PHASE I ENVIRONMENTAL SITE ASSESSMENT 4725 SOUTH 24TH STREET OMAHA, DOUGLAS COUNTY, NEBRASKA

Prepared for:

LDI Holdings, LLC & the Omaha Brownfields Coalition



Benesch Project No. 00120137.00 May 2013

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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 LDI Holdings, LLC parcel located at 4725 South 24th Street in Omaha, Douglas County, Nebraska (the "Property").

The Property consists of a structure with six (6) commercial use bays on the street level and twenty-four (24) residential apartments on the second and third floors located at 4725 South 24th Street in South Omaha. The Property bays are currently occupied as follows: 4725 - Anna's Fashion, 4727 - Plaza de Gallo de Oro, 4729 - Dana's Cellular, 4731 – upper floor apartment access, 4733 - Dana's Gift Shop, 4735 - Tammy's Beauty Salon, and 2316 'M' St. - Jos Ely Nails. The area surrounding the Property is characterized by civic, commercial and/or residential use along the South 24th Street neighborhood in South Omaha. Based on site reconnaissance observations, the Property features (floor drains, OPPD electrical transformers) are not considered significant at this time.

According to interview information, the Property is currently used for commercial purposes (six retail bays on the street level) and residential use (24 apartments on the second and third levels). Based on historical sources, the original Property structure was constructed in 1895 and has been utilized for various commercial enterprises. The historic uses of the Property do not constitute a *recognized environmental condition* for the Property at this time. In the opinion of Benesch environmental professionals, there are no significant data gaps that affect our ability to identify *recognized environmental conditions* in connection with the Property.

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 could represent a recognized environmental condition for the Property. However, based on anticipated future use of the Property for street level commercial use, and an absence of receptor soils (site has been historically fully occupied with structures and/or concrete surfaces), Benesch does not consider the OLS to represent a recognized environmental condition at this time.

The Property is not listed in the EDR State Agency Database Listings. Based on distance, topography, estimated groundwater gradient and/or current regulatory status, none of the State and Federal Agency Database sites represent a recognized environmental condition for the Property at this time. None of the sites listed in the EDR Orphan Summary are considered significant at this time.



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"; LDI Holdings, 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 a three story structure with commercial storefronts and upper floor residential use located at 4725-33 South 24th Street and 2316 M Street in Omaha, Douglas County, Nebraska (the "Property"). The Property parcel encompasses approximately 0.3-acres (13,140 square feet [s.f.]) with one structure located thereon (26,474 s.f.) constructed in 1895.

A legal description of the Property is provided in Appendix D (Assessor). According to the *Omaha South, Nebraska-Iowa Quadrangle* USGS 7.5-minute topographic map dated 1994, the Property is located in the SW ¼ of Section 3, 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 civic, commercial and/or residential use along the South 24th Street neighborhood in South Omaha.

3.3 Current Use of the Property

The Property consists of a structure with six commercial use bays on the street level and 24 residential apartments on the second and third floors located at 4725 South 24th Street in Omaha, Nebraska. The Property bays are currently occupied as follows: 4725 - Anna's Fashion, 4727 - Plaza de Gallo de Oro, 4729 - Dana's Cellular, 4731 – upper floor apartment access, 4733 - Dana's Gift Shop, 4735 - Tammy's Beauty Salon, and 2316 'M' St. - Jos Ely Nails.

3.4 Description of Property Improvements

The following table provides general descriptions of the Property improvements.

PROPERTY IMPROVEMENTS				
Size of Property parcel (approx.)	0.30-acre (13,140 s.f.)			
Size of Property structure (approx.)	26,474 s.f.			
Construction Date	1895 original building. Numerous additions and Property updates.			
General Building Description	Concrete block and brick structure, concrete and/or block foundation, flat roof, wood framing and trusses. Retail bays on street level and residential apartments on the second and third levels. Full basement situated under building footprint.			



