

**PHASE I ENVIRONMENTAL SITE ASSESSMENT
FORMER OMAHA COLD STORAGE FACILITY
5025 SOUTH 33RD STREET
OMAHA, DOUGLAS COUNTY, NEBRASKA**

Prepared for:

**The Midlands Latino Community Development Corporation
& the Omaha Brownfields Coalition**



**Benesch Project No. 00120138.00
August 2013**

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TABLE OF CONTENTS

1.0	SUMMARY	1
2.0	INTRODUCTION	4
2.1	Purpose	4
2.2	Scope of Services	4
2.3	Significant Assumptions	4
2.4	Limitations and Exceptions	4
2.5	Special Terms and Conditions	5
2.6	User Reliance	5
3.0	SITE DESCRIPTION	6
3.1	Location and Legal Description	6
3.2	Surrounding Area General Characteristics.....	6
3.3	Current Use of the Property.....	6
3.4	Description of Property Improvements	6
3.5	Current Uses of the Adjoining Properties	7
4.0	USER PROVIDED INFORMATION	8
5.0	RECORDS REVIEW	9
5.1	Standard Environmental Record Sources	9
5.2	Additional Environmental Record Sources	12
5.3	Physical Setting Sources	14
5.4	Historical Use Information	15
6.0	SITE RECONNAISSANCE	21
6.1	Methodology and Limiting Conditions	21
6.2	General Site Setting	21
6.3	Site Reconnaissance Observations	21
7.0	INTERVIEWS	27
8.0	FINDINGS	28
8.1	Findings	28
8.2	Historical Summary	30
8.3	Data Gap Analysis	30
9.0	OPINION	32
10.0	DEVIATIONS	34
11.0	ADDITIONAL SERVICES	35
12.0	REFERENCES	36
13.0	QUALIFICATIONS OF ENVIRONMENTAL PROFESSIONALS	38

TABLE OF CONTENTS (CONTINUED)

APPENDICES

Appendix A	Figures
	Site Location Map
	Site Diagram
Appendix B	Site Photographs
Appendix C	Regulatory Records Documentation
Appendix D	Historical Research Documentation
Appendix E	Interview Documentation
Appendix F	Other Supporting Documentation
Appendix G	Qualifications of Environmental Professionals

1.0 SUMMARY

This Phase I Environmental Site Assessment (ESA) was conducted on behalf of the Omaha Brownfields Coalition (lead coalition partner Metropolitan Area Planning Agency [MAPA]) (“User”) in conformance with the scope and limitations of ASTM Standard Practice E 1527-05. The Property ESA was conducted under the Brownfields Coalition Assessment Grant (Grant) awarded by the United States Environmental Protection Agency to the Omaha Brownfields Coalition (USEPA Cooperative Agreement Nos. BF-97727801 & BF-97727901, dated October 1, 2011). The Omaha Brownfields Coalition (Coalition) subsequently directed Alfred Benesch & Company (Benesch) to perform an ESA on the former Omaha Cold Storage facility located at 5025 South 33rd Street in Omaha, Douglas County, Nebraska (the “Property”).

The Property was originally developed as part of the adjoining Cudahy Meats facility, one of the major animal slaughter and processing facilities associated with the South Omaha Stockyards. In 1988 the Property meat packing facility was converted to an animal parts processing and cold storage facility and the penthouse level offices were built. The area surrounding the Property is characterized by light and heavy industrial use along South 33rd Street, and the Metropolitan Community College south Omaha campus is generally located east of the Property.

Roughly 63% of the current Property structure is designed for cold storage use. The Property has been vacant since Omaha Industries (parent company of Omaha Cold Storage) moved their operations off-site in September 2011. Prior to 1961, the Property was undeveloped land adjoining the South Omaha Stockyards. The historic use of the Property as a heavy industrial facility constitutes a *recognized environmental condition*. Specific concerns in this regard include the brine settling tanks, former on-site waste water treatment plant, adjoining long term Cudahy meat packing facility, and the absence of an owner/operator interview (significant data gap).

The Property is located within the Omaha Lead National Priority List (NPL) and CERCLIS project boundaries (aka Omaha Lead Site [OLS]) which encompass a significant portion of Omaha. Although the OLS source areas have been abated, the impact of the OLS on the Property itself is unknown at this time, and may still be significant with regard to either potential contamination or environmental liability. As such the OLS represents a *recognized environmental condition* for the Property. Based on current regulatory status, and distance and estimated groundwater gradient relative to the Property, none of the other Federal Agency Database listings represent a *recognized environmental condition* for the Property at this time.

The Property is listed in the EDR State Agency Database Listings as a UST site (BC Dressed Beef, 5025 South 33rd Street) and a LUST site (Omaha Cold Storage Terminals, 5025 South 33rd Street). Two 30,000-gallon gasoline USTs were removed from the OCS site in 1991. The NDEQ subsequently placed the Property LUST site on the state LUST Trust Fund Priority List where it currently remains a low priority candidate for assessment. Since the Property LUST site has not been investigated to date, it represents a *recognized environmental condition*.

The Property (Omaha Cold Storage, 5025 South 33rd Street) is listed as a State Brownfields site because of its participation in the current South Omaha Brownfields Coalition effort as an assessment site. The designation of the Property as a State Brownfields site does not represent a *recognized environmental condition* at this time.

An on-site OPPD electrical vault is located east of the rear loading dock. OPPD also has roof mounted electrical transformers at the Property. Virtually all other electrical equipment at the Property, including wiring and electrical rooms or switch boxes, has been stripped by vandals since the former Omaha Cold Storage facility was shuttered in 2011. According to OPPD, the electrical vault contains switch gear controls but no electrical transformers. OPPD acknowledges responsibility for cleanup of any potential contamination associated with their electrical transformers, and their records indicate no reported spillage of poly-chlorinated biphenyls (PCBs) from electrical transformers at the Property or vicinity.

A waste water treatment system for pre-treating waste prior to discharge into the municipal waste water system was formerly located east of the Property structure. Such pre-treatment plants were reportedly associated with all meat packing plants in the area of the former South Omaha Stockyards. This on-site pre-treatment plant was removed in the mid-1990s. There are also what are thought to be brine tanks located along the lower level in the vicinity of the northern Property boundary. In the course of this assessment, Benesch was unable to obtain any documentation regarding the decommissioning of the on-site waste water pre-treatment system, and as such, it represents a *recognized environmental condition* for the Property because of the potential for groundwater contamination in the area resultant from its operation circa 1961 to 1995.

Site reconnaissance observations indicated significant environmental or health concerns and/or *recognized environmental conditions* regarding the Property as follows:

- ASTs and the associated ammonia refrigerant system,
- 30 steel 55-gallon drums with significant stained soil in the vicinity (REC),
- Industrial systems and machinery located in the C-level engine room with significant stained pavement in the vicinity (REC),
- Apparent brine tanks or other concrete structures generally located on the C-level along the northern Property boundary,
- Numerous building drains are clogged and/or backed up with standing water, and some of the elevator shafts are filled with water. (environmental concern and potential public health issue)

In addition to these environmental concerns or RECs, the following health and safety concerns that are not within the scope of ASTM 1527-05 also represent significant issues for the Property:

- Presumed asbestos containing materials were observed throughout the cold storage portion of the Property structure, including thermal system installation (TSI) generally consisting of insulating elbows on ammonia coolant piping.

- Based on the age and historic use of the Property structure and earlier improvements, lead based paint surfaces are likely present.
- The Property structure and surrounding area has remnant materials left on site from prior to the Omaha Cold Storage facility closure. These include, but are not limited to, several pallets (more than 25) of cattle hides that could constitute a significant health risk to Property visitors and/or workers.
- An area exhibiting seasonal wetland characteristics (standing water, cattails, wetland birds) is located approximately 50 feet southeast of the OPPD vault. A jurisdictional determination is warranted to ensure unhindered future development in this portion of the Property.

Note that Benesch made numerous attempts to contact the former Property owners. These attempts were not successful, and therefore, the absence of an owner/operator interview for a site which was historically operated as a heavy industrial facility constitutes a significant data gap in the performance of this ESA, because it materially affects the environmental professional's ability to identify *recognized environmental conditions* in connection with the Property.

2.0 INTRODUCTION

2.1 Purpose

The purpose of the Phase I ESA process is to identify, to the extent feasible, recognized environmental conditions in connection with the Property. The term *recognized environmental condition* (REC) shall mean the presence or likely presence of any hazardous substances or petroleum products on the Property under conditions that indicate an existing release, a past release, or a material threat of a release of any hazardous substances or petroleum products into structures on the Property or into the ground, groundwater, or surface water of the Property. The term includes hazardous substances or petroleum products even under conditions in compliance with laws. The term is not intended to include *de minimis* conditions that generally would not be subject to an enforcement action if brought to the attention of the appropriate governmental agencies.

2.2 Scope of Services

The scope of services included a Phase I Environmental Site Assessment performed in general accordance with ASTM Standard E 1527-05.

