

The Carrick Law Group P.C.
350 South Grand Avenue, Suite 2930
Los Angeles, California 90071

March 10, 2009

**AMENDED
NOTICE OF VIOLATION OF THE SAFE DRINKING WATER AND
TOXIC ENFORCEMENT ACT OF 1986
(California Health and Safety Code § 25249.5 *et seq.*)
TO THE WALT DISNEY COMPANY**

First Class Mail – Proof of Service Attached

Mr. Robert A. Iger
President and Chief Executive Officer
The Walt Disney Company
500 South Buena Vista Street
Burbank, CA 91521-0686

Re: Discharge and Unwarned Exposure to Chromium VI (Hexavalent Chromium) and its compounds (including Potassium Dichromate); Tetrachloroethylene (“PCE”); and Trichloroethylene (“TCE”)

Dear Mr. Iger:

Environmental World Watch, Inc., as well as the individuals listed in Exhibit B to this Amended Notice Letter (collectively the “Noticing Parties”) serve this Amended Notice of Violation (“Amended Notice”) upon THE WALT DISNEY COMPANY (“Disney” or the “Noticed Company”), pursuant to and in compliance with California Health and Safety Code (“H&S Code”) § 25249.7(d) and Title 27 California Code of Regulations (“CCR”) § 25903.

This Amended Notice amends the prior Notice Letter dated January 10, 2007 (“2007 Notice Letter”), as served by Environmental World Watch, Inc. and other parties. This Amended Notice incorporates the 2007 Notice Letter into this Amended Notice Letter as though set forth herein in full.

This Amended Notice satisfies a prerequisite for the Noticing Parties to commence an action against Disney to enforce the Safe Drinking Water and Toxic Enforcement Act of 1986 (California H&S Code § 25249.5 *et seq.*) On information and belief, the violations addressed by this Amended Notice occurred and continue to occur in the City of Los Angeles, the City of Burbank, Los Angeles County, and in the state of California. This Amended Notice is being served upon Disney, the California Attorney General, the district attorney of Los Angeles County, and the city attorney of the City of Los Angeles. If Disney has a current registration with the California Secretary of State that identifies a Chief Executive Officer, President, or General Counsel, this Amended Notice is being addressed to, and served upon, one of those persons.

Attached as Exhibit A to this Amended Notice is a copy of “The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary.” The attached Summary was prepared by the California Environmental Protection Agency and provides general information about the Safe Drinking Water and Toxic Enforcement Act of 1986. Copies of the Summary are not required to be, and are not being, provided to the public enforcement agencies.

A Professional Corporation
Telephone (213) 346-7930 / Fax (213) 346-7931
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A description of the Noticing Parties, the Alleged Violator, and the Alleged Violations addressed by this Amended Notice are as follows:

- ◆ This Amended Notice is provided by Environmental World Watch, Inc. (hereinafter "EWW"), and the individuals listed in Exhibit B to this Amended Notice (collectively the "Noticing Parties"). EWW is based in the City of Los Angeles and is registered as a Delaware corporation with the California Secretary of State. EWW is acting in the public interest pursuant to H&S Code § 25249.7(d), and is dedicated to protecting the environment; improving human health and supporting environmentally sound practices. The individual noticing parties identified at Exhibit B are persons acting on their own behalf, and are residents of the City of Burbank within the County of Los Angeles in the state of California.
- ◆ The Noticed Company's name and address is:

The Walt Disney Company
500 S. Buena Vista Street
Burbank, California 91521-0686
- ◆ The violations addressed by this Amended Notice began on or after April 1, 1989, have occurred on numerous occasions each and every day since April 1, 1989, and are ongoing and continuing.
- ◆ This Amended Notice covers both the "discharge" provision of Proposition 65, which is found at H&S Code § 25249.5, and the "warning" provision of Proposition 65, which is found at H&S Code § 25249.6.
- ◆ The names of each chemical that is listed pursuant to the Safe Drinking Water and Toxic Enforcement Act of 1986 involved in the violations addressed by this Amended Notice are Chromium VI (Hexavalent Chromium) and its compounds (including Potassium Dichromate), listed as a Proposition 65 carcinogen on February 27, 1987; Tetrachloroethylene ("PCE"), listed as a Proposition 65 carcinogen on April 1, 1988; and Trichloroethylene ("TCE"), listed as a Proposition 65 carcinogen on April 1, 1988 (together the "Listed Chemicals"). The Listed Chemicals are each listed, and have been so listed for more than twelve months, by the Governor of the State of California as being a chemical known to the State of California to cause cancer.
- ◆ The Listed Chemicals were each, and together, knowingly discharged or released into water or onto or into land where such chemical passed or probably will pass into a source of drinking water from Disney's facility at or around 500 S. Buena Vista St., Burbank, CA 91521-0686, in the City of Burbank, in Los Angeles County, in the State of California (the "Facility").
- ◆ Many individuals were exposed to the Listed Chemicals, and the routes of their individual exposure for the violations addressed by this Amended Notice are inhalation, dermal, and/or ingestion.

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- ◆ In the course of doing business, Disney knowingly and intentionally has exposed, and continues to expose, individuals to the Listed Chemicals. No clear and reasonable warning is or has been provided by Disney to individuals regarding their individual exposure to each of the Listed Chemicals or regarding the fact that the Listed Chemicals are known to the State of California to be carcinogens.
- ◆ These exposures are ongoing and continuing, with some continuing from April 1, 1989. The Noticing Parties believe and so allege that Disney tolled any applicable statute of limitations by failing at any time in the past to disclose the discharge of each of the Listed Chemicals or provide a warning of any of the Listed Chemicals to any individual to whom Disney owed a warning that complied with Title 27 CCR §§ 25601 to 25603.3, inclusive.
- ◆ The carcinogens subject to the discharge limitations of H&S Code § 25249.5, and subject to the warning requirements of H&S Code § 25249.6 and more specifically at Title 27 CCR §§ 25601 to 25603.3., are listed below:
 1. Chromium VI (Hexavalent Chromium) and its compounds (including Potassium Dichromate - CAS #7778-50-9), listed as a Proposition 65 carcinogen on February 27, 1987
 2. Tetrachloroethylene ("PCE"), CAS #127-18-4, listed as a Proposition 65 carcinogen on April 1, 1988
 3. Trichloroethylene ("TCE"), CAS #79-01-6, listed as a Proposition 65 carcinogen on April 1, 1988) (together the "Listed Chemicals").
- ◆ The aforementioned carcinogens are on the Governor's list (Proposition 65 Chemical List) as published at Title 27 CCR § 27001. These carcinogens are known to the State of California to cause cancer, requiring special warning labels and care in handling and use.
- ◆ The routes of exposure alleged in this Amended Notice are occupational exposure (see Title 27 CCR §§ 25604 through 25604.2) and/or environmental exposure (see Title 27 CCR §§ 25605 through 25605.2) via inhalation, dermal, and/or ingestion. These exposures have gone on since April 1, 1989, and are ongoing and continuing, and cause exposures by individuals to the Listed Chemicals without a clear and reasonable warning to the exposed individual.
- ◆ Pursuant to Title 8 CCR §338, this Notice alleges the violation of Proposition 65 with respect to occupational exposures governed by the California State Plan for Occupational Safety and Health. The State Plan incorporates the provisions of Proposition 65, as approved by Federal OSHA on June 6, 1997. This approval specifically placed certain conditions with regard to occupational exposures on Proposition 65, including that it does not apply to the conduct of manufacturers occurring outside the State of California. The approval also provides that an employer may use the means of compliance in the general hazard communication requirements to comply with Proposition 65. It also requires that supplemental enforcement is subject

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to the supervision of the California Occupational Safety and Health Administration. Accordingly, any settlement, civil complaint, or substantive court orders in this matter must be submitted to the Attorney General.