	PROPERTY IMPROVEMENTS
General Topography of Property	Moderately sloped urban land dropping slightly down-gradient to the east toward the Missouri River floodplain.
Adjoining and/or Access/Egress Roads	The Property is accessed from South 24 th Street which forms the western site boundary and M Street which forms the southern site boundary. An
Paved or Concrete Areas (including parking)	apparent utility right-of-way (ROW) forms the eastern site boundary. Perimeter streets and the city alley are concrete or asphalt surfaced with adjoining concrete sidewalks.
Landscaped, Unimproved and/or Undeveloped Areas	None
Surface Water Potable Water Source	None Metropolitan Utilities District (MUD)
Sanitary Sewer Utility Storm Sewer Utility	MUD City of Omaha, Department of Bublic Works
Electrical Utility	City of Omaha, Department of Public Works Omaha Public Power District (OPPD)
Natural Gas Utility Emergency Power	MUD None
Current Occupancy Status	4725 So. 24 th St. – Anna's Fashion 4727 So. 24 th St. – Plaza Gallo de Oro 4729 So. 24 th St. – Dana's Cellular
	4731 So. 24 th St. – apartment access for second and third levels 4733 So. 24 th St. – Dana's Gift Shop 4735 So. 24 th St. – Tammy's Beauty Salon 2316 M St. – Jos Ely Nails

Source: Site Reconnaissance and Douglas County Assessor Property Records

3.5 **Current Uses of the Adjoining Properties**

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

North: EZ Money pawn shop followed by Walgreen's and L Street.

East: A vacant structure (2314 M Street) followed by former Omaha Public Library (south

branch) and Collin Field (athletic field for Omaha South High School).

South: M Street followed by commercial street level use and upper level residential use along

South 24th Street. Southeast: carwash and tire repair facility followed by residential

use and vacant parcels.

South 24th Street followed by US Post Office and Bank of the West (from south to West:

north, respectively) and further west the Museo Latino.



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 Donald D. Graham, principal investor with LDI Holdings, LLC (User representative) with regard to the Property and adjoining parcels. A copy of the Phase I ESA User Questionnaire completed by Mr. Graham 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 purchase price would likely reflect 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 sale of the Property.
- The parties who will rely on the Phase I ESA report are LDI Holdings, LLC (and their assigns, if any) and the Omaha Brownfields Coalition (lead coalition partner MAPA).
- The site contact was identified as Mr. Ken Harding, Project Manager with Graham Enterprises, Inc.
- 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,	½ mile	No	2		
Compensation, and Liability Information System (CERCLIS)					
Federal CERCLIS No Further Remedial Action Planned (NFRAP)	½ mile	Yes	1		
Federal Resource Conservation and Recovery Act (RCRA), Corrective Action facilities (CORRACTS)	1 mile	No	1		
Federal RCRIS non-CORRACTS Treatment, Storage, and Disposal Facilities (TSD)	½ mile	No	1		
Federal RCRA Generators	¼ mile	Yes	0		
Federal Institutional Control/Engineering Control Registry	½ mile	No	2		
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	Yes	1		
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	No	27		
State and Tribal Registered Underground Storage Tanks (UST) and Aboveground Storage Tanks (AST)	¼ mile	No	0		
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 or 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 3.5-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 could represent a *recognized environmental condition* for the Property. However, based on anticipated future use of the Property for street level commercial use, and an absence of receptor soils (site has been historically fully occupied with structures and/or concrete surfaces), Benesch does not consider the OLS to represent a *recognized environmental condition* at this time.

In addition to the OLS, there are four (4) other Federal Agency Database listings located within the relevant search distances of the Property as follows:

- Former Carter White Lead Facility, CERCLIS, So. 22nd Street & J Avenue, 0.25-mi. NNE.
- Monarch Asphalt Oils, CERCLIS-NFRAP (No Further Remedial Action Planned), So. 22nd & H Streets, 0.42-mi. NNE.
- Univar USA, CORRACTS (Corrective Action), 4120 Buckingham Place & 3002 F Street, 0.74-mi. NW.
- Greenbrier Rail Services Omaha, RCRA-TSD (Transportation and Storage), 4901 So. 28th Street, 0.28-mi. W.