2.3 Significant Assumptions

None.

2.4 Limitations and Exceptions

The following potential environmental issues are beyond the scope of ASTM Practice E 1527-05:

- Asbestos-containing materials,
- Radon,
- Lead-based paint,
- Lead in drinking water,
- Wetlands,
- Regulatory compliance,
- Cultural and historic resources,
- Industrial hygiene,
- Health and safety,
- Ecological resources,
- Endangered species,
- Indoor air quality,
- Biological agents, and
- Mold.

In the course of this assessment, Benesch has relied on information from outside parties, such as regulatory agencies and interview sources. Benesch has made no independent investigation as to the validity, completeness or accuracy of such information provided by third parties. Benesch does not express or imply any warranty regarding information provided by third party sources.

Performance of this practice is intended to reduce, but not eliminate, uncertainty regarding the potential for RECs in connection with the Property. The material in this report reflects our best judgment in light of information that was readily available at the time of preparation.

2.5 Special Terms and Conditions

None.

2.6 User Reliance

This report was prepared by Benesch at the request of and for the sole benefit and use of the “User”; the Midlands Latino Community Development Corporation (MLCDC) and Community Investments Opportunities, LLC; and the Omaha Brownfields Coalition (lead coalition partner Metropolitan Area Planning Agency [MAPA]), subject to the limitations described in the report and in the contracting agreement between Benesch and the Omaha Brownfields Coalition.

Benesch acknowledges that this report will become a matter of public record and copies of this report will be available for review and reproduction through the MAPA website and/or the Freedom of Information Act (FOIA). Nevertheless, this report is intended for the exclusive use and reliance of the User in assessing environmental issues associated with the Property, and any use or reliance of this report by other parties is prohibited without the express written consent of the User and Benesch.

This report is complete only as an entire document and no section is intended to be used separately. Any unauthorized use a third party makes of this report, or any reliance on or decision made on the basis of it, is the responsibility of such third party. The User and Benesch are indemnified against any liability resulting from such third party use, reliance or decisions.

3.0 SITE DESCRIPTION

3.1 Location and Legal Description

The Property consists of the former Omaha Cold Storage facility located at 5025 South 33rd Street in Omaha, Douglas County, Nebraska. The Property parcel encompasses approximately 5.53-acres (240,886 square feet [s.f.]) with a large industrial use structure located thereon (239,480 s.f.) constructed in 1961. The Property was originally developed as part of the adjoining Cudahy Meats facility, one of the major animal slaughter and processing facilities associated with the South Omaha Stockyards. Significant Property improvements were constructed in 1988, 1990 and 2009. About $\frac{2}{3}$ of the Property structure was utilized for cold storage purposes. The Property has been vacant since Omaha Industries (parent company of Omaha Cold Storage) moved their operations off-site prior to deeding the Property to Retake Your City (current owner of record) in September 2011.

A legal description of the Property is provided in Appendix D (Assessor) and Appendix F (Mitchell Property Appraisal pg. 4). According to the *Omaha South, Nebraska-Iowa Quadrangle* USGS 7.5-minute topographic map dated 1994, the Property is located in the SW $\frac{1}{4}$ of Section 4, Township 14 North, Range 13 East of the 6th Principal Meridian, Douglas County, Nebraska.

A Site Location Map and Site Diagram depicting the Property are provided in Appendix A. Site Photographs are provided in Appendix B. Additional maps and figures are provided in Appendix D (Historical Research Documentation) and Appendix F (Other Supporting Documentation).

3.2 Surrounding Area General Characteristics

The area surrounding the Property is characterized by light and heavy industrial use along South 33rd Street. Portions of the former South Omaha Stockyards located to the south, east and northeast of the Property have been redeveloped for commercial, residential and educational use (Metropolitan Community College).

3.3 Current Use of the Property

The Property is currently vacant and listed for sale as an industrial cold storage site.

3.4 Description of Property Improvements

The following table provides general descriptions of the Property improvements.

PROPERTY IMPROVEMENTS	
Size of Property parcel (approx.)	5.53-acres, 240,886 s.f.
Size of Property structure (approx.)	239,480 s.f. meat processing and cold storage facility.
Construction Date	The Property was constructed 1961 with significant improvements made in 1988, 1990 and 2009.
General Building Description	Building materials for the four-level building include poured concrete footings and floors, concrete and/or steel structural members, poured concrete walls and/or concrete panels, and a flat roof with a membrane covered with rock.
General Topography of Property	Urban land sloping steeply down-gradient from the western Property boundary (South 33 rd Street), to the eastern boundary and MCC campus.
Adjoining and/or Access/Egress Roads	Access is provided off South 33 rd Street which forms the western Property boundary. A chain link fence prevents any potential access to the Property along the eastern boundary via Edward Babe Gomez Boulevard. Rail access was formerly provided to the east loading docks.
Paved or Concrete Areas (including parking)	Perimeter streets are concrete or asphalt surfaced with some adjoining concrete sidewalks. A large concrete-surfaced parking lot adjoins South 33 rd Street along the western Property boundary. Truck docking access is located along the west wall of the Property structure. A paved access road along the southern perimeter of the Property allows transit to the east side of the Property parcel where additional loading docks and surface parking are located.
Landscaped, Unimproved and/or Undeveloped Areas	The Property parcel includes an unpaved weedy area located near the extreme east-southeast Property boundary.
Surface Water	None
Potable Water Source	The current potable water status is unknown; Metropolitan Utilities District (MUD) is the service provider for the Property.
Sanitary Sewer Utility	Drains are backed up at the Property and the current sanitary sewer status is unknown; MUD is the service provider for the Property.
Storm Sewer Utility	Drains are backed up at the Property and the current storm sewer status is unknown; City of Omaha, Department of Public Works is the service provider for the Property. An on-site wastewater treatment plant utilized at the Property into the early 1990s has been removed.
Electrical Utility	Electrical power is shut off to the Property and electrical boxes and wiring have been stripped by vandals. The Omaha Public Power District (OPPD) is the service provider for the Property.
Natural Gas Utility	MUD is the service provider for the Property.
Emergency Power	None
Current Occupancy Status	Vacant since September 2011

Sources: Douglas County Assessor Property Records, Mitchell & Associates Property Appraisal and Site Reconnaissance Observations

3.5 Current Uses of the Adjoining Properties

The current uses of the parcels adjoining the Property are identified below.

North: Armour-Eckrich Branded Meats (meat packing facility).

East: Metropolitan Community College (MCC) campus including surface parking lots and the MCC Grounds Maintenance building.

South: MCC soccer fields followed by a commercial use district along 'Q' Street.

West: South 33rd Street followed by American Laboratories, Inc.

4.0 USER PROVIDED INFORMATION

In order to qualify for one of the Landowner Liability Protections (LLPs) offered by the Small Business Liability Relief and Brownfields Revitalization Act of 2001 (the “Brownfields Amendments”), the User must provide the following information (if available) to the Environmental Professional. Failure to provide this information could result in a determination that “All Appropriate Inquiry” is not complete. The following information was provided by Ms. Marta Sonia Londoño Mejia, Executive Director of the Midlands Latino Community Development Corporation (User representative) with regard to the Property and adjoining parcels. A copy of the Phase I ESA User Questionnaire completed by Ms. Londoño is provided in Appendix E.

- The User reported no environmental cleanup liens for the Property.
- The User reported no Activity and Use Limitations (AULs) for the Property.
- The User reported no specialized knowledge or experience related to the Property or nearby properties.
- The User reported the negotiated purchase price reflects fair market value.
- The User reported no knowledge of specific chemicals that are currently present or may have once been present on the Property.
- The User reported no knowledge of any spills or other chemical releases that have taken place on the Property.
- The User reported no knowledge of any environmental cleanups that have taken place on the Property.
- The User reported no obvious indicators regarding the presence or likely presence of contamination at the Property.

The User provided the following additional information to assist the Environmental Professional:

- The Phase I ESA is being performed for managing risk associated with the potential purchase and redevelopment of the Property.
- The Property consists of the former Omaha Cold Storage facility, an industrial use parcel located at 5025 South 33rd Street in Omaha, Douglas County, Nebraska.
- The parties who will rely on the Phase I ESA report are the Midlands Latino Community Development Corporation (MLCDC); Community Investments Opportunities, LLC; and the Omaha Brownfields Coalition (lead coalition partner MAPA).
- The site contact was identified as Marta Londoño, Executive Director of the MLCDC.
- No special terms and conditions were agreed upon by the Environmental Professional.

5.0 RECORDS REVIEW

5.1 Standard Environmental Record Sources

The regulatory agency database report discussed in this section, provided by Environmental Data Resources, Inc. (EDR) of Milford, Connecticut, was reviewed for information regarding reported releases of hazardous substances and petroleum products on or near the Property. Benesch also conducted a limited review of the unmapped or orphan listings within the database report, cross-referencing available address information and facility names, where feasible. Unmapped sites are listings that could not be plotted with confidence, but are potentially in the general area of the Property based on the partial street address, city, or zip code. Any unmapped site that was identified by Benesch as being within the approximate minimum search distance from the Property based on the site reconnaissance and/or cross-referencing to mapped listings has been included in the discussion in the following section. A copy of the EDR Radius Map Report is provided in Appendix C. The following is a summary of the findings of the database review.

