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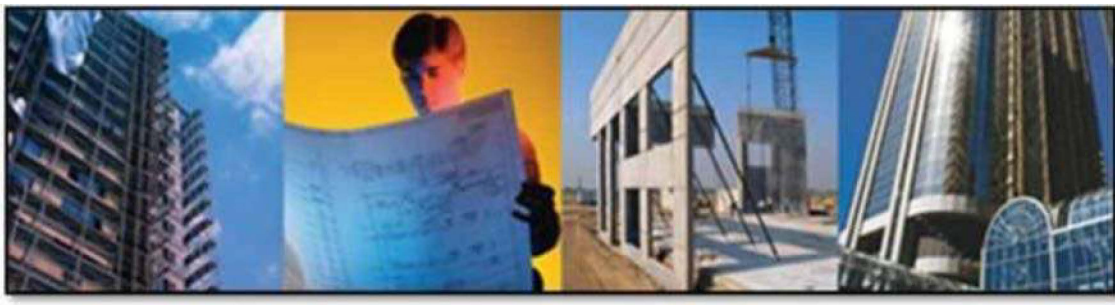

PHASE I ENVIRONMENTAL SITE ASSESSMENT REPORT

Emulex Corporate Headquarters
3333 South Susan Street
Costa Mesa, California , 92626

Report Date: July 1, 2015
Partner Project No. 15-140909.1

Prepared for:

Avago Technologies
3333 South Susan Street
Costa Mesa, California 92626

PARTNER
Engineering and Science, Inc.

July 1, 2015

Mr. Michael Safranski
Avago Technologies
3333 South Susan Street
Costa Mesa, California 92626

Subject: Phase I Environmental Site Assessment
Emulex Corporate Headquarters
333 South Susan Street
Costa Mesa, California 92626
Partner Project No. 15-140909.1

Dear Mr. Safranski:

Partner Engineering and Science, Inc. (Partner) is pleased to provide the results of the *Phase I Environmental Site Assessment* (Phase I ESA) report of the abovementioned address (the "subject property"). This assessment was performed in general conformance with the scope and limitations as detailed in the ASTM Practice E1527-13 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process.

This assessment included a site reconnaissance as well as research and interviews with representatives of the public, property ownership, site manager, and regulatory agencies. An assessment was made, conclusions stated, and recommendations outlined.

We appreciate the opportunity to provide environmental services to you. If you have any questions concerning this report, or if we can assist you in any other matter, please contact me at (619) 757-1119 or MLambson@partneresi.com.

Sincerely,

DRAFT

Mark Lambson
Principal

EXECUTIVE SUMMARY

Partner Engineering and Science, Inc. (Partner) has performed a Phase I Environmental Site Assessment (ESA) in general accordance with the scope of work and limitations of ASTM Standard Practice E1527-13, the Environmental Protection Agency Standards and Practices for All Appropriate Inquiries (AAI) (40 CFR Part 312) and set forth by Avago Technologies for the property located at 3333 South Susan Street in the City of Costa Mesa, Orange County, California (the "subject property"). The Phase I Environmental Site Assessment is designed to provide Avago Technologies with an assessment concerning environmental conditions (limited to those issues identified in the report) as they exist at the subject property.

Property Description

The subject property is located on the southwest corner intersection of Susan Street and Sunflower Avenue within a mixed commercial and residential area of Orange County. Please refer to the table below for further description of the subject property:

Subject Property Data	
Address:	3333 South Susan Street, Costa Mesa, California
Property Use:	Research and development of high-tech engineering/ data center
Land Acreage (Ac):	14.25 acres consisting of 11.5 acres improved with parking and buildings and remainder at south end unimproved lot
Number of Buildings:	Three
Number of Floors:	Two-Story
Gross Building Area (SF):	179,090 SF
Date of Construction:	2003/2004
Assessor's Parcel Number (APN):	140-041-61
Type of Construction:	Concrete Tilt-Up
Current Tenants:	Avago Technologies
Site Assessment Performed By:	Bahman Rohanizadeh
Site Assessment Conducted On:	June 18, 2015

The subject property is currently occupied by Avago Technologies for Research and Development of high-tech engineering, offices and a data center. The south portion of the subject property is an unimproved field. Onsite operations consist of administrative office functions, electronic Research and Development, and data center. In addition to the current structures, the subject property is improved with asphalt-paved parking areas, and associated landscaping.

According to available historical sources, the subject property was formerly undeveloped/ agricultural as early as 1938 and developed with the existing buildings in 2003/2004. Tenants on the subject property have included Emulex Corporation and Avago Technologies (2004-Present).

The immediately surrounding properties consist of offices to the north across Sunflower Avenue; IKEA across South Coast Drive to the south; residential buildings and auto club parking lots across Susan Street to the east; and Los Angeles Times building to the west.

According to groundwater investigation conducted in a nearby facility, the depth and direction of groundwater at the subject property vicinity is inferred to be approximately 20 feet below ground surface (bgs) and flows toward the southwest.

Findings

A *recognized environmental condition (REC)* refers to the presence or likely presence of any hazardous substances or petroleum products in, on, or at a property: due to release to the environment; under conditions indicative of a release to the environment; or under conditions that pose a material threat of a future release to the environment. The following was identified during the course of this assessment:

- Partner did not identify any recognized environmental conditions during the course of this assessment.

A *controlled recognized environmental condition (CREC)* refers to a REC resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority, with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls. The following was identified during the course of this assessment:

- Partner did not identify any controlled recognized environmental conditions during the course of this assessment.

A *historical recognized environmental condition (HREC)* refers to a past release of any hazardous substances or petroleum products that has occurred in connection with the property and has been addressed to the satisfaction of the applicable regulatory authority or meeting unrestricted use criteria established by a regulatory authority, without subjecting the property to any required controls. The following was identified during the course of this assessment:

- Partner did not identify any historical recognized environmental conditions during the course of this assessment.

An *environmental issue* refers to environmental concerns identified by Partner, which do not qualify as RECs; however, warrant further discussion. The following was identified during the course of this assessment:

- The subject property parcel was historically used for agricultural purposes. There is a potential that agricultural related chemicals such as pesticides, herbicides, and fertilizers, may have been used and stored onsite. The subject property is either paved over or covered by building structures that minimize direct contact to any potential remaining concentrations in the soil. Additionally, during previous site development activities, near surface soils (where residual agricultural chemical concentrations would have most likely been present, if at all) were generally mixed with fill material or disturbed during grading. Also, it is common that engineered fill material is placed over underlying soils as part of the development activities. Furthermore, it is likely that residual agricultural chemicals (if any) would have likely degraded since the site was last utilized for agricultural purposes. These additional variables serve to further reduce the potential

for exposure to residual agricultural chemicals (if any). Based on these reasons, Partner concludes that the possible former use of agricultural chemicals is not expected to represent a significant environmental concern at this time.

Conclusions, Opinions and Recommendations

Partner has performed a Phase I Environmental Site Assessment in conformance with the scope and limitations of ASTM Practice E1527-13 of 3333 South Susan Street in the City of Costa Mesa, Orange County, California (the "subject property"). Any exceptions to, or deletions from, this practice are described in Section 1.5 of this report.

This assessment has revealed no evidence of recognized environmental conditions in connection with the subject property; however, environmental issues were identified. Based on the conclusions of this assessment, Partner recommends the following:

- If redevelopment of the subject property is planned for residential use, sampling related to the agricultural use is recommended.

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1.0 INTRODUCTION

Partner Engineering and Science, Inc. (Partner) has performed a Phase I Environmental Site Assessment (ESA) in general conformance with the scope and limitations of ASTM Standard Practice E1527-13 and the Environmental Protection Agency Standards and Practices for All Appropriate Inquiries (AAI) (40 CFR Part 312) for the property located at 3333 South Susan Street in the City of Costa Mesa, Orange County, California (the "subject property"). Any exceptions to, or deletions from, this scope of work are described in the report.

1.1 Purpose

The purpose of this ESA is to identify existing or potential Recognized Environmental Conditions (as defined by ASTM Standard E1527-13) affecting the subject property that: 1) constitute or result in a material violation or a potential material violation of any applicable environmental law; 2) impose any material constraints on the operation of the subject property or require a material change in the use thereof; 3) require clean-up, remedial action or other response with respect to Hazardous Substances or Petroleum Products on or affecting the subject property under any applicable environmental law; 4) may affect the value of the subject property; and 5) may require specific actions to be performed with regard to such conditions and circumstances. The information contained in the ESA Report will be used by Client to: 1) evaluate its legal and financial liabilities for transactions related to foreclosure, purchase, sale, loan origination, loan workout or seller financing; 2) evaluate the subject property's overall development potential, the associated market value and the impact of applicable laws that restrict financial and other types of assistance for the future development of the subject property; and/or 3) determine whether specific actions are required to be performed prior to the foreclosure, purchase, sale, loan origination, loan workout or seller financing of the subject property.

This ESA was performed to permit the *User* to satisfy one of the requirements to qualify for the innocent landowner, contiguous property owner, or bona fide prospective purchaser limitations on scope of Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) (42 U.S.C. §9601) liability (hereinafter, the "*landowner liability protections*," or "*LLPs*"). ASTM Standard E1527-13 constitutes "*all appropriate inquiry* into the previous ownership and uses of the *property* consistent with good commercial or customary practice" as defined at 42 U.S.C. §9601(35)(B).

1.2 Scope of Work

The scope of work for this ESA is in general accordance with the requirements of ASTM Standard E1527-13. This assessment included: 1) a property and adjacent site reconnaissance; 2) interviews with key personnel; 3) a review of historical sources; 4) a review of regulatory agency records; and 5) a review of a regulatory database report provided by a third-party vendor. Partner contacted local agencies, such as environmental health departments, fire departments and building departments in order to determine any current and/or former hazardous substances usage, storage and/or releases of hazardous substances on the subject property. Additionally, Partner researched information on the presence of activity and use limitations (AULs) at these agencies. As defined by ASTM E1527-13, AULs are the legal or physical restrictions or limitations on the use of, or access to, a site or facility: 1) to reduce or eliminate potential

exposure to hazardous substances or petroleum products in the soil or groundwater on the subject property; or 2) to prevent activities that could interfere with the effectiveness of a response action, in order to ensure maintenance of a condition of no significant risk to public health or the environment. These legal or physical restrictions, which may include institutional and/or engineering controls (IC/ECs), are intended to prevent adverse impacts to individuals or populations that may be exposed to hazardous substances and petroleum products in the soil or groundwater on the property.

If requested by Client, this report may also include the identification, discussion of, and/or limited sampling of asbestos-containing materials (ACMs), lead-based paint (LBP), mold, and/or radon.

1.3 Limitations

Partner warrants that the findings and conclusions contained herein were accomplished in accordance with the methodologies set forth in the Scope of Work. These methodologies are described as representing good commercial and customary practice for conducting an ESA of a property for the purpose of identifying recognized environmental conditions. There is a possibility that even with the proper application of these methodologies there may exist on the subject property conditions that could not be identified within the scope of the assessment or which were not reasonably identifiable from the available information. Partner believes that the information obtained from the record review and the interviews concerning the subject property is reliable. However, Partner cannot and does not warrant or guarantee that the information provided by these other sources is accurate or complete. The conclusions and findings set forth in this report are strictly limited in time and scope to the date of the evaluations. The conclusions presented in the report are based solely on the services described therein, and not on scientific tasks or procedures beyond the scope of agreed-upon services or the time and budgeting restraints imposed by the Client. No other warranties are implied or expressed.

Some of the information provided in this report is based upon personal interviews, and research of available documents, records, and maps held by the appropriate government and private agencies. This report is subject to the limitations of historical documentation, availability, and accuracy of pertinent records, and the personal recollections of those persons contacted.

This practice does not address requirements of any state or local laws or of any federal laws other than the all appropriate inquiry provisions of the LLPs. Further, this report does not intend to address all of the safety concerns, if any, associated with the subject property.

Environmental concerns, which are beyond the scope of a Phase I ESA as defined by ASTM include the following: ACMs, LBP, radon, and lead in drinking water. These issues may affect environmental risk at the subject property and may warrant discussion and/or assessment; however, are considered non-scope issues. If specifically requested by the Client, these non-scope issues are discussed in Section 6.3.

1.4 User Reliance

Avago Technologies engaged Partner to perform this assessment in accordance with an agreement governing the nature, scope and purpose of the work as well as other matters critical to the engagement. All reports, both verbal and written, are for the sole use and benefit of Avago Technologies. Either

verbally or in writing, third parties may come into possession of this report or all or part of the information generated as a result of this work. In the absence of a written agreement with Partner granting such rights, no third parties shall have rights of recourse or recovery whatsoever under any course of action against Partner, its officers, employees, vendors, successors or assigns. Any such unauthorized user shall be responsible to protect, indemnify and hold Partner, Client and their respective officers, employees, vendors, successors and assigns harmless from any and all claims, damages, losses, liabilities, expenses (including reasonable attorneys' fees) and costs attributable to such Use. Unauthorized use of this report shall constitute acceptance of and commitment to these responsibilities, which shall be irrevocable and shall apply regardless of the cause of action or legal theory pled or asserted. Additional legal penalties may apply.

This report has been completed under specific Terms and Conditions relating to scope, relying parties, limitations of liability, indemnification, dispute resolution, and other factors relevant to any reliance on this report. Any parties relying on this report do so having accepted the Terms and Conditions for which this report was completed. A copy of Partner's standard Terms and Conditions can be found at http://www.partneresi.com/terms-and-conditions.php.

1.5 Limiting Conditions

The findings and conclusions contain all of the limitations inherent in these methodologies that are referred to in ASTM E1527-13.

Specific limitations and exceptions to this ESA are more specifically set forth below:

- Interviews with past owners, operators and occupants were not reasonably ascertainable and thus constitute a data gap. Based on information obtained from other historical sources (as discussed in Section 3.0), this data gap is not expected to alter the findings of this assessment.
- Partner requested information relative to deed restrictions and environmental liens, and a title search. This information was not provided at the time of the assessment.
- Partner was unable to determine the property use at 5-year intervals, which constitutes a data gap. Partner reviewed all standard historical sources and conducted appropriate interviews.
- Partner submitted Freedom of Information Act (FOIA) requests to Costa Mesa Fire Department (CMFD) and Orange County Health Care Agency (OCHCA) for information pertaining to hazardous substances, underground storage tanks, releases, inspection records, etc. for the subject property and/or adjacent properties. As of this writing, these agencies have not responded to Partner's request. Based on information obtained from other historical sources, this limitation is not expected to alter the overall findings of this assessment.

2.0 SITE DESCRIPTION

2.1 Site Location and Legal Description

The subject property at 3333 South Susan Street in Costa Mesa, California is located on the southwest corner intersection of Susan Street and Sunflower Street. According to the Orange County Assessor, the subject property is legally described as APN: 140-041-61.

Please refer to Figure 1: Site Location Map, Figure 2: Site Plan, Figure 3: Topographic Map, and Appendix A: Site Photographs for the location and site characteristics of the subject property.

2.2 Current Property Use

The subject property is currently occupied by Avago Technologies for Research and Development of high-tech engineering, offices and a data center. The south portion of the subject property is an undeveloped field. Onsite operations consist of administrative office functions, electronic Research and Development, and data center. In addition to the current structures, the subject property is improved with asphalt-paved parking areas, and associated landscaping.

The subject property is designated for commercial development by the City of Costa Mesa.

The subject property was identified as a NPDES site in the regulatory database report, as further discussed in Section 4.2.