Based on distance and estimated groundwater gradient relative to the Property and/or current regulatory status, the above noted Federal Agency Database sites do not represent a *recognized environmental condition* for the Property at this time.

State Agency Database Listings

The Property is not listed in the EDR State Agency Database Listings. There is one (1) State equivalent CERCLIS site (Salvation Army Kroc Center, 2229 Y Street, 0.97-miles south-southwest of the Property) located within the relevant search distances. The Kroc Center was constructed



in the last decade on the site of a former meatpacking facility. Based on distance and estimated groundwater gradient relative to the Property and/or current regulatory status, the above noted State equivalent CERCLIS site does not represent a *recognized environmental condition* for the Property at this time.

There are twenty-seven (27) leaking underground storage tank (LUST) sites located within the relevant search radius of the Property. The NDEQ has issued a 'No Further Action' [NFA] letters for 16 of the 27 LUST sites, and none of these LUST sites are located on adjoining parcels or within one city block of the Property. Based on distance and estimated groundwater gradient relative to the Property and/or current regulatory status, none of the 27 LUST sites located within the relevant search radius of the Property represent a recognized environmental condition for the Property at this time.

There are two (2) State Brownfields sites located within the relevant search distances (parking lot, 2406 N Street, 0.19-miles west-southwest of the Property; Kubat Pharmacy, 2401 N Street, 0.19-miles west-southwest 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.

Other EDR Database Records

According to EDR, Max I Walker drycleaners is located at 2411 O Street and/or 2302 L Street approximately one to two blocks north or northeast of the Property. Based on estimated groundwater gradient relative to the Property and/or current regulatory status, the Max I Walker drycleaners sites do not represent a *recognized environmental condition* for the Property at this time. EDR also noted a historical automotive service facility located one-half block south of the Property at 4817 South 24th Street. Based on distance and estimated groundwater gradient relative to the Property, the EDR historical auto service site does 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 information regarding the Property located at 4725-33 South 24th Street and 2316 'M' Street in Omaha, Douglas County,



Nebraska. According to Mr. Ruff, the DCHD has the following file information regarding the Property:

- 3/2008, DCHD received complaint of pigeon waste on sidewalks.
- 12/2008, bird droppings complaint on sidewalks.
- 3/2010, litter complaint for Property.

In each of the above-noted minor complaint scenarios, Mr. Ruff indicated it is likely that the complaint was resolved based on an absence of follow up DCHD activity. A Record of Conversation documenting the Benesch conversation with Mr. Ruff is provided in Appendix E.

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 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 the Property is located within OPPD Circuit No. 72, and there is no reported spillage of poly-chlorinated biphenyls (PCBs) from electrical transformers in the vicinity of the Property. A copy of the OPPD information is provided in Appendix F.

5.3 Physical Setting Sources

Topography

Based on a review of the USGS 7.5 Minute Series Topographic Map *Omaha South, Nebraska-lowa Quadrangle* dated 1994, the Property is located approximately 1,170 feet above mean sea level (msl). The Property is depicted as moderately sloping commercial/residential land located south of Omaha South High School and east of the US Highway 75 corridor in South Omaha. No urban drainage ways are located in the vicinity of the Property, as the area is characterized by a plateau situated west of the Spring Lake area and east of the rail and highway corridors. 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-southeast toward and along the Missouri River floodplain. Based on information contained in the EDR report, Benesch estimates that shallow groundwater exists at depths greater than 40 feet below ground surface (bgs) at the Property. However, perched groundwater conditions could exist at the Property, 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	Identified Historical Uses		Source(s)	Intervals/Comments		
Time Period	Property	Surrounding Area	- Source(s)	intervais/ comments		
Prior to circa 1890	Property was apparently undeveloped land located in South Omaha	South Omaha dwellings and stores.	None, general knowledge Omaha	No significant data gaps.		
1890 to 1940	Generally residential use on upper floors and assorted commercial use street level.	South Omaha commercial district.	City Directories County Assessor Sanborn® Maps Topographic Map	No significant data gaps.		
1940 to 1980s	Generally residential use on upper floors and assorted commercial use street level.	South Omaha commercial district.	Aerial Photographs City Directories County Assessor Sanborn® Maps Topographic Maps	No significant data gaps.		
1990s to Present	Residential use on upper floors and assorted commercial use street level.	South Omaha commercial district.	Aerial Photographs County Assessor City Directories Interviews Topographic Map 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 2010, 2009, 2007, 2006, 2002, 1999, 1994, 1990, 1988, 1982, 1975, 1969 and 1952; and from GoogleEarth™ dated 2012. The table on the following page provides descriptions and interpretations from the aerial photograph review.



