



We Energies
333 W. Everett Street, A231
Milwaukee, WI 53203

www.we-energies.com

October 19, 2011

Mr. Andrew Boettcher
Wisconsin Dept. of Natural Resources
2300 N Dr Martin Luther King Jr Dr
Milwaukee WI 53212

RE: Amendment to the Wisconsin Soil GIS Registry
We Energies Annex Parking Lot, FID 241329000
333 W. Everett Street, Milwaukee, Wisconsin
BRRTS #02-41-530226



Dear Mr. Boettcher:

As part of a recent project to install an emergency generator, We Energies encountered additional impacted soils and collected additional data for an existing site on the Wisconsin Soil GIS Registry. We are providing the attached information in support of amending the Soil GIS Registry for the We Energies Annex Parking Lot site, BRRTS #02-41-530226.

The enclosed Soil GIS Registry amendment information includes a summary letter from Natural Resource Technology, Inc. (NRT), an updated site map identifying the area of recent activity (Figure 1), a summary of the recent soil analytical results (Table 1), copies of the associated analytical data reports, and documentation regarding soil disposal. In addition to the amendment information, We Energies has also enclosed the necessary technical review and Soil GIS Registry fees (\$500 and \$200, respectively).

We believe that amending the Soil GIS Registry for this site is appropriate based on the proximity of the two areas, the fact that both exist on a single parcel with the same site history, and the consistency of the constituents detected. Please call or email me at (414) 221-2850 or tiffany.goebel@we-energies.com, respectively, if you have questions or concerns regarding this submittal.

Sincerely,

A handwritten signature in blue ink that reads 'Tiffany Goebel'.

Tiffany Goebel, PE
Senior Environmental Consultant
We Energies

Enclosures

cc: E Kovatch, NRT
C L Peters, We Energies

ENV-WDNR Annex Soil GIS Amendment 19 Oct 2011.docx



ENVIRONMENTAL CONSULTANTS

23713 W. PAUL ROAD, SUITE D
PEWAUKEE, WI 53072
(P) 262.523.9000
(F) 262.523.9001Ms. Tiffany Goebel
We Energies
333 W Everett St, A231
Milwaukee WI 53203

October 18, 2011

RE: Amendment to the Wisconsin Soil GIS Registry for the We Energies Annex Parking Lot
333 W. Everett Street, Milwaukee, Wisconsin
BRRTS #02-41-530226 and FID #241329000

Dear Ms. Goebel:

Natural Resource Technology, Inc. (NRT) has prepared the attached information to amend the Soil GIS Registry for the We Energies Annex Parking Lot site, which is located at 333 W. Everett Street, Milwaukee, Wisconsin and assigned BRRTS #02-41-530226.

We Energies investigated the Annex parking lot site in 2004. The annex parking lot site was conditionally closed by the WDNR in August 2005 and the GIS Registry specifically includes the southeast corner of the parking lot near the intersection of West Clybourn and North 2nd Streets (Figure 1).

In late 2010, We Energies constructed an emergency generator foundation in the southwest corner of the annex parking lot. During excavation, impacted fill material was encountered and laboratory analysis of soil samples indicated polynuclear aromatic hydrocarbons (PAHs), lead, and diesel range organics (DRO) were present and exceeded appropriate direct contact pathway standards (Table 1). The laboratory analytical report is also attached. The 2010 excavation and post-excavation sampling locations are shown on Figure 1. The compounds detected in 2010 (PAHs, lead, and DRO) were generally the same as those detected during the 2004 investigation, reflecting their proximity on a single parcel that shares the same site history.

In accordance with the August 2005 closure letter, We Energies properly managed soils excavated from the site. Slightly more than 753 tons (approximately 500 cubic yards) of soil were disposed at the Waste Management Metro facility in Franklin, Wisconsin. Copies of the Waste Management tickets are attached.

The information included herein is sufficient to allow the existing Soil GIS Registry for the We Energies Annex Parking Lot (BRRTS #02-41-530226) to be amended. Please contact me should you have any questions regarding this submittal.

Sincerely,

NATURAL RESOURCE TECHNOLOGY, INC.

A handwritten signature in black ink, appearing to read "Eric P. Kovatch".

Eric P. Kovatch, PG/PH
Senior Hydrogeologist

Attachments: Figure 1. Soil GIS Registry Amendment (WDNR BRRTS #02-41-530226)
Table 1. Post-Soil Excavation Analytical Results, We Energies Annex Parking Lot
Post-Soil Excavation Laboratory Analytical Report (Pace Analytical Services)
Waste Management Disposal Tickets – Metro RDF, Franklin, WI

[File:We Energies Annex Parking Lot GIS Reg Amendment_111018.doc]

