

CONSUMER DEFENSE GROUP ACTION

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Amended 60 Day Notice of Intent to Sue SHELL OIL COMPANY and EQUILON ENTERPRISES, LLC Under Health & Safety Code Sections 25249.5 and 25249.7

Consumer Defense Group Action, a California corporation (hereinafter "CDG" or the "Noticing Party") hereby amends its earlier Notice of Intent to Sue Under Health & Safety Code Section 25249.5 (the "Notice") to Rob J. Routs, the President of SHELL OIL COMPANY as well as the governmental entities on the attached proof of service, to include EQUILON ENTERPRISES, LLC (hereinafter SHELL OIL COMPANY and EQUILON ENTERPRISES, LLC are referred to collectively as "SHELL"). The Noticing Party must be contacted through the following entity: Law Offices of Graham & Martin, LLP, 3 Park Plaza, Suite 2030, Irvine, California 92614.

Summary of Violation

This Notice is intended to inform SHELL that it is in violation of Proposition 65, the Safe Drinking Water and Toxic Enforcement Act (commencing with Health & Safety Code Section 25249.5) (hereinafter "Proposition 65"). Proposition 65 absolutely prohibits any business from contaminating the drinking water supplies of California. SHELL is in violation of proposition 65 because it has and is knowingly and intentionally threatening to "release chemicals known to the State of California to cause cancer or reproductive toxicity into water or onto or into land where such chemical passes or probably will pass into any source of drinking water," at each of the facilities listed on Exhibit A hereto (hereinafter "the Facilities"), which are SHELL branded gasoline stations with underground storage tank systems. Health & Safety Code Section 25249.5 and 25249.7. Proposition 65 provides that when a party, such as SHELL, an entity with more than ten employees, has been and is knowingly and intentionally threatening to "release chemicals known to the State of California to cause cancer or reproductive toxicity into water or onto or into land where such chemical passes or probably will pass into any source of drinking water," it is violating Health & Safety Code Section 25249.5 and may be enjoined from such conduct pursuant to Health & Safety Code Section 25249.7. The chemicals which SHELL is threatening to release are benzene and toluene ("the Designated Chemicals"), which are contained in the gasoline and other refined petroleum products which SHELL markets and stores within underground storage tank systems owned and/or operated by SHELL located at the Facilities. In order to be in compliance with Proposition 65 SHELL must effectively contain the Designated Chemicals in a UST system that is "product tight." For these purposes, "product tight" means that the operations must be impervious to the liquid and vapor of the substance ("the Designated Chemicals") that is or are contained or to be contained, in the underground storage tank systems so as to prevent seepage of the Designated Chemicals from the containment and in to or on to the ground where the Designated Chemicals will pass or probably will pass into any source of drinking water.

The Violation

SHELL markets gasoline and other refined petroleum products (hereinafter referred to as "gasoline") to both consumers and retailers. Gasoline is marketed under the SHELL trademark directly to motorists at SHELL branded retail outlets and through independent dealers and distributors in California

and elsewhere. SHELL owns and/or operates numerous underground storage tank systems located at the Facilities that are used for the storage of gasoline offered for sale by SHELL to the general public. The operation by SHELL of the underground storage tank systems located at the Facilities, as well as the delivery, storage and dispensing of gasoline at the Facilities, as currently controlled and managed by SHELL, poses a substantial threat of discharge of gasoline and other refined petroleum products "into water or onto or into land where such chemical passes or probably will pass into any source of drinking water".

All water within the State, including groundwater, is the property of the people of the State of California. California Water Code §§ 102 and 104. As to all water, the Legislature of the State of California ("the Legislature") has determined that "the people of the State have a primary interest in the conservation, control and utilization of the water resources of the state, and that the quality of all waters of the State shall be protected for use and enjoyment of the people of the state." California Water Code § 13000. Under Proposition 65 a "source of drinking water" is not confined to existing drinking water supplies. Rather, a "[s]ource of drinking water means either a present source of drinking water or water which is identified or designated in a water quality control plan adopted by a regional board as being suitable for domestic or municipal uses [and] also includes water identified in a regional board" water quality control plan as being suitable for domestic or municipal uses." Health & Safety Code §25249.10 (d).

Gasoline contains a number of constituents and additives each of which separately, as well as in combination, present a significant risk to human health, safety and the environment. The gasoline marketed by SHELL contains the chemicals Benzene and Toluene. Benzene is a clear, colorless, highly reactive flammable liquid derived from petroleum and contained in gasoline. Benzene is a chemical known by the State of California to cause cancer and has been listed as such pursuant to Proposition 65. Toluene is a colorless flammable liquid obtained from coal tar or petroleum and contained in motor vehicle fuels. Toluene is a chemical known by the State of California to cause reproductive toxicity and has been listed as such pursuant to Proposition 65. Hereinafter benzene and toluene are referred to as the "Designated Chemicals".