2.3 Current Use of Adjacent Properties

The subject property is located within a mixed commercial and residential area of Orange County. During the vicinity reconnaissance, Partner observed the following land use on properties in the immediate vicinity of the subject property:

Immediately Surrounding Properties

North: Sunflower Street beyond which are administrative offices (3401 Sunflower Street)
South: South Coast Drive beyond which is IKEA Store (175 S. Coast Drive)
East: Susan Street beyond which are residential buildings and Auto Club parking lot.
West: Los Angeles Times building (1375 Sunflower Street)

The adjacent property to the west was identified as AST, SWEEPS UST, EMI, RCRA-SQG, LUST, NPDES, Hist Cortese, CA FID UST sites in the regulatory database report of Section 4.2.

2.4 Physical Setting Sources

2.4.1 Topography

The United States Geological Survey (USGS) Newport Beach, California Quadrangle 7.5-minute series topographic map was reviewed for this ESA. According to the contour lines on the topographic map, the subject property is located at approximately 31 feet above mean sea level (MSL). The contour lines in the area of the subject property indicate the area is sloping moderately toward the southwest. A large rectangular building is depicted on the 1983 map.

A copy of the most recent topographic map is included as Figure 3 of this report.

2.4.2 Hydrology

According to topographic map interpretation, the direction of groundwater in the vicinity of the subject property is inferred to flow toward the southwest. The nearest surface water in the vicinity of the subject property is the Santa Ana River located approximately ½-mile west/southwest of the subject property. No settling ponds, lagoons, surface impoundments, wetlands or natural catch basins were observed at the subject property during this assessment.

According to available information, a public water system operated by the City of Costa Mesa serves the subject property vicinity. According to a representative of the City, shallow groundwater beneath the subject property is not utilized for domestic purposes. The sources of public water for the City of Costa Mesa are imported surface water from Colorado River and public wells located approximately within the site vicinity.

According to information obtained from a LUST site on the west of the subject property, groundwater flow is inferred to be in a southwesterly direction and the groundwater is anticipated to be encountered beneath the subject property at a depth of approximately 20 feet bgs.

2.4.3 Geology/Soils

The subject property is situated within the Newport Coast plain. Subsurface geology consists of recent age sediments and marine terrestrial deposits overlying the San Pedro Formation, a Tertiary age unit. The units are composed of a relatively impermeable silt and clay upper member and a lower member of highly permeable sand and gravel. These lower sediments are known as the Talbert Aquifer. Topographically, the ground surface at the subject property is relatively flat with a uniform grade, facilitating drainage. According to the U.S.G.S. topography map of Newport Beach, the Property is approximately 31 feet above sea level.

2.4.4 Flood Zone Information

Partner performed a review of the Flood Insurance Rate Map, published by the Federal Emergency Management Agency. According to Community Panel Number 06059C02581J dated December 3, 2009, the subject property appears to be located in Zone X, an area located outside of the 100-year and 500-year flood plains.

A copy of the reviewed flood map is not included in Appendix B of this report.

3.0 HISTORICAL INFORMATION

Partner obtained historical use information about the subject property from a variety of sources. A chronological listing of the historical data found is summarized in the table below:

Historical Use Information		
Period/Date	**Source**	**Description/Use**
1938-2002	Aerial Photographs, Interviews, Topographic Maps	Undeveloped/ Agricultural
2004-Present	Aerial Photographs, Building Records, Sanborn Maps	Commercial offices

Tenants on the subject property have included Emulex Corporation and Avago Technologies (2004-Present). No potential environmental concerns were identified in association with the current or former use of the subject property.

3.1 Aerial Photograph Review

Partner obtained available aerial photographs of the subject property and surrounding area from Environmental Data Resources (EDR) on June 17, 2015. The following observations were noted to be visible on the subject property and adjacent properties during the aerial photograph review:

Date: 1938		*Scale: 1"=500'*
Subject Property:	Undeveloped/ agricultural	
North:	Undeveloped & agricultural land across from an unpaved road	
South:	Undeveloped & agricultural land across from an unpaved road	
East:	Undeveloped and agricultural land	
West:	Undeveloped and agricultural land	

Date: 1947		*Scale: 1"=500'*
Subject Property:	Undeveloped/ agricultural	
North:	Undeveloped & agricultural land across from an unpaved road	
South:	Undeveloped & agricultural land across from an unpaved road	
East:	Undeveloped and agricultural land	
West:	Undeveloped and agricultural land	

Date: 1953		*Scale: 1"=500'*
Subject Property:	No significant changes were identified	
North:	No significant changes were identified	
South:	No significant changes were identified	
East:	No significant changes were identified	
West:	No significant changes were identified	

Date: 1963		*Scale: 1"=500'*
Subject Property:	No significant changes were identified	
North:	No significant changes were identified	
South:	No significant changes were identified	
East:	No significant changes were identified	
West:	No significant changes were identified	

Date: 1972		*Scale: 1"=500'*
Subject Property:	Undeveloped/ agricultural	
North:	Undeveloped & agricultural land across from Sunflower Street	
South:	Undeveloped & agricultural land across from an unpaved road	
East:	Undeveloped and agricultural land	
West:	A commercial building	

Date: 1977		*Scale: 1"=500'*
Subject Property:	No significant changes were identified	
North:	No significant changes were identified	
South:	No significant changes were identified	
East:	No significant changes were identified	
West:	No significant changes were identified	

Date: 1987		*Scale: 1"=500'*
Subject Property:	No significant changes were identified	
North:	No significant changes were identified	
South:	No significant changes were identified	
East:	No significant changes were identified	
West:	No significant changes were identified	

Date: 1995		*Scale: 1"=500'*
Subject Property:	Undeveloped	
North:	Offices across from Sunflower Street	
South:	Undeveloped land across from a street	
East:	Undeveloped and parking lot across from Susan Street	
West:	A commercial building	

Date: 2005		*Scale: 1"=500'*
Subject Property:	The existing office buildings are present	
North:	Offices across from Sunflower Street	
South:	A fairly large commercial building across from South Coast Drive	
East:	Residential and parking lot across from Susan Street	
West:	A commercial building	

Date:	*2009, 2010 & 2012*	*Scale:*	*1″=500′*
Subject Property:	No significant changes were identified		
North:	No significant changes were identified		
South:	No significant changes were identified		
East:	No significant changes were identified		
West:	No significant changes were identified		

Copies of select aerial photographs are included in Appendix B of this report.

3.2 Fire Insurance Maps

Partner reviewed the collection of Sanborn Fire insurance maps from Environmental Data Resources (EDR) on June 19, 2015. Sanborn map coverage was not available for the subject property.

3.3 City Directories

Partner reviewed historical city directories obtained from Costa Mesa Public Library on June 19, 2015 for past names and businesses that were listed for the subject property and adjacent properties. The findings are presented in the following table:

City Directory Search for Subject Property	
Year(s)	**Occupant Listed**
2004-Present	Emulex Corporation and Avago Technologies

Based on the city directory review, no environmentally sensitive listings were identified for the subject property address.

City Directory Search for Adjacent Properties	
Year(s)	**Occupant Listed**
2002-Present	Individual residents, IKEA, Auto Club, LA Times, Miscellaneous offices

Based on the city directory review, no environmentally sensitive listings were identified for the adjacent property addresses.

3.4 Historical Topographic Maps

Historical topographic maps were not researched as part of this assessment.

4.0 REGULATORY RECORDS REVIEW

4.1 Regulatory Agencies

4.1.1 State Department

Regulatory Agency Data	
Name of Agency:	State Water Resources Control Board (SWRCB)
Point of Contact:	On-Line
Agency Address:	3737 Main Street, Riverside, CA
Agency Phone Number:	951-782-4130
Date of Contact:	June 10, 2015
Method of Communication:	On-Line
Summary of Communication:	No records regarding hazardous substance use, storage or releases, or the presence of USTs and AULs on the subject property were on file with the SWRCB.

4.1.2 Health Department

Regulatory Agency Data	
Name of Agency:	Orange County Health Care Agency (OCHCA)
Point of Contact:	Records
Agency Address:	1241 Dyer Road, Santa Ana, CA
Agency Phone Number:	714-433-6000
Date of Contact:	May 14, 2015
Method of Communication:	Email
Summary of Communication:	Partner submitted a written request to OCHCA for records, to date, the requested information has not been received. Based on other historical sources, this information will not change the conclusion and recommendations of this report. In addition, Partner does not anticipate that there will be any records for the subject property.

4.1.3 Fire Department

Regulatory Agency Data	
Name of Agency:	Costa Mesa Fire Department (CMFD)
Point of Contact:	Michelle Ruditis
Agency Address:	800 Baker Street, Costa Mesa, CA 92626
Agency Phone Number:	(714) 754-5106
Date of Contact:	June 11, 2015
Method of Communication:	Email
Summary of Communication:	Partner submitted a FOIA request to CMFD. As of this date, the requested information has not been received. Based on other

Regulatory Agency Data	
	historical sources, this information will not change the conclusion and recommendations of this report. In addition, Partner does not anticipate that there will be any records for the subject property.

4.1.4 South Coast Air Quality Management District

Regulatory Agency Data	
Name of Agency:	Air Quality Management District (AQMD)
Point of Contact:	On-Line
Agency Address:	21865 Copley Drive, Diamond Bar, CA
Agency Phone Number:	909-396-2000
Date of Contact:	June 15, 2015, 2015
Method of Communication:	On/Line
Summary of Communication:	According to AQMD records, a permit to operate an emergency generator (natural gas) was permitted to Emulex in June 17, 2010

A copy of pertinent documents is not included in Appendix B of this report.

4.1.5 Regional Water Quality Agency

Regulatory Agency Data	
Name of Agency:	Regional Water Quality Control Board (RWQCB)
Point of Contact:	Records
Agency Address:	3737 Main Street, Riverside, CA
Agency Phone Number:	951-782-4130
Date of Contact:	June 10, 2015
Method of Communication:	On-Line
Summary of Communication:	No records regarding hazardous substance use, storage or releases, or the presence of USTs and AULs on the subject property were on file with the RWQCB.

A copy of pertinent documents is not included in Appendix B of this report.

4.1.6 Department of Toxic Substances Control

Regulatory Agency Data	
Name of Agency:	California Department of Toxic Substances Control (DTSC)
Point of Contact:	Records
Agency Address:	5796 Corporate Ave., Cypress, CA
Agency Phone Number:	714-484-5300
Date of Contact:	June 15, 2015

Regulatory Agency Data	
Method of Communication:	On-Line
Summary of Communication:	No records regarding hazardous substance use, storage or releases, or the presence of USTs and AULs on the subject property were on file with the DTSC.

4.1.7 Building Department

Regulatory Agency Data	
Name of Agency:	City of Costa Mesa Building Department
Point of Contact:	Records
Agency Address:	77 Fair Drive, Costa Mesa, CA 92626
Agency Phone Number:	714-754-5000
Date of Contact:	June 18, 2015
Method of Communication:	In Person
Summary of Communication:	According to the records, the existing buildings were constructed in 2003/2004. Miscellaneous permits pertaining to tenant improvements were observed on the files.

4.1.8 Planning Department

Regulatory Agency Data	
Name of Agency:	City of Costa Mesa Planning Department
Point of Contact:	Planner
Agency Address:	77 Fair Drive, Costa Mesa, CA 92626
Agency Phone Number:	714-754-5000
Date of Contact:	June 18, 2015
Method of Communication:	In Person
Summary of Communication:	The subject property is zoned CL, Commercial Limited Development

4.1.9 Oil & Gas Exploration

Regulatory Agency Data	
Name of Agency:	California Division of Oil, Gas and Geothermal Resources (DOGGR)
Point of Contact:	On-Line
Agency Address:	801 K Street, Sacramento, CA
Agency Phone Number:	916-322-1080
Date of Contact:	June 15, 2015
Method of Communication:	On-Line
Summary of Communication:	According to DOGGR, no oil or gas wells are located on or adjacent to the subject property.

4.1.10 Assessor's Office

Regulatory Agency Data	
Name of Agency:	Orange County Assessor (OCA)
Point of Contact:	Records
Agency Address:	625 N. Ross Street, Santa Ana, CA
Agency Phone Number:	714-834-5400
Date of Contact:	May 14, 2015
Method of Communication:	Telephone
Summary of Communication:	According to records reviewed, the subject property is identified by Assessor Parcel Number (APN) 140-041-61. The information received is discussed in various sections of this report.

4.2 Mapped Database Records Search

Information from standard federal, state, county, and city environmental record sources was provided by Environmental Data Resources, Inc. (EDR). Data from governmental agency lists are updated and integrated into one database, which is updated as these data are released. The information contained in this report was compiled from publicly available sources and the locations of the sites are plotted utilizing a geographic information system, which geocodes the site addresses. The accuracy of the geocoded locations is approximately +/-300 feet.

Using the ASTM definition of migration, Partner considers the migration of hazardous substances or petroleum products in any form onto the subject property during the evaluation of each site listed on the radius report, which includes solid, liquid, and vapor.

4.2.1 Regulatory Database Summary

Radius Report Data				
Database	**Search Radius (mile)**	**Subject Property**	**Adjacent Properties**	**Sites of Concern**
Federal NPL or Delisted NPL Site	1.00	N	**Y**	N
Federal CERCLIS Site	0.50	N	N	N
Federal CERCLIS-NFRAP Site	0.50	N	N	N
Federal RCRA CORRACTS Facility	1.00	N	N	N
Federal RCRA TSDF Facility	0.50	N	N	N
Federal RCRA Generators Site (LQG, SQG, CESQG)	0.25	N	**Y**	N
Federal IC/EC Registries	0.50	N	N	N
Federal ERNS Site	Subject Property	N		
State/Tribal Equivalent NPL	1.00	N	N	N
State/Tribal Equivalent CERCLIS	1.00	N	N	N
State/Tribal Landfill/Solid Waste Disposal Site	0.50	N	N	N
State/Tribal Leaking Storage Tank Site	0.50	N	**Y**	N

Radius Report Data				
Database	**Search Radius (mile)**	**Subject Property**	**Adjacent Properties**	**Sites of Concern**
State/Tribal Registered Storage Tank Sites (UST/AST)	0.25	N	N	N
State/Tribal Voluntary Cleanup Sites (VCP)	0.50	N	N	N
State/Tribal Spills	0.50	N	N	N
Federal Brownfield Sites	0.50	N	N	N
State Brownfield Sites	0.50	N	N	N
EDR MGP	Varies	N	N	N
EDR US Hist Auto Station	Varies	N	N	N
EDR US Hist Cleaners	Varies	N	N	N

4.2.2 Subject Property Listings

The subject property is identified as a NPDES site in the regulatory database report, as discussed below:

- The subject property, identified as Emulex Building D at 3333 S. Susan Street was reported to have been listed in NPDES database. According to the records, the subject property was subject to NPDES regulatory measure during the construction. The regulatory measure was terminated in 2011. No violations and/or releases were reported. Based on the nature of the listing, regulatory status and absence of a release, this listing is not expected to represent significant environmental concern.

