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3102 Oak Lawn Avenue
Suite 1100
Dallas, TX 75219-4281

May 10, 2012

Via email: rfalk@mofa.com and First Class U.S. Mail

Current CEO or President
Clement Pappas and Company, Inc.
C/o Robert L. Falk
Morrison & Foerster, LLP
425 Market Street
San Francisco, CA 94105

Current CEO or President
Cliffstar, LLC
C/o Robert L. Falk
Morrison & Foerster, LLP
425 Market Street
San Francisco, CA 94105

Current CEO or President
Independent Food Processors Corp.
C/o Robert L. Falk
Morrison & Foerster, LLP
425 Market Street
San Francisco, CA 94105

Current CEO or President
Pacific Coast Producers
C/o Robert L. Falk
Morrison & Foerster, LLP
425 Market Street
San Francisco, CA 94105

Re: Notice of Violation of the Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65), Section 25249.6 of the California Health and Safety Code, for Exposing Consumers of Grape Juice, Packaged Peaches, Packaged Pears, and Fruit Cocktail to Lead.

Dear Sir/Madam:

The Environmental Law Foundation (“ELF”) is a California non-profit organization dedicated to the preservation and enhancement of human health and the environment. ELF has a long-standing interest in reducing health hazards to the public posed by toxic chemicals and protecting the public from harmful substances.

This letter constitutes notice that the entities identified in Exhibit A have violated and continue to violate provisions of the Safe Drinking Water and Toxic Enforcement Act of 1986, California Health and Safety Code sections 25249.5 et seq. Specifically, these entities have violated and continue to violate the warning requirement at section 25249.6 of the California Health and Safety Code, which provides, “No person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first giving clear and reasonable warning to such individual...”

The list of entities subject to this Notice is attached as Exhibit A. Consumer food products sold by these entities contain lead, a chemical known to the State to cause reproductive toxicity and cancer. On each and every day from May 10, 2011 through the present, these entities have exposed and continue to expose consumers of their food products to lead. Exposure to the consumers has occurred through ingestion of the food products. The categories of food products that are the subject of this Notice are grape juice, packaged peaches, packaged pears and fruit cocktail. Specific examples of food products that are the subject of this Notice are identified in the document attached as Exhibit B.

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Because lead is a chemical listed in Proposition 65 as a human carcinogen and a reproductive toxin, pursuant to Health and Safety Code § 25249.6 the entities in Exhibit A were, and are, required to provide clear and reasonable warnings to all consumers of food products before exposing them to lead. Pursuant to Health and Safety Code section 25249.7(d), ELF intends to bring suit in the public interest against the entities in Exhibit A sixty days hereafter to correct the violation occasioned by the failure to warn all consumers of the exposure to lead.

Pursuant to 27 California Code of Regulations § 25903(b)(1), attached is a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary," a summary of Proposition 65 prepared by the Office of Environmental Health Hazard Assessment of the California Environmental Protection Agency.

Pursuant to Health and Safety Code § 25249.7(d)(1), the undersigned hereby includes with the copy of this notice to the Attorney General a confidential Certificate of Merit.

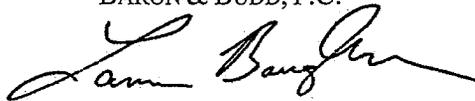
While violations are occurring throughout the State of California, the noticing parties are unable to know for certain if violations are occurring in all of the 58 counties in California. Therefore, pursuant to 27 California Code of Regulations § 25903(c)(3), the noticing parties are providing this notice to the district attorney for each of the 58 counties in California. Further, the noticing parties provide this notice to the California Attorney General and the city attorneys for the cities of Los Angeles, San Diego, San Francisco and San Jose.

ELF is located at: 1736 Franklin, 9th Floor, Oakland, California 94612, telephone (510) 208-4555. The president of ELF is James Wheaton. ELF is represented in this matter by the law firms of Baron & Budd, P.C. and the Law Offices of April Strauss. All communications concerning this matter should be directed to:

Laura J. Baughman
Baron & Budd, P.C.
3102 Oak Lawn Ave., Suite 1100
Dallas, Texas 75219
(214) 521-3605; lbaughman@baronbudd.com.

Sincerely,

BARON & BUDD, P.C.