The gasoline service station operations undertaken at the Facilities are not "product tight" (i.e. the operations are not impervious to the liquid and vapor of the substance that is contained, or is to be contained, in the underground storage tank systems so as to prevent seepage of the Designated Chemicals from the containment and into the ground) and thus are threatening to cause a discharge of Designated Chemicals. The following are the components of the gasoline service station operations that pose a threat of discharge of Designated Chemicals: the underground tank(s) and underground storage tank system(s); the pipes used in connection with the storage of the Designated Chemicals in the USTs, including connecting pipes, vapor recovery lines, vent lines and associated fittings as well as the associated secondary containment systems; the drainage systems which collect surface water run off from the petroleum dispensing and delivery areas; secondary containment and spill control systems, including but not limited to secondary containment for the underground tank system, pipe, connecting pipe, dispensers and dispenser piping and the petroleum delivery area, as well as for the drainage systems which collected surface water run off from the dispensing and delivery area.

At the Facilities, the gasoline containing Designated Chemicals is stored in one or more underground storage tank(s) and an underground storage tank system (hereinafter referred to collectively as "the USTs"), which includes, but is not limited to, one or more tanks, including the piping connected thereto. The pipes used in connection with the storage of the Designated Chemicals in the USTs includes but is not limited to valves and other appurtenances connected to the pipe, pumping units, fabricated assemblies associated with the pumping units, and metering and delivery stations and fabricated assemblies

therein. The pipes used in connection with the storage of the Designated Chemicals in the USTs include "connecting piping", such as pipe, valves elbows, joints, flanges and flexible connectors through which the Designated Chemicals flow. The UST system also includes the vapor recovery lines, vent lines and associated fittings as well as the associated secondary containment systems, the drainage systems which collect surface water run off from the petroleum dispensing and delivery areas. Finally, the UST systems include secondary containment and spill control systems including but not limited to secondary containment for the underground tank system, leak detection sensors, pipe, connecting pipe, dispensers and dispenser piping and the petroleum delivery area, as well as for the drainage systems which collect surface water run off from the dispensing and delivery area.

Investigations and reports conducted and prepared for the California State Water Resources Control Board ("SWRCB")(with the assistance and input of the Environmental Health Divisions and Departments for a number of California counties and Regional Water Quality Control Boards as well as various members of the oil industry), the California Environmental Protection Agency ("CEPA"), Department of Toxic Substances Control ("DTSC"), the Office of Pollution Prevention and Technology Department, as well as testing undertaken by the various city fire departments where the Facilities are located, demonstrate that discharges of petroleum products including the Designated Chemicals occur, and are expected to occur, from the gasoline service station operations at the Facilities on a regular and ongoing basis. The CWRQB Report concluded that 61% of all USTs in operation, at any given time, are discharging/releasing gasoline and other refined petroleum products including the Designated Chemicals into or on to the land. The CWRQB Report also found that the percentage of USTs found to be discharging/releasing gasoline and other refined petroleum products including the Designated Chemicals into or on to the land was not materially different whether the underground storage tank was single or double-walled. SHELL, as well as the oil industry in general, know of these facts.

Because SHELL, as well as the oil industry in general, is aware of these facts, SHELL, along with the oil industry, have in place leak detection sensor systems. The fact that SHELL uses such a system is an acknowledgement by SHELL that it knows that the USTs it operates are likely to leak at any given time. The sensors do not inform SHELL that the USTs are about to release product, only, at best that the USTs have leaked and/or are leaking product, including the Designated Chemicals. Further, the CWRQB Report noted that the leak detection systems in use by the industry only record a discharge from the USTs where the leak is **more** than 0.1 gallons/hour (2.4 gallons a day, or 876 gallons a year per sensor). That is, even under this extremely lax standard, SHELL does not even record a discharge until an individual tank sensor (of which there are usually more than one in any UST) records a discharge of **greater than 876 gallons a year**. Naturally, the level of non-recorded discharge can be much higher for any individual UST since there may be four or more sensors in any given system **each of which** is failing to record a discharge of slightly less than 876 gallons a year. Finally, a report prepared by the SWRCB Underground Storage Tank Program entitled "Field Evaluation of Underground Storage Tank System Leak Detection Sensors" expressly found that the leak detection sensors systems used by the oil industry, including SHELL, are not reliable where, as the report noted, the sensors have not been properly installed, programmed, maintained and operated, or when the secondary containment in which they are installed are not working properly. The SWRCB, in analyzing the use of leak detection sensor systems by the oil industry (including SHELL), specifically noted a number of significant problems which greatly lessened the utility of such sensors including the following: "sensors were raised from the low point of the secondary containment, sensors fail[ed] to alarm when tested, and sensors fail[ed] to shut down the turbine pump in the event of an alarm." The report went on to note that almost a third of the secondary containment systems had water or product in one or more areas, a fact which would seriously impact the operational effectiveness of the sensor detection systems. Under these circumstances, the sensors will simply not operate effectively, even at the lax warning level used by SHELL. Further, since such sensors, even when working properly, do not prevent leaks but, at best, simply record them, they are ineffective to avoid liability under Health & Safety Code sections 25249.5 and 25249.7. In order to be in compliance with Proposition 65 SHELL must therefore effectively contain the Designated Chemicals in a UST system which

is "product tight", as defined above.

