEIPT</p>	TOTAL Hours Worked	12.30	Hourly Rate	\$80.00	Sub-Total \$	984.00	Less Initial Fee \$	160.00	Past Due Amount \$	0.00	TOTAL AMOUNT DUE \$	824.00
For County Use Only																	
Fund: 100100																	
Account: 0122																	
Department: 6230																	
TOTAL Hours Worked	12.30																
Hourly Rate	\$80.00																
Sub-Total \$	984.00																
Less Initial Fee \$	160.00																
Past Due Amount \$	0.00																
TOTAL AMOUNT DUE \$	824.00																

Omer Dunn:

This is an invoice for
 county environmental
 regulatory review - new matter
 on our ongoing cleanup at
 TLC-San Diego
 Ram 3/3

OK to pay \$824.00 by TLC
 (RE: San Diego, CA cleanup)
 R. M. Rios
 3/3/99

REMITTANCE PAGE

NonTank, r2, Apr99, DEH-SA/M

COUNTY OF SAN DIEGO

DEPARTMENT OF ENVIRONMENTAL HEALTH
Site Assessment and Mitigation Division (SA/M)
P.O. BOX 129261
San Diego, CA 92112-9261

* * * I N V O I C E * * *

Non-Tank Contaminated Site Investigation

Invoice#: 2706 Invoice Date: 4/27/99 Billing Period: 1/04/99 - 3/25/99

File#: H14834-002 [SMW]

APN: 53507203

Responsible Party and Address

Site Name and Address

GREYHOUND LINES
539 01ST AV
SAN DIEGO, CA 92101-

ATTN: KEN RIES
TRANSPORTATION LEASING COMPANY
1850 N CENTRAL AV
PHOENIX, AZ 85077-

For County Use Only

Fund: 100100
Account: 0122
Department: 6230

TOTAL Hours Worked 12.30
Hourly Rate \$80.00

Sub-Total \$ 984.00
Less Initial Fee \$ 160.00
Past Due Amount \$ 0.00
TOTAL AMOUNT DUE \$ 824.00

PAYABLE UPON RECEIPT

Please Include This Page With Your Remittance.

Make checks payable to:
The Department of Environmental Health, County of San Diego



County of San Diego

RECEIVED

MAY 03 1999

K. M. RIES

GARY ERBECK
DIRECTOR

DEPARTMENT OF ENVIRONMENTAL HEALTH

RICHARD HAAS
ASSISTANT DIRECTOR

P.O. BOX 129261, SAN DIEGO, CA 92112-9261
(619) 338-2222 FAX (619) 338-2377

Site Assessment and Mitigation Division (SA/M)

April 27, 1999

TRANSPORTATION LEASING COMPANY
ATTN: KEN RIES
1850 N CENTRAL AV
PHOENIX, AZ 85077-

Dear ATTN: KEN RIES:

Regarding: SA/M Invoice Number: 2706
Site ID: H14834-002
GREYHOUND MAINTENANCE YARD (Historical Name)
GREYHOUND LINES
539 01ST AV
SAN DIEGO, CA 92101-

Section 65.107(h) of the San Diego County code of Regulatory Ordinances gives the County the authority to recover costs incurred by site assessment and oversight investigations of contaminated groundwater/soil. You were previously notified that the responsible party is subject to billing for SA/M activities related to the oversight investigation of the above referenced site.

The attached invoice is for the time spent by SA/M staff on this site during the referenced billing period. The hourly rate shown on the enclosed invoice reflects the rate that was current for that billing period.

If you have any questions concerning this invoice please contact Cecilia Pilia at (619) 338-2177.

Make checks payable to: Department of Environmental Health, County of San Diego. Return the remittance page of the enclosed invoice with your payment to:

Department of Environmental Health
County of San Diego
Post Office Box 129261
San Diego, CA 92112-9261
Attention: Cashier

Enclosure

THE COUNTY OF SAN DIEGO

DEPARTMENT OF ENVIRONMENTAL HEALTH
 Site Assessment and Mitigation Division (SA/M)
 P.O. BOX 129261
 San Diego, CA 92112-9261

* * * I N V O I C E * * *

Non-Tank Contaminated Site Investigation

Invoice#: 2706	Invoice Date: 4/27/99	Billing Period: 1/04/99 - 3/25/99
File#: H14834-002 [SMW]	APN: 53507203	Responsible Party and Address
Site Name and Address	ATTN: ATTN: KEN RIES	
GREYHOUND LINES	TRANSPORTATION LEASING COMPANY	
539 01ST AV	1850 N CENTRAL AV	
SAN DIEGO, CA 92101-	PHOENIX, AZ 85077-	

* * Itemization of Staff Hours by Reference Number * *

REF #	Work Date	Hours	Activity
221	2/12/99	00.6	HAZARD EVALUATION
228	2/16/99	00.3	PUBLIC CONSULTATION
287	2/19/99	00.1	HAZARD EVALUATION
368	3/02/99	00.7	HAZARD EVALUATION
369	3/03/99	00.5	HAZARD EVALUATION
370	3/04/99	00.3	PUBLIC CONSULTATION
402	3/10/99	00.3	GOV'T AGENCY CONSULTATION
403	3/11/99	00.5	GOV'T AGENCY CONSULTATION
405	3/09/99	03.2	HAZARD EVALUATION
406	3/10/99	01.2	HAZARD EVALUATION
407	3/10/99	00.4	PUBLIC CONSULTATION
408	3/11/99	02.1	HAZARD EVALUATION
409	3/11/99	00.4	PUBLIC CONSULTATION
410	3/11/99	00.5	PUBLIC CONSULTATION
420	3/12/99	00.5	GOV'T AGENCY CONSULTATION
459	3/15/99	00.4	PUBLIC CONSULTATION
505	3/24/99	00.3	PUBLIC CONSULTATION

9100624-16

GIBSON, DUNN & CRUTCHER LLP

LAWYERS

A REGISTERED LIMITED LIABILITY PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

333 SOUTH GRAND AVENUE

LOS ANGELES, CALIFORNIA 90071-3197

(213) 229-7000

TELEX: 674930 GIBTRASK LSA

FACSIMILE: (213) 229-7520

JAS. A. GIBSON, 1852-1922
W. E. DUNN, 1861-1925
ALBERT CRUTCHER, 1860-1931

CENTURY CITY

2029 CENTURY PARK EAST
LOS ANGELES, CALIFORNIA 90067-3026

ORANGE COUNTY

4 PARK PLAZA
IRVINE, CALIFORNIA 92614-8557

SAN DIEGO

401 WEST A STREET
SAN DIEGO, CALIFORNIA 92101

SAN FRANCISCO

ONE MONTGOMERY STREET, TELESIS TOWER
SAN FRANCISCO, CALIFORNIA 94104-4505

PALO ALTO

1530 PAGE MILL ROAD
PALO ALTO, CALIFORNIA 94304-1125

DALLAS

1717 MAIN STREET
DALLAS, TEXAS 75201-7390

WRITER'S DIRECT DIAL NUMBER

DENVER
1801 CALIFORNIA STREET
DENVER, COLORADO 80202-2641

NEW YORK
200 PARK AVENUE
NEW YORK, NEW YORK 10166-0193

WASHINGTON
1050 CONNECTICUT AVENUE, N.W.
WASHINGTON, D.C. 20036-5306

PARIS
104 AVENUE RAYMOND POINCARÉ
75116 PARIS, FRANCE

LONDON
30/35 PALL MALL
LONDON SW1Y 5LP

AFFILIATED SAUDI ARABIA OFFICE
JARIR PLAZA, OLAYA STREET
P.O. BOX 15870
RIYADH 11454, SAUDI ARABIA

OUR FILE NUMBER

TLC-San Diego

March 22, 1999

(213) 229-7446

T 92442-00001

Mr. Kenneth M. Ries
Director
Transportation Leasing Company
1850 North Central Avenue
Phoenix, AZ 85077

Re: San Diego Property Sale

\$4,188.59 forwarded for TLC print

Dear Mr. Ries

Enclosed is our statement for services rendered and disbursements incurred in this matter through of February 28, 1999. Please do not hesitate to contact me if you have any questions. Thanks very much for thinking of us for this matter.

Very truly yours,

Gary L. Justice
Gary L. Justice

GLJ/trl
Enclosures
LA983570.045/3+

RECEIVED
MAR 25 1999
K. M. RIES

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

March 5, 1999

Invoice No. 990300454

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

9100624-16

For Services Rendered and Costs/Charges Advanced Through February 28, 1999

	Services Rendered	Costs/ Charges	Totals
92442-00001 San Diego Property Sale	\$ 4,161.50	\$ 27.09	\$ 4,188.59
Totals	\$ 4,161.50	\$ 27.09	\$ 4,188.59
CURRENT BALANCE DUE			\$ 4,188.59

Recommend payment of \$4,188.59
by TLC RE: Retained
Outside Counsel to negotiate env.
settlement with site developer
K.M. Ries
4/28/99

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

Invoice Date: March 5, 1999

Invoice No. 990300454

Due and Payable Upon Receipt

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

March 5, 1999

Invoice No. 990300454

REMITTANCE COPY

To ensure proper crediting, please send this copy in the enclosed envelope.