Laura J. Baughman
Thomas Sims
Attorneys for ELF

Enclosures

cc: Attorney General of California
(with attached confidential factual information supporting Certificate of Merit)
Los Angeles City Attorney
San Diego City Attorney
City Attorney of San Francisco
San Jose City Attorney
District Attorneys for California's 58 Counties (see attached certificate of service)

EXHIBIT A

Current CEO or President
Clement Pappas and Company, Inc.
C/o Robert L. Falk
Morrison & Foerster, LLP
425 Market Street
San Francisco, CA 94105

Current CEO or President
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425 Market Street
San Francisco, CA 94105

EXHIBIT B

- 1 365 Everyday Value Organic 100% Juice Concord Grapes (Clement Pappas & Co.)
- 2 Best Yet Bartlett Pear Halves in Heavy Syrup (Pacific Coast Producers)
- 3 Best Yet Chunky Mixed Fruit in Pear Juice (Pacific Coast Producers)
- 4 Best Yet Yellow Cling Peach Halves in Heavy Syrup (Pacific Coast Producers)
- 5 Chef's Review Fruit Cocktail (Pacific Coast Producers)
- 6 First Street Diced Pears (Pacific Coast Producers)
- 7 First Street Fruit Cocktail in heavy syrup (Pacific Coast Producers)
- 8 First Street Grape Juice from concentrate 100% juice (Cliffstar LLC)
- 9 First Street Sliced Bartlett (Pacific Coast Producers)
- 10 First Street Yellow Cling Peaches in heavy syrup (Pacific Coast Producers)
- 11 Full Circle Organic Bartlett Pear Slices (Independent Food Processors Corp.)
- 12 Great Value 100% Grape Juice (Cliffstar LLC)
- 13 Great Value Bartlett Pear Halves in 100% Juice (Pacific Coast Producers)
- 14 Great Value Bartlett Sliced Pears in Heavy Syrup (Pacific Coast Producers)
- 15 Great Value No Sugar Added Fruit Cocktail (Pacific Coast Producers)
- 16 Great Value Pear Halves in 100% Juice (Pacific Coast Producers)
- 17 Great Value Yellow Cling Sliced Peaches (Pacific Coast Producers)
- 18 Kroger Fruit Cocktail in Heavy Syrup (Pacific Coast Producers)
- 19 Kroger Grape Juice 100% Juice (Cliffstar LLC)
- 20 Kroger Lite Fruit Cocktail in Pear Juice (Pacific Coast Producers)
- 21 Kroger Value Fruit Mix (Peaches, pears, grapes) (Pacific Coast Producers)
- 22 Maxx Value Fruit Mix in Light Syrup (peach, pear, grape) (Pacific Coast Producers)
- 23 Maxx Value Pear Pieces in Light Syrup (Independent Food Processors Corp.)
- 24 O Organics Organic Grape Juice from concentrate (Cliffstar LLC)
- 25 Raley's 100% Grape Juice (Cliffstar LLC)
- 26 Safeway 100% Juice Grape Juice (Cliffstar LLC)

EXHIBIT B

- 27 Safeway Fruit Cocktail in Heavy Syrup (Pacific Coast Producers)
- 28 Safeway Lite Fruit Cocktail in Pear Juice (Pacific Coast Producers)
- 29 Safeway Yellow Cling Peach Slices in Pear Juice (Pacific Coast Producers)
- 30 Safeway Light Sugar Fruit Cocktail (Pacific Coast Producers)
- 31 Safeway Lite Fruit Cocktail (Pacific Coast Producers)
- 32 Safeway Organic Grape Juice (Cliffstar LLC)
- 33 Simple Value Yellow Cling Peaches in light syrup (Pacific Coast Producers)
- 34 Stater Bros. 100% Juice Grape Juice (Clement Pappas & Co.)
- 35 Stater Bros. 100% Juice White Grape Juice (Clement Pappas & Co.)
- 36 Valu Time Grape Drink from Concentrate (Cliffstar LLC)
- 37 Valu Time Irregular Bartlett Pear Slices (Independent Food Processors Corp.)
- 38 Valu Time Yellow Cling Peach Slices (Pacific Coast Producers)
- 39 Walgreens Grape Juice from concentrate 100% juice (Cliffstar LLC)
- 40 Walnut Grove Market Grape Juice (Clement Pappas & Co.)

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

I, Thomas M. Sims, hereby declare:

1. This Certificate of Merit accompanies the attached notice of violation in which it is alleged that the parties identified in the notice have violated Health & Safety Code section 25249.6 by failing to provide clear and reasonable warnings.
2. I am an attorney representing the Environmental Law Foundation.
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 exposure to the listed chemical that is 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 & 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.

Dated: May 10, 2012

The signature is handwritten in black ink. It consists of a stylized 'T' followed by 'HOMAS' and a large, sweeping 'S' followed by 'SIMS'. A horizontal line is drawn below the signature.

Thomas M. Sims, Attorney for
Environmental Law Foundation

CERTIFICATE OF SERVICE

I am employed in the City of Dallas in the County of Dallas, Texas. I am over the age of eighteen years and not a party to the within action. My business address is 3102 Oak Lawn Ave., Suite 1100, Dallas, Texas 75219.