4.2.3 Adjacent Property Listings

The adjacent property to the west is identified as SWEEP UST, EMI, RCRA-SQG, NPDES, and LUST sites in the regulatory database report, as discussed below:

- The property, identified as Los Angeles Times Communications at 1375 Sunflower Avenue is located west of and hydrologically down gradient from the subject property. According to the records, this site is listed in SWEEP UST, EMI, RCRA-SQG, NPDES, and LUST databases. It appears that there are seven USTs containing diesel fuel and gasoline (motor vehicle fuels) are/were present at this property. Three LUST cases were reported by RWQCB which involved the other groundwater (does not have beneficial use) and soil. Two cases were closed by RWQCB and involved soil and other groundwater were closed in September 26, 1990 and February 11, 2013, respectively, with no further action required. The third case involves groundwater impact and consisted of an in situ physical/chemical treatment (remediation) since February 23, 1998. Partner's review of the pertinent documents showed the area of investigation is approximately 500 feet west of the subject property, and the groundwater impact is not extending to the subject property and it is travelling to the west and southwest away from the subject property.

  This site is also reported to generate small volume of regulated wastes. No violations or releases were reported.

Based on the inferred groundwater flow direction, regulatory statuses and distance of the USTs to the subject property, these listings are not expected to represent significant environmental concern.

Based on the findings, vapor migration is not expected to represent a significant environmental concern at this time.

4.2.4 Sites of Concern Listings

No sites of concern are identified in the regulatory database report.

Based on the findings, vapor migration is not expected to represent a significant environmental concern at this time.

4.2.5 Orphan Listings

No orphan listings are identified for the subject property and adjoining sites in the regulatory database report.

A copy of the regulatory database report is included in Appendix C of this report.

5.0 USER PROVIDED INFORMATION AND INTERVIEWS

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 conduct the following inquiries required by 40 CFR 312.25, 312.28, 312.29, 312.30, and 312.31. The *User* should provide the following information to the *environmental professional*. Failure to provide this information could result in a determination that *all appropriate inquiries* is not complete. The *User* is asked to provide information or knowledge of the following:

- Review Title and Judicial Records for Environmental Liens and AULs
- Specialized Knowledge or Experience of the User
- Actual Knowledge of the User
- Reason for Significantly Lower Purchase Price
- Commonly Known or *Reasonably Ascertainable* information
- Degree of Obviousness
- Reason for Preparation of this Phase I ESA

Fulfillment of these user responsibilities is key to qualification for the identified defenses to CERCLA liability. Partner requested our Client to provide information to satisfy User Responsibilities as identified in Section 6 of the ASTM guidance.

Pursuant to ASTM E1527-13, Partner requested the following site information from Avago Technologies (User of this report).

User Responsibilities				
Item	**Provided By User**	**Not Provided By User**	**Discussed Below**	**Does Not Apply**
Environmental Pre-Survey Questionnaire	**X**			
Title Records, Environmental Liens, and AULs			**X**	
Specialized Knowledge			**X**	
Actual Knowledge			**X**	
Valuation Reduction for Environmental Issues			**X**	
Identification of Key Site Manager	**Section 5.1.3**			
Reason for Performing Phase I ESA	**Section 1.1**			
Prior Environmental Reports		**X**		
Other				**X**

5.1 Interviews

5.1.1 Interview with Owner

The owner of the subject property was not available to be interviewed at the time of the assessment.

5.1.2 Interview with Report User

Please refer to Section 5.2 below for information requested from the Report User.

5.1.3 Interview with Key Site Manager

Mr. Michael Safranski, key site manager, indicated that he had no information pertaining to any pending, threatened, or past litigation relevant to hazardous substances or petroleum products in, on, or from the subject property; any pending, threatened, or past administrative proceedings relevant to hazardous substances or petroleum products in, on, or from the subject property; or any notices from a governmental entity regarding any possible violation of environmental laws or possible liability relating to hazardous substances or petroleum products.

5.1.4 Interviews with Past Owners, Operators and Occupants

Interviews with past owners, operators and occupants were not conducted since information regarding the potential for contamination at the subject property was obtained from other sources.

5.1.5 Interview with Others

As the subject property is not an abandoned property as defined in ASTM 1527-13, interview with others were not performed.

5.2 User Provided Information

5.2.1 Title Records, Environmental Liens, and AULs

Partner was not provided with title records or environmental lien and AUL information for review as part of this assessment.

5.2.2 Specialized Knowledge

No specialized knowledge of environmental conditions associated with the subject property was provided by the User at the time of the assessment.

5.2.3 Actual Knowledge of the User

No actual knowledge of any environmental lien or AULs encumbering the subject property or in connection with the subject property was provided by the User at the time of the assessment.

5.2.4 Valuation Reduction for Environmental Issues

No knowledge of valuation reductions associated with the subject property was provided by the User at the time of the assessment.

5.2.5 Commonly Known or Reasonably Ascertainable Information

The User did not provide information that is commonly known or *reasonably ascertainable* within the local community about the subject property at the time of the assessment.

5.2.6 Previous Reports and Other Provided Documentation

No previous reports or other pertinent documentation was provided to Partner for review during the course of this assessment.

6.0 SITE RECONNAISSANCE

The weather at the time of the site visit was sunny and clear. Refer to Section 1.5 for limitations encountered during the field reconnaissance and Sections 2.1 and 2.2 for subject property operations. The table below provides the site assessment details:

Site Assessment Data	
Site Assessment Performed By:	Bahman Rohanizadeh
Site Assessment Conducted On:	June 18, 2015

The table below provides the subject property personnel interviewed during the field reconnaissance:

Site Visit Personnel for Subject Property			
Name	**Title/Role**	**Contact Number**	**Site Walk* Yes/No**
Michael Safranski	Key Site Manager	714-885-3598	Yes

* Accompanied Partner during the field reconnaissance activities and provided information pertaining to the current operations and maintenance of the subject property

No potential environmental concerns were identified during the onsite reconnaissance.

6.1 General Site Characteristics

6.1.1 Solid Waste Disposal

Solid waste generated at the subject property is disposed of in commercial dumpsters located on the subject property. An independent solid waste disposal contractor removes solid waste from the subject property. According to property personnel, only household trash is collected in the on-site solid waste dumpsters. No evidence of illegal dumping of solid waste was observed during the Partner site reconnaissance.

6.1.2 Sewage Discharge and Disposal

Sanitary discharges on the subject property are directed into the municipal sanitary sewer system. The City of Costa Mesa services the subject property vicinity. No wastewater treatment facilities or septic systems are observed or reported on the subject property.

6.1.3 Surface Water Drainage

Storm water is removed from the subject property primarily by sheet flow action across the paved surfaces towards storm water drains located throughout the subject property and in the public right of way. Site storm water from roofs, landscaped areas, and paved areas is directed to on-site concrete swales, which drain to the public right of way, and to on-site storm water drains. The subject property is connected to a municipal owned and maintained sewer system.

The subject property does not appear to be a designated wetland area, based on information obtained from the United States Department of Agriculture; however, a comprehensive wetlands survey would be required in order to formally determine actual wetlands on the subject property. No surface

impoundments, wetlands, natural catch basins, settling ponds, or lagoons are located on the subject property. No drywells were identified on the subject property.

6.1.4 Source of Heating and Cooling

Heating and cooling systems as well as domestic hot water equipment are fueled by electricity/ natural gas provided by Southern California Edison Company (SCE) and Southern California Gas Company. The mechanical system comprises a central plant for Building C, and package roof-mounted units for Buildings A & B. Hot water is provided by individual natural gas/electric hot water heaters.

6.1.5 Wells and Cisterns

No aboveground evidence of wells or cisterns was observed during the site reconnaissance.

6.1.6 Wastewater

Domestic wastewater generated at the subject property is disposed by means of the sanitary sewer system. No industrial process is currently performed at the subject property.

6.1.7 Septic Systems

No septic systems were observed or reported on the subject property.

6.1.8 Additional Site Observations

No additional general site characteristics were observed during the site reconnaissance.

6.2 Potential Environmental Hazards

6.2.1 Hazardous Substances and Petroleum Products Used or Stored at the Site

With the exception of approximately 200-gallon of diesel fuel that is used in connection with the start-up of the natural gas emergency generator and very limited volume of IPA (used in electronic labs), no hazardous substances or petroleum products were observed on the subject property during the site reconnaissance.

No evidence of the use of reportable quantities of hazardous substances was observed on the subject property. Small quantities of general maintenance supplies were found to be properly labeled and stored at the time of the assessment with no signs of leaks, stains, or spills.

6.2.2 Aboveground & Underground Hazardous Substance or Petroleum Product Storage Tanks (ASTs/USTs)

No evidence of current or former USTs was observed during the site reconnaissance.

Partner observed one, aboveground storage tank (AST) for the storage of liquid nitrogen used in connection with the electronic laboratories at the subject property. The AST is located inside the central plant south of Building C. The content of the AST is not classified as hazardous. The AST is believed to have been installed in mid 2000s and is of steel construction and double walled.

6.2.3 Evidence of Releases

No spills, stains or other indications that a surficial release has occurred at the subject property were observed.

6.2.4 Polychlorinated Biphenyls (PCBs)

Older transformers and other electrical equipment could contain PCBs at a level that subjects them to regulation by the U.S. EPA. PCBs in electrical equipment are controlled by United States Environmental Protection Agency regulations 40 CFR, Part 761. Under the regulations, there are three categories into which electrical equipment can be classified: 1) Less than 50 parts per million (ppm) of PCBs – "*Non-PCB;*" 2) 50 ppm-500 ppm – "*PCB-Contaminated;*" and, 3) Greater than 500 ppm – "*PCB-Containing.*" The manufacture, process, or distribution in commerce or use of any PCB in any manner other than in a totally enclosed manner was prohibited after January 1, 1977.

The on-site reconnaissance addressed indoor and outdoor transformers that may contain PCBs. Several pad-mounted transformers were observed on the subject property. The transformers are not labeled indicating PCB content. No staining or leakage was observed in the vicinity of the transformers. Partner contacted a customer service representative of SCE, who confirmed their ownership and operational responsibility for the transformers and that the units do not contain PCBs. Based on the good condition of the equipment, the transformers are not expected to represent a significant environmental concern.

Three hydraulic elevators are present at the subject property that is routinely maintained by Schindler Elevator Company. No stains or spills were observed on the concrete-paved surface of the elevator rooms.

Additionally, no other potential PCB-containing equipment (interior transformers, oil-filled switches, hoists, lifts, dock levelers, balers, etc.) was observed on the subject property during Partner's reconnaissance.

6.2.5 Strong, Pungent or Noxious Odors

No strong, pungent or noxious odors were evident during the site reconnaissance.

6.2.6 Pools of Liquid

No pools of liquid were observed on the subject property during the site reconnaissance.

6.2.7 Drains, Sumps and Clarifiers

No drains, sumps, or clarifiers, other than those associated with storm water removal, were observed on the subject property during the site reconnaissance.

6.2.8 Pits, Ponds and Lagoons

No pits, ponds or lagoons were observed on the subject property.

6.2.9 Stressed Vegetation

No stressed vegetation was observed on the subject property.

6.2.10 Additional Potential Environmental Hazards

No additional environmental hazards, including landfill activities or radiological hazards, were observed.

6.3 Non-ASTM Services

6.3.1 Asbestos-Containing Materials (ACMs)

Due to the commercial nature of use of the subject property and construction date, ACMs were not considered within the scope of this assessment.

6.3.2 Lead-Based Paint (LBP)

Due to the commercial nature of use of the subject property and construction date, LBP was not considered within the scope of this assessment.

6.3.3 Radon

Radon is a colorless, odorless, naturally occurring, radioactive, inert, gaseous element formed by radioactive decay of radium (Ra) atoms. The US EPA has prepared a map to assist National, State, and local organizations to target their resources and to implement radon-resistant building codes. The map divides the country into three Radon Zones, according to the table below:

EPA Radon Zones

EPA Zones	Average Predicted Radon Levels	Potential
Zone 1	Exceed 4.0 pCi/L	Highest
Zone 2	Between 2.0 and 4.0 pCi/L	Moderate
Zone 3	Less than 2.0 pCi/L	Low

It is important to note that the EPA has found homes with elevated levels of radon in all three zones, and the US EPA recommends site-specific testing in order to determine radon levels at a specific location. However, the map does give a valuable indication of the propensity of radon gas accumulation in structures.

Radon sampling was not conducted as part of this assessment. Review of the US EPA Map of Radon Zones places the subject property in Zone 2. Based upon the radon zone classification, radon is not considered to be a significant environmental concern.

6.3.4 Lead in Drinking Water

According to available information, a public water system operated by the City of Costa Mesa serves the subject property vicinity. According to a representative of the City, shallow groundwater beneath the subject property is not utilized for domestic purposes. The sources of public water for the City of Costa Mesa are imported surface water from Colorado River and public wells within the site vicinity. According to the City of Costa Mesa and the 2014 Annual Water Quality Report, water supplied to the subject property is in compliance with all State and Federal regulations pertaining to drinking water standards, including lead and copper. Water sampling was not conducted to verify water quality.

6.3.5 Mold

Molds are microscopic organisms found virtually everywhere, indoors and outdoors. Mold will grow and multiply under the right conditions, needing only sufficient moisture (e.g. in the form of very high humidity, condensation, or water from a leaking pipe, etc.) and organic material (e.g., ceiling tile, drywall, paper, or natural fiber carpet padding).

Partner observed accessible, interior areas for the subject property buildings for significant evidence of mold growth with the exceptions detailed in Section 1.5 of this report; however, this ESA should not be used as a mold survey or inspection. Additionally, this limited assessment was not designed to assess all areas of potential mold growth that may be affected by mold growth on the subject property. Rather, it is intended to give the client an indication as to whether or not conspicuous (based on observed areas) mold growth is present at the subject property. This evaluation did not include a review of pipe chases, mechanical systems, or areas behind enclosed walls and ceilings.

No obvious indications of water damage or mold growth were observed during Partner's visual assessment.

6.4 Adjacent Property Reconnaissance

The adjacent property reconnaissance consisted of observing the adjacent properties from the subject property premises. No items of environmental concern were identified on the adjacent properties during the site assessment, including hazardous substances, petroleum products, ASTs, USTs, evidence of releases, PCBs, strong or noxious odors, pools of liquids, sumps or clarifiers, pits or lagoons, stressed vegetation, or any other potential environmental hazards.

7.0 FINDINGS AND CONCLUSIONS

Findings

A *REC* refers to the presence or likely presence of any hazardous substances or petroleum products in, on, or at a property: due to release to the environment; under conditions indicative of a release to the environment; or under conditions that pose a material threat of a future release to the environment. The following was identified during the course of this assessment:

- Partner did not identify any recognized environmental conditions during the course of this assessment.

A *controlled recognized environmental condition (CREC)* refers to a REC resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority, with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls. The following was identified during the course of this assessment:

- Partner did not identify any controlled recognized environmental conditions during the course of this assessment.

A *historical recognized environmental condition (HREC)* refers to a past release of any hazardous substances or petroleum products that has occurred in connection with the property and has been addressed to the satisfaction of the applicable regulatory authority or meeting unrestricted use criteria established by a regulatory authority, without subjecting the property to any required controls. The following was identified during the course of this assessment:

- Partner did not identify any historical recognized environmental conditions during the course of this assessment.

An *environmental issue* refers to environmental concerns identified by Partner, which do not qualify as RECs; however, warrant further discussion. The following was identified during the course of this assessment:

- The subject property parcel was historically used for agricultural purposes. There is a potential that agricultural related chemicals such as pesticides, herbicides, and fertilizers, may have been used and stored onsite. The subject property is either paved over or covered by building structures that minimize direct contact to any potential remaining concentrations in the soil. Additionally, during previous site development activities, near surface soils (where residual agricultural chemical concentrations would have most likely been present, if at all) were generally mixed with fill material or disturbed during grading. Also, it is common that engineered fill material is placed over underlying soils as part of the development activities. Furthermore, it is likely that residual agricultural chemicals (if any) would have likely degraded since the site was last utilized for agricultural purposes. These additional variables serve to further reduce the potential for exposure to residual agricultural chemicals (if any). Based on these reasons, Partner concludes

that the possible former use of agricultural chemicals is not expected to represent a significant environmental concern at this time.