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

For Services Rendered and Costs/Charges Advanced Through February 28, 1999

	Services Rendered	Costs/ Charges	Totals
92442-00001 San Diego Property Sale	\$ 4,161.50	\$ 27.09	\$ 4,188.59
Totals	\$ 4,161.50	\$ 27.09	\$ 4,188.59
CURRENT BALANCE DUE			\$ 4,188.59

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: March 5, 1999

Invoice No. 990300454

Due and Payable Upon Receipt

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

SAN DIEGO PROPERTY SALE
92442-00001

For Services Rendered Through February 28, 1999

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
<u>PATRICK W. DENNIS</u>	10.15	\$ 410.00	\$ <u>4,161.50</u>
Total Services			\$ 4,161.50
<u>COSTS/CHARGES</u>		<u>TOTAL</u>	
<u>IN HOUSE DUPLICATION</u>		\$ 2.90	
TELEPHONE CHARGES		<u>24.19</u>	
Total Costs/Charges			<u>27.09</u>
Total Services, Costs/Charges			4,188.59
BALANCE DUE			<u>\$ 4,188.59</u>

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: March 5, 1999

Invoice No. 990300454

Due and Payable Upon Receipt

SAN DIEGO PROPERTY SALE
92442-00001

Detail Services:

02/16/99

1.25 DENNIS, PATRICK W

REVIEW MATERIALS PROVIDED BY CLIENT, KEN RIES, REGARDING POTENTIAL CHANGES TO THE AGREEMENT SENT BY SAS AND MORGAN ON JANUARY 25, 1999; BEGIN MAKING LIST OF COMMENTS; TELEPHONE CONFERENCE WITH KEN RIES AND REVIEW JANUARY 22 LETTER FROM BOB RUSSELL; DISCUSS WITH RIES THE BASIC TERMS AND CONDITIONS OF THE AGREEMENT REACHED IN SAN DIEGO IN LATE 1998

02/17/99

6.50 DENNIS, PATRICK W

REVIEW JANUARY 22 MATERIALS FROM POTENTIAL BUYERS SAS AND MORGAN AND REVIEW DRAFT RESPONSE PREPARED BY KEN RIES; PREPARE LIST OF ISSUES FOR KEN AND PREPARE FOR CALL WITH KEN RIES; PREPARE DRAFT OF CERTAIN KEY LANGUAGE TO BE INCLUDED IN COMMENTS GOING BACK TO BUYER GROUP; CONFERENCE WITH KEN RIES REGARDING ISSUES IDENTIFIED IN CONNECTION WITH THE AGREEMENT. DISCUSS DIVISION OF RESPONSIBILITIES TO FINALIZE PACKAGE TO GO TO BUYER TEAM; BEGIN DRAFTING SECTIONS OF DOCUMENT FOR CLIENT TO BE INCLUDED IN PACKAGE GOING BACK TO BUYER TEAM; CONFERENCE WITH BOB RUSSELL (ATTORNEY REPRESENTING BUYER TEAM) REGARDING TIMING OF DELIVERY OF RESPONSE AND APPROVE OF RUSSELL HAVING DIRECT CONTACT WITH RIES; CONTINUE DRAFTING REVISIONS TO AGREEMENT WITH SAS AND MORGAN; CONTINUE DRAFTING REVISIONS TO AGREEMENT TO GO BACK TO BUYER

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: March 5, 1999

Invoice No. 990300454

Due and Payable Upon Receipt

02/18/99

2.40 DENNIS, PATRICK W

CONTINUE MAKING FINAL REVISIONS TO PROPOSED CHANGES TO AGREEMENT SUBMITTED BY BUYER TEAM IN LATE JANUARY; WHEN COMPLETED SEND TO KEN RIES AND CALL AND LEAVE MESSAGE FOR RIES REGARDING SAME; CONFERENCE WITH KEN RIES REGARDING THE NEED FOR A CALIFORNIA CIVIL CODE SECTION 1542 WAIVER IF WE WANT A GENERAL RELEASE TO BE EFFECTIVE; DRAFT SAME INTO THE AGREEMENT CHANGES WE ARE PROPOSING

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

Invoice Date: March 5, 1999

Invoice No. 990300454

Due and Payable Upon Receipt

SAN DIEGO PROPERTY SALE
92442-00001

Detail Costs/Charges:

IN HOUSE DUPLICATION

02/10/99 1.10 IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 02/10/99

02/17/99 1.80 IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 02/17/99

TELEPHONE CHARGES

02/17/99 21.98 602-207-5722 02/17/99 09:03 PHOENIX ARIZONA

02/19/99 2.21 602-207-5722 02/19/99 11:00 PHOENIX ARIZONA

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

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Invoice Date: March 5, 1999

Invoice No. 990300454

Due and Payable Upon Receipt

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210(8)

DATE 05/06/1999 CHECK NUMBER CHK0016041

PAY Four thousand one hundred eighty eight and 59/100 *****

TO THE ORDER OF
GIBSON DUNN & CRUTCHER
DEPT #66358
EL MONTE, CA
91735

AMOUNT 4,188.59

[Signature]
[Signature]

⑈0016041⑈ ⑆121000248⑆ 4159509751⑈ ⑆0000418859⑆



The security features on this document include fluorescent fibers, an artificial watermark on the reverse side and chemical protection. Absence of these features or the appearance of brown or blue stains may indicate alteration.

65-10-99 7872345 4698146939 883 43 52

REGULUS
CREDIT TO THE ACCOUNT
OF THE WITHIN NAME
PAYEE WITHOUT PREJUDICE
LA

NFB 11220002476
3440 FLAIR DR. ELI, CA
05101999 PKT 006 TR 0000

502533

DO NOT WRITE BELOW THIS LINE
RESERVED FOR SPECIAL INSTITUTION USE

9100624-16

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

April 30, 1999

Invoice No. 990403711

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

For Services Rendered and Costs/Charges Advanced Through March 31, 1999

	Services Rendered	Costs/ Charges	Totals
92442-00001 San Diego Property Sale	\$ 6,177.00	\$ 104.90	\$ 6,281.90
Totals	\$ 6,177.00	\$ 104.90	\$ 6,281.90
CURRENT BALANCE DUE			\$ 6,281.90

OK for payment of \$ 6,281.90 by TLC
 (RE: Legal Expenses related to San Diego cleaning)
 K. M. Ries
 5/5/99

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

April 30, 1999

Invoice No. 990403711

REMITTANCE COPY

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Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

For Services Rendered and Costs/Charges Advanced Through March 31, 1999

	Services Rendered	Costs/ Charges	Totals
92442-00001 San Diego Property Sale	\$ 6,177.00	\$ 104.90	\$ 6,281.90
Totals	\$ 6,177.00	\$ 104.90	\$ 6,281.90
CURRENT BALANCE DUE			\$ 6,281.90

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice No. 990403711

Due and Payable Upon Receipt

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

SAN DIEGO PROPERTY SALE
92442-00001

For Services Rendered Through March 31, 1999

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
PATRICK W. DENNIS	13.20	\$ 410.00	\$ 5,412.00
CHRISTOPHER H. NORTON	4.50	170.00	765.00
Total Services			\$ 6,177.00
<u>COSTS/CHARGES</u>		<u>TOTAL</u>	
IN HOUSE DUPLICATION		\$ 2.10	
ON-LINE RESEARCH (LEXIS)		102.80	
Total Costs/Charges			104.90
Total Services, Costs/Charges			6,281.90
BALANCE DUE			\$ 6,281.90

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

SAN DIEGO PROPERTY SALE
92442-00001

Detail Services:

03/03/99	0.25	DENNIS, PATRICK W	RECEIVE VOICEMAIL FROM KEN RIES AND REVIEW LETTER FROM RIES TO BOB RUSSELL (DEVELOPER'S COUNSEL)
03/08/99	0.20	DENNIS, PATRICK W	TELEPHONE CONFERENCE WITH K. RIES REGARDING MEETING WITH CCDC ON THURSDAY IN SAN DIEGO.
03/10/99	2.25	DENNIS, PATRICK W	REVIEW CORRESPONDENCE FROM CCDC AND SAS REGARDING THE DISPUTE OVER THE POLANCO LETTER IN 1998; REVIEW STATUTE AND CALL MCHENRY TO ASK FOR SOME LIMITED RESEARCH TO COLLECT CASES REGARDING NCP CONSISTENCY. TELEPHONE CONFERENCE WITH KEN RIES AND LEAVE DETAILED MESSAGE; REVIEW TWO CASES PULLED REGARDING NCP CONSISTENCY AND WHETHER STANDARD DEVELOPMENT COSTS CAN BE RECOVERED
	4.50	NORTON, CHRISTOPHER H	RESEARCH ON COSTS ASSOCIATED WITH PRIVATE DEVELOPMENT OF REAL ESTATE UNDER CERCLA, DETERMINING IF SUCH COSTS ARE NCP CONSISTENT; PREPARE AND TRANSMIT PACKAGE TO P. DENNIS