SUMMARY OF FEDERAL, STATE AND TRIBAL DATABASE FINDINGS			
Regulatory Database	Approx. Minimum Search Distance	Property Listed?	Total # Sites Listed
Federal National Priority (NPL)	1 mile	No	1
Federal Delisted NPL	1 mile	No	0
Federal Comprehensive Environmental Response, Compensation, and Liability Information System (CERCLIS)	½ mile	No	1
Federal CERCLIS No Further Remedial Action Planned (NFRAP)	½ mile	No	0
Federal Resource Conservation and Recovery Act (RCRA), Corrective Action facilities (CORRACTS)	1 mile	No	2
Federal RCRIS non-CORRACTS Treatment, Storage, and Disposal Facilities (TSD)	½ mile	No	1
Federal RCRA Generators	¼ mile	No	3
Federal Institutional Control/Engineering Control Registry	½ mile	No	1
Federal Emergency Response Notification System (ERNS) list	½ mile	No	0
State and Tribal (equivalent) NPL	1 mile	No	0
State and Tribal CERCLIS	½ mile	No	3
State and Tribal Landfill or Solid Waste Disposal Sites	½ mile	No	0
State and Tribal Leaking Underground and Aboveground Storage Tanks (LUST/LAST) sites	½ mile	Yes	20
State and Tribal Registered Underground Storage Tanks (UST) and Aboveground Storage Tanks (AST)	¼ mile	Yes	2
State and Tribal Institutional Control or Engineering Control Registry	¼ mile	No	0
State and Tribal Voluntary Cleanup Site	½ mile	No	0
Federal, State and Tribal Brownfield Sites	½ mile	No	2
Former Manufactured Gas Plant (FMGP) Sites	1 mile	No	0

Federal Agency Database Listings

The Property is located within the Omaha Lead National Priority List (NPL) and CERCLIS project boundaries (aka Omaha Lead Site [OLS]) which encompass a significant portion of Omaha. In addition, one Federal Institutional and Engineering Control site is associated with the OLS.

The OLS listing on the NPL is resultant from airborne lead particulate contamination of near surface soils over a widespread area of north-central, south-central, and downtown Omaha resulted from historic lead smelting and recycling activities conducted at two former industrial facilities (Asarco and Gould Battery) which were located approximately 4-miles northeast of the Property. The area of the former Asarco facility was redeveloped circa 2000 into a city park (Lewis and Clark Landing) with regulatory oversight provided by the Nebraska Department of Environmental Quality (NDEQ) and the U.S. Environmental Protection Agency (USEPA). The area of the former Gould Battery facility was redeveloped as part the ConAgra corporate campus approximately 20 years ago with regulatory oversight provided by the NDEQ and USEPA.

Although the OLS source areas have been abated, the impact of the OLS on the Property itself is unknown at this time, and may still be significant with regard to either potential contamination or environmental liability. As such the OLS represents a *recognized environmental condition* for the Property.

Two RCRA-CORRACTS (corrective action) sites are located within the relevant search distances from the Property (Univar USA, 4120 Buckingham Place, 0.79-miles north-northeast; and Van Waters & Rogers Subsidiary, 3002 F Street, 0.82-miles north-northeast). Based on current regulatory status, and distance and estimated groundwater gradient relative to the Property, the RCRA-CORRACTS sites noted above do not represent a *recognized environmental condition* at this time.

One RCRA-TSD (transportation, storage and disposal) site is located within the relevant search distances from the Property (Greenbrier Rail Services Omaha, 4901 South 28th Street, 0.39-miles east-northeast of the Property). Based on current regulatory status, and distance and estimated groundwater gradient relative to the Property, the Greenbrier Rail Services RCRA-TSD site does not represent a *recognized environmental condition* at this time.

Three sites adjoining the Property are listed as RCRA generator sites (MCC, 2907 Edward Babe Gomez Blvd., 0.15-miles east-northeast; Armour-Eckrich Meats, adjoining RCRA-non generator site located north of the Property, 5015 South 33rd Street, estimated cross-gradient location; and American Laboratories, adjoining RCRA-non generator site located west of the Property, estimated up-gradient location). Based on current regulatory status (No Violations Found), the above-noted RCRA generator sites are not considered significant at this time.

State Agency Database Listings

The Property is listed in the EDR State Agency Database Listings as a UST site (BC Dressed Beef, 5025 South 33rd Street) and a LUST site (Omaha Cold Storage Terminals, 5025 South 33rd Street). As detailed in Section 5.2 of this ESA report, two 30,000-gallon gasoline USTs were removed from the OCS site in 1991. The NDEQ subsequently placed the Property LUST site on the state LUST Trust Fund Priority List where it currently remains a low priority candidate for assessment. Since the Property LUST site has not been investigated to date, it represents a *recognized environmental condition*.

Parcels adjoining the Property are listed as UST/LUST sites (Swift-Eckrich [two LUST sites, one UST site], 5015 South 33rd Street, located north of the Property; American Laboratories [two LUST sites, one UST site], 5020 South 33rd Street, located west of the Property). The Swift-Eckrich LUST sites each have a 'No Further Action' letter issued from the NDEQ; therefore they are not considered significant at this time. One of the American Laboratories LUST sites has a 'No Further Action' letter issued from the NDEQ, the remaining American Laboratories LUST site is on the state Priority List for assessment and, as such, remains a concern at this time. Note however that the state has assumed liability for the American Laboratories orphan site, and the OCS Property is not the responsible party for assessment or cleanup of this adjoining petroleum release sites.

There are another 27 leaking underground storage tank (LUST) sites and two leaking aboveground storage tank (LAST) sites located within the relevant search radius of the Property. However, the NDEQ has issued a 'No Further Action' [NFA] letter for the LAST sites and 18 of the 27 LUST sites. Based on distance and estimated groundwater gradient relative to the Property, none of the remaining LUST sites represent a *recognized environmental condition* for the Property at this time.

There are three State equivalent CERCLIS sites (Millard Refrigeration Services, 4401 South 36th Street, 0.6-miles north-northwest of the Property; Gutter Company, 3520 I Street, 0.6-miles north-northwest of the Property; and Gateway Elementary School, 5610 So. 42nd Street, 0.85-miles west-southwest of the Property) located within the relevant search distances. Based on distance and estimated groundwater gradient relative to the Property and/or current regulatory status, the above noted State equivalent CERCLIS sites do not represent a *recognized environmental condition* for the Property at this time.

The Property (Omaha Cold Storage, 5025 South 33rd Street) is listed as a State Brownfields site because of its participation in the current South Omaha Brownfields Coalition effort as an assessment site. There are two other State Brownfields sites located within the relevant search distances (Omaha 24th & N Streets parking Lot, 0.44-miles east-northeast of the Property; Kubat Pharmacy, 2401 N Street, 0.44-miles east-northeast of the Property). Based on distance and estimated groundwater gradient relative to the Property and/or current regulatory status, the State Brownfields sites do not represent a *recognized environmental condition* for the Property at this time.

Orphan Summary Listings

The Property is not listed in the Orphan Summary. Sites in the Orphan Summary of the EDR report have insufficient address information for an exact location to be mapped. Based on the limited information available, none of the sites listed in the Orphan Summary appear to be located in the Property vicinity, and therefore, are not considered significant at this time.

5.2 Additional Environmental Record Sources

Douglas County Health Department

Benesch contacted Mr. John Ruff, Environmental Health Specialist with the Sanitary Engineering Section of the Douglas County Health Department (DCHD) for environmental records regarding the Property located at 5025 South 33rd Street, and the adjoining meat packing facility (5015 South 33rd Street). According to Mr. Ruff, the DCHD has the following file information:

- 5025 South 33rd Street (former Omaha Cold Storage facility), storage/use of ammonia refrigerant and sulfuric acid (fork lift batteries) for operation of a cold storage facility. No reported spills or releases, and no private septic systems or water wells.
- 5015 South 33rd Street (adjoining meat packing facility), storage/use of >44% ammonia refrigerant, carbon dioxide, fuel oil, liquid nitrogen, sulfuric acid, and battery acid on-site. No reported spills or releases, and no private septic systems or water wells.

A Record of Conversation documenting the information Mr. Ruff researched for Benesch is provided in Appendix E.

Nebraska Department of Environmental Quality

Benesch requested the NDEQ perform a file search for information regarding the Omaha Cold Storage (OCS) facility formerly located at the Property. The NDEQ subsequently provided Benesch with file information including a NDEQ LUST priority list letter dated July 26, 1993, and the General Excavating Closure Assessment Report for the Property dated February 4, 1991.

