

EXHIBIT "C"

RECEIVED
 OCT 24 2012
 REMEDIATION DIVISION

Receipt To Follow
 Received and Original
 Forward to Dept.
 OCT 25 2012
 TCEQ/Revenue Section

OFFICE USE ONLY:
 PCA number: _____
 VCP Project number: 34734

**TEXAS COMMISSION ON ENVIRONMENTAL QUALITY
 VOLUNTARY CLEANUP PROGRAM**

Program Application

Please complete this form, a Texas Commission on Environmental Quality (TCEQ) Form 10400 and an agreement form to request assistance and review from TCEQ staff in the Voluntary Cleanup Program (VCP) pursuant to §361.604 of the Texas Solid Waste Disposal Act. You may download this document, TCEQ Form 10400 and any other VCP documents via the Internet at <http://www.tceq.state.tx.us/remediation/vcp/vcp.html>

Complete all applicable sections. The TCEQ may reject incomplete or inaccurate applications as per §361.605 of the VCP statute. To accurately complete this form, please refer to the VCP Application Instructions or call the TCEQ's Voluntary Cleanup Section at (512) 239-5891 with any questions concerning the completion of this form.

General Site Information

Site Name: J Parcel, Exide Technologies, Frisco, Texas ("J Parcel")
 Site Size (acres): Approximately 170.47 acres
 Regulated Entity Reference No. (if issued): RN- _____ CN- 600129787

IMPORTANT - Please attach a completed CORE Data Form TCEQ-10400 for Applicant A Only

Applicant(s)

Applicant A (The person or entity seeking review and approval of a plan or report and/or issuance of a VCP Certificate of Completion by the TCEQ. Applicant A is responsible for payment of TCEQ costs of review and oversight unless indicated otherwise on page 2 of this form).

Applicant : Exide Technologies		
Contact Person: Matthew A. Love	Title: Director, Global Environmental Remediation	
Customer Reference No. (if issued): CN600129787		
Organization: Exide Technologies	Phone: (610) 921-4054	Fax: (610) 921-4062
Interest in Property: Owner's representative		
Receive copies of TCEQ correspondence? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

STATE OF TEXAS
 COUNTY OF TRAVIS
 JUL 16 2013
 TCEQ/REVENUE SECTION
 RECEIVED
 RECEIVED AND ORIGINAL
 FORWARDED TO DEPT.
 OCT 25 2012
 TCEQ/REVENUE SECTION

Applicant B

Applicant : City of Frisco, Texas		
Contact Person: Arturo Rodriguez, Jr.	Title: City of Frisco outside counsel	
Customer Reference No. (if issued): CN600245526		
Address: 1633 Williams Dr., Suite 200		
City, State, Zip: Georgetown, Texas 78626		
Organization: Russell & Rodriguez, LLP	Phone: (512) 930-1317	Fax: (866) 929-1641
Interest in Property: Prospective Buyer		
Receive copies of TCEQ correspondence? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

Applicant C

Applicant : Frisco Economic Development Corporation (EDC)		
Contact Person: Arturo Rodriguez, Jr.	Title: EDC outside counsel	
Customer Reference No. (if issued):		
Address: 1633 Williams Dr., Suite 200		
City, State, Zip: Georgetown, Texas 78626		
Organization: Russell & Rodriguez, LLP	Phone: (512) 930-1317	Fax: (866) 929-1641
Interest in Property: Prospective Buyer		
Receive copies of TCEQ correspondence? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

If there are more than three applicants, list others under "Additional Applicants" on page 8 of this form.