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

03/11/99

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

8.25 DENNIS, PATRICK W

PREPARE FOR MEETING WITH CCDC AND WITH CLIENT; CONFERENCE WITH KEN RIES AND DON BARRIE REGARDING THE PREPARATION FOR THE MEETING WITH CCDC LAWYERS; GET BRIEFED BY RIES REGARDING THE HISTORY OF THE CURRENT DISPUTE WITH SAS AND CCDC; GET BRIEFED BY BARRIE REGARDING THE REGIONAL BOARD CLOSURE LETTER; DISCUSS AVAILABLE OPTIONS FOR DEALING WITH THE CALCULATIONS REGARDING THE EXTRAORDINARY DISPOSAL COSTS ASSOCIATED WITH CONTAMINATED SOIL; MEET WITH (1) RICHARD OPPER (OUTSIDE COUNSEL FOR THE CCDC); (2) ROBERT RUSSELL (OUTSIDE COUNSEL FOR SAS); (3) SEAN SCHRAGER (SAS DEVELOPMENT); (4) MIKE CRIM AND CHRIS EFFENBERGER (GLI) AND THEIR INHOUSE ENVIRONMENTAL MANAGER; AND (5) KEN RIES AND DON BARRIE; DISCUSS REMAINING ISSUES FOR RUSSELL AND OUTLINE SAME; DISCUSS THE METHOD OF CALCULATING THE DELTA IN DISPOSAL COSTS. MEET PRIVATELY WITH CLIENT AND BARRIE TO DISCUSS STRATEGY; MEET WITH OTHER PARTIES AND SET SCHEDULE FOR AFTERNOON SESSION; MEET WITH BARRIE AND CLIENT OVER LUNCH TO DISCUSS STRATEGY FOR THE AFTERNOON; MEET WITH LARGER GROUP AND GO OVER THE MAJOR ISSUE OF THE CALCULATION OF THE DELTA IN DISPOSAL COSTS; DISCUSS THE TIMING OF GLI'S DEADLINE AND MEET PRIVATELY WITH THE GLI REPRESENTATIVES AND TLC REPRESENTATIVES TO DISCUSS THE POSSIBILITY OF EXTENDING THE TIME FOR TWO MORE WEEKS UNTIL APRIL 15; REACH AGREEMENT AND DISCUSS WITH BROADER GROUP; MEET WITH CLIENT REPRESENTATIVES AND RICHARD OPPER AND DISCUSS CCDC'S RE-ISSUANCE OF THE ORIGINAL POLANCO LETTER; MEET WITH CLIENT TO GO OVER THE REMAINING ISSUES AND SCHEDULE; REVIEW STATUTORY PROVISIONS OF HEALTH & SAFETY CODE SECTION 33459 REGARDING THE REDEVELOPMENT AGENCY'S ABILITY TO USE

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

THE COUNTY AS ITS LOCAL APPROVING
AGENCY

03/25/99

0.25 DENNIS, PATRICK W

TELEPHONE CONFERENCE WITH BOB
RUSSELL REGARDING NEGOTIATIONS OVER
THE AGREEMENT AND SPEAK WITH DON
BARRIE CONCERNING PROGRESS ON THE
SOIL DISPOSAL COSTS

03/26/99

1.50 DENNIS, PATRICK W

PREPARE FOR AND RECEIVE CALL FROM
BOB RUSSELL REGARDING THE REMAINING
ISSUES TO RESOLVE, DISCUSS ALL
OUTSTANDING ISSUES WITH RUSSELL
INCLUDING (1) SOIL DISPOSAL COSTS
OPTIONS INCLUDING THE DISPOSAL OF LOW
CONTAMINATED SOILS IN COUNTY-
APPROVED LOCATIONS WITHOUT
ADDITIONAL EXPENSE, (2) PAYMENT OF
SAMPLING AND ANALYSIS COSTS, (3) THE
TIMING OF THE CLOSE AND DEADLINE SET
BY GLC OF APRIL 5, (4) THE SCOPE OF
CONTAMINATION COVERED AND THE
DIFFERENT AGENCIES INVOLVED IN THE
OVERSIGHT, (5) THE TREATMENT OF
CONTAMINATED GROUNDWATER PUMPED
OUT AS A RESULT OF THE DEWATERING OF
THE AREA TO CONSTRUCT THE ELEVATOR
SHAFT, (6) THE APPROVAL BY THE COUNTY
OF THE RISK ASSESSMENT PREPARED BY
OGDEN, AND (7) THE SCOPE OF THE
RELEASE IN FAVOR OF TLC

03/29/99

0.50 DENNIS, PATRICK W

REVIEW MEMORANDUM TO KEN RIES AND
REVISE; SEND DETAILED COVER TO RIES
REGARDING STATUS AND MY
WHEREABOUTS

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

SAN DIEGO PROPERTY SALE
92442-00001

Detail Costs/Charges:

IN HOUSE DUPLICATION

03/22/99 2.10 IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 03/22/99

ON-LINE RESEARCH (LEXIS)

03/10/99 27.60 C H NORTON 03/10/99 92442-00001 LEXIS
RESEARCH

03/10/99 75.20 C J MCFARLAND 03/10/99 92442-00001 LEXIS
RESEARCH

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: April 30, 1999

Invoice No. 990403711

Due and Payable Upon Receipt

GIBSON, DUNN & CRUTCHER LLP

JAS. A. GIBSON, 1852-1922
W. E. DUNN, 1861-1925
ALBERT CRUTCHER, 1860-1931

LAWYERS

RECEIVED

DALLAS
6717 MAIN STREET
DALLAS, TEXAS 75201-7390

DENVER
1801 CALIFORNIA STREET
DENVER, COLORADO 80202-2641

NEW YORK
200 PARK AVENUE
NEW YORK, NEW YORK 10166-0193

WASHINGTON
1050 CONNECTICUT AVENUE, N.W.
WASHINGTON, D.C. 20036-5306

PARIS
104 AVENUE RAYMOND POINCARÉ
75116 PARIS, FRANCE

LONDON
30/35 Pall Mall
LONDON SW1Y 5LP

A REGISTERED LIMITED LIABILITY PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

333 SOUTH GRAND AVENUE

LOS ANGELES, CALIFORNIA 90071-3197

MAY 05 1999
K. M. RIES

(213) 229-7000

TELEX: 674930 GIBTRASK LSA

FACSIMILE: (213) 229-7520

April 30, 1999

CENTURY CITY
2029 CENTURY PARK EAST
LOS ANGELES, CALIFORNIA 90067-3026

ORANGE COUNTY
4 PARK PLAZA
IRVINE, CALIFORNIA 92614-8557

SAN DIEGO
401 WEST A STREET
SAN DIEGO, CALIFORNIA 92101

SAN FRANCISCO
ONE MONTGOMERY STREET, TELESIS TOWER
SAN FRANCISCO, CALIFORNIA 94104-4505

PALO ALTO
1530 PAGE MILL ROAD
PALO ALTO, CALIFORNIA 94304-1125

WRITER'S DIRECT DIAL NUMBER

(213) 229-7446

OUR FILE NUMBER

T 92442-00001

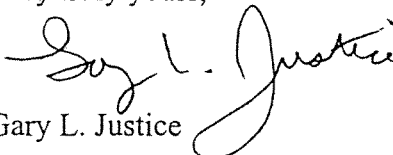
Kenneth M. Ries
Mail Station 2212
Director - Environment and Energy
Transportation Leasing Company
1850 North Central Avenue
Phoenix, AZ 85077

Re: San Diego Property Sale

Dear Ken:

Enclosed is our statement for services rendered and disbursements incurred during the month of March, 1999. Please call me if you have any questions whatsoever.

Very truly yours,


Gary L. Justice

GLJ/trl
Enclosure

LL991200.079/-1+

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE	05/26/1999	CHECK NUMBER	CHK0016051
------	------------	--------------	------------

PAY Six thousand two hundred eighty one and 90/100 *****

TO THE ORDER OF
GIBSON DUNN & CRUTCHER
DEPT #66358
EL MONTE, CA
91735

AMOUNT	6,281.90
--------	----------

Richard J. Stevenson
G. J. Gibson

⑈001605⑈ ⑆121000248⑆ 4159509751⑈

⑈0000628190⑈



The security features on this document include an artificial watermark on the reverse side and the absence of these features or the appearance of stains may indicate alteration.

PAY TO THE ORDER OF
WELLS FARGO BANK
LOS ANGELES, CA 90071
⑈122000247⑈
FOR DEPOSIT ONLY
GIBSON DUNN & CRUTCHER
DO NOT SIGN OR SIGNATURE BELOW THIS LINE
⑈122000247⑈

⑈039 30270⑈

⑈122000247⑈
WELLS FARGO BANK
EL MONTE, CA
⑈122000247⑈

JUN - 1 99

⑈122000247⑈
⑈122000247⑈
⑈122000247⑈



Centre City
Development
Corporation

RECEIVED
MAY 14 1999
K. M. RIES

May 11, 1999

Mr. Kenneth Ries
TRANSPORTATION LEASING CO.
1850 North Central Avenue
Phoenix, AZ 85077-2212

9100624-16

SUBJECT: TWELFTH AMENDMENT TO GEOMATRIX AGREEMENT; EIGHTH AMENDMENT TO TRUST AGREEMENT; SEVENTH AMENDMENT TO REMEDIATION AGREEMENT AND REQUEST FOR PAYMENT

Dear Ken:

Enclosed are copies of the following documents:

- Twelfth Amendment to Geomatrix Agreement
- Eighth Amendment to Trust Agreement
- Seventh Amendment to Remediation Agreement

Each amendment has ten signature pages. I've requested each party to sign and return all ten signature pages to me. When I have collected all of the signatures, I'll return a copy of the amendments along with the signature pages.

Attached is a spreadsheet of the account activity. Please remit your site's share of the \$7,000 for Amendments #7 and #8 for deposit into the Trust Account. Your prompt attention to my request is appreciated.