WWW.NATURALRT.COM



⊕ APPROXIMATE POST-SOIL REMOVAL SOIL SAMPLE LOCATION



SOIL GIS REGISTRY AMENDMENT
WDNR BRRTS #02-41-530226

WE ENERGIES ANNEX PARKING LOT
333 W. EVERETT ST.
MILWAUKEE, WISCONSIN



ISSUED: 10/17/2011
FIGURE 1

**Table 1. Post-Soil Excavation Analytical Results
We Energies Annex Parking Lot**

Parameter (Depth, ft)	CS-1 (3)	CS-2 (3)	CS-3 (3)	CS-4 (3)	CS-5 (6)	CS-6 (6)
Date	11/16/2010	11/16/2010	11/16/2010	11/16/2010	11/16/2010	11/16/2010
Diesel Range Organics (mg/kg)	305	648	68.1	766	14.5	10.1
Lead (mg/kg)	255	305	212	960	8.0	10.0
Polynuclear Aromatic Hydrocarbons (PAHs - µg/kg)						
Acenaphthene	48.9J	147	21.1J	163J	3.3J	3.0J
Acenaphthylene	160J	66.1J	66.1	359	<2.9	<3.0
Anthracene	448	239	132	873	4.9J	6.4J
Benzo(a)anthracene	1,030	206	154	1,650	7.2J	9.1J
Benzo(a)pyrene	1,200	173	156	1,900	6.2J	6.1J
Benzo(b)fluoranthene	1,490	215	210	2,220	7.1J	6.9J
Benzo(g,h,i)perylene	846	123	142	2,040	6.9J	5.3J
Benzo(k)fluoranthene	952	164	143	1,710	4.6J	5.3J
Chrysene	1,210	276	186	2,000	11.2J	13.5J
Dibenzo(a,h)anthracene	283	46.0J	47.7	570	<5.0	<5.0
Fluoranthene	2,180	516	277	2,870	12.6J	19.9
Fluorene	99.3J	172	20.1J	129J	<4.6	<4.6
Indeno(1,2,3-cd)pyrene	710	88.9J	111	1,390	3.3J	<2.6
1-Methylnaphthalene	614	1,000	199	397	<2.8	5.0J
2-Methylnaphthalene	900	2,130	248	676	<2.8	5.9J
Naphthalene	398	483	173	299	<3.2	6.1J
Phenanthrene	1,080	587	262	1,620	13.0J	22.5
Pyrene	1,800	580	231	2,250	10.5J	15.4J

Notes:

- 1) Samples collected on November 16, 2010
- 2) mg/kg: milligrams per kilogram
- 3) µg/kg: micrograms per kilogram
- 4) "J" - estimated concentration between the detection and reporting limits



State of Wisconsin \ DEPARTMENT OF NATURAL RESOURCES

Jim Doyle, Governor
Scott Hassett, Secretary
Gloria L. McCutcheon, Regional Director

Southeast Region Headquarters
2300 N. Dr. Martin Luther King, Jr. Drive
Milwaukee, Wisconsin 53212-0436
Telephone 414-263-8500
FAX 414-263-8606
TTY 711

August 15, 2005

Mr. Trent Kohl
WE Energies
333 West Everett St.
Milwaukee, WI 53203

FID# 241329000
BRRTS# 02-41-530226

Subject: Final Case Closure for We Energies Annex Parking Lot, 333 West Everett St.,
Milwaukee

Dear Mr. Kohl:

On May 3, 2005, the Wisconsin Department of Natural Resources (Department) notified you that conditional closure was granted to this case. The condition of closure was the recording of a deed restriction. On August 10, 2005, the Department received correspondence indicating that you have complied with the condition of closure. Based on the correspondence and data provided, it appears that your case has been remediated to Department standards in accordance with s. NR 726.05, Wis. Adm. Code. The Department considers this case closed and no further investigation, remediation or other action is required at this time.

Please be aware that this case may be reopened pursuant to s. NR 726.09, Wis. Adm. Code, if additional information regarding site conditions indicates that contamination on or from the site poses a threat to public health, safety or welfare, or the environment.

We appreciate your efforts to investigate this release to the environment at this site. If you have any questions regarding this letter, please contact me at (414) 263-8366.

Sincerely,

Brenda H. Boyce, PG
Hydrogeologist
Bureau for Remediation & Redevelopment

c: Gregory L. Johnson – GeoSyntec Consultants



State of Wisconsin \ DEPARTMENT OF NATURAL RESOURCES

Jim Doyle, Governor
Scott Hassett, Secretary
Gloria L. McCutcheon, Regional Director

Southeast Region Headquarters
2300 N. Dr. Martin Luther King, Jr. Drive
Milwaukee, Wisconsin 53212-0436
Telephone 414-263-8500
FAX 414-263-8606
TTY 711

May 3, 2005

Mr. Trent Kohl
WE Energies
333 West Everett St.
Milwaukee, WI 53203

FID# 241329000
BRRTS# 02-41-530226

Subject: Conditional Case Closure for We Energies Annex Parking Lot, 333 West Everett St., Milwaukee

Dear Mr. Kohl:

The Wisconsin Department of Natural Resources (Department) received your request for closure of the case described above on February 28, 2005. The Department reviews environmental remediation cases for compliance with state rules and statutes to maintain consistency in the closure of these cases. After careful review of the closure request, the Department has determined that the petroleum contamination on the site from the impacted fill material appears to have been investigated and remediated to the extent practicable under site conditions. Your case has been remediated to Department standards in accordance with s. NR 726.05, Wis. Adm. Code and will be closed upon the receipt of the recorded deed restriction.

The Department received a draft deed restriction for this site on April 25, 2005. The Department has reviewed the draft document for completeness and approves the draft. You should sign it if you own the property, or have the appropriate property owner sign it, and have it recorded by the Milwaukee County Register of Deeds. Then submit a copy of the recorded document, with the recording information stamped on it, to me. Please be aware that if a deed restriction is recorded for the wrong property because of an inaccurate legal description that you have provided, you will be responsible for recording corrected documents at the Register of Deeds Office to correct the problem.

Recent groundwater monitoring data at this site indicates exceedances of the NR 140 preventive action limit (PAL) for benzo(a)pyrene, benzo(b)fluoranthene and chrysene at GPW-2, GPW-5 and GPW-6, but compliance with the NR 140 enforcement standard. The Department may grant an exemption to a PAL for a substance of public health concern, other than nitrate, pursuant to s. NR 140.28(2)(b), Wis. Adm. Code, if all of the following criteria are met:

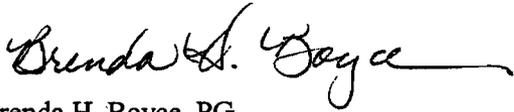
1. The measured or anticipated increase in the concentration of the substance will be minimized to the extent technically and economically feasible.
2. Compliance with the PAL is either not technically or economically feasible.
3. The enforcement standard for the substance will not be attained or exceeded at the point of standards application.