Conclusions, Opinions and Recommendations

Partner has performed a Phase I Environmental Site Assessment in conformance with the scope and limitations of ASTM Practice E1527-13 of 3333 South Susan Street in the City of Costa Mesa, Orange County, California (the "subject property"). Any exceptions to, or deletions from, this practice are described in Section 1.5 of this report.

This assessment has revealed no evidence of recognized environmental conditions in connection with the subject property; however, environmental issues were identified. Based on the conclusions of this assessment, Partner recommends the following:

- If redevelopment of the subject property is planned for residential use, sampling related to the agricultural use is recommended.

8.0 SIGNATURES OF ENVIRONMENTAL PROFESSIONALS

Partner has performed a Phase I Environmental Site Assessment of the property located at 3333 South Susan Street in the City of Costa Mesa, Orange County, California in general conformance with the scope and limitations of the protocol and the limitations stated earlier in this report. Exceptions to or deletions from this protocol are discussed earlier in this report.

By signing below, Partner declares that, to the best of our professional knowledge and belief, we meet the definition of *Environmental Professional* as defined in §312.10 of 40 CFR §312. Partner has the specific qualifications based on education, training, and experience to assess a *property* of the nature, history, and setting of the subject *property*. Partner has developed and performed the all appropriate inquiries in conformance with the standards and practices set forth in 40 CFR Part 312.

Prepared By:

DRAFT

Bahman Rohanizadeh
Environmental Professional

Reviewed By:

DRAFT

Thomas Petersen, REPA
Senior Project Manager

9.0 REFERENCES

Reference Documents

American Society for Testing and Materials, Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process, ASTM Designation: E1527-13.

Environmental Data Resources (EDR), Radius Report, June 2015.

Federal Emergency Management Agency, Federal Insurance Administration, National Flood Insurance Program, Flood Insurance Map, accessed via internet, June 2015.

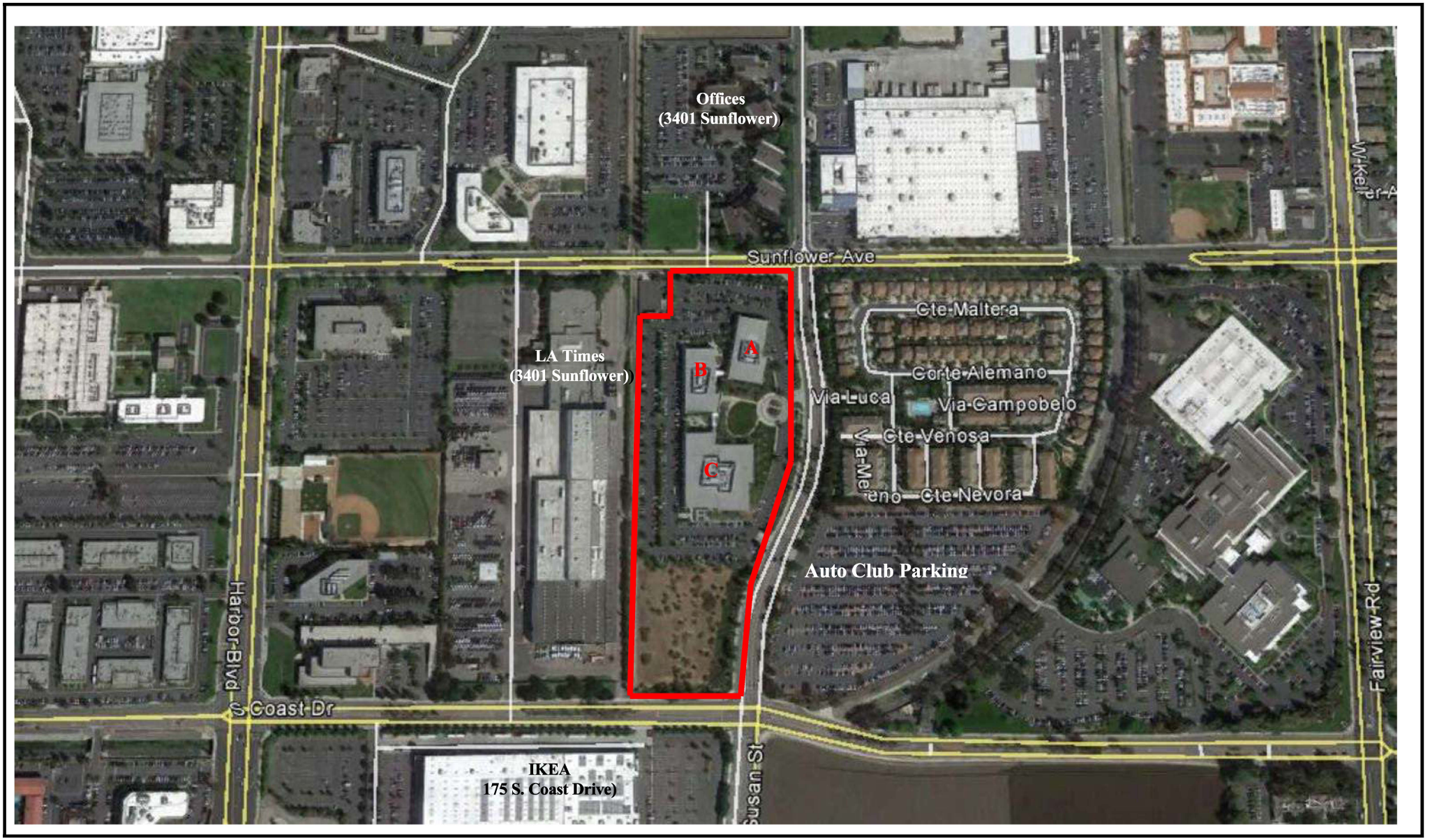
United States Department of Agriculture, Natural Resources Conservation Service, accessed via internet, June 2015.

United States Department of Agriculture, Natural Resources Conservation Service, Web Soil Survey, accessed via the internet, June 2015.

United States Environmental Protection Agency, EPA Map of Radon Zones (Document EPA-402-R-93-071), accessed via the internet, June 2015.

United States Geological Survey, accessed via the Internet, June 2015.

United States Geological Survey Topographic Map 1995, 7.5 minute series, accessed via internet, June 2015.



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GROUNDWATER FLOW

KEY:

Subject Site

FIGURE 2: SITE PLAN

Project No. 15-140909.1

PARTNER

HALEY ALDRICH

www.haleyaldrich.com

REPORT ON

PHASE I ENVIRONMENTAL SITE ASSESSMENT
3333 SOUTH SUSAN STREET
COSTA MESA, CALIFORNIA

by Haley & Aldrich, Inc.
Walnut Creek, California

for SteelWave LLC
Foster City, California

File No. 42566-000
September 2015

Haley & Aldrich, Inc.
2033 N. Main Street
Suite 309
Walnut Creek, CA 94596
925.949.1012

14 September 2015
File No. 42566-000

SteelWave LLC
4000 East 3rd Avenue, Suite 600
Foster City, California 94404-4805

Attention: Ms. Meghan Fauss
Director

Subject: Phase I Environmental Site Assessment
3333 South Susan Street
Costa Mesa, California

Dear Ms. Fauss:

The enclosed report presents the results of a Phase I Environmental Site Assessment (Phase I) conducted at the above-referenced property, located at 3333 South Susan Street in Costa Mesa, California, (herein referred to as the "subject site"). This work was performed by Haley & Aldrich, Inc. (Haley & Aldrich), in accordance with our proposal to SteelWave LLC, dated 19 August 2015 ("Agreement"). This Phase I was conducted in conformance with the scope and limitations of the American Society for Testing and Materials (ASTM) E 1527-13 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process as referenced in 40 Code of Federal Regulations (CFR) Part 312 (the *All Appropriate Inquiries [AAI]* Rule).

The objective of an ASTM Phase I is to assess whether known and suspect "*recognized environmental conditions*" (RECs), *historical RECs* (HRECs), or *controlled RECs* (CRECs) are associated with the subject site, as defined in the ASTM E 1527-13 Standard, by evaluating site history, existing observable conditions, current site use, and current and former uses of adjoining properties as well as potential releases at surrounding properties that may impact the subject site.

This Phase I has revealed no evidence of RECs, HRECs or CRECs associated with the subject site.

Thank you for the opportunity to perform these services for you. Please do not hesitate to contact us if you have any questions or comments.

Sincerely yours,
HALEY & ALDRICH, INC.

Brooke Rumley
Staff Geologist

Voytek Bajsarowicz
Senior Client Leader

Enclosures

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Executive Summary

Haley & Aldrich, Inc. (Haley & Aldrich) has performed a Phase I Environmental Site Assessment (Phase I) of the property located at 3333 South Susan Street in Costa Mesa, California (herein referred to as the "subject site"; Figure 1). The scope of work is described and conditioned by our proposal dated 19 August 2015. This Phase I was performed in conformance with the scope and limitations of the ASTM E 1527-13 Standard and *All Appropriate Inquiries (AAI)* Rule.[1]

Subject Site Description

As shown in Figure 2, the subject site consists of a single parcel totaling approximately 14.25 acres. The subject site is currently owned by Emulex Design & Manufacturing Corporation.

The subject site consists of three two-story buildings surrounded by asphalt-paved surface parking areas, and landscaping. The subject site is used as the Avago Technologies' headquarters, which includes office space, data centers, and laboratory work spaces. The total square footage of the building is approximately 179,090 square feet.

Objective

The objective of an ASTM Phase I is to assess whether "*recognized environmental conditions*" (RECs), *historical RECs* (HRECs), and *controlled RECs* (CRECs) are associated with the subject site. Our conclusions are intended to help the User evaluate the "*business environmental risk*" associated with the subject site. Our opinion regarding a REC's potential impact on the subject site is based on the scope of our work, the information obtained during the course of our work, the conditions prevailing at the time our work was performed, the applicable regulatory requirements in effect at the time our work was performed, and our experience evaluating similar sites.

Recognized Environmental Conditions (RECs)

The ASTM E 1527-13 Standard defines a REC in part as "the presence or likely presence of any hazardous substances or petroleum products in, on, or at a property: (1) due to any release to the environment; (2) under conditions indicative of a release to the environment; or (3) under conditions that pose a *material threat* of a future release to the environment."

RECs were not identified in connection with the subject site.

Historical Recognized Environmental Conditions (HRECs)

The ASTM E 1527-13 Standard defines an HREC in part as "a past release of any hazardous substances or petroleum products that has occurred in connection with the property and has been addressed to the

[1] American Society for Testing and Materials (ASTM) E 1527-13 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process as referenced in 40 Code of Federal Regulations (CFR) Part 312 (the All Appropriate Inquiries [AAI] Rule) ("ASTM E 1527-13 Standard"). Specified terms as are used in ASTM E 1527-13 are italicized in this report and defined in the Glossary at the end of the report text.

satisfaction of the applicable regulatory authority or meeting unrestricted use criteria established by a regulatory authority, without subjecting the property to any required controls."

HRECs were not identified in connection with the subject site.

Controlled Recognized Environmental Conditions (CRECs)

The ASTM E 1527-13 Standard defines a CREC in part as "a *recognized environmental condition* resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls."

CRECs were not identified in connection with the subject site.

De Minimis Conditions

The ASTM E 1527-13 Standard defines *de minimis* conditions as those conditions which "do not present a threat to human health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate governmental agencies." The ASTM E 1527-13 Standard notes that "conditions determined to be *de minimis* are not recognized environmental conditions."

Two *de minimis* conditions were identified in connection with the subject site.

De minimis Condition #1: Staining observed on elevator pit of Building B

A large stain was observed in the elevator pit of Building B. The stain was likely caused by hydraulic oil spilling from the overflow bucket onto the concrete elevator pit. A floor drain was also observed in the elevator pit and it is likely that some hydraulic oil entered the drain. The drain connects to an overflow sump which is accessed via a manhole on the west side of Building B.

This sump, along with the sumps for the other elevators, was inspected by Haley & Aldrich on 10 September 2015. Standing water was observed, but it did not have a sheen and did not appear to contain oil. Mr. Safranski, the key site manager, reported that the standing water was rainwater which accumulated during the recent storm event. A small amount of water was observed due to recent rainfall, but the water did not appear to be oily. The sump was observed to be in good condition. This is considered a *de minimis* condition.

De minimis Condition #2: Staining observed in elevator machine room

Staining was observed on the elevator machine room floors of Buildings B and C. The stains were on concrete floors, which appeared to be otherwise in good condition. No leaks or pooling of liquid was observed and the staining is considered *de minimis.*

Non-Scope Considerations

The ASTM E 1527-13 Standard includes a list of "additional issues" that are non-scope considerations outside of the scope of the ASTM Phase I practice.

Asbestos-Containing Materials

Due to the age of construction of the onsite buildings (2003), the presence of asbestos-containing materials is unlikely.

Radon

The United States Environmental Protection Agency (USEPA)'s Map of Radon Zones indicates that the subject site is in a Zone 3 county. Zone 3 counties have a predicted average indoor radon screening level less than 2 picocuries per liter (pCi/L). USEPA's action level for radon is 4 pCi/L. EDR reports federal area radon information for the zip code of the subject site (82626). Thirty sites were tested. The average activity for a living area (first floor) was 0.763 pCi/L. Radon in not expected to present an environmental concern at the subject site.

Lead-Based Paint

Due to the age of construction of the building (2003), the presence of lead-based paint is unlikely. Lead-based paint was banned by the EPA in 1978.

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1. Introduction

This report presents the results of a Phase I Environmental Site Assessment (Phase I) conducted for the property located at 3333 South Susan Street in Costa Mesa, California (Figure 1), Assessor Parcel Number (APN) 140-041-61, herein referred to as the "subject site." Our work was performed on behalf of SteelWave LLC, herein referred to as the "User" as defined by ASTM 1527-13.

The subject site is approximately 14.25 acres and consists of a single parcel. The property is currently used as the Avago Technologies' headquarters, which includes office space, data centers, and laboratory work spaces, and consists of three two-story buildings surrounded by asphalt-paved surface parking areas, and landscaping. The total square footage of the building is approximately 179,090 square feet.

1.1 OBJECTIVE

The objective of a Phase I is to assess whether "*recognized environmental conditions*" (RECs), *historical RECs* (HRECs), and *controlled RECs* (CRECs) are associated with the subject site by evaluating site history, interviews, existing observable conditions, current site use, and current and former uses of adjoining properties as well as potential releases at surrounding properties that may impact the subject site. Our conclusions are intended to help the User evaluate the "*business environmental risk*" associated with the subject site.

RECs are defined in the ASTM E 1527-13 Standard as the presence or likely presence of any hazardous substances or petroleum products in, on, or at a property: (1) due to any release to the environment; (2) under conditions indicative of a release to the environment; or (3) under conditions that pose a *material threat* of a future release to the environment. The definitions of RECs, HRECs, and CRECs are included in the Glossary in Section 11 of this report.

1.2 SCOPE OF SERVICES

This work was performed by Haley & Aldrich, Inc. (Haley & Aldrich) and this Phase I was performed in conformance with the scope and limitations of the ASTM E 1527-13 Standard and *All Appropriate Inquiries (AAI)* Rule[2] and in accordance with our proposal to SteelWave LLC dated 19 August 2015 ("Agreement"). The Phase I limitations and Agreement are attached hereto as Appendix A.