- ◆ The locations of the alleged discharge and exposures are in and around Disney's Facility, and these exposures result from direct contact via dermal, inhalation, and/or ingestion exposures with the particulate and dust from numerous sites affected by the polluted discharge or release water containing the Listed Chemicals discharged or released by Disney, including but not limited to the Polliwog 11-acre parcel [See Map at Exhibit C]. There is a further likelihood and danger that individuals did and would come into contact via dermal, inhalation, and/or ingestion exposures to the polluted discharge water containing the Listed Chemicals discharged by Disney along such discharge(s)'s street flow route to the Polliwog parcel, or as a result of other unlawful and unpermitted discharges of the Listed Chemicals from the Facility into the Buena Vista and Alameda Street catch basins immediately outside the Facility.
- ◆ Noticing Parties allege that employees, contractors, visitors, and other individuals who entered the Disney Facility were exposed via dermal, inhalation, and/or ingestion exposures to the Listed Chemicals without the lawfully mandated clear and reasonable warning.
- ◆ Noticing Parties allege that at numerous sites outside the Facility, including but not limited to the Polliwog and adjacent homes of persons who reside next to the Polliwog, individuals were exposed to the Listed Chemicals in dirt dust, particulate and fine Listed Chemical dry sludges and micro fine particles [<1 ug] of the same contamination that migrated directly off said Polliwog property and other sites. The Listed Chemical dusts blew around, attached to human clothing, shoes, hair, horses' hoofs and body hair, and dogs paws and body hair, *etc.*, to such an extent that anyone or anything walking on or utilizing the Polliwog parcel and other contaminated sites in any way was and is exposed to one or more of the Listed Chemicals, and was and is likely to carry one or more of the Listed Chemicals' residues away from the property, causing the further direct migration of, and the further and ongoing exposures, alleged in this Notice, all the while that Disney failed and continues to fail to provide the lawfully mandated warnings complained of herein to any affected individual. Via transport and meteorological and human disturbances, these alleged exposures were and are on, and anywhere downwind of, said Polliwog parcel [at least within 300 feet of the property line] and other sites.

Please direct any inquiries regarding this notice or any communication for the Noticing Parties to:

Roger Lane Carrick, Esq.
The Carrick Law Group, P.C.
350 S. Grand Avenue, Suite 2930
Los Angeles, CA 90071
Tel.: (213) 346-7930
Fax: (213) 346-7931
E-mail: roger@carricklawgroup.com

EXHIBIT B – LIST OF INDIVIDUAL PARTIES GIVING NOTICE

AMENDED NOTICED PARTY:

THE WALT DISNEY COMPANY

1. Estate of Louise Jackson
2. Dennis Jackson
3. Mathew Jackson
4. Jennifer Jackson
5. Mary Fekette
6. Marty Greenberg
7. Margaret Ann Moore

EXHIBIT C – MAP OF POLLIWOG 11-ACRE PARCEL

AMENDED NOTICED PARTY:

THE WALT DISNEY COMPANY

[See Three Pages of Maps that Follow]