	AERIAL PHOTOGRAPH SUMMARY			
Year	Comments			
2012, 2010, 2009, 2007, 2006 and 2002	Property : The Property is depicted similar to site observations with one structure located thereon.			
	Surrounding Area : The area surrounding the Property is depicted similar to site observations with the US Post Office located to the west, apparent commercial structures surrounding the Property along South 24 th Street, and the athletic field one block to the east.			
1999 and 1994	Property : The Property is depicted with one structure located thereon. Surrounding Area : The area surrounding the Property is depicted with the US Post Office located to the west, vacant land or surface parking to the north, apparent commercial structures surrounding the Property along South 24 th Street, and the athletic field one block to the east.			
1990, 1988, 1982, 1975, 1971, 1969, 1965, 1952 and 1941	Property: The Property is depicted with one structure located thereon. Surrounding Area: The area surrounding the Property is depicted with the US Post Office located to the west, a large apparent retail store with parking to the north, apparent commercial structures surrounding the Property along South 24 th Street, and the athletic field one block to the east.			

The review of aerial photographs did not identify 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 in South Omaha. The Property is depicted on the 1956 through 1994 USGS maps as developed urban land located several blocks east of the rail and highway corridors and the South Omaha stockyards, and one block west of the Omaha South High School athletic fields.

The review of historical USGS Maps did not identify 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 D	IRECTORIES SUMMARY
Address	Listed Dates	City Directory Listing
4721 So. 24 th St.	1985-1995	EZ Money Pawn Shop
(north of site)	1975-1980	Omaha Savings & Loan Assn.
	1926-1965	Kopitz Real Estate, Omaha Building & Loan Assn.
4723 So. 24 th St.	1990-1995	EZ Money Pawn Shop
(north of site)	1985	La Azteca Gifts
	1956-1980	Postal Finance
4725 So. 24 th St.	2012	Anna's Fashion
(Property)	2001	Lucero's
	1990	Bev's Promenade Shop
	1985	Denovo Property Management
	1956-1980	Yechout Paint & Wallpaper
	1926	Roberts Co. fuel, Cox Real Estate, Bronder Plumbing
4727 So. 24 th St.	1980-1995	Godfather's Pizza
(Property)	1961-1965	Kiddie Kut Rate Toys, Babytown
	1956	J&R Auto Parts Store
	1936	McCawley store
	1931	Moser Barber Shop
th -	1926	Sterba Café, Brunswick Billiard Parlor
4729 So. 24 th St.	1995	George's Barbershop
(Property)	1961	Babytown, Merrill Studio Photography
	1956	J&R Auto Parts Store
	1936	Appliances, McCawley store
	1931	Danish Brotherhood
	1926	IOOF Hall
4731 So. 24 th St.	1926-1995	South Terrace Apartments
Property)	1985	Cascio's Used Furniture
	1956-1965	Joos Electrical Contractors
	1931-1936	Humpal Physician, Moyune Tea Company, Hagan Dentist
11-	1926	Hagan Dentist, Ensor Physician
1733 So. 24 th St.	1990-1995	Larry's Tavern
Property)	1980-1985	Kruger/Moschel Optometrist
	1975-1980	Kaluza's Bar, Norm's Place Tavern
	1956	De Luxe Beauty Salon
	1936	CC Howe Printing Co., So. Omaha Liquor Mart
	1931	CC Howe Printing Co., Radiant Sweet Shop
		Farris Furniture
and a sthick	1926	
4735 So. 24 th St.	1995	Help Inc. Employment Service
(Property)	1975-1985	Pearle Vision
	1956-1975	Quality Printing Company
	1936	CC Howe Printing Co., So. Omaha Liquor Mart
	1931	CC Howe Printing Co., Radiant Sweet Shop
2316 M Street Property)	1931-1936	Gibson Real Estate
2314 M Street	2012	Heaston & Keenan Attorneys
(east of site)	1995-2001	Packer's Insurance Agency
	1985	George's Barbershop
	1980	Omaha World Herald circulation department
	1951-1970	OPPD South Branch Office
	1931-1946	Nebraska Power Co. substation