The gasoline service operations of SHELL therefore pose and threaten to pose an imminent treat to human health or safety or the environment and therefore create a substantial probability of harm since there is a substantial likelihood that the majority of the USTs operated and maintained by SHELL are either currently or likely will shortly discharge/release gasoline and other refined petroleum products into or on to the land. Such a discharge/release of the Designated Chemicals from the USTs at the Facilities "probably will pass into [a] source of drinking water." It is clear therefore that for the entire period of time that SHELL has owned and/or controlled the USTs located at the Facilities, SHELL has been and continues to be in violation of Proposition 65. Given that the maximum prior period of potential liability pursuant to Proposition 65, Business & Professions Code §17200 and Fish & Game Code §5650(which are the operative statutes pursuant to which a complaint will be filed against SHELL) is four years, this Notice is intended to inform SHELL that it has been in violation of Proposition 65 from the time period from four years prior to the date of this notice and continues to be in violation, for every day upon which SHELL owns and/or controls the underground storage tank systems for any Facility listed on Exhibit A.

Proposition 65 requires that notice and intent to sue be given to SHELL sixty days before a suit is filed. With this letter, CDG gives notice of the alleged violations to SHELL and the appropriate governmental authorities. This notice covers all violations of Proposition 65 that are currently known to CDG from information now available to it. CDG reserves the right to amend this Notice to inform SHELL of other violations and/or exposures as it gathers further information. With the copy of this amended notice submitted to SHELL, a copy is provided of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary."

Dated: ~~September 17, 2003~~

April 27, 2004

By: _____

Amin's Shell 2603 South Normandie Avenue, Los Angeles, CA 90007 (323) 766-0062	Pacific Heights Shell California & Steiner, San Francisco, CA 94102 (415) 567-6512
Andy's Shell 1150 East Imperial Highway, Los Angeles, CA 90059 (323) 564-5333	Richmond Super Shell 4501 Geary Boulevard, San Francisco, CA 94118 (415) 221-0424
ARA Kessedjian Shell Service 5007 West Sunset Boulevard, Los Angeles, CA 90027 (323) 666-8700	Roy's Super Shell 1070 Oak Street, San Francisco, CA 94117 (415) 864-3231
Blanco & Abrams Shell 10815 National Boulevard, Los Angeles, CA 90064 (310) 474-8934	Shell Oil CO 1898 Van Ness Avenue, San Francisco, CA 94109 (415) 567-6737
Boutros' Shell Service 1520 South Santa Fe Avenue, Los Angeles, CA 90021 (213) 623-3413	South of Market Shell 377 6th Street, San Francisco, CA 94103 (415) 546-5659
Broadway Shell & Smog Check 3130 North Broadway, Los Angeles, CA 90031 (323) 276-1336	South Park Shell 551 3rd Street, San Francisco, CA 94107 (415) 977-0847
Carroll Hansen Bel Air Shell Service 800 North Sepulveda Boulevard, Los Angeles, CA 90049 (310) 476-1979	Steven Shell Auto Service 2890 3rd Street, San Francisco, CA 94107 (415) 647-5588
Chons Shell Service 11574 Santa Monica Boulevard, Los Angeles, CA 90025 (310) 450-7211	Sunset Shell 2399 19th Avenue, San Francisco, CA 94116 (415) 731-1521
Dagher's Shell Service 5533 East Washington Boulevard, Los Angeles, CA 90040 (323) 728-8622	Third Street Shell 2890 3rd Street, San Francisco, CA 94107 (415) 821-0998
David's Shell 1404 West Martin Luther King J, Los Angeles, CA 90062 (323) 295-1668	Tom Fong's Shell Service 2198 Market Street, San Francisco, CA 94114 (415) 861-9999
Firestone Shell 1454 Firestone Boulevard, Los Angeles, CA 90001 (323) 582-9700	Tower Shell 701 Portola Drive, San Francisco, CA 94127 (415) 664-3745
Five Star Shell 5404 York Boulevard, Los Angeles, CA 90042 (323) 255-7607	Turk Street Shell & Food Mart 800 Turk Street, San Francisco, CA 94102 (415) 931-7750
Florence Shell & Food Mart 605 East Florence Avenue, Los Angeles, CA 90001 (323) 753-0855	Valencia Shell-Ted'S Auto Care 1622 32nd Avenue, San Francisco, CA 94122 (415) 826-4900