According to the NDEQ information, General Excavating removed two 30,000-gallon gasoline USTs from the OCS site on January 7, 1991. The tanks were 13 years old at that time, reportedly in good condition, and were located east of the on-site waste water facility structure. Petroleum impacts to soil and groundwater were observed in the tank pit, possibly due to leaky piping. Depth to groundwater was measured at 16 feet below ground surface, and some over-excavation of the petroleum impacted soils was conducted at that time. The NDEQ subsequently determined that OCS did not operate the tanks; they were owned/operated by BC Dress Beef (ConAgra subsidiary and prior Property owner). NDEQ then determined that BC Dress Beef was not the responsible party for contamination, and the Property LUST site was placed on the LUST Trust Fund Priority List where it remains a low priority candidate for assessment.

The NDEQ also provided copies of Tier II Reporting Forms dated 2008, 2006, 2004 and 2003 regarding the storage and/or use of ammonia refrigerant and sulfuric acid (fork lift batteries) at the Property cold storage facility. There are no records of leaks or spills regarding the Tier II Reporting Forms. A copy of the Nebraska NDEQ file information is provided in Appendix C.

Nebraska Department of Natural Resources

Benesch obtained water well registration information for the Property from the Nebraska Department of Natural Resources (NDNR) website at <http://dnrdata.dnr.ne.gov/wells>. According to the NDNR information, no registered water wells are located at the Property. A copy of the NDNR water well registration information for the area of the Property is provided in Appendix C.

Omaha Fire Department

Benesch submitted a Public Records Request to the Omaha Fire Department (OFD), Office of the Assistant Fire Marshal for available tank, fuel or hazardous substances information for the Omaha Cold Storage (OCS) facility formerly located at the Property. The OFD subsequently provided Benesch with a NDEQ LUST Priority List letter to BC Dressed Beef dated July 26, 1993, and UST forms for Facility No 0-005167. Also included was the General Excavating Closure Assessment Report for the Property dated February 4, 1991. The file information provided by the OFD was generally the same as the NDEQ file information previously noted. In addition, the OFD information included responses for what were deemed generally minor Ammonia leaks at the Property. A copy of the Omaha Fire Department information for the Property is provided in Appendix C.

Omaha Public Power District

Benesch contacted Mr. Marty Wetenkamp, Supervisor of Environmental Health & Safety, Safety & Training Division with the Omaha Public Power District (OPPD) for general information regarding OPPD owned and operated electrical transformers in the Property vicinity. OPPD acknowledges responsibility for cleanup of any potential contamination associated with their electrical transformers. OPPD records indicate no reported spillage of poly-chlorinated biphenyls (PCBs) from electrical transformers in the vicinity of the Property.

Following the site reconnaissance, Benesch contacted Mr. Wetenkamp with OPPD regarding the status of an apparent on-site electrical vault located east of the Property building in a vacant area. According to Mr. Wetenkamp and a letter provided by Mr. Ron Mahoney, account executive for the Property with OPPD, the electrical vault contains switch gear controls but no electrical transformers, and OPPD will take responsibility for removal of this equipment upon request of the current owner. In addition, the roof mounted electrical transformers were installed by OPPD and they will take responsibility for removal of this equipment upon request. Electrical service to the Property was cut off per customer request in February 2012, and OPPD

is currently assessing equipment and service needs at the Property. A copy of the OPPD information is provided in Appendix F.

State Fire Marshal

Benesch requested the Nebraska State Fire Marshal (SFM) provide file information for the OCS facility formerly located at the Property. The SFM subsequently provided Benesch with a NDEQ LUST Priority List letter to BC Dressed Beef dated July 26, 1993, and UST forms for Facility No 0-005167. Also included was the General Excavating Closure Assessment Report for the Property dated February 4, 1991. The file information provided by the SFM was generally the same as the NDEQ file information previously noted. A copy of the Nebraska SFM file information is provided in Appendix C.

5.3 Physical Setting Sources

Topography

Based on a review of the USGS 7.5 Minute Series Topographic Map *Omaha South, Nebraska-Iowa Quadrangle* dated 1994, the Property is located approximately 1,150 feet above mean sea level (msl) along the western boundary (South 33rd Street), and the elevation drops to approximately 1,120 feet above msl along the eastern boundary. The Property is depicted as industrial land located west of the Metropolitan Community College South Omaha campus. No urban drainage ways are located in the vicinity of the Property, as the area is characterized by a plateau situated along Q Street and South 33rd Street south and west of the former south Omaha stockyards area. A copy of a portion of the USGS Map for the area of the Property is provided as Figure 1 in Appendix A.

Soils

The United States Department of Agriculture (USDA) Soil Conservation Service *Soil Survey of Douglas and Sarpy Counties, Nebraska*, classifies the soils in the vicinity of the Property as Monona silt loam, 3-7% slopes (MoC) and 11-17% slopes (MoE). Monona series soils are deep, well-drained, nearly level to moderately steep soils that formed in loess. Monona soils are fine textured and exhibit moderate permeability and high available water capacity. Monona soils are located on bluffs adjacent to the Missouri River valley.

Hydrology

Based on the topography of the area of the Property, groundwater is estimated to flow to the east toward the area of the former south Omaha stockyards and historic rail corridors. Based on information contained in the EDR report, Benesch estimates that shallow groundwater exists at depths greater than 20 feet below ground surface (bgs) at the Property. However, perched groundwater conditions could exist at the Property, the topography of the Property ranges some 25-30 feet across the site, and estimated groundwater levels and/or flow direction(s) may

vary due to seasonal fluctuations in precipitation, local usage demands, geology, underground structures, or dewatering operations.

5.4 Historical Use Information

The following table summarizes the findings of the research presented below pertaining to historical use of the Property and surrounding areas.

HISTORICAL USE SUMMARY				
Approximate Time Period	Identified Historical Uses		Source(s)	Intervals/Comments
	Property	Surrounding Area		
Prior to circa 1890	Property was apparently undeveloped land located in South Omaha	South Omaha	None, general knowledge of Omaha history	No significant data gaps.
1890 to 1940	Rail spurs servicing adjoining sites north and south of the Property	South Omaha Stockyards and industrial land	City Directories Sanborn® Maps Topographic Map	No significant data gaps.
1940 to 1961	Rail spurs servicing adjoining sites north and south of the Property	South Omaha Stockyards and industrial land	Aerial Photographs City Directories County Assessor Sanborn® Maps Topographic Map	No significant data gaps.
1961 to 2011	Meat packing plant and/or industrial cold storage facility	South Omaha Stockyards. Post 1990 area generally redeveloped for industrial and commercial use and MCC campus.	Aerial Photographs County Assessor City Directories Interviews Property Appraisal Sanborn® Maps Topographic Maps	The absence of an owner/operator interview constitutes a significant data gap.
2011 to Present	Vacant	Industrial and commercial use and MCC campus.	Aerial Photographs County Assessor City Directories Interviews Zoning Map	No significant data gaps.

Aerial Photographs

Available aerial photographs of the Property and surrounding area ranged from 1941 to 2012. Benesch obtained aerial photographs from the following sources: the Douglas County Engineer's office dated 1941, 1955, 1965 and 1971; *The EDR Aerial Photo Decade Package* with aerial photographs dated 2012, 2010, 2009, 2007, 2006, 1999, 1994, 1988, 1982, 1975, 1969 and 1952; and from [GoogleEarth™](#) dated 2012. The following table provides descriptions and interpretations from the aerial photograph review.

AERIAL PHOTOGRAPH SUMMARY	
Year	Comments
2012, 2010, 2009, 2007, 2006 and 1999	<p>Property: the Property is depicted generally similar to site observations with a large storage structure and trucking operations located thereon. Also depicted on-site are a guard shack, rail access and a power structure.</p> <p>Surrounding Area: the area surrounding the Property is depicted similar to site observations with industrial use to the west and north. The former South Omaha Stockyards to the east have been redeveloped into the MCC campus, with an MCC soccer field south of the Property followed by 'Q' Street.</p>
1994, 1988, 1982, 1975, 1971, 1969 and 1965	<p>Property: the Property is depicted with a large storage structure and trucking operations located thereon. Rail is apparent along the north & east docks of the Property structure. Also depicted is a power structure and waste water treatment plant.</p> <p>Surrounding Area: the area surrounding the Property is depicted with industrial use to the east, west and north associated with the South Omaha Stockyards. A rail line is located along the northern Property boundary followed by a large meat packing plant. A vacant wooded area is located south of the Property followed by 'Q' Street.</p>
1955, 1952 and 1941	<p>Property: the Property is depicted as part of a vacant wooded area located between the South Omaha packing plants and 'Q' Street.</p> <p>Surrounding Area: the area surrounding the Property is depicted with industrial use to the east, west and north associated with the South Omaha Stockyards. A rail line is located along the northern Property boundary followed by a large meat packing plant. A cultivated area with small fields is located south of the Property followed by 'Q' Street.</p>

The former south Omaha stockyards district located in all directions from the Property represents an environmental concern; however, the former stockyards are located in an estimated down-gradient location relative to the Property and the entire area has been extensively redeveloped over the past 20 years. Any concerns with current or historic packing plants would be limited to the adjoining site to the north (current Armour-Eckrich facility, former Cudahy meat packing plant). The rail spur at the Property does not appear to have associated tanks. The on-site wastewater treatment plant represents an environmental concern which will be discussed further in other sections of this report. The review of aerial photographs did not identify other features indicative of *recognized environmental conditions* at the Property and/or the immediate surrounding area. Copies of historical aerial photographs for the Property are provided in Appendix D.