4. Any existing or projected increase in the concentration of the substance above the background concentration does not present a threat to public health or welfare.

Based on the information you provided, the Department believes that the above criteria have been or will be met. Therefore, pursuant to s. NR 140.28(2)(b), Wis. Adm. Code, an exemption to the PAL is granted for benzo(a)pyrene, benzo(b)fluoranthene and chrysene at GPW-2, GPW-5 and GPW-6. This letter serves as your exemption.

We appreciate your efforts to investigate this release to the environment at this site. If you have any questions regarding this letter, please contact me at (414) 263-8366.

Sincerely,



Brenda H. Boyce, PG
Hydrogeologist
Bureau for Remediation & Redevelopment

c: Bill Phelps, DG/2
Gregory L. Johnson – GeoSyntec Consultants

42-1644

EXHIBIT A

WARRANTY DEED

GRANTOR, CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY,
a corporation existing under and by virtue of the laws of the State of Wisconsin,
and pursuant to authority given by the Board of Directors of said corporation,
for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and
valuable consideration, hereby CONVEYS and WARRANTS to WISCONSIN ELECTRIC POWER
COMPANY, a Wisconsin corporation, Grantee, the following described real estate
situated in Milwaukee County, Wisconsin, to-wit:

All that part of Block Seventy-five (75) in the Plat of
the Town of Milwaukee on the West side of the River, in the
South East One-quarter ($\frac{1}{4}$) of Section Twenty-nine (29), in
Township Seven (7) North, Range Twenty-two (22) East, in the
City of Milwaukee, including Lots Eleven (11), Twelve (12),
Thirteen (13), Fourteen (14), Fifteen (15) and Sixteen (16)
and part of Lots Nine (9) and Ten (10), part of the vacated
North and South alley in said block and part of vacated V.
Clybourn Street more particularly described as follows:
Commencing at a point 25 feet South of the Northeast corner of
said Lot 9, thence South along the West line of North Second
Street 190.69 feet to a point 15 feet South of the Southeast
corner of said Lot 16; running thence West parallel to the
South line of said Block 75, 320.88 feet to the East line
of North Third Street; thence North along the East line
of North Third Street 190.90 feet to a point 25 feet South
of the Northwest corner of said Lot 10; thence East on a
line 25 feet South of the North line of said Lots 10 and 9,
320.86 feet to the place of beginning.

Tax Roll Key Nos. 361-0795-111 and 361-0795-112

SUBJECT TO:

1. General real estate taxes for 1967 and subsequent years.
2. Railroad Lease No. 72558 dated September 23, 1965, by and between
Grantoraas Lessor and The United States of America as Lessee.

IN WITNESS WHEREOF, said CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC
RAILROAD COMPANY has caused these presents to be signed by its _____ President
and countersigned by its _____ Assistant Secretary and its corporate seal to
be hereunto affixed this 11th day of June, 1968.

CHICAGO, MILWAUKEE, ST. PAUL
AND PACIFIC RAILROAD COMPANY

By: C. E. Crippen
C. E. Crippen, President

COUNTERSIGNED:

G. E. Pottinger
G. E. Pottinger, Assistant Secretary

M. M. Giurato
M. M. Giurato

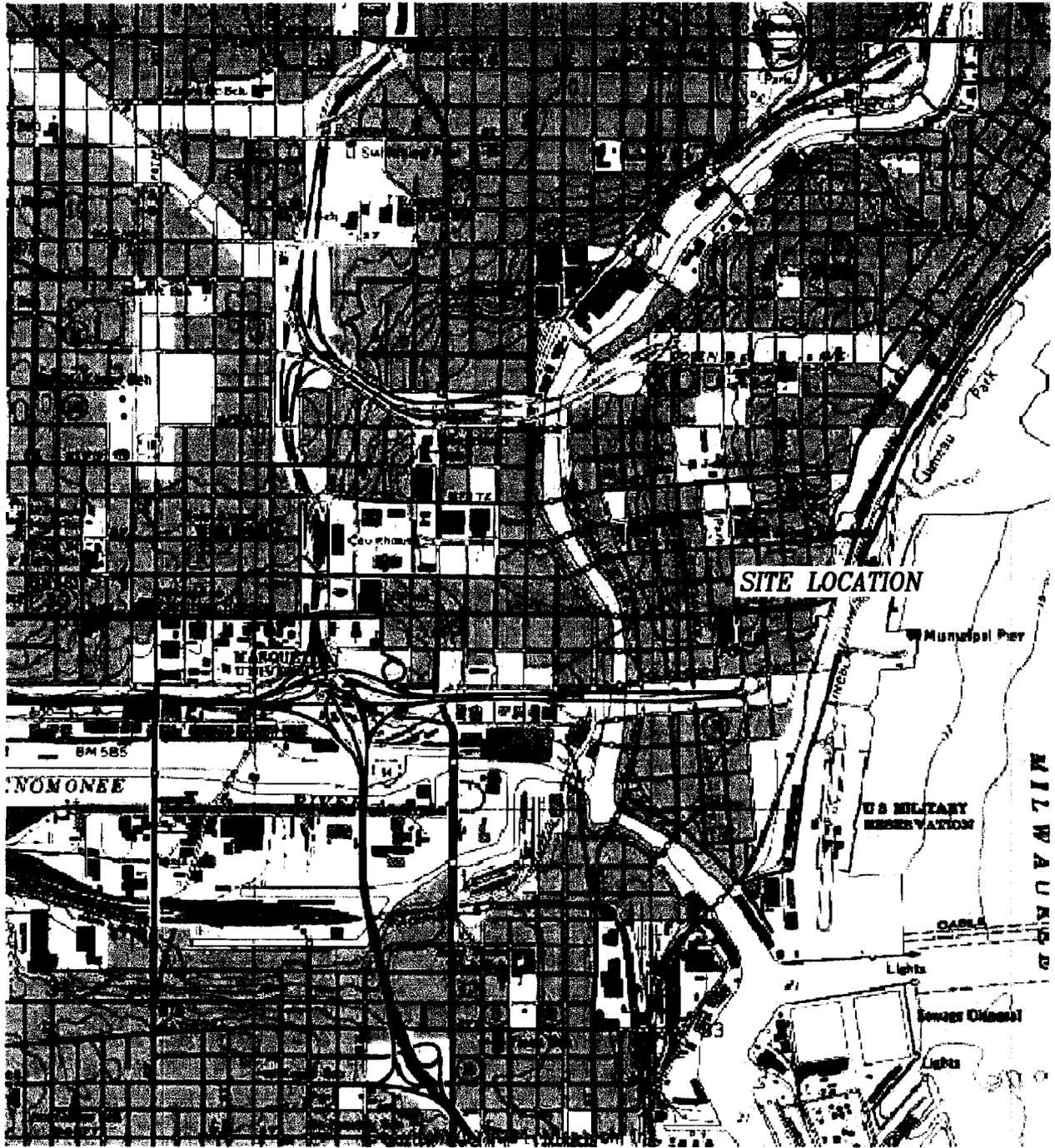
C. H. Airola
C. H. Airola

REGISTRAR'S OFFICE
Milwaukee County, Wis.
RECORDED AT 250 M } SS
on JUN 18 1968 PM
Reel 3124 Image 1644
Milan Patter
1645
Register of Deeds

4398882

4398882 00298 • 4398882 D CARS

THIS INSTRUMENT
MILWAUKEE

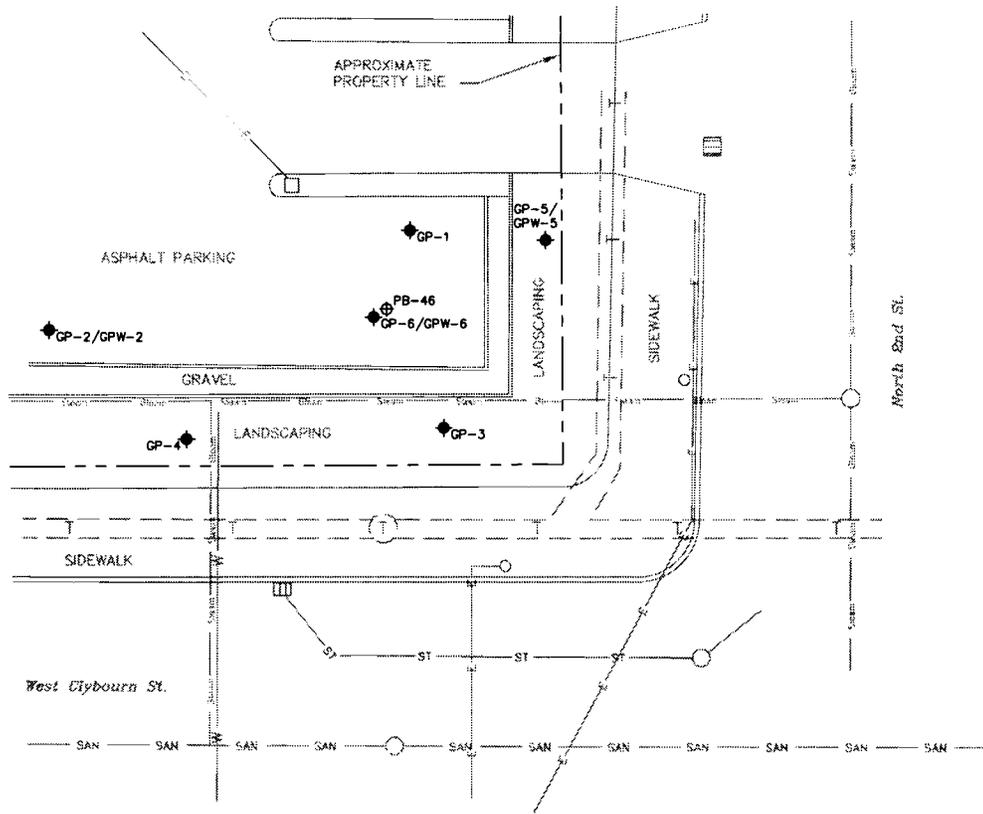


SOURCE: USGS Milwaukee, Wisconsin Quadrangle Map
Topographic Map 1959; Photorevised 1971.

SCALE IN FEET



 GEOSYNTEC CONSULTANTS		
CLIENT:	WE ENERGIES	
PROJECT:	ANNEX PARKING LOT MILWAUKEE, WISCONSIN	
TITLE:	SITE LOCATION MAP	
PROJECT: CHEROKEE	FIGURE NO.: 1	DRAWING NO.:
DATE: 1/5/05	FILE NO.: 00844 002	1 OF 3



LEGEND

- ◆ SOIL BORING LOCATION/TEMPORARY WELL LOCATION
- ⊕ PREVIOUS SOIL BORING LOCATION (CH2MHILL/MSDOT)
- E—E— UNDERGROUND ELECTRICAL
- W— WATER
- SAN—SAN— SANITARY SEWER
- ST—ST— STORM SEWER
- S—S— STEAM
- T—T— TELEPHONE DUCT