Fountain Shell Inc 1309 North La Brea Avenue, Los Angeles, CA 90028 (323) 851-0293	Will's Super Shell Service 4298 Mission Street, San Francisco, CA 94112 (415) 334-2610
Gabriel's Shell Service Station 3047 Glendale Boulevard, Los Angeles, CA 90039 (323) 660-2608	Broadway Shell Self Serve 5755 Broadway, Oakland, CA 94618 (510) 547-4101
Hadi's Shell Service 405 North Avenue 64, Los Angeles, CA 90042 (323) 255-6325	Chong's Shell 3750 International Boulevard, Oakland, CA 94601 (510) 536-7374
Hanna's Shell Service 1410 South Soto Street, Los Angeles, CA 90023 (323) 263-8010	Coliseum Shell 540 Hegenberger Road, Oakland, CA 94621 (510) 635-8623
Irana Shell 10685 Laurel Canyon Boulevard, Pacoima, CA 91331 (818) 899-6612	Kin's Shell Service No 1 726 Harrison Street, Oakland, CA 94607 (510) 444-6583
J R Shell 4404 South Western Avenue, Los Angeles, CA 90062 (323) 299-9434	M & M Shell 9750 Golf Links Road, Oakland, CA 94605 (510) 562-5616
Jack's Shell 8000 Reseda Boulevard, Reseda, CA 91335 (818) 993-7137	Oak Street Shell 105 5th Street, Oakland, CA 94607 (510) 839-0784
James Shell Service STN 12706 South Central Avenue, Los Angeles, CA 90059 (323) 569-4226	Park Boulevard Shell 3600 Park Boulevard, Oakland, CA 94610 (510) 530-0336
JASS Shell Service 4067 Verdugo Road, Los Angeles, CA 90065 (323) 257-9772	San Pablo Shell 3420 San Pablo Avenue, Emeryville, CA 94608 (510) 595-9395
Jin's Shell 5657 West Sunset Boulevard, Los Angeles, CA 90028 (714) 891-7973	Shell Self Serve 820 Portwood Avenue, Oakland, CA 94601 (510) 532-0628
Jin's Western Shell 270 South Western Avenue, Los Angeles, CA 90004 (213) 738-1800	Shell Self-Serve 4255 Macarthur Boulevard, Oakland, CA 94619 (510) 482-3192
JINS LA Cienega Shell 8500 West Pico Boulevard, Los Angeles, CA 90035 (310) 657-0870	Shell Service Station Piedmont Shell Service 29 Wildwood Avenue, Oakland, CA 94610 (510) 654-0512
JOO Shell 4403 South Figueroa Street, Los Angeles, CA 90037 (323) 234-4666	Sunny Airport Shell 285 Hegenberger Road, Oakland, CA 94621 (510) 568-5191
LA Brea & Venice Shell 6536 Melrose Avenue, Los Angeles, CA 90038 (323) 933-3285	Sunshine Shell 6039 College Avenue, Oakland, CA 94618 (510) 420-8860

Los Feliz Shell Gas & Food Mart Los Angeles, CA 90001 (323) 660-6926	Vickie's Shell 2120 Montana Street, Oakland, CA 94602 (510) 530-9234
Louis's Shell Service Station No 2 1285 East Vernon Avenue, Los Angeles, CA 90011 (323) 233-5511	West Mac Arthur Shell 230 West Macarthur Boulevard, Oakland, CA 94611 (510) 420-5898
M & J Shell Service STN 4236 Eagle Rock Boulevard, Los Angeles, CA 90065 (323) 254-4784	101 Bernal Shell Carwash 101 Bernal Road, San Jose, CA 95119 (408) 629-9929
Marima's Shell 1 1541 South Central Avenue, Los Angeles, CA 90021 (213) 748-0663	Alameda Shell 1455 The Alameda, San Jose, CA 95126 (408) 280-5366
Marquez's Shell Service 2603 South Central Avenue, Los Angeles, CA 90011 (323) 231-1392	Almaden Shell 5607 Almaden Expressway, San Jose, CA 95118 (408) 266-7047
Montebello Shell PO Box 41935, Los Angeles, CA 90041 (323) 721-0894	Berryessa Shell 1705 Berryessa Road, San Jose, CA 95133 (408) 259-9123
Pico Shell 1303 South Western Avenue, Los Angeles, CA 90006 (323) 735-8567	Berryessa Chevron 1715 Berryessa Road, San Jose, CA 95133 (408) 259-0403
Rashid Shell 1 3300 South La Cienega Boulevard, Los Angeles, CA 90016 (323) 935-9350	Blossom Shell 5599 Snell Avenue, San Jose, CA 95123 (408) 972-8989
Rashid Shell 2 2138 West Century Boulevard, Los Angeles, CA 90047 (323) 756-8300	Capitol Shell Auto Care 3939 Snell Avenue, San Jose, CA 95136 (408) 578-6644
Rimons Shell 1010 West Martin Luther King J, Los Angeles, CA 90037 (323) 233-4155	Eastside Shell 1698 Tully Road, San Jose, CA 95122 (408) 238-1177
Robertson Shell 1502 South Robertson Boulevard, Los Angeles, CA 90035 (310) 247-8938	Evergreen Shell White Road & Aborn Road, San Jose, CA 95101 (408) 274-1160
Shell 11913 Compton Avenue, Los Angeles, CA 90059 (323) 566-1667	G & J Shell 1199 Saratoga Avenue, San Jose, CA 95129 (408) 257-0848
Shell 4357 East Cesar East Chavez Avenue, Los Angeles, CA 90022 (323) 264-8500	Hillview Shell Service 1103 Curtner Avenue, San Jose, CA 95125 (408) 269-9410
Shell 4357 East Cesar East Chavez Avenue, Los Angeles, CA 90022 (323) 264-8500	Kooser Shell 5422 Camden Avenue, San Jose, CA 95124 (408) 266-3003