As part of this Phase I, Haley & Aldrich conducted visual observations of site conditions and of abutting property use; reviewed federal, state, tribal, and local environmental database information, federal and state environmental files, previous reports (if identified and provided), and site historical use records; and formulated conclusions regarding the potential presence and impact of RECs.

1.3 NON-SCOPE CONSIDERATIONS

The ASTM E 1527-13 Standard includes the following list of "additional issues" that are non-scope considerations outside of the scope of the ASTM Phase I practice: asbestos-containing materials,

[2] American Society for Testing and Materials (ASTM) E 1527-13 Standard Practice for Environmental Site Assessments: Phase I Environmental Site Assessment Process as referenced in 40 Code of Federal Regulations (CFR) Part 312 (the *AAI* Rule) ("ASTM E 1527-13 Standard").

biological agents, 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 unrelated to releases of hazardous substances or petroleum products into the environment, and mold. Concerns related to asbestos-containing materials, radon, and lead-based paint are discussed in Section 7.6. The remaining items were not included in this Phase I.

1.4 LIMITING CONDITIONS/DEVIATIONS

Haley & Aldrich completed this Phase I in substantial conformance with the ASTM E 1527-13 Standard. In our opinion, no additions were made to or deviations and deletions made from the ASTM Standard work scope in completing this Phase I.

1.5 USER RESPONSIBILITIES

The completion of this Phase I is only one component of the process required to satisfy the AAI Rule. In addition, the User must adhere to a set of user responsibilities as defined by the ASTM E 1527-13 Standard and the AAI Rule. User responsibilities are discussed in Section 6.6 of this report. A User seeking protection from Comprehensive Environmental Response, Compensation and Liability Act (CERCLA) liability as an innocent landowner, bona fide prospective purchaser, or contiguous property owner must complete all components of the AAI process in addition to meeting ongoing obligations. AAI components, CERCLA liability relief, and ongoing obligations are discussed in the AAI Rule and in Appendix XI of the ASTM E 1527-13 Standard.

2. Site Description

A description of the subject site is detailed in the sections below. Refer to Figure 1 for a site location map and Figure 2 for a site plan that shows the current site layout and adjacent properties.

2.1 SITE OWNERSHIP, LOCATION, AND VICINITY DESCRIPTION

Site Description		
Owner	Emulex Design & Manufacturing Corporation, a hardware/software technology company	
Operator	Avago Technologies (formerly Emulex)	
Occupants	Avago Technologies (formerly Emulex)	
Current Site Use	The property is currently used as the corporate headquarters of Avago Technologies. The three buildings are used as offices, laboratory/work spaces, and data centers. The southern portion of the property is undeveloped.	
Size	Approximately 14.25 acres	
Building Square Footage	Approximately 179,090 square feet	
Date of Construction	2003	
USGS 7.5 Minute Topographic Map	5640950 Newport Beach, CA 2012	
Site County	Orange County	
Site Zip Code	92626	
Zoning	PDI – Planned Development Industrial	
Parcel Information	140-041-61	
Utilities	Water:	Mesa Water District
	Sewerage:	Mesa Water District
	Electricity:	Southern California Edison
	Gas:	Southern California Gas Company
Heating/Cooling System	Cooling for the office spaces of the buildings is provided by rooftop HVAC units. Cooling for the data center of Building C is provided by four cooling towers located in an enclosure adjacent to the south side of Building C. Boilers are located on the rooftops of each building.	

Site Vicinity Description		
General Area Description	The subject site vicinity is mixed use, including commercial office buildings, retail stores, and residential areas.	
Adjoining Property Description	North:	North of the subject site is Sunflower Avenue, beyond which are office buildings, a pond, and an approximately 0.75-acre open grassy area. The adjoining property to the northwest contains a 400-foot well owned by Mesa Consolidated Water District.
	East:	The subject site is bounded to the east by South Susan Street. Beyond South Susan Street is a gated residential area. South of the residential area is a large parking lot for the Auto Club.
	South:	South of the subject site is South Coast Drive, beyond which are an IKEA, a large retail store and surface parking lots.
	West:	A single set of railroad tracks bound the subject site to the west. Beyond the railroad tracks is the Los Angeles Times facility, which spans the entire property west of the subject site.

2.2 PHYSICAL SETTING

Subsurface explorations and/or hydrogeologic investigations were not performed for this Phase I. Subject site geology and hydrology were evaluated on the basis of readily available public information or references, and/or based upon our experience and understanding of subsurface conditions in the vicinity of the subject site. It is unknown to what extent localized variations in groundwater depth and flow occur on the subject site.

Physical Setting		Source
Topography Summary	The subject site generally slopes to the southeast.	1
Site Elevation	The subject site elevation is approximately 32 feet above sea level.	1
Overburden Soils	The upper 25± feet of material at the site tends to be primarily silty and clayey with a fairly well defined clay layer starting between 5 and 10 feet below the ground surface and extending down to approximately 30 feet. At depth, there is a package of layers of silty sands and clean sands interbedded with sandy silts and some clays. The soil component name is "Bolsa" and is a Class C soil. Class C soils have slow infiltration rates and have layers impeding downward movement of water.	1, 2
Bedrock Formation	The site is located in the Downey Plain and is underlain by approximately 1000± feet of Quaternary-age alluvial deposits that overlie the early Pleistocene San Pedro Formation.	2
Depth to Bedrock	Depth to bedrock was not determined for this Phase I.	
Depth to Groundwater	Depth to groundwater was reported between 15 and 20 feet below ground surface.	2

Physical Setting		Source
Regional Groundwater Flow Direction	Groundwater flow direction is generally to the southwest.	3
Nearest Surface Water Body	A pond is located on the adjoin property to the north on the northwest corner of Sunflower Avenue and South Susan Street. Additionally, the Greenville-Banning Channel is located approximately 350 feet east of the southeast corner of the subject site.	4
Flood Plain	The subject site does not lie within a 100- or 500-year flood plain.	1
Wetlands	The subject site does not lie within a wetland area.	1, 5
Endangered Species	The subject site does not appear to lie within protected habitat areas for endangered species.	6

Sources:

1. Environmental Data Resources Inc., The EDR Radius Map Report, dated 26 August 2015.
2. *Geotechnical Investigation for Proposed Emulex Development at the Southwest Corner of Susan Street and Sunflower Avenue, Home Ranch, City of Costa Mesa, California,* prepared by NMG Geotechnical, Inc., prepared for C.J. Segerstrom and Sons, dated 1 August 2002.
3. *2nd Quarter 2015 – Quarterly Groundwater Monitoring and Remedial Progress Report, Los Angeles Times, Costa Mesa Facility, North Tanks Site, CA*, prepared by Eco & Associates, Inc., prepared for Los Angeles Times, dated 14 July 2015.
4. Google Earth Aerial Imagery, dated 24 March 2015.
5. U.S. Fish and Wildlife Service – National Wetlands Inventory, Wetlands Mapper, last modified on 28 May 2015.
6. U.S. Fish and Wildlife Service – Critical Habitat Portal, Critical Habitat Mapper, last modified on 13 August 2015.

3. Previous Reports

The following reports previously prepared for the subject site were reviewed for this Phase I. Information contained in these reports is included herein. Relevant excerpts from these reports are included in Appendix B.

1. *Phase I Environmental Site Assessment Report, Emulex Corporate Headquarters, 3333 South Susan Street, Costa Mesa, California, 92626*, prepared by Partner Engineering and Science, Inc., prepared for Avago Technologies, dated 1 July 2015.

   Partner's findings were as follows:

   - Partner did not identify any RECs, CRECs, or HRECs during the course of their assessment.

   - Partner identified one "environmental issue" related to historical agricultural use at the subject site. Partner indicated that there is a potential that agricultural related chemicals such as pesticides, herbicides, and fertilizers, may have been used and stored onsite. The subject property was either paved over or covered by building structures that minimize direct contact to any potential remaining concentrations in the soil. Additionally, during previous site development activities, near surface soils (where residual agricultural chemical concentrations would have most likely been present, if at all) were generally mixed with fill material or disturbed during grading. Also, it was common that engineered fill material is placed over underlying soils as part of the development activities. Furthermore, it was likely that residual agricultural chemicals (if any) would have likely degraded since the site was last utilized for agricultural purposes. These additional variables served to further reduce the potential for exposure to residual agricultural chemicals (if any). Based on these reasons, Partner concluded that the possible former use of agricultural chemicals was not expected to represent a significant environmental concern at that time and that this "issue" did not qualify as a REC, HREC or CREC.

2. *Revised Report, Limited Phase II Subsurface Soil Investigation, Emulex Site, Costa Mesa, California,* prepared by gale/jordan associates, inc., prepared for Paul, Hastings, Janofsky & Walker LLP, dated 1 July 2002.

   The purpose of the *Limited Phase II Subsurface Soil Investigation* was to determine if detectable concentrations of pesticides and other target contaminants possibly related to historical site use (agricultural) existed in shallow subsurface soil at the subject site.

   Soil samples were collected from ten hand-augering borings at depths of 1 foot and 5 feet below ground surface (bgs). The 1 foot soil samples were tested to determine if detectable concentrations of total recoverable petroleum hydrocarbons (TRPH), volatile organic compounds, organochlorine pesticides, triazine herbicides, chlorinated herbicides, and Title 22 metals were present. The 5 foot samples were placed on-hold at the laboratory.

   No apparent soil discoloration or chemical odors were observed during the drilling activities. Groundwater was not encountered during the drilling activities.

Concentrations of the pesticide DDE were found at levels below residential site and industrial site PRGs, below Total Threshold Limit Concentration (TTLC) levels, and below 10 times the Soluble Threshold Limit Concentration (STLC) levels in shallow samples at each boring location. The pesticide DDT was detected in shallow samples at boring B-1 through B-8 at concentrations below residential site and industrial site Preliminary Remediation Goals (PRGs), below TTLC levels, and below 10 times the STLC levels in shallow samples at each boring location. DDT was not detected in borings B-9 and B-10.

The pesticide toxaphene was detected in shallow soil samples collected at borings B-6, B-7, B-8 and B-10, but not in samples from the other borings. Levels found exceed the residential site PRG at each location, but do not exceed the industrial site PRG, TTLC or 10 times the STLC levels.

Other organochlorine pesticides were not found at detectable concentrations in samples tested.

Volatile organic compounds were not detected in shallow soil samples collected from each of the soil borings.

Total recoverable petroleum hydrocarbons were detected only in the shallow soil sample collected at boring B-8, and the found concentrations are considered to be low.

Triazine herbicides and chlorinated herbicides were not found in detectable concentration in samples tested.

Preliminary laboratory analysis's showed arsenic concentrations found in shallow soil samples collected at each soil boring as below the non-carcinogenic PRG for residential and industrial sites, but exceeding the carcinogenic PRG for residential and industrial sites. Re-analysis of the original samples at two laboratories suggests that the original arsenic results were skewed by "spectral interference" and that the actual levels for arsenic are in line with expected California background levels. Other Title 22 metals analytes were not detected at levels exceeding the PRGs, or above TTLC, or above 10 times the STLC levels, in the samples tested.

Based on the then-proposed improvements that were reported to be non-residential in nature, gale/jordan associates, inc. concluded that there appeared to be no significant concern with regard to the found levels of detected chemicals at the subject site, and that no further action appeared to be warranted.

3. *Phase II Investigation Report, Proposed Emulex Site, Sunflower Avenue at Susan Street, Costa Mesa, California,* prepared by MFG, Inc., prepared for C.J. Segerstrom & Sons, dated 13 June 2002.

The objective of this investigation was to verify the results of a *Limited Phase II Subsurface Soil Investigation* performed by gale/jordan, associates, inc.

A total of 12 soil borings were drilled to a total depth of 10.5 feet each, using a Geoprobe direct-push drilling rig. Each soil boring was samples continuously from the surface to a depth of 3 feet bgs. Additional samples were obtained at depths of 5 and 10 feet below ground surface (bgs). Shallow samples were composited. Samples were analyzed for arsenic and organochlorine pesticides.

Toxaphene was detected in 5 of the 12 shallow composite samples. DDE was detected in 11 of the 12 shallow composite samples. Toxaphene and DDE were not detected in any of the samples collected at 10.5 feet. DDT was not detected in any of the soil samples.

Arsenic was detected in all of the shallow composite soil samples and all of the samples collected at 10.5 feet.

The conclusions of the investigation were as follows:

- Organochlorine pesticide (*e.g.*, toxaphene, DDT, and DDE) residues in soils at the subject site would pose an insignificant (less than one in a million) risk to human health after development has been completed.

- Arsenic concentrations in soils at the subject site were consistent with naturally-occurring background concentrations in the State of California. Remediation would not be required by either USEPA or the Department of Toxic Substances Control (DTSC) on the basis of arsenic concentrations.

- The concentrations of arsenic, toxaphene, DDT, and DDE are well below California and Federal hazardous waste criteria.

4. *Limited Phase II Subsurface Soil Investigation, Emulex Site, Costa Mesa, California,* prepared by gale/jordan associates, inc. (g/ja), prepared for Paul, Hastings, Janofsky & Walker LLP, dated 14 May 2002.

   The initial conclusions of the g/ja Phase II were as follows:

   - Based on the results of this limited soil investigation, relatively low levels of DDE and DDT were found in shallow soil samples at the site. Potentially significant levels of toxaphene and arsenic existed in shallow soil at the site. Preliminary screening methods used in this investigation indicated that significant health-based risks related to the found concentrations of arsenic and toxaphene may exist at the site. Furthermore, the hazardous levels of on-site soil contaminants in the form of toxaphene and arsenic may require special handling of soils in the event of the development of future on-site improvements.

   - The horizontal limits of detectable DDE, DDT, toxaphene and arsenic were roughly known and the vertical limits of detectable concentrations of these compounds were unknown.

   - Based on the findings and conclusions of a Phase I Environmental Site Assessment report for the site conducted in January 2002, historical land use at the subject site had been primarily agricultural. Based on the agricultural land-use history at the site, pesticides, herbicides, and/or fungicides were the likely source(s) ofDDE, DDT, toxaphene and arsenic found at the subject site.

   g/ja's recommendations were as follows:

   - Further field investigation should be conducted to determine the vertical limits of significant DDE, DDT, toxaphene and arsenic levels, and gain a better understanding of the horizontal distribution of these compounds. Also, any available records maintained by Orange County

Health Care Agency regarding the natural presence of elevated background arsenic levels in the subject site vicinity should be investigated.

- Alternatively, g/ja's *Revised Report, Limited Phase II Subsurface Soil Investigation*, mentioned above, concluded that there appeared to be no significant concern with regard to the found levels of detected chemicals at the subject site, and that no further action appeared to be warranted.

4. Site History

Haley & Aldrich assessed past usage of the subject site and adjoining properties through a review of the following information sources, which were provided by EDR:

- Topographic maps dated 1901, 1902, 1935, 1942, 1951, 1965, 1972, and 1981.
- Aerial photographs dated 1938, 1947, 1953, 1963, 1972, 1977, 1987, 1990, 1995, 2005, 2009, 2010, and 2012.
- City directories dated 1970, 1975, 1980, 1986, 1991, 1995, 2002, 2003, 2008, and 2013.
- Sanborn fire insurance maps did not provide coverage of the subject site area or vicinity.