Sincerely,

DAVID ALLSBROOK
Manager, Contracting and Acquisitions

cc: Mae Alonsagay
Louise Francis
Cherie Buletza
Linda Hoover

/ecr

*This is an invoice
OK to pay \$7,000.00 to CCDC by
(RE San Diego Enviro cleanup)
K. M. Ries
5/17/99*

TLC

SEVENTH AMENDMENT
TO
REMEDICATION AGREEMENT

THIS SEVENTH AMENDMENT TO REMEDIATION AGREEMENT is entered into by and among the Redevelopment Agency of the City of San Diego (the "Agency"); Union Oil Company of California d/b/a Unocal ("UNOCAL"), a California corporation; Golden West Hotel ("Golden West"), a partnership doing business in California; Shell Oil Company ("Shell"), a Delaware corporation doing business in California; G.T.F. Properties ("G.T.F."), a partnership doing business in California; and Transportation Leasing Company ("TLC"), a California corporation (referred to collectively herein as the "Parties"), in consideration of the following facts:

The purpose of this Seventh Amendment to the Remediation Agreement is to increase the contribution by the Parties to the Remediation Agreement. Paragraph I.H. is hereby added to read as follows:

H. The Parties hereto each agree to increase their respective contributions to the Trust Fund in an amount of Seven Thousand Dollars (\$7,000). The total contribution by each Party shall not exceed Two Hundred Thirty Thousand Seven Hundred Fifty Dollars (\$230,750).

IN WITNESS WHEREOF, the Parties have executed this Seventh Amendment to the Remediation Agreement as of the date first written below.

REDEVELOPMENT AGENCY OF THE CITY OF
SAN DIEGO

Dated: _____

By: _____

Its: Deputy Executive Director

UNION OIL COMPANY OF CALIFORNIA

Dated: _____

By: _____

Its: _____

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210.(8)

DATE	05/26/1999	CHECK NUMBER	CHK0016050
------	------------	--------------	------------

PAY Seven thousand and no/100 *****

CITY TREASURER, SAN DIEGO, CA
CENTRE CITY DEVELOPMENT CORPORATION

TO THE
ORDER
OF

225 BROADWAY, SUITE 1100
SAN DIEGO, CA
92101-5074

AMOUNT	7,000.00
--------	----------

Richard J. Stevenson
John A. Nelson

⑈0016050⑈ ⑆121000248⑆ 4159509751⑈ ⑆0000700000⑆



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⑆122000661⑆
1000 W TEMPLE LA, CA 14
06/03/99 145038150 0446

0523 99

4500.97
122000661

0600 04227

DO NOT WRITE, STAMP, OR SIGN BELOW THIS LINE
RESERVED FOR FINANCIAL INSTITUTION USE

CREDITED TO ACCOUNT OF
MARILYN TRUST FUNDS
14563-80150
BANK OF AMERICA
NATIONAL ASSOCIATION
NATIONAL TRUST AND SAVINGS ASSOCIATION

⑆0000247⑆
0523 99 PCT. 006
TRACER # 0261

OGDEN

ENVIRONMENTAL AND ENERGY SERVICES

9100624-16

RECEIVED
MAY 24 1999

K. M. RIES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010677
INVOICE DATE: 05/11/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 04/23/99

TOTAL DUE PER THIS INVOICE \$ 807.85
=====

CONTRACT STATUS:

TOTAL CONTRACT AMOUNT.....	105,824.00
TOTAL INVOICED THRU 04/23/99.....	101,655.43
CONTRACT AMOUNT REMAINING.....	4,168.57

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS

*OK to pay \$807.85 by TLC
(RE: San Diego Survey Cleanup)
K. M. Ries
5/25/99*

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

ORIGINAL

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES

INVOICE NO. : 010677
INVOICE DATE: 05/11/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

	HOURS	RATE	AMOUNT
PROFESSIONAL CATEGORY 10	8.00	95.00	760.00
	-----		-----
	8.00		760.00

EXPENSES

	AMOUNT
MATERIALS & SUPPLIES	10.09
PHONE	37.76

	47.85

** TOTAL PROJECT 3-1620-2000 807.85
=====

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

ORIGINAL

Wire Transfers:
Ogden EESC
Account Number: 1290918895
NationsBank ABA Number: 111000012

**TLC BILLING ANALYSIS FOR THE
GREYHOUND MAINTENANCE YARD PROJECT**

From 3/27/99 to 4/23/99

LABOR COSTS

Professional Category 10	\$	760.00
Project management, regulatory interface		
TOTAL LABOR	\$	760.00

EXPENSE COSTS

Materials and supplies	\$	10.09
Phone	\$	37.76
TOTAL EXPENSES	\$	47.85

GRAND TOTAL	\$	807.85
--------------------	-----------	---------------

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 018677
INVOICE DATE: 05/11/99
CONTRACT NO. :
PROJECT NO. : 3-1626-2602

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 04/23/99

TOTAL DUE PER THIS INVOICE \$ 007.05
=====

CONTRACT STATUS:

TOTAL CONTRACT AMOUNT.....	100,024.00
TOTAL INVOICED THRU 04/23/99.....	101,605.43
CONTRACT AMOUNT REMAINING.....	4,162.57

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS ---

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

REMITTANCE

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
 San Diego, CA 92121
 619 458 9044
 FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
 ATTN: KENNETH RIES

INVOICE NO.: 910877
 INVOICE DATE: 05/11/99
 CONTRACT NO.:
 PROJECT NO.: 3-1628-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

PROFESSIONAL CATEGORY IS	HOURS	RATE	AMOUNT
	8.00	95.00	760.00
	8.00		768.00

EXPENSES

	AMOUNT
MATERIALS & SUPPLIES	10.09
PHONE	37.76
	47.85

** TOTAL PROJECT 3-1628-2000 987.85

Remittance Address:
 Ogden EESC
 P.O. Box 840427
 Dallas, TX 75284-0427

Wire Transfers:
 Ogden EESC
 Account Number: 1290918896
 NationsBank ABA Number: 111000012

REMITTANCE

LB 840427 Bat 4832 Seq 359007911 Trn 2
 OGDEN ENVIRONMENTAL

\$807.85
 6/28/99

DOCUMENT HAS A COLORED BACKGROUND. AN ARTIFICIAL WATERMARK IS PRESENT ON THE REVERSE SIDE

Transportation Leasing Corp.
 1830 North Central
 Phoenix, AZ
 85077-2310

Wells Fargo
 PO Box 61020
 San Francisco, CA
 94163

11-24/1210 (8)

DATE 06/10/1999 CHECK NUMBER CHK0016058

PAY Eight hundred seven and 85/100 *****

TO THE ORDER OF
 OGDEN EBSC
 PO BOX 140427
 DALLAS, TX
 75284-0427

AMOUNT 807.85

[Handwritten Signature]

⑈0016058⑈ ⑆121000248⑆ 4159509751⑈

DATE 06/10/1999 CHECK NUMBER CHK0016058

INVOICE NUMBER	INVOICE DATE	VOUCHER NUMBER	VOUCHER DUE DATE	GROSS AMOUNT	DISCOUNT	NET AMOUNT
010677	05/11/1999	VC000076	06/10/1999	807.85 PROJ # 3-1620-2000		807.85
				#5		
PRINT BATCH NUMBER	VENDOR CODE	PAY TO NAME	GROSS TOTAL	DISCOUNT TOTAL	NET TOTAL	
24	OGDEN	OGDEN EBSC			807.85	

WATERMARKED
 Bank

Another Clearly Product From Allac (800) 333-5180 (949) 727-1248 Fax (949) 727-125

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

2

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE	06/10/1999	CHECK NUMBER	CHK0016058
------	------------	--------------	------------

PAY Eight hundred seven and 85/100 *****

TO THE ORDER OF OGDEN EESC
PO BOX 840427
DALLAS, TX
75284-0427

AMOUNT	807.85
--------	--------

J. Digney Burton
J. Nelson

⑈0016058⑈ ⑆121000248⑆ 4159509751⑈ ⑈0000080785⑈



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06/10/99
0037
0000080785
0730000056

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RESERVED FOR FINANCIAL INSTITUTION USE

STAMPED HERE

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE 06/24/1999 CHECK NUMBER CHK0016060

PAY Two thousand two hundred seventy one and 12/100 *****

TO THE ORDER OF GIBSON DUNN & CRUTCHER
DEPT #66358
EL MONTE, CA
91735

AMOUNT 2,271.12

Paul J. Slawson
G. Gibson

⑈0016060⑈ ⑆121000248⑆ 4159509751⑈ ⑆0000227112⑆



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06-28-99 7072310 4680140059 003 41 50

WFB 1220002471
340 FLAIR DR. EM. CA
06231999 PKT 000 TR 0070
06/24/99

DO NOT WRITE OR SIGN BELOW THIS LINE
REGULATED CREDIT TO THE ACCOUNT OF THE WITH THE SAME PAYEE WITHOUT PREJUDICE
RESERVED FOR FINANCIAL INSTITUTION USE
LA

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 1

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES
DIAL CORPORATION
DIAL TOWER
PHOENIX, AZ 85077-2212

INVOICE NO. : 010815
INVOICE DATE: 06/08/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

PROJECT TITLE: GREYHOUND SITE

FOR SERVICES PERFORMED THROUGH 05/21/99

TOTAL DUE PER THIS INVOICE

\$ 4,167.50
=====

CONTRACT STATUS:

TOTAL CONTRACT AMOUNT.....	105,824.00
TOTAL INVOICED THRU 05/21/99.....	105,822.93
CONTRACT AMOUNT REMAINING.....	1.07

1.5% INTEREST CHARGED ON BALANCES OVER 30 DAYS

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

ACCOUNTING

OGDEN ENVIRONMENTAL AND ENERGY SERVICES

5510 Morehouse Drive
San Diego, CA 92121
619 458 9044
FAX 619 458 0943

PAGE: 2

TRANSPORTATION LEASING CO
ATTN: KENNETH RIES

INVOICE NO. : 010815
INVOICE DATE: 06/08/99
CONTRACT NO. :
PROJECT NO. : 3-1620-2000

SALARY AND EXPENSE DETAIL

PROFESSIONAL SERVICES

	HOURS	RATE	AMOUNT
PROFESSIONAL CATEGORY 3	9.25	60.00	555.00
PROFESSIONAL CATEGORY 10	35.00	95.00	3,325.00
PROFESSIONAL CATEGORY 12	.50	105.00	52.50
PROFESSIONAL CATEGORY 16	1.25	140.00	175.00
TECHNICIAN CATEGORY 38	1.00	60.00	60.00
	-----		-----
	47.00		4,167.50
** TOTAL PROJECT		3-1620-2000	4,167.50
			=====

Remittance Address:
Ogden EESC
P.O. Box 840427
Dallas, TX 75284-0427

Wire Transfers:
Ogden EESC
Account Number: 1290918896
NationsBank ABA Number: 111000012

ACCOUNTING

**TLC BILLING ANALYSIS FOR THE
GREYHOUND MAINTENANCE YARD PROJECT**

From 4/24/99 to 5/21/99

LABOR COSTS

Professional Category 3 Project administration; monthly product skimming	\$ 555.00
Professional Category 10 Project management; regulatory interface; preparation of response letters to the County of San Diego, Department of Environmental Health (DEH) and the San Diego Regional Water Quality Control Board (RWQCB)	\$ 3,325.00
Professional Category 12 Preparation of DEH and RWQCB response letters	\$ 52.50
Professional Category 16 Review/discussion of DEH risk assessment comments	\$ 175.00
Technician Category 38 Graphics support	\$ 60.00
TOTAL LABOR	\$ 4,167.50
GRAND TOTAL	\$ 4,167.50

LB 840427 Bat 4843 Seq 389008172 Trn 2
 OGDEN ENVIRONMENTAL

\$4,167.50
 7/13/99

THIS DOCUMENT HAS A COLORED BACKGROUND. AN ARTIFICIAL WATERMARK IS PRESENT ON THE REVERSE SIDE.

Transportation Learning Corp
 1850 North Central
 Phoenix, AZ
 85077-2110

Wells Fargo
 P.O. Box 43020
 San Francisco, CA
 94163

11 24 1999

DATE: 07/08/1999 CHECK NUMBER: CHK0016069

PAY Four thousand one hundred sixty seven and 50/100 *****

TO THE ORDER OF
 OGDEN EESC
 PO BOX 840427
 DALLAS, TX
 75284-0427

AMOUNT 4,167.50

Robert L. Stevenson
Robert L. Stevenson

⑈0016069⑈ ⑆21000248⑆ 4159509751⑈

Bank of America ENTERED

DATE 07/08/1999 CHECK NUMBER CHK0016069

INVOICE NUMBER	INVOICE DATE	VOUCHER NUMBER	VOUCHER DUE DATE	GROSS AMOUNT	DISCOUNT	NET AMOUNT
010815	06/08/1999	VC000085	07/08/1999	4,167.50 PROJECT 3-1620-2000		4,167.50
PRINT BATCH NUMBER 28	VENDOR CODE OGDEN	PAY TO NAME OGDEN EESC		GROSS TOTAL	DISCOUNT TOTAL	NET TOTAL 4,167.50

#6

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE	07/08/1999	CHECK NUMBER	CHK0016069
------	------------	--------------	------------

PAY Four thousand one hundred sixty seven and 50/100 *****

TO THE ORDER OF
OGDEN EESC
PO BOX 840427
DALLAS, TX
75284-0427

AMOUNT	4,167.50
--------	----------

Catherine L. Stevens
CR Nelson

⑈0016069⑈ ⑆121000248⑆ 4159509751⑈ ⑈0000416750⑈



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- an artificial protection.
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07/08/1999
PMT. 60
TRACER # 1437
07/13/99
0230574895

DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE
RESERVED FOR FINANCIAL INSTITUTION USE.

CINDYDCE NENE

LB 840427 Bat 4843 Seq 389008172 Trn 2
 OGDEN ENVIRONMENTAL

\$4,167.50
 7/13/99

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Transportation Learning Corp
 1850 North Central
 Phoenix, AZ
 85077-2110

Wells Fargo
 PO Box 61020
 San Francisco, CA
 94163

11 24 1210 (3)

DATE: 07/08/1999 CHECK NUMBER: CHK0016069

PAY Four thousand one hundred sixty seven and 50/100 *****

TO THE ORDER OF
 OGDEN EESC
 PO BOX 840427
 DALLAS, TX
 75284-0427

AMOUNT 4,167.50

Camille L. Stevens
B. Nelson

⑈0016089⑈ ⑆21000248⑆ 4159509751⑈

Bank of America
 ENTERED

DATE 07/08/1999 CHECK NUMBER CHK0016069

INVOICE NUMBER	INVOICE DATE	VOUCHER NUMBER	VOUCHER DUE DATE	GROSS AMOUNT	DISCOUNT	NET AMOUNT
010815	06/08/1999	VC000085	07/08/1999	4,167.50 PROJECT 3-1620-2000		4,167.50
PRINT BATCH NUMBER 28	VENDOR CODE OGDEN	PAY TO NAME OGDEN EESC		GROSS TOTAL	DISCOUNT TOTAL	NET TOTAL 4,167.50

#6



**Centre City
Development
Corporation**

*The San Diego
Relo Fax (ri) to Frank Alessi
Approved for
Transportation Leasing
K/M Ries
9/27/99*

September 27, 1999

Mr. Stephen Thomas Erb, Esq.
11440 W. Bernardo Court, Ste. 204
San Diego, California 92127-1643

Mr. Shearn H. Platt, Esq.
RUDICK, PLATT, GLATT & GETZ
600 West Ash Street, Suite 1500
San Diego, California 92101

Mr. Kent H. Foster, Esq.
GLENN, WRIGHT, JACOBS & SHELL
401 "B" Street, Suite 2400
San Diego, California 92101

Mr. Kenneth M. Ries, Director
Environment and Energy
TRANSPORTATION LEASING CO.
1850 North Central Avenue
Phoenix, Arizona 85004-2212

Mr. Stephen T. Landuyt, Esq.
LAW OFFICE OF STEPHEN LANDUYT
550 West "C" Street, Suite 1560
San Diego, California 92101

Mr. David Allsbrook, Manager
Contracting & Acquisitions
CENTRE CITY DEVELOPMENT CORPORATION
225 Broadway, Suite 1100
San Diego, California 92101

SUBJECT: MARINA PROJECT AREA TRUST FUND - INVOICE FOR PAYMENT

Gentlemen:

In accordance with Section 5 of the Trust Agreement, request is hereby made to approve payment on Secor Invoice No. 1499450 dated 06-18-99 in the amount of \$3,100.00 and Kleinfelder Invoice No. 510173 dated 08-20-99 in the amount of \$606.00.

Please advise in writing or by faxing (619) 236-9148 that you approve this invoice for payment. In the event no approval is received within fifteen (15) days, this invoice will be deemed approved.

If there are any questions, please contact Mae Alonsagay at (619) 533-7129.

Frank J. Alessi
Vice President and Chief Financial Officer

/wys

attachments

LLLLLL
LLLLLL
LLLLLL
LLLLLL
LLLLLL

Centre City
Development
Corporation

Retn Fax (1p) to Frank Alessi
Approved for Transportation Leasing Co
M. Ries
9/27/99

September 27, 1999

Mr. Stephen Thomas Erb, Esq.
11440 W. Bernardo Court, Ste. 204
San Diego, California 92127-1643

Mr. Shearn H. Platt, Esq.
RUDICK, PLATT, GLATT & GETZ
600 West Ash Street, Suite 1500
San Diego, California 92101

Mr. Kent H. Foster, Esq.
GLENN, WRIGHT, JACOBS & SHELL
401 "B" Street, Suite 2400
San Diego, California 92101

Mr. Kenneth M. Ries, Director
Environment and Energy
TRANSPORTATION LEASING CO.
1850 North Central Avenue
Phoenix, Arizona 85004-2212

Mr. Stephen T. Landuyt, Esq.
LAW OFFICE OF STEPHEN LANDUYT
550 West "C" Street, Suite 1560
San Diego, California 92101

Mr. David Allebrook, Manager
Contracting & Acquisitions
CENTRE CITY DEVELOPMENT CORPORATION
225 Broadway, Suite 1100
San Diego, California 92101

SUBJECT: MARINA PROJECT AREA TRUST FUND - INVOICE FOR PAYMENT

Gentlemen:

In accordance with Section 5 of the Trust Agreement, request is hereby made to approve payment on Secor Invoice No. 1499450 dated 06-18-99 in the amount of \$3,100.00 and Kleinfelder Invoice No. 510173 dated 08-20-99 in the amount of \$606.00.