GeoSYNTEC CONSULTANTS		
CLIENT:	WE ENERGIES	
PROJECT:	ANNEX PARKING LOT MILWAUKEE, WISCONSIN	
TITLE:	SITE LAYOUT AND SOIL PROBE LOCATIONS	
PROJECT: CHE80848D	FIGURE NO.: 2	DRAWING NO.:
DATE: 12/03/04	FILE NO.: 80848D 001	2 of 3

TABLE 1
SUMMARY OF SOIL SAMPLE ANALYTICAL RESULTS

WE ENERGIES ANNEX PARKING LOT
333 West Everett Street
Milwaukee, Wisconsin
GeoSyntec Project No. CHE8094BD

PARAMETERS	SAMPLE IDENTIFICATION											GRCL		
	GP-1		GP-2		GP-3		GP-4		GP-5		GP-6		Direct Contact	
Depth (feet bgs)	3-5	9-10	5-6	9-10	3-5	9-10	3-4	5-6	9-10	4-5	9-10			
Date	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	Non-Ind.	Industrial	
DRO (mg/kg)	110	< 4.3	14	< 4.5	< 3.9	< 4.2	18	8.4	< 4.2	750	< 4.3	—	—	100/250
GRO (mg/kg)	< 2.6	< 2.9	< 2.9	< 3.0	< 2.6	< 2.9	< 2.8	< 2.8	< 2.8	40	3.8	—	—	100/250
Detected VOCs (ug/kg)												—	—	—
1,2,4-Trimethylbenzene	33 Q	34 Q	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	—	—	—
1,3,5-Trimethylbenzene	< 25	33 Q	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	—	—	—
Naphthalene	120	30 Q	50 Q	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	20,000	110,000	400
PAHs (ug/kg)												—	—	—
Acenaphthene	23	< 2.4	19	3.8 Q	< 1.7	< 1.8	6.1	< 1.8	< 1.8	16	< 1.9	900,000	60,000,000	38,000
Acenaphthylene	27	< 8.6	20 Q	< 6.6	< 5.9	< 6.4	43	< 6.3	< 6.3	55	< 6.5	18,000	360,000	700
Anthracene	120	< 3.3	59	4.0 Q	< 2.3	< 2.5	75	< 2.4	3.2 Q	140	< 2.5	5,000,000	300,000,000	3,000,000
Benzo(a)anthracene	87	< 19	180	< 15	< 13	< 14	320	< 14	< 14	290	< 15	88	3,900	17,000
Benzo(a)pyrene	70	< 16	180	< 12	< 11	< 12	390	< 11	12 Q	280	< 12	8.8	390	48,000
Benzo(b)fluoranthene	66	< 13	200	< 9.7	< 8.7	< 9.4	330	< 9.2	11 Q	280	< 9.6	88	3,900	360,000
Benzo(g,h,i)perylene	38	< 8.6	81	< 6.6	< 5.9	< 6.4	240	< 6.3	9.5 Q	140	< 6.5	1,800	39,000	6,800,000
Benzo(k)fluoranthene	66	< 17	180	< 13	< 12	< 13	340	< 12	< 13	290	< 13	880	39,000	870,000
Chrysene	94	< 18	210	< 14	< 12	< 13	340	< 13	13 Q	320	< 13	8,800	390,000	37,000
Dibenzo(a,h)anthracene	9.7 Q	< 5.1	25	< 3.9	< 3.5	< 3.8	58	< 3.7	< 3.8	34	< 3.9	1.8	390	38,000
Fluoranthene	230	< 15	370	16 Q	< 10	< 11	450	< 11	19 Q	610	< 11.0	600,000	40,000,000	500,000
Fluorene	116	2.3 Q	17	< 1.6	< 1.4	< 1.5	7.9	< 1.5	< 1.5	14	< 1.6	600,000	40,000,000	100,000
Indeno(1,2,3-cd)pyrene	38	< 8.2	100	< 6.3	< 5.6	< 6.1	260	< 6.0	10 Q	150	< 6.2	88	3,900	680,000
1-Methyl Naphthalene	46	< 3.5	37	< 2.7	< 2.4	< 2.6	5.1 Q	14	< 2.6	69	< 2.7	1,100,000	70,000,000	23,000
2-Methyl Naphthalene	68	< 5.0	46	< 3.8	< 3.4	< 3.7	7.9 Q	< 3.6	< 3.7	77	< 3.8	600,000	40,000,000	20,000
Naphthalene	82	< 3.8	40	< 2.9	< 2.6	< 2.8	14	< 2.8	< 2.8	74	< 2.9	20,000	110,000	400
Phenanthrene	150	10 Q	240	6.7 Q	< 6.0	< 6.5	100	8.0 Q	10 Q	290	< 6.6	18,000	390,000	1,800
Pyrene	250	< 19	330	< 15	< 13	< 14	440	< 14	18 Q	590	< 15	500,000	30,000,000	8,700,000
Metals (mg/kg)												—	—	—
Arsenic	3.8	4.1	4.8	2.7	1.9	3.2	3.1	2.8	3.3	2.8	4.0	0.039	1.6	—
Barium	14	41	63	27	11	36	14	48	29	20	38	—	—	—
Cadmium	0.25 Q	0.59	0.30	0.23 Q	0.079 Q	0.93	0.12 Q	0.20 Q	0.19 Q	0.25 Q	0.27 Q	8	510	—
Chromium	27	14	13	12	5.0	13	5.0	15	11	8.6	15	—	—	—
Lead	54	9.5	73	9.0	2.8	6.3	8.8	7.2	7.9	36	8.2	50	500	—
Mercury	0.10	0.029	0.28	0.025	0.0057	0.012	0.11	0.011	0.0097	0.04	0.013	—	—	—
Selenium	2.3	1.2 Q	1.3 Q	0.94 Q	1.6	1.1 Q	1.3	1.2 Q	1.2 Q	1.5	0.92 Q	—	—	—
Silver	0.063 QA	0.040 QA	0.082 QA	0.048 QA	< 0.023 A	0.035 QA	0.028 QA	0.039 QA	0.040 QA	0.044 QA	0.029 Q	—	—	—