Historic Topographic Maps

Benesch reviewed available historical USGS Topographic Maps for the Property, including the *Omaha South, Nebraska-Iowa Quadrangle*, dated 1956 (photo-revised 1969, 1975 and 1984); the *Omaha South, Nebraska-Iowa Quadrangle*, dated 1994; and the *Omaha Vicinity, Nebraska Sheet*, dated 1898 for information regarding past uses of the Property. The Property is depicted on the 1898 USGS map as platted urban land located near the south Omaha stockyards. The Property is depicted as vacant on the 1956 USGS map. On the 1975-1994 USGS maps, one large structure is depicted thereon just west and south of the South Omaha Stockyards. Rail access to the Property structure is depicted to the east loading dock. On the 1994 USGS map, the area immediately east of the Property is depicted as the location of the Metropolitan Community College South Omaha Campus.

The former south Omaha stockyards district located in all directions from the Property represents an environmental concern; however, the former stockyards are located in an estimated down-gradient location relative to the Property and the entire area has been extensively redeveloped over the past 20 years. Any concerns with current or historic packing plants would be limited to the adjoining site to the north (current Armour-Eckrich facility, former Cudahy meat packing plant). The review of historical USGS Maps did not identify other features indicative of *recognized environmental conditions* at the Property and/or the immediate surrounding area. Copies of historical USGS Topographic maps for the Property are provided in Appendix D.

City Directories

Benesch reviewed historical city street directory information provided in *The EDR City Directory Abstract*. EDR generally researched *Polk City Directories* (or predecessor versions) for the area of the Property in approximate 5-year intervals dating from 1915 to 2012. The following table has Property and adjoining listings based on a review of the historical city directory information.

CITY DIRECTORIES SUMMARY		
Address	Listed Dates	City Directory Listing
5025 So. 33 rd St.	2012	Omaha Industries, Inc.
	1990-2007	Omaha Cold Storage
	1985	Vacant
	1980	BC Dressed Beef meat packing plant
	1970-1975	Armour & Company
5015 So. 33 rd St.	1995-2007	Armour-Eckrich meat packing plant
	1990	Swift-Eckrich meat packers
	1980-1985	Cudahy Foods, grocery products
5010 So. 33 rd St.	1975-2001	American Laboratories, pharmaceuticals mfg.
5020 So. 33 rd St.	1985-2001	

The meat packing facility located north of the Property is situated in an estimated cross-gradient location relative to the Property and is discussed further in Sections 5.1 and 5.2 of this ESA report. However, based on site reconnaissance observations and an absence of regulatory violations regarding the 5015 South 33rd Street site (former Cudahy and current Armour-Eckrich meat packing facility), it is the opinion of the Benesch environmental professionals that the review of city street directories did not identify listings at the Property address or vicinity that are indicative of *recognized environmental conditions* at this time. A copy of *The EDR City Directory Abstract* is provided in Appendix D.

Fire Insurance Maps

EDR provided Benesch with Sanborn® maps for the Property and vicinity for the years 1890, 1901, 1962 and 1964. The following are descriptions and interpretations from the review of historic fire insurance maps for the Property.

FIRE INSURANCE MAP SUMMARY	
Year	Comments
1890 and 1901	<p>Property: Several rail spurs are depicted running parallel to the northern Property boundary. An ice house is located on the Property along South 33rd Street.</p> <p>Surrounding Area: Large meat packing facilities are located north and west of the Property. A water reservoir for the South Omaha Stockyards is also located west of South 33rd Street. Cattle pens and holding areas are located south of the Property.</p>
1962 and 1964	<p>Property: The Property structure is not depicted on the 1962 and 1964 Sanborn® maps. Several rail spurs are depicted running parallel to the northern Property boundary.</p> <p>Surrounding Area: the Cudahy Packing facility is located north of the Property, with Cudahy's offices located west of South 33rd Street.</p>

The meat packing facility historically located north of the Property represents an environmental concern; however, no tanks or fueling is depicted along the northern or southern Property boundaries and rail spurs. With the exception of the adjoining meat packing facility to the north, the entire area encompassing the South Omaha Stockyards has been extensively redeveloped over the past 20 years. The review of historical Sanborn® maps did not identify other features indicative of *recognized environmental conditions* at the Property and/or the immediate surrounding area. Copies of historical Sanborn® maps for the Property are provided in Appendix D.

Copies of Sanborn® maps for the Property are provided in Appendix D.

County Assessor Property Tax Files

Benesch accessed real estate tax information for the Property on the Douglas County Assessor's website at <http://douglasne.com>. Information about the Property parcel is listed below.

Address	Parcel ID	Parcel Size (Ac)	Structure Size (ft ²)	Const. Date
5025 So. 33 rd St.	014498008	5.53	239,480	1961

A copy of the Douglas County Assessor information is provided in Appendix F.

Property Appraisal

MLCDC provided Benesch with a real estate appraisal for the Property for review and inclusion in this ESA report. Mitchell & Associates, Inc., *An Appraisal of a Light Industrial/Cold Storage Facility, Located at 5025 South 33rd Street, Omaha, Nebraska 68107*, dated January 21, 2011. According to the appraisal information, the Property consists of an industrial cold storage facility originally constructed in 1961 with building additions in 1988, 1990, and 2009 and numerous renovations over the years. The building was constructed as part of an animal slaughter and processing facility (meat packing plant) for Cudahy Meats Company which operated north of the Property and adjacent to the original South Omaha stockyards. The Property structure was at that time physically connected to the Cudahy structure to the north.

In 1988 the Property meat packing facility was converted to an animal parts processing and cold storage facility and the penthouse level offices were built. Roughly 63% of the Property structure is designed for cold storage use, including refrigerated areas, freezer areas, and a blast freezer. The facility reportedly utilized an ammonia based refrigeration system with six compressors, which were originally installed in 1988.

Douglas County Health Department Publications

Benesch reviewed the following publications issued by the Douglas County Health Department (DCHD) for information regarding historic landfills, if any, located in the vicinity of the Property:

Status of Dumps and Dumping in Omaha and Douglas County, dated August 1968; and
Report on DUMP SITES AND LANDFILLS within City and Three Mile Limit, dated December 23, 1963.

Prior to 1965, Douglas County did not operate a landfill and vendors generally used private, unregulated landfills for trash and waste disposal. A review of the DCHD historical landfill information indicates the nearest such landfill in the vicinity of the Property was located at 36th and Q Streets approximately two blocks southwest of the Property. A copy of the DCHD landfill information is provided in Appendix D.

Land Title Records and Environmental Liens

The acquisition of recorded land title records was not conducted within the scope of work for this Phase I ESA. Benesch assumes any prospective buyers and sellers of the Property will arrange for title search services at an appropriate time, which would include a review and evaluation of environmental liens or AULs regarding the Property (activity and use limitations, e.g. restrictive or protective covenants regarding environmental issues), if any.

Prior Reports

Benesch was not provided with any prior environmental reports for the Property to review for inclusion in this ESA report.

Building Department Records

Historical building department records, if any, were not reviewed. In the opinion of the environmental professionals, no additional significant information is expected from this source.

Zoning/Land Use Records

Historical Zoning/Land Use Records were not reviewed. In the opinion of the environmental professionals, no additional significant information is expected from this source. According to information obtained from the Douglas County Assessor via <http://douglasne.mapping-online.com>, the Property is currently zoned HI (Heavy Industrial District). Areas north, northeast

and west of the Property are also zoned HI. Other zoning in the Property vicinity, which was formerly the location of the south Omaha stockyards, are zoned CC (Community Commercial District) or GO (General Office District). A copy of the zoning map for the south Omaha vicinity is provided in Appendix F.

Other Historical Sources

No additional historical sources were reviewed.

6.0 SITE RECONNAISSANCE

6.1 Methodology and Limiting Conditions

Site reconnaissance methodology involved a walking and driving inspection of the Property and vicinity on May 31 and June 4, 2013 by Patrick Sward and Brian Fettin of Benesch. The Benesch Environmental Professionals were accompanied during the site reconnaissance by MLCDC representatives Ms. Marta Londoño, Pedro Ottoneal, and Glenn Pettis (attorney). Note that the site reconnaissance was difficult to conduct as the Property structure has been vacant for about two years and has significantly deteriorated during that time. For example all electrical wiring in the facility has been stripped by vandals, drains are backed up at several locations, the three freight elevators are not in working order and lower level shafts are filled with water. Despite these difficulties, all areas of the Property structure except utility chases and elevators were accessed with observations noted. Photographic documentation of the site reconnaissance is provided in Appendix B.