CITY DIRECTORIES SUMMARY				
Address	Listed Dates	City Directory Listing		
2309-11 M Street	1995	Northwest Bank Storage		
(southeast of site)	1985	South Side Body & Paint Shop		
	1970	Yamaha Motorcycles Storage		
	1965	Sacoman Dodge		
	1941-1961	HP Smith Motors		
	1936	Thorndike Autos		
	1931	H&H Chevrolet		
	1926	Rex Garage		

The printing activities conducted from 1931 to 1975 at the Property address 4733-35 South 24th St. represents an environmental concern; however, based on site reconnaissance observations and Property use of municipal water and sewer services, and it's likely designation as a RAC-3 sites (no industrial or potable water use in the area), it is not considered significant at this time. The former automotive facility located southeast of the Property represents an environmental concern; however, there are no current regulatory issues related to this site (see Section 5.1 of this ESA report) and it is located in an estimated down-gradient or cross-gradient location relative to the Property. The former power company or electrical substation located adjoining the eastern Property boundary also represents an environmental concern; however, based on Nebraska's legacy of public power, it is not likely to constitute a liability concern for the Property. The review of city street directories did not identify other listings at the Property address or vicinity that are indicative of *recognized environmental conditions*. 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 1887, 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		
1887	Property: The Property is not depicted on the 1887 Sanborn® map.		
	Surrounding Area: The area west of the Property along 25 th St. is depicted with dwellings.		
1890	Property: The Property is depicted with stores facing 24 th St. and dwellings facing 'M' St.		
Surrounding Area: Vacant land and dwellings are depicted in the surrounding area.			
1901	Property: The Property is depicted with stores facing 24 th St. and dwellings facing 'M' St.		
	Surrounding Area: Vacant land, dwellings and stores are depicted in the surrounding area. The		
	adjoining parcel to the east of the Property (2314 'M' St.) is depicted as the location of Thompson		
	Electric Light Co., South Omaha distribution station.		
1962 and 1964	Property: The Property is depicted as the location of dwellings and stores.		
	Surrounding Area: Dwellings and stores are generally depicted in the Property vicinity. More		
	specifically a US Post office is depicted west of the Property, an auto body shop is depicted southeast		
	of the Property (2303-11 'M' St.), and the adjoining parcel to the east of the Property (2314 'M' St.) is		
	depicted as the location of Nebraska Power Company (an electrical substation).		



The former auto body shop located southeast of the Property represents an environmental concern; however, there are no current regulatory issues related to this site (see Section 5.1 of this ESA report) and it is located in an estimated down-gradient or cross-gradient location relative to the Property. The former power company or electrical substation located adjoining the eastern Property boundary also represents an environmental concern; however, based on Nebraska's legacy of public power, it is not likely to constitute a liability concern for the Property. 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 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. Assessor information regarding the Property is listed below.

Address	Parcel ID	Parcel Size (ft ²)	Structure Size (ft ²)	Const. Date
4725 So. 24 th Street	0412120002	13,140	26,474	1895

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

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 landfill information indicates no historic landfills are located in the vicinity 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 and most of the surrounding area is currently zoned NBC (Neighborhood Business District). Other areas in the Property vicinity are zoned R7 (Medium Density Multiple-Family Residential District), R5 (Urban Family Residential District), and GC (General Commercial 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 April 18, 2013 by Patrick Sward of Benesch. Mr. Sward was accompanied during the site reconnaissance by Mr. Ken Harding, Property owner representative and Mr. Steve Bealer, the building manager. During the site reconnaissance, there were no conditions limiting observations (e.g. access issues, physical barriers, or weather) except that the fenced area along the eastern Property boundary was not accessed. One unoccupied residential unit was accessed as representative of environmental issues for the Property apartments. Photographic documentation of the site reconnaissance is provided in Appendix B.