Please advise in writing or by faxing (619) 236-9148 that you approve this invoice for payment. In the event no approval is received within fifteen (15) days, this invoice will be deemed approved.

If there are any questions, please contact Mae Alonsagay at (619) 533-7129.

[Signature]
Frank J. Alessi
Vice President and Chief Financial Officer

/s/

attachments

225 Broadway Suite 1100 San Diego, California 92101-5074 619 235-2200 FAX 619/236-9148

TRANSMISSION REPORT

THIS DOCUMENT (REDUCED SAMPLE ABOVE)
WAS SENT

** COUNT **
1

*** SEND ***

NO	REMOTE STATION I. D.	START TIME	DURATION	#PAGES	COMMENT
1	6192369148	9-27-99 13:26	0'49"	1	

TOTAL 0:00'49" 1

RECEIVED
SEP 27 1999
K. M. RIES

FAX COVER SHEET

DATE: September 27, 1999

TO: Distribution * FAX NO. *

FROM: Frank Alessi DIRECT NO. 619-533-7130

SUBJECT: Marina Project Area Trust Fund

NO. PAGES INCLUDING COVER: 5

MESSAGE:

*Thomas Erb	619-487-5886
Kent Foster	619-239-1719
Stephen Landuyt	619-230-8401
Shearn Platt	619-234-7325
Kenneth Ries	602-207-5480

RECAP OF INVOICES FOR PAYMENT

SECOR

<u>DATE</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
6/18/99	1499450	\$ 3100.00

TOTAL CONTRACT	\$ 9100.00
PREVIOUSLY PAID	< 5761.25 >
THIS PAYMENT	< 3100.00 >
BALANCE	\$ 238.75

KLEINFELDER

<u>DATE</u>	<u>INVOICE #</u>	<u>AMOUNT</u>
8/20/99	510173	\$ 606.00

TOTAL CONTRACT	\$ 20,000.00
PREVIOUSLY PAID	< 14,517.24 >
THIS PAYMENT	< 606.00 >
	\$ 4876.76

RECEIVED FOR APPROVAL
9/23/99

[Signature]

RECEIVED FOR APPROVAL

INVOICE NO.: 1499450
INVOICE AMOUNT: \$3,100.00
INVOICE DATE: 06/18/99
FILE NO.: J0107-001-01
PROGRESS BILLING



Centre City Development Corporation
225 Broadway, Suite 100
San Diego, California 92101-5074

Please remit payment to:
SECOR International Incorporated
PO Box 60447
Charlotte, NC 28260
Fed Tax ID: 33-0385098

I N V O I C E

Previously Billed: \$5,961.43
Invoice Amount: \$3,100.00
Received To Date: \$5,761.25
Outstanding Balance: \$3,300.18

Description: 303 Market St. Conningled Plume
Environmental Consulting Services

BILLING PERIOD 05/15/99 TO 06/11/99

General

LABOR			
Project	22.00 @ \$75.00		\$1,650.00
Staff	4.00 @ \$65.00		\$260.00
Technician I	21.00 @ \$35.00		\$735.00
Word Processing I	13.00 @ \$35.00		\$455.00

\$3,100.00

Subtotal Task General

\$3,100.00

TOTAL DUE THIS INVOICE

\$3,100.00

THANK YOU FOR YOUR BUSINESS

stc//pe

JUN 28 1999

Orig. To: _____
Copy To: _____

INVOICE

Terms: net 30 days
Finance charge on past due amount 1.5%/mo (18% APR)

Federal tax identification number 94-1532513



REMIT TO
KLEINFELDER, INC.
5015 Shoreham Place
San Diego, CA 92122

Telephone No: (858) 320-2000

Centre City Development Corp.
David Alsbrook
225 Broadway, Suite 1100
San Diego, CA 92101-5074

Invoice Date: 08/20/99
Invoice No: 510173
Client No: 006363
Contract No: AC 9900774
Project No: 51-506701

***** REMITTANCE ADVICE *****

PLEASE RETURN THIS FORM WITH YOUR PAYMENT. THANK YOU.

Project: Downtown Plume Closure

INVOICE FOR SERVICES PERFORMED FROM 07/03/99 THROUGH 08/06/99

TOTAL AMOUNT DUE \$606.00

RECEIVED
D. J. ...
CENTRE CITY

AUG 20 1999

Orig. To: LOUISE

Copy To: _____

F

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

91-624-16

Federal Taxpayer ID #95-1611234

June 24, 1999

Invoice No. 990600094

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

For Services Rendered and Costs/Charges Advanced Through May 31, 1999

	Services Rendered	Costs/ Charges	Totals
92442-00001 San Diego Property Sale	\$ 5,084.00	\$ 98.99	\$ 5,182.99
Totals	\$ 5,084.00	\$ 98.99	\$ 5,182.99
CURRENT BALANCE DUE			\$ 5,182.99

*OK for payment
Outside Counsel Fees
(RE: TRC-San Diego
Settlement Negotiations with Site Developers)
K.M. Ries
6-28-99*

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

GIBSON, DUNN & CRUTCHER LLP
333 South Grand Avenue
Los Angeles, California 90071

Federal Taxpayer ID #95-1611234

June 24, 1999

Invoice No. 990600094

REMITTANCE COPY

To ensure proper crediting, please send this copy in the enclosed envelope.

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

For Services Rendered and Costs/Charges Advanced Through May 31, 1999

	Services Rendered	Costs/ Charges	Totals
92442-00001 San Diego Property Sale	\$ 5,084.00	\$ 98.99	\$ 5,182.99
Totals	\$ 5,084.00	\$ 98.99	\$ 5,182.99
CURRENT BALANCE DUE			\$ 5,182.99

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Please note that payments received after the invoice date are not reflected.

Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

Transportation Leasing Company
Kenneth M. Ries
Director
1850 North Central Avenue
Phoenix, AZ 85077

SAN DIEGO PROPERTY SALE
92442-00001

For Services Rendered Through May 31, 1999

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
PATRICK W. DENNIS	12.40	\$ 410.00	\$ <u>5,084.00</u>
Total Services			\$ 5,084.00
<u>COSTS/CHARGES</u>		<u>TOTAL</u>	
IN HOUSE DUPLICATION		\$ 83.00	
TELEPHONE CHARGES		15.99	
Total Costs/Charges			<u>98.99</u>
Total Services, Costs/Charges			5,182.99
BALANCE DUE			\$ <u><u>5,182.99</u></u>

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

SAN DIEGO PROPERTY SALE
92442-00001

Detail Services:

05/03/99			
0.25	DENNIS, PATRICK W	TALK WITH KEN RIES - STATUS OF NEGOTIATIONS WITH BOB RUSSELL	
0.75	DENNIS, PATRICK W	CONFERENCE CALL WITH RIES AND BARRIE REGARDING THE OUTSTANDING ISSUES INCLUDING THE DELTA IN DISPOSAL COSTS FOR THE GREYHOUND SITE, THE DELTA IN DISPOSAL COSTS FOR THE DOBSON SITE, AND THE USE OF BARRIE TO ACHIEVE A NO FURTHER ACTION LETTER FOR THE SITE BEFORE EXCAVATION OF THE SOIL	
05/04/99			
0.75	DENNIS, PATRICK W	REVIEW EMAIL FROM DON BARRIE REGARDING THE CALCULATED SOIL DISPOSAL COSTS AND SEND MESSAGE TO KEN RIES REGARDING THE SAME; SEND MESSAGE TO BARRIE REGARDING SAME AS WELL; GO OVER THE CALCULATIONS TO BE PREPARED FOR DISCUSSIONS WITH RUSSELL	
0.50	DENNIS, PATRICK W	REVIEW EMAILS FROM RIES AND BARRIE REGARDING THE CALCULATION OF THE DELTA FOR SOIL DISPOSAL COSTS	

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

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Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

05/06/99

0.50 DENNIS, PATRICK W

RECEIVE CALL FROM ROBERT RUSSELL AND GO OVER ALL ISSUES SEPARATING THE PARTIES: (1) THE STIGMA COSTS ASSOCIATED WITH DISPOSAL OF CLEAN SOILS FROM THE GREYHOUND SITE; (2) THE DIFFICULTIES IN OBTAINING THE NO FURTHER ACTION LETTER FROM THE REGIONAL BOARD AND THE USE OF DON BARRIE BY SAS AT TLC'S EXPENSE TO ASSIST IN THE SAME; DISCUSS FACT THAT SAS GAS THE BURDEN TO REVISE A DRAFT OF THE AGREEMENT. REPORT ON SAME TO CLIENT

05/17/99

0.40 DENNIS, PATRICK W

REVIEW VOICE AND EMAIL FROM KEN RIES AND QUICKLY REVIEW THE COVER LETTER FROM BOB RUSSELL TO THE REVISED CONTRACT; LOCATE ADDITIONAL FILE MATERIALS TO PREPARE TO GO THROUGH THE CONTRACT

0.20 DENNIS, PATRICK W

CALL KEN RIES AND DISCUSS PROPOSED CHANGES TO AGREEMENT BY RUSSELL AND SCHEDULE TIME TO DISCUSS FURTHER

05/18/99

1.00 DENNIS, PATRICK W

REVIEW REVISE DRAFT AGREEMENT SENT BY BOB RUSSELL AND PREPARE DETAILED LIST OF PROPOSED REVISIONS AND CHANGES; PREPARE FOR CALL WITH CLIENT AND IDENTIFY CHECKLIST OF ITEMS TO COVER