Current Site Owner (if different from an applicant)

Owner(s) :		
Contact Person:	Title:	
Customer Reference No. (if issued): CN		
Organization:	Phone: ()	Fax: ()
City	State	Zip

Other Contacts (Consultant/Attorney)

Name(s): Tim Nickels		Title: Project Scientist, Consultant for Exide	
Customer Reference No. (if issued):			
Organization: Pastor, Behling & Wheeler, LLC		Phone: (512) 671 - 3434	Fax: (512) 671 - 3446
Address: 2201 Double Creek Dr., Suite 4004			
City: Round Rock	State: Texas	Zip Code: 78664	

Name(s): Christine Graessle		Title: Assistant General Counsel, Exide	
Customer Reference No. (if issued):			
Organization: Exide Technologies		Phone: (678) 566-9177	Fax: (678) 566-9342
Address: 13000 Deerfield Parkway, Building 200			
City: Milton	State: Georgia	Zip Code: 30004	

Billing Information

If billing should be directed to a person other than Applicant A, please enter the required information below and include their signature consenting to the obligation for payment of TCEQ oversight costs.

Name(s):		Title:	
Customer Reference No. (if issued): CN			
Organization:		Phone: ()	Fax: ()
Address:			
City:	State:	Zip Code:	
Signature of Consent:			Date:

Current Property Use (Use percentage if site is divided into different use categories.)

Residential _____ Other (e.g., agricultural, recreational) Agricultural/Undeveloped
Non-residential _____ If non-residential, type of business _____

Is a real estate transaction imminent for this site? Yes X No _____
If yes, what is the planned closing date? Closing to occur following issuance of VCP Certificate of Completion, estimated mid-2013

Latitude/Longitude

Latitude (degrees, min., sec. N or decimal degrees) North 33.136759°

Longitude (degrees, min., sec. W or decimal degrees) West 96.829166°

Date of collection 2010 Organization providing collection data TNRIS geo-referenced imagery,
coordinate system is NAD83 Texas State Plane, North Central Zone

Check the method used to determine latitude and longitude:

GPS - Real Time Differentially Corrected _____

GPS - Post Processed Differentially Corrected _____

Map Interpolation - Manual _____

Map Interpolation - Digital _____

DOQQ SW and SE quarter-quads of "Frisco" quadrant (USGS Quarter Quad Grid)

If using GPS, please state professional unit brand name, model number and accuracy tolerances.

If using Map Interpolation, please state which USGS quad map was used for interpolation.

If using DOQQ Interpolation, please state which DOQQ was used for interpolation.

Does the latitude and longitude listed above refer to the

Center of the property?

Main entrance to the property?

Other, please describe

VCP Eligibility and Involvement with Other Regulatory Programs

Is the site subject to a TCEQ permit or administrative order? Yes _____ No X

Have response actions been initiated at the site on or after April 19, 1996 that were not covered by a VCP agreement? Yes _____ No X

Note: Response actions initiated by the VCP applicant on or after April 19, 1996 that were not covered by a VCP agreement may cause the applicant to become ineligible for the VCP.

Has a state or federal Notice of Violation or any other notice of enforcement action been issued relating to contamination at the site? Yes ___ No X

Has there been any prior contact with any state or federal environmental regulatory programs or agencies relating to environmental issues at this site? Yes X No ___

If yes, please describe all prior contact with any state or federal environmental regulatory programs or agencies which relate to each of these questions. Attach additional sheets as necessary. As part of pre-acquisition environmental due diligence, soil sampling was performed on the Site. The results of the sampling have been provided to (or discussed with) both the United States Environmental Protection Agency (EPA) and the Texas Commission on Environmental Quality (TCEQ) in the past month and is included with this application as Attachment C.

Is a request for reimbursement pre-approval currently under review by the Petroleum Storage Tank (PST) Program? Yes ___ No X

If yes, then please describe the site's status in the PST Program: _____

Please provide any and all state and federal identification numbers related to the property in question, including any solid waste registration, leaking petroleum storage tank, CERCLIS, RCRIS, UIC, etc. registration numbers which have been assigned. NA

Contaminated Media and Contaminants Present

Have contaminants been detected in on-site media? Yes X No ___

Please check the chemicals of concern within each contaminant category and the media which have been affected:

Contaminant Category	Soil	Groundwater	Surface Water	Sediment
*VOCs				
*SVOCs				
*Heavy Metals	X			
*Chlorinated Solvents				
Pesticides				
TPH				
PCBs				
Other _____				

*Please describe: The J Parcel is adjacent to a lead-acid battery recycling/smelting operation. Historical soil sampling data for the adjacent Exide facility (generated during investigations under the purview of both the TCEQ and EPA) indicate cadmium and lead are constituents of concern (COCs) for the Site. Soil sampling data for the Site is provided as Attachment C.