6.2 General Site Setting

The Property consists of the former Omaha Cold Storage facility located at 5025 South 33rd Street in Omaha, Douglas County, Nebraska. The Property was originally developed as part of the adjoining Cudahy Meats facility, one of the major animal slaughter and processing facilities associated with the South Omaha Stockyards. The area surrounding the Property is characterized by light and heavy industrial use along South 33rd Street. Portions of the former South Omaha Stockyards located to the south, east and northeast of the Property have been redeveloped for commercial, residential and educational use (Metropolitan Community College).

6.3 Site Reconnaissance Observations

The objective of site reconnaissance is to obtain information indicating the likelihood of identifying *recognized environmental conditions* in connection with the Property. The observations made during site reconnaissance are identified in the following table and described in the following sections.

SITE CHARACTERISTICS		
Category	Site Feature	Observed
Site Operations, Processes and Equipment	Emergency Generators	
	Elevators	X
	Air Compressors	X
	Hydraulic Lifts	X
	Dry Cleaning	
	Photo Processing	
	Ventilation Hoods and/or Incinerators	
	Waste Water Treatment Systems	X
	Heating and/or Cooling Systems	
	Other Processes or Equipment	X

SITE CHARACTERISTICS – CONTINUED		
Category	Site Feature	Observed
Aboveground Chemical or Waste Storage	Aboveground Storage Tanks (ASTs)	X
	Drums, Barrels and/or Containers > 5 gallons	X
	MSDS	
Underground Chemical or Waste Storage, Drainage or Collection Systems	Underground Storage Tanks (USTs)	X
	Sumps, Cisterns, Catch Basins and/or Dry Wells	X
	Grease Traps	
	Septic Tanks and/or Leach Fields	
	Oil/Water Separators	
	Pipelines	
	Interior Floor Drains	X
Electrical Transformers and/or PCBs	Transformers and/or Capacitors	X
	Other Equipment	
Releases or Potential Releases	Stressed Vegetation	X
	Stained Soil	
	Stained Pavement	X
	Leachate and/or Waste Seeps	
	Trash, Debris, Waste Materials	X
	Dumping or Disposal Areas	
	Construction/Demolition Debris	
	Surface Water Discoloration, Odor, Sheen and/or Free Phase Product	
	Strong, Pungent or Noxious Odors	X
	Exterior Pipe Discharges, Effluent Discharges	
Other Notable Site Features	Surface Water Bodies	
	Quarries or Pits	
	Wells	

Note that Benesch made numerous attempts to contact the former Property owners (Omaha Industries) which operated the Omaha Cold Storage facility from circa 1961 to 2011 to discuss items noted in the site reconnaissance. These attempts were not successful, and therefore, the absence of an owner/operator interview constitutes a significant data gap in the performance of this ESA.

Elevators and/or Hydraulic Lifts

Three freight elevators were observed at the Property, and some of the elevator shafts are currently filled with water. The operational and maintenance history of the Property elevators and their current status is unknown. Because of this uncertainty and the potential for hazardous substances or petroleum lubricants to contaminate soil and groundwater in the area, the Property elevators represent an environmental concern.

Air Compressors

Six large air compressors were observed at the Property structure as follows; two are located outside the ammonia tank room on the B-level, two are located outside the engine room on the C-level, and two are located inside the engine room on the C-level. The air compressors were likely used to power pneumatic equipment at the former Omaha Cold Storage facility. No leaks/spills were observed in the immediate area of the air compressors on the B-level and outside the engine room; therefore, these four compressors are not a concern at this time. However, significant floor staining was observed in the area of the two compressors located inside the engine room on the C-level and the apparent release from these two engine room compressors represents a *recognized environmental condition* for the Property.

Waste Water Treatment System

Based on review of historic aerial photographs and maps, it is apparent that a waste water treatment system for pre-treating waste prior to discharge into the municipal waste water system was formerly located east of the Property structure. Such pre-treatment plants were reportedly associated with all meat packing plants in the area of the former South Omaha Stockyards. This on-site pre-treatment plant was removed in the mid-1990s; however, an apparent holding tank was observed located along the lower level near the southeast building entrance. In addition, what are thought to be brine tanks are located along the lower level in the vicinity of the northern Property boundary. In the course of this assessment, Benesch was unable to obtain any documentation regarding the decommissioning of the on-site waste water pre-treatment system, and as such, it represents a *recognized environmental condition* for the Property because of the potential for groundwater contamination in the area resultant from its operation circa 1961 to 1995.

Other Processes or Equipment

This category includes site features not covered elsewhere in this report such as the rail spur into the Property, and the operation of a meat packing plant at the facility from 1961 until circa 1988. When coupled with the absence of an owner/operator interview, these Other Processes and Equipment represent an environmental concern.

Aboveground Storage Tanks (ASTs)

Several ASTs ranging in capacity from 30 to 2,000-gallons (or equivalent volume of compressed gas) were observed during the site reconnaissance and are described below:

- Four apparently empty ammonia holding tanks. An Ammonia AST is located inside, and outside of, the engine room on the C-level. One Ammonia AST is located on B-level near the production floor, and one Ammonia AST is located east of the rear loading dock.
- Apparent brine settling tanks are located on the C-level along the northern Property boundary. Contents of the apparent brine settling tanks are unknown.

- Two process holding tanks (apparently empty, prior contents unknown), are located at the Property. One AST is located on the B-level near the production floor, and the other AST is located in the engine room on C-level.

No leaks/spills were observed in the immediate area of the Property ASTs. Based on site observations, the Property ASTs do not appear to represent a *recognized environmental condition* for the Property at this time. However, based on the generally unknown status or operating condition of the Property ASTs, they do represent a significant concern.

Drums, Barrels and/or Containers >5 gallons

More than 30 steel 55-gallon drums were observed during the site reconnaissance. Most of the drums appear to be empty, with the remainder apparently containing waste oil, new lubricating oil and/or transmission fluid, and coolant system chemicals. Generally no leaks/spills were observed in the immediate area of 55-gallon drums. However, significant soil staining was observed in the vicinity of six drums located near the rear loading dock which apparently contain waste oil. This staining at the Property is indicative of past releases, perhaps significant, and represents a *recognized environmental condition*.

Underground Storage Tanks (USTs)

As noted in Section 5.2 of this ESA report, two 30,000-gallon gasoline USTs were removed from the OCS site in 1991. The gasoline USTs were reportedly located east of the former on-site waste water facility structure. No evidence of these USTs (e.g. piping, dispenser pad, soil or concrete pattern) was observed during the site reconnaissance.

As previously noted, an on-site pre-treatment waste water plant was removed in the mid-1990s; however, an apparent holding tank associated with the pre-treatment system was observed located along the lower level near the southeast building entrance. In the course of this assessment, Benesch was unable to obtain any documentation regarding the historic use or decommissioning of the on-site waste water pre-treatment system, and as such, it represents a *recognized environmental condition* for the Property because of the potential for groundwater contamination in the area resultant from its operation.

Sumps, Cisterns, Catch Basins and/or Dry Wells

The above noted features were not observed during the site reconnaissance. However, floor drains on the lower level of the Property structure are generally clogged and filled with water. This coupled with the absence of interview information from the owner/operators of the former Omaha Cold Storage facility creates a situation where sumps, cisterns, catch basins and/or dry wells could, in fact, be present but not documented at the Property.

Interior Floor Drains

Numerous floor drains were observed in the Property building located in the cold storage areas, on the production floor, and/or in bathrooms. The floor drains at the Property are reportedly connected to the City of Omaha municipal waste water system. Generally no staining was observed in the immediate area of the floor drains. Note that numerous floor drains on the C-level of the building are clogged and/or backed up with standing water. As such, they represent a significant concern for the Property at this time from both an environmental and public health perspective.

Electrical Transformers/PCBs

An on-site OPPD electrical vault is located approximately 100 feet east of the rear dock in a vacant area. Benesch also observed roof mounted electrical transformers during the site reconnaissance. Virtually all other electrical equipment at the Property, including wiring and electrical rooms or switch boxes, has been stripped by vandals since the former Omaha Cold Storage facility was shuttered in 2011.

According to Mr. Ron Mahoney, account executive for the Property with OPPD, the electrical vault contains switch gear controls but no electrical transformers, and OPPD will take responsibility for removal of this equipment upon request of the current owner. The roof mounted electrical transformers were installed by OPPD and they will take responsibility for removal of this equipment upon request. Electrical service to the Property was cut off per customer request in February 2012, and OPPD is currently assessing equipment and service needs at the Property. A copy of the OPPD information is provided in Appendix F.