Copies of information obtained from historical references reviewed are included in Appendix C. Unless otherwise noted below, per the ASTM standard, sources were reviewed dating back to 1940 or first developed use, whichever is earlier, and at 5-year intervals if the use of the property has changed within that time period.

4.1 SUBJECT SITE

The table below provides a detailed summary of pertinent information from the historical sources reviewed:

Dates	Description of Subject Site	Sources	Data Gaps?
1938 – 2002	The site is undeveloped and appears to have been used for agricultural purposes.	EDR Aerial Photo Decade Package	No
2003 - Present	The three onsite buildings were constructed in 2003 and occupied by Emulex. The property has remained generally unchanged. Emulex was acquired by Avago Technologies in May 2015.	EDR Aerial Photo Decade Package, Interview with Key Site Manager	No

4.2 ADJOINING PROPERTIES

The table below provides a summary of pertinent information from the historical sources reviewed regarding adjacent properties:

Dates	Description of Adjacent Properties	Sources	Data Gaps?
1938 - 1953	All adjacent properties are undeveloped and appear to be used for agricultural purposes.	EDR Aerial Photo Decade Package	No

Dates	Description of Adjacent Properties	Sources	Data Gaps?
1963 - 1965	The adjoining property to the northwest (beyond Sunflower Avenue) first appears in the 1963 aerial photograph. It appears to be under construction. This building also appears in the 1965 topographic map. The Greenville Banning channel first appears in the 1963 aerial photograph. It bounds the subject site to the south. The railroad tracks that bound the subject site to the west also first appear in the 1963 aerial photograph. The railroad tracks also appear in the 1965 topographic map, and are labeled "Southern Pacific".	EDR Aerial Photo Decade Package, EDR Historical Topographic Map Report	No
1972 – 1981	The Los Angeles Times facility/adjoining property to the west first appears in the 1972 aerial photograph. The property only occupies the north half of the west-adjoining area to the subject site. The facility consists of large, connected buildings and surface parking lots. The building structure changes slightly in the 1977 aerial photograph.	EDR Aerial Photo Decade Package	No
1987 - 1990	The Los Angeles Times facility occupies the entire west-adjoining area in the 1987 aerial photograph. A large building was added to the southern end. The parking lot was also extended to the south. The adjoining property to the northwest has been cleared and reconstructed into the present-day office building. The adjoining property to the north (office buildings) and the adjoining property to the northeast (post office) first appear in the 1987 aerial photograph. These properties remained generally unchanged until present-day.	EDR Aerial Photo Decade Package	No
1995	South Susan Street, the small parcel and adjoining property to the northwest (USGS well), and the adjoining property to the southeast (Auto Club parking lot) first appear in the 1995 aerial photograph.	EDR Aerial Photo Decade Package	No
2005 – Present	Residences appear in the adjoining property to the east, north of the Auto Club parking lot. Residences are primarily single-family houses with some apartments/condominiums. All other adjoining properties remain unchanged until present day.	EDR Aerial Photo Decade Package	No

5. Environmental Records Review

5.1 STANDARD ENVIRONMENTAL RECORDS REVIEW

Haley & Aldrich used the electronic database service Environmental Data Resources (EDR) to conduct the environmental records review. The database search was used to identify properties that may be listed in the referenced agency records, located within the ASTM-specified approximate minimum search distances as shown in the table below. A description of each database searched is in Section 11.2 of this report. The complete environmental database report is provided in Appendix D. Pertinent information obtained from the database is summarized in Section 5.3 below.

Database Searched	Approximate Minimum Search Distance	Subject Site Listed?	Number of Sites within Search Distance[1]
1. NPL Sites	1 mile	No	0
2. Delisted NPL Sites	0.5 mile	No	0
3. CERCLIS Sites	0.5 mile	No	0
4. CERCLIS-NFRAP Sites	0.5 mile	No	1
5. Federal ERNS	Site & Adjoining	No	
6. RCRA non-CORRACTS TSD Facilities	0.5 mile	No	1
7. RCRA CORRACTS	1 mile	No	1
8. RCRA Generators	Site & Adjoining	No	1
9. Federal Institutional/Engineering Controls	Site Only	No	Not Applicable
10. State/Tribal Equivalent NPL Sites	1 mile	No	1
11. State/Tribal Equivalent CERCLIS Sites	0.5 mile	No	9
12. State/Tribal Registered Storage Tanks	Site & Adjoining	No	1
13. State/Tribal Landfills and Solid Waste Disposal Sites	0.5 mile	No	0
14. State/Tribal Leaking Storage Tanks	0.5 mile	No	13
15. State/Tribal Voluntary Cleanup Sites	0.5 mile	No	0
16. State/Tribal Brownfield Sites	0.5 mile	No	0
17. Orphan Site List[2]	Site & Adjoining	No	0
18. FINDS[3]	0.25 mile	No	5
19. TRIS[3]	0.25 mile	No	0
20. NPDES[3]	Site Only	Yes	Not Applicable

Notes:

1. Some sites may be included on multiple databases.
2. Haley & Aldrich also searched the Orphan Site List provided in the database report for the subject site and sites adjoining the subject site. Orphan sites are those that, due to incorrect or incomplete addresses, could not be mapped by EDR, though location identification may still be possible. Haley & Aldrich's review indicates that identifiable orphan sites listed in the EDR reports do not pose an environmental concern to the subject site due to their distance from the site and/or the database in which they were identified.
3. If applicable, other relevant databases, not specifically required by ASTM were included in the database review.

5.2 ADDITIONAL ENVIRONMENTAL RECORDS OR FILE REVIEW

To supplement the environmental record search, we contacted the following state and local government agencies and searched applicable online databases. If copies of the documents reviewed were obtained, pertinent material is included in Appendix D. Relevant information obtained is included in the appropriate sections of the report and/or discussed in Section 5.3 below.

Agency	Request Sent or Files Searched		Files Exist and Are Available for Review	Files Reviewed
	Subject Site	Adjoining Properties		
California Regional Water Quality Control Board (Water Board)	Yes	Yes	The Water Board responded that they have no records pertaining to the subject site address. However, the Water Board's website, GeoTracker, contains information on sites that impact groundwater, especially those that require groundwater cleanup, and permitted facilities. Pertinent information related to nearby sites is discussed in Section 5.3.2.	Yes
Department of Toxic Substances Control (DTSC)	Yes	Yes	At the time of issuance of this Phase I, the DTSC had not yet responded. However, the DTSC's website, EnviroStor, generally contains all existing DTSC information on permits and corrective action at hazardous waste facilities, as well as site cleanup projects. Pertinent information related to nearby sites is discussed in Section 5.3.2.	Yes
Southern California Air Quality Management District (SCAQMD)	Yes	No	The SCAQMD responded with a record pertaining to the subject site. The record is discussed in Section 5.3.1.	Yes
County of Orange Health Care Agency (OCHCA)	Yes	No	At the time of issuance of this Phase I, the OCHCA had not yet responded.	N/A
Costa Mesa Fire Department	Yes	No	At the time of issuance of this Phase I, the Costa Mesa Fire Department had not yet responded.	N/A

5.3 DETAILED DESCRIPTION OF RELEVANT INFORMATION

5.3.1 Subject Site

The subject site was listed in the following databases:

Database/ Record Identified	Description	Potential Impact
NPDES	"Emulex Bldg D" is listed in the US National Pollutant Discharge Elimination System (NPDES), which tracks surface water permits used under the Clean Water Act. Under NPDES, all facilities that discharge pollutants from any point source into waters of the United States are required to obtain a permit. The permit will likely contain limits on what can be discharged, impose monitoring and reporting requirements, and include other provisions to ensure that the discharge does not adversely affect water quality. The status code of the subject site is "Terminated". The facility does not have a NPDES number.	No indication of a release to the environment.
SCAQMD	There is an entry for Emulex in the SCAQMD Facility Information Detail (FIND) database which contained the following information: • The facility's status is reported as "active". • A permit to operate was issued on 25 June 2010 for the emergency generator. • A violation was listed for failure to submit a Registration Plan for the entire facility for all AC systems that hold more than 50 pounds of HGWP refrigerant. The follow up status is "In Compliance" and the case was closed on 12 April 2012.	No indication of a release to the environment.

5.3.2 Nearby Sites

Several sites were listed in the database report within the applicable search radii or identified in regulatory records reviews. Only those sites adjacent to the subject site and sites that were judged by Haley & Aldrich to have a potential to have impacted the subject site are discussed below. The complete database report and relevant records review information is included in Appendix D.

Property Name & Location	Database/ Record Identified	Description	Potential Impact to Subject Site
Los Angeles Times – North Tanks 1375 Sunflower West-adjoining Downgradient	GeoTracker[1]/ LUST	The site's subsurface soil and groundwater were impacted by leaking underground storage tanks (LUSTs). The contamination was detected in September 1990, and a case was opened with the Regional Water Quality Control Board (RWQCB) at that time. In 1992, three USTs in the northern portion of the Site were removed and the LA Times was directed by the Orange County Health Care Agency (OCHCA) Local Oversight Program (LOP) to initiate a subsurface investigation adjacent to the USTs. On-site investigations were conducted between 1992 and 1995 that included the installation of 29 groundwater monitoring wells. Soil and groundwater within the vicinity of the tank areas were noted to contain elevated concentrations of total petroleum hydrocarbons (TPH) and benzene. The concentration of benzene exceeded 3,000 micrograms per liter (µg/L). As part of the corrective action, a vapor extraction system and an Internal Combustion Engine (ICE) system were used to remediate the Site. It was reported in March 1996 that almost 27,000 pounds of hydrocarbons had been removed by the remedial system between August 1994 and July 1995. Sampled wells generally exhibit relatively high concentrations of benzene and TVPH from the period February 2010 through January 2012. Concentrations of these contaminants have generally decayed, or stabilized at lower values, from January 2012 through to July 2015 (date of most recent monitoring report). One exception is the TVPH concentration in one well, which has been on an increasing trend from February 2014 to July 2015. As of July 2015, OCHCA is reviewing the data collected to date in order to determine if the site meets the criteria for site closure. Groundwater sampling will continue until the OCHCA finds that the site meets the requirements for no further action (NFA). Groundwater flow direction was reported to generally flow towards the southwest.	Given the groundwater flow direction and a review of groundwater concentration maps, impacted groundwater at the Los Angeles Times North Tanks site does not appear to extend onto subject site boundaries.

Property Name & Location	Database/ Record Identified	Description	Potential Impact to Subject Site
Los Angeles Times – South Tanks 1375 Sunflower West-adjoining Downgradient	GeoTracker/ LUST	Impacts at the Los Angeles Times site have been separated into two separate cases by the RWQCB and OCHCA: the North Tank Site (discussed above) and the South Tank Site. The South Tank Site was determined to be eligible for case closure on September 17, 2012. All wells in the South Tank Area were abandoned on November 21, 2012. The South Tank Site case has been closed as of February 11, 2013.	The South Tanks site was closed. Impacts from this site do not appear to extend onto subject site boundaries. Additionally this site is downgradient from the subject site.
Times Mirror Company LA Times 1375 Sunflower Avenue West-adjoining Downgradient	RCRA-SQG	The facility is listed as a RCRA Small Quantity Generator. The facility has received several notices of violations related to compliance evaluations.	No indications of a spill or other release to the environment.
	EnviroStor	The site status is "Inactive – Needs Evaluation" and the site type is "Tiered Permit".	No indications of a spill or other release to the environment.
	SLIC	The facility is listed in the SLIC (Spills, Leaks, Investigations and Cleanup) program, which is designed to protect and restore water quality from spills, leaks, and similar discharges. A record related to chromium in surface water was reported. The facility status is listed as "Closed".	The case was closed. Additionally this site is downgradient from the subject site.
	HIST UST	10 USTs are listed, including two diesel fuel tanks, two waste tanks, a waste oil tank, and five unleaded gasoline tanks. One tank was installed in 1978 and the remaining tanks were installed in 1980.	Potential impacts from these USTs would be associated with the LUST cases mentioned above.
South Coast Circuits 3506 West Lake Center Drive 0.213 mile NNW Cross-gradient	EnviroStor	The site status is "Inactive – Needs Evaluation" and the site type is "Tiered Permit".	No indications of a spill or other release to the environment.

Property Name & Location	Database/ Record Identified	Description	Potential Impact to Subject Site
AMF Voit Inc. 3801 S Harbor Blvd 0.253 mile WNW Cross-gradient	EnviroStor GeoTracker/ LUST CERC-NFRAP CORRACTS RCRA-TSDF	AMF Voit Inc. formerly had an operating permit as a hazardous waste facility. The facility was clean closed by DTSC in 1985. For corrective action, a VOC removal from groundwater system was installed in 1985. The facility is also listed in the LUST database for a case opened in 1984. Remediation started in 1987 and the case was closed on 21 June 1995. The facility is listed in the CERC-NFRAP database, but is not on the NPL. The facility is also listed in the CORRACTS database, where it was assigned a medium corrective action priority, and the RCRA-TSDF database. No violations were found.	Listings appear to be related to the case that was closed on 21 June 1995. Due to case closure and the distance of the facility to the subject site, there does not appear to be potential to impact the subject site.
Shell #3820 3820 Fairview Ave 0.345 mile ENE Downgradient	GeoTracker/ LUST	This LUST case has been open since 29 April 1998 for a LUST involving gasoline affecting groundwater. There are five groundwater monitoring wells monitored quarterly. The site had been eligible for closure as of 13 May 2015. According to a *Low-Threat Closure Request* report[2], The extent of hydrocarbons and oxygenates in soil and groundwater is adequately defined. TBA is the only COC with detectable concentrations in groundwater. The tert-butyl alcohol (TBA) plume is decreasing in both size and concentrations. The report also indicated groundwater flow direction was to the east-southeast.	Impacts at this site appear to be well defined and do not extend to subject site boundaries. Additionally, groundwater flow direction is away from the subject site.
Arco #3083/Mobil #18 3470 Fairview Ave 0.353 mile ENE Cross-gradient	GeoTracker/ LUST	This LUST case has been open since 7 March 2000 for a LUST involving gasoline in groundwater. There are 13 groundwater monitoring wells monitored quarterly. Impacts and groundwater flow direction have been defined in plume boundary maps[3].	Impacts at this site appear to be well defined and do not extend to subject site boundaries. Additionally, groundwater flow direction is away from the subject site.

Sources:

1. *2nd Quarter 2015 – Quarterly Groundwater Monitoring and Remedial Progress Report, Los Angeles Times, Costa Mesa Facility, North Tanks Site, 1375 Sunflower Avenue, Costa Mesa, California,* prepared by Eco & Associates, Inc., prepared for Los Angeles Times Environmental Affairs, dated 14 July 2015.
2. *Low-Threat Closure Request, Shell-Branded Service Station, 3820 Fairview Street, Santa Ana, California,* prepared by Conestoga-Rovers & Associates, prepared for Shell Oil Products US, dated 24 October 2012.
3. *Groundwater Monitoring Report, January through March 2015, Circle K Store #2709421, Former Mobil Station 18-JMY,* prepared by TRC Solutions, Inc., prepared for Circle K Stores Inc., dated 17 March 2015.

5.4 VAPOR ENCROACHMENT/MIGRATION

As a part of this Phase I assessment, Haley & Aldrich conducted a preliminary vapor migration screen for potential chemicals of concern that may migrate as vapors onto the site as result of contaminated soil and/or groundwater on or near the site. The potential for vapor migration to the site was evaluated using a Vapor Migration Screening Matrix (VMSM). The VMSM included assessment of distance to the site from known soil or groundwater plumes. The Critical distance was 100 feet for non-petroleum hydrocarbon contaminants and 30 feet for petroleum hydrocarbon contaminants.