Notes:

bold concentrations exceed non-ind. direct contact or groundwater protection GRCL

— - no GRCL established
bgs - below ground surface
DRO - diesel range organics
GRO - gasoline range organics
GRCL - NR 720 or WDNR interim guidance generic residual contaminant level
mg/kg - milligrams per kilogram

PAHs - polynuclear aromatic hydrocarbons
ug/kg - micrograms per kilogram
VOCs - volatile organic compounds
A - detected in method blank
Q - detected between limit of detection and limit of quantitation



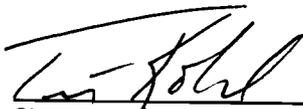
we energies

231 W. Michigan Street
Milwaukee, WI 53203
www.we-energies.com

**GIS REGISTRY INFORMATION
LEGAL DESCRIPTION STATEMENT**

Wisconsin Electric Power Company Annex Parking Lot
333 W. Everett Street
Milwaukee, Wisconsin
WDNR BRRTS #: 02-41-530226
WDNR FID#: 241329000

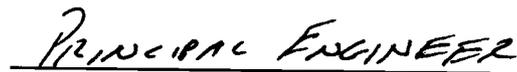
I believe that the legal description has been attached for each property that is within the contaminated site (petroleum release) boundary.



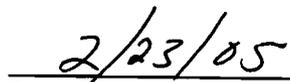
Signature



Name



Title



Date

5

DEED RESTRICTION

Document Number



DOC. # 09013527

REGISTER'S OFFICE | SS
Milwaukee County, WI

RECORDED 05/18/2005 02:55PM

JOHN LA FAVE
REGISTER OF DEEDS

AMOUNT: 19.00

Declaration of Restrictions

Legal Description of the Property: In Re:

See attached Exhibit A

Name and Return Address:

We Energies
Attn: Douglas J. Fabio, Room A252
231 West Michigan Street
Milwaukee, WI 53201

STATE OF WISCONSIN)
) ss
COUNTY OF MILWAUKEE)

361-0797-110-0
Parcel Identification Number

WHEREAS, Wisconsin Electric Power Company is the owner of the above-described property.

WHEREAS, one or more petroleum discharges have occurred on this property, and as of November 5, 2004, the most recent soil samples that were collected on this property contained lead and polycyclic aromatic hydrocarbons (PAHs) at concentrations that exceeded non-industrial residual contaminant levels in ch. NR 720.11, Table 2, Wisconsin Administrative Code or *WDNR Publication RR-519-97 Soil Cleanup Levels for PAHs Interim Guidance* at soil probe locations GP-1, GP-2, GP-4, GP-5 and GP-6, as documented on the table and figure in Exhibit B.

WHEREAS, it is the desire and intention of the property owner to impose on the property restrictions which will make it unnecessary to conduct further soil remediation activities on the property at the present time.

NOW THEREFORE, the owner hereby declares that all of the property described above is held and shall be held, conveyed or encumbered, leased, rented, used, occupied and improved subject to the following limitation and restrictions:

The property described above may not be used or developed for a non-industrial (residential) use, unless (at the time that non-industrial use is proposed) an investigation is conducted to determine the degree and extent of lead and PAHs contamination that remains on the property, and remedial action is taken as necessary to meet all applicable non-industrial (residential) soil cleanup standards. If soil that remains on the property in the location or locations described above is excavated in the future, it will have to be sampled and analyzed, may be considered a solid or hazardous waste if residual contamination remains, and must be stored, treated and disposed in compliance with applicable statutes and rules.

These restrictions are hereby declared to be a covenant running with the land and shall be fully binding upon all persons acquiring the above-described property whether by descent, devise, purchase or otherwise. This restriction inures to the benefit of and is enforceable by the Wisconsin Department of Natural Resources, its successors or assigns. The Department, its successors or assigns, may initiate proceedings at law or in equity against any person

or persons who violate or are proposing to violate this covenant, to prevent the proposed violation or to recover damages for such violation.

Any person who is or becomes owner of the property described above may request that the Wisconsin Department of Natural Resources or its successor issue a determination that one or more of the restrictions set forth in this covenant is no longer required. Upon the receipt of such a request, the Wisconsin Department of Natural Resources shall determine whether or not the restrictions contained herein can be extinguished. If the Department determines that the restrictions can be extinguished, an affidavit, attached to a copy of the Department's written determination, may be recorded by the property owner or other interested party to give notice that this deed restriction, or portions of this deed restriction, are no longer binding.

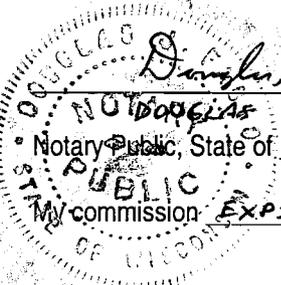
By signing this document, James T. Raabe asserts that he or she is duly authorized to sign this document on behalf of Wisconsin Electric Power Company.

IN WITNESS WHEREOF, the owner of the property has executed this Declaration of Restrictions, this 9th day of May, 2005.

Signature: 

Printed Name: James T. Raabe
MANAGER OF PROPERTY MANAGEMENT

Subscribed and sworn to before me this 9TH day of MAY, 2005.