1.00 DENNIS, PATRICK W

TALK WITH KEN RIES AND GO OVER ALL PROVISIONS OF THE CONTRACT AND MAKE SUGGESTED CHANGES TO THE CONTRACT; CALL RUSSELL'S SECRETARY TO REQUEST AN ELECTRONIC VERSION SO THE EDITING CAN BE DONE EFFICIENTLY

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

0.20	DENNIS, PATRICK W	START THROUGH THE CONTRACT ON THE ELECTRONIC VERSION SENT BY RUSSELL AND MAKE THE DETAILED CHANGES TO THE CONTRACT TO MAKE IT CONFORM TO THE ISSUES WE DISCUSSED
1.70	DENNIS, PATRICK W	TAKE ALL COMMENTS AND INTEGRATE THEM IN TO A REDLINED VERSION OF THE CONTRACT AND DRAFT A LETTER TO BE THE COVER LETTER TO BOB RUSSELL. SEND VIA EMAIL TO KEN RIES
05/19/99		
0.25	DENNIS, PATRICK W	RECEIVE MESSAGE FROM KEN REIS REGARDING THE COMMENTS ON THE DRAFT OF THE AGREEMENT AND THE COVER LETTER AND BEGIN TO INCORPORATE THE COMMENTS
0.25	DENNIS, PATRICK W	RECEIVE MESSAGE FROM KEN REIS ON THE VOICEMAIL AND EMAIL RESPONDING TO THE DRAFT OF THE AGREEMENT SENT THE DAY BEFORE; REVIEW AND BEGIN REVISING DRAFT ACCORDING TO COMMENTS AND ADDITIONAL ISSUES
0.50	DENNIS, PATRICK W	INCORPORATE CLIENT'S COMMENTS INTO THE FINAL DRAFT OF THE AGREEMENT WITH REVISIONS AND MAKE FURTHER REVISIONS TO LETTER TO RUSSELL; LEAVE DETAILED VOICEMAILS WITH RIES AND SEND EMAILS
05/20/99		
1.00	DENNIS, PATRICK W	TAKE A FINAL REVIEW OF THE PROPOSED REMEDIATION AGREEMENT REVISIONS AND MAKE FURTHER CHANGES; MAKE CHANGES TO THE LETTER TO BOB RUSSELL AND CALL KEN REIS TO DISCUSS FINAL CHANGES

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

0.50	DENNIS, PATRICK W	PROOF READ THE FINAL DRAFT OF THE REMEDIATION AGREEMENT WITH THE CHANGES IN IT FROM OUR REVIEW; REVISE LETTER TO RUSSELL ACCORDINGLY AND SIGN AND SEND OUT
05/26/99		
0.70	DENNIS, PATRICK W	RECEIVE MESSAGE FROM KEN RIES AND DON BARRIE AND DISCUSS WITH THEM THE COMMENTS FROM RUSSELL REGARDING THE AGREEMENT; DEVELOP COUNTER PROPOSALS FRO EACH ONE
05/27/99		
0.50	DENNIS, PATRICK W	REVIEW EMAILS FROM RUSSELL AND RIES AND NOTES FROM CONVERSATION WITH BARRIE AND DRAFT DETAILED EMAIL TO RUSSELL PURSUANT TO THE CLIENT'S AGREEMENT RESPONDING TO THE REMAINING ISSUES IN THE REMEDIATION AGREEMENT
0.20	DENNIS, PATRICK W	RECEIVE AND REVIEW EMAIL FROM BARRIE REGARDING THE COUNTY'S APPROVAL OF THE RISK ASSESSMENT
05/28/99		
0.25	DENNIS, PATRICK W	RECEIVE LETTER AND DOBSON PARCEL REPORT FROM RUSSELL AND HAVE COPIES MADE AND SENT TO BARRIE AND KEN RIES; REVIEW LETTER FROM RUSSELL
0.50	DENNIS, PATRICK W	REVIEW THE LETTER FROM RUSSELL AND DRAFT EMAIL MESSAGE TO KEN RIES AND DON BARRIE WITH RUSSELL'S COMMENTS
05/29/99		
0.50	DENNIS, PATRICK W	BRIEFLY REVIEW THE FINAL AGREEMENT SENT BY RUSSELL AND THE REDLINE AND SEND TO KEN RIES AND DON BARRIE; SEND MESSAGES TO RUSSELL, BARRIE AND RIES

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

Invoice Date: June 24, 1999

Invoice No. 990600094

Due and Payable Upon Receipt

SAN DIEGO PROPERTY SALE
92442-00001

Detail Costs/Charges:

IN HOUSE DUPLICATION

05/13/99	1.60	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 05/13/99
05/17/99	0.70	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 05/17/99
05/20/99	10.80	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 05/20/99
05/27/99	2.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 05/27/99
05/28/99	67.50	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 05/28/99

TELEPHONE CHARGES

05/13/99	1.50	602-207-5480 05/13/99 12:41 PHOENIX ARIZONA
05/18/99	10.89	602-207-5722 05/18/99 10:29 PHOENIX ARIZONA
05/20/99	1.29	602-207-5722 05/20/99 07:18 PHOENIX ARIZONA
05/29/99	2.31	602-207-5480 05/29/99 09:29 PHOENIX ARIZONA

Please Remit To:

GIBSON, DUNN & CRUTCHER LLP, DEPARTMENT NO. 66358, EL MONTE, CALIFORNIA 91735

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Invoice Date: June 24, 1999

Invoice No. 99060094

Due and Payable Upon Receipt

GIBSON, DUNN & CRUTCHER LLP

LAWYERS

A REGISTERED LIMITED LIABILITY PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

333 SOUTH GRAND AVENUE
LOS ANGELES, CALIFORNIA 90071-3197

(213) 229-7000

TELEX: 674930 GIBTRASK LSA

FACSIMILE: (213) 229-7520

June 25, 1999

JAS. A. GIBSON, 1852-1922
W. E. DUNN, 1861-1925
ALBERT CRUTCHER, 1860-1931

CENTURY CITY
2029 CENTURY PARK EAST
LOS ANGELES, CALIFORNIA 90067-3026

ORANGE COUNTY
4 PARK PLAZA
IRVINE, CALIFORNIA 92614-8557

SAN DIEGO
401 WEST A STREET
SAN DIEGO, CALIFORNIA 92101

SAN FRANCISCO
ONE MONTGOMERY STREET, TELESIS TOWER
SAN FRANCISCO, CALIFORNIA 94104-4505

PALO ALTO
1530 PAGE MILL ROAD
PALO ALTO, CALIFORNIA 94304-1125

WRITER'S DIRECT DIAL NUMBER

(213) 229-7446

DALLAS
1717 MAIN STREET
DALLAS, TEXAS 75201-7390

DENVER
1801 CALIFORNIA STREET
DENVER, COLORADO 80202-2641

NEW YORK
200 PARK AVENUE
NEW YORK, NEW YORK 10166-0193

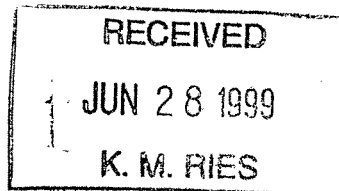
WASHINGTON
1050 CONNECTICUT AVENUE, N.W.
WASHINGTON, D.C. 20036-5306

PARIS
104 AVENUE RAYMOND POINCARÉ
75116 PARIS, FRANCE

LONDON
30/35 PALL MALL
LONDON SW1Y 5LP

OUR FILE NUMBER

T 92442-00001



Kenneth M. Ries
Mail Station 2212
Director - Environment and Energy
Transportation Leasing Company
1850 North Central Avenue
Phoenix, AZ 85077

Re: San Diego Property Sale

Dear Ken:

Enclosed is our statement for services rendered and disbursements incurred during the month of May, 1999. Please call me if you have any questions whatsoever.

Very truly yours,

Gary L. Justice
Gary L. Justice

GLJ/trl
Enclosure

LL991200.079/2+

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210(8)

DATE 07/19/1999 CHECK NUMBER CHK0016073

PAY Five thousand one hundred eighty two and 99/100 *****

TO THE ORDER OF GIBSON DUNN & CRUTCHER
DEPT #66358
EL MONTE, CA
91735

AMOUNT 5,182.99

Diane J. Burt
Gibson

⑈0016073⑈ ⑆121000248⑆ 4159509751⑈ ⑆0000518299⑈



The security features on this document include fluorescent fibers, an artificial watermark on the reverse side and chemical protection. Absence of these features or the appearance of brown or blue stains may indicate alteration.