Based on the completion of the VMSM, it is presumed unlikely that a potential Vapor Migration Condition currently exists beneath the site. A copy of the VMSM is included in Appendix E.

5.5 ENVIRONMENTAL LIENS

According to the EDR Report dated 3 September 2015, there are no environmental liens or Activity and Use Limitations (AULs) for the subject site. This research was completed by EDR using the following Assessor's Parcel Number provided by Haley & Aldrich:

- 140-041-81

A copy of the EDR Report is included in Appendix D.

6. Site Reconnaissance and Key Personnel Interviews

A site visit was conducted by Brooke Rumley of Haley & Aldrich on 26 August 2015. Access to the subject site was provided by Avago Technologies.

Haley & Aldrich personnel observed all reasonably accessible areas of the subject site, including the all common areas and maintenance areas, property boundaries, and observed adjoining property conditions from the subject site boundaries and/or public thoroughfares. No weather-related conditions or other conditions that would limit our ability to observe the subject site or adjoining properties occurred during our site visit. An interview with Michael Safranski of Avago Technologies (formerly Emulex), the key site manager, was performed in conjunction with the site visit. Haley & Aldrich was provided with records pertaining to the property, including building and material plans, environmental and geotechnical reports, permits, and certifications.

Per the ASTM Standard, past owners, operators, and occupants of the subject site who are likely to have material information regarding the potential for contamination at the subject property shall be contacted to the extent that they can be identified and that the information likely to be obtained is not duplicative of information already obtained from other sources. At the time this Phase I was submitted, Haley & Aldrich was unable to contact or interview past owners, or operators of the subject site.

The findings of the site visit are discussed below. Site photographs are included in Appendix F.

6.1 CURRENT USE OF THE PROPERTY

The property is currently used as the corporate headquarters of Avago Technologies. Building A is used primarily as office space. Building B is used as office space, with part of the second floor space used as a small data center. Part of the first floor space of Building B is used as a fitness center. The first floor of Building C is used as a data center and engineering workspace. The second floor of Building C is used as office space.

The area surrounding the buildings used as surface parking areas. There is a courtyard area between Building B and C.

The southern portion of the property is undeveloped and is not being used.

6.2 GENERAL DESCRIPTION OF STRUCTURES

There are three two-story buildings onsite (Figure 2). Buildings A and B are similar in shape and size. Building C is nearly twice as big as Building A or B. There is an outdoor enclosure on the south end of Building C which contains the cooling towers and liquid nitrogen aboveground storage tank. Another outdoor enclosure, located on the northwest end of the property, contains an emergency generator. Several electrical transformers are located approximately 40 feet east of the generator and an additional electrical transformer is located on the southwest corner of Building C.

6.3 USE, STORAGE, AND DISPOSAL OF PETROLEUM PRODUCTS AND HAZARDOUS MATERIALS

The above-mentioned emergency generator contains an approximately 200-gallon diesel fuel belly tank (aboveground storage tank). The emergency generator runs primarily on natural gas, but diesel fuel is needed for startup.

Water treatment chemicals were observed in the outdoor cooling tower enclosure located on the south side of Building C. The chemicals appeared to be properly stored with no evidence of leaking, staining, or pooling of liquid.

Typical types and quantities of cleaning chemicals and maintenance chemicals were observed in janitorial closets and storage rooms. No spills were observed and chemicals appeared to be properly stored.

6.4 OTHER SUBJECT SITE OBSERVATIONS

The table below summarizes items that were observed and/or reported at the subject site during the site visit. If items were observed or reported, they are further described either in the table or below.

Description	Observed or Reported at Time of Site Visit	Observations/Comments
Potable Water Supply	Yes	Drinking water is provided by Mesa Water District. Concentrations of contaminants in drinking water did not exceed maximum contaminant levels[1].
Sewage Systems	Yes	Sewage system is provided by Mesa Water District.
Septic System or Cisterns	No	
Evidence of Vent Pipes	No	
Unidentified Storage Containers	No	
Surface Water Discharge or Runoff	Yes	According to Mr. Safranski, all surface water runoff is discharged onsite. Water flow towards V-ditches running along the eastern and western ends of the subject site.
Odors	No	
PCBs Associated with Electrical or Hydraulic Equipment	No	Due to the age of construction of the onsite buildings (2003), the presence of PCBs associated with electrical or hydraulic equipment is unlikely.
Electrical Transformers	Yes	Pad-mounted electrical transformers were observed on the northwest side of the subject site. An additional electrical transformer was observed on the southwest corner of Building C. It is unlikely that the electrical transformers contain PCBs.

Description	Observed or Reported at Time of Site Visit	Observations/Comments
Elevators (Traction or Hydraulic)	Yes	One Schindler hydraulic elevator is located in each of the three buildings. Haley & Aldrich was allowed access to inspect the elevator pit of Building B. Access to the remaining pits was not granted. Photos of the elevator pits of Building A and C were provided to Haley & Aldrich after the site reconnaissance. Staining was observed in the elevator pit of Building B. It is likely that hydraulic oil spilled onto the concrete elevator pit. A floor drain was also observed in the elevator pit and it is likely that some hydraulic oil entered the drain. The drain connects to an overflow sump which is accessed via a manhole on the west side of Building B. This sump, along with the sumps for the other elevators, was inspected on 10 September 2015. Standing water was observed, but it did not have a sheen and did not appear to contain oil. Mr. Safranski reported that the standing water was rainwater which accumulated during the recent storm event. From the photographs, the elevator pit in Buildings A and C appeared to be clean and in good condition.
Vehicle Maintenance Lifts	No	
Generators	Yes	An emergency generator is located in an outdoor enclosure on the northwest end of the property. The generator contains an approximately 200-gallon diesel fuel belly tank (aboveground storage tank). The emergency generator runs primarily on natural gas, but diesel fuel is needed for startup.
Sprinkler System Pumps	No	
Heating System	Yes	Boilers are located on the rooftops of each building.
Cooling System	Yes	Cooling for the office spaces of the buildings is provided by rooftop HVAC units. Cooling for the data center of Building C is provided by four cooling towers located in an enclosure adjacent to the south side of Building C.
Stains or Corrosion on Floors, Walls, or Ceilings	Yes	*De minimis* staining was observed on the elevator machine room floors of Buildings B and C. The stains were on concrete floors, which appeared to be otherwise in good condition. No leaks or pooling of liquid was observed. *De minimis* staining was also observed in the elevator pit of Building B. See "Elevators" above. Corrosion was observed on all four cooling towers. Corrosion appeared to be caused by water and not by hazardous materials.
Floor Drains	Yes	Floor drains were observed in the restrooms, janitorial closets, some kitchen areas, the elevator pits of Buildings B and C, and in the cooling tower enclosure.
Sumps (Current Status and Discharge Point)	Yes	There are three elevator overflow sumps. The sumps were inspected and appeared to be in good condition (See "Elevators" above).

Description	Observed or Reported at Time of Site Visit	Observations/Comments
Catch Basins	No	
Sensitive Wildlife Issues	No	
Natural Waterways	No	
Pits, Ponds, Lagoons, and Pools of Liquid	No	
Discolored Flowing or Ponded Water	No	
Stained Soil or Pavement	No	
Stressed Vegetation	No	Landscaping appeared to be dry due to lack of rain and apparent reduced irrigation.
Solid Waste and Evidence of Waste Filling	No	
Recent Soil Grading, Excavation, Filling or Other Earth Moving Activities	No	
Liquid or Solid Waste Dumping or Disposal	No	
Permits	Yes	Permits were provided by the key site manager. Permits included: • South Coast Air Quality Management District (SCAQMD) permit for emergency generator • Costa Mesa Fire Department permit for storage of compressed gases and cryogenic fluids (liquid nitrogen AST) • Elevator permits • Stormwater Pollution Prevention Plan
Asbestos-Containing Material (ACM)	No	
Lead-Based Paint	No	
Indoor Air Quality	No	Mr. Safranski indicated that there have been no complaints about indoor air quality.
Mold and Mildew	No	Mr. Safranski indicated that there have been no complaints about mold or mildew. Mold and mildew were not observed during the site reconnaissance.
Evidence of Groundwater Contamination	No	
Dry Wells	No	

Description	Observed or Reported at Time of Site Visit	Observations/Comments
Monitoring Wells	No	
Water Supply Wells	No	
Irrigation Wells	No	
Injection Wells	No	
Abandoned Wells	No	

Source:

1. *2015 Water Quality Report [Data for 2014]*, prepared by Mesa Water District.

6.5 ADJOINING PROPERTY OBSERVATIONS

Direction	Observations/Comments
North	North of the subject site is Sunflower Avenue, beyond which are office buildings, a pond, and an approximately 0.75-acre open grassy area.
Northwest	According to Mr. Safranski, the adjoining property to the northwest of the subject site is used for a 400-foot well owned by Mesa Consolidated Water District. This property was observed from the subject site boundary and from Sunflower Avenue. A generator was observed on site, as well as two drill rigs. According to Mr. Safranski, the well was in the process of being rehabilitated. A large, blue, plastic AST was also observed on this property. The AST had a label indicating it contained sodium hypochlorite. The AST also had a corrosive label and other appropriate safety signage. The AST appeared to be in good condition, with no evidence of leaks or spills. The AST could only be observed from the sidewalk.
West	A single set of railroad tracks bound the subject site to the west. Beyond the railroad tracks is the Los Angeles Times facility, which spans the entire property west of the subject site. The facility appeared to be vacant, with overgrown vegetation, fading exterior paint, and no parked cars.
South	South of the subject site is South Coast Drive, beyond which is an IKEA, a large retail store and surface parking lots.
East	The subject site is bounded to the east by South Susan Street. Beyond South Susan Street is a gated residential area. South of the residential area is a large parking lot for the Auto Club.

6.6 USER RESPONSIBILITIES

The AAI Rule requires that the User of the report consider the following:

- Whether the User has specialized knowledge about previous ownership or uses of the subject site that may be material to identifying RECs;

- Whether the User has determined that the subject site's Title contains environmental liens or other information related to the environmental condition of the property, including engineering and institutional controls and AULs, as defined by ASTM;
- Whether the User is aware of commonly known or reasonably ascertainable information about the subject site including whether or not the presence of contamination is likely on the subject site and to what degree it can be detected; and
- Whether the User has prior knowledge that the price of the subject site has been reduced for environmentally related reasons.

While such information is not required to be provided to the *environmental professional*, the *environmental professional* shall request that the User provide the results of these tasks as such information can assist the *environmental professional* in identifying recognized environmental conditions. The *AAI* Final Rule (40 CFR Part 312) requires that these tasks be performed by or on behalf of a party seeking to qualify for a landowner liability protection (LLP) to CERCLA liability.

A completed user responsibilities questionnaire was not provided to Haley & Aldrich. The absence of a completed questionnaire is not considered significant to our conclusions.

7. Findings and Opinions

7.1 DATA GAPS

Our ability to identify and evaluate RECs at the subject site is conditioned upon *data gaps* identified as part of this Phase I.

No significant *data gaps* were identified during the preparation of this Phase I. Thus, it is our opinion that sufficient information was obtained to identify subject site conditions indicative of releases or threatened releases of hazardous substances and petroleum products. Our opinion is limited by the conditions prevailing at the time our work is performed and the applicable regulatory requirements in effect.

7.2 RECOGNIZED ENVIRONMENTAL CONDITIONS (RECS)

The ASTM E 1527-13 Standard defines a REC in part as "the presence or likely presence of any hazardous substances or petroleum products in, on, or at a property: (1) due to a release to the environment; (2) under conditions indicative of a release to the environment; or (3) under conditions that pose a *material threat* of a future release to the environment."

Our opinion regarding a REC's potential impact on the subject site is based on the scope of our work, the information obtained during the course of our work, the conditions prevailing at the time our work was performed, the applicable regulatory requirements in effect at the time our work was performed, our experience evaluating similar sites, and on our understanding of the client's intended use for the subject site.

RECs were not identified in connection with the subject site.

7.3 HISTORICAL RECOGNIZED ENVIRONMENTAL CONDITIONS (HRECS)

The ASTM E 1527-13 Standard defines an HREC in part as "a past release of any hazardous substances or petroleum products that has occurred in connection with the property and has been addressed to the satisfaction of the applicable regulatory authority or meeting unrestricted use criteria established by a regulatory authority, without subjecting the property to any required controls."

HRECs were not identified in connection with the subject site.

7.4 CONTROLLED RECOGNIZED ENVIRONMENTAL CONDITIONS (CRECS)

The ASTM E 1527-13 Standard defines a CREC in part as "a recognized environmental condition resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls."

CRECs were not identified in connection with the subject site.

7.5 *DE MINIMIS* CONDITIONS

The ASTM E 1527-13 Standard defines *de minimis* conditions as those conditions which "do not present a threat to human health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate governmental agencies." The ASTM E 1527-13 Standard notes that "conditions determined to be *de minimis* are not recognized environmental conditions."

Two *de minimis* conditions were identified in connection with the subject site.

***De minimis* Condition #1: Staining observed on elevator pit of Building B**

A large stain was observed in the elevator pit of Building B. The stain was likely caused by hydraulic oil spilling from the overflow bucket onto the concrete elevator pit. A floor drain was also observed in the elevator pit and it is likely that some hydraulic oil entered the drain. The drain connects to an overflow sump which is accessed via a manhole on the west side of Building B.

This sump, along with the sumps for the other elevators, was inspected by Haley & Aldrich on 10 September 2015. Standing water was observed, but it did not have a sheen and did not appear to contain oil. Mr. Safranski, the key site manager, reported that the standing water was rainwater which accumulated during the recent storm event. A small amount of water was observed due to recent rainfall, but the water did not appear to be oily. The sump was observed to be in good condition. This is considered a *de minimis* condition.

***De minimis* Condition #2: Staining observed in elevator machine room**

Staining was observed on the elevator machine room floors of Buildings B and C. The stains were on concrete floors, which appeared to be otherwise in good condition. No leaks or pooling of liquid was observed and the staining is considered *de minimis.*

7.6 NON-SCOPE CONSIDERATIONS

The ASTM E 1527-13 Standard includes a list of "additional issues" that are non-scope considerations outside of the scope of the ASTM Phase I practice.

7.6.1 Asbestos-Containing Materials

Due to the age of construction of the onsite buildings (2003), the presence of asbestos-containing materials is unlikely.

7.6.2 Radon

The United States Environmental Protection Agency (USEPA)'s Map of Radon Zones indicates that the subject site is in a Zone 3 county. Zone 3 counties have a predicted average indoor radon screening level less than 2 picocuries per liter (pCi/L). USEPA's action level for radon is 4 pCi/L. EDR reports federal area radon information for the zip code of the subject site (82626). Thirty sites were tested. The average activity for a living area (first floor) was 0.763 pCi/L. Radon in not expected to present an environmental concern at the subject site.

7.6.3 Lead-Based Paint

Due to the age of construction of the building (2003), the presence of lead-based paint is unlikely. Lead-based paint was banned by the EPA in 1978.

8. Conclusions

We have performed a Phase I Environmental Site Assessment in conformance with the scope and limitations of the ASTM Practice E 1527-13 of the subject site located at 3333 South Susan Street in Costa Mesa, California. Any exceptions to or deletions from this practice are described in Section 1.4 of this report.