Shell Self Serve 1203 North Soto Street, Los Angeles, CA 90033 (323) 221-0623	Mac's Shell Service 2698 McKee Road, San Jose, CA 95116 (408) 258-2288
Shell Service STN DLRS - Washington & Eastern 5533 East Washington Boulevard, Los Angeles, CA 90040 (323) 728-8622	Monterey Road Shell Service & Car Wash 5270 Monterey Highway, San Jose, CA 95111 (408) 225-2532
Shell Service Station Dealers - Gabriel's Shell Service Station 918 North Soto Street, Los Angeles, CA 90033 (323) 660-2608	Peerless Shell 16601 Almaden Expressway, San Jose, CA 95120 (408) 268-9612
Shell Service STN DLRS - City of Commerce 5533 East Washington Boulevard, Los Angeles, CA 90040 (323) 728-8622	Piedmont Shell 3295 Sierra Road, San Jose, CA 95132 (408) 929-1420
Vermont Shell Auto Center 700 South Vermont Avenue, Los Angeles, CA 90005 (213) 389-3989	Rose Garden Shell 910 North Bascom Avenue, San Jose, CA 95128 (408) 243-6392
West Olympic Shell 11944 West Olympic Boulevard, Los Angeles, CA 90064 (310) 826-1832	Santa Teresa Shell Station 6097 Snell Avenue, San Jose, CA 95123 (408) 227-6950
Irvine Shell Service 4162 Trabuco Road, Irvine, CA 92620 (949) 559-8780	Saratoga Shell Self Service 1804 Saratoga Avenue, San Jose, CA 95129 (408) 379-7165
Shell Service STN DLRS 4162 Trabuco Road, Irvine, CA 92620 (949) 559-8780	Saratoga Shell Service Station 1698 South De Anza Boulevard, San Jose, CA 95129 (408) 252-0862
Shell-Barranca 3720 Barranca Parkway, Irvine, CA 92606 (949) 651-1421	Shell Alameda Newhall 2090 The Alameda, San Jose, CA 95126 (408) 241-1665
Bristol Warner Shell 2523 South Bristol Street, Santa Ana, CA 92704 (714) 540-3358	Shell Self Service 004921 1610 Meridian Avenue, San Jose, CA 95125 (408) 266-8510
Fairview Shell PO Box 27728, Santa Ana, CA 92799 (714) 432-9029	Shell Service Stations - Capitol Shell Service 3939 Snell Avenue, San Jose, CA 95136 (408) 227-4595
Sam's Shell 220 West 17th Street, Santa Ana, CA 92706 (714) 541-5041	Shell Service Stations - AAA Shell Diagnostic Center 2090 The Alameda, San Jose, CA 95126 (408) 241-1665
Sam's Shell 2641 North Bristol Street, Santa Ana, CA 92706 (714) 541-8251	Story Road Shell 1699 Story Road, San Jose, CA 95122 (408) 259-1386
Sam's Shell & Towing 2641 North Bristol Street, Santa Ana, CA 92706 (714) 835-5337	Tully Shell Auto Care 1155 Tully Road, San Jose, CA 95122 (408) 294-8819