6.2 General Site Setting

The Property consists of a structure with six (6) commercial use bays on the street level and twenty-four (24) residential apartments on the second and third floors located at 4725 South 24th Street in Omaha, Nebraska. The Property bays are currently occupied as follows: 4725 - Anna's Fashion, 4727 - Plaza de Gallo de Oro, 4729 - Dana's Cellular, 4731 – upper floor apartment access, 4733 - Dana's Gift Shop, 4735 - Tammy's Beauty Salon, and 2316 'M' St. - Jos Ely Nails. A basement storage area is situated under the building footprint. The area surrounding the Property is characterized by civic, commercial and/or residential use along the South 24th Street neighborhood in South Omaha.

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



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

Elevators

The twenty-four (24) residential apartments located on the second and third floor of the Property structure (4731 South 24th street) can be accessed via a hydraulic passenger elevator. According to Mr. Harding, the Property elevator is periodically serviced by Kone Elevator and is annually licensed with and inspected by the State of Nebraska. Based on site observations and interview information, the hydraulic passenger elevator does not represent a *recognized environmental condition* for the Property at this time.



Floor Drains

Floor drains were observed in the Property building (assorted bathrooms and basement boiler room). No floor staining was observed in the area. The floor drains at the Property are connected to the City of Omaha municipal waste water system. Based on site observations, the floor drains do not represent a *recognized environmental condition* for the Property at this time.

Electrical Transformers/PCBs

During the site reconnaissance, three pole-mounted and two pad-mounted OPPD electrical transformers were observed along the eastern Property boundary adjoining a fenced area and storage structures. Leaks or spills were not observed in the vicinity of the OPPD transformers.

Benesch contacted Mr. Marty Wetenkamp, Supervisor of Environmental Health & Safety, Safety & Training Division with the Omaha Public Power District (OPPD) for 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 the Property is located within OPPD Circuit No. 72, and there is no reported spillage of poly-chlorinated biphenyls (PCBs) from electrical transformers in the vicinity of the Property. A copy of the OPPD information is provided in Appendix F. Based on site observations and interview information, the OPPD electrical transformers do not represent a recognized environmental condition for the Property at this time.

Trash, Debris and Waste Material

Trash and debris are present on the floors of the basement level of the 4731 South 24th Street residential unit. While not environmentally significant, this represents a potential health and safety issue, and this area of the Property building should be appropriately maintained.



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
Property Owner	Mr. Donald D. Graham	Principal Investor	LDI Holdings, LLC	In-person site interview. User Questionnaire
				Telephone 402.895.5160
Property	Mr. Ken Harding	Project Manager	Graham	In-person during site
Representative			Enterprises, Inc.	interview and site
				reconnaissance. Telephone 402. 895.5160
Property	Mr. Steve Bealer	Building Manager	4725 South 24 th	In-person during site
Representative			Street Building	interview and site
				reconnaissance.
Local Utility	Mr. Marty	Supervisor	Safety & Training	Benesch request and OPPD
	Wetenkamp	Environmental Health	Division, Omaha	response via email
		& Safety	Public Power	mjwetenkamp@oppd.com
			District (OPPD)	
Local	Mr. Jon Ruff	Environmental Health	Douglas County	Telephone 402.444.7485
Government		Specialist, Sanitary	Health	Electronic mail via
Agency		Engineering Dept.	Department	jon.ruff@douglascounty-
				<u>ne.gov</u>

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



8.0 FINDINGS

8.1 Findings

Site Reconnaissance

The Property consists of a structure with six (6) commercial use bays on the street level and twenty-four (24) residential apartments on the second and third floors. The Property bays are currently occupied as follows: 4725 - Anna's Fashion, 4727 - Plaza de Gallo de Oro, 4729 - Dana's Cellular, 4731 – upper floor apartment access, 4733 - Dana's Gift Shop, 4735 - Tammy's Beauty Salon, and 2316 'M' St. - Jos Ely Nails. A basement storage area is situated under the building footprint. The area surrounding the Property is characterized by civic, commercial and/or residential use along the South 24th Street neighborhood in South Omaha.