Stressed Vegetation

Weedy vegetation is present across vacant areas of the Property east of the rear loading dock; none of which would be considered distressed or indicative of contaminant releases. However, an area exhibiting seasonal wetland characteristics (standing water, cattails, wetland birds) is located approximately 50 feet southeast of the OPPD vault. A jurisdictional determination by a qualified wetlands biologist should be performed for these potential on-site wetlands to ensure unhindered future development in this portion of the Property.

Stained Pavement

As previously noted, significant floor staining was observed in the area of the two compressors located inside the engine room on the C-level, and significant soil staining was observed in the vicinity of six drums of waste oil located near the rear loading dock. This staining at the Property is indicative of past releases, perhaps significant, and represents a *recognized environmental condition*.

Trash, Debris and Waste Materials

The Property structure and surrounding area has remnant materials left on site from prior to the Omaha Cold Storage facility closure. These include, but are not limited to, several pallets (more than 25) of cattle hides that could constitute a significant health risk to Property visitors and/or workers. In addition, some trash and debris is present from dumping at the Property apparently conducted post 2011.

Strong, Pungent or Noxious Odors

Strong, pungent or noxious odors were observed during the site reconnaissance. A generally unpleasant and musty odor is present throughout most of the three levels of the Property structure. This is likely due to significant water intrusion issues at the Property structure through windows and floor drains, at a minimum. In addition, other portions of the Property building are not adequately ventilated, as they were when the Property facility was operational, and exhibit strong and undesirable odors.

7.0 INTERVIEWS

The following persons were contacted to obtain information regarding *recognized environmental conditions* in connection with the Property:

Role	Name	Title	Entity	Interview Type
User Representative	Ms. Marta Londoño	Executive Director	Midlands Latino Community Development Corporation (MLCDC)	User Questionnaire, Electronic mail via mlondono@midlandslatinocdc.org Telephone 402.850.0968
Property Listing Agent	Mr. Mike Mellen	Senior Associate	The Lund Company	Electronic mail via mmellen@lundco.com Telephone 402.8806320
Current Property Owner	Mr. Allen Kuck	Retake Your City	President	Electronic mail via allenkuck@retakeyourcity.com Telephone 419.344.1227
Local Utility	Mr. Marty Wetenkamp	Supervisor Environmental Health & Safety	Safety & Training Division, Omaha Public Power District (OPPD)	Benesch request and OPPD response via letter and email mjwetenkamp@oppd.com
Local Government Agency	Mr. Jon Ruff	Environmental Health Specialist, Sanitary Engineering Dept.	Douglas County Health Department	Electronic mail via jon.ruff@douglascounty-ne.gov Telephone 402.444.7485

Relevant interview information has been incorporated into the appropriate sections of this ESA report. A Record of Conversation form documenting the interview information and the User Questionnaire for the Property is provided in Appendix E.

Note that Benesch made numerous attempts to contact the former Property owners (Omaha Industries) which operated the Omaha Cold Storage facility from circa 1961 to 2011. These attempts were not successful, and therefore, the absence of an owner/operator interview constitutes a significant data gap in the performance of this ESA.

8.0 FINDINGS

8.1 Findings

General Site Setting

The Property consists of the former Omaha Cold Storage facility located at 5025 South 33rd Street in Omaha, Douglas County, Nebraska. The Property was originally developed as part of the adjoining Cudahy Meats facility, one of the major animal slaughter and processing facilities associated with the South Omaha Stockyards. The area surrounding the Property is characterized by light and heavy industrial use along South 33rd Street. Portions of the former South Omaha Stockyards located to the south, east and northeast of the Property have been redeveloped for commercial, residential and educational use (Metropolitan Community College).

Site Reconnaissance

The Property consists of the vacant former Omaha Cold Storage facility located at 5025 South 33rd Street in Omaha, Nebraska. Note that the site reconnaissance was difficult to conduct as the Property structure has been vacant for about two years and has significantly deteriorated during that time. For example all electrical wiring in the facility has been stripped by vandals, drains are backed up at several locations, the three freight elevators are not in working order and lower level shafts are filled with water. Despite these difficulties, all areas of the Property structure except utility chases and elevators were accessed with observations noted.

Site reconnaissance observations indicated significant concerns and/or *recognized environmental conditions* regarding the Property as follows:

- Unknown status and current contents of three above ground storage tanks (ASTs) and the associated ammonia refrigerant system, (environmental concern)
- Unknown status and current contents of more than 30 steel 55-gallon drums with stained soil in the vicinity, (REC)
- Unknown status and disposition of heavy industrial motors and/or machinery located in the C-level engine room stained pavement in the vicinity, (REC)
- Unknown status of apparent brine tanks or other tanks generally located on the C-level along the northern Property boundary, (environmental concern) and
- Numerous building drains are clogged and/or backed up with standing water, and some of the elevator shafts are filled with water. (environmental concern and potential public health issue)

In addition to these RECs, the following health and safety concerns that are not within the scope of ASTM 1527-05 also represent significant issues for the Property:

- Presumed asbestos containing materials were observed, including thermal system installation (TSI) generally consisting of insulating elbows on ammonia coolant piping throughout the cold storage portion of the Property structure.
- Based on the age and historic use of the Property structure, lead based paint surfaces are likely present.
- The Property structure and surrounding area has remnant materials left on site from prior to the Omaha Cold Storage facility closure. These include, but are not limited to, several pallets (more than 25) of cattle hides that could constitute a significant health risk to Property visitors and/or workers. In addition, considerable trash and debris from dumping at the Property apparently conducted post 2011 is present.

Regulatory Records Review

The Property is located within the Omaha Lead National Priority List (NPL) and CERCLIS project boundaries (aka Omaha Lead Site [OLS]) which encompass a significant portion of Omaha. Although the OLS source areas have been abated, the impact of the OLS on the Property itself is unknown at this time, and may still be significant with regard to either potential contamination or environmental liability. As such the OLS represents a *recognized environmental condition* for the Property. Based on current regulatory status, and distance and estimated groundwater gradient relative to the Property, none of the other Federal Agency Database listings represent a *recognized environmental condition* for the Property at this time.

The Property is listed in the EDR State Agency Database Listings as a UST site (BC Dressed Beef, 5025 South 33rd Street) and a LUST site (Omaha Cold Storage Terminals, 5025 South 33rd Street). Two 30,000-gallon gasoline USTs were removed from the OCS site in 1991. The NDEQ subsequently placed the Property LUST site on the state LUST Trust Fund Priority List where it currently remains a low priority candidate for assessment. Since the Property LUST site has not been investigated to date, it represents a *recognized environmental condition*.

Parcels adjoining the Property are listed as UST/LUST sites (Swift-Eckrich located north of the Property [two LUST sites, one UST site]; American Laboratories located west of the Property [two LUST sites, one UST site]). In addition, there are another 27 leaking underground storage tank (LUST) sites and two leaking aboveground storage tank (LAST) sites located within the relevant search radius of the Property. Based on current regulatory status, distance and/or estimated groundwater gradient relative to the Property, none the off-site LUST-LAST sites represent a *recognized environmental condition* for the Property at this time.

The Property (Omaha Cold Storage, 5025 South 33rd Street) is listed as a State Brownfields site because of its participation in the current South Omaha Brownfields Coalition effort as an assessment site. The designation of the Property as a State Brownfields site does not represent a *recognized environmental condition* at this time.

The Property is not listed in the Orphan Summary. Sites in the Orphan Summary of the EDR report have insufficient address information for an exact location to be mapped. Based on the limited information available, none of the sites listed in the Orphan Summary appear to be located in the Property vicinity, and therefore, are not considered significant at this time.

Interviews

Relevant interview information has been incorporated into the appropriate sections of this ESA report and is summarized in Section 7.0. According to Interview information, the Property was the location of the former Omaha Cold Storage facility from circa 1961 to 2011, and has been vacant since September 2011. OPPD records indicate no reported spillage of poly-chlorinated biphenyls (PCBs) from electrical transformers in the vicinity of the Property, and they acknowledge responsibility for cleanup of any potential contamination associated with their electrical transformers.

8.2 Historical Summary

Based on historical sources, the Property was originally developed as part of the adjoining Cudahy Meats facility, one of the major animal slaughter and processing facilities associated with the South Omaha Stockyards. In 1988 the Property meat packing facility was converted to an animal parts processing and cold storage facility and the penthouse level offices were built. Roughly 63% of the Property structure is designed for cold storage use, including refrigerated areas, freezer areas, and a blast freezer. The Property has been vacant since Omaha Industries (parent company of Omaha Cold Storage) moved their operations off-site prior to deeding the Property to Retake Your City (current owner of record) in September 2011. Prior to 1961, the Property was undeveloped land adjoining the South Omaha Stockyards. The historic use of the Property as a heavy industrial facility constitutes a *recognized environmental condition*. Specific concerns in this regard include the brine settling tanks, former on-site waste water treatment plant, adjoining long term Cudahy meat packing facility, and owner interview data gap as explained in the following report section.