Santiago Shell & Auto Wash 617 East 17th Street, Santa Ana, CA 92701 (714) 541-3883	Virginia Shell 288 East Virginia Street, San Jose, CA 95112 (408) 286-8668
Shell Auto Center 2641 North Bristol Street, Santa Ana, CA 92706 (714) 542-2640	Winchester Shell Service Station 1025 South Winchester Boulevard, San Jose, CA 95128 (408) 296-7503
Shell Service STN DLRS 2641 North Bristol Street, Santa Ana, CA 92706 (714) 541-8251	Great America Shell 3751 Lafayette Street, Santa Clara, CA 95054 (408) 988-4771
Shell Service STN DLRS - Costa Mesa Baker And Fairview, Santa Ana, CA 92701 (714) 545-8171	Great America Shell 5390 Great America Parkway, Santa Clara, CA 95054 (408) 982-9040
Shell Service Station-Bristol & Mac Arthur 3601 South Bristol Street, Santa Ana, CA 92704 (714) 557-2672	Monroe Shell 2455 Lawrence Expressway, Santa Clara, CA 95051 (408) 985-1329
Shell Service Stations - Campus Shell Smog & Muffler Center Santa Ana, CA 92701 (714) 540-1745	Oakmead Shell 2800 Augustine Drive, Santa Clara, CA 95054 (408) 496-0695
Shell Service Stations 2302 South Bristol Street, Santa Ana, CA 92704 (714) 540-3358	Gilroy Shell 400 Leavesley Road, Gilroy, CA 95020 (408) 842-5227
Shell Service Stations - Bristol Warner Shell Santa Ana, CA 92701 (714) 540-3358	Shell Food Mart 398 1st, Gilroy, CA 95020 (408) 842-9722
Shell Service STN DLRS - Yorba Linda Shell & Tire Store Red Hill And Laguna, Santa Ana, CA 92701 (714) 777-2724	Vieira's Shell 850 Pacheco Pass Highway, Gilroy, CA 95020 (408) 842-9583
Shell Service STN DLRS - Tustin Red Hill And Laguna, Santa Ana, CA 92701 (714) 832-9122	Downtown Shell Service 1619 G Street, San Diego, CA 92101 (619) 235-6742
Sam's Shell 13891 Red Hill Avenue, Tustin, CA 92780 (714) 832-9122	First & Cedar Shell 1666 1st Avenue, San Diego, CA 92101 (619) 232-7057
Tustin Ranch Shell 13131 Jamboree Rd, Tustin, CA 92782 (714) 730-6508	Golden Hill Shell Service 1330 Orange Avenue, Coronado, CA 92118 (619) 232-5438
Customer Care Shell 1200 South State College Boulevard, Anaheim, CA 92806 (714) 776-8300	Hillcrest Shell Service 330 Washington Street, San Diego, CA 92103 (619) 297-1274
Shell E T D Foodmart & Carwash 2100 South Harbor Boulevard, Anaheim, CA 92802 (714) 750-6975	Hoxsey Shell Service 6006 Bounty Street, San Diego, CA 92120 (619) 283-6549

Shell Food Mart Subway Taco Bell 3080 East La Palma Avenue, Anaheim, CA 92806 (714) 630-7827	Mira Mesa Shell 9490 Mira Mesa Boulevard, San Diego, CA 92126 (858) 271-4017
Shell Service STN DLRS 3125 East Orangethorpe Avenue, Anaheim, CA 92806 (714) 996-1380	Mira Mesa Shell Car Wash 8345 Mira Mesa Boulevard, San Diego, CA 92126 (858) 271-7224
Fullerton Shell 242 East Commonwealth Avenue, Fullerton, CA 92832 (714) 738-1840	Morena Blvd Shell Service 1330 Morena Boulevard, San Diego, CA 92110 (619) 276-3663
University Shell & Food Mart 2960 Yorba Linda Boulevard, Fullerton, CA 92831 (714) 996-8002	Pacific Beach Shell 1885 Garnet Avenue, San Diego, CA 92109 (858) 274-0617
Jasmine's Shell Auto Care 889 South Tustin Street, Orange, CA 92866 (714) 532-3966	Rancho Bernardo Shell Self Service 12472 Rancho Bernardo Road, San Diego, CA 92128 (858) 487-1363
JM Quality Shell 1914 East Chapman Avenue, Orange, CA 92867 (714) 633-7243	Rollins Shell Service 2008 Pacific Highway, San Diego, CA 92101 (619) 239-4251
Shell Service STN DLRS 889 South Tustin Street, Orange, CA 92866 (714) 532-3966	Shell 52 & Convoy 7740 Copley Park Place, San Diego, CA 92111 (858) 292-5552
Brookhurst Classic Shell 20001 Brookhurst Street, Huntington Beach, CA 92646 (714) 963-4541	Shell Car Wash 7647 Balboa Avenue, San Diego, CA 92111 (858) 571-0547
Five Point's Shell 18502 Beach Boulevard, Huntington Beach, CA 92648 (714) 964-1751	Shell ETD Foodmart 3890 Division Street, San Diego, CA 92113 (619) 236-9822
Gilbert's Shell Service 20001 Brookhurst Street, Huntington Beach, CA 92646 (714) 963-4541	Shell Service STN DLRS 2008 Pacific Highway, San Diego, CA 92101 (619) 239-4251
Delamo Shell Service 20225 Avalon Boulevard, Carson, CA 90746 (310) 532-9850	Shell Service STN DLRS - Clairemont 1330 Morena Boulevard, San Diego, CA 92110 (619) 276-3663
FAMU Shell 4990 Long Beach Boulevard, Long Beach, CA 90805 (562) 422-8286	Shell Service STN DLRS - Corner Mission Gorge & Zion 6585 Mission Gorge Road, San Diego, CA 92120 (619) 283-6549
Michael Shell Service 2589 North Lakewood Boulevard, Long Beach, CA 90815 (562) 597-4480	Shell Service STN DLRS - Genesee Shell 4303 Genesee Avenue, San Diego, CA 92117 (858) 560-9725