Applicant's Intended Response Action Objectives (Cleanup Levels)

Not known at this time. Applicant wishes to receive guidance from the VCP prior to the signing of a VCP agreement.

Soil – Critical Residential Protective Concentration Levels (PCLs) with the exception of lead. A site-specific response objective of 250 mg/kg will be used for lead in soil.

Groundwater – Not applicable, COCs exceeding the applicable groundwater PCLs have not been detected and are not expected to be present in groundwater underlying the J Parcel. In addition, the City of Frisco is establishing a Municipal Settings Designation (MSD) for the site.

Texas Risk Reduction Program Rules (30 TAC Chapter 350) - Check Appropriate Standard and Tier Level:

- Self-Implemented Cleanup to Remedy Standard A, Tier 1 Tier 2 Tier 3
- Non Self-Implemented Cleanup to Remedy Standard A, Tier 1 Tier 2 Tier 3
- Cleanup to Remedy Standard B, Tier 1 Tier 2 Tier 3

PST Rules (30 TAC Chapter 334) - Check Appropriate Standard:

- Cleanup to generic risk-based levels (following PST Plan A requirements).
- Cleanup to site specific risk-based levels not relying on engineering or institutional controls (following PST Plan B requirements).
- Cleanup to site specific risk-based levels which rely on engineering or institutional controls (following PST Plan B requirements).
- Other (explain) _____

Federal Brownfields Tax Deduction

Are you requesting TCEQ certification that the site is eligible for a federal tax deduction under the Taxpayer Relief Act of 1997 (HR 2014)? Yes No

If yes, please submit a Brownfields Tax Deduction Pre-Certification Form. This form may be downloaded from <http://www.tceq.state.tx.us/assets/public/remediation/vcp/taxform>

State Property Tax Abatements for Brownfields

Are you interested in signing an agreement with the local taxing authority to receive a property tax abatement after issuance of the VCP Certificate of Completion, as allowed under Section 312.211 of the Texas Tax Code? Yes ___ No X ___

If yes, please read the application instructions for more information about this tax abatement.

Environmental Assessment

An environmental assessment that includes the following information must be attached to this application:

1. a legal description of the site, including a site map drawn to scale;
2. the physical characteristics of the site;
3. the operational history of the site, to the extent the history is known by the applicant;
4. information that the applicant is aware of concerning the nature and extent of any contamination and/or release at the site and in areas contiguous to the site; and
5. relevant information the applicant is aware of concerning the potential for human and environmental exposure to contamination at or emanating from the site.

Intent to Participate

The undersigned requests oversight by the TCEQ of investigation and cleanup activities of possible contamination at the property described above and intends to negotiate in good faith, a written agreement with the TCEQ to provide technical and regulatory oversight. This Intent to Participate does not constitute such an agreement and neither TCEQ nor the undersigned will be bound to proceed with VCP oversight unless such an agreement is executed. Applicants should be aware that in order for the TCEQ to issue a VCP Certificate of Completion for an entire site, the applicant must provide adequate information to document that the entire site meets the applicable standards. As an alternative, the applicant may pursue a VCP Certificate of Completion for only a portion of the site, as a partial response action area. The agreement will describe the project activities of each party and will require Applicant A (unless indicated otherwise on page 2 of this form) to reimburse the TCEQ for all of its oversight costs. By completing and signing this Intent to Participate and that excepting areal limitations with partial response actions, all environmental media which exceed the critical Protective Concentration Levels shall be addressed through appropriate response actions. The undersigned affirms the applicant's financial capability to perform the voluntary cleanup. The Executive Director may also request additional information to support this affirmation.

With this Intent to Participate, the undersigned does not admit or assume liability for investigation or cleanup of the site. In addition, the undersigned may terminate the Intent to Participate at any time. If the TCEQ rejects the application, it will notify the applicant and explain the reasons for rejection and will refund half of the application deposit, unless the applicant indicates a desire to resubmit a corrected application. An applicant can resubmit an application once without submitting an additional application fee, if the applicant resubmits within 45 days after the rejection notice date.