23 07 22-99 7872351 4680146039 0228 46 54 053

WEB TEMPE, AZ 07221999
LA TRACER# 3683 PKT# 606
⑈122101191⑈

REGULATORY
CREDIT TO THE ACCOUNT
OF THE WITHDRAWING
PAYEE WITHOUT PREJUDICE

DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE
RESERVED FOR FINANCIAL INSTITUTION USE

Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE	08/12/1999	CHECK NUMBER	CHK0016081
------	------------	--------------	------------

PAY Five thousand eight hundred sixty four and 63/100 *****

TO THE ORDER OF
OGDEN EESC
PO BOX 840427
DALLAS, TX
75284-0427

AMOUNT	5,864.63
--------	----------

J. Donald Burton
J. Nelson

⑈0016081⑈ ⑆121000248⑆ 4159509751⑈ ⑆0000586463⑆

Invoice # 10961



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FOR DEPOSIT ONLY - CDPAYEE ALL RIGHT

122000247
08171999
TRACER # 168

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Transportation Leasing Corp.
1850 North Central
Phoenix, AZ
85077-2310

Wells Fargo
PO Box 63020
San Francisco, CA
94163

11-24/1210 (8)

DATE: 07/29/1999 CHECK NUMBER: CHK0016075

PAY One thousand six hundred nine and 35/100 *****

TO THE ORDER OF GIBSON DUNN & CRUTCHER
DEPT #66358
EL MONTE, CA
91735

AMOUNT 1,609.35

[Signature]
Gibson

⑈0016075⑈ ⑆121000248⑆ 4159509751⑈ ⑆0000160935⑆



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AUG - 2 99

MEB TEMPE, AZ 08021999
LA TRACER# 2197 BKT# 006
⑈122101191⑈

2026 48745

WELLS FARGO BANK
LOS ANGELES, CA 90071
R# 1220002479⑆
FOR DEPOSIT ONLY
GIBSON DUNN & CRUTCHER
GENERAL ACCOUNT
⑆160016039⑆
DO NOT WRITE, STAMP OR SIGN BELOW THIS LINE
RESERVED FOR FINANCIAL INSTITUTION USE

THE COUNTY OF SAN DIEGO

DEPARTMENT OF ENVIRONMENTAL HEALTH
 Site Assessment and Mitigation Division (SA/M)
 P.O. BOX 129261
 San Diego, CA 92112-9261

9100624-A1

* * * I N V O I C E * * *

Voluntary Assistance Program (VAP)

Invoice#: 2775	Invoice Date: 8/03/99	Billing Period: 3/26/99 - 6/30/99
File#: H14834-002 [SMW]	APN: 53507203	Responsible Party and Address
Site Name and Address	ATTN: KEN RIES	
GREYHOUND LINES	TRANSPORTATION LEASING COMPANY	
539 01ST AV	1850 N CENTRAL AV	
SAN DIEGO, CA 92101-	PHOENIX, AZ 85077-	

* * Itemization of Staff Hours by Reference Number * *

REF #	Work Date	Hours	Activity
-------	-----------	-------	----------

PLEASE RETAIN THIS PAGE FOR YOUR RECORDS.

<table border="1"> <tr> <td style="text-align: center;">For County Use Only</td> </tr> <tr> <td>Fund: 100100</td> </tr> <tr> <td>Account: 0122</td> </tr> <tr> <td>Department: 6230</td> </tr> </table>	For County Use Only	Fund: 100100	Account: 0122	Department: 6230	<table> <tr> <td>TOTAL Hours Worked</td> <td style="text-align: right;">11.20</td> </tr> <tr> <td>Hourly Rate</td> <td style="text-align: right;">\$80.00</td> </tr> <tr> <td>Sub-Total \$</td> <td style="text-align: right;">896.00</td> </tr> <tr> <td>Less Initial Fee \$</td> <td style="text-align: right;">0.00</td> </tr> <tr> <td>Past Due Amount \$</td> <td style="text-align: right;">0.00</td> </tr> <tr> <td>TOTAL AMOUNT DUE \$</td> <td style="text-align: right;">896.00</td> </tr> </table> <p style="text-align: center;">PAYABLE UPON RECEIPT</p>	TOTAL Hours Worked	11.20	Hourly Rate	\$80.00	Sub-Total \$	896.00	Less Initial Fee \$	0.00	Past Due Amount \$	0.00	TOTAL AMOUNT DUE \$	896.00
For County Use Only																	
Fund: 100100																	
Account: 0122																	
Department: 6230																	
TOTAL Hours Worked	11.20																
Hourly Rate	\$80.00																
Sub-Total \$	896.00																
Less Initial Fee \$	0.00																
Past Due Amount \$	0.00																
TOTAL AMOUNT DUE \$	896.00																

*OK to pay 896.00 by TLC
 (RE: San Diego Garage cleanup)
 R. M. Kirk
 8-13-99 (pg 11)*

COUNTY OF SAN DIEGO

DEPARTMENT OF ENVIRONMENTAL HEALTH
Site Assessment and Mitigation Division (SA/M)
P.O. BOX 129261
San Diego, CA 92112-9261

* * * I N V O I C E * * *

Voluntary Assistance Program (VAP)

Invoice#: 2775 Invoice Date: 8/03/99 Billing Period: 3/26/99 - 6/30/99

File#: H14834-002 [SMW]

APN: 53507203

Site Name and Address

Responsible Party and Address

GREYHOUND LINES
539 01ST AV
SAN DIEGO, CA 92101-

ATTN: ATTN: KEN RIES
TRANSPORTATION LEASING COMPANY
1850 N CENTRAL AV
PHOENIX, AZ 85077-

For County Use Only

Fund: 100100
Account: 0122
Department: 6230

TOTAL Hours Worked 11.20
Hourly Rate \$80.00

Sub-Total \$ 896.00
Less Initial Fee \$ 0.00
Past Due Amount \$ 0.00
TOTAL AMOUNT DUE \$ 896.00

PAYABLE UPON RECEIPT

Please Include This Page With Your Remittance.

Make checks payable to:

The Department of Environmental Health, County of San Diego

REMITTANCE PAGE



County of San Diego

RECEIVED

AUG 09 1999

K. M. RIES

GARY W. ERBECK
DIRECTOR

DEPARTMENT OF ENVIRONMENTAL HEALTH

RICHARD HAAS
ASSISTANT DIRECTOR

P.O. BOX 129261, SAN DIEGO, CA 92112-9261
(619) 338-2222 FAX (619) 338-2377

Voluntary Assistance Program

July 28, 1999

TRANSPORTATION LEASING COMPANY
ATTN: KEN RIES
1850 N CENTRAL AV
PHOENIX, AZ 85077-

Dear ATTN: KEN RIES:

Regarding: SA/M Invoice Number: 2775
Site ID: H14834-002
GREYHOUND MAINTENANCE YARD (Historical Name)
GREYHOUND LINES
539 01ST AV
SAN DIEGO, CA 92101-

Section 65.107(h) of the San Diego County code of Regulatory Ordinances gives the County the authority to recover costs incurred by site assessment and oversight investigations of contaminated groundwater/soil. You were previously notified that the responsible party is subject to billing for SA/M activities related to the oversight investigation of the above referenced site.

The attached invoice is for the time spent by SA/M staff on this site during the referenced billing period. The hourly rate shown on the enclosed invoice reflects the rate that was current for that billing period.

If you have any questions concerning this invoice please contact Cecilia Pilpa at (619) 338-2177.

Make checks payable to: Department of Environmental Health, County of San Diego. Return the remittance page of the enclosed invoice with your payment to:

Department of Environmental Health
County of San Diego
Post Office Box 129261
San Diego, CA 92112-9261
Attention: Cashier

Enclosure

THE COUNTY OF SAN DIEGO

DEPARTMENT OF ENVIRONMENTAL HEALTH
 Site Assessment and Mitigation Division (SA/M)
 P.O. BOX 129261
 San Diego, CA 92112-9261

* * * I N V O I C E * * *

Voluntary Assistance Program (VAP)

Invoice#: 2775	Invoice Date: 8/03/99	Billing Period: 3/26/99 - 6/30/99
File#: H14834-002 [SMW]	APN: 53507203	Responsible Party and Address
Site Name and Address	ATTN: ATTN: KEN RIES	
GREYHOUND LINES	TRANSPORTATION LEASING COMPANY	
539 01ST AV	1850 N CENTRAL AV	
SAN DIEGO, CA 92101-	PHOENIX, AZ 85077-	

* * Itemization of Staff Hours by Reference Number * *

REF #	Work Date	Hours	Activity
103	4/05/99	00.2	GOV'T AGENCY CONSULTATION
229	4/22/99	00.7	HAZARD EVALUATION
230	4/22/99	00.2	PUBLIC CONSULTATION
288	4/26/99	00.2	GOV'T AGENCY CONSULTATION
289	4/27/99	00.2	GOV'T AGENCY CONSULTATION
291	4/26/99	00.2	PUBLIC CONSULTATION
292	4/26/99	01.3	Reports/Correspond. Prep.
293	4/27/99	01.4	HAZARD EVALUATION
294	4/27/99	00.2	PUBLIC CONSULTATION
295	4/27/99	00.3	PUBLIC CONSULTATION
296	4/27/99	00.3	PUBLIC CONSULTATION
297	4/29/99	00.5	Reports/Correspond. Prep.
299	4/27/99	00.4	Reports/Correspond. Prep.
364	5/04/99	00.2	HAZARD EVALUATION
475	5/18/99	00.2	PUBLIC CONSULTATION
559	5/25/99	00.1	GOV'T AGENCY CONSULTATION
567	5/25/99	00.8	HAZARD EVALUATION
569	5/25/99	00.3	PUBLIC CONSULTATION
570	5/25/99	00.4	PUBLIC CONSULTATION
572	5/26/99	00.8	HAZARD EVALUATION
573	5/26/99	01.0	Reports/Correspond. Prep.
626	6/01/99	00.4	PUBLIC CONSULTATION
628	6/01/99	00.5	Reports/Correspond. Prep.
631	6/01/99	00.2	Reports/Correspond. Prep.
683	6/07/99	00.2	HAZARD EVALUATION