Mike's Shell 2600 Pellissier Place, City Industry, CA 90601 (562) 699-1544	Shell Service STN DLRS - Clairemont Mesa BI And Genesee Avenue, San Diego, CA 92101 (858) 274-6566
Moe Shell I 598 East Anaheim Street, Long Beach, CA 90813 (562) 432-3250	Shell Stations of Bob Stivers 2521 Pacific Highway, San Diego, CA 92101 (619) 233-4120
Omar Shell Station 6605 Long Beach Boulevard, Long Beach, CA 90805 (562) 428-9595	Shell Stations of Bob Stivers 2290 Moore Street, San Diego, CA 92110 (619) 291-1938
Paul's Shell Service 1750 East Ocean Boulevard, Long Beach, CA 90802 (562) 860-2933	Westwood Shell R B 16998 West Bernardo Drive, San Diego, CA 92127 (858) 487-7455
Shell Oil Products 22232 Wilmington Avenue, Carson, CA 90745 (310) 834-1297	Americana Shell Mountain View, CA 94040 (650) 968-2009
Yang's Shell 200 Alamitos Avenue, Long Beach, CA 90802 (562) 432-7336	Blossom Valley Shell Mountain View, CA 94040 (650) 965-9772
A-Z Shell Mini Mart 15501 Beach Boulevard, Westminster, CA 92683 (714) 898-2010	Mountain View Shell 1288 West El Camino Real, Mountain View, CA 94040 (650) 964-0213
Dave's Shell Station 2127 Indian Springs Lane, Newport Beach, CA 92660 (949) 548-7059	Shell Self Serve 807 North Shoreline Boulevard, Mountain View, CA 94043 (650) 964-6171
Fashion Island Shell 1600 Jamboree Road, Newport Beach, CA 92660 (949) 718-3629	Seaward Shell 2099 Harbor Boulevard, Ventura, CA 93001 (805) 643-7411
Newport Shell 1600 Jamboree Road, Newport Beach, CA 92660 (949) 640-7177	Telephone Shell 7841 Telephone Road, Ventura, CA 93004 (805) 647-8854
Westcliff Shell Car Wash 1000 Irvine Avenue, Newport Beach, CA 92660 (949) 645-5968	Tinsal Enterprises Victoria Shell 2440 South Victoria Avenue, Ventura, CA 93003 (805) 658-7195
Bryant Shell No 4 598 Bryant Street, San Francisco, CA 94107 (415) 495-5833	Albany Shell 999 San Pablo Avenue, Albany, CA 94706 (510) 527-8709
Geneva Shell 2200 Alemany Boulevard, San Francisco, CA 94112 (415) 586-3295	Campus Mini-Mart & Shell Gas Station 2200 Durant Avenue, Berkeley, CA 94704 (510) 649-0280
Golden Gate Shell 1200 19th Avenue, San Francisco, CA 94122 (415) 661-1169	J & W Shell 1200 Ashby Avenue, Berkeley, CA 94702 (510) 486-8318

Hudson Shell 3550 Mission Street, San Francisco, CA 94110 (916) 393-2585	Crow Canyon Shell 2850 Crow Canyon Road, San Ramon, CA 94583 (925) 838-7844
Lincoln Shell No 3 601 Lincoln Way, San Francisco, CA 94122 (415) 242-1028	Las Positas Shell 4530 Las Positas Road, Livermore, CA 94550 (925) 373-3550
Lombard & Laguna Shell 1800 Lombard Street, San Francisco, CA 94123 (415) 922-8184	Portola Shell 1155 Portola Avenue, Livermore, CA 94550 (925) 443-0323

CERTIFICATE OF MERIT
Health and Safety Code Section 25249.7(d)

I, Anthony G. Graham, hereby declare:

1. This Certificate of Merit accompanies the attached sixty-day notice(s) in which it is alleged the parties identified in the notices have violated Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

2. I am member of the State Bar of California, a partner of the law firm of Graham & Martin, LLP, and attorney for noticing parties Consumer Defense Group and The McKenzie Group.

3. I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the alleged exposures to the listed chemicals that are the subject of the action.

4. Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

5. The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and Safety Code section 25249.7(h)(2), i.e., (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed at Irvine, California on April 24, 2004.

CERTIFICATE OF SERVICE

I am over the age of 18 and not a party to this case. I am a resident of or employed in the county where the mailing occurred. My business address is 3 Park Plaza, Suite 2030, Irvine, California 92614.

I SERVED THE FOLLOWING:

- 1.) Amended 60-Day Notice of Intent to Sue Under Health & Safety Code Section 24249.6;
- 2.) The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary (*only sent to violators.*)

by enclosing a true copy of the same in a sealed envelope addressed to each person whose name and address is shown below and depositing the envelope in the United States mail with the postage fully prepaid:

Date of Mailing: April 27, 2004
Place of Mailing: Irvine, California

NAME AND ADDRESS OF EACH PERSON TO WHOM DOCUMENTS WERE MAILED:

Rob J. Routs, President Shell Oil Company One Shell Plaza Houston, TX 77002	California Attorney General (Proposition 65 Enforcement Division) 1515 Clay Street, 20th Floor Oakland, CA
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Counsel for Violators:
Michael Leslie, Esq.
Caldwell, Leslie, Newcombe & Pettit
1000 Wilshire Blvd., Ste. 600
Los Angeles, CA 90017-2463

And all entities listed on Attachment to Proof of Service.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Dated: April 27, 2004

Attachment to Proof of Service - Additional Entities Noticed.