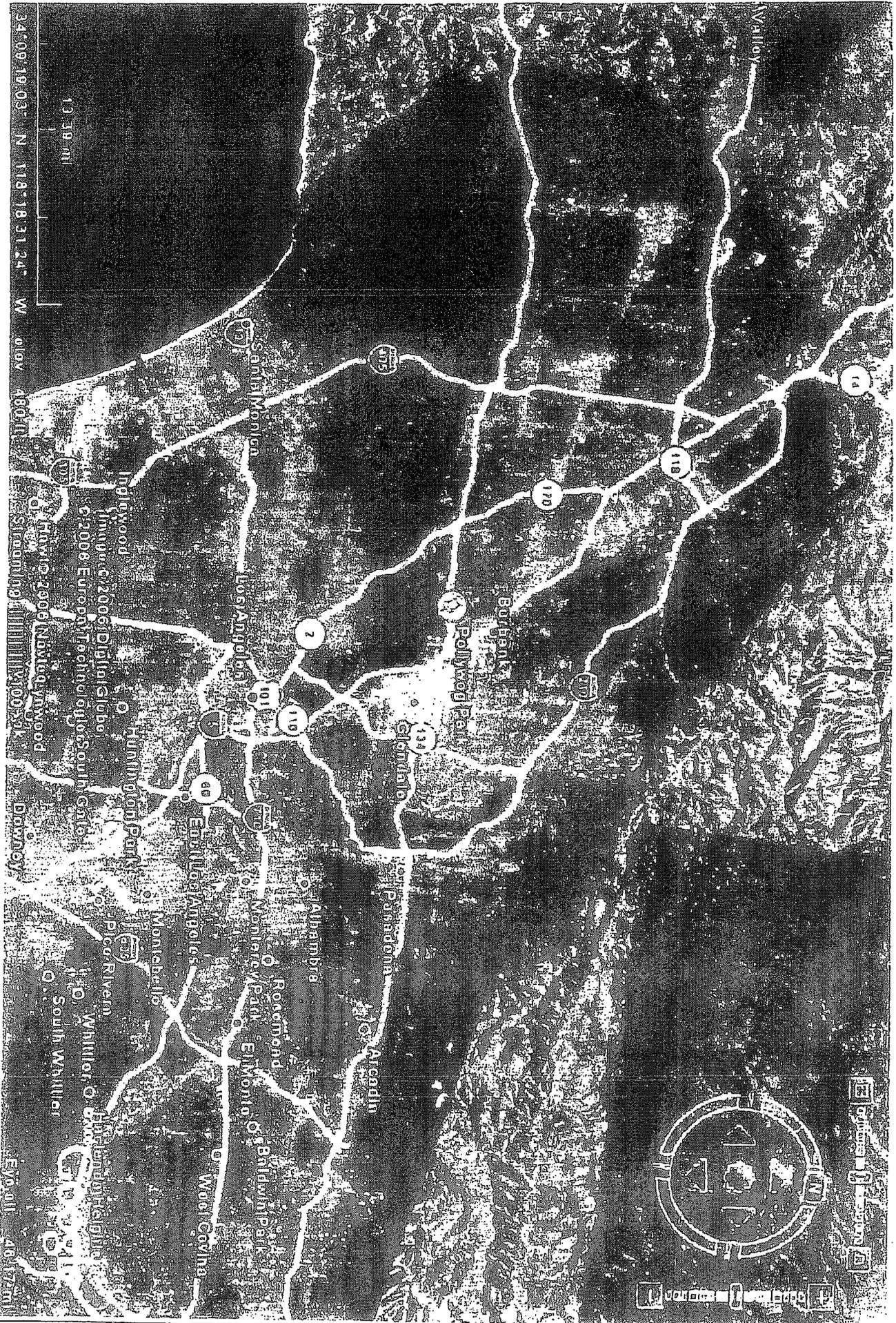


Figure 1

DISNEY MAP AS NOTICE
 MARCH 5, 2009



Figure 2

MARCH 5, 2009

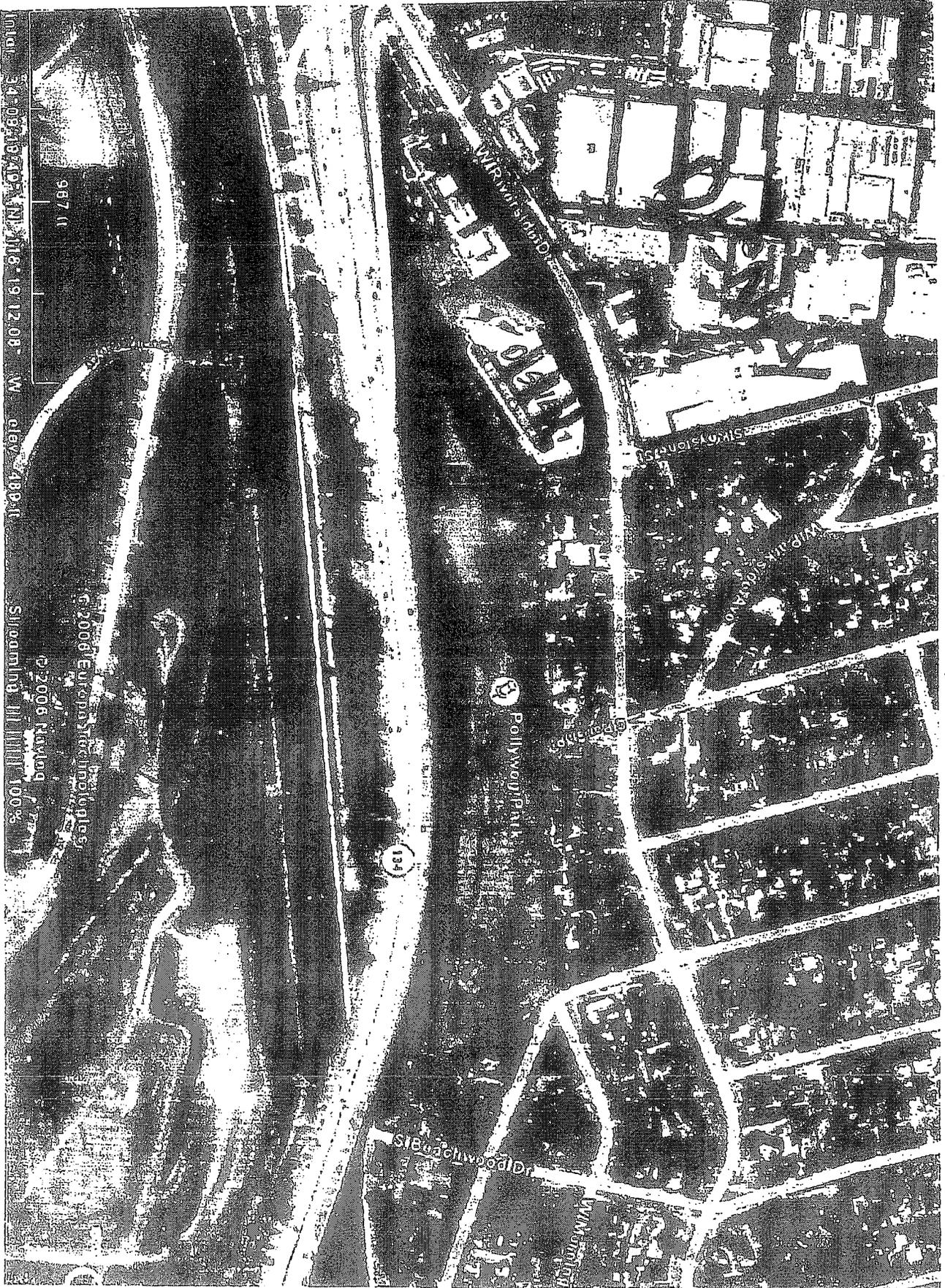


Figure 3

MARCH 5, 2009

CERTIFICATE OF MERIT
HEALTH AND SAFETY CODE SECTION 25249.7(d)

AMENDED NOTICED PARTY:

THE WALT DISNEY COMPANY

I, Roger Lane Carrick, on behalf of Environmental World Watch, Inc. and the other Noticing Parties (see Exhibit B) hereby declare:

1. This Certificate of Merit accompanies the attached sixty-day amended notice in which it is alleged that the party identified in the notice (the Walt Disney Company) has violated California Health and Safety Code sections 25249.5 and 6 by discharging Proposition 65-listed chemicals Chromium VI (Hexavalent Chromium) and its compounds (including Potassium Dichromate), listed as a Proposition 65 carcinogen on February 27, 1987; Tetrachloroethylene ("PCE"), listed as a Proposition 65 carcinogen on April 1, 1988; and Trichloroethylene ("TCE"), listed as a Proposition 65 carcinogen on April 1, 1988) (together the "Listed Chemicals"), which were each, and together, knowingly discharged or released into water or onto or into land where such chemical passed or probably will pass into a source of drinking water from Disney's facility at or around 500 S. Buena Vista St., Burbank, CA 91521-0686, in the City of Burbank, in Los Angeles County, in the State of California (the "Facility"), and by failing to provide clear and reasonable warnings to persons exposed to the Listed Chemicals.

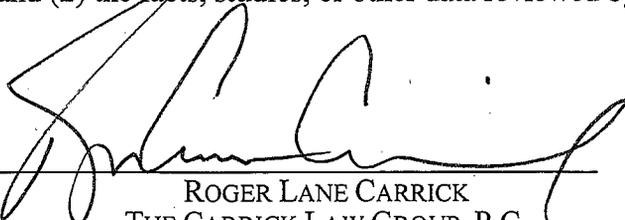
2. I am the attorney for the Noticing Parties.

3. I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, maps, charts, private and public documents, or other data regarding the exposure to the Listed Chemicals that is the subject of this action.

4. Based upon the information obtained through those consultations, and 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 private action" means that the information provides a credible basis that all the 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 24249.7(h)(2), *i.e.*, (1) the identity of the person consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Date: March 10, 2009



ROGER LANE CARRICK
THE CARRICK LAW GROUP, P.C.

Attorneys for Environmental World Watch, Inc. and
Other Noticing Parties (see Exhibit B)

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 350 S. Grand Avenue, Suite 2930, Los Angeles, CA 90071-3406.

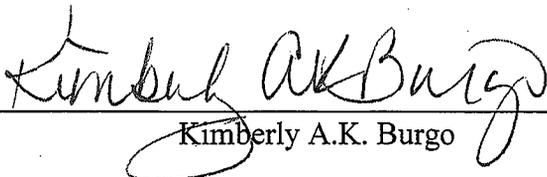
On March 10, 2009, I served copies of the documents listed immediately hereafter by first class mail by placing same in sealed envelopes, fully preparing postage thereon, and depositing said envelopes in the U.S. Mail at Los Angeles, California. Said envelopes were addressed as follows:

SEE ATTACHED DISTRIBUTION LIST

Documents mailed:

1. **NOTICE OF VIOLATION OF THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986 (California Health and Safety Code § 25249.5 et seq.)**
2. **EXHIBIT A - THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986 (PROPOSITION 65): A SUMMARY (Government Entities excluded)**
3. **EXHIBIT B - LIST OF INDIVIDUAL PARTIES GIVING NOTICE**
4. **EXHIBIT C - MAP OF POLLIWOG 11-ACRE PARCEL**
5. **CERTIFICATE OF MERIT - (attachments only sent to California Attorney General's Office)**

I declare under penalty of perjury under the laws of the state of California that the foregoing is true and correct, and that this declaration was executed on March 10, 2009, at Los Angeles, California.



Kimberly A.K. Burgo

DISTRIBUTION LIST

<p>Mr. Bob Iger President The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521-0686</p>	<p>Marsha L. Reed Registered Agent for Service of Process The Walt Disney Company 500 South Buena Vista Street Burbank, CA 91521-0686</p>
<p>The Honorable Steve Cooley Los Angeles County District Attorney 210 West Temple Street, Suite 18000 Los Angeles, CA 90012-3210</p>	<p>The Honorable Rocky Delgadillo Los Angeles County City Attorney 800 City Hall East 200 North Main Street Los Angeles, CA 90012-4110</p>
<p>California Attorney General State of California Department of Justice Proposition 65 Enforcement Reporting Attn: Prop 65 Coordinator 1515 Clay Street, Suite 2000 Post Office Box 70550 Oakland, CA 94612-0550</p>	