

In the Matter of the
Development and Implementation
of a Remedial Investigation,
Feasibility Study and Implementation
of a Remedial Program for an
Inactive Hazardous Waste Disposal
Site, Under Article 27, Title 13 of the
Environmental Conservation Law
of the State of New York (the "ECL")
by

ORDER ON CONSENT
AMENDMENT

Index #A7-0125-87-09

Emerson Electric Co., parent company of
Emerson Power Transmission Corporation

Respondent.

WHEREAS,

1. Emerson Power Transmission Corporation, f/k/a Emerson Power Transmission Company and Morse Industrial Corporation, executed and became the Respondent under Order on Consent (Index #A7-0125-87-09 "Order") with the New York State Department of Environmental Conservation effective July 13, 1988, which order was modified effective April 9, 2011, relative to property located at Route 96B, Ithaca, New York (Site No. 755010) ("Site"), and;
2. Emerson Electric Co. is the parent company of Emerson Power Transmission Corporation, a corporation organized and existing under the laws of Delaware.
3. Emerson Electric Co. is a corporation organized and existing under the laws of Missouri with a principal business address of 8000 W. Florissant St., St. Louis, Missouri, 63136;
4. Due to the potential sale of Emerson Power Transmission Corporation and the retention of environmental liability for the Site by Emerson Electric Co., both Emerson Power Transmission Corporation and Emerson Electric Co. desire to modify the Order by changing the Respondent from Emerson Power Transmission Corporation to Emerson Electric Co.;
5. The Department has agreed to the change in Respondent;
6. As such, Emerson Electric Co., through this modification, will become the Respondent, responsible for remediation of the Site and the implementation of the Order's requirements.
7. Emerson Electric Co. agrees to be bound by the terms of the Order and agrees not to contest the authority or jurisdiction of the Department to enter into or enforce this Amendment, and agrees not to contest the validity of this Amendment.

NOW, THEREFORE, IN CONSIDERATION OF AND IN EXCHANGE FOR THE MUTUAL COVENANTS AND PROMISES, THE PARTIES AGREE TO THE FOLLOWING:


WHEREAS,

- I. The Order is hereby amended substituting Emerson Electric Co. for Emerson Power Transmission Corporation as Respondent.
- II. Emerson Electric Co. and its Successors and Assigns shall be bound by the Order and its Amendments.
- III. Nothing contained in this Order Amendment changes or modifies the remaining obligations under the Order.
- IV. This Amendment shall control to the extent of a conflict between the provisions hereof and those of the Order. Except as provided in the preceding sentences or elsewhere in this Amendment, the Order and the documents related thereto, shall continue in full force and effect. Any amendment or other modification of this Amendment must be in writing.
- V. The effective date of this Amendment shall be the date on which it is signed by the Commissioner or the Commissioner's designee.

DATED:

JAN 14 2015

JOSEPH J. MARTENS
COMMISSIONER
NEW YORK STATE DEPARTMENT OF
ENVIRONMENTAL CONSERVATION

By: 

Robert Schick, Director
Division of Environmental Conservation

CONSENT BY EMERSON ELECTRIC CO.

Emerson Electric Co. hereby consents to the issuing and entering of this Amendment, waives its right to a hearing herein as provided by law, and agrees to be bound by this Amendment.

Emerson Electric Co.

By: Stephen L. Clarke

Vice President

Title: Environmental Affairs and Real Estate

Date: January 6, 2015

STATE OF Missouri)
COUNTY OF St. Louis) ss:

On the 6th day of January in the year 2015, before me, the undersigned, personally appeared Stephen L. Clarke,
(Full name)

personally known to me who, being duly sworn, did depose and say that he/she/they reside at 8000 West Florissant Ave., St. Louis, MO 63136
(Full mailing address)

and that he/she/they is (are) the Vice President Environmental Affairs & Real Estate
(President or other officer or director or attorney in fact duly appointed)
of the Emerson Electric Co.,
(Full legal name of corporation)

the corporation described in and which executed the above instrument; and that he/she/they signed his/her/their name(s) thereto by the authority of the board of directors of said corporation and that such individual made such appearance before the undersigned in the * St. Louis County, Missouri

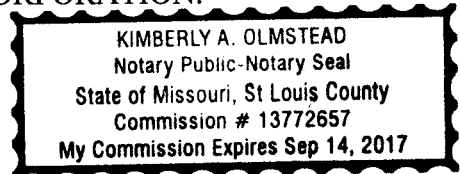
*** Kimberly A. Olmstead
Notary Public

*(Insert the State [& County], District of Columbia, Territory, Possession or Foreign Country the acknowledgment was taken.)

** (Insert the city or other political subdivision and the state or country or other place the acknowledgment was taken.)

*** (Signature and office of individual taking acknowledgment)

CONSENT BY EMERSON POWER TRANSMISSION CORPORATION.



Emerson Power Transmission Corporation hereby consents to being removed as the Respondent under the Order.

Emerson Power Transmission Corporation

By: [Signature] / VICTOR A. LAZZARETTI

Title: Asst. Secretary

Date: 1/6/15

STATE OF Missouri)
COUNTY OF St. Louis) ss:

On the 6th day of January in the year 2015, before me, the undersigned, personally appeared Victor A. Lazzaretti,
(Full name)

personally known to me who, being duly sworn, did depose and say that he/she/they reside at 8000 West Florissant Ave, St. Louis, MO 63136
(Full mailing address)

and that he/she/they is (are) the Assistant Secretary
(President or other officer or director or attorney in fact duly appointed)
of the Emerson Power Transmission Corporation,
(Full legal name of corporation)

the corporation described in and which executed the above instrument; and that he/she/they signed his/her/their name(s) thereto by the authority of the board of directors of said corporation and that such individual made such appearance before the undersigned in the * St. Louis County, Missouri

*** Kimberly A. Olmstead
Notary Public

- *(Insert the State [& County], District of Columbia, Territory, Possession or Foreign Country the acknowledgment was taken.)
- ** (Insert the city or other political subdivision and the state or country or other place the acknowledgment was taken.)
- ***(Signature and office of individual taking acknowledgment)