Deposit of Oversight Costs

The applicant must submit with this application, a deposit in the amount of one thousand dollars (\$1,000), and made payable to the Texas Commission on Environmental Quality. Deposits may be made in the form of company or personal checks. If a deposit check is returned due to insufficient funds, the application will be considered incomplete and will be rejected. Cash deposits will not be accepted.

Please execute this Intent to Participate in the space below and return it and all associated documents (e.g., environmental assessment reports) to:

**Attention: Cashier
Texas Commission on Environmental Quality
MC-214
P.O. Box 13088
Austin, Texas 78711-3088**

For overnight or express mail please use the following street address:

**Attention: Cashier
Texas Commission on Environmental Quality
MC-214
12100 Park 35 Circle
Austin, Texas 78753**

*******Please do not send the application and associated documents directly to the VCP. This will only result in a delay in processing your application.*******

If you have any questions on how to fill out this form or about the VCP, please contact us at 512/239-5894.

Individuals are entitled to request and review their personal information that the agency gathers on its forms. They may also have any errors in their information corrected. To review such information, contact the TCEQ at 512-239-3282.

Correctness of Information

The undersigned affirm that the information contained in this application is true and accurate to the best of their knowledge.

Applicant's Signatures

Applicant A

By: Bruce A. Cole
(signature)

Name: Bruce A. Cole
(print or type)

Date: 10/12/12

Title: Executive Vice President, Strategy and Business Development

Company: Exide Technologies

Phone: (678) 566-9000

Applicant B

By: _____
(signature)

Name: George Purefoy
(print or type)

Date: _____

Title: Frisco City Manager

Company: City of Frisco, Texas

Phone: (972) 292-5105

Applicant C

By: _____
(signature)

Name: James L Gandy
(print or type)

Date: _____

Title: President

Company: Frisco Economic Development Corporation Phone: (972) 292-5102

Applicant D

By: _____
(signature)

Name: George Purefoy
(print or type)

Date: _____

Title: Frisco City Manager

Company: Frisco Community Development Corporation

Phone: (972) 292-5105

Applicant's Signatures

Applicant A

By: _____
(signature)

Name: Bruce A. Cole
(print or type)

Date: _____

Title: Executive Vice President, Strategy and
Business Development

Company: Exide Technologies

Phone: (678) 566-9000

Applicant B

By: George Purefoy
(signature)

Name: George Purefoy
(print or type)

Date: 10/19/2012

Title: Frisco City Manager

Company: City of Frisco, Texas

Phone: (972) 292-5105

Applicant C

By: James L. Gandy
(signature)

Name: James L Gandy
(print or type)

Date: 10-19-12

Title: President

Company: Frisco Economic Development Corporation

Phone: (972) 292-5102 5160

Applicant D

By: George Purefoy
(signature)

Name: George Purefoy
(print or type)

Date: 10/19/2012

Title: Frisco City Manager

Company: Frisco Community Development
Corporation

Phone: (972) 292-5105

**TEXAS COMMISSION ON ENVIRONMENTAL QUALITY
VOLUNTARY CLEANUP PROGRAM**

Program Application - Additional Applicants Form

Applicant D

Applicant : Frisco Community Development Corporation (CDC)		
Contact Person: Arturo Rodriguez, Jr.	Title: CDC outside counsel	
Customer Reference No. (if issued):		
Address: 1633 Williams Dr., Suite 200		
City, State, Zip: Georgetown, Texas 78626		
Organization: Russell & Rodriguez, LLP	Phone: (512) 930-1317	Fax: (866) 929-1641
Interest in Property: Prospective Buyer		
Receive copies of TCEQ correspondence? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		

Applicant E

By: _____
(signature)

Name: _____
(print or type)

Date: _____

Title: _____

Company: _____

Phone: (____) _____

Applicant F

By: _____
(signature)

Name: _____
(print or type)

Date: _____

Title: _____

Company: _____

Phone: (____) _____