Los Angeles County DA
210 W. Temple Street, 18th Floor
Los Angeles, CA 90012

Los Angeles City Attorney
200 N. Main St. N.E.
Los Angeles, CA 90012

San Diego County DA
330 Broadway
San Diego, CA 92101

San Diego City Attorney
1200 3rd Ave. Ste. 1620
San Diego, CA 92101

San Francisco City Attorney
1390 Market Street
San Francisco, CA 94102

San Francisco County DA
880 Bryant Street
San Francisco, CA 94103

Riverside County DA
4075 Main St., 1st Fl.
Riverside, CA 92501

San Bernardino County DA
316 N. Mountain View Av.
San Bernardino, CA 92415

Sacramento County DA
P.O. Box 749
Sacramento, CA 95812

Orange County District Attorney
700 Civic Center Dr. W., 2nd Fl.
Santa Ana, CA 92701

Humboldt County DA
825 5th Street
Eureka, CA 95501

Shasta County District Attorney
1525 Court Street
Redding, CA 96001-1632

San Mateo DA
1050 Mission Road
South San Francisco, CA 94080

Marin County DA
3501 Civic Center Dr. #130
San Rafael, CA 94903

Santa Barbara County DA
1105 Santa Barbara St.
Santa Barbara, CA 93101

Ventura County DA
800 South Victoria Avenue
Ventura, CA 95695

San Jose City Attorney
151 W. Mission St.
San Jose, CA 95110

Contra Costa County DA
727 Court Street
Martinez, CA 94553

Yolo County D A
301 2nd Street
Woodland, CA 95695

District Attorney
1430 Freedom Blvd.
Watsonville, CA 95076

El Dorado County DA
1360 Johnson Blvd. #105
South Lake Tahoe, CA 96150

Kern County DA
2100 College Avenue
Bakersfield, CA 93305

Napa County DA
931 Parkway Mall
Napa, CA 94559

Inyo County DA
386 W. Line Street
Bishop, CA 93514

Lake County DA
255 N. Forbes St.
Lakeport, CA 95453

Yuba County DA
215 5th Street
Marysville, CA 95901

Stanislaus County DA
300 Starr Avenue
Turlock, CA 95380

District Attorney
14227 Road 28
Madera, CA 93638

Santa Clara County DA
2645 Zanker Road
San Jose, CA 95134

Mariposa County DA
P.O. Box 748
Mariposa, CA 95338

Nevada County DA
201 Church Street, Suite 8
Nevada City, CA 95959

San Luis Obispo County DA
1050 Monterey Street, Rm. 450
San Luis Obispo, CA 93408

Merced County DA
445 I Street
Los Banos CA 93635

Sonoma County DA
600 Administrative Dr.
Santa Rosa, CA 95403

San Joaquin DA
225 W. Elm Street #C
Lodi, CA 95240

Mendocino County DA
700 S. Franklin St.
Forst Bragg, CA 94537

Solano County DA
321 Tuolomne Street
Valejo, CA 94590

Butte County DA
25 County Center Drive
Oroville, CA 95695

Mono County DA
P.O. Box 617
Bridgeport, CA 93517

Sutter County DA
446 Second Street
Yuba City, CA 95991

Santa Cruz County DA
701 Ocean Street
Santa Cruz, CA 95061

Alameda County DA
1225 Fallon Street
Oakland, CA 94612

Del Norte County DA
450 H Street
Crescent City, CA 95531

Kings County DA
1400 W Lacey Blvd
Hanford CA 93230

Mendocino County DA
204 S Court Street
Alturas CA 96101

Santa Clara DA
2645 Zanker Rd
San Jose CA 95134

Siskiyou County DA
P.O. Box 986
Yreka, CA 96097

Lake County District Atty
6850 Old Highway 53
Clearlake CA 95422

Solano County DA
321 Tuolumne St
Valejo CA 94590

Glenn County DA
540 W Sycamore St
Willows CA 95988

Stanislaus DA
300 Starr Ave
Turlock CA 95380

Yolo County DA
301 2nd Street
Woodland CA 95695

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Dated: March 17, 2004

Mendocino County DA
204 S Court Street
Alturas CA 96101

Santa Clara DA
2645 Zanker Rd
San Jose CA 95134

Siskiyou County DA
P.O. Box 986
Yreka, CA 96097

Lake County District Atty
6850 Old Highway 53
Clearlake CA 95422

Solano County DA
321 Tuolumne St
Valejo CA 94590

Glenn County DA
540 W Sycamore St
Willows CA 95988

Stanislaus DA
300 Starr Ave
Turlock CA 95380

Yolo County DA
301 2nd Street
Woodland CA 95695

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Dated: April 27, 2004