8.3 Data Gap Analysis

A data gap is a lack of or inability to obtain information by the environmental professional that could affect the ability of the environmental professional to identify conditions indicative of releases or threatened releases. The ASTM standard specifies that all obvious uses of the Property shall be identified back to first developed use or 1940, whichever is earlier; and that review of standard historical sources at intervals of less than five years is not required. Further, if the use of the Property appears unchanged over a period longer than five years, then it is not required to research the use during that period.

The history of the Property has been researched to 1890 (fire insurance map), 1898 (topographic map), 1915 (city directory), 1941 (aerial photograph), and 1961 (county assessor). Minor data gaps spanning more than five years exist and the use of the Property appears

primarily unchanged during these data gaps. Therefore, in the opinion of the environmental professionals, these minor data gaps are not considered significant and do not affect our ability to identify *recognized environmental conditions* in connection with the Property.

However, note that Benesch made numerous attempts to contact the former Property owners (Omaha Industries) which operated the Omaha Cold Storage facility from circa 1961 to 2011. These attempts were not successful, and therefore, the absence of an owner/operator interview constitutes a significant data gap in the performance of this ESA because it affects our ability to identify *recognized environmental conditions* in connection with the Property.

9.0 OPINION

Benesch has performed a Phase I Environmental Site Assessment of the Property in general conformance with the scope and limitations of ASTM Practice E 1527-05. Any exceptions to, or deletions from, this practice are described in Sections 2.2 and 2.4 of this report. This assessment has revealed evidence of *recognized environmental conditions* (RECs) in connection with the Property as follows:

The Property is located within the Omaha Lead Site (OLS) boundaries which encompass a significant portion of Omaha. Although the OLS source areas have been abated, the impact of the OLS on the Property itself is unknown at this time, and may still be significant with regard to either potential contamination or environmental liability when redeveloping the Property. As such the OLS represents a *recognized environmental condition* for the Property.

Two 30,000-gallon gasoline USTs were removed from the Property in 1991. Some contamination was observed during the tank pull, and the NDEQ subsequently placed the Property LUST site on the state LUST Trust Fund Priority List where it currently remains a low priority candidate for assessment. Since the Property LUST site has not been investigated to date, it represents a *recognized environmental condition*.

Significant floor staining was observed near two compressors located in the engine room (C-level), and significant soil staining was observed in the vicinity of waste oil drums located near the rear loading dock. This staining at the Property is indicative of past releases, perhaps significant, and represents a *recognized environmental condition*.

In the course of this assessment, Benesch was unable to obtain any documentation regarding the decommissioning of the on-site waste water pre-treatment system, and as such, it represents a *recognized environmental condition* for the Property because of the potential for groundwater contamination in the area resultant from its operation circa 1961 to 1995.

In addition to the above-noted RECs, this assessment has identified the environmental issues which are beyond the scope of ASTM Practice E 1527-05 including potential on-site wetlands, asbestos-containing materials (ACM), lead-based paint (LBP), and health and safety (e.g. water intrusion, hides and clogged drains).

Finally, the absence of an owner/operator interview for a site which was historically operated as a heavy industrial facility constitutes a significant data gap in the performance of this ESA, because it materially affects the environmental professional's ability to identify *recognized environmental conditions* in connection with the Property.

To aid in the redevelopment process and assess the significance of the identified *recognized environmental conditions* and other potential environmental issues, Benesch recommends conducting a Phase II Environmental Site Assessment (ESA) at the Property to include the following activities:

- Conduct limited soil and groundwater sampling to assess for the presence of petroleum constituents, volatile organic compounds (VOCs), and heavy metals contamination resulting from historical uses of the property.
- Conduct limited soil sampling at the Property to assess for the presence of lead contamination resulting from the Omaha Lead Site (OLS) to determine what level of control (if any) may be appropriate for the Property.
- Perform a lead based paint (LBP) survey and asbestos containing material (ACM) survey for the Property structure prior to any renovation or redevelopment.
- Perform a wetlands delineation and secure a Jurisdictional Determination from the Army Corps of Engineers for the potential on-site wetland.
- Work with the NDEQ to perform a Tier I Risk Based Corrective Action investigation on the Property LUST site; or as an alternative, investigate performance of Tier 1 services for the Property under the brownfields assessment grant.

Although not a component of the Phase II ESA, Benesch recommends documentation of removal of all waste or salvage materials (e.g. waste oil drums, industrial equipment or machinery, ASTs, ammonia coolant system, hides) from the Property, and their transport and disposal according to applicable local, state, and federal guidelines.

10.0 DEVIATIONS

There were no significant deviations from ASTM Standard Practice E 1527-05 noted during the course of this assessment.

11.0 ADDITIONAL SERVICES

No additional services beyond the scope of ASTM Standard E 1527-05 were requested by the User for this assessment.

12.0 REFERENCES

ASTM International, *Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process*, ASTM Designation E 1527-05, November 2005.

Douglas County Assessor, Property records, parcel maps, and a zoning map accessed via the internet website <http://douglasne.mapping-online.com>.

Douglas County Engineer, aerial photographs dated 1941, 1955, 1965 and 1971.

Douglas County Health Department, *Status of Dumps and Dumping in Omaha and Douglas County*, dated August 1968 and *Report on DUMP SITES AND LANDFILLS within City and Three Mile Limit*, dated December 23, 1963.

Environmental Data Resources, Inc. (EDR), *The EDR Radius Map™ Report*; Inquiry No. 03618749.2r dated May 29, 2013.

EDR, *The EDR Aerial Photo Decade Package*, Inquiry No. 3618749.5 dated May 29, 2013. Aerial photographs dated 2012, 2010, 2009, 2007, 2006, 1999, 1994, 1988, 1982, 1975, 1969 and 1952.

EDR, *The EDR City Directory Abstract*, Inquiry No. 3618749.6 dated May 29, 2013. Includes R.L. Polk and Company and Cole Information Services, *Omaha, Nebraska Area Wide Directories* (and predecessor editions) dated 1915, 1926, 1931, 1936, 1941, 1946, 1951, 1956, 1961, 1965, 1970, 1975, 1980, 1985, 1990, 1995, 2001, 2007 and 2012.

EDR, *Certified Sanborn® Map Report*, Inquiry No. 3618749.3 dated May 29, 2013. Sanborn® fire insurance maps dated 1890, 1901, 1962 and 1964.

EDR, *EDR Historical Topographic Map Report*, Inquiry No. 3618749.4 dated May 29, 2013.

United States Geological Society (USGS), 7.5 Minute Topographic Map Series *Omaha South, Nebraska-Iowa Quadrangle*, dated 1956 (photo-revised 1969, 1975 and 1984) and *Omaha South, Nebraska-Iowa Quadrangle*, dated 1994. USGS, 30 Minute Topographic Map Series *Omaha Vicinity, Nebraska Sheet*, dated 1898.

General Excavating, *Closure Assessment Report, 5025 South 33rd Street, Omaha, NE*, dated February 4, 1991.

The Lund Company, *Industrial Sales Listing/Property Summary, Former Omaha Cold Storage, 5025 South 33rd Street, Omaha, NE 68107*, 2013.

Mitchell & Associates, Inc., *An Appraisal of a Light Industrial/Cold Storage Facility, Located at 5025 South 33rd Street, Omaha, Nebraska 68107*, dated January 21, 2011.

12.0 REFERENCES – CONTINUED

Nebraska Department of Environmental Quality, file information including LUST priority list letter dated July 26, 1993 and Tier II Reporting Forms dated 2008, 2006, 2004 and 2003.

Nebraska Department of Natural Resources, Registered Groundwater Wells Database accessed via the internet website <http://dnrdata.dnr.ne.gov/wellscs/Results>.

Nebraska State Fire Marshal, file information for BC Dressed Beef including NDEQ LUST priority list letter dated July 26, 1993 and UST forms for Facility No 0-005167.

Nebraska Geologic Survey, *Geologic Bedrock Map of Nebraska*, compiled by Raymond Burchet, et al, Conservation & Survey Division, Institute of Agriculture and Natural Resources, University of Nebraska-Lincoln, dated 1986.

Conservation & Survey Division, Institute of Agriculture and Natural Resources, University of Nebraska-Lincoln, *Configuration of the Water Table, Nebraska-Spring 1979*, dated 1980.

United States Department of Agriculture (USDA) Soil Conservation Service, *Soil Survey of Douglas and Sarpy Counties, Nebraska*, published 1975; soils and geology information.

USGS, aerial photograph obtained from [GoogleEarth™](#) dated 2012.

13.0 QUALIFICATIONS OF ENVIRONMENTAL PROFESSIONALS

We declare that, to the best of our professional knowledge and belief, we meet the definition of Environmental Professional as defined in 40 CFR 312.10. We have the specific qualifications based on education, training, and experience to assess a property of the nature, history and setting of the subject Property. We have developed and performed the all appropriate inquiries in general conformance with the standards and practices set forth in 40 CFR Part 312. Resumes for the Benesch environmental professionals are provided in Appendix G.

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