This Phase I has revealed no evidence of RECs, HRECs or CRECs associated with the subject site.

This assessment has revealed the following *de minimis* conditions in connection with the subject site:

- *De minimis* Condition #1: Staining observed on elevator pit of Building B
- *De minimis* Condition #2: Staining observed in elevator machine room

9. Environmental Professional Certification

The undersigned declare the following:

We declare that, to the best of our professional knowledge and belief, we meet the definition of *Environmental Professional* as defined in 40 CFR Part 312, §312.10.

We have the specific qualifications based on education, training, and experience to assess the nature, history, and setting of the subject site and "develop opinions and conclusions regarding conditions indicative of releases or threatened releases." We have developed and performed the "*all appropriate inquiries*" (AAI) in conformance with the standards and practices set forth in 40 CFR Part 312.

Brooke Rumley
Staff Geologist

Voytek Bajsarowicz
Senior Client Leader

10. Credentials

This Phase I report was prepared by Brooke Rumley under the supervision of Voytek Bajsarowicz. Mr. Bajsarowicz served as the Environmental Professional for this project. Qualification information for the project personnel is provided below.

Voytek Bajsarowicz
Senior Client Leader

Mr. Bajsarowicz is a senior client leader with over 25 years in the environmental consulting business managing site assessments, investigations, and remedial events.

Brooke Rumley
Staff Geologist

Ms. Rumley holds a B.A. in Geology and an M.A. in Earth and Planetary Science from UC Berkeley. Since joining Haley & Aldrich, Ms. Rumley has been involved in a wide range of environmental investigation and remediation projects. Her experience includes soil, soil gas, and groundwater sampling, remediation air monitoring, indoor air monitoring, drilling oversight, and soil and hard rock core logging. She also has experience writing environmental reports, including Phase I Environmental Site Assessments.

11. Glossary

11.1 GLOSSARY

All Appropriate Inquiry (AAI) — that inquiry constituting *all appropriate inquiries* into the previous ownership and uses of the property consistent with good commercial and customary practice as defined in CERCLA, 42 U.S.C §9601(35)(B), that will qualify a party to a commercial real estate transaction for one of threshold criteria for satisfying the LLPs to CERCLA liability (42 U.S.C §9601(35)(A) & (B), §9607(b)(3), §9607(q); and §9607(r)), assuming compliance with other elements of the defense.

Business Environmental Risk — a risk which can have a material environmental or environmentally-driven impact on the business associated with the current or planned use of a parcel of commercial real estate, not necessarily limited to those environmental issues required to be investigated in this practice. Consideration of *business environmental risk* issues may involve addressing one or more non-scope considerations.

Controlled Recognized Environmental Condition (CREC) — a *recognized environmental condition* resulting from a past release of hazardous substances or petroleum products that has been addressed to the satisfaction of the applicable regulatory authority (for example, as evidenced by the issuance of a no further action letter or equivalent, or meeting risk-based criteria established by regulatory authority), with hazardous substances or petroleum products allowed to remain in place subject to the implementation of required controls (for example, property use restrictions, activity and use limitations, institutional controls, or engineering controls). A condition considered by the *environmental professional* to be a controlled recognized environmental condition shall be listed in the findings section of the Phase I ESA report, and as a *recognized environmental condition* in the conclusions section of the Phase I ESA report.

Data Gap — a lack of or inability to obtain information required by this practice despite good faith efforts by the *environmental professional* to gather such information. *Data gaps* may result from incompleteness in any of the activities required by this practice, including, but not limited to site reconnaissance (for example, an inability to conduct the site visit), and interviews (for example, an inability to interview the key site manager, regulatory officials, etc.).

De Minimis Conditions — a condition that generally does not present a threat to human health or the environment and that generally would not be the subject of an enforcement action if brought to the attention of appropriate governmental agencies. Conditions determined to be *de minimis conditions* are not *recognized environmental conditions* nor *controlled recognized conditions*.

Environmental Professional — a person meeting the education, training, and experience requirements as set forth in 40 CFR §312.10(b).

Historical Recognized Environmental Condition (HREC) — a past release of any hazardous substances or petroleum products that has occurred in connection with the property and has been addressed to the satisfaction of the applicable regulatory authority or meeting unrestricted use criteria established by a regulatory authority, without subjecting the property to any required controls (for example, property use restrictions, activity and use limitations, institutional controls, or

engineering controls). Before calling the past release a *historical recognized environmental condition*, the *environmental professional* must determine whether the past release is a *recognized environmental condition* at the time the Phase I ESA is conducted (for example, if there has been a change in the regulatory criteria). If the EP considers the past release to be a *recognized environmental condition* at the time the Phase I ESA is conducted, the condition shall be included in the conclusions section of the report as a *recognized environmental condition*.

Key Site Manager — the person identified by the owner or operator of a property as having good knowledge of the uses and physical characteristics of the property.

Material Threat — a physically observable or obvious threat which is reasonably likely to lead to a release that, in the opinion of the *environmental professional*, is threatening and might result in impact to public health or the environment. An example might include an aboveground storage tank system that contains a hazardous substance and which shows evidence of damage. The damage would represent a *material threat* if it is deemed serious enough that it may cause or contribute to tank integrity failure with a release of contents to the environment.

Recognized Environmental Condition (REC) — the presence or likely presence of any hazardous substances or petroleum products in, on, or at a property: (1) due to release to the environment; (2) under conditions indicative of a release to the environment; or (3) under conditions that pose a *material threat* of a future release to the environment. *De minimis conditions* are not *recognized environmental conditions*.

11.2 DESCRIPTIONS OF DATABASES SEARCHED

Numerous regulatory databases were searched during this Phase I. Each database reviewed is described in the EDR report presented in Appendix D. Those databases required by the ASTM E 1527-13 Standard are identified below.

- **NPL Sites:** The National Priorities List (NPL) is a list of contaminated sites that are considered the highest priority for cleanup by the U.S. Environmental Protection Agency (USEPA).

- **Delisted NPL Sites:** The Delisted NPL is a list of formal NPL sites formerly considered the highest priority for cleanup by the USEPA that met the criteria of the National Oil and Hazardous Substances Pollution Contingency Plan (NCP) for deletion from the NPL because no further response was appropriate.

- **CERCLIS Sites:** The Comprehensive Environmental Response, Compensation, and Liability Act Information System (CERCLIS) list identifies sites which are suspected to have contamination and require additional investigation to assess whether they should be considered for inclusion on the NPL.

- **CERCLIS-NFRAP Sites:** CERCLIS-NFRAP status indicates that a site was once on the CERCLIS List but has No Further Response Actions Planned (NFRAP). Sites on the CERCLIS-NFRAP List were removed from the CERCLIS List in February 1995 because, after an initial investigation was performed, no contamination was found, contamination was removed quickly, or the contamination was not significant enough to warrant NPL status.

- **Federal ERNS:** The Federal Emergency Response Notification System (ERNS) list tracks information on reported releases of oil and hazardous materials.

- **RCRA non-CORRACTS TSD facilities:** The Resource Conservation and Recovery Act (RCRA) non-CORRACTS TSD Facilities List tracks facilities which treat, store, or dispose of hazardous waste and are not associated with corrective action activity.

- **RCRA CORRACTS facilities:** The RCRA CORRACTS identifies hazardous waste handlers with RCRA corrective action activity.

- **RCRA Generators:** The RCRA Generator list is maintained by the USEPA to track facilities that generate hazardous waste.

- **Federal Institutional Controls/Engineering Controls:** The Federal Institutional Control list and Engineering Control list are maintained by the USEPA. Some Institutional Control and Engineering Control information may not be made publicly available and therefore will not be included on this registry.

- **State and Tribal Equivalent NPL/CERCLIS Sites:** The ASTM E 1527-13 Standard requires searching "State and Tribal Equivalent CERCLIS Sites."

- **State and Tribal Registered Storage Tanks:** For tribal property, the USEPA Region 9 maintains a list of underground storage tanks on Indian land.

- **State and Tribal Landfills and Solid Waste Disposal Sites:** SWF/LF: Directory of Solid Waste Facilities Solid Waste Facilities/Landfill sites. SWF/LF records typically contain an inventory of solid waste disposal facilities or landfills in a particular state.

- **State and Tribal Leaking Storage Tanks:** For tribal property, the USEPA Region 9 maintains a list of leaking USTs on Indian land.

- **State and Tribal Institutional Controls/Engineering Controls:** The USEPA maintains lists of sites with Institutional controls or Engineering controls in place.

- **State and Tribal Voluntary Cleanup Sites:** VCP: Voluntary Remediation Program Sites. Sites involved in the voluntary remediation program.

- **State and Tribal Brownfield Sites:** Brownfields: Brownfields Tracking System. An inventory of Brownfield sites in Arizona

- **Other site-specific relevant databases searched:**

    - **FINDS** – The Facility Index System contains both facility information and 'pointers' to other sources that contain more detail.

    - **NPDES** – National Pollutant Discharge Elimination System. A listing of NPDES permits, including stormwater. As authorized by the Clean Water Act (CWA), the NPDES Permit

Program controls water pollution by regulating point sources that discharge pollutants into waters of the United States.

- **TRIS** – Toxic Chemical Release Inventory System. TRIS identifies facilities which release toxic chemicals into the air, water, and land in reportable quantities under SARA Title III Section 313.

References

1. Topographic Map, 5640950 Newport Beach, California, United States Geological Survey 7.5 Minute Series, 2012.

2. Haley & Aldrich, Inc., site visit conducted by Brooke Rumley on 26 August 2015.

3. Environmental Data Resources Inc., Database Report, dated 26 August 2015.

4. *Phase I Environmental Site Assessment Report, Emulex Corporate Headquarters, 3333 South Susan Street, Costa Mesa, California, 92626*, prepared by Partner Engineering and Science, Inc., prepared for Avago Technologies, dated 1 July 2015.

5. *Revised Report, Limited Phase II Subsurface Soil Investigation, Emulex Site, Costa Mesa, California,* prepared by gale/jordan associates, inc., prepared for Paul, Hastings, Janofsky & Walker LLP, dated 1 July 2002.

6. *Phase II Investigation Report, Proposed Emulex Site, Sunflower Avenue at Susan Street, Costa Mesa, California*, prepared by MFG, Inc., prepared for C.J. Segerstrom & Sons, dated 13 June 2002.

7. *Limited Phase II Subsurface Soil Investigation, Emulex Site, Costa Mesa, California,* prepared by gale/jordan associates, inc. (g/ja), prepared for Paul, Hastings, Janofsky & Walker LLP, dated 14 May 2002.

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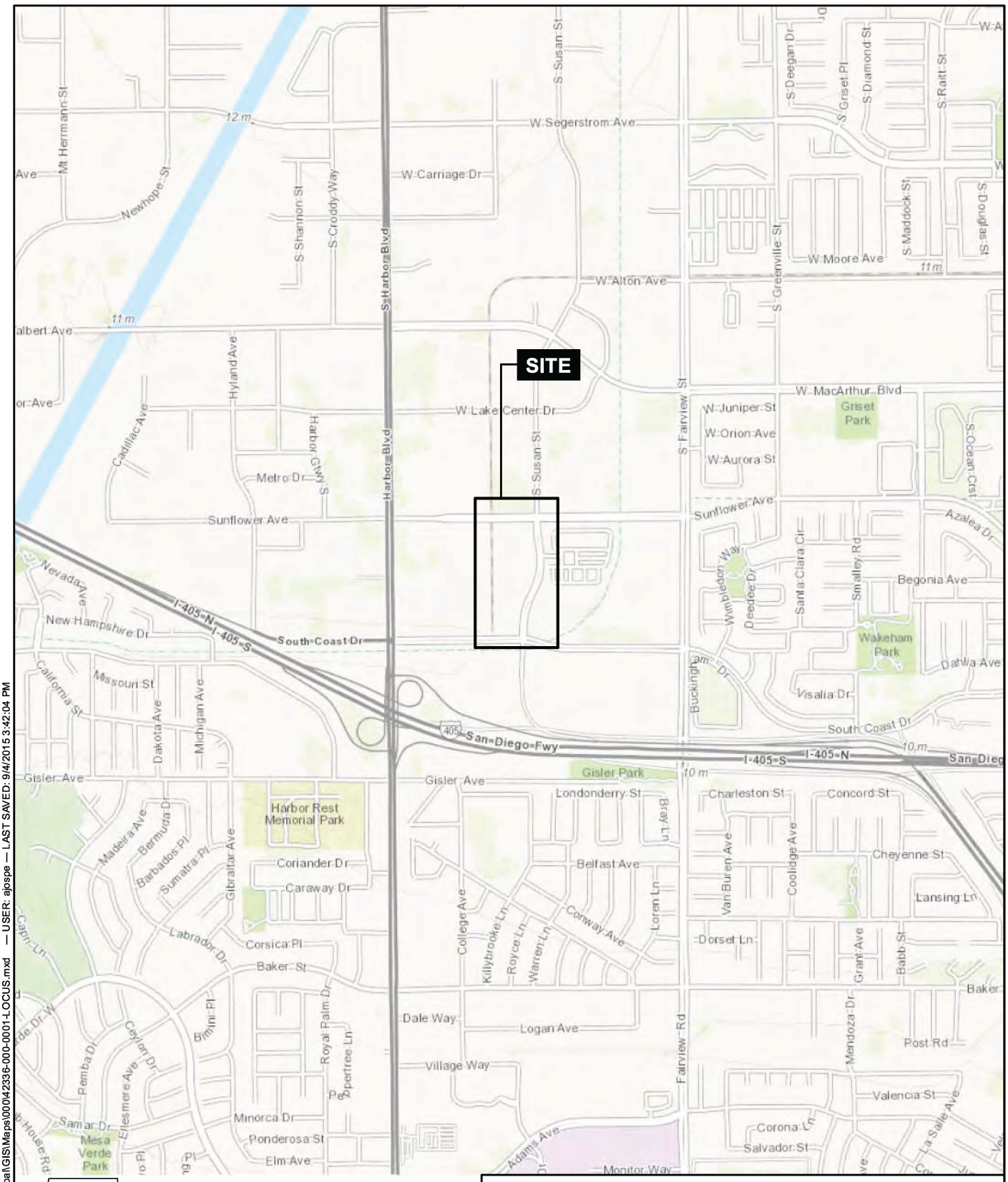

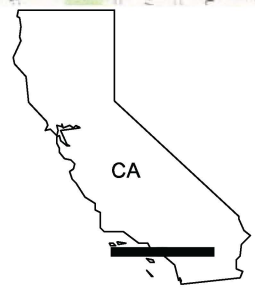

MAP SOURCE: ESRI
USGS QUAD: NEWPORT BEACH
SITE COORDINATES: 117°54'52"W 33°41'38"N

HALEY ALDRICH

PHASE I ESA
3333 S SUSAN ST
COSTA MESA, CALIFORNIA

PROJECT LOCUS

APPROXIMATE SCALE: 1 IN = 2000 FT
SEPTEMBER 2015

FIGURE 1

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DRAFT

LEGEND

SITE

N

0 120 240

SCALE IN FEET

AERIAL IMAGERY SOURCE: ESRI

HALEY ALDRICH

PHASE I ESA
3333 SOUTH SUSAN STREET
COSTA MESA, CALIFORNIA

SITE PLAN

SEPTEMBER 2015

FIGURE 2

GIS FILE PATH: \\oak\Common\42236\Global\GIS\Maps\00042336-000-0002-SITE_PLAN.mxd — USER: ajospe — LAST SAVED: 9/10/2015 10:43:48 AM