Douglas J. Fabio
Notary Public, State of WISCONSIN
My commission EXPIRES FEBRUARY 1ST, 2009

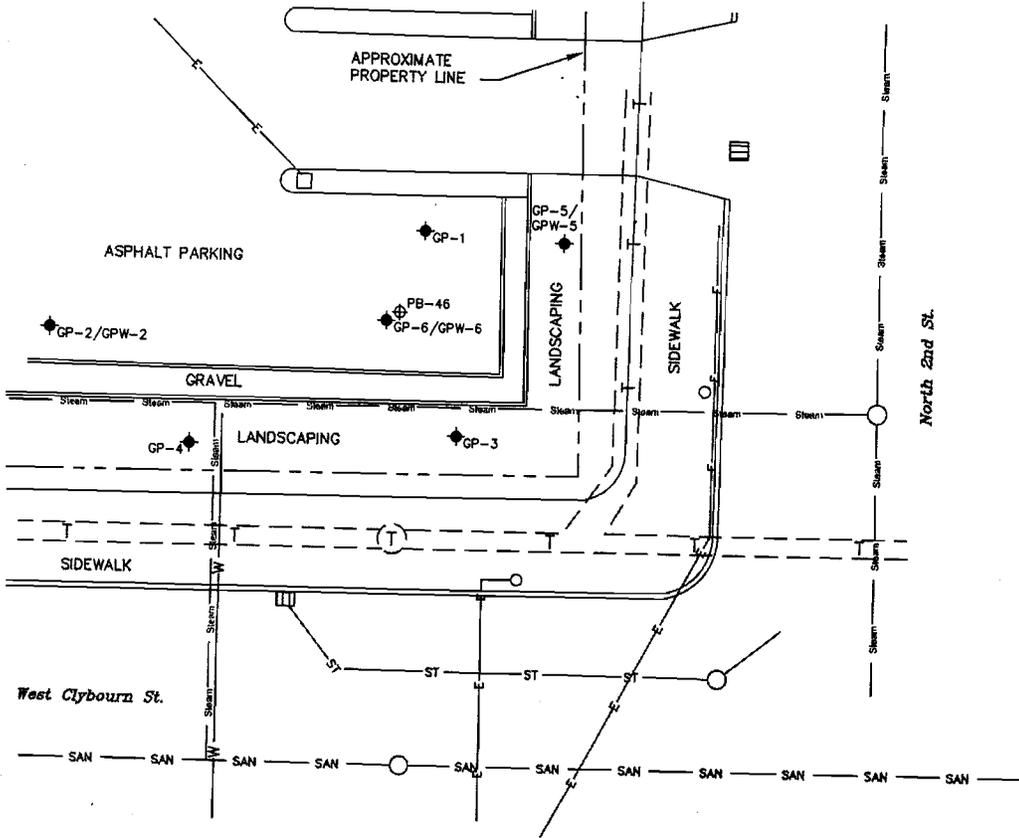
This document was drafted by the Wisconsin Department of Natural Resources.

Exhibit "A"

Legal Description:

All that part of Block Seventy-five (75) in the Plat of the Town of Milwaukee on the West side of the River, in the South East One-quarter (1/4) of Section Twenty-nine (29), in Township Seven (7) North, Range Twenty-two (22) East, in the City of Milwaukee, Milwaukee County, Wisconsin including Lots Eleven (11), Twelve (12), Thirteen (13), Fourteen (14), Fifteen (15) and Sixteen (16) and part of Lots Nine (9) and Ten (10), part of the vacated North and South alley in said Block 75 and part of vacated West Clybourn Street more particularly described as follows: Commencing at a point 25 feet South of the Northeast corner of said Lot 9, thence South along the West line of North Second Street 190.69 feet to a point 15 feet South of the Southeast corner of said Lot 16; running thence West parallel to the South line of said Block 75, 320.88 feet to the East line of North Third Street; thence North along the East line of North Third Street 190.90 feet to a point 25 feet South of the Northwest corner of said Lot 10; thence East on a line 25 feet South of the North line of said Lots 10 and 9, 320.86 feet to the place of beginning.

Tax Key No. 361-0797-110-0



- LEGEND**
- ◆ SOIL BORING LOCATION/TEMPORARY WELL LOCATION
 - ⊕ PREVIOUS SOIL BORING LOCATION (CH2MHILL/WISDOT)
 - E — E — UNDERGROUND ELECTRICAL
 - W — W — WATER
 - SAN — SAN — SANITARY SEWER
 - ST — ST — STORM SEWER
 - Steam — Steam — STEAM
 - - - T - - - TELEPHONE DUCT

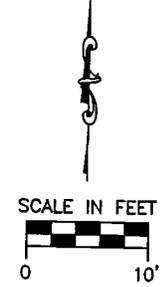


EXHIBIT B

CLIENT:	WE ENERGIES	
PROJECT:	ANNEX PARKING LOT MILWAUKEE, WISCONSIN	
TITLE:	SITE LAYOUT AND SOIL PROBE LOCATIONS	
PROJECT: CHEROKEE	FIGURE NO.: 2	DRAWING NO.:
DATE: 12/23/04	FILE NO.: 008480 001	2 of 3

TABLE 1
SUMMARY OF SOIL SAMPLE ANALYTICAL RESULTS

WE ENERGIES ANNEX PARKING LOT
333 West Everett Street
Milwaukee, Wisconsin
GeoSyntec Project No. CHE8094BD