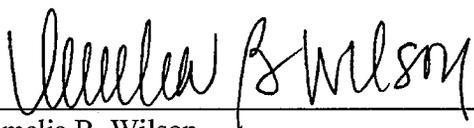
On May 10, 2012 I served the following document(s):

NOTICE OF VIOLATION OF THE SAFE DRINKING WATER AND TOXIC ENFORCEMENT ACT OF 1986 (PROPOSITION 65), SECTION 25249.6 OF THE CALIFORNIA HEALTH AND SAFETY CODE, FOR EXPOSING CONSUMERS OF GRAPE JUICE, PACKAGED PEACHES, PACKAGED PEARS, AND FRUIT COCKTAIL TO LEAD

by UNITED STATES FIRST CLASS MAIL by placing a true and correct copy thereof in an envelope addressed to each of the persons named below at the address shown, and by sealing and depositing said envelope in the United States mail at Dallas, Texas, with postage fully prepaid to:

See attached SERVICE LIST.

Executed on this 10th day of May, 2012 at Dallas, Texas. I declare under penalty of perjury under the laws of the State of California and Texas that the foregoing is true and correct.



Amelia B. Wilson

SERVICE LIST

Current CEO or President
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Morrison & Foerster, LLP
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San Francisco, CA 94105

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District Attorney of Alameda County
1225 Fallon Street, Room 900
Oakland, CA 94612

District Attorney of El Dorado County
515 Main Street
Placerville, CA 95667

District Attorney of Alpine County
P.O. Box 248
Markleeville, CA 96120

District Attorney of Fresno County
2220 Tulare Street, #1000
Fresno, CA 93721

District Attorney of Amador County
708 Court Street, #202
Jackson, CA 95642

District Attorney of Glenn County
P.O. Box 430
Willows, CA 95988

District Attorney of Butte County
25 County Center Drive
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District Attorney of Humboldt County
825 5th Street
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District Attorney of Calaveras County
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San Andreas, CA 95249

District Attorney of Imperial County
939 Main Street
El Centro, CA 92243

District Attorney of Colusa County
547 Market Street
Colusa, CA 95932

District Attorney of Inyo County
P.O. Drawer D
Independence, CA 93526

District Attorney of Contra Costa County
725 Court Street, Room 402
Martinez, CA 94553

District Attorney of Kern County
1215 Truxtun Avenue
Bakersfield, CA 93301

District Attorney of Del Norte County
450 H Street, Ste 171
Crescent City, CA 95531

District Attorney of Kings County
1400 West Lacey
Hanford, CA 93230

District Attorney of Lake County
255 N. Forbes Street
Lakeport, CA 95453

District Attorney of Lassen County
220 S. Lassen St., Ste. 8
Susanville, CA 96130

District Attorney of Los Angeles County
210 W. Temple Street, Room 345
Los Angeles, CA 90012

District Attorney of Madera County
209 West Yosemite Avenue
Madera, CA 93637

District Attorney of Marin County
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San Rafael, CA 94903

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P.O. Box 730
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Alturas, CA 96101-4020

District Attorney of Mono County
P.O. Box 617
Bridgeport, CA 93517

District Attorney of Monterey County
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Salinas, CA 93901

District Attorney of Napa County
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Napa, CA 94559

District Attorney of Nevada County
110 Union Street
Nevada City, CA 95959

District Attorney of Orange County
401 Civic Ctr. Drive West
Santa Ana, CA 92701

District Attorney of Placer County
10810 Justice Center Drive Suite #240
Roseville, CA 95678

District Attorney of Plumas County
520 Main Street, Room 404
Quincy, CA 95971

District Attorney of Riverside County
3960 Orange Street, Ste. 5
Riverside, CA 92501

District Attorney of Sacramento County
901 "G" Street
Sacramento, CA 95814

District Attorney of San Bernardino County
316 N. Mountain View Avenue
San Bernardino, CA 92415-0004

District Attorney of San Benito County
419 Fourth Street, 2nd Floor
Hollister, CA 95023

District Attorney of San Diego County
330 West Broadway, Suite 1320
San Diego, CA 92112

District Attorney of San Francisco County
850 Bryant Street, Rm. 325
San Francisco, CA 94103

District Attorney of San Joaquin County
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Stockton, CA 95201

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San Luis Obispo, CA 93408

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District Attorney of Santa Clara County
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Santa Rosa, CA 95403

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District Attorney of Trinity County
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Weaverville, CA 96093

District Attorney of Tulare County
221 S. Mooney Ave, Room 224
Visalia, CA 93291

District Attorney of Tuolumne County
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Sonora, CA 95370

District Attorney of Ventura County
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Ventura, CA 93009

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301 Second Street
Woodland, CA 95695

District Attorney of Yuba County
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Marysville, CA 95901

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151 West Mission Street
San Jose, CA 95110

Los Angeles City Attorney's Office
200 N. Main Street, Room 1800, City Hall E.
Los Angeles, CA 90012

San Diego City Attorney's Office
1200 3rd Avenue, 12th Floor
San Diego, CA 92101

San Francisco City Attorney's Office
City Hall, Room 234
San Francisco, CA 94102

California Attorney General's Office
Attn: Proposition 65 Coordinator
1515 Clay Street
Oakland, CA 94612