Based on site reconnaissance observations, the Property features (floor drains, OPPD electrical transformers) are not considered significant at this time.

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. In addition, one Federal Institutional or Engineering Control site is associated with the OLS. 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 could represent a recognized environmental condition for the Property. However, based on anticipated future use of the Property for street level commercial use, and an absence of receptor soils (site has been historically fully occupied with structures and/or concrete surfaces), Benesch does not consider the OLS to represent a recognized environmental condition at this time.

In addition to the OLS, there are four other Federal Agency Database listings (one each for CERCLIS, CERCLIS-NFRAP, CORRACTS, and RCRA-TSD) located within the relevant search distances of the Property. However, based on distance and estimated groundwater gradient relative to the Property and/or current regulatory status, these additional Federal Agency Database sites do not represent a recognized environmental condition for the Property at this time.

The Property is not listed in the EDR State Agency Database Listings. There are twenty-seven (27) LUST sites, two (2) State Brownfields sites, and one (1) State and Tribal equivalent CERCLIS site located within the relevant search radius of the Property. Based on distance, topography, estimated groundwater gradient and/or current regulatory status, none of the State Agency Database listings represent a recognized environmental condition for the Property at this time.



The Property was not listed in the EDR Orphan Summary, and none of the remaining orphan sites appear to be located within the relevant search distances. Therefore, none of the sites listed in the Orphan Summary are 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 is currently used for commercial and residential purposes, with six (6) commercial use bays on the street level and twenty-four (24) residential apartments on the second and third floors. There is no tank history or hazardous materials use associated with the Property.

8.2 Historical Summary

Based on historical sources, the original Property structure was constructed in 1895 and has been utilized for residential apartments and numerous commercial enterprises (e.g. tavern, optometrist, real estate office, printing company, beauty salon, appliance store, barber shop). The printing activities conducted from 1931 to 1975 at the Property address 4733-35 South 24th St. represents an environmental concern; however, based on site reconnaissance observations and Property use of municipal water and sewer services, and it's likely designation as a RAC-3 sites (no industrial or potable water use in the area), it is not considered significant at this time. In summary, the historic uses of the Property do not constitute a *recognized environmental condition* at this time.

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), 1895 (county assessor), 1898 (topographic map), 1915 (city directory), and 1941 (aerial photograph). 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 data gaps are not considered significant and do not affect 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 not revealed evidence of *recognized environmental conditions* (RECs) in connection with the Property, and therefore, Benesch does not recommend further assessment at this time.

Although not part of the scope of this Phase I Environmental Site Assessment, the Property building dates to 1895 and asbestos containing materials (ACM) could be present. Benesch recommends performance of an ACM survey in accordance with local and state asbestos regulations prior to conducting remodeling or repurposing of the Property building.



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* $^{\text{TM}}$ *Report*; Inquiry No. 03532459.2r dated February 28, 2013.

EDR, *The EDR Aerial Photo Decade Package*, Inquiry No. 3532459.5 dated February 28, 2013. Aerial photographs dated 2010, 2009, 2007, 2006, 2002, 1999, 1994, 1990, 1988, 1982, 1975, 1969 and 1952.

EDR, *The EDR City Directory Abstract*, Inquiry No. 3532459.6 dated February 28, 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. 3532459.3 dated February 28, 2013. Sanborn® fire insurance maps dated 1887, 1890, 1901, 1962 and 1964.

EDR, EDR Historical Topographic Map Report, Inquiry No. 3532459.4 dated February 28, 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.

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.



12.0 REFERENCES

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.



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.

Report Prepared By:

Report Reviewed By:

Alfred Benesch & Company

Alfred Benesch & Company

Brisw Etter

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Project Scientist II

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