PARAMETERS	SAMPLE IDENTIFICATION												GRCL		
	GP-1		GP-2		GP-3		GP-4	GP-5		GP-6		Direct Contact		Groundwater Protection	
Depth (feet bgs)	3-5	9-10	5-6	9-10	3-5	9-10	3-4	5-6	9-10	4-5	9-10	Non-Ind.	Industrial		
Date	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04	11/5/04				
DRO (mg/kg)	110	< 4.3	14	< 4.5	< 3.9	< 4.2	18	8.4	< 4.2	750	< 4.3			100/250	
GRO (mg/kg)	< 2.6	< 2.9	< 2.9	< 3.0	< 2.6	< 2.9	< 2.8	< 2.8	< 2.8	40	3.8			100/250	
Detected VOCs (ug/kg)															
1,2,4-Trimethylbenzene	33 Q	34 Q	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25				
1,3,5-Trimethylbenzene	< 25	33 Q	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25				
Naphthalene	120	30 Q	50 Q	< 25	< 25	< 25	< 25	< 25	< 25	< 25	< 25				
PAHs (ug/kg)															
Acenaphthene	23	< 2.4	19	3.8 Q	< 1.7	< 1.8	6.1	< 1.8	< 1.8	16	< 1.9	20,000	110,000	400	
Acenaphthylene	27	< 8.6	20	Q	< 6.6	< 5.9	< 6.4	43	< 6.3	< 6.3	55	< 6.5	900,000	60,000,000	38,000
Anthracene	120	< 3.3	59	4.0 Q	< 2.3	< 2.5	75	< 2.4	< 3.2 Q	140	< 2.5	5,000,000	300,000,000	3,000,000	
Benzo(a)anthracene	87	< 19	180	< 15	< 13	< 14	320	< 14	< 14	290	< 15	88	3,900	17,000	
Benzo(a)pyrene	70	< 16	180	< 12	< 11	< 12	390	< 11	< 12 Q	280	< 12	8.8	390	48,000	
Benzo(b)fluoranthene	66	< 13	200	< 9.7	< 8.7	< 9.4	330	< 9.2	11 Q	280	< 9.6	88	3,900	360,000	
Benzo(g,h,i)perylene	38	< 8.6	81	< 6.6	< 5.9	< 6.4	240	< 6.3	9.5 Q	140	< 6.5	1,800	39,000	6,800,000	
Benzo(k)fluoranthene	66	< 17	180	< 13	< 12	< 13	340	< 12	< 13	290	< 13	880	39,000	870,000	
Chrysene	94	< 18	210	< 14	< 12	< 13	340	< 13	13 Q	320	< 13	8,800	390,000	37,000	
Dibenzo(a,h)anthracene	9.7 Q	< 5.1	25	< 3.9	< 3.5	< 3.8	58	< 3.7	< 3.8	34	< 3.9	1.8	390	38,000	
Fluoranthene	230	< 15	370	16 Q	< 10	< 11	450	< 11	< 11	19 Q	610	< 11.0	600,000	40,000,000	500,000
Fluorene	16	2.3 Q	17	< 1.6	< 1.4	< 1.5	7.9	< 1.5	< 1.5	14	< 1.6	600,000	40,000,000	100,000	
Indeno(1,2,3-cd)pyrene	38	< 8.2	100	< 6.3	< 5.6	< 6.1	260	< 6.0	10 Q	150	< 6.2	88	3,900	680,000	
1-Methyl Naphthalene	46	< 3.5	37	< 2.7	< 2.4	< 2.6	5.1 Q	14	< 2.6	69	< 2.7	1,100,000	70,000,000	23,000	
2-Methyl Naphthalene	68	< 5.0	46	< 3.8	< 3.4	< 3.7	7.9 Q	< 3.6	< 3.7	77	< 3.8	600,000	40,000,000	20,000	
Naphthalene	82	< 3.8	40	< 2.9	< 2.6	< 2.8	14	< 2.8	< 2.8	74	< 2.9	20,000	110,000	400	
Phenanthrene	150	10 Q	240	6.7 Q	< 6.0	< 6.5	100	8.0 Q	10 Q	290	< 6.6	18,000	390,000	1,800	
Pyrene	250	< 19	330	< 15	< 13	< 14	440	< 14	18 Q	590	< 15	500,000	30,000,000	8,700,000	
Metals (mg/kg)															
Arsenic	3.8	4.1	4.8	2.7	1.9	3.2	3.1	2.8	3.3	2.8	4.0	0.039*	1.6*		
Barium	14	41	63	27	11	36	14	48	29	20	38				
Cadmium	0.25 Q	0.59	0.30	0.23 Q	0.079 Q	0.93	0.12 Q	0.20 Q	0.19 Q	0.25 Q	0.27 Q				
Chromium	27	14	13	12	5.0	13	5.0	15	11	8.6	15				
Lead	54	9.5	73	9.0	2.8	6.3	8.8	7.2	7.9	36	8.2	50	500		
Mercury	0.10	0.029	0.28	0.025	0.0057	0.012	0.11	0.011	0.0097	0.04	0.013				
Selenium	2.3	1.2 Q	1.3 Q	0.94 Q	1.6	1.1 Q	1.3	1.2 Q	1.2 Q	1.5	0.92 Q				
Silver	0.063 QA	0.040 QA	0.082 QA	0.048 QA	< 0.023 A	0.035 QA	0.028 QA	0.039 QA	0.040 QA	0.044 QA	0.029 Q				

Notes:
-- no GRCL established
bgs - below ground surface
DRO - diesel range organics
GRO - gasoline range organics
GRCL - NR 720 or WDNR interim guidance generic residual contaminant level
mg/kg - milligrams per kilogram
*Consistent with NR 720, for arsenic concentrations are more appropriately compared to naturally occurring background concentrations. WDATCP guidance indicates background concentrations can be as high as 5 mg/kg.

PAHs - polynuclear aromatic hydrocarbons
ug/kg - micrograms per kilogram
VOCs - volatile organic compounds
A - detected in method blank
Q - detected between limit of detection and limit of quantitation